PROGRESSIVE AGILITY

Annual Report 2023

BOUSTEAD®

Since 1828

PROGRESSIVE AGILITY

When we take a look back at Boustead's enduring heritage of close to two centuries, it is clear that we are no stranger to change, having been seasoned by the challenges of wars, economic depressions and recessions, pandemics and the inevitable passage of time.

Where we are today can be attributed to our progressive agility, representing the Group's adaptive mindset, resilience and agile posture to adapt to rapidly evolving circumstances. This mindset assumes that complexity, uncertainty and volatility can only be overcome where agility of mindset moves beyond formulaic approaches to truly comprehend the business context and design ecosystem solutions that readily benefit people and planet. Indeed, thanks to this mindset, the Group has prevailed over the challenges and delivered a credible performance for FY2023.

Our steadfast performance in FY2023 will never be a reason for us to rest on our laurels but a reminder that we need to be well-prepared for more volatility ahead. We continue to refine our strategies, leverage market opportunities and optimise operational efficiencies to strengthen our business. While prioritising innovation and deepening existing domain expertise, we also continue to search for synergistic partnerships that will further enhance our capabilities and broaden revenue streams to drive long-term growth while creating sustainable shared socio-economic value for our key stakeholders.

Cover-to-Cover – See the Bigger Picture
This year, Boustead Singapore Limited shares about our progressive agility, while Boustead Projects Limited shares about how building forward has helped them to remain future-ready in challenging times.

Scan or download the Annual Report at **www.boustead.sg**.

Corporate Profile

Established in 1828, Boustead Singapore Limited (SGX:F9D) is a progressive global Infrastructure-Related Engineering and Technology Group listed on the SGX Mainboard.

As Singapore's oldest continuous business organisation, we focus on the niche engineering and development of key infrastructure to support sustainable shared socio-economic growth. Our strong suite of engineering services under our Energy Engineering Division and Real Estate Division centres on energy infrastructure and smart, eco-sustainable and future-ready real estate developments.

In addition, we provide technology-driven transformative solutions to improve the quality of life for all walks of life. Our Geospatial Division provides professional services and exclusively distributes Esri ArcGIS technology – the world's leading geographic information system, smart mapping and location analytics enterprise platform – to major markets in the Asia Pacific. The enterprise platform creates digital infrastructure solutions and digital twins that enable smart nations, smart cities and smart communities to solve the world's most complex problems. More effective planning and management of key infrastructure and resources are critical for economic sustainability, environmental protection and social responsibility. Our Healthcare Division provides innovative medical solutions that address age-related chronic diseases and mobility issues, with a focus on rehabilitative care and sports science in the Asia Pacific.

With a vast global network stretching across Asia, Australia, Europe, Africa and the Americas, we are ready to serve the world. To date, we have undertaken projects in 93 countries and territories globally.

Over the years, we have been a recipient of many reputable awards including the prestigious Forbes Asia 200 Best Under A Billion Award. In 2019, we were awarded the Most Transparent Company Award and Sustainability Award (Runner-Up) by the Securities Investors Association (Singapore). Between 2020 to 2023, we also ranked among Singapore's Best Employers, Singapore's Fastest Growing Companies and Asia-Pacific High-Growth Companies. We were also honoured with the Corporate Excellence & Resilience Award at the Singapore Corporate Awards 2021 Special Edition.

Visit us at **www.boustead.sg**.

Contents

Overview

10

Refreshing a Global Icon	10
Mission, Vision & Business Model	12
Global Presence	16
Group at a Glance	
- Overall Financial Performance	18
- Division Financial Performance	20
- Socio-Economic & Sustainability Performance	22
Chairman's Message	28

Strategic Review

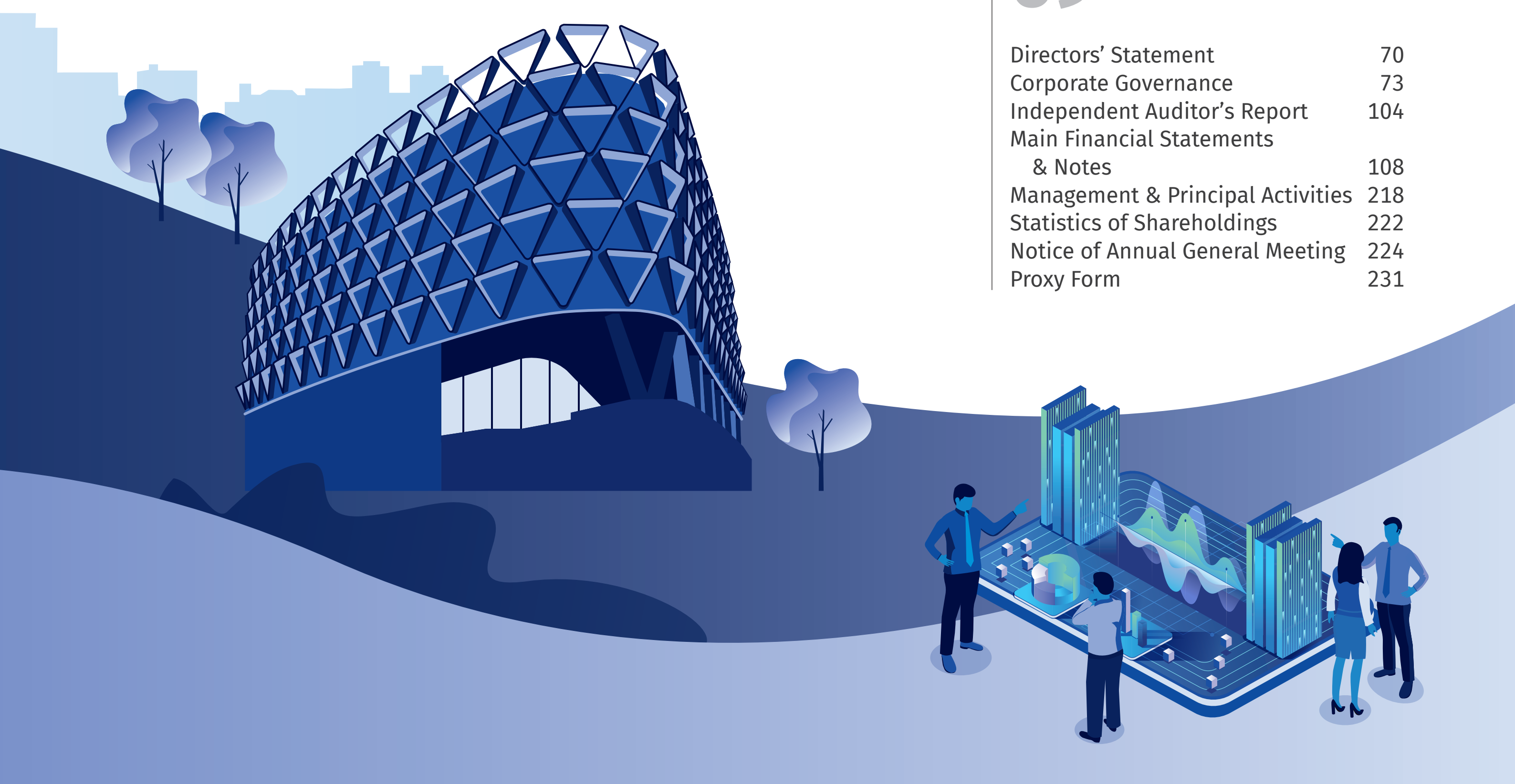
32

Energy Engineering	32
Real Estate	38
Geospatial	46
Healthcare	56
Quality, Environmental, Health, Safety & Sustainability Awards over the Past Decade	60
Board of Directors	62
Key Management Team	64
Stakeholder Relations	66
Corporate Information	68

Financial Statements

69

Directors' Statement	70
Corporate Governance	73
Independent Auditor's Report	104
Main Financial Statements & Notes	108
Management & Principal Activities	218
Statistics of Shareholdings	222
Notice of Annual General Meeting	224
Proxy Form	231



ENERGY ENGINEERING

GLOBAL EXPERIENCE

Boustead delivers global experience, with over 1,500 projects installed in 93 countries and territories across six continents over the past quarter-century. This is the hallmark of a truly global organisation.

TRACK RECORD
Our Energy Engineering Division has delivered:

Our Energy Engineering Division provides critical process technologies and emissions reduction solutions to the global energy sector, which are important drivers of human well-being, economic development and progress. Process heater systems used in gas processing and hydrogen production are part of a multi-decade transition to relatively cleaner fuels and renewables. Heat recovery systems ("HRS") capture thermal energy from high temperature turbine exhaust and flue gases, which is efficiently transferred for use by other utilities, thus reducing the overall energy demand of plants and potentially doubling the operational efficiency of gas-fired turbines.

Projects for
70%
of the world's top 20 energy corporations.

221 terawatt-hours
of total expected thermal energy recovery by HRS, equivalent to the amount of carbon sequestered in a forest that is the size of Turkey.

Read more on pages 32 to 37.

REAL ESTATE

ENDURING VALUE

Boustead delivers enduring value, in line with the *Boustead Way*, our long trading history and our aim to continue creating sustainable shared socio-economic value.

TRACK RECORD
Boustead Projects Limited has delivered:

Our Real Estate Division under Boustead Projects Limited provides innovative real estate solutions such as smart, eco-sustainable and future-ready developments for Fortune 500, S&P 500 and Euronext 100 corporations across diverse sectors. These developments are designed to meet Industry 4.0 transformation standards, while simultaneously minimising emissions and resource wastage.

S$2.0 billion
in total market valuation of completed properties in our portfolio.

Multiple real estate platforms
including Boustead Development Partnership, Boustead Industrial Fund, Echo Base-BP Capital and KTG & Boustead Industrial Logistics Fund.

Read more on pages 38 to 45.

GEOSPATIAL

PROGRESSIVE TECHNOLOGIES

Boustead delivers progressive technologies, staying in the moment and relevant to the times.

Our Geospatial Division provides professional services and exclusively distributes Esri ArcGIS technology – the world's leading geographic information system ("GIS"), smart mapping and location analytics enterprise platform – along with related GIS solutions for major markets in the Asia Pacific. The enterprise platform creates digital infrastructure solutions and digital twins that enable smart nations, smart cities and smart communities to solve the world's most complex problems. More effective planning and management of key infrastructure and resources are critical for economic sustainability, environmental protection and social responsibility. This division's progressive technologies stand as a rare multi-generational force that have transformed through five tectonic shifts in the technology sector within the past half-century.

TRACK RECORD
Our Geospatial Division has delivered:

Critical smart mapping capabilities

to support government agencies to create smart cities.

GIS multiplier effects that add value

in a wide range of sectors that account for nearly 75% of global GDP.

Read more on pages 46 to 55.

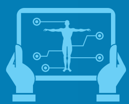
HEALTHCARE

REPUTABLE QUALITY

Boustead delivers reputable quality, a distinction that has established our credibility as a long-standing, trusted organisation.

Our Healthcare Division provides innovative medical solutions that address age-related chronic diseases and mobility issues across the continuum of long-term care, with a focus on rehabilitative care and sports science in the Asia Pacific. This division addresses the pain points of the healthcare sector with outcome-based solutions that promote more efficient recovery for patients and higher productivity of healthcare professionals, while mitigating resource shortages faced by the healthcare sector.

TRACK RECORD
Our Healthcare Division has delivered:



Technology-driven rehabilitative care and sports science solutions

that significantly improve mobility recovery and chances of leading normal lives.

Enhanced well-being and protection

through solutions that reduce fatigue and stress on patients, their families and caregivers.

Read more on pages 56 to 59.

Refreshing a Global Icon

BOUSTEAD
Since 1828

In 2020, Boustead unveiled our refreshed global icon, revitalising our face to the world. This included a revitalisation of our brand identity, brand image and digital assets, which are now harmonised with our global presence, continued cultivation of enduring relationships, progressive reputation and long-term investments in people and technologies, with a focus on creating sustainable shared socio-economic value. Our refreshed global icon also continues to embody the ***Boustead Way***, our unique brand of entrepreneurialism that has guided Boustead Men and Women for almost two centuries.

GLOBAL

Boustead delivers global experience, with over 1,500 projects installed in 93 countries and territories across six continents over the past quarter-century. This is the hallmark of a truly global organisation. Our international centres of design, excellence and technology are home to over 1,100 team members present in 11 countries on four continents.

ENDURING

Boustead delivers enduring value, in line with the ***Boustead Way***, our long trading history and our aim to continue creating sustainable shared socio-economic value. Key to this has been a culture that promotes adaptability and resilience – to embrace transformation and overcome global crises and the most challenging of circumstances.

The *Boustead Way*

The ***Boustead Way*** prioritises the pursuit of business with a greater purpose. It is about creating sustainable shared socio-economic value versus maximising short-term profit; promoting adaptability and resilience; and favouring longevity over sentimentality. It is a position, a value, a commercial sensibility that runs through every layer of our organisation.

PROGRESSIVE

Boustead delivers progressive technologies, staying in the moment and relevant to the times. The true legacy of our founder, Mr Edward Boustead, was not his family name but a distinct brand of entrepreneurialism, one that favours longevity over sentimentality and has led to investments in progressive businesses and technologies that are aligned with megatrends.

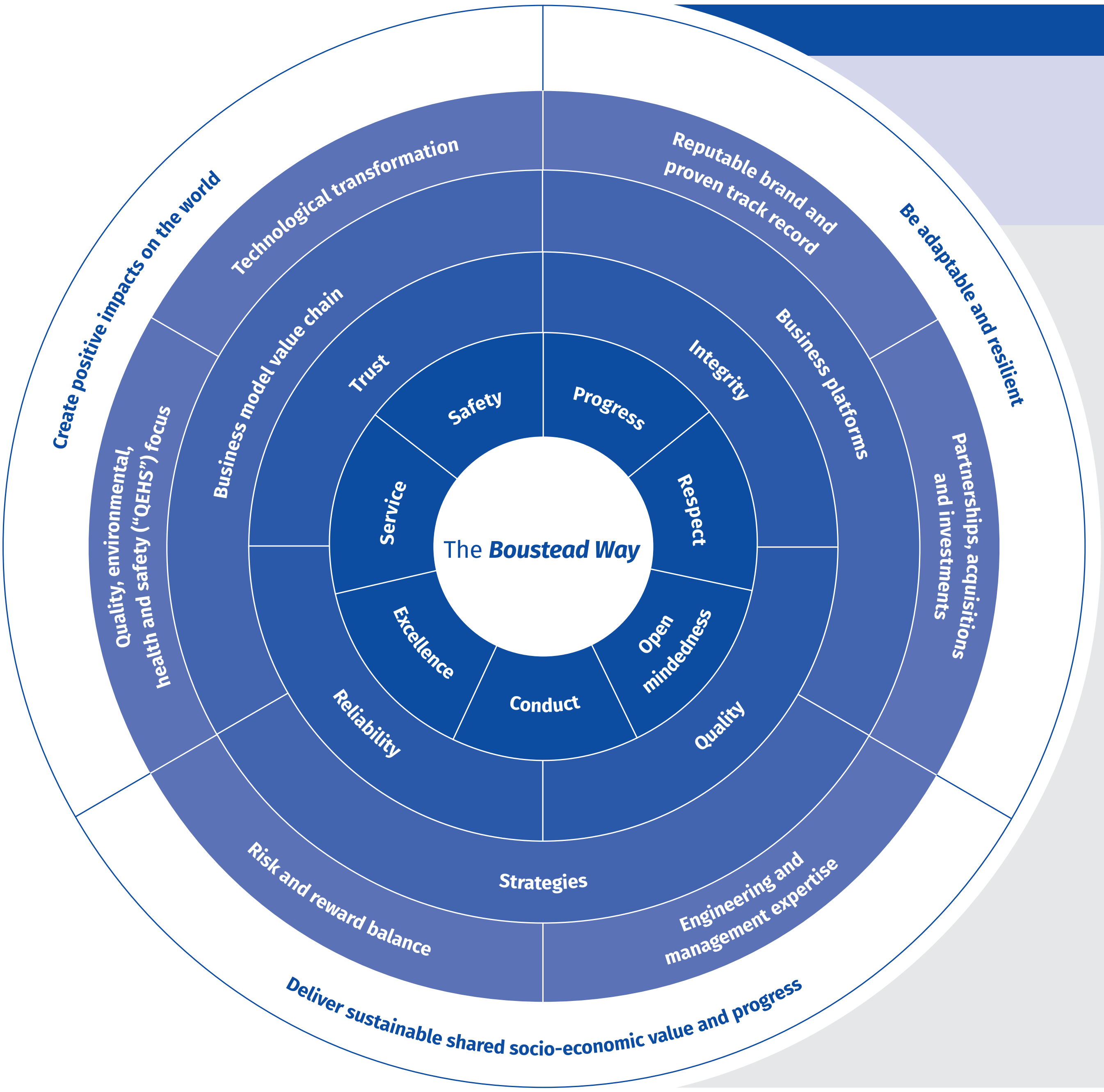
REPUTABLE

Boustead delivers reputable quality, a distinction that has established our credibility as a long-standing, trusted organisation. At the centre of our reputation are Boustead Men and Women who continue to cultivate enduring and endearing relationships and trust, and deliver on our promises to clients – extending back almost two centuries.

Mission, Vision & Business Model

Mission
To pursue business with a greater purpose – creating sustainable shared socio-economic value through providing progressive, smart, eco-sustainable, emissions reduction and future-ready solutions that empower stakeholders in the markets we serve.

Vision
To be the leading global provider of progressive, smart, eco-sustainable, emissions reduction and future-ready solutions.



Over Boustead's enduring heritage of almost two centuries, we have been delivering sustainable shared socio-economic value and progress to key stakeholders globally. We owe our success to our experienced and versatile teams who possess in-depth domain expertise and tremendous international experience and generally undertake the high value-added activities across the engineering and technology value chains, guided by the ***Boustead Way***.

As a knowledge-driven organisation, we employ a business model with inbuilt exportability and flexibility, which has enabled us to adapt our operations to diverse situations and widespread geographic markets covering 93 countries and territories globally.

At our core is the ***Boustead Way***, and our mission and vision, fortified by our fundamental principles and strong human-centric corporate values.

Over time, we have established our reputation for integrity, quality, reliability and trust, which together with our corporate values and business drivers, help us to achieve our long-term objectives to be adaptable and resilient, deliver sustainable shared socio-economic value and progress to key stakeholders, and create positive economic, environmental and social impacts on the world. We are a trustworthy global corporate citizen with a greater purpose in mind.

Corporate Values

Progress | Respect | Open mindedness | Conduct | Excellence | Service | Safety

Striving for progress

We want to be distinguished for:

- Our sector leadership, client-focus and strong suite of smart, eco-sustainable, emissions reduction and future-ready solutions;
- Our professionalism, financial performance, proven business and management model, and successful growth strategies; and
- Our creation of shared socio-economic value and contribution to economic, environmental and social progress in communities globally.

Respecting our team and stakeholders

We believe in creating a work environment that promotes creativity, excitement and growth, and makes our team feel cared for, challenged, empowered and respected because they are our best asset – they are Boustead. Creating the ideal environment for them to thrive in will eventually translate to delivering sustainable shared socio-economic value and progress to key stakeholders.

Keeping an open mind

We endeavour to push the boundaries of paradigms, research and technologies to improve business performance and sustainability.

Adhering to the highest standards of honourable conduct

We believe in conducting business honourably. We are committed to building a climate of fairness, honesty, trust and sincerity with all key stakeholders.

Upholding excellence

We aim to deliver excellence in everything we do.

Servicing our clients

We aim to gain an in-depth understanding of our clients' needs so that we are able to deliver progressive answers to them in the dynamic global business environment.

Prioritising safety

We believe in making safety an inherent part of our solutions and the environment we operate in.

Mission, Vision & Business Model

Achieving Our Mission, Vision & Long-Term Objectives

In order to achieve our mission, vision and long-term objectives, we rely on our business drivers: business platforms, strategies and business model value chain – guided by the ***Boustead Way***, along with our fundamental principles and strong human-centric corporate values. These business drivers highlight how we combine our core competencies and strategies for international markets to allow us to achieve our long-term objectives.

Business Platforms

Positioning and presence
- Successful spotting and positioning on megatrends
- Global view with local market knowledge
- Focus on socio-economic development in high-growth markets
- Broad coverage of sectors
- Projects in 93 countries and territories
- More than 8,500 clients globally

Performance
- Extensive track record
- Delivery of world-class projects
- Solutions in energy, real estate, geospatial and healthcare sectors
- Commitments to QEHS performance

People
- World-class teams
- Empowering culture
- Fair and non-discriminatory employment practices
- Ability to attract, develop, motivate and retain talent
- Industry technical experts

Strategies

Reputable brand and proven track record
With an enduring brand heritage, we have established reputable positions in a broad range of sectors, bringing together in-depth domain expertise and proven technologies in over 1,500 projects in 93 countries and territories.

Technological transformation
We aim to incorporate transformative technologies into our solutions and be a market leader in the world of Industry 4.0.

QEHS focus
We strive to achieve the highest standards in QEHS, for the well-being and protection of every individual. We are a leader and active participant in QEHS and ISO programmes.

Strategies

Partnerships, acquisitions and investments
Our continuous search for strategic partnerships, catalytic acquisitions and investments is aimed at accelerating our business expansion, enhancing capabilities, broadening revenue streams and driving sustainable long-term growth.

Engineering and management expertise
Our teams offer in-depth domain expertise and deliver value engineering, helping clients to achieve highly effective and cost competitive solutions that raise efficiency and sustainability, while reducing emissions and eliminating wastage.

Risk and reward balance
We are vigilant in ensuring that our strategies to enhance key stakeholders' shared socio-economic value are well-supported by sound risk management.

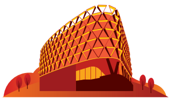
Business Model Value Chain

- Uphold our excellent reputation for integrity, quality, reliability and trust
- Design smart, eco-sustainable, emissions reduction and future-ready solutions that meet Industry 4.0 transformation standards
- Commit to operational excellence through undertaking technology-driven design, process, detailed and value engineering, project management, QEHS supervision, installation, commissioning and training
- Deliver efficiency, performance and shared socio-economic value to clients
- Generate revenue, profit and cash flow in a sustainable manner
- Be adaptable and resilient, deliver sustainable shared socio-economic value and progress, and create positive impacts on the world

Global Presence

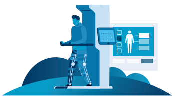
	Projects Track Record	Projects Ongoing in FY2023

Energy Engineering



Real Estate

Geospatial



Healthcare

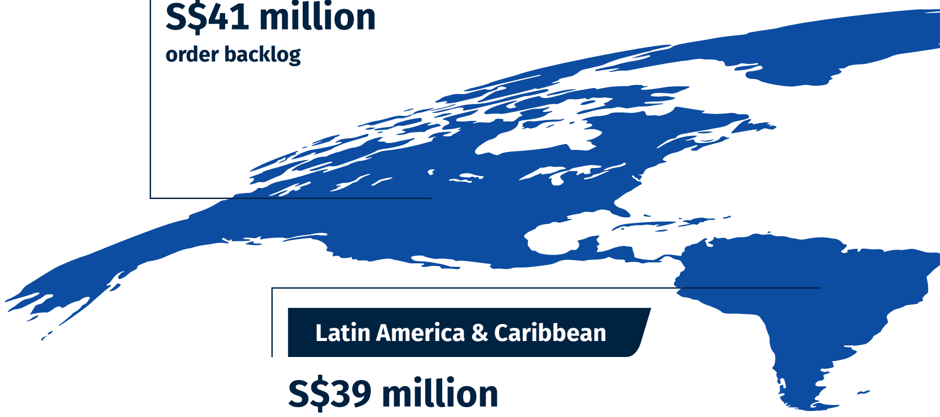
Projects undertaken in

93

countries and territories

Order backlog of

S$556m*



North America

S$41 million

order backlog

Latin America & Caribbean

S$39 million

order backlog

North America

Canada

USA

Latin America & Caribbean

Argentina

Bolivia

Brazil

Chile

Dominican Republic

Guyana

Mexico

Netherlands Antilles

Peru

Europe

Eastern Europe

Hungary

Poland

Slovakia

Northern Europe

Denmark

England

Finland

Ireland

Isle of Man

Lithuania

Norway

Scotland

Sweden

Wales

Southern Europe

Cyprus

Greece

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Spain

Turkey

Western Europe

Austria

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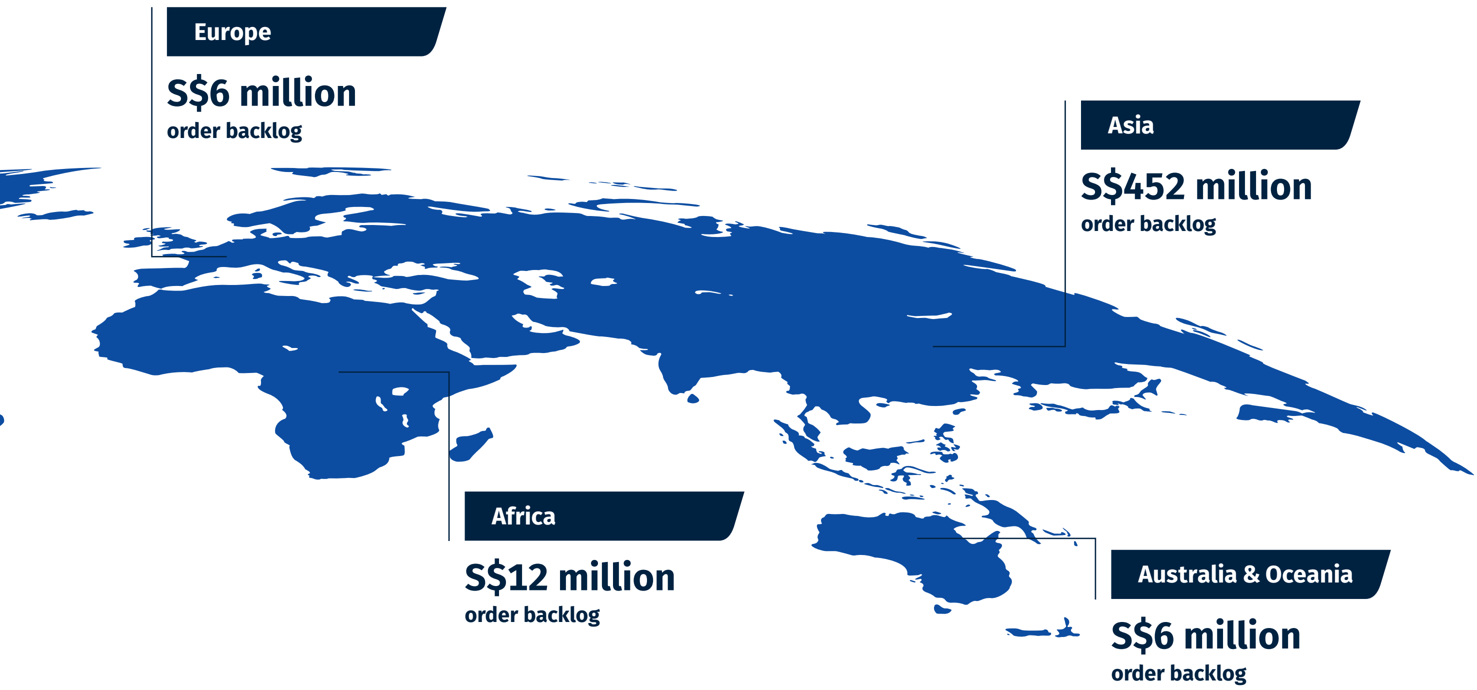
France

Germany

Netherlands

Switzerland

* *Order backlog as announced in FY2023 financial results announcement.*



Africa

Eastern Africa
- Mozambique
- Tanzania

North Africa
- Algeria
- Egypt
- Tunisia

Middle Africa
- Angola
- Equatorial Guinea

Western Africa
- Cote d'Ivoire
- Gabon
- Ghana
- Mauritania
- Nigeria
- Senegal

Asia

Middle East
- Bahrain
- Jordan
- Kuwait
- Oman
- Qatar
- Saudi Arabia
- UAE

Central Asia
- Azerbaijan
- Kazakhstan
- Turkmenistan

South Asia
- Bangladesh
- India
- Maldives
- Pakistan
- Sri Lanka

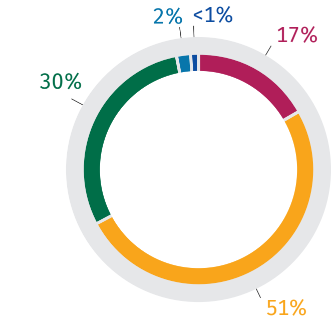
East Asia
- China
- Hong Kong
- Japan
- Macau
- South Korea

South East Asia
- Brunei
- Indonesia
- Malaysia
- Philippines
- Singapore
- Thailand
- Timor-Leste
- Vietnam

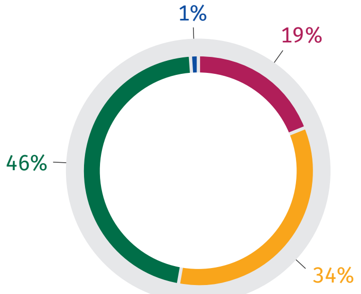
Australia & Oceania
- Australia
- New Caledonia
- New Zealand
- Papua New Guinea

Group at a Glance
Overall Financial Performance

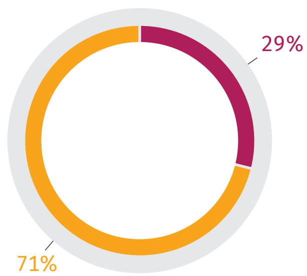
Group Revenue
S$561.6 million
FY2022: S$631.8 million
Year-on-year: ↓ 11%

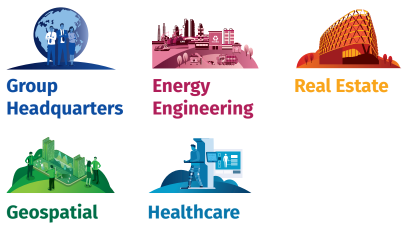


Group Profit before Income Tax
S$76.5 million
FY2022: S$55.2 million
Year-on-year: ↑ 38%

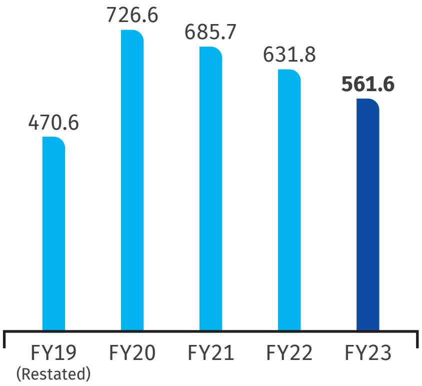


Group Engineering Contracts Secured
S$565 million
FY2022: S$193 million
Year-on-year: ↑ 193%

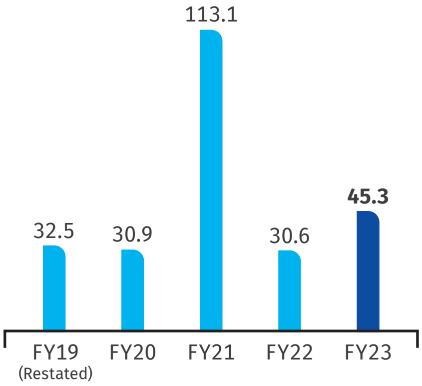




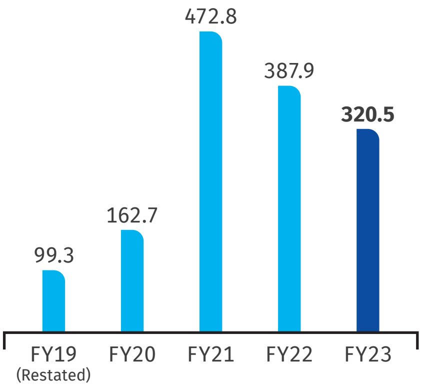
Group Revenue (S$'m)



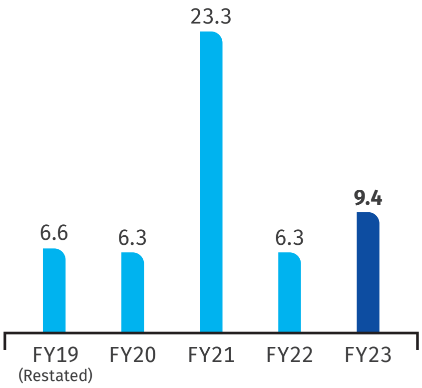
Group Net Profit (S$'m)



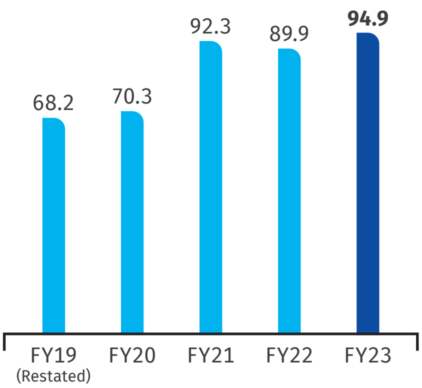
Net Cash Position (S$'m)



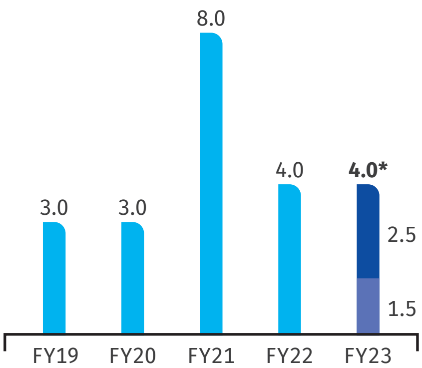
Basic Earnings per Share (¢)



Net Asset Value per Share (¢)



Gross Dividend per Share (¢)



FY2023 final dividend per share (proposed)
FY2023 interim dividend per share (paid)

* *Includes proposed final dividend of 2.5 cents per share.*

	FY2019 S$'000 (Restated)	FY2020 S$'000	FY2021 S$'000	FY2022 S$'000	FY2023 S$'000
Revenue and Profits					
Revenue	470,646	726,561	685,710	631,811	**561,645**
Gross profit	141,140	167,227	173,603	144,753	**157,043**
Profit before income tax	62,357	63,040	204,295	55,235	**76,481**
Total profit	49,579	44,459	178,855	38,787	**56,200**
Profit attributable to equity holders of the Company	32,519	30,872	113,073	30,578	**45,325**
Cash/Scrip dividends	(14,953)	(14,655)	(38,737)	(19,282)	**(19,156)**
Statement of Financial Position					
Equity attributable to equity holders of the Company	336,143	342,632	446,953	433,566	**453,041**
Non-controlling interests	146,207	154,103	218,720	199,658	**117,753**
Capital Employed	482,350	496,735	665,673	633,224	**570,794**
Trade receivables (non-current)	11,212	19,850	20,211	12,320	**26,708**
Other receivables and prepayments (non-current)	5,759	5,831	61,118	74,240	**85,968**
Contract assets (non-current)	2,657	1,568	8,853	12	**385**
Investment securities (non-current)	44,544	42,877	32,785	33,217	**30,213**
Property, plant and equipment	17,221	28,896	29,596	21,883	**19,158**
Right-of-use assets	-	14,994	13,204	8,577	**12,320**
Finance lease receivables (non-current)	-	21,765	20,794	20,362	**20,485**
Investment properties	182,118	176,713	82,588	87,172	**48,662**
Intangible assets	2,137	1,894	1,396	153	**5,315**
Investments in associates	12,875	18,410	20,836	22,766	**21,408**
Investments in joint ventures	40,673	60,707	70,123	54,866	**199,331**
Pension asset	-	-	-	730	**-**
Net deferred income tax (liabilities)/assets	1,114	2,767	12,814	13,929	**14,124**
Net cash position	99,264	162,713	472,823	387,881	**320,532**
Net current assets/(liabilities) (excluding cash and borrowings)	72,899	44,141	(72,915)	(759)	**(131,566)**
Non-current liabilities (excluding deferred income tax liabilities and borrowings)	(10,123)	(106,391)	(108,553)	(104,125)	**(102,249)**
Assets Employed	482,350	496,735	665,673	633,224	**570,794**
Financial Statistics					
Operating profit over turnover (%)	13.2	8.7	29.8	8.7	**13.6**
Return on equity (%) (Note 1)	9.7	9.0	25.3	7.1	**10.0**
Gross dividend per share (¢)	3.0	3.0	8.0	4.0	**4.0**
Dividend cover (times)	2.2	2.1	2.9	1.6	**2.4**
Basic earnings per share (¢) (Note 2)	6.6	6.3	23.3	6.3	**9.4**
Net asset value per share (¢) (Note 3)	68.2	70.3	92.3	89.9	**94.9**
Debt-to-equity (%) (Note 4)	30.6	24.0	1.0	2.5	**1.0**
Loan-to-valuation (%) (Note 5)	34.3	31.8	0.0	9.5	**2.8**

Notes:
1. *Based on profit attributable to equity holders of the Company divided by equity attributable to equity holders of the Company.*
2. *Based on profit attributable to equity holders of the Company divided by the weighted average number of ordinary shares in issue during the financial year ended 31 March.*
3. *Based on equity attributable to equity holders of the Company divided by the number of ordinary shares in issue at the end of the financial year ended 31 March.*
4. *Based on total borrowings divided by total equity.*
5. *Based on total borrowings by the Real Estate Division (Boustead Projects Limited) divided by the combined independent professional valuations of properties held for sale and investment properties.*

Group at a Glance
Division Financial Performance

ENERGY ENGINEERING

Our Energy Engineering Division provides critical process technologies and emissions reduction solutions to the global energy sector.

This division has undertaken over 1,300 projects in 91 countries and territories globally.

Division Revenue

S$98.0 million

FY2022: S$112.3 million
Year-on-year: ↓ 13%

Division Profit before Income Tax

S$15.2 million

FY2022: S$15.8 million
Year-on-year: ↓ 4%

Division Contracts Secured

S$164 million

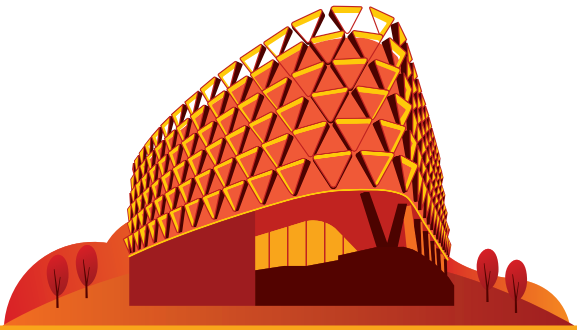
FY2022: S$45 million
Year-on-year: ↑ 264%

Division Team Members

299

FY2022: 259
Year-on-year: ↑ 15%

Read more on pages 32 to 37.



REAL ESTATE

Our Real Estate Division under Boustead Projects Limited provides innovative real estate solutions for smart, eco-sustainable and future-ready developments.

This division has undertaken over 220 projects totalling over 3,000,000 square metres of real estate in four countries in the Asia Pacific.

Division Revenue

S$284.0 million

FY2022: S$339.1 million
Year-on-year: ↓ 16%

Division Profit before Income Tax

S$26.5 million

FY2022: S$13.8 million
Year-on-year: ↑ 92%

Division Contracts Secured

S$401 million

FY2022: S$148 million
Year-on-year: ↑ 171%

Division Team Members

185

FY2022: 236
Year-on-year: ↓ 22%

Read more on pages 38 to 45.

GEOSPATIAL

Our Geospatial Division provides professional services and exclusively distributes Esri ArcGIS technology – the world's leading geographic information system ("GIS"), smart mapping and location analytics enterprise platform – along with related GIS solutions.

This division has over 7,000 clients including key government agencies and organisations in eight countries in the Asia Pacific.

Division Revenue

S$168.0 million

FY2022: S$168.3 million
Year-on-year: 0%

Division Profit before Income Tax

S$35.4 million

FY2022: S$36.9 million
Year-on-year: ↓ 4%

Division Year-End Deferred Services Backlog

S$92 million

FY2022: S$113 million
Year-on-year: ↓ 19%

Division Team Members

590

FY2022: 517
Year-on-year: ↑ 14%

Read more on pages 46 to 55.

HEALTHCARE

Our Healthcare Division provides innovative medical solutions that address age-related chronic diseases and mobility issues, with a focus on rehabilitative care and sports science.

This division's clients include government and private hospitals, nursing homes and outpatient centres in the Asia Pacific.

Division Revenue

S$11.1 million

FY2022: S$12.0 million
Year-on-year: ↓ 7%

Division (Loss) before Income Tax*

(S$1.4 million)

FY2022: (S$6.2 million)
Year-on-year: ↑ 78%

Division Team Members

80

FY2022: 106
Year-on-year: ↓ 25%

Read more on pages 56 to 59.

* *Includes S$0.6 million and S$0.3 million after-tax share of contribution from associate, Beijing Pukang Sport & Medical Co Ltd, in FY2022 and FY2023 respectively.*

Group at a Glance
Socio-Economic & Sustainability Performance

"Not all profit is equal. Profits involving a social purpose represent a higher form of capitalism, one that creates a positive cycle of company and community prosperity."

- Professor Michael Porter

Shared Socio-Economic Value Creation and Distribution in FY2023

Over Boustead's enduring heritage, we have continued to perform our role as a trustworthy global corporate citizen, incubating and growing businesses with a greater purpose – creating sustainable shared socio-economic value in the process – and developing trusted relationships with key stakeholders globally. We have generated and distributed tremendous direct economic value ("EV") and environmental, social and governance ("ESG") benefits to key stakeholders including our team, clients, partners, suppliers, lenders, shareholders, the media, governments and communities.

Our continuous profitability every year since our current leadership took over in FY1997 – except for FY2002 – has enabled us to reinvest in creating sustainable shared socio-economic value and delivering progress to key stakeholders, laying the cornerstones for our long-term success and longevity.

In FY2023, S$581.2 million in direct EV was generated, which was shared among key stakeholders as shown here.

Suppliers

- Purchases
- Supplier payments
- Other operating expenses
- Indirect jobs for communities where we operate

S$400.4 million
69% of EV

Team

- Salaries
- Defined contribution plans
- Share-based compensation
- Other benefits
- Direct jobs for communities where we operate

S$104.2 million
18% of EV

Lenders and Investors

- Interest paid to lenders
- Dividends paid to shareholders

S$22.7 million
4% of EV

Governments

- Corporate taxes for funding basic government services and sponsored socio-economic and ESG programmes
- Indirect jobs for communities where we operate

S$21.6 million
4% of EV

Communities

- Community service
- Philanthropic donations
- Indirect jobs for communities where we operate

S$0.13 million
< 1% of EV

Direct EV Retained

- Reinvestment in core businesses
- Future acquisitions and investments
- Future provided payments to governments, lenders and investors

S$32.1 million
5% of EV

Transformative Technologies Deployment

According to Boston Consulting Group ("BCG"), Industry 4.0 – the fourth industrial revolution – affects every manufacturing domain and comprises advanced manufacturing technologies that capture, manage and optimise data. In simple terms, Industry 4.0 makes manufacturing 'smart'. Technologies such as artificial intelligence ("AI"), cyber-physical systems and industrial IoT interact seamlessly, and communicate and modify continuously. Businesses that fully understand and capture the value of these advantages are best positioned to take on the challenges that lie ahead. BCG went on to name nine technologies that are driving Industry 4.0. We have overlaid our already implemented technologies in seven of these areas.

For nearly two centuries, we have been a pioneering force globally, with our businesses being part of multiple industrial revolutions. Today, our innovative real estate solutions continue to shape smart, eco-sustainable and future-ready developments across Asia's built environment sector, while our geospatial solutions are providing digital transformation and smart mapping capabilities that enable smart cities, smart communities and Internet of Things applications.

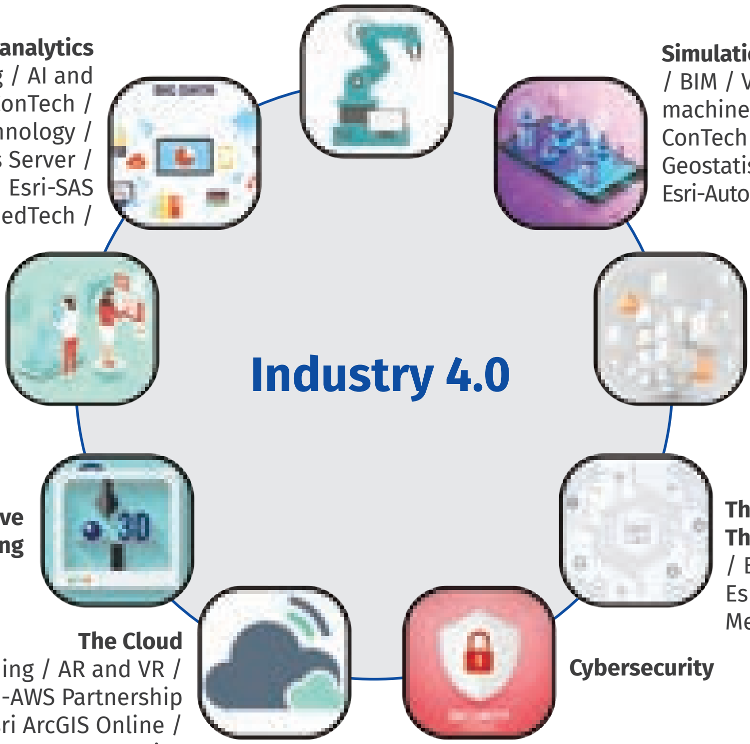
Transformation Initiatives Overlay on Nine Technologies of Industry 4.0

Autonomous robots
/ 3D scanning / AI and machine learning / ConTech / PropTech / Esri-MobileEye Partnership / MedTech /

Big data and analytics
/ BIM / 3D scanning / AI and machine learning / ConTech / PropTech / Drone technology / Esri ArcGIS GeoAnalytics Server / Esri-AWS Partnership / Esri-SAS Partnership / MedTech /

Simulation
/ BIM / VDC / 3D scanning / AI and machine learning / AR and VR / ConTech / PropTech / Esri ArcGIS Geostatistical Analyst / Esri-Autodesk Partnership / MedTech /

Augmented reality
/ BIM / VDC / 3D scanning / AR and VR / Drone technology / Esri ArcGIS CityEngine / Esri AuGeo /



Horizontal and vertical system integration
/ BIM / Esri-Autodesk Partnership / Esri-AWS Partnership / Esri-IBM Partnership / Esri-Microsoft Partnership / Esri-SAP Partnership / Esri-SAS Partnership /

Additive Manufacturing

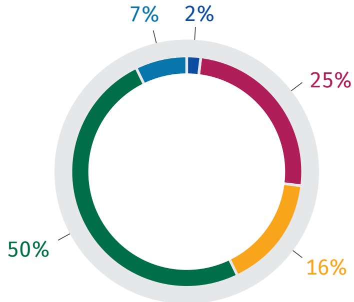
The Industrial Internet of Things
/ BIM / ConTech / PropTech / Esri ArcGIS Analytics for IoT / MedTech /

The Cloud
/ BIM / VDC / 3D scanning / AR and VR / ConTech / PropTech / Esri-AWS Partnership / Esri Geospatial Cloud / Esri ArcGIS Online / Platform as a Service / Software as a Service / MedTech /

Cybersecurity

Team Deployment in FY2023

1,176
team members
FY2022: 1,141 team members



Group Headquarters
2%
FY2022: 2%

Energy Engineering
25%
FY2022: 23%

Real Estate
16%
FY2022: 21%

Geospatial
50%
FY2022: 45%

Healthcare
7%
FY2022: 9%

Group at a Glance
Socio-Economic & Sustainability Performance

Environmental, Social and Quality Contributions

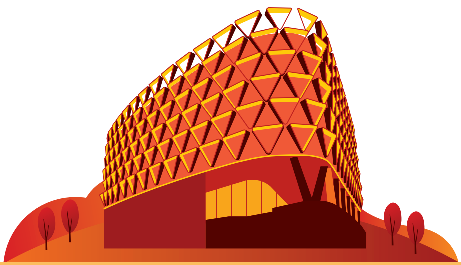
Eco-sustainable solutions in action
We have delivered numerous transformative projects and eco-sustainable solutions around the world which continue to provide significant shared economic and ESG benefits to clients every year and contribute positively to the environment and community ecosystems around them. In the global energy sector, Boustead International Heaters' heat recovery systems ("HRS") capture thermal energy from high temperature turbine exhaust and flue gases, which is efficiently transferred for use by other utilities, thus reducing the overall energy demand of plants and potentially doubling the operational efficiency of gas-fired turbines. Under the Building & Construction Authority ("BCA") Green Mark Certification Scheme, Boustead Projects has delivered numerous Green Mark Platinum ("GMP")-rated business park and industrial developments. In FY2023, our clients and their surrounding ecosystems enjoyed estimated benefits as shown here.

Boustead International Heaters	Attained in				Cumulative Capacity Attained Prior to FY2021		Estimated Annual Recovery
	FY2021	FY2022	FY2023				
Number of HRS	12 HRS	5 HRS	10 HRS	+	203 HRS	=	230 HRS
Annual thermal energy recovery in gigawatt-hours ("GWh")	4,320 GWh	1,378 GWh	2,088 GWh	+	44,996 GWh	=	52,782 GWh

Also equivalent to:

Gas heating used by 6.6 million UK homes	Removing 8.3 million cars from the road	Reducing 86.5 million barrels of oil consumed	CO_2 stored by 180,517 square kilometres of forest	£2.8 billion in industrial gas tariff savings

Note:
Calculations are based on contractual specifications, with the main conversion calculations based on the UK Government Department for Business, Energy & Industrial Strategy's Digest of UK Energy Statistics (DUKES) 2022 and Quarterly Energy Prices 2022. Other supplementary conversion calculations are based on the US Environmental Protection Agency's greenhouse gas equivalencies calculator.



Boustead Projects Green Mark Platinum-rated buildings (16 buildings)	Attained in				GMP Ratings Attained Prior to FY2021		Estimated Annual Savings
	FY2021	FY2022	FY2023				
Energy savings in GWh	4.2 GWh	6.9 GWh	5.8 GWh	+	44.1 GWh	=	61.0 GWh

Also equivalent to:

Electricity used by 13,672 Singapore homes	Removing 9,322 cars from the road	Reducing 100,164 barrels of oil consumed	CO_2 stored by 207 square kilometres of forest	S$15.8 million in electricity tariff savings

	FY2021	FY2022	FY2023		GMP Ratings Attained Prior to FY2021		Estimated Annual Savings
Water savings in cubic metres ("cu m")	677 cu m	0 cu m	18,412 cu m	+	131,685 cu m	=	150,774 cu m

Also equivalent to:

Water used to fill 60 Olympic size swimming pools	S$0.2 million in water tariff savings

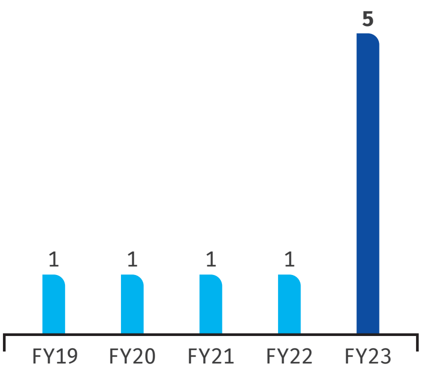
Note:
Calculations are based on BCA Green Mark Certification Scheme assessments at the time when the GMP was awarded to a specific building, with the main conversion calculations based on the Energy Market Authority's Singapore Energy Statistics 2022 and PUB's Water Price Revisions 2017. Other supplementary conversion calculations are based on the US Environmental Protection Agency's greenhouse gas equivalencies calculator.

Group at a Glance
Socio-Economic & Sustainability Performance

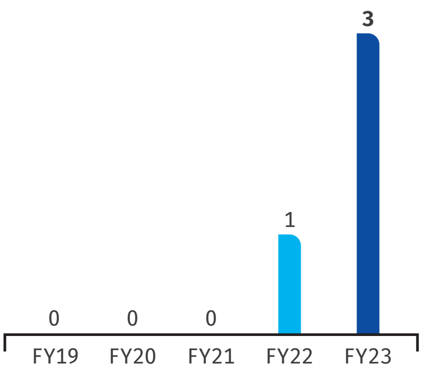
Strategic Partnerships for Environmental Sustainability
In preparation for a net zero emissions future, Boustead Projects strongly encourages tenants to select renewable clean energy solutions that can be installed at Boustead Projects' properties, should they find them beneficial for their operations. Tenants do not have to fund capital and operating expenditures for these solutions such as rooftop industrial solar energy systems or electric vehicle charging stations but instead purchase the generated power at commercially agreed tariff rates, as set by our strategic partners and external solutions providers.

During FY2023, Boustead Projects continued to introduce and market renewable clean energy providers to tenants, with a number of major tenants of single-tenanted properties advancing in negotiations to install solar energy systems at Boustead Projects' properties and commit to powering operations with renewable clean energy. Boustead Projects is also partnering with electric vehicle charging solutions providers to fitout their properties. At the end of FY2023, the number of properties in Singapore with completed and operational solar energy capacity increased to five properties, while those with completed and operational electric vehicle charging stations increased to three properties, as shown on this page.

Number of Properties with Solar Energy Systems Capacity

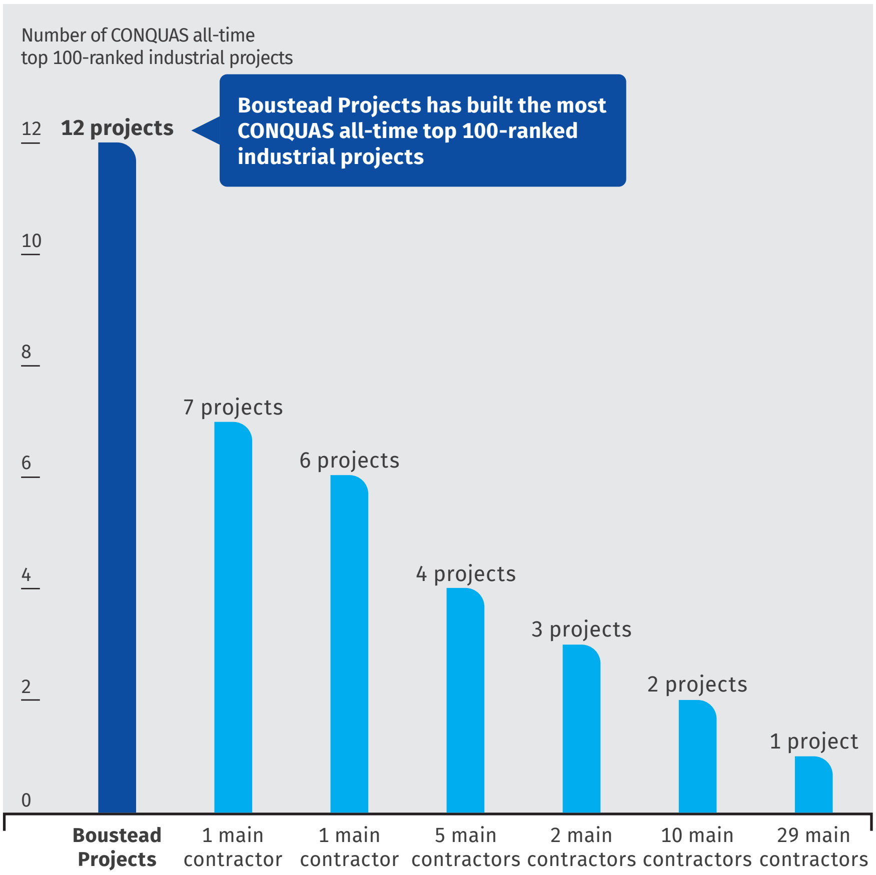


Number of Properties with Electric Vehicle Charging Capacity



Quality
As a promoter of quality, Boustead Projects is a leader in the BCA Construction Quality Assessment System ("CONQUAS"), which is used to measure the quality achieved in a completed construction project in Singapore in respect of structural, architectural, and mechanical & electrical works. BCA CONQUAS is a voluntary quality assessment in respect to most private sector industrial projects. To date, Boustead Projects' efforts in construction quality have been recognised with 12 projects ranked in the BCA CONQUAS all-time top 100 industrial projects list, making Boustead Projects the top main contractor on the list. Boustead Projects' track record of 15 projects on the BCA CONQUAS list is shown on the next page.

Projects on BCA CONQUAS All-Time Top 100 Industrial Projects List*

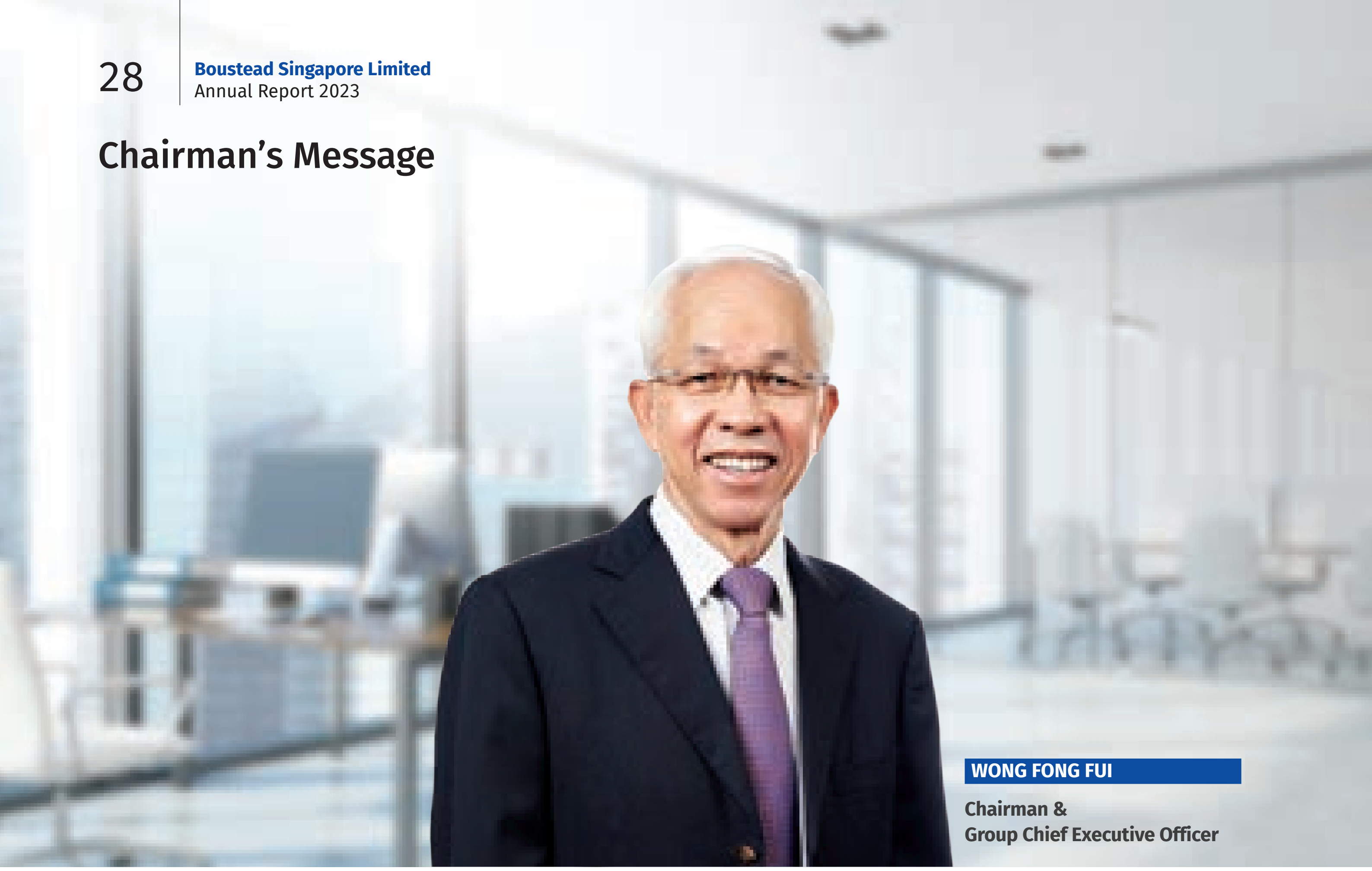


** Updated as at 31 March 2023.*

Projects on BCA CONQUAS List*

Projects	CONQUAS Scores	Rank on All-Time Top 100 Industrial Projects List (March 2023)
DB Schenker Red Lion	93.9%	10th
ALICE@Mediapolis	93.8%	11th
‘351 on Braddell’	93.3%	13th
ASM Front-End Manufacturing	92.8%	19th
Seagate Singapore Design Center – The Shugart	92.2%	n.a. (commercial project)
Yusen Tuas	92.0%	24th
ST Omega 2	91.5%	27th
Edward Boustead Centre	91.3%	31st
Kerry Logistics Centre – Tampines	90.7%	37th
Bolloré Green Hub	90.3%	41st
Continental Building Phase 3	89.6%	47th
ST Electronics Building	89.1%	55th
ST Engineering Hub	85.1%	91st
Rolls-Royce Test Bed Facility	82.9%	n.a. (outside top 100 projects)
Sun Venture Investments@50 Scotts Road	81.5%	n.a. (commercial project)

Chairman's Message



WONG FONG FUI

**Chairman &
Group Chief Executive Officer**

Summary of message

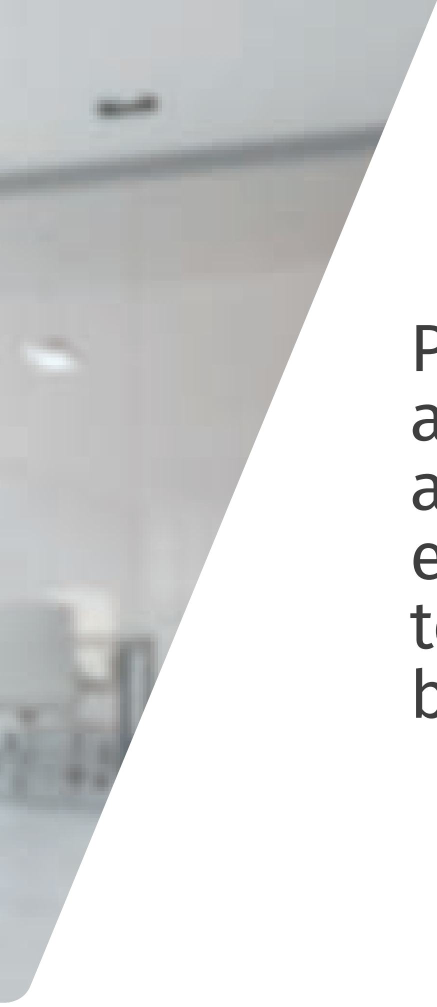
Sustaining progressive agility remains a key priority as:

- FY2023 represented a period of recovery and progression from the worst of the COVID-19 pandemic.
- Although the world is now in a better position exiting the pandemic, the past year has not been devoid of significant challenges for the Group, as the business environment continues to be plagued by high inflation, rising interest rates, volatile global economic conditions and geopolitical tensions.
- A mindset of progressive agility assumes that complexity, uncertainty and volatility can only be overcome where agility of mindset moves beyond formulaic approaches to truly comprehend the business context and design ecosystem solutions that readily benefit people and planet.

Dear Fellow Shareholders,
It gives me great pleasure to present to you the Boustead Singapore Limited FY2023 Annual Report for the financial year ended 31 March 2023.

FY2023 represented a period of recovery and progression from the worst of the COVID-19 pandemic. In the past three years, the world endured multiple disruptions and lockdowns, while many grappled with the loss of lives and livelihoods. With the end of COVID-19 as a global health emergency during the past year, economies have reopened with a resurgence of business activities – a promising sign that the world has overcome the most challenging of times brought on by COVID-19.

I am glad to see these positive sentiments also reflected in our Group's business performance for FY2023. While the Group's overall revenue was 11% lower year-on-year at S$561.6 million, net profit attributable to you – our fellow shareholders – was 48% higher year-on-year at S$45.3 million. This was despite the fact that our additional consolidated shareholding in Boustead Projects Limited has yet to be fully reflected in the net profit. Adjusting net profit for



Progressive agility represents an adaptive mindset, resilience and agile posture to adapt to rapidly evolving circumstances and is key to our longevity and helping to build a better world forward.

other gains and losses, impairments and payouts from the Singapore Government's Jobs Support Scheme, all net of non-controlling interests, net profit fell by a marginal 3% year-on-year to S$31.5 million.

Upholding our dividend tradition, your Board has proposed a final ordinary dividend of 2.5 cents per share for your approval. Together with the interim dividend of 1.5 cents per share already paid, the total dividend of 4 cents per share matches that of FY2022 and equates to a dividend payout ratio of 42%.

FY2023 – Progressive Agility

Although the world is now in a better position exiting the pandemic, the past year has not been devoid of significant challenges for the Group, as the business environment continues to be plagued by high inflation, rising interest rates, volatile global economic conditions and geopolitical tensions. This year, the theme 'Progressive Agility' graces the cover of the Annual Report, representing the Group's adaptive mindset, resilience and agile posture to adapt to rapidly evolving circumstances. This mindset assumes that complexity, uncertainty and volatility can only be overcome where agility of mindset moves beyond formulaic approaches to truly comprehend the business context and design ecosystem solutions that readily benefit people and planet. Indeed, thanks to this mindset, the Group has prevailed over the challenges and delivered a credible performance for FY2023.

Benefitting from a cyclical upturn, the Energy Engineering Division enjoyed recovery in FY2023 following the post-pandemic reopening of borders and economies, and global demand for greater energy security. Riding on an improving outlook for the energy sector, the division captured S$164 million in new contracts, an amount more than that combined for FY2021 and FY2022. However, due to significantly lower order backlog carried forward at the end of FY2022 which impacted revenue contribution in the first half, the division's revenue and profit before income tax ("PBT") for FY2023 were 13% and 4% lower year-on-year at S$98.0 million and S$15.2 million respectively. The full effects of recovery are expected to take place in FY2024.

Continuing their position as the top revenue contributor, the Real Estate Division (Boustead Projects) saw an improvement in profitability as engineering & construction ("E&C") business activities regained momentum with the lifting of pandemic restrictions. Boustead Projects' revenue in FY2023 was 16% lower year-on-year at S$284.0 million due to lower revenue contributions from a leaner order backlog carried forward at the end of FY2022. However, PBT improved 92% year-on-year to reach S$26.5 million, partially riding on better cost management, a one-off gain on disposal of a subsidiary (holding Boustead Industrial Park) to a joint venture in Vietnam and lower overhead expenses.

Boustead Projects' E&C business turned the corner and returned to profitability from a loss position in the prior year. The award of a S$300 million E&C contract – Boustead Projects' largest on record – boosted their order backlog at the end of FY2023 to S$402 million. Two large projects secured pre-pandemic – JTC Kranji Green and Surbana Jurong Campus – were substantially completed, giving Boustead Projects a clean slate to focus on rebuilding their order backlog with high value-added sector projects. Nonetheless, high inflation, tight business conditions and greater competition are expected to create significant challenges for Boustead Projects going forward.

Chairman's Message

Boustead Project's real estate business achieved higher occupancy and income despite the challenges of increasing interest rates and property expenses. Notable progress was made in asset class diversification, first with the acquisition of mixed development 28 & 30 Bideford Road at Singapore's prime Orchard Precinct and then with the secured partnership of COMO Group to establish COMO Orchard at the property. Boustead Projects also strategically diversified income streams geographically, through a strategic collaboration with Khai Toan Joint Stock Company ("KTG") in Vietnam, under which Boustead Industrial Park was injected into the flagship KTG & Boustead Industrial Logistics Fund.

As demand for geospatial technology and smart mapping capabilities continued to hold firm, the Geospatial Division's revenue remained comparable year-on-year at S$168.0 million, while PBT was 4% lower year-on-year at S$35.4 million due to variations in revenue mix and exchange rate headwinds. The division's clients continued to utilise geospatial solutions as a foundational technology to recover from the pandemic and counter the challenges of a business landscape increasingly shaped by geopolitical tensions and climate concerns. The division also maintained a healthy deferred services backlog of S$92 million at the end of FY2023.

Despite the easing of the pandemic, the Healthcare Division continued to be challenged by the lingering effects of the pandemic. Across the world, the priority given to addressing pandemic-related needs in the past three years has led to delays and disruptions in elective medical procedures and neglect of rehabilitative care and sports science solutions. In FY2023, steps to address the poor performance of the division included significant management changes, hiving off the loss-making sleep care business, shutting down the labour-intensive disinfection business and right-sizing the team for the current level of business activities. Admittedly, while our efforts to address the challenges have narrowed the loss in FY2023, the division still demands great effort to effectively turnaround the business and see meaningful returns.

Strengthening Our Business – To Help Build A Better World Forward

The Group's steadfast performance in FY2023 will never be a reason for us to rest on our laurels but a reminder that we need to be well-prepared for more volatility ahead. We continue to refine our strategies, leverage market opportunities and optimise operational efficiencies to strengthen our business. While prioritising innovation and deepening existing domain expertise, we also continue to search for synergistic partnerships that will further enhance our capabilities and broaden revenue streams to drive long-term growth while creating sustainable shared socio-economic value for our key stakeholders.

The global energy sector is facing a 'trilemma' of concerns – one that demands a delicate balance between energy security, accessibility and environmental sustainability. Heightened concerns over high commodity prices and energy security, exacerbated by geopolitical tensions, have accelerated the pace of the energy transition. On this note, our diversification efforts to move beyond the traditional oil & gas sector are beginning to bear fruits. Among such projects by Boustead International Heaters ("BIH"), our Energy Engineering Division's largest subsidiary, is an innovative project for the design and delivery of a thermal treatment system for a newly developed process that recycles end-of-life and hard-to-recycle plastic waste into chemical feedstock for the production of recycled plastic or other petrochemicals, contributing to a circular economy and thereby reducing environmental impacts. Since BIH's inception, they have secured contracts for 230 heat recovery systems which are expected to generate annual thermal energy recovery of 52.8 terawatt-hours, equivalent to reducing 86.5 million barrels of oil consumed or saving approximately S$4.8 billion in industrial gas tariffs.

As a leading provider of innovative real estate solutions, Boustead Projects continues to advance and shape Asia's landscape with smart, eco-sustainable and future-ready developments. In addition to driving construction and property technology – ConTech and PropTech – Boustead Projects is also working on fostering a data-driven culture to improve the quality and speed of decision-making through data and data visualisation, critical moves that will help to sharpen their competitive advantage and reduce reliance on labour. In FY2023, Boustead Projects completed JTC Kranji Green, Singapore's national landmark project for recycling waste streams, playing a role in advancing Singapore's vision of a circular economy and Zero Waste Master Plan. Boustead Projects also delivered Takeda Singapore Biologics Manufacturing Support Facility – their first ever Green Mark Platinum Positive Energy ("GMP PE") Building and also Singapore's first GMP PE in the biomedical and pharmaceutical sector. Capable of operating without drawing electricity from the national grid, this project is a hallmark of technology adoption, with 95% of its construction documentation and processes digitalised – a rare feat in Singapore's real estate sector.

Separately, Boustead Projects undertook the rigorous EcoVadis sustainability assessment and achieved a Silver EcoVadis Medal, ranking Boustead Projects in the 88th percentile for sustainability among rated corporations globally. EcoVadis is not only the world's largest and most trusted provider of business sustainability ratings with a global network of more than 100,000 corporations rated across over 200 sectors and 175 countries but is also used as the cornerstone of over 1,000 sustainable procurement programmes of multinational corporations.

The Geospatial Division delivered the implementation of a 3D digital twin of Australia's largest energy infrastructure network for Energy Queensland ("EQ"). The digital twin maps EQ's network over the 1.8 million square kilometre state (both above and below ground) with assets including 178,000 kilometres of overhead power lines, 153,000 substations and 33 power stations. Not only is this project the world's largest implementation of Esri Utility Network, it also achieves real-time management and promotes superior network resilience, while being ready to support future energy integration of renewable energy sources: hydro, solar, wind and thermal.

A Commitment to People Development

Given how important geospatial technology has become to data analytics underpinning everything from smart cities to Internet of Things to climate change, promising long-term prospects abound for the sector. Yet, I cannot help but feel that our Geospatial Division's growth has not matched up with our expectations and more can be done to help the division to achieve a quantum leap to success.

The global geospatial sector now faces the challenge of a lack of skilled talent. Customer requirements have become increasingly complex and a capable workforce is needed to keep pace with this change. While there will be growth factors for the sector, a lack of talent will be an impediment to realising its fullest growth potential. Despite the obvious strong demand for geospatial talent, there is no education institution so far that specifically provides geospatial education and training in the Asia Pacific where we operate. This has motivated us to work together with the University of New South Wales ("UNSW") to develop a geospatial innovation and learning centre that links training to high-impact industry research. We are glad to be partnering with UNSW in this meaningful endeavour, sharing in a commitment to ensuring the long-term success of the industry. Our subsidiary, Esri Australia, a dominant player in the Asia Pacific, is equally committed to driving technological innovation and promoting workforce development together with UNSW.

Our people have been our greatest asset and the driving force behind our success. This year, I am happy to share that Boustead has, for the third time, been recognised as one of Singapore's best employers in an extensive survey conducted by Statista and *The Straits Times*, placing 5th in our category and 155th overall. Separately, Boustead Projects was also awarded the SkillsFuture Employer Award (Gold), an honour given to exemplary employers who are strong advocates of continuous learning and supporters of national manpower objectives.

A Step Towards a Reunited Boustead Group

When we take a look back at our enduring heritage of close to two centuries, it is clear that Boustead is no stranger to change, having been seasoned by the challenges of wars, economic depressions and recessions, pandemics and the inevitable passage of time. Where we are today can be attributed to an ability to embrace change and adapt to evolving times – attributes that are key to our longevity.

In 2015, we distributed Boustead Projects' shares as a dividend-in-specie and separately listed Boustead Projects for many good reasons. However, over the past eight years, the circumstances and support to separately list Boustead Projects have changed significantly, just like how the business and geopolitical environment have evolved. Increasing compliance and regulatory requirements have mounted on listed corporations over the years, which have led to significant costs, effort and time being expended. The current structure of two separately listed entities has also resulted in a smaller market capitalisation for each, lowering our visibility and limiting our ability to attract sizeable shareholders and to reflect our true value.

These changes have spurred us to call for a simplified structure that allows for greater control and flexibility in the use of business resources and for management to focus on rebuilding the business post-pandemic without the shortcomings of having two separately listed entities. In February 2023, we launched a voluntary unconditional general offer to consolidate our effective interest in Boustead Projects. Our effective interest in Boustead Projects increased from 54% at the end of FY2022 to 75.5% at the end of FY2023. As a sign that our offer was well received, an overwhelming 82% of available shares was acquired through open market transactions and acceptances at the offer price, which translated to about S$61 million being used to acquire almost 21% of shareholding in Boustead Projects.

Our intention to delist and privatise Boustead Projects still remains a work in progress. We thank you for your continued support in this and your patience as we explore various options to reach our goal, a reunited Boustead Group that will stand stronger and infuse the progressive agility to withstand the complexities of our evolving world.

A Word of Appreciation

I would like to express my deepest gratitude to our management and staff around the world for their dedication and invaluable contributions. The past few years have not been an easy time for many, and our steadfast performance has demonstrated the commitment of our team members in the face of adversity.

I would also like to thank our key stakeholders – clients, business partners, associates, bankers, suppliers, government agencies and you, our fellow shareholders – for your continuous support. I look forward to reconnecting with you in person at our upcoming Annual General Meeting.

Finally, I wish you and your loved ones, good health and peace. Thank you once again for partnering us in our pursuit of business with a greater purpose.

Wong Fong Fui
Chairman &
Group Chief Executive Officer

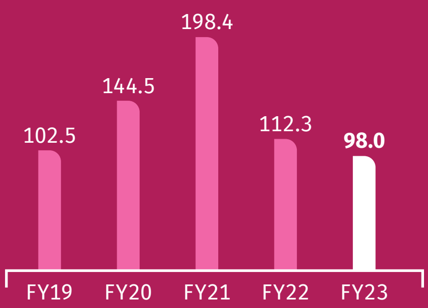
Energy Engineering

Performance Highlights

Division Revenue

S$98.0 million

Year-on-year: ↓ 13%

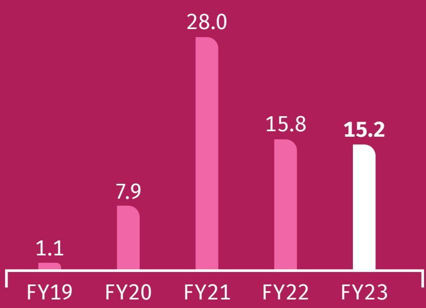


- Lower revenue was due to significantly lower order backlog carried forward at the end of FY2022.

Division Profit before Income Tax ("PBT")

S$15.2 million

Year-on-year: ↓ 4%

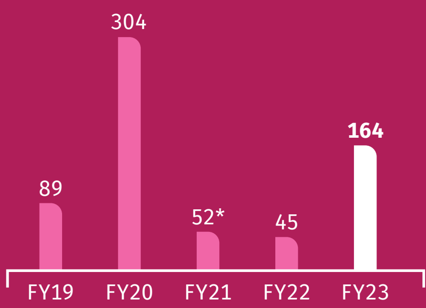


- PBT was almost comparable with FY2022, arising from better cost management.

Division Contracts Secured

S$164 million

Year-on-year: ↑ 264%



- Higher contracts secured were due to an improving outlook for the energy sector.

* *Excludes contracts secured by Boustead Salcon Water Solutions, which was sold in December 2020.*

About

Our Energy Engineering Division's key business brands – Boustead International Heaters and Boustead Controls & Electrics – provide critical process technologies and emissions reduction solutions to the global energy sector including oil & gas ("O&G") and petrochemicals. This division's clients include 70% of the world's top 20 energy corporations.

Market Sectors

- Circular economy and recycling
- Heat recovery power generation
- Hydrogen production, refining and power generation
- O&G production and refining
- Reforming
- Smelting

Geographic Markets

91 COUNTRIES AND TERRITORIES

- Africa
- Asia Pacific
- Australia & Oceania
- Europe
- Latin America & Caribbean
- Middle East
- North America

Installation of process heater system, Belgium.

Energy Engineering

Market Review

The market was focused on:

- Greater energy demand following the reopening of borders and economies;
- Prioritised energy security amid geopolitical tensions; and
- Decarbonisation initiatives driven by climate change.

Key Highlights

Our Energy Engineering Division achieved:

- Recovery from the prolonged COVID-19 pandemic; and
- Exponentially higher contract value secured from the sector's cyclical upturn.

Following the post-pandemic reopening of borders and economies, and the global priority placed on energy security, our Energy Engineering Division enjoyed a recovery in FY2023. Benefitting from the sector's cyclical upturn, business development opportunities improved, leading to an exponentially higher contract value secured in FY2023.

Our Energy Engineering Division's revenue was 13% lower year-on-year at S$98.0 million due to the significantly lower order backlog carried forward at the end of FY2022, which impacted revenue contribution for 1H FY2023. However, this was partially offset with greater revenue contribution in 2H FY2023, arising from an improving outlook for the energy sector and a steady flow of new contracts secured throughout FY2023. Despite lower revenue, PBT was almost comparable year-on-year due to better cost management. Riding on the improving outlook for the energy sector, the division captured S$164 million in new contracts, an amount that is more than that combined for FY2021 and FY2022.

Boustead International Heaters

Our Energy Engineering Division's largest business brand and principal business unit catering to the global energy sector is Boustead International Heaters ("BIH"), a leading global specialist with a technology portfolio that includes direct-fired process heater systems, once through steam generators ("OTSGs"), steam methane reformers ("SMRs") and waste heat recovery units ("WHRUs"), as well as associated equipment for the global energy sector. BIH has made inroads in their product portfolio servicing applications in the smelting, circular economy and recycling sectors.

During FY2023, BIH secured more new contracts year-on-year due to an increase in market demand, fuelled by the need for greater energy security, post-pandemic economic resurgence and resumption of international travel. Unlike FY2022 where the majority of new contracts secured came from Africa and Asia, almost 75% of new contracts in FY2023 were from North America and Latin America, traditionally strong geographic markets for BIH. North America continued to be an important revenue contributor at about one-third of BIH's revenue. For the first time ever, apart from North America, revenue was relatively well

1. BIH's thermal treatment system as part of circular economy for plastics.
2. Transportation of first ever hydrogen-fired ready process heater system, UK.

distributed across all other regions – Africa, Asia, Australia, Europe and Latin America – with no one region being the major revenue contributor.

In FY2023, BIH had an almost equal revenue mix of greenfield and brownfield energy developments. In terms of BIH's revenue by type of energy developments, LNG and gas processing plant developments contributed to nearly half of revenue, while petrochemical plant developments contributed to about 20%.

In a breakthrough of diversification efforts and among the most notable of projects captured in BIH's history, BIH secured a contract to design, engineer and supply an innovative thermal treatment system for a novel chemical recycling process that turns end-of-life and hard-to-recycle plastic waste into feedstock used in the production of recycled plastic or other petrochemicals. This unique recycling process is contributing to a circular economy and thereby significantly reducing impacts on the environment. While helping to address the increasing problem of landfills and environmental pollution, the process also utilises process waste heat recovery to minimise electricity consumption. This project represents a significant step in BIH's heat transfer expertise beyond the conventional energy sector, opening doors to be part of the circular economy and more sustainable industrial solutions in the future.

In FY2023, BIH also supplied the first ever hydrogen-fired ready process heater system to be installed in the UK, at a refinery in the north of the country. Capable of running on a 100% hydrogen fuel source, this ground-breaking project will improve energy efficiency compared to existing process heater systems, helping to reduce carbon emissions by more than 240,000 tonnes annually from 2026, while simultaneously reducing maintenance costs. This process heater system paves the way to decarbonise the operations and cut emissions at the refinery,

Energy Engineering

playing a key role in its long-term strategy to become the UK's first low-carbon refinery and helping to lead the country's low-carbon emissions transformation. To get to its final destination, the process heater system earned the reputation of being among the largest objects ever to be transported on UK roads and represented a major logistical feat – standing at almost five times the height of a double decker bus at 18.5 metres tall, 26.5 metres long and 14.2 metres wide, and requiring the closure of both the northbound and southbound lanes of the M53 motorway – a testament to BIH's creativity, deep engineering experience and project execution know-how.

Building on the success of supplying similar equipment to the same end-user, BIH were awarded two orders for the same project in Guyana. Four OTSGs were ordered via a turbine original equipment manufacturer, while three WHRUs were ordered directly from an engineering, procurement & construction corporation, marking BIH's entry into a new geographic market in Latin America. When in service, BIH's equipment will be responsible for both power generation and heat recovery on the same floating production, storage & offloading vessel.

During FY2023, BIH secured contracts for a total of 10 heat recovery systems which are expected to generate annual thermal recovery of 2,088 gigawatt-hours.

In FY2023, BIH celebrated two exciting milestones with the commemoration of BIH's 25th Anniversary and the addition of Birwelco USA Inc ("BUSA"). The acquisition of BUSA, a leading supplier of specialised after-market services and support for process heater systems, creates new business possibilities across the thermal process technology sector, uniquely positioning BIH to best support the global energy transition and customer initiatives to reduce emissions. The acquisition also complements the existing BIH Team with deep expertise in the reformer market, a high value product in the energy sector, facilitating the expansion of their global footprint and bolstering their market share. BIH's footprint in the traditionally strong market of North America has been further strengthened, with reach to a new set of clients.

Looking ahead, the conditions of the energy sector are expected to remain favourable for BIH in the next few years in view of energy demand and energy security needs and the growing momentum around clean energy transition initiatives. The full effects of the recovery of the energy sector are expected to take place in FY2024. BIH will continue to strengthen capabilities and offerings, particularly relating to OTSGs and SMRs, where growth is anticipated. Moving forward, BIH will also remain focused on projects where there is potential to provide high value-added expertise and solve complex challenges through BIH's deep expertise and innovative solutions.

1. Senior leadership teams from BIH and BUSA.

Boustead Controls & Electrics

Another of the Energy Engineering Division's business brands and a principal business unit catering to the energy sector is Boustead Controls & Electrics ("BC&E"), a well-recognised leading regional specialist with a technology portfolio including wellhead control panels ("WHCPs"), hydraulic power units ("HPUs"), integrated control & safety shutdown systems and chemical injection skids.

Despite the easing of the pandemic which led to BC&E regaining momentum, there were still some lingering supply chain issues and unpredictability in the prices and delivery schedules of raw materials. Nonetheless, BC&E saw an improved revenue performance following a strong pickup in new contracts secured, alongside improved profitability due to better cost management.

FY2023 was a landmark year for BC&E, with record contracts secured due to robust demand arising from the continuing development of conventional energy resources, as energy security was among the chief concerns for most countries. Final investment decisions in upstream energy infrastructure supported strong demand for BC&E's solutions across the Middle East, especially in Qatar, Saudi Arabia and the UAE. Geographically, the Middle East remains the most important market for BC&E, accounting for most of the revenue and new contracts secured during FY2023.

A repeat client – a renowned global engineering, procurement & construction corporation – also placed several sizeable orders with BC&E. Among the key contracts secured were two contracts for the design, engineering and supply of WHCPs and HPUs for an end-user client, Qatar Gas, the world's largest LNG producer.

Commencing long-awaited operations in FY2023, the presence of BC&E's new manufacturing facility in Saudi Arabia is also leading to renewed opportunities to bid for contracts with Saudi Aramco, the world's largest energy producer. BC&E's operations in Saudi Arabia achieved an encouraging start of several contract wins in the first year of operations, with the largest project being for the design, engineering and supply of WHCPs and HPUs for end-user client, Saudi Aramco.

Moving ahead in FY2024, BC&E expects some moderation in market demand. While the conventional energy market is expected to remain generally robust, competition remains intense in the securing of new contracts. In particular, BC&E expects competition in Saudi Arabia and the UAE to continue to put pressure on margins. Business development opportunities will focus in the strategic markets of the Middle East and North Africa, while operational excellence is enhanced. Efforts in staffing and expanding into full-fledged manufacturing operations in Saudi Arabia and setting up a joint venture in Qatar, starting mainly as a service and support centre with the potential to become a manufacturing facility, are also part of the plans for FY2024.

FY2023 Business Highlights

Apr – Jun 2022

Africa, Asia, North America

Awarded S$24 million in contracts for process heater systems and process control systems

Jul – Sep 2022

Asia, Europe, North America

Awarded S$65 million in contracts for process heater systems and process control systems

Oct – Dec 2022

Asia, Australia, Latin America, North America

Awarded S$14 million in contracts for process heater systems and process control systems

Jan – Mar 2023

Africa, Asia, Europe, Latin America, North America

Awarded S$61 million in contracts for process heater systems, HRS and process control systems

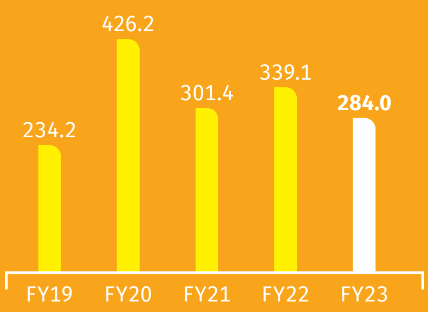
Real Estate

Performance Highlights

Division Revenue

S$284.0 million

Year-on-year: ↓ 16%

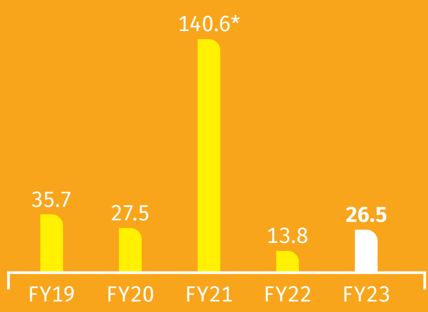


➤ Lower revenue was due to leaner order backlog of E&C projects carried forward at the end of FY2022.

Division Profit before Income Tax ("PBT")

S$26.5 million

Year-on-year: ↑ 92%

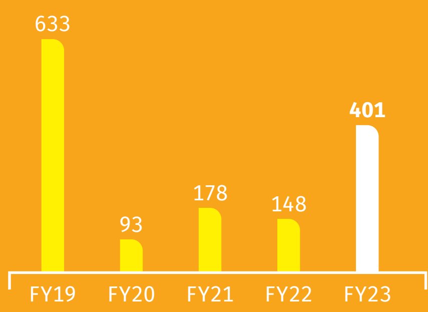


➤ Higher PBT was largely due to more stable costs and gain on disposal of a subsidiary.

Division Contracts Secured

S$401 million

Year-on-year: ↑ 171%



➤ Higher contracts secured was due to a record S$300 million design-and-build contract for an integrated manufacturing, logistics and office facility in Singapore.

* *Includes Boustead Industrial Fund's value-unlocking gain.*

About

Our Real Estate Division's key business brand under Boustead Projects Limited ("Boustead Projects") – a subsidiary which is separately listed on the SGX Mainboard – is a leading provider of innovative eco-sustainable real estate solutions with a regional presence. Boustead Projects' core businesses are uniquely integrated to support the ecosystem of diversified classes of real estate, which comprises turnkey engineering & construction ("E&C") and real estate development, asset management and fund management.

Market Sectors

HIGH VALUE-ADDED SECTORS

- Aerospace and automotive
- Agribusiness
- Business park and commercial
- Energy
- Engineering
- Food & beverage
- Healthcare & pharmaceutical
- High-tech manufacturing
- Hospitality
- Infocommunications
- Lifestyle
- Logistics
- Packaging
- Precision engineering
- Renewable energy
- Research & development
- Semiconductor
- Technology
- Urban planning
- Waste management

Geographic Markets

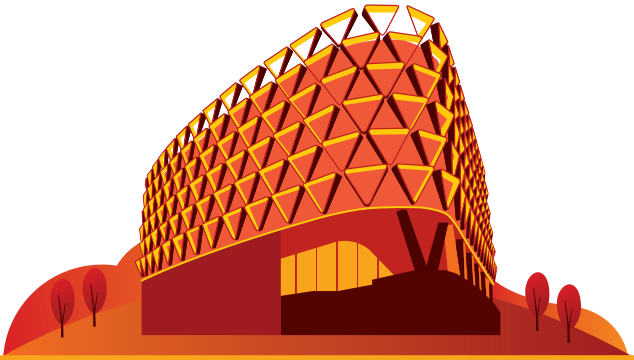
4 COUNTRIES

- China
- Malaysia
- Singapore
- Vietnam

JTC Kranji Green, Singapore.
Credits: architects 61 and Finbarr Fallon

Overview
Strategic Review
Financial Statements

Real Estate



Market Review

The market was focused on:

- Normalisation of construction activities with the lifting of pandemic measures; and
- Rising interest rates and property expenses.

Key Highlights

The Real Estate Division achieved:

- Substantial completion of pre-pandemic projects and more stable and manageable costs;
- A record design-and-build contract of approximately S$300 million; and
- Growth of portfolio through acquisitions under various platforms.

Boustead Projects is the leading provider of innovative eco-sustainable real estate solutions in Singapore, focusing on the E&C, development and management of smart, eco-sustainable and future-ready developments. Boustead Projects' in-house capabilities are backed by core engineering expertise, the progressive adoption of transformative methodologies including full-fledged integrated digital delivery ("IDD") and Industry 4.0 technologies and augmented by strategic partnerships. To date, Boustead Projects has constructed and developed more than 3,000,000 square metres of real estate.

Boustead Projects' wholly-owned E&C subsidiary in Singapore, Boustead Projects E&C ("BP E&C"), is the leader in pioneering Green Mark Platinum-rated new private sector industrial developments under the Building & Construction Authority ("BCA") Green Mark Certification Scheme. BP E&C is also a national champion of best practices for transformation, quality, environmental, and workplace safety and health ("WSH") management. Related achievements include being the first SkillsFuture Queen Bee appointed for Singapore's built environment ("BE") sector, quality leader on the BCA CONQUAS all-time top 100 industrial projects list and one of only eight bizSAFE Mentors, having received numerous awards for exemplary WSH performance.

For the 16th successive year, Boustead Projects continued to be the Group's largest revenue contributor in FY2023. Division revenue was 16% lower year-on-year at S$284.0 million, mainly due to lower revenue recognised in 1H FY2023 from a leaner order backlog of E&C projects carried forward at the end of FY2022. However, division PBT was 92% higher year-on-year at S$26.5 million, mainly due to more stable costs and gain on disposal of a subsidiary.

In FY2023, construction activities were largely restored to pre-pandemic levels with pandemic restrictions fully lifted. However, the productivity of the sector continues to be impacted by the shortage of skilled labour. Boustead Projects' contracts secured was 171% higher year-on-year at S$401 million, dominated by a record S$300 million design-and-build contract for an integrated manufacturing, logistics and office facility in Singapore.

E&C Business

In FY2023, Boustead Projects substantially completed two key projects which were secured prior to the pandemic – JTC Kranji Green and Surbana Jurong Campus –

1. Lam Research's integrated manufacturing and office facility, Malaysia.

2. JTC semiconSpace@ Tampines, Singapore.

paving the way for the rebuilding of their order backlog with high value-added sector projects and the repositioning of organisational resources. The completion of JTC Kranji Green, Singapore's first multi-storey recycling facility to house recyclers handling waste streams like metals, paper and plastic, represents Boustead Projects' contribution in advancing Singapore's vision of a circular economy and Zero Waste Master Plan. A significant milestone was also attained with the delivery of Takeda Singapore Biologics Manufacturing Support Facility. The facility marks Boustead Projects' first ever Green Mark Platinum Positive Energy ("GMP PE") Building and also Singapore's first GMP PE in the biomedical and pharmaceutical sector. The facility surpassed its original zero energy target by being able to produce more renewable energy than it consumes, hence making it positive energy. This blueprint for the future will play an important role in Singapore's critical fight against climate change.

A number of other major projects were also completed during the year including several in the pharmaceutical and technology sectors, particularly for high-tech semiconductor facilities. In Malaysia, Boustead Projects' largest project in the country was delivered for Lam Research's integrated manufacturing and office facility in Penang. In Singapore, Boustead Projects completed JTC semiconSpace@ Tampines, a 'plug-and-play' multi-tenanted development with extremely high-specification requirements for smaller semiconductor players to accelerate the set up of operations. Both of Boustead Projects' completed projects for JTC Corporation were awarded JTC Construction Safety Award Special Mentions, an endorsement of their WSH efforts.

In FY2023, Boustead Projects regained momentum in business development efforts with the securing of a record contract valued at approximately S$300 million from a repeat Fortune 500 technology client,

Real Estate

involving the design-and-build of an integrated manufacturing, logistics and office facility. Targeted for completion in 2024, the facility is earmarked to achieve Green Mark Platinum under the BCA's revised Green Mark Certification Scheme: 2021. In line with Boustead Projects' strategy of diversifying geographically, they also secured two contracts in the overseas market of Malaysia, one of which is a design-and-build contract for an aerospace facility at Subang Aerotech Park and a separate design-and-build contract from a global power control solutions corporation – their third collaboration with them.

Technology continued to play a key role in mitigating risks associated with the pandemic by increasing productivity while reducing reliance on labour, allowing for highly collaborative activities such as IDD, value engineering and physical construction activities to be conducted in a productive and safe manner. Among the more recent initiatives are the Common Data Environment ("CDE") and Digital Operations & Maintenance Manuals ("DOMM"). CDE is a centralised digital hub where project information is shared and stored, to enhance digital collaboration. DOMM improves data governance and enhances the review process of the many project stakeholders, from construction to facilities management by embracing the digitalisation of building lifecycle activities. Boustead Projects aims to foster a data-driven culture within the organisation, particularly in improving the quality and speed of decision making through data and data visualisation. Boustead Projects' efforts in technology and upskilling – not only for their team but also subcontractors – has led to Boustead Projects being recognised with the SkillsFuture Employer Award (Gold), an honour given to exemplary employers who are strong advocates of continuous learning and supporters of national manpower objectives. Boustead Projects will continue to invest in training and upskilling every valuable member of the team, building a competent pool of team members that drive their long-term success.

1. 28 & 30 Bideford Road, Singapore.
2. Surbana Jurong Campus, Singapore.

As part of Boustead Projects' continuous approach to ESG advancement, they went through a comprehensive sustainability assessment with EcoVadis, the world's largest and most trusted provider of business sustainability ratings with a global network of more than 100,000 corporations rated across over 200 sectors and 175 countries. EcoVadis' flagship solution, EcoVadis Ratings is also the cornerstone of over 1,000 sustainable procurement programmes within global value chains that include numerous Fortune 500 corporations. In FY2023, Boustead Projects E&C was awarded the Silver EcoVadis Medal, which places Boustead Projects E&C at the 88th percentile in sustainability among more than 100,000 rated corporations globally.

Looking ahead, there are signs of weakening global demand and industrial output amid a volatile interest rate environment and capital markets. Despite a strong backlog and asset base, supported by a healthy balance sheet, Boustead Projects will continue to pursue business development opportunities with prudence, focusing on key markets, sectors and strengths.

Real Estate Business

FY2023 marked the second year of contribution of Boustead Industrial Fund ("BIF"), Boustead Projects' inaugural full-fledged real estate fund. Shortly after the end of FY2023, BIF completed the acquisition of J'Forte Building for S$98.8 million, an eight-floor F&B-focused industrial property at 26 Tai Seng Street. J'Forte Buildings' high specifications, prime location, long remaining leasehold land tenure of about 44 years and zoning for food processing operations which is limited in supply in the area, make it a valuable addition to BIF. The injection of J'Forte Building into BIF also sets the fund on track for growth not just via the pipeline of sponsor properties but also through third-party acquisitions. At the end of FY2023, BIF had interests in 15 completed properties with a total market valuation of S$690 million*, comprising over 195,000 square metres ("sqm") in gross floor area ("GFA"), an overall committed occupancy rate of 98% and weighted average lease expiry ("WALE") greater than five years.

2

* *Assumes 100% interest in properties.*

Overview

Strategic Review

Financial Statements

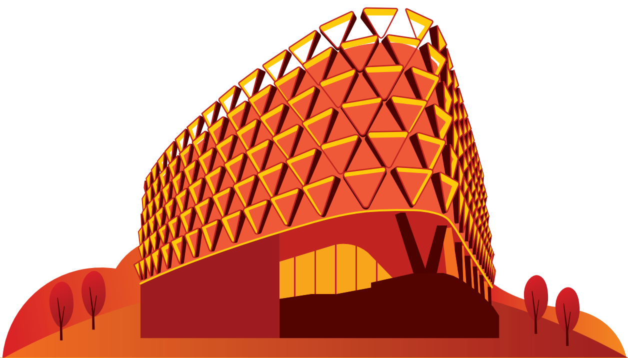
Real Estate

Boustead Projects' activities were also broadened during FY2023, after the successful acquisition of the mixed development 28 & 30 Bideford Road in June 2022. For the remainder of FY2023, Boustead Projects focused on strategising and planning to get the property operational and with the right tenant mix to optimise its value – with a continuation of these efforts into 1H FY2024. Boustead Projects partnered COMO Group to establish COMO Orchard and introduced a new destination concept at the property. Scheduled to open in successive phases, COMO Orchard will house COMO Metropolitan Singapore hotel, a multi-label fashion store, a new wellness space and gourmet concepts by Michelin-starred restaurant chefs which together, will add to the vibrancy of Orchard Road, one of the world's most recognised boulevards. Boustead Projects expects that the recovery of Singapore's tourism sector will benefit and be timely for the official opening of 28 & 30 Bideford Road in 2H FY2024.

With the active management of Boustead Projects' portfolio, leasing efforts advanced in many areas. The two multi-tenanted properties within the portfolio located at one-north, ALICE@Mediapolis and Razer SEA HQ, have achieved asset stabilisation with committed occupancies of 94% and 100% respectively at the end of FY2023. Following the acquisition of 28 & 30 Bideford Road in Singapore, Boustead Projects achieved a committed occupancy of 76% for the retail, commercial and healthcare suite units, excluding the hotel space that will be managed by COMO Group.

Outside of Singapore, Boustead Projects also grew and strengthened their footprint in Vietnam through a strategic collaboration with Khai Toan Joint Stock Company ("KTG") and the acquisition of KTG & Boustead Joint Stock Company ("KBJSC"). In FY2023, through KBJSC, Boustead Projects launched the flagship KTG & Boustead Industrial Logistics Fund ("KBIL"), an industrial and logistics real estate fund which will develop and own industrial and logistics parks in strategic locations in Vietnam. Since the launch of KBIL, Boustead Projects have injected Boustead Industrial Park into KBIL, while KTG have injected several of their properties. KBIL continues to have a ready pipeline of future property injections and potential third-party acquisition targets. At the end of FY2023, KBIL had interests in eight completed properties with a total market valuation of S$175 million*, comprising over 260,000 sqm in GFA, an overall committed occupancy rate of 76% and WALE greater than two years.

At the end of FY2023, outside of BIF and KBIL, Boustead Projects' completed wholly-owned properties had a total market valuation of S$61 million, comprising over 35,000 sqm in GFA, with an overall committed occupancy rate of 68% and WALE greater than two years. Outside of BIF and KBIL, Boustead Projects' completed



FY2023 Business Highlights

May 2022
Vietnam
Announced acquisition of 60% shareholding in KBJSC

Jun 2022
Singapore
Joint venture acquired 28 & 30 Bideford Road

Jul 2022
Singapore
Awarded record design-and-build contract valued at approximately S$300 million for Fortune 500 technology corporation's integrated manufacturing, logistics and office facility

Jul 2022
Malaysia
Awarded design-and-build contract for global power control solutions corporation's integrated manufacturing and office facility

jointly-owned properties had a total market valuation of S$1.1 billion*, comprising over 141,000 sqm in GFA, with an overall committed occupancy rate of 97% and WALE greater than nine years.

Just recently in June 2023, Boustead Projects also announced plans to jointly redevelop the property at 36 Tuas Road in Singapore with two other leading real estate players. Upon redevelopment, the property will be a modern five-floor multi-tenanted logistics hub that will cater to the needs of logistics players in the region and is earmarked to attain Green Mark Platinum Super Low Energy certification – one of the first developments to attain this for the logistics and manufacturing sectors under the refreshed BCA Green Mark: 2021.

1. An Phuoc Industrial Park, Vietnam.

Aug 2022	Oct 2022	Dec 2022	Jan 2023
Singapore	Singapore	Vietnam	Singapore
Completed 1st GMP PE in pharmaceutical sector, Takeda Singapore Biologics Manufacturing Support Facility	**Completed largest public sector project, JTC Kranji Green**	**Injected Boustead Industrial Park into KBIL**	**Announced BIF's acquisition of J'Forte Building, with transaction completed in April 2023**

* *Assumes 100% interest in properties.*

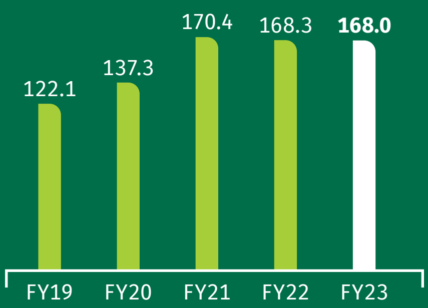
Geospatial

Performance Highlights

Division Revenue

S$168.0 million

Year-on-year: 0%

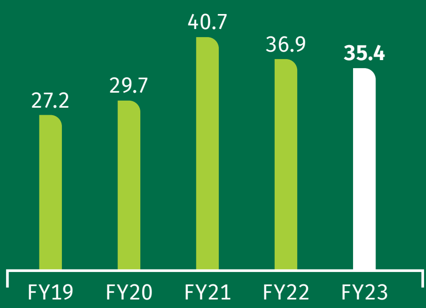


- Comparable revenue was due to continuing demand for GIS technology and smart mapping capabilities.

Division Profit before Income Tax ("PBT")

S$35.4 million

Year-on-year: ↓ 4%

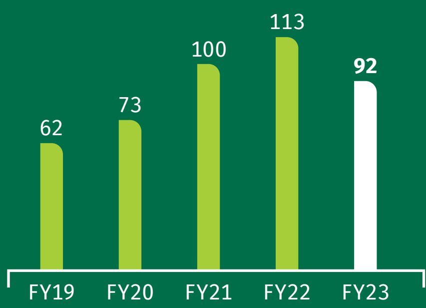


- Lower PBT was due to variations in revenue mix and exchange rate fluctuations.

Division Year-End Deferred Services Backlog

S$92 million

Year-on-year: ↓ 19%



- Despite the decline in the deferred services backlog, recurring revenue streams remain healthy.

About

Our Geospatial Division's key brands – Esri Australia, Esri Singapore, Esri Malaysia, Esri Indonesia, Esri Bangladesh and Boustead Geospatial Technologies ("BGT") – provide professional services and exclusively distribute Esri ArcGIS technology, the world's leading geographic information system ("GIS"), smart mapping and location analytics enterprise platform to major markets in the Asia Pacific. The enterprise platform creates digital infrastructure solutions and digital twins that enable smart nations, smart cities and smart communities to solve the world's most complex problems. More effective planning and management of key infrastructure and resources are critical for economic sustainability, environmental protection and social responsibility.

Market Sectors

ALL SECTORS

- Agribusiness
- Architecture, engineering and construction ("AEC")
- Banking
- Climate action
- Defence and intelligence
- Energy
- Education
- Emergency services
- Environmental management
- Government
- Health
- Insurance
- Land administration
- Law enforcement
- Mining
- National security
- Natural resources
- Non-profit organisations
- Plantation
- Ports and maritime
- Real estate
- Retail
- Supply chain and logistics
- Telecommunications
- Transportation
- Utilities
- Waste management

Geographic Markets

8 COUNTRIES AND TERRITORIES

- Australia
- Bangladesh
- Brunei
- Indonesia
- Malaysia
- Papua New Guinea
- Singapore
- Timor-Leste

Snowy Hydro Tumut 3 Power Station, Australia.
Credits: Snowy Hydro

Overview
Strategic Review
Financial Statements

Geospatial

Market Review

The market was focused on:

- Economic recovery from the COVID-19 pandemic;
- Climate resilience;
- Business resilience and sustainability; and
- Digital transformation.

Key Highlights

Our Geospatial Division achieved:

- Comparable revenue and PBT performances;
- Record number of enterprise agreement renewals; and
- Delivery of critical digital transformation and technology support to clients.

Widely acknowledged as the Asia Pacific's foremost authority on GIS technology, the Geospatial Division has a client base of over 7,000 organisations regionally.

In FY2023, the division achieved comparable revenue and marginally lower PBT year-on-year. As demand for GIS technology and smart mapping capabilities continued to hold firm across the region, the division also went on to achieve a record number of enterprise agreement ("EA") renewals.

Despite challenging market conditions and volatile economic conditions around the world, division revenue remained comparable year-on-year at S$168.0 million. Division PBT also remained relatively comparable year-on-year at S$35.4 million, with a marginal decrease due to variations in revenue mix and exchange rate fluctuations.

In FY2023, clients maintained their focus on economic recovery from the pandemic, amid an environment shaped by geopolitical tensions, recurring natural disasters and the lingering impact of the pandemic. The division strategically expanded the Client Success Programme that provides clients with ongoing support and tailored solutions, broadening its reach beyond Australia and into the region. Following the record-breaking achievement in the previous year, the division sustained recurring revenue streams with a healthy deferred services backlog of S$92 million at the end of FY2023.

Esri Australia

Esri Australia continued to deliver a steady performance in FY2023 with a record number of EA renewals. In total, 137 EAs were renewed, building on the strong base of successful client relationships from previous years. There were also eight new EAs secured from the local government sector, bringing the collective number of ongoing EAs from government, national security and natural resources sectors to 145.

In FY2023, Esri Australia's managed services offering that provides clients with services to manage their GIS infrastructure and applications, saw growth of 35% year-on-year, the highest among Esri Australia's business lines. A resurgence in digital transformation initiatives coupled with a global workforce shortage, have led to strong interest from the government, natural resources, transportation and utilities sectors, with the largest clients from the

1. Application of GIS in collaborative nation-wide emergency response management, Australia. Credits: Emergency Management Spatial Information Network Australia

2. Screenshot of Geovonic Connect, Australia.

utilities sector, renewing their commitment to the service. Esri Australia also successfully delivered a first proof-of-concept of its managed services offering in North America, paving the way for the global expansion of this service.

Concurrently, the Client Success Team's Business Support Programme which serves to deepen relationships with Esri Australia's largest client, the Australian Federal Government and their various key departments, achieved a number of strategic collaborations focused on enabling transformative information sharing practices at both the national and state levels. One such collaboration strongly positioned federal, state and territory governments to come together during times of national emergency to respond confidently and rapidly, prioritising efforts based on a set of agreed criteria. The Business Support Programme also advanced the Connect Australia Project which was launched in FY2022, with a goal of uniting both key government and industry groups behind the concept of a national Integrated Geospatial Information Framework ("IGIF"). The concept was first adopted by the United Nations Committee of Experts on Global Geospatial Information Management in 2018 and sets out a framework for developing, integrating, strengthening and maximising geospatial information management. Implementation of the national IGIF serves to strengthen Australia's geospatial information management practices, which are considered foundational to the implementation of the United Nations Sustainable Development Goals.

In line with previous years' trends, sales growth was achieved in the AEC, government, natural resources and utilities sectors, largely driven by an acceleration of digital transformation and system modernisation initiatives. Most prominently, Energy Queensland ("EQ") continued to expand GIS capabilities across the board during FY2023.

Geospatial

Building on the back of the successful unified GIS ("UGIS") platform that integrates a vast network of information assets and legacy systems, EQ is able to spatially enable many backend corporate systems using the project's platform. EQ continues to be a power user of Esri Australia's managed services offering, which ensure that UGIS continues to run efficiently at the operational level. Esri Australia and EQ continue to collaborate on both the development and implementation of their spatial systems strategy, with efforts largely focused on maturing the platform, driving adoption and realising business value.

Throughout the year, Esri Australia continued to work with Snowy Hydro to advance the delivery of their strategic GIS outcomes. A major use of the Snowy Hydro Esri platform is for the Snowy 2.0 project, the first significant expansion of the original Snowy Mountains Hydro-Electric Scheme that commenced construction almost 75 years ago. Once completed, this pumped-hydro mega project will provide on-demand power generation and large-scale energy storage. Underpinned by digital engineering principles, Snowy 2.0 combines building information modelling, GIS and planned IoT integration to deliver a digital twin that allows assets to be built virtually first and then physically. High-resolution imagery and point cloud data also provide stakeholders and decision-makers with accurate, real-time updates and enable virtual tours and remote inspections.

Boustead Geospatial Technologies

BGT's SmarterWX suite saw significant growth during FY2023, reaching more than 200 subscribers within the damage prevention market. In FY2023, SmarterWX Sentinel, the technology underpinning Before You Dig Australia's ("BYDA") modernised referral service, processed more than 2.2 million national enquiries. In total, the daily number of BYDA enquiries processed by SmarterWX Automate, an application that digitises BYDA response workflows, increased by 40% from last year and specifically in Victoria, 66% of all BYDA enquiries were processed by SmarterWX Automate.

Following the success of the SmarterWX suite, BGT released a new component portfolio called Geovonic. The first module, Geovonic Connect, expands data integration capabilities within ArcGIS, enabling users to select features on a map and view associated, real-time information from third-party systems, all inside the platform. Differing in its market strategy to the SmarterWX suite, the Geovonic range of capabilities seeks to capitalise on Esri's loyal global user community by delivering enhanced functionality on top of the ArcGIS platform.

Esri Singapore

Esri Singapore's traditional growth area of the public sector remained strong in FY2023, following sustained engagements with key government agencies.

Esri Singapore saw extended use of the ArcGIS platform by the government in the areas of environmental management, national security and transportation infrastructure planning. More specifically, the transportation sector saw 76% growth, while the AEC sector (also known as the built environment sector) experienced 59% growth. Major contributors to these figures were the acquisitions of two significant EAs for the Land Transport Authority ("LTA") and JTC Corporation ("JTC") respectively.

FY2023 saw LTA sign onto an enterprise-wide initiative to adopt geospatial tools as part of daily planning and operations strategy. In tandem with this initiative, LTA's planning team will deploy Esri technology to help structure and develop Singapore's road networks. Spatial data analysis inside LTA's GIS Data Hub will provide critical insights on road parameters and structural requirements. This will enable LTA to visualise and assess how ongoing network developments will impact citizens and the broader community, supporting key decision-makers to act strategically and with confidence.

Responsible for the much-celebrated Punggol Digital District, JTC continues to leverage Esri technology to experiment with various planning configurations and improve building management on existing properties. As a leader in sustainable industrial development and management in Singapore, JTC relies on GIS to provide critical support planning and visualisations of how developments impact the surrounding environment.

The Ministry of Home Affairs ("MHA") also deployed Esri technology to help plan and manage major events in Singapore. In preparation for one of the biggest events of the year, Esri Singapore and the MHA worked on a joint planning platform for the Singapore Police Force ("SPF"), Singapore Civil Defence Force and Singapore Armed Forces to collaborate more effectively and maximise resources. To augment in-house expertise in mastering security and resources planning, the SPF used GIS to develop a portal to assist with crowd control. This robust platform leverages planning capabilities from multiple security agencies on a single common layer to enable instant visualisation of ground activities and also allows the SPF to tap into new media to effectively disseminate crowd control notifications and get a dynamic visual report regarding crowd size and potential hazards.

Esri Malaysia

Esri Malaysia experienced solid growth in the water utilities sector in FY2023, with four new clients added to the portfolio, representing a 33% increase in the number of organisations adopting Esri technology to achieve organisational objectives.

Ongoing water supply challenges in Malaysia have prompted the federal government to implement a nationwide initiative delivering a continuous and holistic solution to address non-revenue water ("NRW") – water that is unaccounted for in a water supply system before it reaches end consumers. During 2022, the National Water Services Commission (SPAN) reported a national NRW average of 37.2%, resulting in 7.1 million litres of treated water wasted daily and costing about S$600 million annually. NRW not only poses a threat to the environment but is also a major economic burden on both water utilities and consumers.

During FY2023, the Water Utilities Network expanded their flagship programme with Syarikat Air Johor, deploying Esri technology to develop a comprehensive water management system to mitigate growing concerns around NRW. The project focuses on migrating from GE's Smallworld to Esri's ArcGIS Utility Network, integrating real-time data such as water consumption and billing to better manage stationary asset registration and land administration, while eliminating ineffective workflows and improving resource management and customer service capabilities.

In FY2023, Esri Malaysia's strong relationship with long-term client, PETRONAS, grew from strength-to-strength in conjunction with the renewal of a multi-year EA. PETRONAS continues to diversify and expand the nature of their professional services engagements. Other than providing GIS, Esri Malaysia's Professional Services Team has worked to enhance the client's technical and management capabilities, ensuring long-term operational success.

Esri Malaysia has been engaged by the Department of Survey & Mapping Malaysia ("JUPEM") for software and services that underpin the modernisation of workflows. This EA demonstrates JUPEM's clear and long-term commitment to Esri technology.

In the year ahead, Esri Malaysia will continue to work on several opportunities within the water utilities sector that aim to further enhance water management and reduce NRW in Malaysia. This includes the migration of Geometric Network to Esri's ArcGIS Utility Network, which integrates the billing information system to easily map, identify and provide accurate information to consumers when they experience water disruption. In addition to this, a mobile application for utility workers will also be explored to enable access to real-time data while in the field.

Esri Indonesia

Esri Indonesia delivered a stable performance in FY2023.

Esri Indonesia secured a number of significant new clients including Telekomunikasi Seluler ("Telkomsel"), supporting 5G area suitability monitoring. An important strategic win for Esri Indonesia, Telkomsel's use of Esri technology is expected to set a new benchmark for digital enablement within the country's highly competitive telecommunications sector.

FY2023 also saw an increase in AEC and natural resource sector engagements. In terms of the AEC sector, engagements were driven in part by the Ministry of Public Works & Housing's requirement for industry participants to standardise their reporting to the government. Esri Indonesia also secured engagements with Wilmar International Plantation and Perum Perhutani respectively, amid growing demand for technology-led business transformation initiatives in the plantation and forestry sectors.

Initiatives were undertaken to actively deepen relationships with the nation's industry and technology leaders. Worthy of mention was the signing of a memorandum of understanding with the Association of Indonesian Mining Professionals (PERHAPI) to strengthen collaboration and enhance mining skills, efficiency, productivity and safety within the local mining community. Esri Indonesia also hosted more than 450 geospatial and technology specialists at the first national GeoAI Summit, where industry leaders gathered to learn more about how artificial intelligence, combined with Esri technology, has been used to solve some of the world's most complex spatial challenges.

1. Screenshot of NParks Safe Distance @ Parks, Singapore.
Credits: NParks

Geospatial

Esri Bangladesh
Esri Bangladesh saw significant growth during FY2023, following the opening of an office in the country. Riding on a platform of growing engagement with key groups from the private and public sectors, Esri Bangladesh made strong inroads with both government agencies and local utilities.

Esri Bangladesh worked with Survey of Bangladesh ("SOB") – the national mapping agency – on a project to successfully deploy Esri technology to digitalise data and optimise resources, improving resource planning efficiency. The relationship with SOB represents a significant opportunity for growth within the utilities sector.

Environmental, Sustainability & Community Projects
During FY2023, Esri's Disaster Response Programme ("DRP") – which grants organisations free short-term access to ArcGIS software licences – received 51 requests across a broad range of state and local government agencies, utilities and agricultural organisations from Australia and Bangladesh. Flooding and landslide response assistance accounted for the majority of support requests, more than double that in the previous year. The DRP provides those on the frontline of crises with access to ready-to-deploy smart mapping solutions, real-time data dashboards and skilled GIS professionals to aid in forecasting, evacuation, search, rescue and recovery efforts. With a higher prevalence of large-scale natural disasters across the region, demand for access to the DRP is expected to grow.

Esri Australia also extended their highly successful K-12 Education Programme to include universities, environmental education centres and community-based citizen science projects. Efforts to increase subscriptions to the programme were complemented with a significant investment in enhanced educator and student resources. At the end of FY2023, Esri Australia had over 1,000 education institutions registered with the programme.

Shortly after the end of FY2023, Boustead and Esri Australia partnered with the University of New South Wales ("UNSW") to develop a geospatial innovation and learning centre that links training to high-impact industry research. Recognising that the growth of the global geospatial sector will be limited by the ongoing challenge of a lack of skilled manpower, the centre aims to cultivate a talent pool and steady supply of skilled geospatial professionals to keep pace with the evolving customer requirements and drive the long-term success of the industry.

Regional Accolades
During the 2022 Esri User Conference in San Diego, eight clients within the Geospatial Division's regional network were recognised with a prestigious Special Achievement in GIS ("SAG") Award. Those honoured at the ceremony were selected from a global pool of more than 300,000 private and public sector nominees. The SAG Awards recognise organisations that demonstrate innovative use of GIS technology to solve pressing global challenges.

In Australia, EQ and Woodside Energy ("Woodside") were each conferred an SAG Award. EQ was recognised for the earlier mentioned implementation of UGIS, which at the time of reporting was considered the world's largest deployment of Esri's Utility Network

FY2023 Largest Enterprise Agreements Secured Highlights

Jul 2022	Jul 2022	Jul 2022	Aug 2022
Australia	Australia	Australia	Singapore
Parks Victoria	**Department of Energy, Environment & Climate Action**	**Geospatial Australia**	**PUB**

Model (Electric). Woodside was recognised for strategically migrating their geospatial environment to the Cloud using Esri's Managed Cloud Services platform. The project allowed Woodside to leverage geospatial data assets across the entire enterprise, streamlining workflows, building data intelligence and improving business continuity. Migration of Woodside's geospatial environment to the Cloud also enabled an easy transition to remote work-based arrangements, allowing operations to continue as normal and avoiding any significant disruptions.

In Singapore, the National Parks Board ("NParks") was conferred an SAG Award in recognition of swift deployment of Esri technology to quickly respond to challenges faced during the COVID-19 pandemic. NParks' digitalisation efforts enabled them to capture, analyse and share real-time data on park visitorship on the Safe Distance @ Parks portal, reducing overcrowding at hotspots within parks. The application also assisted in relieving demands on an already stretched workforce for safe distancing efforts at over 500 green spaces, while maintaining optimal COVID-safe practices for park visitors.

In Malaysia, Land & Survey Department Sarawak, Iskandar Puteri City Council ("MBIP") and Sime Darby Plantation Research ("Sime Darby") were each conferred an SAG Award. Land & Survey Department Sarawak was recognised for use of GIS in Electronic Land & Survey Information System (eLASIS), a digital platform which serves as a 'virtual office' for land management and administration, and enables users to digitally view multiple layers of real-time information and 3D-rendered geospatial data on a particular plot of land, negating the need for physical site visits. MBIP, the first local government in Malaysia to receive the SAG Award, was recognised for Dashboard Sistem Pengurusan Aduan Awam ("SISPAA"), a GIS-enabled dashboard that displays real-time geo-insights from an existing centralised complaint management portal, enabling government resources to be deployed more efficiently to resolve citizen complaints. Sime Darby was awarded for its web and mobile-based application Spatial Data Management & Rapid Analytics ("SMART") which monitors the varied stages of palm oil production. From plantation to mill, SMART captures and geo-locates real-time imagery of multiple production sites, identifies problem areas like hotspots, fires or pest outbreaks, and streamlines communication for seamless operational workflows and increased productivity.

In Indonesia, Perum Perhutani and the Directorate General of Spatial Planning were each conferred an SAG Award for contributions to building a more sustainable and equitable future for Indonesia. Perum Perhutani was recognised for efforts to improve the accuracy of forestry data for areas on the islands of Java and Madura through an application called Perhutani Digital Forest. This GIS solution combines field data from across the regions into one centralised dashboard. The Directorate General of Spatial Planning was recognised for utilising Esri technology to enable data-driven urban planning through Rencana Detail Tata Ruang, a real-time and 3D web-based simulation that helps decision-makers to evaluate proposed urban development strategies.

Aug 2022	Oct 2022	Oct 2022	Feb 2023
Australia	Australia	Australia	Australia
Victoria Police	**Brisbane City Council**	**Forestry Corporation of NSW**	**Melbourne Water Corporation**

Esri Special Achievement in GIS Awards over the Past Decade

	Australia	Singapore
Total since inception	**30 awards**	**22 awards**
2022	• Energy Queensland Ltd for unified GIS (UGIS) • Woodside Energy Group Ltd for energy operations GIS solution	• National Parks Board ("NParks") for Safe Distance @ Parks
2021	• Australian Institute of Health & Welfare for mental healthcare GIS solution • North East Water for water utilities management GIS solution	• Maritime & Port Authority of Singapore for GeoSpace-Sea
2020	• Australian Capital Territory ("ACT")'s Environment, Planning & Sustainable Development Directorate for building audit and inspection management GIS solution	• Singapore Police Force for homeland security enterprise GIS solution
2019	• APA Group – Infrastructure Planning & Protection for utilities management GIS solution • ACT's Emergency Services Agency ("ACT's ESA") for Automated Bushfire Attack Level • South Australia's Department of Planning, Transport & Infrastructure for state infrastructure planning GIS solution	• Sembcorp Industries Ltd for Geo System • Singapore Land Authority ("SLA") for Singapore Advanced Map • Urban Redevelopment Authority ("URA") for Master Plan Review
2018	• Geoscience Australia for MH370 search GIS solution • Power & Water Corporation for utilities management GIS solution	• NParks for MAVEN • PUB for Geographic Resource Information System
2017	• Australian Army for national security GIS solution	• URA for GEMMA
2016	• Queensland Urban Utilities for Q-Hub	• Housing & Development Board for Integrated Planning & Analysis Platform
2015	• Australian Geospatial-Intelligence Organisation for Enterprise Production Management • Hema Maps Pty Ltd for Hema Explorer Map • Victoria's Department of Environment, Land, Water & Planning for FloodZoom	• Land Transport Authority ("LTA") for Planning for Land Transport Network • Municipal Services Office for OneService@SG
2014	• Queensland's Department of Natural Resources & Mines for stock route management GIS solution • South Australia's Department of Communities & Social Inclusion for Evidence Based Management Framework	• SLA for Spatial Challenge
2013	• Western Power for utilities enterprise GIS solution	• URA for Integrated Planning & Land Use System

Malaysia	Indonesia
22 awards	**18 awards**
• Iskandar Puteri City Council for Dashboard Sistem Pengurusan Aduan Awam (SISPAA) • Sarawak Land & Survey Department for Electronic Land & Survey Information System (eLASIS) • Sime Darby Plantation Research Sdn Bhd for Spatial Data Management & Rapid Analytics (SMART)	• Ministry of Agrarian Affairs & Spatial Planning/National Land Agency, Directorate General of Spatial Planning for RDTR (Detailed Spatial Plan) • Perum Perhutani for Perhutani Digital Forest
• Department of Survey & Mapping Malaysia ("JUPEM"), Geospatial Defence Division ("BGSP") for Joint Common Operating Picture • National Hydrographic Centre for MyMarine Geo-Hub • Solid Waste & Public Cleansing Management Corporation for WEGIS	• PT Pertamina Hulu Energi for eXplore Digital World • PT Waskita Karya for infrastructure planning GIS solution
• E-Idaman Sdn Bhd for waste management GIS solution • Indah Water Konsortium Sdn Bhd for national sewage management GIS solution • Petroliam Nasional Bhd for PiriGIS	• Asia Pulp & Paper Sinar Mas for forest plantations management GIS solution • PT Jababeka for JSMART
• JUPEM, BGSP for Centralised Geo Centric Disaster Management • Mass Rapid Transit Corporation Sdn Bhd for KVMRT SSP Geospatial Portal	• Ministry of Public Works & Public Housing, Directorate General of Highway Construction & Maintenance for infrastructure asset management GIS solution • PT Astra Honda Motor for corporate GIS solution
• Negeri Sembilan Government for GIS9 • Sabah Lands & Surveys Department for Land & Survey Department Web Mapping Application • Petronas Carigali Sdn Bhd for Play Based Exploration	• National Resilience Institute for Siskurtannas • PT Telekomunikasi Indonesia for Sales IndiHome Information System
• Penang Geographical Information System Centre for e-Peta	• Indonesian Navy for Hydro-Oceanography Data Centre • Bank Muamalat for bank branch network planning GIS solution
• Malaysian Centre for Geospatial Data Infrastructure ("MaCGDI") for Malaysia Geospatial Online Services	• Ministry of Home Affairs for population data management GIS solution
• JUPEM for Geospatial Data Acquisition System	• PT Freeport Indonesia for mining operations GIS solution
• JUPEM, BGSP for uGeo for Defence	• PT Pertamina EP for upstream energy operations GIS solution
• Sarawak Land & Survey Department for Land & Survey Information System (LASIS)	• Ministry of Energy & Minerals Resources, Directorate General of Mineral & Coal Mining for mining management GIS solution

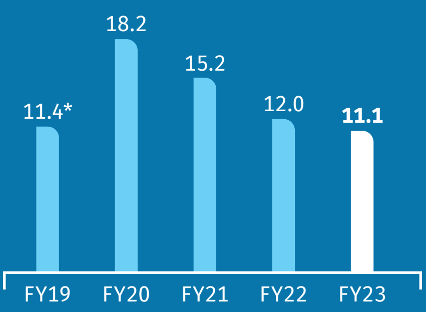
Healthcare

Performance Highlights

Division Revenue

S$11.1 million

Year-on-year: ↓ 7%

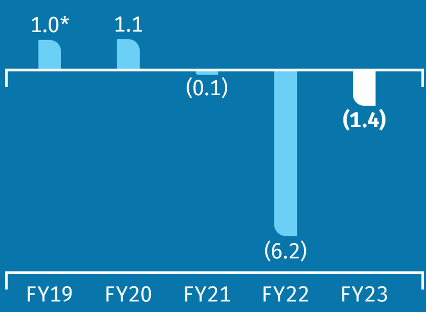


➤ Lower revenue was due to business development challenges.

Division Profit/(Loss) before Income Tax**/***

(S$1.4 million)

Year-on-year: ↑ 78%



➤ Lower loss before income tax was due to significant restructuring efforts.

* *FY2019 financial results only consolidated from 2Q FY2019 onwards following acquisition.*

** *Excludes S$0.4 million of annual amortisation adjustment by Group on acquisition from FY2019 to FY2021 and S$0.1 million of remaining adjustment in FY2022 respectively.*

*** *Includes S$1.1 million, S$2.0 million, S$1.5 million, S$0.6 million and S$0.3 million after-tax share of contribution from associate, Beijing Pukang from FY2019 to FY2023 respectively.*

About

Our Healthcare Division's key business brands – Boustead Medical Care Holdings ("BMEC Holdings"), BMEC and Beijing Pukang Sport & Medical ("Beijing Pukang") – provide innovative medical solutions that address age-related chronic diseases and mobility issues across the continuum of long-term care, with a focus on rehabilitative care and sports science. Riding on global ageing population trends, this division caters technologies and services for healthcare institutions including private and public hospitals, nursing homes and outpatient centres. This division addresses the pain points of the healthcare sector with outcome-based solutions that promote more efficient recovery for patients and higher productivity of healthcare professionals, while mitigating resource shortages faced by the healthcare sector.

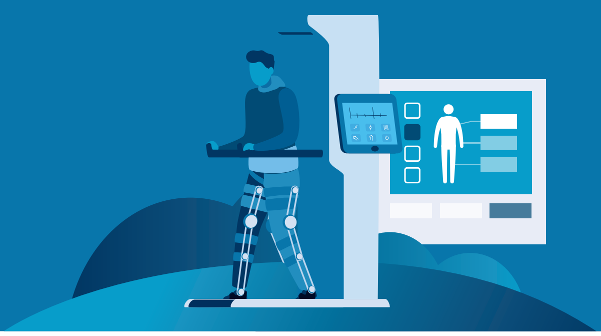
Market Sectors

- ➤ Aged care
- ➤ Rehabilitative care
- ➤ Sports science

Geographic Markets

4 COUNTRIES AND TERRITORIES

- ➤ China
- ➤ Malaysia
- ➤ Singapore
- ➤ Thailand




Geriatric care medical simulation with TERi™.

Healthcare

Market Review

The market was focused on:

- Recovery from the COVID-19 pandemic; and
- Gradual resumption of investments in post-acute and long-term care.

Key Highlights

Our Healthcare Division saw:

- Revenue impact due to lingering effects of the pandemic;
- Reduced rehabilitative care activities; and
- Delayed project implementations.

Our Healthcare Division under BMEC Holdings comprises wholly-owned subsidiary, BMEC and 50%-owned associate, Beijing Pukang. Operations under BMEC span across Malaysia, Singapore and Thailand. Operations under Beijing Pukang cover a client network of over 1,500 hospitals and 50 nursing homes in China and an addressable market of more than 230 million Chinese citizens with chronic diseases.

In FY2023, the division continued to be challenged by hangover effects of the pandemic. The demand for rehabilitative care solutions remained subdued as most healthcare institutions across the world continued to address the delays and disruptions in elective medical procedures that arose from the pandemic. As such, division revenue was 7% lower year-on-year at S$11.1 million. Division loss before income tax was S$1.4 million, partially mitigated by Beijing Pukang's delivery of S$0.3 million in after-tax share of contribution. The division loss before income tax narrowed after senior management changes were enacted and following the sale of the loss-making sleep care business, closure of the labour-intensive disinfection business and rightsizing of the division's team in line with reduced business activities.

Despite the challenging market conditions, BMEC continues to be one of the leading players in the markets they operate in, particularly in the area of sports science technology. FY2023 marked a year with several notable national projects. BMEC supplied motion capture and tracking equipment for Singapore's first artificial ocean basin at the Technology Centre for Offshore & Marine, Singapore, enabling the testing of new marine technologies in conditions as close to the real world as possible and advancing research in marine and offshore engineering, sea transport, prediction of storm surges and coastal protection. BMEC also supplied sports science technology to the Emergency Responders' Fitness Conditioning & Enhancement Lab, a new research and training facility set up by the Singapore Civil Defence Force ("SCDF") and the Home Team Science & Technology Agency. Launched in June 2022, the facility allows SCDF officers to access data that measures their physical and mental fitness, and will help them to identify areas of improvement during training and track the effectiveness of their training programmes.

During FY2023, BMEC was awarded the first contract to set up a Functional Assessment Centre ("FAC") at Changi General Hospital in Singapore. The FAC provides a value-added service that addresses clients' needs for outcome measurements of rehabilitative care

1. Qualysis motion capture system.

in healthcare institutions. Expected to commence operations in FY2024, the FAC also supports Singapore's Ministry of Health One-Rehab Framework that aims to integrate and standardise rehabilitation care plans to ensure that patients are given the appropriate type and level of rehabilitation care in a timely manner. BMEC will be stepping up efforts to promote and secure additional FAC contracts including the potential offering of smaller scale FACs – also known as Functional Assessment Units – to cater to a wider client base.

BMEC also played a part in enhancing aged care in Singapore through the BOOST programme, targeted at physically strengthening seniors for essential daily activities and reducing fall risk. Through whole-body vibration technology, software intelligence and simple guided exercises, BOOST provides fast and effective training that helps seniors to feel stronger and live with greater confidence. Other than delivering benefits for the elderly, BOOST can be expanded to cover a wider group of participants such as children and adults of varying health conditions and physical levels, including high performance sports professionals. Thus far, BOOST has also been made a standard programme in nursing homes operated by Methodist Welfare Services in Singapore and can be potentially used to promote workplace fitness among white collar workers. BOOST is being actively promoted regionally.

Apart from the existing supply and set up of healthcare simulation centres at healthcare institutions, BMEC also embarked on the design-and-build of such simulation centres in FY2023 including a six-room simulation centre for the Royal Thai Army Nursing College in Thailand. BMEC also installed healthcare simulation equipment for the Institute of Mental Health in Singapore and a nursing college in Penang, Malaysia.

Going beyond their role as a provider of rehabilitative and sports science solutions, BMEC regularly engage with the community through a series of webinars, offering valuable product advice and information, and facilitating conversations on healthcare-related topics such as nursing training and stroke recovery.

In China, Beijing Pukang continued to achieve profitability in FY2023. During the year, Beijing Pukang was awarded contracts to supply rehabilitative care and sports science technology to rehabilitation centres and sports clinics. This included the supply of isokinetic testing machines that are used to assess and monitor muscle strength during rehabilitation programmes at high-end sports medicine centres in collaboration with Kerlan-Jobe. Beijing Pukang also supplied hydrotherapy pools and rehabilitation equipment to the Perennial Tianjin South High Speed Railway International Healthcare & Business City, a strategic one-stop centre for medical care, eldercare, hospitality and retail services in North East China.

As a trusted partner to the Chinese Olympic Team, Beijing Pukang also continued to support them in training for the upcoming Paris 2024 Summer Olympics, while maintaining close cooperation with the training centres and sports research institutions. Following the easing of COVID-19 pandemic restrictions, manufacturing and supply chain activities have improved and in-person rehabilitation and sports science-related education and trainings have also resumed.

Moving forward, while we expect industry trends such as the impending silver tsunami to be in our Healthcare Division's favour, we acknowledge that the business has to be reorganised effectively to capture the opportunities that lie ahead. Boustead's senior leadership will continue to review strategic options for the underperformance of this division.

Quality, Environmental, Health, Safety & Sustainability Awards over the Past Decade

	Awarded by: BCA		
	Construction Excellence, Quality & Productivity Awards	GMP & PE, ZE, SLE	GMG+ & GMG
Total since inception	**9 awards**	**16 awards**	**16 awards**
2023			
2022		• Takeda Singapore Biologics Manufacturing Support Facility (GMP PE) **/ 1st GMP PE in pharmaceutical sector /** • JTC semiconSpace@Tampines (GMP)	
2021	• BPL: International Partnership Award for Lam Research • BP E&C: Integrated Digital Delivery – Projects (Gold) for JTC Kranji Green	• JTC Kranji Green (GMP)	• Wilmar International HQ (GMG+) • Becton Dickinson (GMG)
2020		• DB Schenker Red Lion (GMP)	• ASM Front-End Manufacturing (GMG+) • Razer SEA HQ (GMG+) • Bombardier Singapore Service Centre Phase 2 (GMG)
2019	• BP E&C: Construction Productivity Award – Projects (Gold) for Continental Building Phase 3	• Surbana Jurong Campus (GMP SLE) **/ 1st GMP SLE in large-scale business park and industrial real estate sector /** • Bolloré Blue Hub (GMP) • Veolia Singapore Office@Tuas View Circuit (GMP)	
2018	• BP E&C: Green & Gracious Builder Award (Excellent)	• ALICE@Mediapolis (GMP)	
2017	• BP E&C: BIM Gold Award – Organisation Category • BPL: Construction Excellence Award for Seagate Singapore Design Center – The Shugart		• Markono M-Cube (GMG) • XP Power (GMG Overseas) **/ 1st Green Mark in non-residential building sector in Vietnam /**
2016		• Kuehne+Nagel Singapore Logistics Hub (GMP)	
2015	• BPL: Green & Gracious Builder Award (Merit) • BPL: Construction Productivity Award – Projects (Gold) for Edward Boustead Centre	• Edward Boustead Centre (GMP) • Seagate Singapore Design Center – The Shugart (GMP)	• Greenpac Greenhub (GMG+)
2014	• BPL: Construction Excellence Certificate of Merit for Bolloré Green Hub	• DB Schenker Shared Logistics Center 3 (Tampines LogisPark) (GMP)	• Greenpac Greenhub (GMG+ Office Interior) • Kerry Logistics Centre – Tampines (GMG) • Satair Airbus Singapore Centre (GMG)
2013			• Greenpac Greenhub (GMG) • Jabil Circuit (GMG)

Legend

Authorities & Organisations

- *BC&E: Boustead Controls & Electrics*
- *BCA: Building & Construction Authority*
- *BP E&C: Boustead Projects E&C*
- *BPL: Boustead Projects*
- *BSL: Boustead Singapore*
- *FT: Financial Times*
- *JTC: JTC Corporation*
- *ST: The Straits Times*
- *USGBC: US Green Building Council*
- *WSHC: Workplace Safety & Health Council*

Awards Programmes

- *ASRA: Asia Sustainability Reporting Awards*
- *FA ABC: FinanceAsia Asia's Best Companies*
- *LEED: Leadership in Energy & Environmental Design*
- *IRM AC SEA: IR Magazine Awards & Conference South East Asia*
- *SCA: Singapore Corporate Awards*
- *SCA SE: Singapore Corporate Awards (Special Edition)*
- *SHARP: Safety & Health Award Recognition for Projects*

Awarded by:	
WSHC & JTC	Others
bizSAFE, Safety & SHARP Awards	ESG, Investor & Quality Awards
28 awards	
	• BSL: Singapore's Fastest Growing Companies – ST and Statista
• JTC Construction Safety Award – Special Mention: JTC semiconSpace@Tampines • JTC Kranji Green (Commendation)	• BSL: Asia Pacific's High-Growth Companies – FT • BSL: Singapore's Fastest Growing Companies – ST and Statista • BSL: Centurion Club – Growth in PAT over 3 years (Industrial & Commercial Services + Industrial Goods) – The Edge Singapore Billion Dollar Club • BPL: SkillsFuture Employer Award (Gold) – SkillsFuture Employer Awards • Bolloré Blue Hub (LEED Gold) • Bombardier Singapore Service Centre Phase 2 (LEED Silver) • Wilmar International HQ (SEMEC Silver Award Commercial Category) – SLAA • Muhammad Khalil Bin Shaiful Bahari: 40 Under 40 Champions of Construction – Autodesk
• JTC Construction Safety Award – Special Mention: JTC Kranji Green	• BSL and BPL: Corporate Excellence & Resilience Award – SCA SE • BPL: Tripartite Alliance Award Finalist – TAA • BSL: Singapore's Best Employers – ST and Statista • BSL: Asia Pacific's High-Growth Companies – FT • BSL: Singapore's Fastest Growing Companies – ST and Statista • Wilmar International HQ (Commercial Projects Merit Award) – SIA ADA • Wilmar International HQ (Best Office Development Silver) – MIPIM Asia Awards
• ASM Front-End Manufacturing • Wilmar International HQ	• BSL: Singapore's Best Employers – ST and Statista • DB Schenker Red Lion (LEED Gold)
• BC&E: bizSAFE Star • Bolloré Blue Hub • Veolia Hazardous Chemical Waste Treatment Complex	• BSL: Most Transparent Company (Winner), Industrials Category – SIAS ICA • BSL: Sustainability Award (Runner-Up), Mid Cap Category – SIAS ICA • BSL: Best Liquidity and Investments Solution Regional – The Asset Triple A Awards • BSL and BPL FY2018 Longevity Reports: Asia's Best First Time Sustainability Report Finalist – ASRA
• BP E&C: WSH Performance (Silver) Award • ALICE@Mediapolis	
• GSK Asia House	• BPL: Singapore Corporate Governance Award, Newly Listed Category – SIAS ICA • BSL: Best Small Cap in Singapore – FA ABC • BSL: Best at Investor Relations (3rd) – FA ABC
• Kuehne+Nagel Singapore Logistics Hub	• BSL: Certificate for Excellence and Nomination for Best IR in Singapore – IRM AC SEA • Loh Kai Keong: Best CFO, Mid Cap Category – SCA • Kuehne+Nagel Singapore Logistics Hub (LEED Gold)
• MTU Asia Pacific HQ	• BSL: Singapore Golden Jubilee Business Award
• DB Schenker Shared Logistics Center 3 (Tampines LogisPark) (Commendation)	
	• Kerry Logistics Centre – Tampines (LEED Gold) • Bolloré Green Hub (LEED Gold) **/ 1st LEED Gold in logistics sector in Asia /**

- *SIA ADA: Singapore Institute of Architects Architectural Design Awards*
- *SIAS ICA: Securities Investors Association (Singapore) Investors' Choice Awards*
- *SLAA: Singapore Landscape Architecture Awards*
- *TAA: Tripartite Alliance Award*

Green Mark: 2021 Ratings (Ordered by Rankings)

- *GMP PE: Green Mark Platinum Positive Energy*
- *GMP ZE: Green Mark Platinum Zero Energy*
- *GMP SLE: Green Mark Platinum Super Low Energy*
- *PE: Positive Energy*
- *ZE: Zero Energy*
- *SLE: Super Low Energy*
- *GMP: Green Mark Platinum*
- *GMG+: Green Mark Gold Plus*
- *GMG: Green Mark Gold*

Other Terms

- *BIM: Building information modelling*
- *ESG: Environmental, social and governance*
- *WSH: Workplace Safety & Health*

Board of Directors

Wong Fong Fui

**Chairman &
Group Chief Executive Officer
(“Group CEO”)**

N

> Bachelor of Engineering (Chemical Engineering), University of New South Wales (“UNSW”)
> Honorary Doctor of Philosophy (“PhD”) (Business), UNSW

Age: 79
Appointed: 15 April 1996
Last re-elected: 28 July 2016

Key areas of experience:
Mr Wong Fong Fui was appointed as our Chairman & Group CEO in 1996. An entrepreneur with proven success in diverse fields spanning over 50 years, he began his career as a chemical engineer in the oil & gas sector and subsequently co-founded various private engineering and construction corporations in his early years. During his career, he has amassed extensive business experience in the commercial aviation, education, engineering, food, information technology and telecommunications sectors.

In 2009, Mr Wong was named Best CEO (Mid-Cap Category) at the Singapore Corporate Awards. He received an Honorary PhD of Business in 2014 from his alma mater, the UNSW, and in 2015, the SG50 Outstanding Chinese Business Pioneers Award from the Singapore Chinese Chamber of Commerce & Industry.

Previous appointments:
Prior to joining the Boustead Group, Mr Wong was Group Managing Director of QAF Ltd, a conglomerate which he successfully turned around from 1988 to 1996, with a focused strategy on growing food manufacturing and retail businesses including Gardenia. He was instrumental in the starting up and privatisation of national carrier, Myanmar Airways International, from 1993 to 1998.
In 2009, he was appointed by Singapore’s Ministry of Finance to sit on the Economic Strategies Committee and as Co-Chairman of the Land Sub-Committee. He also sat on the National University of Singapore Board of Trustees from 2016 to 2018.

Wong Yu Loon

**Executive Director &
Deputy Group Chief Executive Officer
(“Deputy Group CEO”)**

> Bachelor of Law, University of New South Wales (“UNSW”)
> Bachelor of Commerce (Accounting), UNSW
> Chartered Financial Analyst

Age: 48
Appointed: 2 April 2013
Last re-elected: 28 July 2021

Key areas of experience:
Mr Wong Yu Loon joined the Boustead Group in 2003 and was appointed as our Executive Director in 2013 and Deputy Group CEO in 2016. He began his role here as Corporate Planning Manager and was subsequently promoted to Group Investment Director before assuming his current position. With over 15 years of extensive business experience, he is responsible for assisting our Group CEO in overseeing strategic execution, business development and day-to-day management and operations.

Previous appointments:
Prior to joining the Boustead Group, Mr Wong accumulated over a decade of extensive experience in mergers and acquisitions, and corporate and financial advisory, having previously held positions in various corporate financial institutions and investment banks regionally.

Mak Lye Mun

Lead Independent Director

R AR

> Bachelor of Civil Engineering (1st Class Hons), University of Malaya
> Master of Business Administration, University of Texas at Austin

Age: 65
Appointed: 29 July 2021
Last re-elected: 28 July 2022

Key areas of experience:
Mr Mak Lye Mun was appointed as our Independent Non-Executive Director in 2021 and Lead Independent Director in 2022. With over 30 years of extensive mergers and acquisitions, financial advisory and investment banking experience, he is a well-known finance sector veteran who serves on the boards of several listed corporations.

Current external appointments:
Mr Mak is currently Executive Chairman of Intraco Ltd and Independent Non-Executive Director of SC Global Developments Pte Ltd and its ASX-listed subsidiary, AVJennings Ltd, and Well Chip Group Sdn Bhd. He is also Governing Board Member of Duke-NUS Medical School and a Member of the inaugural SGX Listings Advisory Committee.

Previous appointments:
Mr Mak retired as Chief Executive Officer of CIMB Bank Singapore in 2019, following which he served as Advisor to the Chief Executive Officer of CIMB Group Holdings Bhd until 2021. He also held several senior management positions at DBS Bank Ltd, Vickers Ballas & Co Pte Ltd, Ernst & Young LLP, Oversea-Chinese Banking Corporation Ltd and Citicorp Investment Bank (Singapore) Ltd. He was also previously Independent Non-Executive Chairman of Hwa Hong Corporation Ltd, Independent Non-Executive Director of Boardroom Ltd and Tat Hong Holdings Ltd, and a Member of the ADDX (ICHX) Tech Listing Committee.

Committee membership

AR Audit & Risk Committee   N Nominating Committee   R Remuneration Committee   Denotes Chairman of Committee

Dr Tan Khee Giap

Independent Non-Executive Director
AR N R

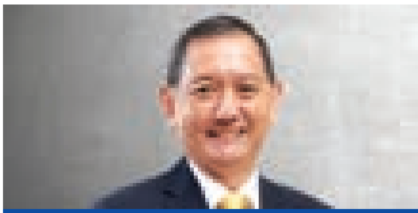
- Doctor of Philosophy (Monetary Economics), University of East Anglia, England, UK

Age: 65
Appointed: 28 June 2018
Last re-elected: 28 July 2022

Key areas of experience:
Dr Tan Khee Giap was appointed as our Independent Non-Executive Director in 2018. With over 40 years of extensive academic and consulting experience, he is a leading economist who is currently the Chairman of the Singapore National Committee for Pacific Economic Cooperation.

Current external appointments:
Dr Tan is currently Lead Independent Director of Ascent Bridge Ltd and Independent Non-Executive Director of BreadTalk Group Pte Ltd and Lian Beng Group Ltd. He serves as an advisor and consultant to several of the Singapore Government's ministries, statutory boards and government-linked corporations. He is also a member of the Resource Panels of the Government Parliamentary Committees for Defence & Foreign Affairs, Finance and Trade & Industry, and Transport, a role which he has held since 2007.

Previous appointments:
Dr Tan relinquished his role as Independent Non-Executive Director of Boustead Projects Limited in 2018 following his appointment to our Board. He was previously Associate Professor of Public Policy at the Lee Kuan Yew School of Public Policy ("LKYSPP"), National University of Singapore ("NUS") and held senior academic positions including Co-Director of the Asia Competitiveness Institute at LKYSPP, NUS, and Associate Dean of Graduate Studies at the Nanyang Technological University.



Liak Teng Lit

Independent Non-Executive Director
N AR R

- Bachelor of Pharmacy, National University of Singapore ("NUS")
- Master of Science (Pharmaceutical Sciences), Aston University
- Master of Business Administration, NUS

Age: 70
Appointed: 1 April 2020
Last re-elected: 28 July 2021

Key areas of experience:
Mr Liak Teng Lit was appointed as our Independent Non-Executive Director in 2020. With over 40 years of extensive management experience across both the private and public healthcare sectors, he is a healthcare sector veteran.

Current external appointments:
Mr Liak is currently serving on the boards of At-Sunrice GlobalChef Academy and Pathlight School.

Previous appointments:
Mr Liak was previously Group Chief Operating Officer of Perennial Real Estate Holdings Ltd and Chief Executive Officer ("CEO") of Perennial Healthcare Pte Ltd. He also held several senior public healthcare positions including Group CEO of Alexandra Health System and CEO of Khoo Teck Puat Hospital, Alexandra Hospital, Changi General Hospital and Toa Payoh Hospital. He was also involved in the restructuring of major public hospitals including Kandang Kerbau Hospital, National University Hospital and Singapore General Hospital. He served as Chairman of the National Environment Agency and Public Hygiene Council, and on the boards of Alexandra Health System, Centre for Liveable Cities, National Parks Board, National Philanthropy & Volunteer Centre, NorthLight School, NTUC First Campus, NTUC Health and Singapore Tourism Board, among others.

Key Management Team

Group Headquarters

Wong Fong Fui
Chairman &
Group Chief Executive Officer
Boustead Singapore Limited, 1996
Profiled under Board of Directors, page 62

Wong Yu Loon
Executive Director &
Deputy Group Chief Executive Officer
Boustead Singapore Limited, 2003
Profiled under Board of Directors, page 62

Chan Shiok Faun
Group Chief Financial Officer
Boustead Singapore Limited, 1991

Keith Chu
Group Chief Investment Officer
Boustead Singapore Limited, 2003

Yeo Wee Leong
Senior Vice President –
Group Internal Audit
Boustead Singapore Limited, 2008

Phua Yi Shen
Senior Vice President –
Group Human Resources
Boustead Singapore Limited, 2021

Real Estate

Wong Yu Wei
Executive Deputy Chairman
Boustead Projects Limited, 2009

Thomas Chu
Managing Director
Boustead Projects Limited, 1997

Lee Keen Meng
Chief Financial Officer
Boustead Projects Limited, 2009

Engineering & Construction

Steven Koh
Senior Director (Engineering)
Boustead Projects E&C Pte Ltd, 1999

Liew Kau Keen
Director (Business Development)
Boustead Projects E&C Pte Ltd, 2001

Nicholas Heng
Director (Projects)
Boustead Projects E&C Pte Ltd, 2007

Howard How
Director (Environmental, Health & Safety)
Boustead Projects E&C Pte Ltd, 2007

Desmond Sim
Director (Malaysia Operations)
Boustead Projects E&C Pte Ltd, 2011

Real Estate

Samuel Lim
Head (Real Estate)
Boustead Funds Management Pte Ltd, 2019

Ho Tai Wing
Director (Business Development & Investment)
Boustead Industrial Fund Management Pte Ltd, 2018

Geospatial

Brett Bundock
Managing Director
Boustead Geospatial Division &
Esri Australia Pty Ltd, 1988

Kate Ramsay
Chief Client Officer
Boustead Geospatial Division &
Esri Australia Pty Ltd, 2006

Raquel Jackson
Chief Marketing Officer
Boustead Geospatial Division &
Esri Australia Pty Ltd, 2011

Peter Swensson
Chief Delivery Officer
Boustead Geospatial Division &
Esri Australia Pty Ltd, 2021

Ravi Nath
Chief Sales Officer
Boustead Geospatial Division &
Esri Australia Pty Ltd, 2022

Raimondo Guerra
Chief Strategy & Transformation Officer
Boustead Geospatial Division &
Esri South Asia Pte Ltd, 2022

Toni Gordon
Chief Financial Officer
Boustead Geospatial Division &
Esri Australia Pty Ltd, 2022

Leslie Wong
Managing Director
Esri South Asia Pte Ltd, 2006

Joe Lee
Chief Executive Officer
Esri Singapore Pte Ltd, 2021

Tan Choon Sang
Chief Executive Officer
Esri Malaysia Sdn Bhd, 2017

Energy Engineering

Boustead International Heaters

Stuart Cummings
Chief Executive Officer
Boustead International Heaters Ltd, 2013

Peter Halstead
Finance Director
Boustead International Heaters Ltd, 2004

Ian Kentsley
Projects Director
Boustead International Heaters Ltd, 1997

Steve Ruscoe
Manufacturing Director
Boustead International Heaters Ltd, 1997

Lee Clift
Detailed Engineering Director
Boustead International Heaters Ltd, 2001

David Norton
Head of Sales
Boustead International Heaters Ltd, 2013

Ian Hallas
Head of Process Engineering
Boustead International Heaters Ltd, 2003

Boustead Controls & Electrics

Prasun Chakraborty
Managing Director
Controls & Electrics Pte Ltd, 1991

Vijayalakshmi Rajendran Meenakshi Sundaram
Head of Engineering
Controls & Electrics Pte Ltd, 1992

Raghavan Nair Gopa Kumar
Head of Projects
Controls & Electrics Pte Ltd, 1995

Anindya Chakraborty
Country Manager
Boustead Controls & Electrics (India) Pvt Ltd, 2004

Healthcare

Don Quah
Acting Chief Executive Officer
BMEC Pte Ltd, 2013

Jason Jia
Chief Executive Officer
Beijing Pukang Sport & Medical Co Ltd, 1996

Stakeholder Relations

Summary of FY2023 Investor Relations Activities

15
face-to-face/teleconference/virtual investor meetings hosted
FY2022: 18

23
investors met
FY2022: 79

0
investor conferences/events attended
FY2022: 2

2
research firms and/or networks providing coverage:
- **CGS-CIMB Securities**
- **Smartkarma**

Stakeholder Communications

For almost two decades, investor relations ("IR") has been a key facet of Boustead's holistic communications with stakeholders. Our IR Team has proactively communicated with analysts, investors, the media and global financial community in an accurate, consistent, sincere, timely and transparent manner, helping to build strong and lasting relationships with these stakeholders.

In FY2023, we shared on our business strategies and financial performance through various platforms, such as face-to-face and virtual investor meetings, as well as our Annual General Meeting.

During the year, CGS-CIMB Securities continued comprehensive rated research coverage on both Boustead and Boustead Projects. Various analysts from the Smartkarma independent investment research network also provided ad-hoc research coverage.

The launch of our inaugural Longevity Report in 2018 has added yet another avenue of stakeholder communications, as we continue to share about our contributions towards environmental, social and governance ("ESG") goals. Released in August 2022, our Boustead Singapore Limited FY2022 Longevity Report presented an in-depth understanding of how we ensure the longevity of our business and the wider ecosystem that we are interconnected with. We also shared how this translates to delivering sustainable shared socio-economic value and progress to our key stakeholders, along with the communities that we reside in and our collective home – Planet Earth.

All of our annual reports, longevity reports, company announcements and financial results announcements issued in at least the past five years, as well as substantial information that would be of interest to investors are available at **www.boustead.sg/investors**.

Our Boustead and Boustead Projects Annual Reports have been award-winning publications for six successive years, with both sets of reports being either Platinum or Gold Winners at the world-renowned Hermes Creative Awards since 2017. Our Boustead and Boustead Projects Longevity Reports have also been recognised by leading sustainability experts.

In addition, we continue to be recognised by other stakeholder groups for our corporate excellence, and strong ESG and financial performance. Boustead Projects was awarded the Silver EcoVadis Medal, recognised in the 88th percentile for sustainability among more than 100,000 corporations rated by EcoVadis globally. In FY2023, Boustead was also ranked among Singapore's Fastest Growing Companies, a list of the top 100 fastest growing corporations as compiled by *The Straits Times* and global research firm Statista.

On the talent management front, we were named among Singapore's Best Employers for the third time in 2023. In this employee survey conducted by *The Straits Times* and Statista, Boustead was ranked 155th overall and 5th under the category of Business Support Services & Supplies, based on over 200,000 evaluations across about 1,700 corporations in Singapore, including Fortune 500 corporations, large multinational corporations and homegrown corporations. Boustead Projects was also awarded the SkillsFuture Employer Award (Gold), an honour given to exemplary employers who are strong advocates of continuous learning and supporters of national manpower objectives.

If you have any stakeholder queries, please email us at **ir.team@boustead.sg**.

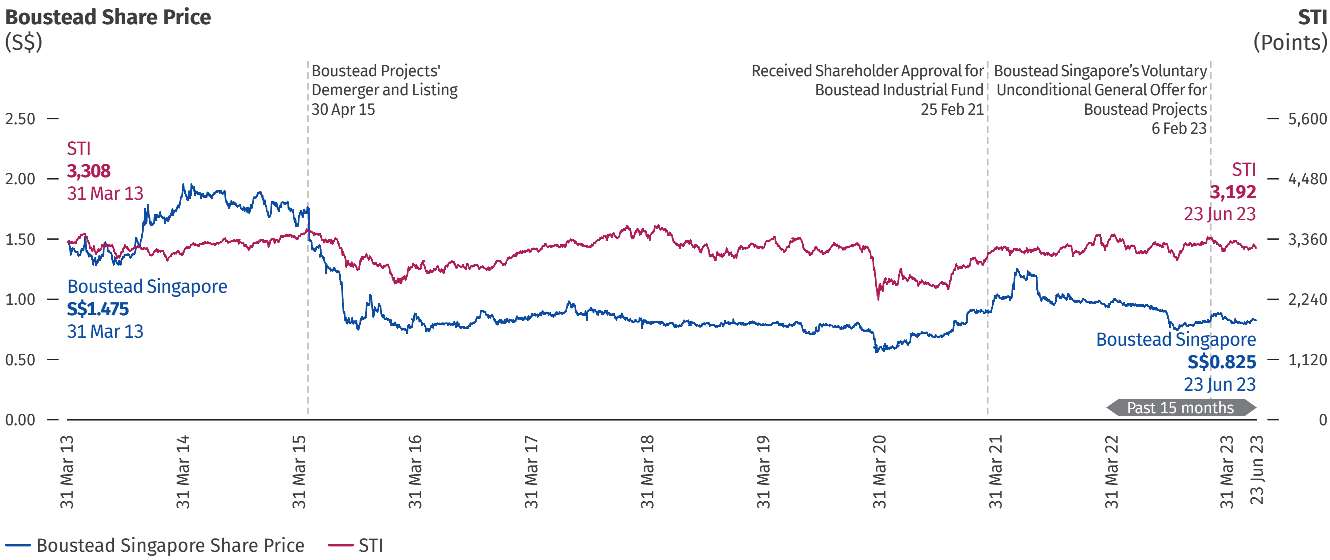
1. Boustead Projects Managing Director, Mr Thomas Chu receiving the SkillsFuture Employer Award (Gold) from President Halimah Yacob, accompanied by Minister for Education, Mr Chan Chun Sing. Credits: SkillsFuture Singapore

Delivering Value to Shareholders

4.0¢*	**65.7¢****	**S$393.9m**	**S$40.8m**
dividends per share for FY2023	**total shareholder return per share over past decade**	**market capitalisation at end of FY2023**	**worth of net share buybacks conducted over past decade**

Share Performance and STI Commentary

Opening FY2023 at S$1.000, Boustead's share price decreased by approximately 18% over the past 15 months, touching a high of S$1.010 on 1 April 2022 and low of S$0.740 on 30 September 2022, and closing at S$0.825 on 23 June 2023.



FY2023 Investor Calendar

Date	Activity/Event
Jul 2022	• FY2022 Annual Report • Annual General Meeting
Aug 2022	• FY2022 final dividend of 2.5 cents per share • FY2022 Longevity Report
Nov 2022	• 1H FY2023 financial results announcement
Dec 2022	• FY2023 interim dividend of 1.5 cents per share
May 2023	• FY2023 financial results announcement

FY2024 Investor Calendar***

Date	Activity/Event
Jul 2023	• FY2023 Annual Report • FY2023 Longevity Report • Annual General Meeting
Aug 2023	• FY2023 final dividend of 2.5 cents per share (proposed)
Nov 2023	• 1H FY2024 financial results announcement
May 2024	• FY2024 financial results announcement

* *Includes proposed final dividend of 2.5 cents per share for FY2023.*
** *Includes dividends and net share buybacks but excludes capital gains over the past decade, for comparative review.*
*** *Subject to change. Please check **www.boustead.sg/investors** for the latest updates.*

Overview
Strategic Review
Financial Statements

Corporate Information

Directors
Wong Fong Fui
Chairman &
Group Chief Executive Officer

Wong Yu Loon
Executive Director &
Deputy Group Chief Executive Officer

Mak Lye Mun
Lead Independent Director

Dr Tan Khee Giap
Independent Non-Executive Director

Liak Teng Lit
Independent Non-Executive Director

Audit & Risk Committee
Dr Tan Khee Giap
Chairman

Liak Teng Lit

Mak Lye Mun

Nominating Committee
Liak Teng Lit
Chairman

Dr Tan Khee Giap

Wong Fong Fui

Remuneration Committee
Mak Lye Mun
Chairman

Dr Tan Khee Giap

Liak Teng Lit

Share Registrar
Boardroom Corporate & Advisory Services Pte Ltd
1 Harbourfront Avenue
#14-07 Keppel Bay Tower
Singapore 098632

Auditors
PricewaterhouseCoopers LLP
7 Straits View
Marina One, East Tower
Level 12
Singapore 018936

Audit Partner: Kok Moi Lre
(Appointed: 26 July 2018)

Principal Bankers
United Overseas Bank Ltd

DBS Bank Ltd

Malayan Banking Bhd

The Hongkong and Shanghai Banking Corporation Ltd

Place of Incorporation
Singapore

Date of Incorporation
18 June 1975

Company Secretary
Alvin Kok

Company Registration
197501036K

Registered Office
Boustead Singapore Limited
82 Ubi Avenue 4
#08-01 Edward Boustead Centre
Singapore 408832

Stock Exchange Listing
Singapore Exchange Securities Trading Ltd

Financial Statements

Contents

Directors' Statement	70
Corporate Governance	73
Independent Auditor's Report	104
Consolidated Income Statement	108
Consolidated Statement of Comprehensive Income	109
Statements of Financial Position – Group and Company	110
Consolidated Statement of Changes in Equity	111
Consolidated Statement of Cash Flows	112
Notes to the Financial Statements	115
Management & Principal Activities	218
Statistics of Shareholdings	222
Notice of Annual General Meeting	224
Proxy Form	231

Directors' Statement

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2023

The directors present their statement to the members together with the audited consolidated financial statements of the Group for the financial year ended 31 March 2023 and the statement of financial position of the Company as at 31 March 2023.

In the opinion of the directors,

(a) the statement of financial position of the Company and the consolidated financial statements of the Group as set out on pages 108 to 217 are drawn up so as to give a true and fair view of the financial position of the Company and of the Group as at 31 March 2023 and the financial performance, changes in equity and cash flows of the Group for the financial year covered by the consolidated financial statements; and

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

DIRECTORS

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

Wong Fong Fui
Wong Yu Loon
Mak Lye Mun
Dr Tan Khee Giap
Liak Teng Lit

ARRANGEMENTS TO ENABLE DIRECTORS TO ACQUIRE SHARES AND DEBENTURES

Neither at the end of nor at any time during the financial year was the Company a party to any arrangement whose object was to enable the directors of the Company to acquire benefits by means of the acquisition of shares in, or debentures of, the Company or any other body corporate.

Directors' Statement

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2023

DIRECTORS' INTERESTS IN SHARES OR DEBENTURES

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

	Holdings registered in name of director		Holdings in which director is deemed to have an interest	
	At 31.3.2023	At 1.4.2022	At 31.3.2023	At 1.4.2022
The Company – Boustead Singapore Limited				
(No. of ordinary shares)				
Wong Fong Fui	**-**	-	**205,798,032**	205,798,032
Subsidiary Company – Boustead Projects Limited				
(No. of ordinary shares)				
Wong Fong Fui	**-**	-	**296,938,506**	229,469,703

By virtue of Section 7 of the Singapore Companies Act, Mr Wong Fong Fui is deemed to have an interest in all the related corporations of the Company.

The director's interests in the ordinary shares of the Company as at 21 April 2023 were the same as those as at 31 March 2023.

SHARE OPTIONS

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

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

There were no unissued shares of the Company under option at the end of the financial year.

DIRECTORS' CONTRACTUAL BENEFITS

Since the end of the previous financial year, no director has received or become entitled to receive a benefit by reason of a contract made by the Company or a related corporation with the director or with a firm of which he is a member or with a company in which he has a substantial financial interest, except as disclosed in the accompanying financial statements and in this report, and except that certain directors receive remuneration from the Company in their capacity as directors and/or executives of the Company.

Directors' Statement

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2023

AUDIT & RISK COMMITTEE

At the date of this statement, the Audit & Risk Committee comprises the following members, all of whom are independent non-executive directors:

Dr Tan Khee Giap (Chairman)
Liak Teng Lit
Mak Lye Mun

The Audit & Risk Committee met 2 times during the financial year under review and carried out its functions in accordance with Section 201B(5) of the Singapore Companies Act. In performing those functions, the Committee has reviewed the following:

(a) the audit plan of the external auditors and internal auditors and result of the internal auditors' examination and evaluation of the Group's system of internal accounting and operational controls;

(b) the Group's financial and operating results and accounting policies;

(c) the consolidated financial statements of the Group and the statement of financial position of the Company before their submission to the directors of the Company and the external auditors' report on those financial statements;

(d) the half-year and full-year announcements on the consolidated financial statements of the Group and the changes in equity and financial position of the Company;

(e) the co-operation and assistance given by the management to the external auditors and internal auditors of the Company; and

(f) the independence and appointment/re-appointment of the external auditors of the Company.

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

The Audit & Risk Committee has recommended to the Board that the independent auditor, PricewaterhouseCoopers LLP, be nominated for re-appointment at the forthcoming Annual General Meeting of the Company.

The external auditors annually carry out their statutory audits in accordance with the scope as laid out in their audit plans. Control observations noted during their audits and the auditors' recommendations are reported to the Audit & Risk Committee. The internal auditors follow up on the recommendations as part of their role in the review of the Group's internal control systems.

INDEPENDENT AUDITOR

The independent auditor, PricewaterhouseCoopers LLP, has expressed its willingness to accept re-appointment.

On behalf of the directors

Wong Fong Fui
Director

Wong Yu Loon
Director

30 June 2023

Corporate Governance

The Board of Directors of Boustead Singapore Limited ("Company" and the Board of Directors of the Company to be known as, the "Board") is committed to maintaining a high standard of corporate governance and transparency within the Company and its subsidiaries ("Group"), in line with the principles and provisions set out in the revised Code of Corporate Governance 2018 ("Code"). This establishes and maintains a legal and ethical environment in the Group to preserve the interests of all shareholders and stakeholders.

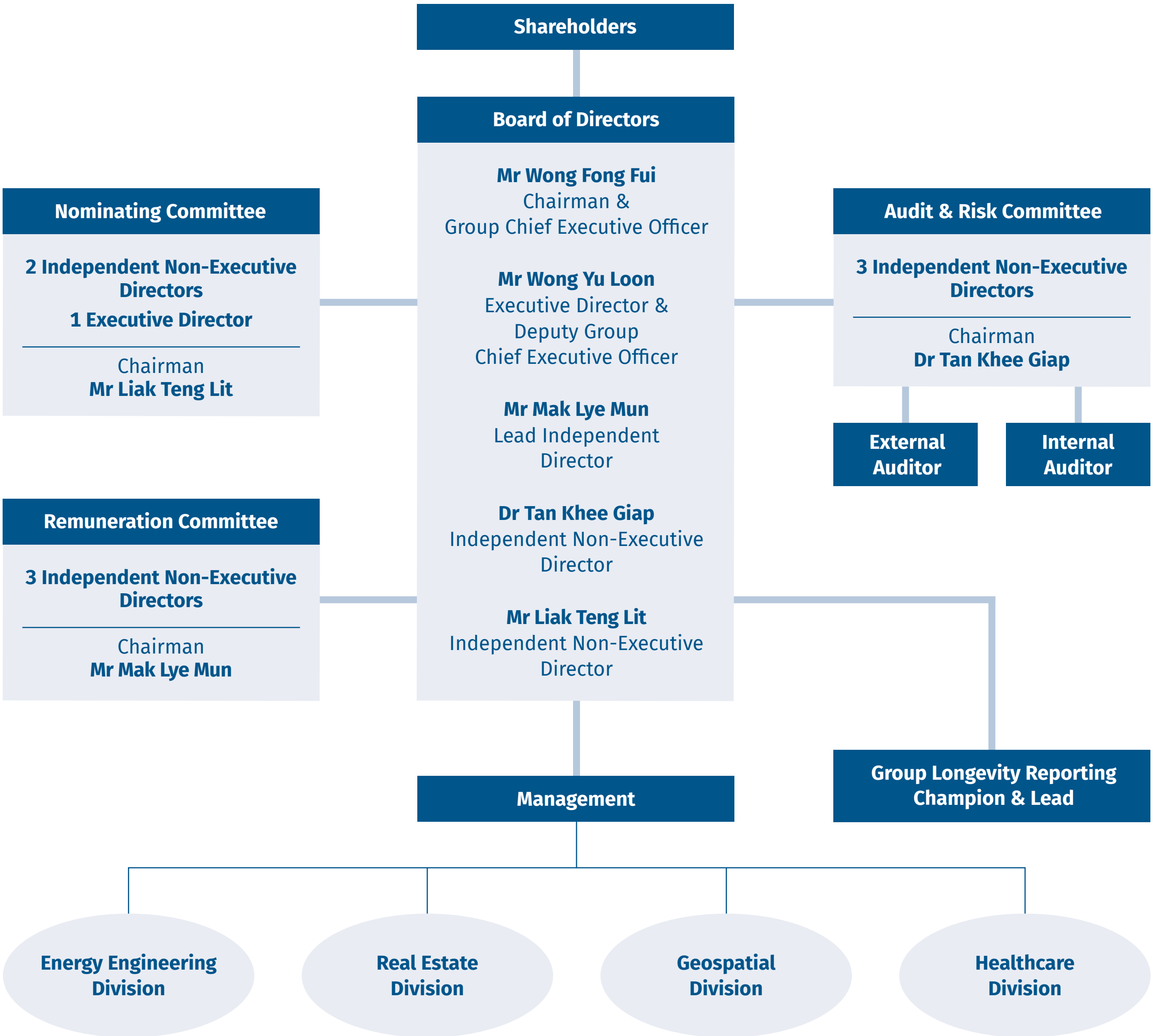
The Board is pleased to present this Corporate Governance Report ("Report") which outlines the Company's corporate governance practices for the financial year ended 31 March 2023 ("FY2023") with specific reference made to the principles and provisions of the Code and accompanying Practice Guidance issued on 6 August 2018 and updated as of 11 January 2023 ("Practice Guidance"), which forms part of the continuing obligations of the Listing Rules of the Mainboard of the Singapore Exchange Securities Trading Limited ("SGX-ST"). This Report should be read as a whole as other sections of this Report may also have an impact on the specific disclosures made in this Report.

For FY2023, the Company has complied with the principles of the Code in all material respects and, where there are any variations from the provisions of the Code, appropriate explanation for such variation is provided together with details on how the practices which the Company has adopted are nevertheless consistent with the intent of the relevant principle of the Code.

Corporate Governance

GOVERNANCE FRAMEWORK

The Company's governance structure is as follows:



Corporate Governance

BOARD MATTERS

The Board's Conduct of 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.

Board Duties and Responsibilities

The Company is headed by an effective Board that is collectively responsible for the overall leadership, control, management and long-term success of the Company. The Board provides guidance to and works with management ("Management") to achieve the Company's objectives and monitors the performance of Management, and Management is accountable to the Board for its performance.

The Board approves the Group's strategic plans, key business initiatives, major investments and funding decisions. Additionally, the Board has direct responsibility for decision-making in respect of various specific matters, including:

- approving the corporate strategies and policies of the Group;
- approving the Group's annual operating and capital budgets;
- monitoring financial performance, including approving the release of financial results announcements;
- approving the annual report and financial statements;
- convening shareholders' meetings;
- recommending dividend payments and other distributions to shareholders;
- overseeing the business affairs of the Company and monitoring the on-going performance of Management;
- approving material acquisitions and disposals of assets;
- setting the Company's core values and standards (including ethical standards), and ensuring that obligations to shareholders and other stakeholders are understood and duly met;
- setting the Group's approach on corporate governance and sustainability issues, such as economic, environmental and social issues, as part of its strategic formulation; and
- approving the Group's risk appetite and establishing and overseeing the processes of evaluating the adequacy of internal controls, risk management and financial reporting.

The Board also sets the tone for the Group in respect of ethics, organisational culture and business conduct, and ensures proper accountability within the Group. The Board is strongly committed to the highest standards of integrity and ethical behaviour in conducting business. The Company has adopted a Code of Conduct which sets out the standards expected of the Company, Management and its employees on, among other things, anti-bribery and anti-corruption, fair dealing and competition, proper use of corporate positions and resources, confidentiality and privacy obligations, insider trading and whistle-blowing. In addition, the Company has implemented a separate Anti-Bribery and Corruption Policy as well as Whistleblowing Policy, which have been published on its corporate website, as to which please see further the section on Principle 10 under "Audit & Risk Committee" below.

Under the Code of Conduct adopted by the Company, the directors are required, without prejudice to their duties and responsibilities as directors generally, to avoid conflicts of interest or duty, or taking improper advantage of their position. Issues of conflict of interest or potential conflict of interest involving directors of the Company are dealt with by the Audit & Risk Committee of the Board, which comprises independent directors only. Independent directors of the Board also deal with conflicts of interest issues relating to substantial shareholders, and matters which require the decision and determination of the independent directors pursuant to the provisions of the Listing Manual of the SGX-ST or applicable laws and regulations.

Corporate Governance

Conflict of Interests

All directors of the Company are required to act objectively in the best interests of the Company as fiduciaries at all times. The directors exercise independent judgment and due diligence when making decisions, for the benefit of the Company. Consistent with this principle, every director is required to promptly disclose any conflict of interest, whether direct or indirect, in relation to a transaction or proposed transaction with the Company as soon as is practicable after the relevant facts have come to his/her knowledge. Where a director has a conflict of interest in a particular matter, he or she will be required to declare his/her interest to the Board, recuse himself/herself from the deliberations and abstain from voting on the matter. Directors must obtain the permission of the Chairman of the Board to serve in any capacity in a business, company or other organisation outside of the Company, as there may be a possibility that such a role or duty could conflict with the best interests of the Company.

Understanding of Directors' Role

The Board implements measures with a view to ensuring that both newly appointed as well as existing directors are familiar with the Group's business and operations as well as their duties and responsibilities as directors.

A newly appointed director will, upon appointment, be provided with a formal letter setting out, among other things, the director's role as an executive or non-executive or independent director and associated duties and responsibilities. A newly appointed director will be given an orientation and comprehensive briefing by Management on the Group's corporate profile, and the Group's strategies, plans, businesses and operations. The Company will also ensure that new directors with no prior experience as a director of a listed company undergo training in the roles and responsibilities of a director of a listed issuer as prescribed under the Listing Manual of the SGX-ST.

On an ongoing basis, the Board as a whole is kept up-to-date on pertinent developments in the Group's business and operations, as well as the industry and legal and regulatory environment in which the Group operates. All non-executive directors are invited to request for additional explanations, briefings and informal discussions on any aspect of the Group's business or operations issues at all times. The directors may, at any time, visit the Group's project sites in order to gain a better understanding of the Group's business and operations.

The Company provides the directors with the opportunity to develop and maintain their skills and knowledge through internal briefings as well as external courses. The Company provides members of the Board with regular updates on board processes, governance practices and changes to laws and regulations that have a bearing either on the Group or on an individual director. Directors are also encouraged to undergo continual professional development during the term of their appointment, including attending appropriate external training courses conducted by third parties such as the Singapore Institute of Directors ("SID") and external professionals, at the Company's expense.

The Company maintains a corporate membership with the SID, which provides training and resources useful for the Company in keeping up to date with best practices in corporate governance. Save for Mr Wong Yu Loon and Dr Tan Khee Giap, all of the directors have undergone the training on sustainability matters as prescribed by the SGX-ST. Mr Wong Yu Loon and Dr Tan Khee Giap have enrolled in an e-learning course on sustainability matters prescribed by the SGX-ST and will be completing the training in due course.

As at 31 March 2023, all of the non-executive directors on the Board have had many years of board experience and were therefore familiar with the duties and responsibilities of a director of a listed issuer.

As at the date of this Report, two of the three non-executive directors on the Board have been directors of the Company for at least three years, and were therefore familiar with the Group's business and operations.

Delegation of Authority

The Company has adopted written internal guidelines governing matters that require the Board's approval. The written internal guidelines are clearly communicated to Management. The Board approves transactions exceeding certain threshold limits, while delegating authority for transactions below those limits to Management via a structured Delegation of Authority matrix, which is reviewed on a regular basis and revised accordingly when necessary.

The Delegation of Authority matrix forms a guideline and provides clear directions on matters requiring the Board's or Management's approval.

Matters which are specifically reserved for the Board's decision include those involving corporate plans and budgets, material acquisitions and disposals of assets, corporate strategy, financial restructuring, share issuances, dividends and other returns to shareholders, major financial decisions such as investment and divestment proposals, incurring debt, expenditure beyond a prescribed amount as well as interested party transactions and any other matters as prescribed under the relevant legislations and regulations and the provisions of the Company's Constitution. A resolution of the full Board passed by all the directors for the time being in Singapore is required in order to approve such matters. As a matter of prudence, the executive directors also provide regular updates to the Board in relation to significant matters affecting subsidiaries of the Company.

The Company's Real Estate Division, operating under the Company's subsidiary Boustead Projects Limited, is listed separately on SGX-ST. It has its own board of directors that is responsible for the overall leadership, control and management of the division.

Board Committees

To facilitate effective management, certain functions of the Board have been delegated by the Board to various Board Committees. The Board is assisted by the Nominating Committee, the Remuneration Committee and the Audit & Risk Committee, each of which has its own terms of reference that set out the authority and duties of each of the Board Committees.

A description of, among other things, composition and the terms of reference, and a summary of the activities of the respective Board Committees during FY2023 is set out in the following sections:

a) in respect of the Nominating Committee – sections on Principle 4 under "Board Membership" and Principle 5 under "Board Performance";

b) in respect of the Remuneration Committee – sections on Principle 6 under "Procedures for Developing Remuneration Policies" and Principle 7 under "Level and Mix of Remuneration"; and

c) in respect of the Audit & Risk Committee – sections on Principle 9 under "Risk Management and Internal Controls" and Principle 10 under "Audit & Risk Committee".

Board Meetings

The Board conducts a minimum of two scheduled meetings a year. This schedule is normally determined during the fourth quarter of each calendar year for the forthcoming financial year to allow directors to plan for attendance at these meetings. Where necessary, additional Board meetings are also held to address significant transactions or issues that arise.

Board papers and related materials are sent to Board or Board Committee members in advance prior to each meeting to allow the Board sufficient time to familiarise themselves with the matters prior to the Board meetings. Management and senior executives who can provide additional insights into the matters to be discussed are also invited to attend the Board meetings so as to be at hand to address any questions that the Board may have.

During the scheduled meetings, Management will typically provide the Board with an update on the Group's business and operations in the relevant half-year period and the financial performance for that period, and any other significant matters or issues that may have arisen. This allows the Board to develop a better understanding of the progress of the Group's business and operations as well as the issues and challenges facing the Group and promotes active engagement with Management.

Unless a director is required to recuse himself/herself from the deliberations and abstain from voting on the matter due to a potential conflict of interest, all directors will participate in the discussions and deliberations at Board and Board Committee meetings. To facilitate attendance and participation, a director who is not able to attend a Board or Board Committee meeting in person is permitted by the Company's Constitution to participate by way of telephone and video-conference.

Corporate Governance

The Board and Board Committees may also make decisions by way of resolutions in writing. In such situations, resolutions in writing will be circulated to all directors for their consideration and approval. Management will, where necessary, reach out to the directors to provide any explanation or other information required for the directors to deliberate on the matter before approving such written resolutions.

The Board requires directors to be able to commit sufficient time and attention to the affairs of the Board and their relevant Board Committees. A discussion of the procedure for assessing the directors' commitment to the Company is set out in the section "Assessment of Directors' Commitment" in respect of Principle 4 under "Board Membership".

During FY2023, a total of two scheduled and three ad-hoc Board meetings, two scheduled Audit & Risk Committee meetings, one scheduled Nominating Committee meeting and one scheduled Remuneration Committee meeting were held. The Board and Audit & Risk Committee members also had several informal discussions on various issues relating to corporate strategy, risk management and specific significant matters during FY2023.

The attendance of the directors at Board and Board Committee meetings during FY2023 was as follows:

	Board		Audit & Risk Committee		Nominating Committee		Remuneration Committee	
Name of Director	No. Held [(1)]	No. Attended	No. Held [(1)]	No. Attended	No. Held [(1)]	No. Attended	No. Held [(1)]	No. Attended
Wong Fong Fui	5	5	-	-	1	1	-	-
Wong Yu Loon	5	5	-	-	-	-	-	-
Mak Lye Mun	5	5	2	2	-	-	1	1
Dr Tan Khee Giap	5	5	2	2	1	1	1	1
Liak Teng Lit [(2)]	5	5	2	2	1	1	1	1
Godfrey Ernest Scotchbrook [(3)]	1	-	1	-	-	-	-	-

(1) *This reflects the number of meetings held during the period the director was a member of the Board and/or relevant Committee.*

(2) *Mr Liak Teng Lit was appointed Chairman of the Nominating Committee on 28 July 2022.*

(3) *Mr Godfrey Ernest Scotchbrook retired as a director of the Company and ceased to be Chairman of the Nominating Committee and member of the Audit & Risk Committee after the conclusion of the last Annual General Meeting held on 28 July 2022.*

Access to Information

The Management recognises that it is essential to provide the Board with complete and adequate information on Group affairs and material events and transactions on a timely and on-going basis in order for the directors to discharge their duties and responsibilities and to make decisions based on relevant and up-to-date information.

The Management regularly provides the Board with management reports and updates relating to the Group's business and operations and financial information, including management accounts of the Group's performance, position and prospects on a quarterly basis. As set out above in the section "Board Meetings", Board papers and related materials (including, where appropriate, relevant background or explanatory information, financial analysis and/or external reports) are provided to the Board in advance of the relevant Board or Board Committee meeting. Directors have unrestricted access to the Company's records and information, and are entitled to request from Management and be provided with additional information as needed to make informed decisions. The directors also have separate and independent access to Management as well as the company secretary.

Management and senior executives who can provide additional insights into the matters to be discussed will attend Board and Board Committee meetings to provide any other information required by the Board or the relevant Board Committee, and to answer any queries from the directors. Management may also communicate with the directors outside of formal Board and Board Committee meetings as appropriate through other means, such as electronic mail, telephone or video-conferencing, or separate physical meetings. Any requests by directors for further explanation, briefings or informal discussions on any aspect of the Group's operations are attended to expeditiously by Management.

Where the directors require independent professional advice to facilitate the discharge of their duties and responsibilities, Management will facilitate the appointment of such professional advisor to render advice to the Board. The cost of obtaining such professional advice will be borne by the Company.

Corporate Governance

Role of Company Secretary

The company secretary attends all Board meetings and is responsible for ensuring that Board procedures are followed. The company secretary ensures good information flow within the Board and the Board Committees and between Management and non-executive directors, advising the Board on all governance matters, as well as facilitating, and assisting with professional development as required. The company secretary, together with other management staff, is responsible for ensuring that the Company complies with the applicable requirements, rules and regulations.

The appointment and the removal of the company secretary are subject to the approval of the Board.

Commitment to Sustainability

The Board is committed to ensuring the Company's longevity and sustainability, including reviewing its performance, policies and practices in relation to material environmental, social and governance ("ESG") topics. For this purpose, the Board is assisted by its robust existing systems including audit, compliance, enterprise risk, financial, environmental, health and safety, human resource, information technology and operational management systems, along with the implementation of the Company's Longevity Reporting Framework (i.e. sustainability reporting framework). The Board also assesses opportunities and risks presented by material ESG topics, which helps the Board to determine the appropriate strategies, policies and practices that will provide the Company with the adaptability and flexibility to seize opportunities to deliver sustainable socio-economic value and progress to key stakeholders, while being well-supported by sound risk management. In determining the Company's risk appetite, the Board considers material ESG topics that may affect reputational risk, ethical and moral considerations, and have significant financial and non-financial implications.

The Company releases an annual standalone Sustainability Report. The FY2023 report will be available on the Company's website at least two weeks prior to the forthcoming Annual General Meeting ("AGM"). The Sustainability Report is prepared in accordance with the Global Reporting Initiative (GRI) Standards: Core Option and contains the components set out in Rule 711B of the Listing Manual of the SGX-ST that are applicable to the Company in respect of FY2023.

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.

Board Composition

As at the date of this Report, the Board members are:

Wong Fong Fui	Chairman & Group Chief Executive Officer
Wong Yu Loon	Executive Director & Deputy Group Chief Executive Officer
Mak Lye Mun	Lead Independent Director
Dr Tan Khee Giap	Independent Non-Executive Director
Liak Teng Lit	Independent Non-Executive Director

Board Independence

As set out in the section "Board Composition" above, the Board currently comprises five directors, three of whom are independent non-executive directors. There is a strong and independent element on the Board with independent non-executive directors comprising a majority of the Board, and no individual or small group of individuals dominate the Board's decision-making. The Board is also able to exercise objective judgement on corporate affairs independently, in particular, from Management. This ensures that key issues and strategies are critically reviewed, constructively challenged, fully discussed and thoroughly examined, taking into consideration the long-term interests of the Company and its shareholders.

Corporate Governance

The Nominating Committee assesses the independence of each director annually in accordance with the guidance in the Code, the Practice Guidance and the Listing Manual of the SGX-ST. Based on the Code, an "independent" director is one who is independent in conduct, character and judgement, and has no relationship with the Company, its related corporations, its substantial shareholders or its officers that could interfere, or be reasonably perceived to interfere, with the exercise of the director's independent business judgement in the best interests of the Company. The Nominating Committee also considers the existence of any relationships or circumstances, including those identified by the Practice Guidance and the Listing Manual of the SGX-ST, when assessing the independence of a director. Such relationships or circumstances include (i) the employment of a director by the Company or any of its related corporations during the financial year in question or in any of the previous three financial years, (ii) a director being on the Board for an aggregate period of more than nine years, (iii) a director (or his/her immediate family member) having provided to or received from the Company or any of its subsidiaries any significant payments or material services, other than compensation for board service, (iv) a director (or his/her immediate family member) being or was a substantial shareholder or partner in, or an executive officer of, or a director of, any organisation which provided to or received from the Company or any of its subsidiaries any significant payments or material services; or (v) a director who is or has been directly associated with a substantial shareholder of the Company in the current or the immediate past financial year.

To facilitate the assessment of the independence of the directors, each director is required to promptly disclose to the Board any relationship or change in circumstances which may lead to his status as an independent director being affected. If the Board determines that notwithstanding such relationship or circumstances, the director remains independent, the Board shall record its reasons for such determination in formal Board meeting minutes and formally disclose its reasons in the next annual report.

The Nominating Committee has reviewed the independence of each of the directors taking into account the guidance in the Code, the Practice Guidance and the Listing Manual of the SGX-ST, and is satisfied that apart from Mr Wong Fong Fui and Mr Wong Yu Loon, both of whom are the only non-independent directors of the Company, all other members of the Board do not have any relationship and are not affected by any of the circumstances identified in the Code, the Practice Guidance and the Listing Manual of the SGX-ST or any other relationships which may affect their independent judgment and are therefore considered to be independent.

As at the date of this Report, none of the independent directors has served on the Board for more than nine years.

Board Diversity

Provision 2.4 of the Code provides, among others, that the Board and Board Committees are to be of an appropriate size and comprise directors who as a group provide the appropriate balance and mix of skills, knowledge, experience and other aspects of diversity such as gender and age, so as to avoid groupthink and foster constructive debate. Provision 2.4 of the Code further provides that the board diversity policy and progress made towards implementing the policy, including objectives, are to be disclosed in the Company's annual report.

In FY2023, the Company adopted a Board Diversity Policy which provides, among others:

(a) The Company recognises that a Board comprised of appropriately qualified members with a broad range of relevant skills, knowledge and experience, and other aspects of diversity such as gender, age, independence and tenure of service will bring diversity of thought and different perspectives to Board discussions, avoid groupthink and enhance the decision-making process of the Board. The Company believes that a diverse Board is useful to the effective governance of its business, anticipating and navigating changes in the external operating environment, and ensuring long-term sustainable growth. Accordingly, the Company is committed to promoting diversity on its Board.

(b) The Nominating Committee is responsible for reviewing and assessing the composition of the Board and will consider all relevant aspects of diversity, including educational background, skills, industry and business experiences, gender, age, ethnicity and culture, geographical background and nationalities, tenure of service, and other distinguishing qualities of the members of the Board.

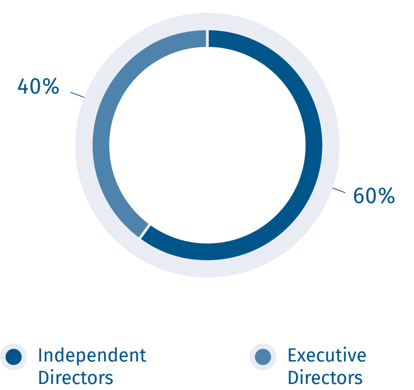
(c) The Board Diversity Policy identifies, and elaborates on, the aspects of diversity (namely, diversity of skills, experience, independence, gender, age and tenure) that the Board will take into consideration. However, the Board will put emphasis on the directors possessing a range of functional skills that will enable the Board to maintain effective oversight of the Company and the consideration and selection of candidates will be based on merit, with the objective of achieving collectively the appropriate mix and balance of skills, experience and diversity of perspectives on the Board that will meet the requirements of the Company from time to time.

(d) In the implementation of the Board Diversity Policy, the Nominating Committee will consider and, if appropriate, set qualitative and quantitative objectives for promoting and achieving diversity on the Board, taking into account the directors' mix of background, skills, experiences and qualities that the Board requires to function competently and efficiently in the context of the scope and nature of the Company's business and operations and corporate strategy.

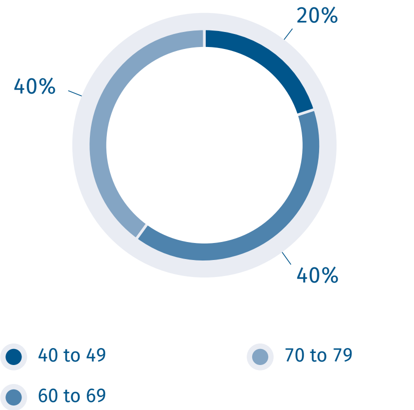
Corporate Governance

As at the date of this Report, the Board consists of directors who have skills and experience in finance, engineering, economics, healthcare and corporate governance, which the Board considers as sufficiently diverse to enable the Board to function competently and efficiently taking into account the scope and nature of the Company's business and operations and corporate strategy. The Board comprises a majority of independent directors, with three directors out of a total of five directors being independent directors. Accordingly, there is a strong element of independence in all Board deliberations and decisions. The Board comprises directors with a diverse range of ages across several different age groups, ranging from 40 to 49, 60 to 69 and 70 to 79, which helps to introduce perspectives and ensure that the Company's strategy continues to be relevant to the market. The directors also have different tenures of service, ranging from 1 to 5 years (two independent directors), 6 to 9 years (one independent director), 10 to 20 years (one executive director) and more than 20 years (one executive director), which allows the Board to benefit from the knowledge of and continuity brought about by the long-serving directors and the fresh perspectives of new directors.

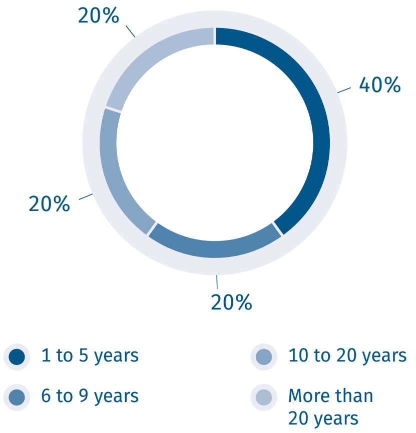
Independence



Age



Tenure



Taking into account the foregoing and considering the nature and scale of the Group's business as well as the constantly evolving nature of business and industry conditions, the Board is satisfied that the size and composition of the Board and its Board Committees are appropriate at present, and that there is currently an appropriate mix and balance of skills, experience and diversity of perspectives on the Board that meets the requirements of the Company.

Though the Board consists of members with diverse and relevant attributes, the Board does not currently have a female member. Gender diversity is one of the criteria included in the Board Diversity Policy. The Board will endeavour to (i) ensure that female candidates are included for consideration by the Nominating Committee whenever it seeks to identify a new director for appointment to the Board; and (ii) ensure that if external search consultants are engaged to identify candidates for appointment to the Board, the consultants will be asked to present female candidates for consideration.

The Board will review its composition from time to time and will seek to maintain a diversity of skills, knowledge, experience, gender, age, ethnicity and other attributes of the directors.

Non-Executive Directors

The non-executive directors of the Company, who are also independent directors, constructively challenge and assist in the development of strategy, and assist the Board in reviewing the performance of Management in meeting agreed goals and objectives, and monitor the reporting of performance. At Board meetings, directors freely discuss and openly challenge the views presented by Management and other directors. The decision-making process is a transparent one.

To facilitate a more effective check on Management, non-executive directors meet at least once a year without the presence of Management. When necessary, the non-executive directors also meet separately prior to Board meetings. The chairman of such meetings provides feedback to the Board and/or the Chairman of the Board, as appropriate. During FY2023, the non-executive directors met at least once without the presence of Management.

Corporate Governance

Chairman and Managing Director/Chief Executive Officer

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.

The Chairman of the Company, Mr Wong Fong Fui, is also the Group Chief Executive Officer ("CEO").

As Chairman, Mr Wong Fong Fui leads the Board to ensure effectiveness in all aspects of its roles. The company secretary, in consultation with the Chairman, schedules and prepares the agenda for Board meetings. Management staff who have prepared the board papers or who may provide additional insights are invited to present the papers or attend the Board meetings. The Chairman ensures that sufficient time is allocated for discussion of all agenda items, particularly issues relating to strategy, and ensures that directors are provided with adequate and timely information. He promotes an open environment for debate and ensures that discussions and deliberations are effective. The Chairman is also charged with the role of maintaining high standards of corporate governance and ensuring effective communication between the Board and the shareholders of the Company.

In his role as CEO, Mr Wong Fong Fui is the most senior executive in the Company and holds executive responsibility for the Company's business. He is assisted by Executive Director and Deputy Group Chief Executive Officer, Mr Wong Yu Loon, in the management of day-to-day operations. Whilst Mr Wong Yu Loon is the son of Mr Wong Fong Fui, more than half of the Board is made up of independent directors and the various board committees are chaired by and comprise a majority of independent directors.

In line with Provision 3.3 of the Code, the Board has a Lead Independent Director, Mr Mak Lye Mun. The Lead Independent Director is available to shareholders where they have concerns and for which contact through the normal channels of communication with the Chairman or Management are inappropriate or inadequate.

The role of the Lead Independent Director include chairing Board meetings in the absence of the Chairman, working with the Chairman in leading the Board, and providing a channel to non-executive directors for confidential discussions on any concerns and to resolve conflicts of interest as and when necessary.

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.

Nominating Committee

The Nominating Committee comprises three directors, two of whom, including the Chairman of the Nominating Committee, are non-executive and independent.

As at the date of this Report, the members of the Nominating Committee are:

1. Liak Teng Lit (Independent Non-Executive Director)
2. Dr Tan Khee Giap (Independent Non-Executive Director)
3. Wong Fong Fui

Terms of Reference

The objectives of the Nominating Committee are to provide a formal, transparent and objective procedure for appointing Board members and to recommend for the Board's approval the objective performance criteria and process for the evaluation of the effectiveness of the Board as a whole, and of each Board Committee separately, as well as the contribution by each individual director to the Board.

According to the written terms of reference of the Nominating Committee, read together with the Code, the principal functions of the Nominating Committee include:

(a) reviewing and recommending candidates for appointments to the Board and Board Committees (excluding the appointment of existing members of the Board to each of the Audit & Risk Committee, Nominating Committee and Remuneration Committee for the purposes of the initial establishment of such Board Committees), as well as candidates for senior management staff, who are not also candidates for appointment to the Board;

(b) reviewing of board succession plans for the directors, in particular, the Chairman and the Chief Executive Officer;

(c) developing a process for the evaluation of the performance of the Board, the Board Committees and the directors;

(d) reviewing of training and professional development programmes for the Board;

(e) reviewing and recommending directors for re-appointment or re-election;

(f) reviewing and recommending candidates to be nominees on the boards and board committees of the listed companies and entities within the Group;

(g) determining the independence of the directors;

(h) reviewing the participation (whether by way of obtaining an interest in or taking a board seat or otherwise) by each independent director in any competing business and taking into account such matters in the re-appointment or re-election or renewal of appointment of such independent director; and

(i) undertaking generally such other functions and duties as may be required by law or the SGX-ST Listing Manual, and by amendments made thereto from time to time.

During FY2023, the activities of the Nominating Committee included reviewing and recommending nomination for re-appointment or re-election or renewal of appointment of directors, and determining the independence of the directors.

Selection of New Directors

The Board has put in place a process for the selection and appointment of new directors.

The Nominating Committee will assess candidates and make a recommendation to the Board for appointment as directors. As part of such assessment process, the Nominating Committee will review the expertise, skills and attributes of the current directors on the Board, identify its future needs and shortlist candidates with the appropriate profiles for nomination. Knowledge of the Group's business industries and corporate governance practices, and prior experience as a listed entity director in Singapore, are, among other things, the criteria used to identify and evaluate the potential new directors. The search may be conducted through professional recruiters, as well as various contacts and recommendations. The objective of this process is to seek to maintain a diversity of skills, knowledge, experience, gender, age, ethnicity and other attributes necessary to effectively meet the needs of the Company.

Shortlisted candidates would be required to furnish their curriculum vitae stating in detail their qualification, working experience and employment history. In addition, they may be required to complete certain prescribed forms to enable the Nominating Committee to assess the candidate's independence, if applicable. The Nominating Committee interviews each prospective candidate with appropriate profile to assess suitability and to ensure that the candidates are aware of the expectation and commitment required and makes recommendations to the Board for approval and adoption.

Re-Nomination of Directors

Under the Company's Constitution, one-third of the directors who are longest-serving (excluding the Managing Director or a director holding an equivalent position) are required to retire from office every year at the AGM. Based on such a rotation process, each director is required to submit himself or herself for re-election by shareholders at least once every three years.

Where an existing director is required to retire from office, the Nominating Committee reviews the composition of the Board and takes into account factors such as that existing director's competencies, attendance, participation, contribution and competing commitments when deciding whether to recommend that director for re-election.

Pursuant to Article 94 of the Company's Constitution, Mr Wong Yu Loon and Mr Liak Teng Lit will be seeking re-election at the 2023 AGM. If re-elected, Mr Liak Teng Lit will remain as the Chairman of the Nominating Committee and member of the Audit & Risk Committee and Remuneration Committee.

The Nominating Committee has considered the performance and contribution of Mr Wong Yu Loon and Mr Liak Teng Lit and recommended to the Board their re-election as directors at the 2023 AGM. The Board has concurred with the Nominating Committee to recommend their re-election as directors at the 2023 AGM.

Please see the relevant details of Mr Wong Yu Loon and Mr Liak Teng Lit, each of whom is standing for re-election as a director at the 2023 AGM, as required to be disclosed pursuant to Rule 720(6) of the Listing Manual of the SGX-ST in the section "Additional Information on Directors Seeking Re-election Pursuant to Rule 720(6) of the Listing Manual of the SGX-ST" below.

Corporate Governance

Assessment of Independence

As set out under the section on Principle 2 under "Board Independence", the Nominating Committee assesses a director's independence in accordance with the guidance in the Code, the Practice Guidance and the Listing Manual of the SGX-ST on an annual basis.

To facilitate this process, directors are required disclose, among other things, their relationships with the Company, its related corporations, its substantial shareholders or its officers that could interfere, or be reasonably perceived to interfere, with the exercise of the directors' independent business judgement in the best interests of the Company. An independent director shall notify the Nominating Committee immediately, if as a result of a change in circumstances, he no longer meets the criteria for independence. The Nominating Committee shall review the change in circumstances and make its recommendations to the Board.

The Nominating Committee has reviewed the independence of each independent director in accordance with the guidance in the Code, the Practice Guidance and the Listing Manual of the SGX-ST and is satisfied that apart from Mr Wong Fong Fui and Mr Wong Yu Loon, both of whom are the only non-independent directors of the Company, all other members of the Board, i.e. Mr Mak Lye Mun, Dr Tan Khee Giap and Mr Liak Teng Lit, do not have any relationship and are not affected by any of the circumstances identified in the Code, the Practice Guidance and the Listing Manual of the SGX-ST or any other relationships which may affect their independent judgment and are therefore considered to be independent. Independent directors comprise a majority of the Board.

Assessment of Directors' Commitment

The Nominating Committee assesses annually whether a director is able to and has been adequately carrying out his or her duties and responsibilities as a director and, in particular, whether a director who serves on multiple boards is able to commit the necessary time and attention to serve on the Board. In performing its review, the Nominating Committee will consider factors that include:

(a) the respective director's preparation for and participation at Board meetings;

(b) the assessment of the effectiveness of the individual director; and

(c) the assessment of the time and attention given by each director to the affairs of the Company and the Group.

The Nominating Committee has not imposed a limit on the maximum number of listed company board representations and/or other principal commitments which any director may hold at this point of time. The Nominating Committee recognises that the time and attention that each director can devote to the Company depends on many factors that may vary from individual to individual, and believes the imposition of a limit may not be meaningful. Instead, the Nominating Committee assesses holistically, and on a case-by-case basis, whether a director is able to carry out, and has been adequately carrying out, his or her duties and responsibilities as a director taking into account, among other things, the factors mentioned above.

Consistent with the principle that each director is expected to be able to, and to adequately, carry out his or her duties as a director, the Board does not encourage the appointment of alternate directors. No alternate director was appointed to the Board during FY2023.

Corporate Governance

The dates of initial appointment and last re-election of each of the directors, together with their directorships in other listed companies, are set out below:

Name	Position	Date of Appointment	Date of Last Re-election	Current Directorships in Listed Companies	Past Directorships in Listed Companies (in last three years)
Wong Fong Fui	Chairman and Group Chief Executive Officer	15 April 1996	28 July 2016	-	-
Wong Yu Loon	Executive Director and Deputy Group Chief Executive Officer	2 April 2013	28 July 2021	-	-
Mak Lye Mun	Lead Independent Director	29 July 2021	28 July 2022	Intraco Ltd AVJennings Ltd	Hwa Hong Corporation Ltd Boardroom Ltd
Dr Tan Khee Giap	Independent Non-Executive Director	28 June 2018	28 July 2022	Ascent Bridge Limited Lian Beng Group Ltd	BreadTalk Group Limited
Liak Teng Lit	Independent Non-Executive Director	1 April 2020	28 July 2021	-	-

Please also refer to the sections “Board of Directors” on pages 62 to 63, and the section “Additional Information on Directors Seeking Re-election Pursuant to Rule 720(6) of the Listing Manual of the SGX-ST” on pages 99 to 103, of the Annual Report for information on other principal commitments of the directors.

The Nominating Committee is of the view that, during FY2023, the directors have devoted sufficient time and attention to the affairs of the Company and have been able to discharge their duties and responsibilities as directors effectively. The Nominating Committee has also reviewed and is satisfied that none of the directors held such a significant number of listed company directorships and other principal commitments as to potentially affect their ability to serve on the Board and, in particular, that those directors who hold multiple listed company directorships and other principal commitments have devoted sufficient time and attention to the affairs of the Company and adequately discharged their duties and responsibilities as directors of the Company during FY2023.

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.

Assessment of Composition and Skill Set of the Board

As part of the formal annual assessment of the effectiveness of the Board as a whole, and in addition to the annual assessment of the Board and the Board Committees as described in the section “Evaluation Process and Criteria” below, the Nominating Committee reviews on an annual basis the composition and skill set of the Board to determine whether it is adequate and appropriate having regard to the nature and scope of the Company’s operations.

The annual evaluation of the Board is conducted by the Nominating Committee to assess whether each director continues to contribute effectively and demonstrate commitment to the role. This exercise also provides a platform for the Board members to exchange feedback on the Board’s strengths and shortcomings with a view to strengthening the effectiveness of the Board. It also helps the Nominating Committee in determining whether (i) to re-nominate directors who are due for retirement at the next AGM, (ii) any replacement of existing directors or appointment of new directors is required, and (iii) directors with multiple board representations are able to discharge, and have adequately discharged, their duties as directors of the Company.

Replacement of a director, when it happens, does not necessarily reflect the director’s performance or contributions to the Board, but may be driven by the need to align the skill sets of the directors on the Board with the medium or long-term needs of the Group.

Corporate Governance

Evaluation Process and Criteria

The Board, based on the recommendation of the Nominating Committee, adopts a formal process with objective performance criteria for the annual evaluation of the effectiveness and performance of the Board and the Board Committees as a whole.

In relation to the evaluation of the Board, the assessment parameters include evaluation of the Board's composition, access to information, the quality of Board processes, accountability and the Board's performance in relation to discharging its principal responsibilities.

In relation to the evaluation of the Board Committees, the assessment parameters include the standard of conduct of each Board Committee, its structure and reporting process to the Board.

The evaluation process of the Board and the Board Committees involves the directors completing the relevant evaluation forms which are designed to incorporate the assessment parameters referred to above. The company secretary will summarise the results of all the evaluations and present it to the Nominating Committee for review. Areas where the Board's performance and effectiveness could be enhanced and recommendations for improvement will be discussed by the Board and, where appropriate, implemented.

The Nominating Committee has conducted an evaluation of the Board and the Board Committees in respect of FY2023. No external facilitator was engaged for the purpose of these evaluations as the Nominating Committee and the Board are of the view that the current evaluation process is adequate. Moving forward, where appropriate, the Board will consider such engagement.

Based on the evaluation for FY2023, the Nominating Committee and the Board are satisfied with the performance and effectiveness of the Board as a whole and each Board Committee. For future Board evaluations, the Nominating Committee will seek to add the evaluation of individual directors, covering both self-evaluation and peer evaluation, taking into account numerous factors, including the directors' attendance, participation and contribution at the Board and various Board Committee meetings.

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. No director is involved in deciding his or her own remuneration.

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.

Disclosure on 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.

Remuneration Committee

The Remuneration Committee comprises three non-executive directors, all of whom, including the Chairman of the Remuneration Committee, are also independent. As at the date of this Report, the members of the Remuneration Committee are:

1. Mak Lye Mun, Chairman (Lead Independent Director)
2. Dr Tan Khee Giap (Independent Non-Executive Director)
3. Liak Teng Lit (Independent Non-Executive Director)

Terms of Reference

According to the written terms of reference of the Remuneration Committee, read together with the Code, the Remuneration Committee is authorised to, among other things, provide a formal, transparent and objective procedure for developing policies on director and executive remuneration, as well as for fixing the remuneration packages of individual directors and key management personnel.

The Remuneration Committee recommends for the Board's endorsement, a framework of remuneration which covers all aspects of remuneration, including but not limited to directors' fees, salaries, allowances, bonuses, benefits-in-kind and termination terms, as well as specific remuneration packages, for the Board and key management personnel.

The Remuneration Committee also reviews the Company's obligations arising in the event of termination of the service contracts of executive directors and key management personnel, to ensure that they contain fair and reasonable termination clauses.

No director, including the members of the Remuneration Committee, shall be involved in discussions concerning his own remuneration. The Remuneration Committee's recommendations are submitted to the Board for endorsement.

In carrying out its terms of reference, the Remuneration Committee has direct access to the Company's Senior Vice-President, Group Human Resources, should they have any queries on human resources matters. The Remuneration Committee may also obtain independent external legal and other professional advice as it deems necessary. The expenses of such advice will be borne by the Company. The Remuneration Committee did not appoint any remuneration consultants in FY2023 but has had the benefit of relevant data from market surveys carried out by leading firms of compensation consultants.

During FY2023, the Remuneration Committee has, among others, made recommendations to the Board on the framework of remuneration for the Board and key management personnel and the specific remuneration packages for each director as well as for the key management personnel.

Remuneration Policy and Framework

From a broad perspective, the remuneration policy and framework for fixing directors' fees, executive directors and the key management personnel remuneration adopted by the Company are designed with a view to paying competitive remuneration to attract, retain and motivate the directors to provide good stewardship of the Company and the key management personnel to successfully manage the Company for the long term. Specifically, the remuneration policy and framework aims to motivate directors and key management personnel to exert their best efforts to work towards the growth of the Group, the improvement of the Company's performance and the protection and promotion of the interests of all shareholders, and takes into consideration the long-term interests of the Group and ensures that the interests of the directors and key management personnel are aligned with those of shareholders. The remuneration policy and framework also aim to ensure that independent directors are not overly-compensated to the extent that their independence may be compromised. The directors' fees are recommended by the Remuneration Committee and endorsed by the Board for approval by the shareholders of the Company at AGMs.

Corporate Governance

Remuneration of Non-Executive Directors

The remuneration of the non-executive directors is in the form of fixed fees. The directors' fees payable to the non-executive directors are based on a basic fee for serving as director and additional fees for serving on Board Committees. When reviewing the structure and level of directors' fees for the non-executive directors, the Remuneration Committee takes into consideration the respective roles and responsibilities undertaken in the Board and its Board Committees and the frequency of Board and Board Committee meetings. The Chairman of each Board Committee is paid a higher fee compared with the member of the respective committees in view of the greater responsibility and commitment required by that office. The payment of fees to non-executive directors is subject to the approval of the shareholders of the Company at each AGM.

In FY2023, the framework for the remuneration of non-executive directors is as follows:

	Fee per Annum
Board Member	S$30,000
Chairman of the Board	S$20,000
Audit & Risk Committee	
Chairman	S$30,000
Member	S$15,000
Nominating Committee	
Chairman	S$10,000
Member	S$5,000
Remuneration Committee	
Chairman	S$10,000
Member	S$5,000

Attendance Fee is fixed at S$2,000 per board or board committee meeting, capped at S$12,000 per year.

Information on the directors' fees of non-executive directors for FY2023 is set out in the section "Remuneration of Non-Executive Directors for FY2023" below.

Remuneration of Executive Directors and Management

Executive directors do not receive directors' fees but are remunerated as members of Management. The Remuneration Committee conducts an annual review to ensure that the remuneration of the executive directors is commensurate with their performance and that of the Company. In structuring the compensation framework, the Remuneration Committee also takes into account their contributions as well as the financial performance conditions, which include both quantitative and qualitative targets that have been achieved during the year.

The remuneration package of the executive directors and the key management personnel comprises primarily a mix of a fixed component and a variable component. A significant and appropriate portion of remuneration of executive directors and key management personnel is structured as a variable component with a view to aligning Management remuneration with the interests of shareholders and other stakeholders, and to link rewards to corporate and individual performance so as to promote the long-term sustainability and success of the Group.

The fixed component is in the form of a base salary which is determined based on various criteria, including the individual's role and responsibilities, experience and competencies as well as performance and market competitiveness. This is approved by the Board based on the Remuneration Committee's recommendations and reviewed annually.

The variable component is in the form of an annual variable performance bonus that is linked to the Group's corporate performance and individual performance. Specifically, the remuneration of certain Management is linked directly to the Group's financial performance through a profit-sharing formula as well as individual key performance indicators.

Corporate Governance

Information on the remuneration paid to the executive directors and certain other key management personnel for FY2023 is set out in the section "Remuneration of Executive Directors and Key Management Personnel for FY2023" below.

The Company does not currently have in place contractual provisions to allow the Company to reclaim incentive components of remuneration from executive directors and key management personnel in exceptional circumstances of misstatement of financial results, or of misconduct resulting in financial loss to the Company.

Remuneration of Non-Executive Directors for FY2023

The aggregate directors' fees paid to the non-executive directors for FY2023 amounted to S$236,000, details of which are set out below:

Name of Director	Directors' Fee
	S$'000
Mak Lye Mun	67
Dr Tan Khee Giap	82
Liak Teng Lit	69
Godfrey Ernest Scotchbrook [(1)]	18

[(1)] *Mr Godfrey Ernest Scotchbrook retired as a director of the Company on 28 July 2022.*

The payment of the directors' fees of S$236,000 for FY2023 is within the directors' fees approved by shareholders as a lumpsum (being S$278,000) at the AGM held on 28 July 2022.

Remuneration of Executive Directors and Key Management Personnel for FY2023

The remuneration of the key management personnel, including the executive directors, for FY2023 in bands of S$250,000 are set out below:

Name	Salary	Bonus	Fees	Other Benefits	Total
Executive Directors					
S$750,000 to S$999,999					
Wong Fong Fui	50%	46%	-	4%	100%
S$500,000 to S$749,999					
Wong Yu Loon	71%	23%	-	6%	100%
Key Management Personnel					
S$1,250,000 to S$1,499,999					
Brett John Bundock	65%	32%	-	3%	100%
S$500,000 to S$749,999					
Thomas Chu Kok Hong	71%	24%	-	5%	100%
Wong Yu Wei	71%	24%	-	5%	100%
Stuart Cummings	37%	56%	-	7%	100%
S$250,000 to S$499,999					
Leslie Wong Kin Wah	56%	39%	-	5%	100%

The total remuneration paid to the above five key management personnel, other than the executive directors, for FY2023 was approximately S$3,851,000.

Corporate Governance

The Board has, after careful deliberation, decided to disclose the remuneration of the Chairman and Group Chief Executive Officer, Mr Wong Fong Fui, and Executive Director and Deputy Group Chief Executive Officer, Mr Wong Yu Loon, for FY2023 in remuneration bands of S$250,000 and by a percentage breakdown in terms of categories and components, instead of disclosing the exact remuneration. This is a variation from Provision 8.1(a) of the Code which provides, among other things, that the amounts of remuneration of each individual director and the chief executive officer are disclosed in the annual report.

The Board notes that this Report has disclosed the procedure for developing policies on director and executive remuneration (under the section “Terms of Reference”), the overall remuneration policy and framework (under the section “Remuneration Policy and Framework”), as well as the specific remuneration policy and framework applicable to non-executive directors and executive directors and Management (under the sections “Remuneration of Non-Executive Directors” and “Remuneration of Executive Directors and Management”). The disclosure of such information, together with the executive directors’ remuneration in bands of S$250,000 with a breakdown of the level and mix of the remuneration in the above table, provide shareholders with sufficient insight into the compensation of the executive directors and is consistent with the intent of Principle 8.

There are no termination, retirement and post-employment benefits granted to the directors, the Chief Executive Officer or key management personnel.

Save for Mr Wong Yu Loon and Mr Wong Yu Wei, who are sons of Mr Wong Fong Fui, Chairman and Group Chief Executive Officer, there is no employee who is a substantial shareholder of the Company, or is an immediate family member of any of the directors, chief executive officer or a substantial shareholder of the Company, and whose remuneration exceeds S$100,000 during the financial year under review. Mr Wong Yu Loon and Mr Wong Yu Wei’s remuneration for FY2023 is disclosed in bands of S$250,000 with a breakdown on the level and mix of remuneration in the section “Remuneration of Executive Directors and Key Management Personnel for FY2023” table. This is a variation from Provision 8.2 of the Code which provides, among other things, that the remuneration of such employees be disclosed in bands no wider than $100,000. The reasons for disclosing the remuneration of Mr Wong Yu Loon and Mr Wong Yu Wei in bands of S$250,000 with a breakdown on the level and mix of remuneration are set out above, and such disclosure is consistent with the intent of Principle 8 for the same reasons as set out above.

ACCOUNTABILITY AND AUDIT

Risk Management and Internal Controls

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

The Board has overall responsibility for risk governance and determines the Company’s risk tolerance level and risk policies, and the extent of risks which the Company is able to take in order to achieve its strategic objectives and value creation. The Company maintains a sound system of risk management and internal controls to safeguard shareholders’ interests and the Group’s assets, and to manage risks. The system provides reasonable but not absolute assurance against material misstatements or loss, and to safeguard assets and ensure maintenance of proper accounting records, reliability of financial information, compliance with relevant legislation, regulations and best practices, and the identification and containment of business risks. The Audit & Risk Committee assists the Board in monitoring the effectiveness of the risk management and internal control systems and procedures of the Company. The Board, through the Audit & Risk Committee, reviews the effectiveness of the risk management and internal control systems and procedures of the Company at least once annually.

The Board, aided by the Audit & Risk Committee, regularly reviews and improves its business and operational activities to identify areas of significant business risks as well as taking appropriate measures to control and mitigate such risks. The Management reviews all significant control policies and procedures and all significant matters will be highlighted to the Audit & Risk Committee and the Board. The financial risk management objectives and policies are outlined in the financial statements.

Corporate Governance

An Enterprise Risk Management ("ERM") framework is in place to formalise and document the Group's internal processes to enable significant strategic, financial, operational, compliance and information technology risks within the relevant Group companies to be identified, assessed, monitored, managed and evaluated. Management continues to regularly review the risk register with the objective of assigning clear accountability and ownership of risks at the operating level to manage risks, and highlighting any emerging or material risks to the Board. Strong emphasis is placed on creating risk awareness, promoting accountability and setting the appropriate tone at the top.

Reviews of the Group's risk exposure are also conducted every quarter by the Audit & Risk Committee and overall assessment is also conducted at the end of each financial year.

Based on the internal controls policy and procedures established and maintained by the Group, the work performed by the external auditors and the reviews conducted by Management and the internal auditor, the Board, with the concurrence of the Audit & Risk Committee, is of the opinion that the Group's internal controls (including financial, operational, compliance and information technology controls) and risk management systems were adequate and effective to address financial, operational, compliance and information technology risks as at 31 March 2023.

In addition, the Audit & Risk Committee and the Board have received assurance from:

(a) the Group Chief Executive Officer and the Group Chief Financial Officer that as of 31 March 2023, the financial records have been properly maintained and the financial statements give a true and fair view of the Company's operations and finances; and

(b) the Group Chief Executive Officer and other key management personnel that as of 31 March 2023, the Group's risk management and internal control systems to address the key financial, operational, compliance and information technology risks affecting the operations are adequate and effective to meet the needs of the Group in its current business environment.

The Board notes that the system of risk management and internal controls established provide reasonable but not absolute assurance that the Group will not be significantly affected by any event that can be reasonably foreseen or anticipated as it strives to achieve its business objectives.

Audit & Risk Committee

Principle 10 - The Board has an Audit Committee ("AC") which discharges its duties objectively.

Audit & Risk Committee

The Audit & Risk Committee comprises three non-executive directors, all of whom, including the Chairman of the Audit & Risk Committee, are also independent. As at the date of this Report, the members of the Audit & Risk Committee are:

1. Dr Tan Khee Giap, Chairman (Independent Non-Executive Director)
2. Liak Teng Lit (Independent Non-Executive Director)
3. Mak Lye Mun (Lead Independent Director)

All the members of the Audit & Risk Committee have recent and relevant accounting or related financial management expertise or experience.

None of the members of the Audit & Risk Committee are former partners or directors of the Company's existing auditing firm within the previous two-year period nor does any of the Audit & Risk Committee members have any financial interest in the Company's existing auditing firm.

Corporate Governance

Terms of Reference

According to the written terms of reference of the Audit & Risk Committee, the principal functions of the Audit & Risk Committee include:

(a) overseeing the adequacy of the controls established by Management to identify and manage areas of potential risk and to safeguard the assets of the Company;

(b) evaluating the processes in place to ensure that accounting records are properly maintained in accordance with statutory requirements and financial information provided to shareholders and the directors is accurate and reliable;

(c) reviewing the significant financial reporting issues and judgments so as to ensure the integrity of the financial statements of the Company and any announcements relating to the Company's financial performance;

(d) reviewing with external and internal auditors and reporting to the Board at least annually the adequacy and effectiveness of the Company's risk management system and internal controls system, including financial, operational, compliance and information technology controls (such review can be carried out internally or with the assistance of any competent third parties);

(e) reviewing with internal auditors, the program, scope and results of the internal audit and Management's response to their findings to ensure that appropriate follow-up measures are taken;

(f) reviewing the adequacy, effectiveness and independence of the internal audit function;

(g) reviewing the scope and results of the external audit, and the independence and objectivity of the external auditors;

(h) reviewing with external auditors the impact of any new or proposed changes in accounting principles or regulatory requirements on the financial information;

(i) making recommendations to the Board on the proposals to the shareholders on the appointment, re-appointment and removal of the external auditors, and approving the remuneration and terms of engagement of the external auditors;

(j) reviewing the interested person transactions or the transactions that may lead to conflicts of interests, to ensure that they are in compliance with the laws and the regulations of the SGX-ST, and are reasonable and in the best interests of the Company;

(k) reviewing the assurance from the Group Chief Executive Officer and the Group Chief Financial Officer on the financial records and financial statements and the assurance from key management personnel regarding the adequacy and effectiveness of the risk management and internal control systems;

(l) monitoring the investments in customers, suppliers and competitors made by the directors, controlling shareholders and their respective associates who are involved in the management of or have shareholding interests in similar or related business of the Company and making assessments on whether there are any potential conflicts of interests;

(m) reviewing filings with the SGX-ST or other regulatory bodies which contain the Company's financial information and ensure proper disclosure;

(n) commissioning and reviewing the findings of internal investigations into matters where there is any suspected fraud or irregularity or failure of internal controls or infringement of any law, rule and regulation which has or is likely to have a material impact on the Company's operating results and/or financial position;

(o) reviewing policy and arrangements by which staff and any other persons may, in confidence, raise concerns about possible improprieties in matters of financial reporting or other matters and ensuring that arrangements are in place for such concerns to be raised and independently investigated, and for appropriate follow-up action to be taken;

(p) reviewing the risk management structure (including all hedging policies) and any oversight of the risk management processes and activities to mitigate and manage risk at acceptable levels determined by the directors;

(q) reporting to the Board the work performed by the Audit & Risk Committee in carrying out its functions;

(r) reviewing the co-operation given by officers to the external auditors; and

(s) performing any other act as delegated by the Board and approved by the Audit & Risk Committee.

Corporate Governance

The Audit & Risk Committee is authorised to investigate any matter within its written terms of reference, and has full access to and co-operation of Management. It is given access to the resources required for it to discharge its function properly. The Audit & Risk Committee also has full discretion to invite any director and executive officer to attend its meetings. The external and internal auditors have unrestricted access to the Audit & Risk Committee.

Through annual updates from Management and the external auditors, the Audit & Risk Committee is kept abreast of changes to accounting standards, the Listing Manual of the SGX-ST and other regulations which could have an impact on the Group's business and financial statements.

The Audit & Risk Committee members also keep themselves updated through relevant publications and by attending relevant seminars and courses.

During FY2023, the Audit & Risk Committee has, among others, reviewed:

(a) the audit plan of the external auditors and internal auditors and result of the internal auditors' examination and evaluation of the Group's system of internal accounting and operational controls;

(b) the Group's financial and operating results and accounting policies;

(c) the consolidated financial statements of the Group and the statement of financial position of the Company before their submission to the directors of the Company and the external auditors' report on those financial statements;

(d) the half-year and full-year announcements on the consolidated financial statements of the Group and the changes in equity and financial position of the Company;

(e) the co-operation and assistance given by the management to the external auditors and internal auditors of the Company; and

(f) the independence and appointment/re-appointment of the external auditors of the Company.

External Auditor

The Board is responsible for the initial appointment of the external auditor. Shareholders then approve the appointment at the AGM of the Company. The external auditor holds office until its removal or resignation. The Audit & Risk Committee assesses the external auditor based on the requirements of the SGX-ST Listing Manual as well as other factors such as the performance and quality of its audit and the independence and objectivity of the auditor, and recommends its appointment to the Board.

The Audit & Risk Committee has undertaken a review of the nature and value of all non-audit services provided to the Group by the current external auditors during FY2023 and is satisfied that the independence of the external auditors has not been affected by the provision of these services. The audit fees and non-audit fees paid or payable to the external auditors for FY2023 are set out below:

	S$'000	% of Total Fees Paid
Audit fees	528	66
Non-audit fees	276	34
Total fees	804	100

The Company has complied with Rule 712 and Rule 715 read together with Rule 716 of the Listing Manual of the SGX-ST in relation to the appointment of the external auditor.

Corporate Governance

The Audit & Risk Committee has also reviewed the Group's audited consolidated financial statements for FY2023 and discussed with Management and the external auditor the following key audit matter which involved management judgment:

Key audit matter	How the Audit & Risk Committee reviewed this matter and what decisions were made
Revenue recognition of Engineering & Construction contracts under Real Estate segment	The Audit & Risk Committee reviewed the methodology used in the recognition of contract revenue and contract costs over time of Engineering & Construction contracts under Real Estate segment and considered Management's assumptions, and estimates used in the determination of the total construction cost, variations or claims that will affect the measure of progress, revenue and profit margins recognised and found them to be reasonable. The revenue recognition of Engineering & Construction contracts under Real Estate segment was also an area of focus for the external auditors. The external auditors have included this item as a key audit matter in their audit report for the financial year ended 31 March 2023. Refer to page 105 of this Annual Report.

Internal Audit

The Audit & Risk Committee oversees the implementation of an effective system of internal controls as well as putting in place a risk management framework to continually identify, evaluate and manage significant business risks of the Group. To support the Audit & Risk Committee in their role, the Audit & Risk Committee decides on the appointment, selection, termination and remuneration of experienced and qualified in-house personnel as internal auditor to carry out the internal audit function for the Group and the primary reporting line of the internal audit function is to the Chairman of the Audit & Risk Committee.

The role of the internal audit function is to provide independent assurance to the Audit & Risk Committee that the Company maintains a sound system of internal controls. The internal audit function adopts a risk-based approach to evaluate the adequacy and effectiveness of key controls and procedures when performing audits of high-risk areas. It also undertakes investigations as directed by the Audit & Risk Committee.

Annually, the Audit & Risk Committee will review and approve audit plans and the resource requirement prepared by the internal auditor and shall ensure that the internal auditor is able to effectively and adequately discharge his duties. The Company's internal audit function is performed by the Internal Audit Department, headed by the Senior Vice-President, Group Internal Audit.

The internal auditor has unrestricted access to all documents, records, properties and personnel of the Group and unrestricted direct access to the Audit & Risk Committee in carrying out his duties and responsibilities, and has appropriate standing within the Company.

The Audit & Risk Committee is satisfied that the internal audit function is adequately resourced and independent of the activities it audits, and is carried out by suitably qualified and experienced professionals with the relevant experience.

The Company engages external experts as when and where required.

The internal audit work is carried out in accordance with the International Standards for the Professional Practice of Internal Auditing (IIA Standards) laid down in the International Professional Practices Framework issued by The Institute of Internal Auditors.

The Audit & Risk Committee reviews the adequacy and effectiveness of the Group's internal audit function on an annual basis and is satisfied that it is independent, effective and adequately resourced.

The Audit & Risk Committee meets at least once a year with the external auditors, and with the internal auditors, in each case, without the presence of Management.

Corporate Governance

Whistleblowing Policy

The Group is committed to meeting a high standard of ethical conduct in the conduct of the Group's operations, and has put in place a Whistleblowing Policy. The objective of the Whistleblowing Policy is to facilitate independent investigation of such matters and appropriate follow-up actions.

The Whistleblowing Policy, endorsed by the Audit & Risk Committee, provides for a mechanism by which employees of the Group and third parties may, in good faith and in confidence, raise concerns or observations about possible corporate malpractice and impropriety in financial reporting or other matters directly to the Chairman of the Audit & Risk Committee, the Senior Vice-President, Group Internal Audit or the Senior Vice-President, Group Human Resources.

The policy framework ensures independent investigation of issues or concerns raised and implementation of appropriate follow-up action, and provides assurance that employees will be protected from reprisal within the limits of the law. Depending on the nature of the concern raised or information provided, the investigation may be conducted involving one or more of the following independent function(s): (a) the Audit & Risk Committee; (b) external or internal auditors; (c) forensic professional(s); or (d) the police or Commercial Affairs Department. The Group is committed to ensure the protection of whistleblowers and will not disclose the identity of a whistleblower and/or concerns raised by such whistleblower except when, among others, (a) the Group is legally obliged to disclose such information; or (b) information is disclosed on a confidential basis to obtain professional advice. Where an employee raises a genuine concern in good faith, the Company shall ensure that such employee shall not be at risk for losing his/her employment or suffer any retribution or harassment. Measures for the protection of the identity of a whistleblower as well as protection of a whistleblower against detrimental or unfair treatment are provided in the Whistleblowing Policy. The Whistleblowing Policy and the avenues for reporting are made available to employees of the Group and third parties, and are also available on the Company's corporate website. The Senior Vice-President, Group Internal Audit is required to report to the Audit & Risk Committee every quarter whether they have received any whistleblower report in that quarter.

There were no reported incidents pertaining to whistleblowing during FY2023.

SHAREHOLDER RIGHTS AND ENGAGEMENT

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.

Shareholder Rights

The Company recognises the importance of maintaining transparency and accountability to its shareholders. The Board ensures that all shareholders are treated fairly and equitably, and information is communicated to shareholders on a timely basis through annual reports, half-year and full-year financial results and announcements of significant transactions that are released on SGXNET. Shareholders are also able to access investor-related information of the Group through a well-maintained and updated corporate website at www.boustead.sg.

The Notice of AGM is sent to every shareholder (together with related information) and also published in the press. Shareholders are also informed in writing that a soft copy of the Annual Report is available for download from the Company's corporate website at www.boustead.sg.

Corporate Governance

Conduct of General Meetings

The Company ensures that shareholders have the opportunity to participate effectively and vote at general meetings of shareholders and be informed of the rules, including voting procedures, that govern such meetings.

The Company's Constitution currently permits shareholders who are unable to attend general meetings in person to vote by way of proxy. Specifically, each shareholder is allowed to appoint up to two proxies to attend and vote at general meetings on his/her behalf, unless the shareholder is a relevant intermediary (as defined in Section 181 of the Companies Act). A shareholder which is a relevant intermediary is entitled to 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 shareholder. A "relevant intermediary" includes corporations holding licences in providing nominee and custodial services and the CPF Board where it purchases shares on behalf of the CPF investors.

To safeguard shareholders' interest, separate resolutions are proposed on each substantially separate issue at the general meetings of shareholders, unless the issues are interdependent and linked so as to form one significant proposal. All the resolutions at general meetings are in single item resolutions. Where the resolutions are combined, the Company will explain the reasons and material implications in the notice of meeting. Detailed information of the resolutions in the Notice of AGM is provided in the explanatory notes to the Notice of AGM in the Annual Report.

All resolutions at general meetings of the Company are voted by poll as required by Rule 730A(2) of the SGX-ST Listing Manual. The detailed results of the electronic poll voting on each resolution tabled at general meetings, including the total number of votes "for", "against" or "abstain" in relation to each resolution tabled, are announced immediately at the general meetings and via SGXNET thereafter.

Shareholders are given the opportunity to raise questions and clarify any issues that they may have relating to the resolutions to be passed. The Board and senior management are present at each general meeting to respond to any questions from shareholders. The Group's external auditors are also present to address queries regarding the conduct of the audit and the preparation and content of the auditors' report. During FY2023, the AGM of the Company held on 28 July 2022 was the only general meeting that was held, and all the directors of the Company attended the meeting.

Minutes of general meetings, which incorporate substantial and relevant comments or queries from shareholders relating to the agenda of the meetings, and responses from the Board and Management, will be prepared by the company secretary and published on SGXNET and the Company's corporate website within one month after its general meetings. This is consistent with Provision 11.5 of the Code and the requirement of the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020 ("Order").

The Order will be revoked with effect from 1 July 2023. Although fully virtual or hybrid company meetings are permitted on and after 1 July 2023 pursuant to amendments to the Companies Act 1967 by the Companies, Business Trusts and Other Bodies (Miscellaneous Amendments) Act 2023 which has been passed by Parliament, as from 1 July 2023, companies listed on the SGX-ST are required to hold physical meetings, or physical meetings and using technology that allows a person to participate in a meeting without being physically present at the place of meeting, pursuant to amendments made to Practice Note 7.5 on General Meetings. Consequently, general meetings of all listed issuers held on or after 1 July 2023 will have to be conducted in physical mode. Thus, the Company's AGM for FY2023 would be conducted physically on 28 July 2023.

Dividend Policy

The Company does not have a fixed dividend policy. The form, frequency and amount of dividends will depend on, among other things, the Company's earnings, general financial condition, results of operations, capital requirements, cash flow, general business condition, development plans and other factors as the directors may deem appropriate. However, subject to the above, it is the Company's aim to declare and pay sustainable dividends and the Company has been declaring dividends on a half-yearly basis.

In view of the Group's continued profitability derived from core businesses as well as a strong cash position, the Board has recommended a final tax exempt one-tier dividend of 2.5 Singapore cents per ordinary share for FY2023. The Company will be seeking the approval of shareholders at the forthcoming AGM to be held for the declaration of the said proposed dividend.

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.

The Company provides avenues for communication between the Board and all shareholders. The AGM is the principal forum for dialogue with shareholders. Shareholders are encouraged to participate effectively and vote at general meetings. Relevant rules and procedures governing such meeting are clearly communicated to all shareholders.

All material information on the performance and development of the Group and of the Company is disclosed in an accurate, comprehensive and timely manner through SGXNET, announcements, media releases and the Company's corporate website. The Company does not practice selective disclosure of material information. All materials on the half-year and full-year financial results are made available on the Company's corporate website and are accompanied by a media release in English.

The Company has a dedicated Investor Relations ("IR") Team which focuses on facilitating communications with all stakeholders (both institutional and retail shareholders, analysts and media) on a regular basis, attends to their queries or concerns as well as keeps investors or the public informed of the Group's corporate developments and financial performance. Communication activities include investor conferences, meetings and presentations to share the Company's business strategies and financial performance.

The Company has put in place an investor relations policy which allows for an ongoing exchange of views so as to actively engage and promote regular, effective and fair communication with all shareholders. For details on the Group's IR activities in FY2023, please refer to the Stakeholder Relations section on pages 66 to 67 of this Annual Report.

Further, to enable shareholders to contact the Company easily, the contact details of the IR Team are set out on all announcements as well as on the Company's corporate website. The IR Team has procedures in place for responding to investors' queries as soon as applicable.

MANAGING STAKEHOLDERS 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.

Managing Stakeholders' Relationships

The Company has arrangements in place to identify and engage with its material stakeholder groups and to manage its relationships with such groups, which form part of its sustainability practices. The Company defines key or material stakeholders as groups that its businesses may have a significant impact on or vice versa, and who have a vested interest in the way the Company conducts its business. The Company deems stakeholder relations to be important for the sustainable growth of its businesses, and a common consideration for the Company is whether a specific business expansion can provide sustainable profit and simultaneously create direct and indirect benefits for as many key stakeholders in as many economic and ESG facets as possible.

Accordingly, the Company seeks to maintain an open and transparent dialogue with its material stakeholders. The Company regularly engages its stakeholders through various platforms and channels to ensure that its business interests are aligned with those of the stakeholders, to understand and address their concerns so as to improve services and products standards, as well as to sustain business operations for long term growth. Stakeholders identified by the Company include the Board, Management, shareholders, employees, clients, strategic partners, suppliers, lenders, investors, media, government and regulators and local communities.

Corporate Governance

The Company has identified the material ESG topics of relevance to its key stakeholders (i.e. the Company's business model, strategies and outlook; corporate governance; smart eco-sustainable and future-ready solutions; quality and transformation; economic performance; business ethics; data and information security; talent acquisition, development, management and retention; succession planning; health and safety; COVID-19 and infectious disease outbreaks; environment and climate change; legal and regulatory compliance) taking into account stakeholders' views, needs and interests, and periodically reviews these on an ongoing basis. The Board oversees the management and monitoring of these matters as part of the Company's sustainability practices.

As a commitment to its stakeholders, the Company will disclose its strategy, practices and performance on these material ESG matters in the FY2023 Longevity Report (Sustainability Report), which will be available on the Company's corporate website at least two weeks prior to the forthcoming AGM.

Corporate Website

The Company maintains a current corporate website at www.boustead.sg, to communicate and engage with key stakeholders. The Company's corporate website contains various information pertaining to the Group and the Company which serves as an important resource for investors and all key stakeholders. The website is updated from time to time.

Measures Implemented to Protect Stakeholders from COVID-19

During the initial stages of the global COVID-19 pandemic, the Company moved quickly to safeguard the wellbeing of its stakeholders including its employees, subcontractors and their employees, clients and surrounding communities by implementing preventive and control measures such as strict health checks, social distancing measures, split team and telecommuting arrangements. The Company has implemented a large number of safe management measures – in line with or exceeding Singapore Government-advised levels – which have been detailed in the past FY2021 and FY2022 Longevity Reports (Sustainability Report).

While most of these safe management measures have been relaxed after COVID-19 reached the endemic phase, the Company continues to monitor the COVID-19 situation and the Company's Human Resources department will update employees and implement such safe management measures as may be issued by the government from time to time.

DEALINGS IN SECURITIES

The Company, its directors and officers, including employees who have access to price-sensitive information, are not to deal in the Company's securities on short-term considerations and, during the period commencing one month before the announcement of the Company's half year and full year financial statements, and ending on the date of announcement of the relevant results. The Company, its directors and officers, including employees who have access to price-sensitive information, are expected to comply with the Securities and Futures Act 2001 of Singapore, and observe laws against insider trading at all times.

MATERIAL CONTRACTS

Since the end of the previous financial year, no material contracts involving the interest of the Chief Executive Officer, each director or controlling shareholder of the Company have been entered into by the Company or any of its subsidiaries, and no such contract subsisted as at 31 March 2023.

INTERESTED PERSON TRANSACTIONS

All transactions with interested persons must be negotiated and made at arm's length and reviewed by the Audit & Risk Committee.

For the financial year ended 31 March 2023, the Group did not enter into any transaction that would be regarded as an interested person transaction pursuant to the Listing Manual of the SGX-ST.

Additional Information on Directors Seeking Re-election Pursuant to Rule 720(6) of the Listing Manual of the SGX-ST

Mr Wong Yu Loon and Mr Liak Teng Lit are the directors seeking re-election at the forthcoming AGM to be held on 28 July 2023 (collectively, the "Retiring Directors").

Pursuant to Rule 720(6) of the Listing Manual of the SGX-ST, the information relating to the Retiring Directors as set out in Appendix 7.4.1 to the Listing Manual of the SGX-ST is set out below:

Name of Director	Mr Wong Yu Loon	Mr Liak Teng Lit
Date of Appointment	2 April 2013	1 April 2020
Date of last re-appointment (if applicable)	28 July 2021	28 July 2021
Age	48	70
Country of principal residence	Singapore	Singapore
The Board's comments on this appointment (including rationale, selection criteria, and the search and nomination process)	The Board of Directors of the Company has considered, among others, the recommendation of the Nominating Committee and has reviewed and considered the work experience and suitability of Mr Wong Yu Loon for re-appointment as a Director of the Company. The Board has concluded that Mr Wong Yu Loon possesses the experience, expertise, knowledge and skills to contribute towards the core competencies of the Board.	The Board of Directors of the Company has considered, among others, the recommendation of the Nominating Committee and has reviewed and considered the work experience and suitability of Mr Liak Teng Lit for re-appointment as a Director of the Company. The Board has concluded that Mr Liak Teng Lit possesses the experience, expertise, knowledge and skills to contribute towards the core competencies of the Board.
Whether appointment is executive, and if so, the area of responsibility	Executive - assisting the Group Chief Executive Officer in overseeing strategic execution, business development and day-to-day management and operations.	Non-Executive
Job Title (e.g. Lead ID, AC Chairman, AC Member etc.)	Executive Director and Deputy Group Chief Executive Officer	Non-Executive Director, Chairman of the Nominating Committee and member of the Audit & Risk Committee and Remuneration Committee
Professional qualifications	Bachelor of Law, University of New South Wales Bachelor of Commerce (Accounting), University of New South Wales Chartered Financial Analyst	Master of Business Administration, National University of Singapore Master of Science (Pharmaceutical Sciences), University of Aston in Birmingham, United Kingdom Bachelor of Pharmacy, National University of Singapore

Corporate Governance

Name of Director	Mr Wong Yu Loon	Mr Liak Teng Lit
Working experience and occupation(s) during the past 10 years	Served as Executive Director of the Company since 2 April 2013 and Deputy Group Chief Executive Officer of the Company since 1 May 2016, assisting the Group Chief Executive Officer in overseeing strategic execution, business development and day-to-day management and operations.	On the Advisory Board of Centre for Liveable Cities. Group Chief Operating Officer of Perennial Real Estate Holdings Ltd and Chief Executive Officer of Perennial Healthcare Pte Ltd. Also held several public healthcare positions including Group CEO of Alexandra Health System and CEO of Khoo Teck Puat Hospital and Alexandra Hospital.
Shareholding interest in the listed issuer and its subsidiaries	Nil	Nil
Shareholding Details	N.A.	N.A.
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	Son of Mr Wong Fong Fui, Chairman, Group Chief Executive Officer and substantial shareholder of the Company.	Nil
Conflict of interest (including any competing business)	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
Other Principal Commitments (as defined in the Code) including directorships – Past (for the last 5 years)	Nil	Nil
Other Principal Commitments (as defined in the Code) including directorships – Present	Nil	On the boards of At-Sunrice GlobalChef Academy and Pathlight School

Corporate Governance

Name of Director	Mr Wong Yu Loon	Mr Liak Teng Lit
Disclose the following matters concerning an appointment of director, chief executive officer, chief financial officer, chief operating officer, general manager or other officer of equivalent rank. If the answer to any question is "yes", full details must be given.		
(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
(b) Whether at any time during the last 10 years, an application or a petition under any law of any jurisdiction was filed against an entity (not being a partnership) of which he was a director or an equivalent person or a key executive, at the time when he was a director or an equivalent person or a key executive of that entity or at any time within 2 years from the date he ceased to be a director or an equivalent person or a key executive of that entity, for the winding up or dissolution of that entity or, where that entity is the trustee of a business trust, that business trust, on the ground of insolvency?	No	No
(c) Whether there is any unsatisfied judgement against him?	No	No
(d) Whether he has ever been convicted of any offence, in Singapore or elsewhere, involving fraud or dishonesty which is punishable with imprisonment, or has been the subject of any criminal proceedings (including any pending criminal proceedings of which he is aware) for such purpose?	No	No
(e) Whether he has ever been convicted of any offence, in Singapore or elsewhere, involving a breach of any law or regulatory requirement that relates to the securities or futures industry in Singapore or elsewhere, or has been the subject of any criminal proceedings (including any pending criminal proceedings of which he is aware) for such breach?	No	No

Corporate Governance

Name of Director		Mr Wong Yu Loon	Mr Liak Teng Lit
Disclose the following matters concerning an appointment of director, chief executive officer, chief financial officer, chief operating officer, general manager or other officer of equivalent rank. If the answer to any question is "yes", full details must be given.			
(f)	Whether at any time during the last 10 years, judgment has been entered against him in any civil proceedings in Singapore or elsewhere involving a breach of any law or regulatory requirement that relates to the securities or futures industry in Singapore or elsewhere, or a finding of fraud, misrepresentation or dishonesty on his part, or he has been the subject of any civil proceedings (including any pending civil proceedings of which he is aware) involving an allegation of fraud, misrepresentation or dishonesty on his part?	No	No
(g)	Whether he has ever been convicted in Singapore or elsewhere of any offence in connection with the formation or management of any entity or business trust?	No	No
(h)	Whether he has ever been disqualified from acting as a director or an equivalent person of any entity (including the trustee of a business trust), or from taking part directly or indirectly in the management of any entity or business trust?	No	No
(i)	Whether he has ever been the subject of any order, judgment or ruling of any court, tribunal or governmental body, permanently or temporarily enjoining him from engaging in any type of business practice or activity?	No	No

Corporate Governance

Name of Director	Mr Wong Yu Loon	Mr Liak Teng Lit
Disclose the following matters concerning an appointment of director, chief executive officer, chief financial officer, chief operating officer, general manager or other officer of equivalent rank. If the answer to any question is "yes", full details must be given.		
(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
(ii) any entity (not being a corporation) which has been investigated for a breach of any law or regulatory requirement governing such entities in Singapore or elsewhere; or	No	No
(iii) any business trust which has been investigated for a breach of any law or regulatory requirement governing business trusts in Singapore or elsewhere; or	No	No
(iv) any entity or business trust which has been investigated for a breach of any law or regulatory requirement that relates to the securities or futures industry in Singapore or elsewhere,	No	No
in connection with any matter occurring or arising during that period when he was so concerned with the entity or business trust?		
(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
Disclosure applicable to the appointment of Director only.		
Any prior experience as a director of an issuer listed on the Exchange?	N.A.	N.A.
If yes, please provide details of prior experience.	N.A.	N.A.
If no, please state if the director has attended or will be attending training on the roles and responsibilities of a director of a listed issuer as prescribed by the Exchange.	N.A.	N.A.
Please provide details of relevant experience and the nominating committee's reasons for not requiring the director to undergo training as prescribed by the Exchange (if applicable)	N.A.	N.A.

Independent Auditor's Report

TO THE MEMBERS OF BOUSTEAD SINGAPORE LIMITED

Report on the Audit of the Financial Statements

Our Opinion

In our opinion, the accompanying consolidated financial statements of Boustead Singapore Limited ("the Company") and its subsidiaries ("the Group") and the statement of financial position of the Company are properly drawn up in accordance with the provisions of the Companies Act 1967 ("the Act") and Singapore Financial Reporting Standards (International) ("SFRS(I)s") so as to give a true and fair view of the consolidated financial position of the Group and the financial position of the Company as at 31 March 2023 and of the consolidated financial performance, consolidated changes in equity and consolidated cash flows of the Group for the financial year ended on that date.

What we have audited

The financial statements of the Company and the Group comprise:

- the consolidated income statement of the Group for the financial year ended 31 March 2023;
- the consolidated statement of comprehensive income of the Group for the financial year then ended;
- the statements of financial position of the Group and the Company as at 31 March 2023;
- the consolidated statement of changes in equity of the Group for the financial year then ended;
- the consolidated statement of cash flows of the Group for the financial year then ended; and
- the notes to the financial statements, including a summary of significant accounting policies.

Basis for Opinion

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

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

Independence

We are independent of the Group in accordance with the Accounting and Corporate Regulatory Authority Code of Professional Conduct and Ethics for Public Accountants and Accounting Entities ("ACRA Code") together with the ethical requirements that are relevant to our audit of the financial statements in Singapore, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ACRA Code.

Our Audit Approach

As part of designing our audit, we determined materiality and assessed the risks of material misstatement in the accompanying financial statements. In particular, we considered where management made subjective judgements; for example, in respect of significant accounting estimates that involved making assumptions and considering future events that are inherently uncertain. As in all of our audits, we also addressed the risk of management override of internal controls, including among other matters consideration of whether there was evidence of bias that represented a risk of material misstatement due to fraud.

Independent Auditor's Report
TO THE MEMBERS OF BOUSTEAD SINGAPORE LIMITED

Report on the Audit of the Financial Statements (cont'd)

Our Audit Approach (cont'd)

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 31 March 2023. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Key Audit Matter	How our audit addressed the Key Audit Matter
Revenue recognition of Engineering & Construction contracts under Real Estate segment Refer to Note 3 (Critical accounting estimates, assumptions and judgements), Note 4 (Revenue) to the financial statements. During the financial year ended 31 March 2023, revenue from Engineering & Construction contracts amounted to $269,846,000, which represented 48% of the Group's total revenue. Revenue on Engineering & Construction contracts is recognised over time by reference to the progress towards satisfaction of performance obligations under the contracts. Measurement of progress is determined based on the proportion of contract costs incurred to date to the estimated total contract costs. Revenue from Engineering & Construction contracts are also adjusted with variations to the contracts claimable from customers, as well as liquidated damages due to delays or other causes, payable to customers. We focus on this area because of the significant management's judgements are required to estimate: - the amount of variation orders that are highly likely to be approved by the customers, and included in the total contract sum; - the total contract costs, including variation claims from sub-contractors, which affected the measurement of progress of the projects at the reporting date and accordingly revenue recognised; and - provision for liquidated damage from these contracts.	We have performed the following audit procedures to address the Key Audit Matter: We have obtained an understanding of the progress of projects through discussions with management and examination of documents such as contracts and correspondences with customers, variation claims from sub-contractors and advice from external legal advisers. In relation to total contract revenue, our audit procedures include the following: a. Traced the total contract sums to contracts and agreed variation orders; b. For variation orders where management had determined that there was sufficient basis to claim from customers but pending final agreement with the customers, selected samples of claims to customers' instructions and schedule of rates with subcontractors or quotations from subcontractors; and c. Assessed the progress of construction against contractual timeline for delays and the adequacy of provision for liquidated damages. In relation to total contract costs, our audit procedures include the following: a. Selected samples of costs incurred and traced to supplier invoices and sub-contractors' billings; and b. Selected samples of projects in progress at the reporting date and tested estimation of cost-to-complete by tracing to quotations and/or contracts with sub-contractors and suppliers. In relation to the revenue recognised for projects in progress at the reporting date, we have: a. Recomputed the measurement of progress based on the proportion of contract costs incurred to-date to the estimated total contract costs; and b. Recomputed the revenue for the current financial year based on the measurement of progress and traced to the accounting records. Based on the audit procedures performed, we have assessed management's estimation of the revenue on Engineering & Construction contracts to be reasonable. We have assessed that the disclosures in the financial statements in relation to the sensitivity of estimations on revenue and costs on Engineering & Construction contracts to be appropriate.

Independent Auditor's Report
TO THE MEMBERS OF BOUSTEAD SINGAPORE LIMITED

Report on the Audit of the Financial Statements (cont'd)

Other Information

Management is responsible for the other information. The other information comprises all the sections of 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 identified above 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 judgements and maintain professional scepticism throughout the audit. We also:

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

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

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

Independent Auditor's Report

TO THE MEMBERS OF BOUSTEAD SINGAPORE LIMITED

Report on the Audit of the Financial Statements (cont'd)

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

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

Report on Other Legal and Regulatory Requirements

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

The engagement partner on the audit resulting in this independent auditor's report is Kok Moi Lre.

PricewaterhouseCoopers LLP
Public Accountants and Chartered Accountants
Singapore, 30 June 2023

Consolidated Income Statement

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2023

	Note	2023 $'000	2022 $'000
Revenue	4	**561,645**	631,811
Cost of sales	7	**(404,602)**	(487,058)
Gross profit		**157,043**	144,753
Interest income	5	**13,126**	8,112
Other gains - net	6	**20,837**	4,595
Impairment loss on financial assets and contract assets	37(b)	**(1,293)**	(3,152)
Expenses			
- Selling and distribution	7	**(36,197)**	(39,068)
- Administrative	7	**(73,223)**	(71,961)
- Finance	9	**(3,128)**	(1,952)
Share of (loss)/profit of associates and joint ventures	10	**(684)**	13,908
Profit before income tax		**76,481**	55,235
Income tax expense	11	**(20,281)**	(16,448)
Total profit		**56,200**	38,787
Profit attributable to:			
Equity holders of the Company		**45,325**	30,578
Non-controlling interests		**10,875**	8,209
		56,200	38,787
Earnings per share for profit attributable to equity holders of the Company (cents per share)			
- Basic and diluted	12	**9.44**	6.33

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

Consolidated Statement of Comprehensive Income

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2023

	Note	2023 $'000	2022 $'000
Total profit		**56,200**	38,787
Other comprehensive loss:			
Items that may be reclassified subsequently to profit or loss:			
Share of other comprehensive (loss)/income of associates and joint ventures	33	**(2,367)**	739
Currency translation differences arising from consolidation			
- Losses	33	**(19,217)**	(3,384)
- Reclassification	40(B)	**776**	-
Items that will not be reclassified subsequently to profit or loss:			
Remeasurement of retirement benefit obligation, net of tax		**(1,501)**	(213)
Financial assets, at fair value through other comprehensive income			
- Fair value (losses)/gains - equity investments	18(b), 33	**(3,517)**	240
Non-controlling interests' share of currency translation differences arising from consolidation	33	**(2,332)**	45
Other comprehensive loss, net of tax		**(28,158)**	(2,573)
Total comprehensive income		**28,042**	36,214
Total comprehensive income attributable to:			
Equity holders of the Company		**20,449**	27,707
Non-controlling interests		**7,593**	8,507
		28,042	36,214

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

Overview
Strategic Review
Financial Statements

Statements of Financial Position – Group and Company

AS AT 31 MARCH 2023

		Group		Company	
		31 March		31 March	
	Note	2023 $'000	2022 $'000	2023 $'000	2022 $'000
ASSETS					
Current assets					
Cash and cash equivalents	13	**326,188**	403,861	**34,449**	97,783
Trade receivables	14	**157,044**	123,730	**-**	-
Other receivables and prepayments	15	**93,785**	74,116	**11,923**	3,406
Loans to subsidiaries	16	**-**	-	**33,331**	29,485
Inventories	17	**4,312**	3,360	**-**	-
Finance lease receivables	22	**476**	522	**-**	-
Contract assets	4(b)	**62,048**	56,047	**-**	-
Investment securities	18	**6,207**	71,118	**6,207**	8,841
Derivative financial instruments	30	**676**	38	**306**	101
		650,736	732,792	**86,216**	139,616
Non-current assets					
Trade receivables	14	**26,708**	12,320	**-**	-
Other receivables and prepayments	15	**85,968**	74,240	**-**	-
Contract assets	4(b)	**385**	12	**-**	-
Investment securities	18	**30,213**	33,217	**-**	-
Property, plant and equipment	19	**19,158**	21,883	**276**	336
Right-of-use assets	21	**12,320**	8,577	**-**	-
Finance lease receivables	22	**20,485**	20,362	**-**	-
Investment properties	20	**48,662**	87,172	**-**	-
Intangible assets	23	**5,315**	153	**30**	30
Investments in associates	24	**21,408**	22,766	**-**	-
Investments in joint ventures	25	**199,331**	54,866	**-**	-
Investments in subsidiaries	26	**-**	-	**149,035**	84,801
Pension asset	31	**-**	730	**-**	-
Deferred income tax assets	27	**17,085**	15,275	**-**	-
		487,038	351,573	**149,341**	85,167
Total assets		**1,137,774**	1,084,365	**235,557**	224,783
LIABILITIES					
Current liabilities					
Trade and other payables	28	**231,565**	210,439	**3,582**	2,893
Lease liabilities		**4,230**	2,677	**-**	-
Income tax liabilities	11(b)	**21,884**	22,006	**409**	289
Loans from subsidiaries	16	**-**	-	**154,049**	142,702
Contract liabilities	4(b)	**198,435**	93,765	**-**	-
Borrowings	29	**2,303**	2,494	**-**	-
Derivative financial instruments	30	**-**	803	**-**	64
		458,417	332,184	**158,040**	145,948
Non-current liabilities					
Trade and other payables	28	**58,831**	53,269	**-**	-
Lease liabilities		**40,746**	50,020	**-**	-
Contract liabilities	4(b)	**1,885**	579	**-**	-
Borrowings	29	**3,353**	13,486	**-**	-
Pension liabilities	31	**787**	257	**-**	-
Deferred income tax liabilities	27	**2,961**	1,346	**-**	-
		108,563	118,957	**-**	-
Total liabilities		**566,980**	451,141	**158,040**	145,948
NET ASSETS		**570,794**	633,224	**77,517**	78,835
EQUITY					
Capital and reserves attributable to equity holders of the Company					
Share capital	32	**74,443**	74,443	**74,443**	74,443
Treasury shares	32	**(17,470)**	(13,505)	**(17,470)**	(13,505)
Other reserves	33	**(23,086)**	(2,026)	**2,398**	2,398
Retained profits	34	**419,154**	374,654	**18,146**	15,499
		453,041	433,566	**77,517**	78,835
Non-controlling interests	26	**117,753**	199,658	**-**	-
Total equity		**570,794**	633,224	**77,517**	78,835

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

Consolidated Statement of Changes in Equity

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2023

	Note	Share capital $'000	Treasury shares $'000	Other reserves $'000	Retained profits $'000	Total $'000	Non-controlling interests $'000	Total equity $'000
		← Attributable to equity holders of the Company →						
2023								
Beginning of financial year		**74,443**	**(13,505)**	**(2,026)**	**374,654**	**433,566**	**199,658**	**633,224**
Profit for the financial year		**-**	**-**	**-**	**45,325**	**45,325**	**10,875**	**56,200**
Other comprehensive loss for the financial year	33	**-**	**-**	**(23,376)**	**(1,500)**	**(24,876)**	**(3,282)**	**(28,158)**
Total comprehensive (loss)/income for the financial year		**-**	**-**	**(23,376)**	**43,825**	**20,449**	**7,593**	**28,042**
Dividends	34	**-**	**-**	**-**	**(19,255)**	**(19,255)**	**(3,062)**	**(22,317)**
Purchase of treasury shares	32	**-**	**(3,965)**	**-**	**-**	**(3,965)**	**-**	**(3,965)**
Acquisition of a subsidiary	40(A)	**-**	**-**	**-**	**-**	**-**	**(998)**	**(998)**
Capital contribution from non-controlling interests		**-**	**-**	**-**	**-**	**-**	**655**	**655**
Effect of acquisition of shares from non-controlling interests	40(C)	**-**	**-**	**2,316**	**19,930**	**22,246**	**(86,093)**	**(63,847)**
Total transactions with owners, recognised directly in equity		**-**	**(3,965)**	**2,316**	**675**	**(974)**	**(89,498)**	**(90,472)**
End of financial year		**74,443**	**(17,470)**	**(23,086)**	**419,154**	**453,041**	**117,753**	**570,794**
2022								
Beginning of financial year		74,443	(11,766)	(986)	385,262	446,953	218,720	665,673
Profit for the financial year		-	-	-	30,578	30,578	8,209	38,787
Other comprehensive (loss)/income for the financial year	33	-	-	(2,677)	(194)	(2,871)	298	(2,573)
Total comprehensive (loss)/income for the financial year		-	-	(2,677)	30,384	27,707	8,507	36,214
Employee share-based compensation								
- Value of employee services	33	-	-	614	-	614	523	1,137
- Treasury shares re-issued by a subsidiary	33	-	-	1,043	-	1,043	890	1,933
Dividends	34	-	-	-	(41,128)	(41,128)	(23,293)	(64,421)
Purchase of treasury shares	32,33	-	(1,739)	-	-	(1,739)	-	(1,739)
Purchase of treasury shares by a subsidiary	33	-	-	(169)	-	(169)	(147)	(316)
Effect of acquisition of shares from non-controlling interests		-	-	149	136	285	(5,542)	(5,257)
Total transactions with owners, recognised directly in equity		-	(1,739)	1,637	(40,992)	(41,094)	(27,569)	(68,663)
End of financial year		74,443	(13,505)	(2,026)	374,654	433,566	199,658	633,224

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

Consolidated Statement of Cash Flows

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2023

	2023 $'000	2022 $'000
Cash flows from operating activities		
Profit before income tax	**76,481**	55,235
Adjustments for:		
- Share of loss/(profit) of associates and joint ventures	**684**	(13,908)
- Elimination of share of unrealised construction, project management and acquisition fee margins	**221**	3,594
- Depreciation expenses	**9,971**	10,881
- Amortisation of intangible assets	**6**	677
- Impairment loss on intangible assets	**-**	721
- (Reversal of impairment loss)/Impairment loss of property, plant and equipment	**(25)**	962
- Write-off of investment property	**557**	-
- (Gain)/Loss on disposal of property, plant and equipment	**(6)**	3,018
- Gain on disposal of right-of-use assets	**(66)**	(57)
- Employee (including directors) share-based compensation expense	**-**	1,137
- Fair value losses/(gains) on financial assets, at FVPL	**374**	(3,343)
- Gain on disposal of subsidiaries	**(8,400)**	-
- Finance expenses	**3,128**	1,952
- Interest income	**(13,126)**	(8,112)
- Unrealised currency exchange losses/(gains)	**48**	(50)
	69,847	52,707
Change in working capital, net of effects from disposal of subsidiaries:		
- Trade receivables, other receivables and prepayments	**(65,603)**	(3,337)
- Inventories and contracts assets/liabilities	**104,626**	66,604
- Trade and other payables	**(19,951)**	(46,060)
- Derivative financial instruments	**(1,431)**	1,870
- Restricted bank deposit	**-**	3,500
Cash provided by operations	**87,488**	75,284
Interest received	**11,030**	2,332
Income tax paid	**(21,609)**	(22,653)
Net cash provided by operating activities	**76,909**	54,963

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

Consolidated Statement of Cash Flows

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2023

	Note	2023 $'000	2022 $'000
Cash flows from investing activities			
Proceeds from disposal of investment securities		**2,156**	3,038
Proceeds from disposal of property, plant and equipment		**932**	3,167
Proceeds from disposal of a subsidiary and joint ventures		**-**	519
Acquisition of subsidiaries, net of cash acquired	40(A)	**340**	-
Proceeds from repayment of loans by joint ventures		**-**	15,000
Proceeds from repayment of loan by an associate		**-**	1,555
Proceeds from repayment of loan by a related party		**-**	6,431
Refund of deposits paid for an investment		**17,125**	-
Dividends received from associates and joint ventures		**14,830**	15,182
Interest received on notes issued by an associate		**5,093**	3,524
Interest received on loan to a non-related party		**57**	78
Interest received on loan to a related party		**-**	1,585
Proceeds from repayment of loan by a non-related party		**1,970**	-
Loan to a non-related party		**(1,970)**	-
Purchase of investment securities, at FVPL		**(412)**	(65,780)
Purchase of property, plant and equipment		**(2,908)**	(3,597)
Additions to investment properties		**(652)**	(5,818)
Additions to intangible assets		**-**	(155)
Disposal of subsidiaries, net of cash disposed of	40(B)	**(4,312)**	-
Capital contributions to joint ventures		**(59,766)**	(1,906)
Notes issued by an associate		**(12,500)**	(13,750)
Loan to a joint venture		**(4,155)**	-
Investment in associates		**(2,720)**	(3,774)
Deposits paid for an investment		**-**	(12,297)
Net cash used in investing activities		**(46,892)**	(56,998)
Cash flows from financing activities			
Proceeds from borrowings		**2,878**	14,235
Capital contributions from non-controlling interests		**655**	-
Proceeds from treasury shares re-issued by a subsidiary		**-**	1,933
Purchase of treasury shares		**(3,965)**	(1,739)
Purchase of treasury shares by a subsidiary		**-**	(316)
Repayment of borrowings		**(4,934)**	(5,216)
Interest payment of borrowings		**(429)**	(225)
Principal payment of lease liabilities		**(2,313)**	(5,996)
Interest payment of lease liabilities		**(2,699)**	(1,727)
Payments to non-controlling shareholders for the purchase of shares in subsidiaries		**(63,847)**	(5,257)
Dividends paid to non-controlling interests		**(3,062)**	(23,293)
Dividends paid to equity holders of the Company		**(19,255)**	(41,128)
Net cash used in financing activities		**(96,971)**	(68,729)
Net decrease in cash and cash equivalents		**(66,954)**	(70,764)
Cash and cash equivalents			
Beginning of financial year		**403,861**	476,291
Effects of currency translation on cash and cash equivalents		**(10,719)**	(1,666)
End of financial year	13	**326,188**	403,861

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

Consolidated Statement of Cash Flows

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2023

Reconciliation of liabilities arising from financing activities

				Non-cash changes						
	1 April	Proceeds	Principal and interest payments	Addition during the financial year	Remeasurement/ Modification of lease liability	Interest capitalised	Interest expense	Disposal	Foreign exchange movement	31 March
	$'000	$'000	$'000	$'000	$'000	$'000	$'000	$'000	$'000	$'000
Borrowings										
2023	**15,980**	**2,878**	**(5,363)**	**-**	**-**	**-**	**429**	**(8,304)**	**36**	**5,656**
2022	6,968	14,235	(5,441)	-	-	-	225	-	(7)	15,980
Lease liabilities										
2023	**52,697**	**-**	**(5,012)**	**15,126**	**703**	**59**	**2,699**	**(19,704)**	**(1,592)**	**44,976**
2022	57,775	-	(7,723)	1,679	-	645	1,727	(1,581)	175	52,697

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

Notes to the Financial Statements

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2023

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

1. GENERAL INFORMATION

Boustead Singapore Limited (the "Company") is listed on the Singapore Exchange and incorporated and domiciled in Singapore. The address of its registered office and principal place of business is 82 Ubi Avenue 4, #08-01 Edward Boustead Centre, Singapore 408832.

The principal activity of the Company is that of an investment holding company. The principal activities of its significant associates, joint ventures and subsidiaries are set out in Notes 24, 25 and 26 respectively to the financial statements.

2. SIGNIFICANT ACCOUNTING POLICIES

2.1 Basis of preparation

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

The preparation of financial statements in conformity with SFRS(I)s requires management to exercise its judgements 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.

Interpretations and amendments to published standards effective on 1 April 2022

On 1 April 2022, the Group has adopted the new or amended SFRS(I) and Interpretations of SFRS(I) ("INT SFRS(I)") that are mandatory for application for the financial year. Changes to the Group's accounting policies have been made as required, in accordance with the transitional provisions in the respective SFRS(I) and INT SFRS(I).

The adoption of these new or amended SFRS(I) and INT SFRS(I) did not result in substantial changes to the Group's accounting policies and had no material effect on the amounts reported for the current or prior financial years.

2.2 Revenue

(a) Revenue from Real Estate

(i) Engineering & Construction contracts

The Group enters into contracts with customers to provide engineering & construction services which includes the design-and-build of buildings and facilities. Revenue is recognised when the control over the buildings and facilities has been transferred to the customer. At contract inception, the Group assesses whether the Group transfers control of the buildings and facilities over time or at a point in time by determining if (a) its performance does not create an asset with an alternative use to the Group; and (b) the Group has an enforceable right to payment for performance completed to date.

The buildings and facilities have no alternative use to the Group due to contractual restriction. The Group has also enforceable rights to payment arising from the contractual terms. For these contracts, revenue is recognised over time by reference to the progress towards satisfaction of performance obligations under the contracts. Measurement of progress is determined based on the proportion of contract costs incurred to date to the estimated total contract costs ("input method"). Costs incurred that are not related to the contract or that do not contribute towards satisfying a performance obligation are excluded from the measure of progress and instead are expensed as incurred.

Management has determined that input method provides a faithful depiction of the Group's performance in transferring control over the buildings and facilities to the customers, as it reflects the Group's efforts incurred to date relative to the total inputs expected to be incurred for the buildings and facilities.

Notes to the Financial Statements

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2023

2. SIGNIFICANT ACCOUNTING POLICIES (cont'd)

2.2 Revenue (cont'd)

(a) Revenue from Real Estate (cont'd)

(i) Engineering & Construction contracts (cont'd)

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

Revenue from Engineering & Construction contracts are also adjusted with variations to the contracts claimable from customers, as well as liquidated damages due to delays or other causes, payable to customers.

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

Based on the Group's experience with similar types of contracts, variable consideration is typically constrained and is included in the transaction only to the extent that it is highly probable that a significant reversal in the amount of cumulative revenue recognised will not occur when the uncertainty associated with the variable consideration is subsequently resolved.

The customer is invoiced on a progressive work certification basis. If the value of the progress work transferred by the Group exceeds the billings to customers, a contract asset is recognised. If the billings to customers exceed the value of the goods transferred, a contract liability is recognised.

(ii) Management fee income

Management fee from provision of project and development services, asset, property and lease management services are recognised over time as the services are rendered, except for acquisition and performance fees which are recognised at a point in time as and when the services are rendered.

(iii) Sale of industrial properties

Gain from the sale of industrial properties is recognised when all the following conditions are satisfied:

- the Group has transferred to the buyer the control of the industrial properties;
- the Group retains neither continuing managerial involvement to the degree usually associated with ownership nor effective control over the industrial properties sold;
- the amount of gain can be measured reliably;
- it is probable that the economic benefits associated with the transaction will flow to the Group; and
- the costs incurred or to be incurred in respect of the transaction can be measured reliably.

(iv) Property rental

Please refer to Note 2.17 for the accounting policy for rental income.

2. SIGNIFICANT ACCOUNTING POLICIES (cont'd)

2.2 Revenue (cont'd)

(b) Revenue from Energy Engineering

(i) Engineering contracts

The Group enters into contracts with customers to design and supply plants in the oil & gas, petrochemical and power industries. Revenue is recognised when the control over the plant has been transferred to the customer. At contract inception, the Group assesses whether the Group transfers control of the plant over time or at a point in time by determining if (a) its performance does not create an asset with an alternative use to the Group; and (b) the Group has an enforceable right to payment for performance completed to date.

The plants have no alternative use for the Group due to contractual restriction and the Group has enforceable rights to payment arising from the contractual terms. For these contracts, revenue is recognised over time by reference to the Group's progress towards completing the construction of the plants. The measure of progress is determined based on the proportion of contract costs incurred to date relative to the estimated total contract costs ("input method"), except where this would not be representative of the stage of completion. Costs incurred that are not related to the contract or that do not contribute towards satisfying a performance obligation are excluded from the measure of progress and instead are expensed as incurred.

Management has determined that input method provides a faithful depiction of the Group's performance in transferring control over the plants to the customers, as it reflects the Group's efforts incurred to date relative to the total inputs expected to be incurred for the plants.

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

Revenue from Energy Engineering contracts are also adjusted with variations to the contracts claimable from customers, as well as liquidated damages due to delays or other causes, payable to customers.

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

Based on the Group's experience with similar types of contracts, variable consideration is typically constrained and is included in the transaction only to the extent that it is highly probable that a significant reversal in the amount of cumulative revenue recognised will not occur when the uncertainty associated with the variable consideration is subsequently resolved.

The customer is invoiced on a milestone payment schedule. If the value of the progress work transferred by the Group exceeds the billings to customers, a contract asset is recognised. If the billings to customers exceed the value of the goods transferred, a contract liability is recognised.

(ii) Sale of products

The Group sells spare parts. Sales are recognised when control of the products has been transferred to its customer, being when the products are delivered to the customer.

Revenue is recognised based on the price specified in the contract. No element of financing is deemed present as the sales are made with a credit term which is consistent with market practice.

Notes to the Financial Statements

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2023

2. SIGNIFICANT ACCOUNTING POLICIES (cont'd)

2.2 Revenue (cont'd)

(b) Revenue from Energy Engineering (cont'd)

(iii) Services

Revenue from maintenance services is recognised in the accounting period in which the services are rendered.

The customers are invoiced at the end of the contract. No element of financing is deemed present as the services are made with a credit term which is consistent with market practice.

(c) Revenue from Geospatial

The Group distributes geospatial software and licences and provide related maintenance and other services. A geospatial contract may contain single promised goods or service ("performance obligation" or "PO") or multiple POs.

(i) Sale of products – Software and licences

Revenue from sale of software and licences are recognised when control of the products has been transferred to its customer, being when the licence key is provided to the customer. Revenue from these sales is measured based on the price specified in the contract or the allocated amount when the customer contract contains multiple POs. No element of financing is deemed present as the sales are made with a credit term which is consistent with market practice.

When a customer is not invoiced at the point when the software licence key is provided, a contract asset representing unbilled revenue is recognised. No element of financing is deemed present as the sales are made with a credit term which is consistent with market practice.

(ii) Maintenance and other services

Revenue from maintenance and other services is recognised in the accounting period in which the services are rendered. For fixed-price contracts, revenue is recognised on a straight-line basis over the term of the contract. Revenue from these services is measured based on the price specified in the contract or the allocated amount when the customer contract contains multiple POs.

When a customer is invoiced at commencement of the contract, a contract liability is recognised for the amounts invoiced but services not yet rendered. No element of financing is deemed present as the sales are made with a credit term which is consistent with market practice.

(iii) Enterprise Agreements ("EA")

The Group enters into EA with customers where the agreements contain multiple POs, such as the delivery of licenses, maintenance and other services. In such a case, the transaction price is allocated to each PO in the contract. Revenue is recognised when each of the PO is satisfied.

For prepaid maintenance contract costs which are within the scope of another SFRS(I), these have been accounted for in accordance with those other SFRS(I). If these are not within the scope of another SFRS(I), the Company will capitalise these as prepaid maintenance contract costs only if (a) these costs relate directly to a contract or an anticipated contract which the Company can specifically identify; (b) these costs generate or enhance resources of the Company 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 prepaid maintenance contract costs are subsequently amortised on a systematic basis as the Company recognises the related revenue over time. An impairment loss is recognised in the profit or loss to the extent that the carrying amount of capitalised prepaid maintenance contract costs exceeds the expected remaining consideration less any directly related costs not yet recognised as expenses.

2. SIGNIFICANT ACCOUNTING POLICIES (cont'd)

2.2 Revenue (cont'd)

(d) Revenue from Healthcare

(i) Sale of medical products

The Group distributes medical products. Sales are recognised when control of the products has been transferred to its customer, being when the products are delivered to the customer.

Revenue is recognised based on the price specified in the contract. The Group's obligation to provide a refund for faulty products under the standard warranty terms is recognised as a provision. Provision is made for estimated warranty claims in respect of products sold which are still under warranty at the end of the reporting period. No element of financing is deemed present as the sales are made with a credit term which is consistent with market practice.

A receivable (financial asset) is recognised when the goods are delivered as this is the point in time that the consideration is unconditional and only the passage of time is required before payment is due.

(ii) Rendering of services

The Group provides preventive maintenance services.

Revenue arising from services is recognised in the accounting period in which the services are rendered. Revenue is recognised when the Group satisfies a performance obligation by transferring a promised service to the customer, which is when the customer obtains control of the service.

(iii) Project revenue

The Group enters into agreement with customers to sell training devices where the agreement contains multiple POs, such as engineering design reviews, factory acceptance tests, delivery of goods and site acceptance tests. In such a case, the transaction price is allocated to each performance obligation in the contract.

Project revenue is recognised overtime by reference to the progress towards satisfaction of performance obligations under the project. Measurement of progress of the projects at the reporting date is based on the proportion of contract costs incurred to-date over the estimated total contact costs.

The Group will bill progressively to customer in accordance to the billing terms in sales contract and customer are required to pay within 7 to 30 days from the invoice date. No element of financing is deemed present.

(e) Interest income

Interest income, including income arising from financial instruments, is recognised using the effective interest method.

(f) Dividend income

Dividend income is recognised when the right to receive payment is established, it is probable that the economic benefits associated with the dividend will flow to the Group, and the amount of dividend can be reliably measured.

Notes to the Financial Statements

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2023

2. SIGNIFICANT ACCOUNTING POLICIES (cont'd)

2.3 Government grants

Grants from the government are recognised as a receivable at their fair value when there is reasonable assurance that the grant will be received and the Group will comply with all the attached conditions.

Government grants receivable are recognised as income over the periods necessary to match them with the related costs which they are intended to compensate, on a systematic basis. Government grants relating to expenses are deducted against the related expenses.

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

2.4 Group accounting

(a) Subsidiaries

(i) Consolidation

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

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

Non-controlling interests comprise the portion of a subsidiary's net results of operations and its net assets, which is attributable to the interests that are not owned directly or indirectly by the equity holders of the Company. They are shown separately in the consolidated income statement, consolidated statement of comprehensive income, statement of changes in equity and statement of financial position. Total comprehensive income is attributed to the non-controlling interests based on their respective interests in a subsidiary, even if this results in the non-controlling interests having a deficit balance.

(ii) Acquisitions

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

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

Acquisition-related costs are expensed as incurred.

Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are, with limited exceptions, measured initially at their fair values at the acquisition date.

On an acquisition-by-acquisition basis, the Group recognises any non-controlling interest in the acquiree at the date of acquisition either at fair value or at the non-controlling interest's proportionate share of the acquiree's identifiable net assets.

The excess of (a) the consideration transferred, the amount of any non-controlling interest in the acquiree and the acquisition-date fair value of any previous equity interest in the acquiree over the (b) fair value of the identifiable net assets acquired, is recorded as goodwill.

2. SIGNIFICANT ACCOUNTING POLICIES (cont'd)

2.4 Group accounting (cont'd)

(a) Subsidiaries (cont'd)

(iii) Disposals

When a change in the Group's ownership interest in a subsidiary results in a loss of control over the subsidiary, the assets and liabilities of the subsidiary including any goodwill are derecognised. Amounts previously recognised in other comprehensive income in respect of that entity are also reclassified to profit or loss or transferred directly to retained earnings if required by a specific Standard.

Any retained equity interest in the entity is remeasured at fair value. The difference between the carrying amount of the retained interest at the date when control is lost and its fair value is recognised in profit or loss.

Please refer to Note 2.5 for the accounting policy on investments in subsidiaries in the separate financial statements of the Company.

(b) Transactions with non-controlling interests

Changes in the Group's ownership interest in a subsidiary that do not result in a loss of control over the subsidiary are accounted for as transactions with equity owners of the Company. Any difference between the change in the carrying amounts of the non-controlling interest and the fair value of the consideration paid or received is recognised within equity attributable to the equity holders of the Company.

(c) Associates and joint ventures

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

Joint ventures are entities over which the Group has joint control as a result of contractual arrangements, and rights to the net assets of the entities.

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

(i) Acquisitions

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

Notes to the Financial Statements

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2023

2. SIGNIFICANT ACCOUNTING POLICIES (cont'd)

2.4 Group accounting (cont'd)

(c) Associates and joint ventures (cont'd)

(ii) Equity method of accounting

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

Unrealised gains on transactions between the Group and its associates or joint ventures are eliminated to the extent of the Group's interest in the associates or joint ventures. Unrealised losses are also eliminated unless the transactions provide evidence of impairment of the assets transferred. The elimination of unrealised gains and losses are made through "investments in associates" and "investments in joint ventures" on the statement of financial position and a proportionate reduction in "revenue", "cost of sales" and "other gains - net" on the consolidated income statement. The accounting policies of associates or joint ventures are changed where necessary to ensure consistency with the accounting policies adopted by the Group.

(iii) Disposals

When there are changes in the interest in associates or joint ventures, without losing significant influence or joint control, the difference between the carrying amount of the interest disposed and proceeds is recognised in profit or loss.

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

2.5 Investments in subsidiaries

Investments in subsidiaries are carried at cost less accumulated impairment losses in the Company's statement of financial position. On disposal of such investments, the difference between disposal proceeds and the carrying amounts of the investments are recognised in profit or loss.

Notes to the Financial Statements
FOR THE FINANCIAL YEAR ENDED 31 MARCH 2023

2. SIGNIFICANT ACCOUNTING POLICIES (cont'd)

2.6 Property, plant and equipment

(a) Measurement

Property, plant and equipment are initially recognised at cost and subsequently carried at cost less accumulated depreciation and 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.

(b) Depreciation

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

	Useful lives
Buildings	40 - 50 years
Leasehold property	20 years
Fit outs	2 - 12 years
Machinery and equipment	2 - 15 years
Furniture, office equipment and motor vehicles	2 - 20 years
Medical equipment and operating assets	3 - 5 years

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

(c) Subsequent expenditure

Subsequent expenditure relating to property, plant and equipment that has already been recognised is added to the carrying amount of the asset only when it is probable that future economic benefits associated with the item will flow to the 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.

(d) Disposal

On disposal of an item of property, plant and equipment, the difference between the disposal proceeds and its carrying amount is recognised in profit or loss.

2.7 Intangible assets

(a) Goodwill

Goodwill on acquisitions of subsidiaries and businesses represents the excess of (i) the sum of the consideration transferred, the amount of any non-controlling interest in the acquiree and the acquisition-date fair value of any previous equity interest in the acquiree over (ii) the fair value of the identifiable net assets acquired. Goodwill on subsidiaries is recognised separately as intangible assets and carried at cost less accumulated impairment losses.

Goodwill on acquisitions of joint ventures and associates represents the excess of the cost of the acquisition over the Group's share of the fair value of the identifiable net assets acquired. Goodwill on associates and joint ventures is included in the carrying amount of the investments.

Gains and losses on the disposal of subsidiaries, associates and joint ventures include the carrying amount of goodwill relating to the entity sold.

Notes to the Financial Statements

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2023

2. SIGNIFICANT ACCOUNTING POLICIES (cont'd)

2.7 Intangible assets (cont'd)

(b) Acquired trademarks

Trademarks acquired are initially recognised at cost and are subsequently carried at cost less accumulated amortisation and accumulated impairment losses. These costs are amortised to profit or loss using the straight-line method over 6 years, which is the shorter of their estimated useful lives and periods of contractual rights.

Costs associated with trademarks and trademarks renewals are expensed off when incurred.

(c) Contract backlogs

Contract backlogs is initially recognised at cost and is subsequently carried at cost less accumulated amortisation and accumulated impairment losses. These costs are amortised to profit or loss using the straight-line method over 1 to 3 years, which is the shorter of their estimated useful life and period of contractual right or remaining period to complete the contracts.

(d) Software development

Costs directly attributable to the development of software is capitalised as intangible asset only if development costs can be measured reliably, the software is technically and commercially feasible, future economic benefits are probable and the Group intends to and has sufficient resources to complete development and to use or sell the software. Such costs include purchase of materials and services and payroll-related costs of employees directly involved in the development of the software. These costs are amortised using the straight-line method over their estimated useful lives of 3 years. Research costs are recognised as expense when incurred.

The amortisation period and amortisation method of intangible assets are reviewed at least at each reporting date. The effects of any revision are recognised in profit or loss when the changes arise.

(e) Intellectual property

Intellectual property rights are measured at cost less accumulated amortisation and accumulated impairment losses. Amortisation is recognised in profit or loss on a straight-line basis over the estimated useful life of 10 years.

2.8 Investment properties

Investment properties are properties and right-of-use assets relating to leasehold land that are held for long-term rental yields and/or for capital appreciation. Investment properties include properties that are being constructed or developed for future use as investment properties.

Investment properties are initially carried at cost and subsequently carried at cost less accumulated depreciation and accumulated impairment losses. Cost includes land cost, related acquisition expenses, construction costs and finance costs incurred during the period of construction.

Depreciation is calculated using the straight-line method to allocate depreciable amounts over the estimated useful lives of 12 to 50 years for leasehold land and buildings and 15 years for machinery and equipment. No depreciation is provided for investment properties under construction and depreciation commences when the asset is ready for its intended use. The estimated useful lives and depreciation method are reviewed at each reporting date, with the effect of any changes in estimate accounted for on a prospective basis.

The cost of major renovations and improvements is capitalised and the carrying amounts of the replaced components are recognised in profit or loss. The cost of maintenance, repairs and minor improvements is recognised in profit or loss when incurred.

On disposal of an investment property, the difference between the disposal proceeds and the carrying amount is recognised in profit or loss.

2. SIGNIFICANT ACCOUNTING POLICIES (cont'd)

2.9 Impairment of non-financial assets

(a) *Goodwill*

Goodwill recognised separately as an intangible asset is tested for impairment annually and whenever there is indication that the goodwill may be impaired.

For the purpose of impairment testing of goodwill, goodwill is allocated to each of the Group's cash-generating-units ("CGU") expected to benefit from synergies arising from the business combination.

An impairment loss is recognised when the carrying amount of a CGU, including the goodwill, exceeds the recoverable amount of the CGU. The recoverable amount of a CGU is the higher of the CGU's fair value less cost to sell and value-in-use.

The total impairment loss of a CGU is allocated first to reduce the carrying amount of goodwill allocated to the CGU and then to the other assets of the CGU pro-rata on the basis of the carrying amount of each asset in the CGU.

An impairment loss on goodwill is recognised as an expense and is not reversed in a subsequent period.

(b) *Intangible assets (other than goodwill)*
Property, plant and equipment
Investment properties
Right-of-use assets
Investments in subsidiaries, associates and joint ventures

Intangible assets (other than goodwill), property, plant and equipment, investment properties, right-of-use assets and investments in subsidiaries, associates and joint ventures are tested for impairment whenever there is any objective evidence or indication that these assets may be impaired.

For the purpose of impairment testing, the recoverable amount (i.e. the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. If this is the case, the recoverable amount is determined for the CGU to which the asset belongs.

If the recoverable amount of the asset (or CGU) is estimated to be less than its carrying amount, the carrying amount of the asset (or CGU) is reduced to its recoverable amount.

The difference between the carrying amount and recoverable amount is recognised as an impairment loss in profit or loss.

For an asset other than goodwill, management assesses at the end of the reporting period whether there is any indication that an impairment recognised in prior periods may no longer exist or may have decreased. If any such indication exists, the recoverable amount of that asset is estimated and may result in a reversal of impairment loss. The carrying amount of this asset is increased to its revised recoverable amount, provided that this amount does not exceed the carrying amount that would have been determined (net of any accumulated amortisation or depreciation) had no impairment loss been recognised for the asset in prior years.

A reversal of impairment loss for an asset other than goodwill is recognised in profit or loss.

Notes to the Financial Statements

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2023

2. SIGNIFICANT ACCOUNTING POLICIES (cont'd)

2.10 Financial assets

(a) Classification and measurement

The Group classifies its financial assets in the following measurement categories:

- Amortised cost;
- Fair value through other comprehensive income ("FVOCI"); and
- Fair value through profit or loss ("FVPL").

The classification of debt instruments depends on the Group's business model for managing the financial assets as well as the contractual terms of the cash flows of the financial assets.

Financial assets with embedded derivatives are considered in their entirety when determining whether their cash flows are solely payment of principal and interest.

The Group reclassifies debt instruments when and only when its business model for managing those assets changes.

At initial recognition

At initial recognition, the Group measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs that are directly attributable to the acquisition of the financial assets. Transaction costs of financial assets carried at fair value through profit or loss are expensed in profit or loss.

At subsequent measurement

(i) Debt instruments

Debt instruments of the Group mainly comprise of cash and bank deposits, trade and other receivables, unlisted debt securities and loans/notes to subsidiaries, associates and joint ventures.

There are three prescribed subsequent measurement categories, depending on the Group's business model for managing the assets and the cash flow characteristics of the asset:

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

- FVOCI: Debt instruments that are held for collection of contractual cash flows and for sale, and where the assets' cash flows represent solely payments of principal and interest, are classified as FVOCI. Movements in fair values are recognised in Other Comprehensive Income ("OCI") and accumulated in fair value reserve, except for the recognition of impairment gains or losses, interest income and foreign exchange gains and losses, which are recognised in profit and loss. When the financial asset is derecognised, the cumulative gain or loss previously recognised in OCI is reclassified from equity to profit or loss and presented in "other gains - net". Interest income from these financial assets is recognised using the effective interest rate method and presented in "interest income".

- FVPL: Debt instruments that are held for trading as well as those that do not meet the criteria for classification as amortised cost or FVOCI are classified as FVPL. Movement in fair values and interest income is recognised in profit or loss in the period in which it arises and presented in "other gains - net".

2. SIGNIFICANT ACCOUNTING POLICIES (cont'd)

2.10 Financial assets (cont'd)

(a) Classification and measurement (cont'd)

<u>At subsequent measurement</u> (cont'd)

(ii) Equity instruments

The Group subsequently measures all its equity instruments at their fair values. Equity instruments are classified as FVPL with movements in their fair values recognised in profit or loss in the period in which the changes arise and presented in "other gain - net", except for those equity securities which are not held for trading.

The Group has elected to recognise changes in fair value of equity investments not held for trading in OCI as these are strategic investments and the Group considered this to be more relevant. Movements in fair values of investments classified as FVOCI are presented as "fair value gains and losses" in OCI. Dividends from equity investments are recognised in profit or loss as "dividend income".

(b) Impairment

The Group assesses on a forward looking basis the expected credit losses associated with its debt financial assets carried at amortised cost and FVOCI. The impairment methodology applied depends on whether there has been a significant increase in credit risk. Note 37 details how the Group determines whether there has been a significant increase in credit risk.

For trade receivables, other receivables, lease receivables and contract assets, the Group applies the simplified approach permitted by the SFRS(I) 9, which requires expected lifetime losses to be recognised from initial recognition of the receivables.

(c) Recognition and derecognition

Regular way purchases and sales of financial assets are recognised on trade date - the date on which the Group commits to purchase or sell the asset.

Financial assets are derecognised when the rights to receive cash flows from the financial assets have expired or have been transferred and the Group has transferred substantially all risks and rewards of ownership.

On disposal of a debt instrument, the difference between the carrying amount and the sale proceeds is recognised in profit or loss. Any amount previously recognised in other comprehensive income relating to that asset is reclassified to profit or loss.

On disposal of an equity investment, the difference between the carrying amount and sales proceed is recognised in profit or loss if there was no election made to recognise fair value changes in other comprehensive income. If there was an election made, any difference between the carrying amount and sales proceed amount would be recognised in other comprehensive income and transferred to retained profits along with the amount previously recognised in other comprehensive income relating to that asset.

Notes to the Financial Statements

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2023

2. SIGNIFICANT ACCOUNTING POLICIES (cont'd)

2.11 Offsetting of financial instruments

Financial assets and liabilities are offset and the net amount reported in the statement of financial position when there is a legally enforceable right to offset and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously.

2.12 Financial guarantees

The Group and Company has given guarantees in favour of banks in respect of banking and loan facilities granted to its subsidiaries, an associate, a joint venture and a subsidiary of an associate. These guarantees are financial guarantees as they require the Company to reimburse the banks if the subsidiaries, an associate, a joint venture and a subsidiary of an associate 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) amount initially recognised less the cumulative amount of income recognised in accordance with the principles of SFRS(I) 15; and

(b) the amount of expected loss allowance computed using impairment methodology under SFRS(I) 9.

2.13 Borrowings

Borrowings 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 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.

2.14 Borrowing costs

Borrowing costs are recognised in profit or loss using the effective interest method except for those costs that are directly attributable to the construction or development of properties and assets under construction. This includes those costs on borrowings acquired specifically for the construction or development of properties and assets under construction, as well as those in relation to general borrowings used to finance the construction or development of properties and assets under construction.

The actual borrowing costs incurred during the period up to the issuance of the temporary occupation permit less any investment income on temporary investment of these borrowings, are capitalised in the cost of the property under development.

2.15 Trade and other payables

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

Trade and other payables are initially recognised at fair value, and subsequently carried at amortised cost using the effective interest method.

2. SIGNIFICANT ACCOUNTING POLICIES (cont'd)

2.16 Derivatives financial instruments and hedging activities

A derivative financial instrument is initially recognised at its fair value on the date the contract is entered into and is subsequently carried at its fair value. The method of recognising the resulting gain or loss depends on whether the derivative is designated as a hedging instrument, and if so, the nature of the item being hedged.

Fair value changes on derivatives that are not designated or do not qualify for hedge accounting are recognised in profit or loss when the changes arise.

The Group documents at the inception of the transaction the relationship between the hedging instruments and hedged items, as well as its risk management objective and strategies for undertaking various hedging transactions. The Group also documents its assessment, both at hedge inception and on an ongoing basis on whether the hedging relationship meets the hedge effectiveness requirements under SFRS(I) 9.

The carrying amount of a derivative designated as a hedge is presented as a non-current asset or liability if the remaining expected life of the hedged item is more than 12 months, and as a current asset or liability if the remaining expected life of the hedged item is less than 12 months. The fair value of a trading derivative is presented as a current asset or liability.

The following hedge in placed qualified as cash flow hedge under SFRS(I) 9. The Group's management strategies and hedge documentation are aligned with the requirements of SFRS(I) 9 and are thus treated as continuing hedges.

Cash flow hedge - Interest rate swaps

The Group has entered into interest rate swaps that are cash flow hedges for the Group's exposure to interest rate risk on its borrowings. These contracts entitle the Group to receive interest at floating rates on notional principal amounts and oblige the Group to pay interest at fixed rates on the same notional principal amounts, thus allowing the Group to raise borrowings at floating rates and swap them into fixed rates.

The fair value changes on the effective portion of interest rate swaps designated as cash flow hedges are recognised in other comprehensive income, accumulated in the hedging reserve and reclassified to profit or loss when the hedged interest expense on the borrowings is recognised in profit or loss. The fair value changes on the ineffective portion of interest rate swaps are recognised immediately in profit or loss.

2.17 Leases

(i) When the Group is the lessee:

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

- **Right-of-use assets**

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

  The right-of-use asset is subsequently depreciated using the straight-line method from the commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term.

  Right-of-use assets (except for those which meets the definition of an investment property) are presented within "Right-of-use assets".

  Right-of-use assets which meet the definition of an investment property is presented within "Investment properties" and accounted for in accordance with Note 2.8.

Notes to the Financial Statements

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2023

2. SIGNIFICANT ACCOUNTING POLICIES (cont'd)

2.17 Leases (cont'd)

(i) When the Group is the lessee: (cont'd)

- **Lease liabilities**

  The initial measurement of lease liability is measured at the present value of the lease payments discounted using the implicit rate in the lease, if the rate can be readily determined. If that rate cannot be readily determined, the Group shall use its incremental borrowing rate.

  Lease payments include the following:

  - Fixed payment (including in-substance fixed payments), less any lease incentives receivables;
  - Variable lease payment that are based on an index or rate, initially measured using the index or rate as at the commencement date;
  - Amount expected to be payable under residual value guarantees;
  - The exercise price of a purchase option if reasonably certain to exercise the option; and
  - Payment of penalties for terminating the lease, if the lease term reflects the Group exercising that option.

  For contracts that contain both lease and non-lease components, the Group allocates the consideration to each lease component on the basis of the relative stand-alone price of the lease and non-lease component. The Group has elected to not separate lease and non-lease components for property leases and account for these as one single lease component.

  Lease liabilities are measured at amortised cost using the effective interest method. Lease liabilities shall be remeasured when:

  - There is a change in future lease payments arising from changes in an index or rate;
  - There is a change in the Group's assessment of whether it will exercise an extension option; or
  - There is modification in the scope or the consideration of the lease that was not part of the original term.

  Lease liabilities are remeasured with a corresponding adjustment to the right-of-use asset, or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

- **Short-term and low value leases**

  The Group has elected to not recognise right-of-use assets and lease liabilities for short-term leases that have lease terms of 12 months or less and low value leases. Lease payments relating to these leases are expensed to profit or loss on a straight-line basis over the lease term.

- **Variable lease payments**

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

2. SIGNIFICANT ACCOUNTING POLICIES (cont'd)

2.17 Leases (cont'd)

(ii) When the Group is the lessor:

The Group leased out investment properties and properties held for sale under operating leases and sub-leases its right-of-use of a leasehold land to non-related parties.

- **Lessor – Operating leases**

  Leases where the Group retains substantially all risks and rewards incidental to ownership are classified as operating leases. Rental income from operating leases (net of any incentives given to the lessees) is recognised in profit or loss on a straight-line basis over the lease term.

  Initial direct costs incurred by the Group in negotiating and arranging operating leases are added to the carrying amount of the leased assets and recognised as an expense in profit or loss over the lease term on the same basis as the lease income.

  Contingent rents are recognised as income in profit or loss when earned.

- **Lessor – Subleases**

  In classifying a sublease, the Group as an intermediate lessor classifies the sublease as a finance or an operating lease with reference to the right-of-use asset arising from the head lease, rather than the underlying asset.

  When the sublease is assessed as a finance lease, the Group derecognises the right-of-use asset relating to the head lease that it transfers to the sublessee and recognises the net investment in the sublease within "Finance lease receivables". Any differences between the right-of-use asset derecognised and the net investment in sublease is recognised in profit or loss. Lease liability relating to the head lease is retained in the statement of financial position, which represents the lease payments owed to the head lessor.

  When the sublease is assessed as an operating lease, the Group recognises lease income from sublease in profit or loss within "interest income". The right-of-use asset relating to the head lease is not derecognised.

  For a contract which contains lease and non-lease components, the Group allocates the consideration based on a relative stand-alone selling price basis.

2.18 Inventories

Inventories are carried at the lower of cost and net realisable value. Cost is determined using the weighted average method. Costs comprise direct materials and, where applicable, direct labour costs and those overheads that have been incurred in bringing the inventories to their present location and condition. Net realisable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and applicable variable selling expenses.

Notes to the Financial Statements

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2023

2. SIGNIFICANT ACCOUNTING POLICIES (cont'd)

2.19 Income taxes

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

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

A deferred income tax liability is recognised on temporary differences arising on investments in subsidiaries, associates and joint ventures, 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.

2.20 Provisions

Provisions are recognised when the Group has a present legal or constructive obligation as a result of past events, it is more likely than not that an outflow of resources will be required to settle the obligation and the amount has been reliably estimated.

Present obligations arising under onerous contracts are recognised and measured as provisions. An onerous contract is considered to exist where the Group has a contract under which the unavoidable costs of meeting the obligations under the contract exceed the economic benefits expected to be received under it.

Provisions are measured at the present value of the expenditure expected to be required to settle the obligation using a pre-tax discount rate that reflects the current market assessment of the time value of money and the risks specific to the obligation. The increase in the provision due to the passage of time is recognised in the consolidated income statement as finance expense.

Changes in the estimated timing or amount of the expenditure or discount rate are recognised in profit or loss when the changes arise.

2. SIGNIFICANT ACCOUNTING POLICIES (cont'd)

2.21 Employee compensation

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

(a) Post-employment benefits

The Group operates both defined benefit and defined contribution post-employment benefit plans in accordance with local conditions and practices in the countries in which it operates.

(i) 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. The Group's contributions are recognised as employee compensation expense when they are due.

(ii) Defined benefit plans

Defined benefit plans are post-employment benefit pension plans other than defined contribution plans. Defined benefit plans typically define the amount of benefit that an employee will receive on or after retirement, usually dependent on one or more factors such as age, years of service and compensation.

The liability recognised in the statement of financial position in respect of a defined benefit pension plan is the present value of the defined benefit obligation at the reporting date less the fair value of plan assets, together with adjustments for unrecognised past-service costs. The defined benefit obligation is determined with reference to actuarial valuations issued by independent actuaries using the attained age method which will yield the same actuarial liability amount as the projected unit credit method. The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows using market yields of high quality corporate bonds that are denominated in the currency in which the benefits will be paid, and have tenures approximating to that of the related post-employment benefit obligations. The resulting defined benefit asset or liability is presented separately as other non-current asset or liability.

Actuarial gains and losses arising from experience adjustments and changes in actuarial assumptions are charged or credited to other comprehensive income in the period when they arise. The experience adjustments are not to be classified to profit or loss in a subsequent period.

Past service costs are recognised immediately in profit or loss.

(b) Employee share-based compensation

The Group operates an equity-settled, share-based compensation plan. The value of the employee services received in exchange for the grant of share awards is recognised as an expense with a corresponding increase in the share-based compensation reserve over the vesting period. The total amount to be recognised over the vesting period is determined by reference to the fair value of the share awards granted on grant date. Non-market vesting conditions are included in the estimation of the number of shares under share awards that are expected to vest on the vesting date. At each reporting date, the Group revises its estimates of the number of shares under award that are expected to vest on the vesting date and recognises the impact of the revision of the estimates in profit or loss, with a corresponding adjustment to the share-based compensation reserve, over the remaining vesting period.

When the share awards are vested, the related balance previously recognised in the share-based compensation reserve are credited either to share capital account, when new ordinary shares are issued, or to the "treasury shares" account, when treasury shares are re-issued to the employees.

Notes to the Financial Statements

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2023

2. SIGNIFICANT ACCOUNTING POLICIES (cont'd)

2.22 Currency translation

(a) *Functional and presentation currency*

Items included in the financial statements of each entity in the Group are measured using the currency of the primary economic environment in which the entity operates ("functional currency"). The financial statements are presented in Singapore Dollars ("presentation currency"), which is the functional currency of the Group.

(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. However, in the consolidated financial statements, currency translation differences arising from net investment in foreign operations, and any fair value changes on the effective portion of derivative financial instruments designated and qualifying as net investment hedge are recognised in other comprehensive income and accumulated in the foreign currency translation reserve.

When a foreign operation is disposed of, 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 foreign exchange gains and losses impacting profit or loss are presented in the income statement within "other gains - net".

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

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

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

(iii) all resulting currency translation differences are recognised in other comprehensive income and accumulated in the foreign currency translation reserve. These currency translation differences are reclassified to profit or loss on disposal or partial disposal with loss of control of the foreign operation.

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. SIGNIFICANT ACCOUNTING POLICIES (cont'd)

2.23 Segment reporting

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

2.24 Cash and cash equivalents

For the purpose of presentation in the consolidated statement of cash flows, cash and cash equivalents include cash on hand, deposits with financial institutions which are subject to an insignificant risk of change in value and bank overdraft, if any. For cash subjected to restriction, assessment is made on the economic substance of the restriction and whether they meet the definition of cash and cash equivalents.

2.25 Share capital and treasury shares

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

When any entity within the Group purchases the Company's ordinary shares ("treasury shares"), the carrying amount which includes the consideration paid and any directly attributable transaction cost is presented as a component within equity attributable to the Company's equity holders, until they are cancelled, sold or reissued.

When treasury shares are subsequently cancelled, the costs of treasury shares are deducted against the share capital account if the shares are purchased out of capital of the Company, or against the retained profits of the Company if the shares are purchased out of earnings of the Company.

When treasury shares are subsequently sold or reissued pursuant to an employee share option scheme, the cost of treasury shares is reversed from the treasury share account and the realised gain or loss on sale or reissue, net of any directly attributable incremental transaction costs and related income tax, is recognised in the capital reserve.

2.26 Dividends to the Company's shareholders

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

Notes to the Financial Statements

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2023

3. CRITICAL ACCOUNTING ESTIMATES, ASSUMPTIONS AND JUDGEMENTS

In preparing these financial statements and applying the Group's accounting policies as described in Note 2, management has applied judgements and made certain assumptions and estimations. Estimates, assumptions and judgements are based on historical experience and other factors and continually evaluated, including expectations of future events that are believed to be reasonable under the circumstances.

(a) Volatility of the geoeconomics and geopolitical climate resulting in higher inflation risks and supply chain disruptions

The volatility of the geoeconomics and geopolitical climate resulted in inflationary pressures and supply chain disruptions. While there had been greater construction activities in the financial year ended 31 March 2023, the progress of the Engineering & Construction contracts of the Group was affected by disruptions in the supply chain and a tight labour supply. These factors, and coupled with rising material costs, have resulted in additional costs (associated with project resumption, prolongation and acceleration) to complete the projects, and project delays beyond the contracted dates of completion, leading to the delayed recognition of construction revenue.

The Group has considered the market conditions as at 31 March 2023 in making estimates and judgements on the recoverability of assets and provision of liabilities as at that date. The significant estimates and judgements applied on revenue recognition and provision for onerous contracts relating to the Group's Engineering & Construction contracts are disclosed in Note 3(b).

As at the date these financial statements are authorised for issuance, the Group continues to face challenges arising from the effects of the pandemic and the volatility of the geoeconomics and geopolitical climate. Accordingly, the Group cannot reasonably ascertain the full extent of the probable impact arising from these challenges.

(b) Revenue recognition of Engineering & Construction Contracts under Real Estate segment

(i) Estimated total contract sum and project costs

As disclosed in Note 2.2(a)(i), revenue on Engineering & Construction contracts is recognised over time using the input method. Under the input method, management has to estimate the total contract sum and contract costs to be incurred up to the completion date of the projects ("costs-to-complete").

Significant judgement and assumptions are applied when estimating the total contract sum and the total contract costs which affect the accuracy of revenue recognition based on the percentage-of-completion of the ongoing projects at 31 March 2023.

The estimation of total contract sum includes variation orders where management had determined that there was sufficient basis to claim from customers but pending final agreement with the customers. In making this assessment, management has relied on the term of the contracts with customers and official instructions issued by customers to carry out the variation orders.

In making estimation of the value of variation orders to be included into the total contract sum, management has applied the contracted Schedule of Rates with subcontractors or quotations from subcontractors, on the basis that it is highly probable to recover from customers the cost of performing these variation orders.

If the estimated value of the variation orders that are considered recoverable decreases by 5% from management's estimates (with the total contract cost remaining unchanged), the Group's revenue and profit before income tax will decrease by approximately $395,000.

In estimating total cost-to-complete, management has applied its past experience of completing similar projects, as well as quotations from and contracts with suppliers and sub-contractors. These estimations are also made with due consideration of the physical surveys of the construction in-progress and circumstances and relevant events that were known to management at the date of these financial statements. Construction projects are inherently complex and involve uncertainties that may not be apparent to management at 31 March 2023. Management has made provision for contingency on each project to address these inherent risks.

In addition, management has taken into consideration the cost increase arising from the pandemic and the volatility of the geoeconomics and geopolitical climate.

3. CRITICAL ACCOUNTING ESTIMATES, ASSUMPTIONS AND JUDGEMENTS (cont'd)

(b) Revenue recognition of Engineering & Construction Contracts under Real Estate segment (cont'd)

(i) Estimated total contract sum and project costs (cont'd)

Management has assessed for one on-going Engineering & Construction contracts where the total construction costs have exceeded the total contract sum, resulting in a provision for onerous contracts of $3,348,000 as at 31 March 2023.

For on-going projects as at 31 March 2023, if the estimated contract costs to be incurred from 31 March 2023 to the completion date is higher/lower by 5% from management's estimates, the Group's revenue and profit before tax would have been lower/higher by $4,360,000 and $4,641,000 respectively.

(ii) Estimation of customers' claim on liquidated damages for delay in completion of projects

Customers have a right to claim for liquidated damages under the contractual terms of the Engineering & Construction contracts if contractual obligations, including completion of the project by a specific date, are not fulfilled.

Management re-evaluates the probability of liquidated damages claims from customers by considering whether there are or may be significant delays in the progress of the projects and whether there are significant defects that could not be rectified by the Group. The determination of the probability of claims are based on the circumstances and relevant events that were known to management at the date of these financial statements.

In the estimation of liquidated damages payable to the Group's customers in respect of delay in completion of Engineering & Construction contracts as at 31 March 2023, the Group had taken into account direct and indirect delays caused by the COVID-19 pandemic, assessment of delays that may be attributable to the Group, changing instructions including variation orders from the customers and evidence of ongoing negotiations and physical occupancy by the customers. The management has also taken into consideration the contractual rights which afforded relief in force majeure events which are beyond the control of the Group and the application of COVID-19 (Temporary Measures) Act 2020 ("COTMA"), which provides temporary reliefs due to the inability to perform contractual obligations, where the inability was caused to a material extent by the COVID-19 pandemic.

(c) Estimation of sub-contractors' claim on variation orders

Payment claims from sub-contractors are subject to physical surveys of construction performed, verification to agreed schedule and pricing in contracts and consideration of other relevant circumstances and events by the Group before payments are made. As at 31 March 2023, the Group had payment claims from sub-contractors which were disputed by the Group and not recognised in the financial statements, taking into account relevant counter-claims to the sub-contractors (if any) and information known and available to management at the date of these financial statements.

(d) Estimation of customers' claim on liquidated damages for delay in completion of projects

Customers have a right to claim for liquidated damages under the contractual terms of the Energy Engineering contracts if contractual obligations, including completion of the project and delivery of plants by a specific date, are not fulfilled.

Management re-evaluates the probability of liquidated damages claims from customers by considering whether there are or may be significant delays in the progress of the projects and whether there are significant defects that could not be rectified by the Group. The determination of the probability of claims are based on the circumstances and relevant events that were known to management at the date of these financial statements.

(e) Valuation of investment securities

Investment securities are stated at their fair values based on valuations performed, using valuation methods that involve certain estimates. Valuation methods used are discounted cash flow approach, market approach, income capitalisation approach and asset based valuation approach. The significant inputs to the valuation methods would be credit-adjusted discount rate, latest transaction price, capitalisation rate and discount for lack of control. The key assumptions used to determine the fair value of these investment securities are provided in Note 37(f).

Notes to the Financial Statements

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2023

4. REVENUE

(a) Disaggregation of revenue from contracts with customers

	At a point in time	Over time	Total
	$'000	$'000	$'000
Group			
2023			
Revenue from contracts with customers			
Energy Engineering			
- Engineering contracts	-	91,632	91,632
- Sale of products	3,365	-	3,365
- Services	2,989	-	2,989
Real Estate			
- Engineering & Construction contracts	-	269,846	269,846
- Management fee income	-	6,134	6,134
Geospatial			
- Licence	9,405	21,315	30,720
- Maintenance and other services	18,190	119,101	137,291
Healthcare			
- Project revenue	-	1,163	1,163
- Sale of products	6,313	-	6,313
- Services	1,002	2,607	3,609
	41,264	511,798	553,062
Revenue from other sources			
Property rental income			7,996
Dividend income			587
Total			561,645

4. REVENUE (cont'd)

(a) Disaggregation of revenue from contracts with customers (cont'd)

	At a point in time $'000	Over time $'000	Total $'000
Group			
2022			
Revenue from contracts with customers			
Energy Engineering			
- Engineering contracts	-	105,533	105,533
- Sale of products	2,904	815	3,719
- Services	3,054	-	3,054
Real Estate			
- Engineering & Construction contracts	-	324,509	324,509
- Management fee income	789	6,092	6,881
Geospatial			
- Licence	25,371	21,019	46,390
- Maintenance and other services	11,632	110,297	121,929
Healthcare			
- Sale of products	8,360	-	8,360
- Services	1,214	2,382	3,596
	53,324	570,647	623,971
Revenue from other sources			
Property rental income			7,823
Dividend income			141
			631,935
Less: Government grant expense - rent concession			(124)
Total			631,811

In 2022, government grant expense were related to government grant income (Note 7) received from the Singapore Government that were transferred to tenants in the form of rental rebates and rental waivers.

Notes to the Financial Statements

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2023

4. REVENUE (cont'd)

(b) Contract assets and liabilities

	Group		
	31 March		1 April
	2023 $'000	2022 $'000	2021 $'000
Contract assets			
Current			
- Engineering contracts under Energy Engineering	**33,674**	22,432	80,686
- Engineering & Construction contracts under Real Estate	**16,302**	10,656	10,783
- Licence contracts under Geospatial	**12,871**	23,021	20,303
- Service contracts under Healthcare	**16**	30	30
Less: Loss allowance (Note 37(b))	**(815)**	(92)	(96)
	62,048	56,047	111,706
Non-current			
- Licence contracts under Geospatial	**385**	-	8,810
- Service contracts under Healthcare	**-**	12	43
	385	12	8,853
Total contract assets	**62,433**	56,059	120,559
Contract liabilities			
Current			
- Engineering contracts under Energy Engineering	**14,944**	1,097	1,293
- Engineering & Construction contracts under Real Estate	**130,457**	36,022	48,180
- Maintenance contracts under Geospatial	**51,951**	56,546	44,546
- Service contracts under Healthcare	**1,083**	100	392
	198,435	93,765	94,411
Non-current			
- Maintenance contracts under Geospatial	**1,885**	579	751
Total contract liabilities	**200,320**	94,344	95,162

Contract assets relate to the Group's right to consideration for work completed but not yet billed at reporting date. The contract assets balance increased as the Group provided more services and transferred more products ahead of the agreed payment schedules.

Contract liabilities relate to the Group's obligation to transfer goods or services to customers for which the Group has received advances from customers for Engineering & Construction contracts, Engineering contracts, sale of products and rendering of services. Contract liabilities increased due to more contracts in which the Group billed and received consideration ahead of provision of services.

Notes to the Financial Statements

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2023

4. REVENUE (cont'd)

(b) *Contract assets and liabilities (cont'd)*

(i) *Revenue recognised in relation to contract liabilities*

	Group	
	2023 **$'000**	**2022** **$'000**
Revenue recognised in current period that was included in the contract liability balance at the beginning of the financial year		
- Engineering contracts under Energy Engineering	**1,097**	623
- Engineering & Construction contracts under Real Estate	**36,022**	48,180
- Maintenance contracts under Geospatial	**51,103**	42,787
- Service contracts under Healthcare	**100**	107
	88,322	91,697

(ii) *Unsatisfied performance obligations*

	Group	
	2023 **$'000**	**2022** **$'000**
Aggregate amount of the transaction price allocated to contracts that are partially or fully unsatisfied as at 31 March		
- Engineering contracts under Energy Engineering	**157,306**	38,976
- Engineering & Construction contracts under Real Estate	**401,826**	234,686
- Maintenance contracts under Geospatial	**53,424**	68,620
- Service contracts under Healthcare	**1,083**	36
	613,639	342,318

Management expects that the transaction price allocated to the unsatisfied performance obligations as at 31 March 2023 may be recognised as revenue as the Group continues to perform to complete the construction over the next 1 to 2 years (2022: 1 to 3 years).

The amount disclosed above does not include variable consideration which is subject to significant risk of reversal.

As permitted under the SFRS(I) 15, the aggregated transaction price allocated to unsatisfied contracts of periods one year or less, or are billed based on time incurred, is not disclosed.

(c) *Trade receivables from contracts with customer**

	Group		
	31 March		1 April
	2023 **$'000**	**2022** **$'000**	**2021** **$'000**
Current	**157,044**	123,730	116,067
Non-current	**26,708**	12,320	20,211

* *These balances are presented within trade receivables in Note 14.*

Notes to the Financial Statements

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2023

5. INTEREST INCOME

	Group	
	2023 $'000	**2022 $'000**
Interest income		
- Financial assets, at amortised cost		
- Bank deposits	**6,240**	1,950
- Loan to a joint venture	**360**	-
- Loan to associates	**598**	599
- Loan to subsidiary of an associate	**-**	142
- Notes issued by an associate	**5,095**	4,452
- Others	**150**	278
	12,443	7,421
Finance income on sublease	**683**	691
	13,126	8,112

6. OTHER GAINS - NET

	Group	
	2023 $'000	**2022 $'000**
Fair value gains/(losses)		
- Derivative financial instruments	**1,431**	(1,870)
- Financial assets, at FVPL (Note 18(a))	**(374)**	3,343
Gain on disposal of subsidiaries (Note 40(B))	**8,400**	-
Currency exchange gains - net	**11,380**	3,122
	20,837	4,595

Notes to the Financial Statements

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2023

7. EXPENSES BY NATURE

	Group	
	2023 $'000	2022 $'000
Employee compensation (Note 8)	**104,313**	100,693
Share-based compensation payment to directors of a subsidiary (Note 32(b))	**-**	189
Sub-contractor fees and other construction and engineering costs	**269,318**	381,294
Purchases of inventories and services	**101,256**	75,829
Depreciation expense	**9,971**	10,881
Amortisation of intangible assets (Note 23)	**6**	677
Impairment loss on intangible assets (Note 23)	**-**	721
(Reversal of impairment loss)/Impairment loss of property, plant and equipment (Note 19)	**(25)**	962
Inventories written-off	**1,000**	640
Directors' fees		
- Directors of the Company	**236**	276
- Directors of a subsidiary	**300**	265
(Reversal on allowance)/Allowance for impairment of inventories	**(181)**	272
Fees on audit services paid/payable to:		
- Auditor of the Company	**528**	506
- Other auditors *	**339**	349
Fees on non-audit services paid/payable to:		
- Auditor of the Company	**276**	33
- Other auditors	**55**	117
Legal and professional fees	**4,330**	4,041
Rental expenses on operating leases (Note 21(c))	**691**	570
Property tax (a)	**683**	690
Utility charges	**888**	923
Repair and maintenance expenses	**5,060**	3,835
Marketing expenses	**2,968**	4,049
(Gain)/Loss on disposal of property, plant and equipment	**(6)**	3,018
Gain on disposal of right-of-use assets	**(66)**	(57)
Collaboration costs	**1,253**	1,616
Write-off of investment property (Note 20)	**557**	-
Training and recruitment expenses	**1,424**	1,372
Travel expenses	**1,915**	331
Telecommunication expenses	**1,129**	1,153
Others	**5,804**	2,842
Total cost of sales, selling and distribution and administrative expenses	**514,022**	598,087

* Includes the network of member firms of PricewaterhouseCoopers International Limited.

(a) In 2022, included within property tax was grant income of $103,000 in which the Group had passed the benefits to its tenants during the financial year (Note 4).

Notes to the Financial Statements

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2023

8. EMPLOYEE COMPENSATION

	Group	
	2023 $'000	**2022 $'000**
Wages and salaries	**96,277**	92,314
Employer's contribution to defined contribution plans including Central Provident Fund	**7,960**	7,369
Employee share-based compensation expense (Note 32(b))	**-**	948
Other benefits	**76**	62
	104,313	100,693

During the financial year ended 31 March 2023, Government grants under the Job Support Scheme ("JSS") amounting to $Nil (2022: $238,000) and Job Growth Incentive ("JGI") amounting to $592,000 (2022: $349,000) were recorded as a reduction to the wages and salaries.

The JSS is a temporary scheme introduced in the Singapore Budget 2020 to help enterprises retain local employees. Under the JSS, employers received cash grants in relation to the gross monthly wages of eligible employees for the months of October 2019 to September 2021.

The JGI is a scheme introduced in 2020 and extended in the Singapore Budget 2021 to co-fund the wages of local new hires for companies. The Government supports up to 50% of gross monthly wages of local employees hired between September 2020 and September 2021 for up to 18 months.

9. FINANCE EXPENSES

	Group	
	2023 $'000	**2022 $'000**
Interest expense		
- Bank borrowings	**429**	225
- Lease liabilities (Note 21(b))	**2,699**	1,727
	3,128	1,952

10. SHARE OF (LOSS)/PROFIT OF ASSOCIATES AND JOINT VENTURES

	Group	
	2023 $'000	**2022 $'000**
Share of (loss)/profit after income tax		
- Associates (Note 24)	**(2,429)**	1,648
- Joint ventures (Note 25)	**1,745**	12,260
	(684)	13,908

11. INCOME TAXES

(a) *Income tax expense*

	Group	
	2023 $'000	**2022 $'000**
Tax expense attributable to profit is made up of:		
- Profit for the financial year:		
Current income tax		
- Singapore	**5,114**	5,234
- Foreign	**16,104**	13,864
	21,218	19,098
Deferred income tax (Note 27)	**(694)**	(967)
	20,524	18,131
- (Over)/Under provision in prior financial years:		
Current income tax	**(488)**	(1,412)
Deferred income tax (Note 27)	**245**	(271)
	(243)	(1,683)
	20,281	16,448

The tax on the Group's profit before tax differs from the theoretical amount that would arise using the Singapore standard rate of income tax as follows:

	Group	
	2023 $'000	**2022 $'000**
Profit before tax	**76,481**	55,235
Share of loss/(profit) of associates and joint ventures	**684**	(13,908)
Profit before tax and share of loss/(profit) of associates and joint ventures	**77,165**	41,327
Tax calculated at tax rate of 17% (2022: 17%)	**13,118**	7,026
Effects of:		
- expenses not deductible for tax purposes	**2,467**	3,840
- tax on share of profit of joint venture under limited liability partnership structure	**995**	3,654
- different tax rates in other countries	**4,797**	4,371
- deferred income tax assets not recognised	**52**	1,077
- income not subject to tax	**(412)**	(289)
- tax incentives	**(508)**	(1,409)
- over provision in prior financial years - net	**(243)**	(1,683)
- utilisation of previously unrecognised tax losses	**(143)**	(111)
- others	**158**	(28)
Tax charge	**20,281**	16,448

Notes to the Financial Statements

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2023

11. INCOME TAXES (cont'd)

(b) Movement in current income tax liabilities

	Group	
	2023 **$'000**	**2022** **$'000**
Beginning of financial year	**22,006**	30,212
Currency translation differences	**757**	(3,239)
Income tax paid	**(21,609)**	(22,653)
Tax expense	**21,218**	19,098
Over provision in prior financial years	**(488)**	(1,412)
End of financial year	**21,884**	22,006

12. EARNINGS PER SHARE

Basic and diluted earnings per share

Basic earnings per share is calculated by dividing the profit attributable to equity holders of the Company by the weighted average number of ordinary shares outstanding during the financial year.

For the purpose of calculating diluted earnings per share, profit attributable to equity holders of the Company and the weighted average number of ordinary shares outstanding are adjusted for the effects of all potential dilutive ordinary shares. As at 31 March 2023 and 31 March 2022, there are no potential dilutive ordinary shares.

	2023	**2022**
Profit attributable to equity holders of the Company ($'000)	**45,325**	30,578
Weighted average number of ordinary shares outstanding for basic and diluted earnings per share ('000)	**480,235**	483,261
Basic and diluted earnings per share (cents per share)	**9.44**	6.33

Notes to the Financial Statements

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2023

13. CASH AND CASH EQUIVALENTS

	Group		Company	
	2023 $'000	**2022 $'000**	**2023 $'000**	**2022 $'000**
Cash at bank and on hand	**181,386**	282,551	**19,449**	69,783
Short-term bank deposits	**144,802**	121,310	**15,000**	28,000
	326,188	403,861	**34,449**	97,783

Cash and cash equivalents held in the People's Republic of China and the Socialist Republic of Vietnam belonging to subsidiaries of the Group amounting to $9,999,000 (2022: $15,012,000) are subject to local exchange control regulations. These local exchange control regulations provide for restrictions on exporting capital from the countries, other than through normal dividends.

14. TRADE RECEIVABLES

	Group	
	2023 $'000	**2022 $'000**
Current		
Trade receivables:		
- Non-related parties	**147,735**	129,744
- Joint ventures	**1,916**	2,467
- Associates	**759**	642
Less: Allowance for impairment of receivables - non-related parties (Note 37(b))	**(2,818)**	(29,284)
	147,592	103,569
Retention sum receivables:		
- Non-related parties	**7,891**	15,351
- Associate	**-**	1,088
- Joint ventures	**1,561**	3,722
	9,452	20,161
	157,044	123,730
Non-current		
Retention sum receivables:		
- Non-related parties	**26,708**	12,320

Notes to the Financial Statements

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2023

15. OTHER RECEIVABLES AND PREPAYMENTS

	Group		Company	
	2023 $'000	2022 $'000	2023 $'000	2022 $'000
Current				
Loans to:				
- Associates	**18,433**	19,038	**1,329**	1,353
Less: Allowance for impairment of loan to an associate (Note 37(b))	**(5,440)**	(5,027)	**-**	-
	12,993	14,011	**1,329**	1,353
- Joint venture	**3,987**	-	**-**	-
	16,980	14,011	**1,329**	1,353
Other receivables:				
- Non-related parties	**12,472**	12,814	**265**	294
- Subsidiaries	**-**	-	**10,300**	1,757
- Joint ventures	**528**	2,612	**-**	-
- Associates	**5,058**	5,056	**-**	-
- Subsidiary of an associate	**-**	15	**-**	-
Less: Allowance for impairment of other receivables - Non-related parties (Note 37(b))	**(3,519)**	(5,608)	**-**	-
	31,519	28,900	**11,894**	3,404
Sales proceeds receivable from a joint venture (Note 40(B)(iii))	**36,684**	-	**-**	-
Tax recoverable	**3,000**	1,984	**-**	-
Deposits	**1,454**	18,822	**-**	-
Prepayments	**3,298**	3,487	**29**	2
Prepaid maintenance contract costs	**17,670**	20,749	**-**	-
Staff loans and advances	**160**	174	**-**	-
	93,785	74,116	**11,923**	3,406
Non-current				
Notes issued by an associate (Note 24)	**85,250**	72,750	**-**	-
Other receivables	**553**	836	**-**	-
Prepayments	**165**	654	**-**	-
	85,968	74,240	**-**	-

Current loan to an associate by the Group amounting to $17,104,000 (2022: $17,685,000) is denominated in Malaysian Ringgit ("MYR"), unsecured, bears interest at 0.50% (2022: 0.50%) above Kuala Lumpur Interbank Offered Rate ("KLIBOR") per annum and is repayable on demand.

Current loan to an associate by the Group and Company amounting to $1,329,000 (2022: $1,353,000) is denominated in United States Dollar ("USD"), unsecured, bears interest at a fixed rate of 8.00% (2022: 8.00%) per annum and is repayable within the next 12 months.

Current loan to a joint venture by the Group amounting to $3,987,000 is denominated in United States Dollar ("USD"), unsecured, bears interest at a fixed rate of 10.00% per annum and is repayable within the next 12 months.

Notes to the Financial Statements

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2023

15. OTHER RECEIVABLES AND PREPAYMENTS (cont'd)

The non-current notes issued by an associate, Boustead Industrial Fund ("BIF"), are unsecured, bear interest of 7.00% (2022: 7.00%) per annum and are repayable in March 2031, with the option to extend for another 10 years. The notes are "qualifying debt securities" for the purposes of the Singapore Income Tax Act, which entail a 10.00% concessionary tax rate on the net interest income earned by the Group. During the financial year ended 31 March 2023, the Group subscribed to new Notes amounting to $12,500,000 (2022: $13,750,000) issued by BIF.

Prepaid maintenance contract costs relate to maintenance costs incurred to fulfil maintenance contracts. These costs are amortised to the profit or loss as cost of sales on a basis consistent with the pattern recognition of the associated maintenance revenue.

Other receivables due from subsidiaries, joint ventures, associates and a subsidiary of an associate are unsecured, interest-free and are repayable on demand. Movement in the allowance for impairment of other receivables is disclosed in Note 37(b).

16. LOANS TO/FROM SUBSIDIARIES

	Company	
	2023 $'000	**2022 $'000**
Loans to subsidiaries		
- Non-interest bearing	**53,786**	50,844
- Interest bearing	**11,986**	7,125
	65,772	57,969
Less: Allowance for impairment of loans to subsidiaries	**(32,441)**	(28,484)
	33,331	29,485
Loans from subsidiaries		
- Non-interest bearing	**1,831**	1,837
- Interest bearing	**152,218**	140,865
	154,049	142,702

Non-interest bearing loans to/from subsidiaries are unsecured and repayable on demand.

Interest bearing loans to subsidiaries bear effective interest at 2.11% (2022: 1.54%) per annum and are unsecured and repayable on demand.

Interest bearing loans from subsidiaries bear effective interest at 1.86% (2022: 0.38%) per annum and are unsecured and repayable on demand.

Movement in the allowance for impairment of loans to subsidiaries:

	Company	
	2023 $'000	**2022 $'000**
Beginning of financial year	**28,484**	25,556
Allowance made	**3,957**	2,928
End of financial year	**32,441**	28,484

Notes to the Financial Statements

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2023

17. INVENTORIES

	Group	
	2023 $'000	2022 $'000
Raw materials	**296**	205
Finished goods	**4,016**	3,155
	4,312	3,360

The cost of inventories recognised as an expense and included in "cost of sales" amounted to $40,700,000 (2022: $28,920,000).

18. INVESTMENT SECURITIES

	Group		Company	
	2023 $'000	2022 $'000	2023 $'000	2022 $'000
Financial assets, at FVPL	**8,276**	72,674	**6,207**	8,841
Financial assets, at FVOCI	**28,144**	31,661	**-**	-
Total	**36,420**	104,335	**6,207**	8,841
Less: Current portion	**(6,207)**	(71,118)	**(6,207)**	(8,841)
Non-current portion	**30,213**	33,217	**-**	-

(a) Financial assets, at FVPL

	Group		Company	
	2023 $'000	2022 $'000	2023 $'000	2022 $'000
Beginning of financial year	**72,674**	6,547	**8,841**	5,183
Currency translation differences	**(137)**	42	**(113)**	35
Additions	**412**	65,780	**-**	7,144
Disposals	**(64,299)**	(3,038)	**-**	(3,022)
Fair value (losses)/gains (Note 6)	**(374)**	3,343	**(2,521)**	(499)
End of financial year	**8,276**	72,674	**6,207**	8,841

18. INVESTMENT SECURITIES (cont'd)

(a) Financial assets, at FVPL (cont'd)

	Group		Company	
	2023 $'000	**2022 $'000**	**2023 $'000**	**2022 $'000**
Current				
Listed instruments:				
- Equity instruments - Singapore	**4,981**	7,130	**4,981**	7,130
Non-listed instruments:				
- Debt instrument	**-**	62,277	**-**	-
- Equity instruments	**1,226**	1,711	**1,226**	1,711
	6,207	71,118	**6,207**	8,841
Non-current				
Non-listed instruments:				
- Equity instruments	**2,069**	1,556	**-**	-
Total	**8,276**	72,674	**6,207**	8,841

The instruments are all mandatorily measured at fair value through profit or loss.

In August 2021, the Group, together with two non-related parties, acquired $110,000,000 of notes issued by SC Aetas (Cayman) Limited ("SCA"). The Group paid $58,500,000 comprising 50% of the principal and interest outstanding on the notes, which were already in default on the acquisition date.

The notes are secured by the assignment of SCA's bank accounts and shareholder loan receivables, a charge over the shares ("Share Charge") in SC Aetas Holdings Pte Ltd, a subsidiary of SCA, ("Singapore Subsidiary"), and a personal guarantee from a shareholder of SCA.

In September 2021, the Group commenced the process of enforcing the Share Charge. The Singapore Subsidiary, which owns a mixed development property, was placed under creditors' voluntary liquidation and the liquidators initiated the sale of the property as part of the creditors' voluntary winding up.

On 24 June 2022, the Group's 50%-owned joint venture, Bideford House Pte. Ltd., entered into an agreement to purchase the property from the Singapore Subsidiary, at a consideration of $515,000,000. The consideration was funded by Bideford House Pte. Ltd. via external bank financing as well as shareholders' loan. As agreed with the Singapore Subsidiary, $60,000,000 of the notes held by the Group was set-off against the Group's share of the consideration.

The fair value of the notes as at 31 March 2022 was determined using the discounted cash flow model where the expected future payments were discounted using a credit-adjusted discount rate. The expected future payments were projected based on the expected sale price of the mixed development property owned by the Singapore Subsidiary, less transaction costs and other costs as advised by the liquidators of the Singapore Subsidiary.

Notes to the Financial Statements

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2023

18. INVESTMENT SECURITIES (cont'd)

(b) Financial assets, at FVOCI

	Group		Company	
	2023 $'000	2022 $'000	2023 $'000	2022 $'000
Beginning of financial year	**31,661**	31,421	**-**	-
Fair value (losses)/gains	**(3,517)**	240	**-**	-
End of financial year	**28,144**	31,661	**-**	-
Non-current assets				
Non-listed instrument:				
- Equity instrument	**28,144**	31,661	**-**	-

The Group holds a 5.27% unquoted equity interest in Perennial Tongzhou Development Pte. Ltd. ("PTD"), which represents a 4.00% effective interest in Beijing Tongzhou Integrated Development (Phase 1), a mixed-use property project located in Tongzhou District, Beijing, The People's Republic of China.

The fair value of the investment is determined using an asset based valuation model taking into consideration the fair value of the underlying properties being developed by PTD. The fair value of the underlying properties as at 31 March 2023 is based on a valuation performed by an independent professional property valuer.

Notes to the Financial Statements

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2023

19. PROPERTY, PLANT AND EQUIPMENT

	Freehold land	Buildings	Leasehold property	Fit outs	Machinery and equipment	Furniture, office equipment and motor vehicles	Medical equipment and operating assets	Total
	$'000	$'000	$'000	$'000	$'000	$'000	$'000	$'000
Group								
2023								
Cost								
Beginning of financial year	5,143	6,649	1,793	8,241	9,831	19,000	1,310	51,967
Currency translation differences	(615)	(587)	-	(666)	(506)	(768)	(14)	(3,156)
Additions	-	-	-	79	671	1,827	331	2,908
Disposals	-	-	-	(17)	(2,454)	(516)	(105)	(3,092)
Reclassifications	-	-	-	(132)	(30)	162	-	-
Acquisition of subsidiaries (Note 40(A))	-	-	-	23	-	168	-	191
Disposal of subsidiaries (Note 40(B))	-	-	-	(15)	-	(6)	(11)	(32)
End of financial year	4,528	6,062	1,793	7,513	7,512	19,867	1,511	48,786
Accumulated depreciation								
Beginning of financial year	-	1,496	403	4,472	7,238	14,690	823	29,122
Currency translation differences	-	(129)	-	(379)	(458)	(668)	(14)	(1,648)
Depreciation charge	-	142	90	434	414	1,934	294	3,308
Disposals	-	-	-	(17)	(617)	(498)	(97)	(1,229)
Reclassifications	-	-	-	(79)	(10)	89	-	-
Acquisition of subsidiaries (Note 40(A))	-	-	-	22	-	81	-	103
Disposal of subsidiaries (Note 40(B))	-	-	-	(15)	-	(6)	(7)	(28)
End of financial year	-	1,509	493	4,438	6,567	15,622	999	29,628
Accumulated impairment								
Beginning of financial year	-	-	-	-	962	-	-	962
Reversal of impairment loss	-	-	-	-	(25)	-	-	(25)
Disposals	-	-	-	-	(937)	-	-	(937)
End of financial year	-	-	-	-	-	-	-	-
Net book value								
End of financial year	4,528	4,553	1,300	3,075	945	4,245	512	19,158

Notes to the Financial Statements

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2023

19. PROPERTY, PLANT AND EQUIPMENT (cont'd)

	Freehold land	Buildings	Leasehold property	Fit outs	Machinery and equipment	Furniture, office equipment and motor vehicles	Medical equipment and operating assets	Total
	$'000	$'000	$'000	$'000	$'000	$'000	$'000	$'000
Group								
2022								
Cost								
Beginning of financial year	5,226	6,882	1,793	8,899	15,814	18,973	892	58,479
Currency translation differences	(83)	(228)	-	(86)	18	(108)	(2)	(489)
Additions	-	-	-	432	452	2,273	440	3,597
Disposal	-	(5)	-	(1,004)	(6,453)	(2,138)	(20)	(9,620)
End of financial year	5,143	6,649	1,793	8,241	9,831	19,000	1,310	51,967
Accumulated depreciation								
Beginning of financial year	-	1,399	314	4,883	7,090	14,631	566	28,883
Currency translation differences	-	(54)	-	(48)	24	(89)	(2)	(169)
Depreciation charge	-	156	89	575	960	1,792	271	3,843
Disposal	-	(5)	-	(938)	(836)	(1,644)	(12)	(3,435)
End of financial year	-	1,496	403	4,472	7,238	14,690	823	29,122
Accumulated impairment								
Beginning of financial year	-	-	-	-	-	-	-	-
Impairment loss	-	-	-	-	962	-	-	962
End of financial year	-	-	-	-	962	-	-	962
Net book value								
End of financial year	5,143	5,153	1,390	3,769	1,631	4,310	487	21,883

In the previous financial year, an impairment charge of $962,000 on certain plant and machinery was included within "administrative expenses" in the statement of comprehensive income. The impairment charge arose because the net book value of the plant and machinery exceeded the fair value less cost of disposal of the asset. The fair value of the asset was determined based on the selling price agreed with the buyer of the plant and machinery. During the current financial year, the impairment charge was partially reversed amounting to $25,000 on disposal of the plant and machinery.

Notes to the Financial Statements
FOR THE FINANCIAL YEAR ENDED 31 MARCH 2023

19. PROPERTY, PLANT AND EQUIPMENT (cont'd)

	Machinery and equipment	Furniture, office equipment and motor vehicles	Total
	$'000	$'000	$'000
Company			
2023			
Cost			
Beginning of financial year	**30**	**392**	**422**
Additions	**-**	**3**	**3**
Reclassification	**(30)**	**30**	**-**
End of financial year	**-**	**425**	**425**
Accumulated depreciation			
Beginning of financial year	**10**	**76**	**86**
Depreciation charge	**-**	**63**	**63**
Reclassification	**(10)**	**10**	**-**
End of financial year	**-**	**149**	**149**
Net book value			
End of financial year	**-**	**276**	**276**
2022			
Cost			
Beginning of financial year	20	392	412
Additions	10	-	10
End of financial year	30	392	422
Accumulated depreciation			
Beginning of financial year	4	22	26
Depreciation charge	6	54	60
End of financial year	10	76	86
Net book value			
End of financial year	20	316	336

Notes to the Financial Statements

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2023

20. INVESTMENT PROPERTIES

	Building and other costs	Right-of-use assets	Total
	$'000	$'000	$'000
Group			
2023			
Cost			
Beginning of financial year	**78,305**	**28,396**	**106,701**
Additions (a)	**1,107**	**6,560**	**7,667**
Remeasurement	**-**	**86**	**86**
Disposal	**(7,223)**	**-**	**(7,223)**
Disposal of a subsidiary (Note 40(B))	**(23,952)**	**(18,614)**	**(42,566)**
Currency translation differences	**(1,917)**	**(1,446)**	**(3,363)**
End of financial year	**46,320**	**14,982**	**61,302**
Accumulated depreciation			
Beginning of financial year	**15,187**	**4,342**	**19,529**
Depreciation charge	**1,650**	**1,335**	**2,985**
Reclassification	**2,393**	**(2,393)**	**-**
Write-off	**557**	**-**	**557**
Disposal	**(7,223)**	**-**	**(7,223)**
Disposal of a subsidiary (Note 40(B))	**(1,173)**	**(1,800)**	**(2,973)**
Currency translation differences	**(95)**	**(140)**	**(235)**
End of financial year	**11,296**	**1,344**	**12,640**
Net book value			
End of financial year	**35,024**	**13,638**	**48,662**
2022			
Cost			
Beginning of financial year	71,494	28,070	99,564
Additions (a)	6,459	-	6,459
Currency translation differences	352	326	678
End of financial year	78,305	28,396	106,701
Accumulated depreciation			
Beginning of financial year	13,426	3,550	16,976
Depreciation charge	1,754	777	2,531
Currency translation differences	7	15	22
End of financial year	15,187	4,342	19,529
Net book value			
End of financial year	63,118	24,054	87,172

(a) Included in additions are interest capitalised of $59,000 (2022: $645,000).

A write-off of $557,000 (2022: $Nil) in relation to an investment property was included within "administrative expenses" in the statement of comprehensive income during the financial year. The write-off arose because the Group has made redevelopment plans for the investment property and the building is no longer in use.

Notes to the Financial Statements

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2023

20. INVESTMENT PROPERTIES (cont'd)

The following amounts are recognised in profit and loss:

	Group	
	2023 **$'000**	**2022** **$'000**
Rental income	**7,996**	7,823
Direct operating expenses arising from:		
- Investment properties that generate rental income	**3,966**	2,338

As at 31 March 2023, the details of the Group's investment properties are as follows:

Location	Description	Existing use	Terms of lease
Singapore			
31 Tuas South Ave 10	Industrial facilities	Rental	30 years lease from 16 December 2013
36 Tuas Road	Industrial facilities	Rental	12 years lease from 1 October 2013 with an option to extend a further 30 years
People's Republic of China			
No. 3 Xin Mei Road Plot 117, Wuxi New District Wuxi Jiangsu	Industrial facilities	Rental	50 years from 15 April 2003
No. 7 Xin Mei Road Plot 117, Wuxi New District Wuxi Jiangsu	Industrial facilities	Rental	50 years from 15 April 2003
No. 18 Xin Mei Road Plot 117, Wuxi New District Wuxi Jiangsu	Industrial facilities	Rental	50 years from 15 April 2003

As at 31 March 2022, investment properties amounting to $33,777,000 were pledged to banks for banking facilities (Note 29).

Valuations of the Group's investment properties have been performed by independent professional valuers with appropriate recognised professional qualification and recent experience with the location and category of the properties being valued. The valuers had considered the direct comparison method for comparative properties, discounted cash flow method and capitalisation approach in deriving the valuation of $60,711,000 (2022: $111,236,000), net of lease payments.

Key inputs used in the valuations are the estimated annual net rent, discount rate and comparable sales in the area.

The fair values of investment properties are within Level 3 of the fair value hierarchy.

Notes to the Financial Statements

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2023

21. LEASES – THE GROUP AS A LESSEE

Nature of the Group's leasing activities

The Group leases leasehold land for use as investment properties in Singapore and the People's Republic of China (2022: Singapore, the People's Republic of China and the Socialist Republic of Vietnam). The Group also leases buildings as factories, storage and offices, as well as motor vehicles.

For the Group's properties located in Singapore, the Group is required to pay Jurong Town Corporation ("JTC") annual land rent in respect of certain of land used as investment properties, except for the properties where upfront payments were made. The annual land rent is based on market rent in the relevant year of the current lease term and the lease provides that any increase in annual land rent from year to year shall not exceed 5.5% of the annual land rent for the immediate preceding year. The leases are non-cancellable with remaining lease terms of 2 to 21 years, with option to extend a further 30 years for one of the leases.

For the Group's properties located in the People's Republic of China (2022: the People's Republic of China and the Socialist Republic of Vietnam), the Group is required to pay to land owners annual land rent in respect of land used as investment properties. The annual land rent is based on the contracted rate that is subject to escalation clauses. The lease is non-cancellable with remaining lease term of 30 years.

The right-of-use of the land used for investment properties is presented within investment properties (Note 20).

The right-of-use of the leased lands, leased buildings, leased machinery and leased motor vehicles are presented as right-of-use assets on the statement of financial position.

There is no externally imposed covenant on these lease arrangements.

(a) *Carrying amounts and depreciation charge during the financial year*

	Right-of-use assets					Right-of-use assets within investment properties	
	Leasehold land	Leasehold buildings	Machinery	Motor vehicles	Sub-total	Leasehold land	Total
	$'000	$'000	$'000	$'000	$'000	$'000	$'000
2023							
Net book value							
Beginning of financial year	212	8,034	113	218	8,577	24,054	32,631
Reclassification	-	-	-	-	-	2,393	2,393
Additions	144	8,263	159	-	8,566	6,560	15,126
Remeasurement	-	-	-	-	-	86	86
Depreciation charge	(98)	(3,623)	(43)	(112)	(3,876)	(1,335)	(5,211)
Disposal	-	(418)	-	-	(418)	-	(418)
Disposal of a subsidiary	-	-	-	-	-	(16,814)	(16,814)
Currency translation differences	-	(522)	(6)	(1)	(529)	(1,306)	(1,835)
End of financial year	258	11,734	223	105	12,320	13,638	25,958

21. LEASES – THE GROUP AS A LESSEE (cont'd)

Nature of the Group's leasing activities (cont'd)

(a) Carrying amounts and depreciation charge during the financial year (cont'd)

	Right-of-use assets					Right-of-use assets within investment properties	
	Leasehold land	Leasehold buildings	Machinery	Motor vehicles	Sub-total	Leasehold land	Total
	$'000	$'000	$'000	$'000	$'000	$'000	$'000
2022							
Net book value							
Beginning of financial year	382	12,389	136	297	13,204	24,520	37,724
Reclassification	(24)	-	24	-	-	-	-
Additions	165	1,484	-	29	1,678	-	1,678
Depreciation charge	(311)	(4,043)	(45)	(108)	(4,507)	(777)	(5,284)
Disposal	-	(1,686)	-	-	(1,686)	-	(1,686)
Currency translation differences	-	(110)	(2)	-	(112)	311	199
End of financial year	212	8,034	113	218	8,577	24,054	32,631

(b) Interest expense

	2023 $'000	2022 $'000
Interest expense on lease liabilities charged to profit or loss	**2,699**	1,727
Interest expense on lease liabilities capitalised within investment properties (Note 20)	**59**	645

(c) Lease expense not capitalised in lease liabilities

	2023 $'000	2022 $'000
Lease expense - short-term leases	**691**	570

(d) Total cash outflow for all the leases for the financial year ended 31 March 2023 was $5,703,000 (2022: $8,293,000).

(e) Extension options

The lease for a land for an investment property contain an extension period, for which the related lease payments have been included in lease liabilities as the Group is reasonably certain to exercise the extension option.

The leases for certain leasehold buildings and motor vehicles contain extension periods for which the related lease payments had not been included in lease liabilities as the Group is not reasonably certain to exercise these extension options.

Notes to the Financial Statements

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2023

22. LEASES – THE GROUP AS A LESSOR

Nature of the Group leasing activities – Group as a lessor

The Group has leased out investment properties to non-related parties for monthly lease payments. Where considered necessary to reduce credit risk, the Group may obtain bank guarantees or cash deposits for the payment of leases. These leases are classified as operating leases because the risk and rewards incidental to ownership of the assets are not substantially transferred.

The future minimum lease receivables under non-cancellable operating leases contracted for at the end of the reporting date but not recognised as receivable, are as follows:

	Group	
	2023 $'000	**2022 $'000**
Less than one year	**2,505**	7,107
One to two years	**2,155**	6,878
Two to three years	**625**	5,220
Three to four years	**235**	2,104
Four to five years	**235**	1,774
More than five years	**78**	9,969
	5,833	33,052

Lease income from investment properties is disclosed in Note 20.

Nature of the Group's leasing activities – Group as an intermediate lessor

Subleases – classified as finance leases

The Group's sub-lease of its right-of-use of a leasehold land is classified as a finance lease because the sub-lease is for the entire remaining lease term of the head lease. The net investment in the sub-lease is recognised under "Finance lease receivables".

Finance income recognised on the sub-lease during the financial year is $683,000 (2022: $691,000).

The following table shows the maturity analysis of the undiscounted lease payments to be received:

	Group	
	2023 $'000	**2022 $'000**
Less than one year	**1,160**	1,126
One to two years	**1,160**	1,126
Two to three years	**1,160**	1,126
Three to four years	**1,160**	1,126
Four to five years	**1,160**	1,126
More than five years	**26,401**	26,754
Total undiscounted lease payments	**32,201**	32,384
Less: Unearned finance income	**(11,240)**	(11,500)
Net investment in finance lease	**20,961**	20,884
Current	**476**	522
Non-current	**20,485**	20,362
Total	**20,961**	20,884

Notes to the Financial Statements

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2023

23. INTANGIBLE ASSETS

	Goodwill [(a)]	Intellectual property	Trademarks	Contract backlogs	Software development [(b)]	Others	Total
	$'000	$'000	$'000	$'000	$'000	$'000	$'000
Group							
2023							
Cost							
Beginning of financial year	-	-	1,277	951	1,852	480	4,560
Currency translation differences	31	20	(158)	66	-	20	(21)
Acquisition of a subsidiary (Note 40(A)(c))	1,182	718	-	2,415	-	716	5,031
Write-off	-	-	-	-	(472)	-	(472)
End of financial year	1,213	738	1,119	3,432	1,380	1,216	9,098
Accumulated amortisation							
Beginning of financial year	-	-	1,277	951	1,131	165	3,524
Currency translation differences	-	-	(158)	-	-	-	(158)
Amortisation charge (Note 7)	-	-	-	-	-	6	6
Write-off	-	-	-	-	(422)	-	(422)
End of financial year	-	-	1,119	951	709	171	2,950
Accumulated impairment							
Beginning of financial year	-	-	-	-	721	162	883
Reversal of impairment loss	-	-	-	-	(50)	-	(50)
End of financial year	-	-	-	-	671	162	833
Net book value							
End of financial year	1,213	738	-	2,481	-	883	5,315

Notes to the Financial Statements

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2023

23. INTANGIBLE ASSETS (cont'd)

	Trademarks	Contract backlogs	Software development (b)	Others	Total
	$'000	$'000	$'000	$'000	$'000
Group					
2022					
Cost					
Beginning of financial year	1,295	951	1,697	480	4,423
Currency translation differences	(18)	-	-	-	(18)
Additions	-	-	155	-	155
End of financial year	1,277	951	1,852	480	4,560
Accumulated amortisation					
Beginning of financial year	1,295	846	565	159	2,865
Currency translation differences	(18)	-	-	-	(18)
Amortisation charge (Note 7)	-	105	566	6	677
End of financial year	1,277	951	1,131	165	3,524
Accumulated impairment					
Beginning of financial year	-	-	-	162	162
Impairment charge	-	-	721	-	721
End of financial year	-	-	721	162	883
Net book value					
End of financial year	-	-	-	153	153

Amortisation charge was recognised in "administrative expenses" in the consolidated income statement.

(a) Goodwill arose from the acquisition of Birwelco USA Inc. ("Birwelco") on 30 September 2022 ("acquisition date"). The goodwill was determined using a provisional purchase price allocation exercise to determine the fair value of the identifiable net assets acquired. The final goodwill arising from the acquisition will be dependent on the completion of the valuation of the acquired identifiable net assets.

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.

The measurement period is the period from the acquisition date to the date of the Group obtains complete information about facts and circumstances that existed as of acquisition date, subjected to a maximum of one year.

Management has performed look back procedures for a period of 6 months since the acquisition date and concluded that the value-in-use as at 31 March 2023 of the identifiable net assets acquired approximated its fair value as at date of acquisition. Accordingly, no impairment of goodwill was recognised in the financial year ended 31 March 2023.

(b) In prior financial year, the Group's subsidiary, which owns the software, continued to incur operating losses arising from the challenges faced in its business. Management performed an assessment of the recoverable amount of the intangible asset and determined its recoverable amount to be $Nil due to the challenging trading and economic conditions, and departure of key personnel. Accordingly, an impairment loss of $721,000 was recognised in "administrative expenses" in the consolidated income statement.

Notes to the Financial Statements

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2023

24. INVESTMENTS IN ASSOCIATES

	Group	
	2023 $'000	2022 $'000
Beginning of financial year	**22,766**	20,836
Investment in Boustead Industrial Fund (Note 39(b))	**2,720**	3,150
Investment in DSCO Group Holdings Pte. Ltd.	**-**	624
Share of (loss)/profit after income tax (Note 10)	**(2,429)**	1,648
Unrealised construction, project management and acquisition fee margins	**-**	(161)
Unrealised gain on disposal due to retained interests - net of tax	**-**	(3,343)
Loss accounted for against loans (Note 37(b))	**413**	526
Reclassification from current liabilities (Note 28)	**-**	(1,406)
Reclassification to non-current liabilities (Note 28)	**3,169**	4,854
Reclassification to deferred income tax assets (Note 27)	**-**	(3,016)
Dividend received/receivable	**(4,037)**	(1,350)
Share of other comprehensive income	**(1,953)**	739
Effect of step-up acquisition	**(98)**	-
Currency translation differences	**857**	(335)
End of financial year	**21,408**	22,766

The associates are, in the opinion of the directors, not material to the Group except for Boustead Industrial Fund ("BIF") in which the Group held 25% equity interest as at 31 March 2023.

BIF is a private trust that invests in, administers and manages certain investments in logistics, business parks and industrial properties.

During the financial year ended 31 March 2023, the Group subscribed to new Units amounting to $2,720,000 (2022: $3,150,000). As at 31 March 2023, the Group holds Units amounting to $19,545,000 (2022: $16,825,000) and Notes amounting to $85,250,000 (2022: $72,750,000) in BIF.

As at 31 March 2023, the carrying amount of the Group's equity interest in BIF (net of unrealised gain) amounting to $40,559,000 (2022: $37,390,000) is presented within non-current trade and other payables (Note 28).

Summarised statement of financial position

	Boustead Industrial Fund	
	2023 $'000	2022 $'000
Current assets	**82,224**	26,719
Non-current assets	**573,064**	597,603
Current liabilities	**(88,910)**	(14,282)
Non-current liabilities	**(542,267)**	(562,674)
Net assets	**24,111**	47,366

Notes to the Financial Statements

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2023

24. INVESTMENTS IN ASSOCIATES (cont'd)

Summarised statement of comprehensive income

	Boustead Industrial Fund	
	2023 $'000	**2022 $'000**
Revenue	**49,241**	42,053
Loss before income tax	**(20,451)**	(13,018)
Loss after income tax	**(21,032)**	(14,460)
Other comprehensive income	**197**	1,412
Share of loss after income tax (25%)	**(5,258)**	(3,615)
Amortisation of previously capitalised unrealised gains and losses	**2,672**	2,836
Share of loss after income tax	**(2,586)**	(779)
Share of other comprehensive income	**49**	353
Share of loss after income tax, representing total comprehensive loss	**(2,537)**	(426)
Dividends received from associate	**3,325**	1,100

The information above reflects the amounts presented in the financial statements of the associate (and not the Group's share of those amounts), adjusted for differences in accounting policies between the Group and the associate.

Reconciliation of summarised financial information

Reconciliation of the summarised financial information presented to the carrying amount of the Group's interest in material associates is as follows:

	Boustead Industrial Fund	
	2023 $'000	**2022 $'000**
Net assets		
Beginning of financial year	**47,366**	52,214
Loss for the financial year	**(21,032)**	(14,460)
Other comprehensive income for the financial year	**197**	1,412
Issuance of equity units	**10,880**	12,600
Dividends paid	**(13,300)**	(4,400)
End of financial year	**24,111**	47,366
Interest in associate (25%)	**6,028**	11,842
Unrealised construction, project management and acquisition fee margins*	**(415)**	(415)
Unrealised gain on disposal of properties due to retained interests*	**(46,172)**	(48,817)
	(40,559)	(37,390)
Reclassification to non-current liabilities (Note 28)	**40,559**	37,390
Carrying value	**-**	-

* *The unrealised profit will be recognised in the profit and loss over the useful life of the investment properties held by the associate, on disposal of the investment/development properties by the associate, or on disposal of the Group's interest in the associate.*

Notes to the Financial Statements

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2023

24. INVESTMENTS IN ASSOCIATES (cont'd)

As at 31 March 2023 and 2022, the carrying amount of the Group's equity investment in an associate is $Nil as the Group's share of loss in the associate had exceeded its cost of equity investment. However, the Group has continued to equity account for its share of loss in the associate in excess of the Group's equity investment amounting to $2,544,000 as at 31 March 2023 (2022: $2,131,000). This is applied against the Group's loan to the associate, within allowance for impairment loss, as disclosed in Note 37(b). Details of loans provided to associates by the Group are disclosed in Note 15.

As at 31 March 2023 and 2022, the Group's associates do not have any contingent liabilities.

The carrying amounts of the Group's associates are as follows:

	Group	
	2023 $'000	2022 $'000
BIF	-	-
Immaterial associates	21,408	22,766
	21,408	22,766

The Group's share of results of its associates are as follows:

	Group	
	2023 $'000	2022 $'000
BIF	(2,586)	(779)
Immaterial associates	157	2,427
	(2,429)	1,648

25. INVESTMENTS IN JOINT VENTURES

	Group	
	2023 $'000	2022 $'000
Beginning of financial year	54,866	70,123
Capital contribution	167,747	1,906
Capital repayment	-	(15,000)
Liquidation of a joint venture	(34)	-
Share of profit after income tax (Note 10)	1,745	12,260
Share of other comprehensive loss	(414)	-
Unrealised construction and project management margins	(221)	(3,433)
Reclassification of unrealised gain on disposal of properties	-	2,835
Unrealised gain on disposal of a subsidiary (Note 40(B))	(13,590)	-
Dividends received	(10,793)	(13,832)
Others	25	7
End of financial year	199,331	54,866

Notes to the Financial Statements

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2023

25. INVESTMENTS IN JOINT VENTURES (cont'd)

Set out below are the significant joint ventures held by the Company's subsidiary, Boustead Projects Limited ("BP"). The joint ventures are funded via a combination of share capital and shareholders' loans.

Name of entity	Principal activities	Country of business/ incorporation	% of ownership interest	
			2023	**2022**
BP-DOJO LLP [1][4]	Holding of property for rental income	Singapore	**51%**	51%
BP-TPM LLP [1][4]	Holding of property for rental income	Singapore	**51%**	51%
BP-Braddell LLP [1][3]	Dormant	Singapore	**50%**	50%
BP-TN Pte. Ltd. [1][4]	Holding of property for rental income	Singapore	**51%**	51%
BP-BBD2 Pte. Ltd.[1][4]	Holding of property for rental income	Singapore	**51%**	51%
BP-Vista LLP [1][4]	Dormant	Singapore	**30%**	30%
Bideford House Pte. Ltd. [1]	Holding of property for rental income	Singapore	**50%**	-
Echo Base-BP Capital Pte Ltd and its subsidiary [1]	Provide real estate consultancy and management services	Singapore	**50%**	50%
BP-Ubi Development Pte. Ltd. and its subsidiary [1]	Dormant	Singapore	**50%**	50%
KTG & Boustead Joint Stock Company and its subsidiaries [2][4]	Holding of property for rental income	Socialist Republic of Vietnam	**60%**	-

(1) *Audited by PricewaterhouseCoopers LLP, Singapore.*

(2) *Audited by PwC (Vietnam) Limited, Socialist Republic of Vietnam.*

(3) *Became dormant after the transaction with BIF.*

(4) *As the Group has joint control as a result of contractual agreements and rights to the net assets of the entity, the entity is therefore classified as a joint venture.*

Notes to the Financial Statements

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2023

25. INVESTMENTS IN JOINT VENTURES (cont'd)

The carrying amounts of the Group's material joint ventures are as follows:

	Group	
	2023 $'000	2022 $'000
Echo Base-BP Capital Pte Ltd	**160**	*
BP-DOJO LLP	**6,787**	10,119
BP-TPM LLP	**8,884**	12,610
BP-Braddell LLP	*	372
BP-TN Pte. Ltd.	**14,933**	13,915
BP-BBD2 Pte. Ltd.	**9,065**	9,979
Bideford House Pte. Ltd	**100,521**	-
KTG & Boustead Joint Stock Company and its subsidiaries ("KBJSC")	**51,860**	-
Immaterial joint ventures	**7,121**	7,871
	199,331	54,866

The Group's share of results of its material joint ventures, after eliminating unrealised gain on disposal of properties, are as follows:

	Group	
	2023 $'000	2022 $'000
Echo Base-BP Capital Pte Ltd	**693**	*
BP-DOJO LLP	**204**	372
BP-TPM LLP	**742**	990
BP-Braddell LLP	*	8,297
BP-TN Pte. Ltd.	**680**	1,298
BP-BBD2 Pte. Ltd.	**147**	270
Bideford House Pte. Ltd	**(1,301)**	-
KBJSC	**78**	-
Immaterial joint ventures	**502**	1,033
	1,745	12,260

* *Not material in financial year ended 31 March 2023 and/or 31 March 2022 respectively.*

During the financial year ended 31 March 2023, the Group:

- Subscribed to new ordinary shares issued by Bideford House Pte. Ltd. which is settled via settlement of $60,000,000 of Notes issued by SCA (Note 18) and cash payment of $41,875,000. The Group had paid a deposit of $500,000 to SCA in the previous year; and

- Acquired from Khai Toan Joint Stock Company ("KTG") 60% ordinary shares in KBJSC. Cash consideration of $17,891,000 has been paid, and the remaining payable of $44,496,000 is presented within trade and other payables as at 31 March 2023 (Note 28).

Notes to the Financial Statements

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2023

25. INVESTMENTS IN JOINT VENTURES (cont'd)

Summarised financial information for material joint ventures

Set out below are the summarised financial information for Echo Base-BP Capital Pte. Ltd., BP-DOJO LLP, BP-TPM LLP, BP-TN Pte. Ltd., BP-BBD2 Pte. Ltd., Bideford House Pte. Ltd., KBJSC and BP-Braddell LLP.

Summarised statement of financial position

	Echo Base-BP Capital Pte Ltd		BP-DOJO LLP		BP-TPM LLP		BP-TN Pte. Ltd.		BP-BBD2 Pte. Ltd.		Bideford House Pte. Ltd.	KBJSC	BP-Braddell LLP*
	2023 $'000	2022 $'000	2023 $'000	2022 $'000	2023 $'000	2022 $'000	2023 $'000	2022 $'000	2023 $'000	2022 $'000	2023 $'000	2023 $'000	2022 $'000
As at 31 March													
Current assets	**1,774**	269	**18,725**	15,683	**10,400**	11,836	**7,638**	3,889	**10,214**	8,453	**27,131**	**13,766**	1,403
Includes:													
- Cash and cash equivalents	**878**	196	**11,808**	9,718	**5,114**	6,406	**5,083**	1,344	**1,663**	3,048	**26,732**	**9,252**	1,280
Non-current assets	**330**	71	**156,856**	164,180	**74,705**	79,182	**38,174**	41,882	**65,497**	68,352	**551,126**	**162,489**	-
Current liabilities	**(1,784)**	(1,405)	**(11,111)**	(7,891)	**(2,887)**	(1,756)	**(1,897)**	(1,564)	**(45,735)**	(2,358)	**(3,866)**	**(65,949)**	(659)
Includes:													
- Financial liabilities (including trade and other payables)	**-**	-	**-**	-	**(69)**	-	**(463)**	(235)	**(2,773)**	(2,130)	**(757)**	**(18,856)**	-
- Other liabilities (including trade and other payables)	**(1,784)**	(1,405)	**(11,111)**	(7,891)	**(2,818)**	(1,756)	**(1,434)**	(1,329)	**(42,962)**	(228)	**(3,109)**	**(47,093)**	(659)
Non-current liabilities	**-**	-	**(131,640)**	(131,636)	**(62,242)**	(62,243)	**(7,107)**	(8,285)	**(9,356)**	(51,971)	**(373,000)**	**(45,632)**	-
Includes:													
- Financial liabilities (excluding trade and other payables)	**-**	-	**(131,640)**	(131,636)	**(62,242)**	(62,243)	**(6,681)**	(6,929)	**(9,356)**	(51,971)	**(373,000)**	**(345)**	**-**
- Other liabilities (including trade and other payables)	**-**	-	**-**	-	**-**	-	**(426)**	(1,356)	**-**	-	**-**	**(45,287)**	-
Net assets/(liabilities)	**320**	(1,065)	**32,830**	40,336	**19,976**	27,019	**36,808**	35,922	**20,620**	22,476	**201,391**	**(64,674)**	744

* *This joint venture is not material to the Group and hence summarised financial information as at 31 March 2023 are not disclosed.*

Notes to the Financial Statements

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2023

25. INVESTMENTS IN JOINT VENTURES (cont'd)

Summarised statement of comprehensive income

	Echo Base-BP Capital Pte Ltd		BP-DOJO LLP		BP-TPM LLP		BP-TN Pte. Ltd.		BP-BBD2 Pte. Ltd.		Bideford House Pte. Ltd.^	KBJSC#	BP-Braddell LLP*
	2023 $'000	2022 $'000	2023 $'000	2022 $'000	2023 $'000	2022 $'000	2023 $'000	2022 $'000	2023 $'000	2022 $'000	2023 $'000	2023 $'000	2022 $'000
Financial year/period ended 31 March													
Revenue	**3,211**	64	**16,277**	12,987	**8,874**	8,576	**6,008**	5,995	**7,359**	4,469	**-**	**6,750**	4,551
Interest income	**-**	-	**63**	12	**-**	-	**-**	1	**3**	1	**112**	**121**	5
Other income	**-**	-	**1,184**	1,116	**2,868**	2,081	**-**	-	**-**	-	**-**	**747**	13,166
Expenses	**(1,826)**	(760)	**(18,030)**	(14,354)	**(10,416)**	(8,885)	**(5,122)**	(3,930)	**(7,218)**	(4,052)	**(2,714)**	**(6,630)**	(5,452)
Includes:													
- Depreciation and amortisation	**-**	-	**(7,205)**	(7,199)	**(4,522)**	(4,521)	**(2,982)**	(2,148)	**(3,228)**	(2,500)	**-**	**(1,385)**	(2,397)
- Interest expense	**-**	-	**(4,704)**	(2,081)	**(2,163)**	(1,065)	**(242)**	(242)	**(1,892)**	(769)	**-**	**(2,431)**	(1,154)
- Other expenses	**(1,825)**	(760)	**(6,121)**	(5,074)	**(3,731)**	(3,299)	**(1,211)**	(22)	**(1,366)**	(347)	**(3,069)**	**(2,095)**	(1,901)
- Income tax (expense)/credit	**(1)**	-	**-**	-	**-**	-	**(687)**	(1,518)	**(732)**	(436)	**355**	**(719)**	-
Profit/(Loss) after income tax	**1,385**	(696)	**(506)**	(239)	**1,326**	1,772	**886**	2,066	**144**	418	**(2,602)**	**988**	12,270
Other comprehensive loss	**-**	-	**-**	-	**(69)**	-	**-**	-	**-**	-	**(757)**	**-**	-
Total comprehensive income/(loss)	**1,385**	(696)	**(506)**	(239)	**1,257**	1,772	**886**	2,066	**144**	418	**(3,359)**	**988**	12,270
Share of (loss)/profit after income (50%; 51%; 51%; 51%; 51%; 50%; 60%; 50%)	**693**	(348)	**(258)**	(122)	**676**	904	**452**	1,054	**73**	213	**(1,301)**	**593**	6,135
Amortisation of previously capitalised unrealised gains and other adjustments	**-**	-	**462**	494	**66**	86	**228**	244	**74**	57	**-**	**(515)**	2,162
Share of profit/(loss) after income tax	**693**	(348)	**204**	372	**742**	990	**680**	1,298	**147**	270	**(1,301)**	**78**	8,297
Share of other comprehensive loss	**-**	-	**-**	-	**(35)**	-	**-**	-	**-**	-	**(379)**	**-**	-
Share of total comprehensive income/(loss)	**693**	(348)	**204**	372	**707**	990	**680**	1,298	**147**	270	**(1,680)**	**78**	8,297
Dividends received	**-**	-	**3,570**	3,621	**4,233**	1,224	**-**	2,550	**1,020**	-	**-**	**-**	5,636

^ *For the financial period from 13 May 2022 (date of incorporation) to 31 March 2023.*

\# *For the financial period from 1 September 2022 (date of acqusition) to 31 March 2023.*

* *This joint venture is not material to the Group and hence summarised financial information as at 31 March 2023 are not disclosed.*

The information above reflects the amounts presented in the financial statements of the joint ventures (and not the Group's share of those amounts), adjusted for differences in accounting policies between the Group and the joint ventures.

Notes to the Financial Statements

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2023

25. INVESTMENTS IN JOINT VENTURES (cont'd)

Reconciliation of summarised financial information

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

	Echo Base-BP Capital Pte Ltd		BP-DOJO LLP		BP-TPM LLP		BP-TN Pte. Ltd.		BP-BBD2 Pte. Ltd.		Bideford House Pte. Ltd.^	KBJSC#	BP-Braddell LLP*
	2023 $'000	2022 $'000	2023 $'000	2022 $'000	2023 $'000	2022 $'000	2023 $'000	2022 $'000	2023 $'000	2022 $'000	2023 $'000	2023 $'000	2022 $'000
Net assets													
Beginning of financial year	**(1,065)**	(369)	**40,336**	47,675	**27,019**	27,647	**35,922**	38,856	**22,476**	18,321	**-**	**62,512**	29,746
Profit/Loss) for the financial year/period	**1,385**	(696)	**(506)**	(239)	**1,326**	1,772	**886**	2,066	**144**	418	**(2,602)**	**988**	12,270
Share of other comprehensive income	**-**	-	**-**	-	**(69)**	-	**-**	-	**-**	-	**(757)**	**-**	-
Dividends paid	**-**	-	**(7,000)**	(7,100)	**(8,300)**	(2,400)	**-**	(5,000)	**(2,000)**	-	**-**	**-**	(11,272)
Capital contribution/ (repayment)	**-**	-	**-**	-	**-**	-	**-**	-	**-**	3,737	**204,750**	**1,174**	(30,000)
End of financial year/period	**320**	(1,065)	**32,830**	40,336	**19,976**	27,019	**36,808**	35,922	**20,620**	22,476	**201,391**	**64,674**	744
Net assets/(liabilities)	**320**	(1,065)	**32,830**	40,336	**19,976**	27,019	**36,808**	35,922	**20,620**	22,476	**201,391**	**64,674**	744
Group's equity interest	50%		51%		51%		51%		51%		50%	60%	50%
Group' share of net assets/(liabilities)	**160**	(533)	**16,743**	20,571	**10,188**	13,780	**18,772**	18,320	**10,516**	11,463	**100,696**	**38,804**	372
Fair value adjustments at acquisition, net of depreciation	**-**	-	**-**	-	**-**	-	**-**	-	**-**	-	**-**	**26,646**	-
Unrealised construction and project management margins*	**-**	-	**(9,956)**	(10,452)	**(1,304)**	(1,170)	**(3,839)**	(4,405)	**(1,451)**	(1,484)	**(175)**	**-**	-
Unrealised gain on disposal of subsidiary due to retained interests*	**-**	-	**-**	-	**-**	-	**-**	-	**-**	-	**-**	**(13,590)**	-
Carrying value	**160**	(533)	**6,787**	10,119	**8,884**	12,610	**14,933**	13,915	**9,065**	9,979	**100,521**	**51,860**	372

* *The unrealised profit will be recognised in the profit and loss over the useful life of the investment properties held by the joint ventures, on disposal of the investment properties by the joint ventures, or on disposal of the Group's interest in the joint ventures.*

^ *For the financial period from 13 May 2022 (date of incorporation) to 31 March 2023.*

For the financial period from 1 September 2022 (date of acquisition) to 31 March 2023.

There are no contingent liabilities relating to the Group's interest in the joint ventures.

The Group has committed to provide funding if called, to its joint ventures amounting to $Nil as at 31 March 2023 (2022: $1,282,000).

26. INVESTMENTS IN SUBSIDIARIES

	Company	
	2023 $'000	**2022 $'000**
Equity shares at cost		
Beginning of financial year	**102,198**	96,976
Additional interest in a subsidiary (Note 40(C))	**63,847**	5,222
End of financial year	**166,045**	102,198
Less: Allowance for impairment losses	**(17,705)**	(17,705)
	148,340	84,493
Loans to subsidiaries	**22,220**	21,833
Less: Allowance for impairment of loans to subsidiaries	**(21,525)**	(21,525)
	695	308
	149,035	84,801

The loans to subsidiaries are unsecured and interest-free. The loans to subsidiaries form part of the Company's net investment in subsidiaries as the Company does not expect to demand repayment of the loans in the foreseeable future.

(a) *Movement in the allowance for impairment losses of equity shares:*

	Company	
	2023 $'000	**2022 $'000**
Beginning and end of financial year	**17,705**	17,705

(b) *Movement in the allowance for impairment of loans to subsidiaries:*

	Company	
	2023 $'000	**2022 $'000**
Beginning of financial year	**21,525**	21,317
Allowance made	**-**	208
End of financial year	**21,525**	21,525

Notes to the Financial Statements

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2023

26. INVESTMENTS IN SUBSIDIARIES (cont'd)

Details of significant subsidiaries as at 31 March 2023 and 2022 are set out below:

Name of entity	Principal activities	Country of business/ incorporation	Equity holding	
			2023 %	2022 %
Significant subsidiaries held by the Company				
Boustead Projects Limited [1][12]	Investment holding	Singapore	**75.5**	54.0
Boustead Services Pte. Ltd. [1]	Provision of management services	Singapore	**100.0**	100.0
Esri Australia Pty Ltd [2]	Exclusive distributor for Esri geospatial and provider of professional services and training	Australia	**88.2**	88.2
Esri South Asia Pte Ltd [1]	Exclusive distributor for Esri geospatial and provider of professional services and training	Singapore	**88.2**	88.2
Boustead Knowledge Pte. Ltd. [1]	Investment holding	Singapore	**100.0**	100.0
BIH Holdings Pte. Ltd. [1]	Investment holding	Singapore	**100.0**	100.0
Boustead Medical Care Holdings Pte. Ltd. [1]	Investment holding	Singapore	**100.0**	100.0

Notes to the Financial Statements

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2023

26. INVESTMENTS IN SUBSIDIARIES (cont'd)

Name of entity	Principal activities	Country of business/ incorporation	Equity holding 2023 %	Equity holding 2022 %
Significant subsidiaries held by the Company's subsidiaries				
Boustead Projects E&C Pte. Ltd. (1)(12)	Provide design, engineering, project management, construction management and property-related services	Singapore	**75.5**	54.0
BP Engineering Solutions Sdn Bhd (9)(12)	Provide design, engineering, project management, construction management and property-related services	Malaysia	**75.5**	54.0
Boustead Projects (Vietnam) Co., Ltd (7)(12)	Provide design, engineering, project management, construction management and property-related services	Socialist Republic of Vietnam	**75.5**	54.0
PIP Pte. Ltd. (1)(12)	Rental and leasing out of land for rental income	Singapore	**75.5**	54.0
BP-EA Pte. Ltd. (1)(12)	Holding of property for rental income	Singapore	**75.5**	54.0
BP Lands Sdn Bhd (9)(12)	Investment holding	Malaysia	**75.5**	54.0
Wuxi Boustead Industrial Development Co. Ltd (6)(12)	Development of industrial space for lease/sale	People's Republic of China	**75.5**	54.0
Boustead Real Estate Fund (1)(12)	Private business trust	Singapore	**75.5**	54.0
Boustead Trustees Pte. Ltd. (1)(12)	Trustee for real estate trust	Singapore	**75.5**	54.0
Boustead Funds Management Pte. Ltd. (1)(12)	Property fund management	Singapore	**75.5**	54.0
Boustead Industrial Funds Management Pte. Ltd. (1)(12)	Property fund management	Singapore	**75.5**	54.0
Boustead Property Services Pte. Ltd. (1)(12)	Management of properties	Singapore	**75.5**	54.0
BIF Property Services Pte. Ltd. (1)(12)	Management of properties	Singapore	**75.5**	54.0
BP-Real Estate Investment Pte. Ltd. (1)(12)	Investment holding	Singapore	**75.5**	54.0

Notes to the Financial Statements

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2023

26. INVESTMENTS IN SUBSIDIARIES (cont'd)

Name of entity	Principal activities	Country of business/ incorporation	Equity holding 2023 %	Equity holding 2022 %
Significant subsidiaries held by the Company's subsidiaries (cont'd)				
BP-TPM1 Pte Ltd [1][12]	Investment holding	Singapore	**75.5**	54.0
BP Xilin Sdn. Bhd. [10][12]	Investment holding	Malaysia	**75.5**	54.0
BP Aerotech (Subang) Sdn Bhd [10][12]	Investment holding	Malaysia	**75.5**	54.0
BP Malaysia Airports Subang Aerotech Sdn. Bhd. [9]	Investment holding	Malaysia	**-**	37.8
BPMA HS Sdn. Bhd. [9]	Development of building projects	Malaysia	**-**	37.8
Boustead Projects Land (Vietnam) Co., Ltd [7]	Holding of property for rental income	Socialist Republic of Vietnam	**-**	54.0
Controls & Electrics Pte Ltd [1]	Design, engineering and supply of process control systems	Singapore	**94.4**	94.4
MapData Services Pty Ltd [2]	Provider of geospatial and data sets	Australia	**88.2**	88.2
Esri Malaysia Sdn Bhd [4]	Exclusive distributor for Esri geospatial and provider of professional services and training	Malaysia	**88.2**	88.2
Esri Singapore Pte. Ltd. [1]	Exclusive distributor for Esri geospatial and provider of professional services and training	Singapore	**88.2**	88.2
PT Esri Indonesia [5][16]	Exclusive distributor for Esri geospatial and provider of professional services and training	Indonesia	**88.2**	88.2
Boustead International Heaters Limited [3]	Design, engineering and supply of process heater systems and waste heat recovery units	The United Kingdom	**100.0**	100.0
Boustead International Heaters Pte. Ltd. [1]	Design, engineering and supply of process heater systems and waste heat recovery units	Singapore	**100.0**	100.0
BIH Heaters Malaysia Sdn Bhd [4]	Design, engineering services and supply of process heater systems and waste heat recovery units	Malaysia	**100.0**	100.0
Birwelco USA Inc. [15]	Provide specialised equipment and services for fire heaters and furnaces from design conception to turnkey supply	United States of America	**100.0**	-

Notes to the Financial Statements

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2023

26. INVESTMENTS IN SUBSIDIARIES (cont'd)

Name of entity	Principal activities	Country of business/ incorporation	Equity holding	
			2023 %	2022 %
Significant subsidiaries held by the Company's subsidiaries (cont'd)				
BMEC Pte. Ltd. (1)	Distribution of medical and rehabilitation equipment	Singapore	**100.0**	100.0
BMEC (Malaysia) Sdn Bhd (11)	Dealing of rehabilitation equipment and related biomedical products	Malaysia	**80.0**	80.0
United BMEC (Thai) Co., Ltd (13)	Distribution, rental and repair and maintenance of medical appliance and sport science	Thailand	**49.0**	-
BMEC Sleep Care Pte. Ltd. (14)	Distribution of medical devices	Singapore	**-**	100.0
BMEC (HK) Limited (8)	Distribution of medical and rehabilitation equipment	Hong Kong	**100.0**	100.0
BMEC Medisolution Pte. Ltd. (1)	Manufacturers, designers, maintainers and dealers in biomedical and rehabilitation engineering products, apparatus of every description and other related activities	Singapore	**100.0**	100.0

(1) *Audited by PricewaterhouseCoopers LLP, Singapore.*
(2) *Audited by PricewaterhouseCoopers, Australia.*
(3) *Audited by PricewaterhouseCoopers LLP, United Kingdom.*
(4) *Audited by PricewaterhouseCoopers, Malaysia.*
(5) *Audited by Tanubrata Sutanto Fahmi Bambang & Rekan, Indonesia, a member of BDO International Limited.*
(6) *Audited by Wuxi DaZhong Certified Public Accountants China Co., Ltd., People's Republic of China.*
(7) *Audited by PwC (Vietnam) Limited, Socialist Republic of Vietnam.*
(8) *Audited by independent member of Baker Tilly Hong Kong Limited, Hong Kong.*
(9) *Audited by KPMG PLT, Malaysia.*
(10) *Audited by CLW & Associates, Malaysia.*
(11) *Audited by Adrian Yeo PLT, Malaysia.*
(12) *Changes in equity holding are resultant from acquisition of additional interest in Boustead Projects Limited and purchase/re-issuance of treasury shares by Boustead Projects Limited.*
(13) *Audited by Thana-ake Advisory Limited, Thailand.*
(14) *Audited by PricewaterhouseCoopers LLP, Singapore in the previous financial year.*
(15) *Audit is not required in 2023.*
(16) *Audited by Doli, Bambang, Sulistiyanto, Dadang & Ali, Indonesia in the previous financial year.*

Notes to the Financial Statements

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2023

26. INVESTMENTS IN SUBSIDIARIES (cont'd)

Carrying value of non-controlling interests

	2023 $'000	2022 $'000
Boustead Projects Limited and its subsidiaries ("BP Group")	**98,225**	180,510
Other subsidiaries	**19,528**	19,148
	117,753	199,658

Summarised financial information of a subsidiary with material non-controlling interests

Set out below are the summarised financial information for a subsidiary that has non-controlling interests that are material to the Group. These are presented before inter-company eliminations.

Summarised consolidated statement of financial position

	BP Group	
	31 March	
	2023 $'000	2022 $'000
Current		
Assets	**359,045**	374,944
Liabilities	**(298,420)**	(174,908)
Total current net assets	**60,625**	200,036
Non-current		
Assets	**430,057**	297,720
Liabilities	**(89,687)**	(105,384)
Total non-current net assets	**340,370**	192,336
Net assets	**400,995**	392,372

26. INVESTMENTS IN SUBSIDIARIES (cont'd)

Summarised consolidated income statement

	BP Group	
	For the financial year ended 31 March	
	2023 $'000	2022 $'000
Revenue	**283,976**	339,089
Profit before income tax	**26,472**	13,841
Income tax expense	**(7,995)**	(2,510)
Profit after tax	**18,477**	11,331
Other comprehensive (loss)/income, net of tax	**(6,732)**	855
Total comprehensive income	**11,745**	12,186
Total comprehensive income allocated to non-controlling interests	**2,878**	5,608
Dividends paid to non-controlling interests	**(1,422)**	(22,225)

Summarised consolidated cash flows

	BP Group	
	For the financial year ended 31 March	
	2023 $'000	2022 $'000
Net cash provided by operating activities	**17,247**	9,444
Net cash used in investing activities	**(44,331)**	(51,566)
Net cash used in financing activities	**(6,003)**	(42,189)

Notes to the Financial Statements

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2023

27. DEFERRED INCOME TAXES

Deferred income tax assets and liabilities are offset when there is a legally enforceable right to offset current income tax assets against current income tax liabilities and when the deferred income taxes relate to the same fiscal authority. The amounts, determined after appropriate offsetting, are shown on the statement of financial position as follows:

	Group	
	2023 **$'000**	**2022** **$'000**
Deferred income tax assets	**17,085**	15,275
Deferred income tax liabilities	**(2,961)**	(1,346)
	14,124	13,929

The movement in the net deferred income tax account is as follows:

	Group	
	2023 **$'000**	**2022** **$'000**
Beginning of financial year	**13,929**	12,814
Currency translation differences	**(489)**	(66)
Acquisition of a subsidiary	**(810)**	-
Disposal of a subsidiary	**116**	-
Reclassification	**-**	3,016
Reversal of utilisation/(Utilisation) of group relief	**476**	(3,131)
Tax charged to		
- profit or loss (Note 11(a))	**449**	1,238
- other comprehensive income	**501**	58
Others	**(48)**	-
End of financial year	**14,124**	13,929

Deferred income tax assets are recognised for tax losses and capital allowances carried forward to the extent that realisation of the related tax benefits through future taxable profits is probable. As at 31 March 2023, the Group has unrecognised tax losses and unrecognised capital allowances of $26,946,000 (2022: $27,353,000) which can be carried forward and used to offset against future taxable income subject to meeting certain statutory requirements by those companies with unrecognised tax losses and capital allowances in their respective countries of incorporation. The tax losses and capital allowances have no expiry date.

As at 31 March 2023, deferred income tax liabilities of $3,462,000 (2022: $3,458,000) have not been recognised for the withholding and other taxes that will be payable on the earnings of overseas subsidiaries when remitted to the holding company. These unremitted profits are permanently reinvested and amount to $23,923,000 (2022: $20,201,000) at the reporting date.

Notes to the Financial Statements

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2023

27. DEFERRED INCOME TAXES (cont'd)

The movement in deferred income tax assets and liabilities (prior to offsetting of balances within the same tax jurisdiction) is as follows:

Group

Deferred income tax liabilities

	Revenue currently not assessable for tax but recognised for accounting	Expenditure currently deductible for tax but not recognised for accounting	Accelerated tax depreciation	Others	Total
	$'000	$'000	$'000	$'000	$'000
2023					
Beginning of financial year	**(511)**	**(204)**	**(2,026)**	**-**	**(2,741)**
Currency translation differences	**(32)**	**68**	**34**	**(20)**	**50**
Disposal of a subsidiary (Note 40(B))	**134**	**-**	**-**	**-**	**134**
Acquisition of a subsidiary (Note 41)	**-**	**-**	**-**	**(810)**	**(810)**
Charged to profit or loss	**(705)**	**(44)**	**(286)**	**-**	**(1,035)**
End of financial year	**(1,114)**	**(180)**	**(2,277)**	**(830)**	**(4,402)**
2022					
Beginning of financial year	(610)	(146)	(1,386)	-	(2,142)
Currency translation differences	4	1	(5)	-	-
Credited/(Charged) to profit or loss	95	(59)	(635)	-	(599)
End of financial year	(511)	(204)	(2,026)	-	(2,741)

Notes to the Financial Statements

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2023

27. DEFERRED INCOME TAXES (cont'd)

The movement in deferred income tax assets and liabilities (prior to offsetting of balances within the same tax jurisdiction) is as follows: (cont'd)

Group

Deferred income tax assets

	Unrealised construction and project management margins	Unrealised gain on disposal due to retained interests in an associate	Revenue assessed for tax but not recognised for accounting	Expenditure currently not deductible for tax but recognised for accounting	Provisions	Tax losses	Others	Total
	$'000	$'000	$'000	$'000	$'000	$'000	$'000	$'000
2023								
Beginning of financial year	**3,494**	**3,337**	**917**	**1,783**	**2,638**	**4,096**	**405**	**16,670**
Currency translation differences	**-**	**-**	**(72)**	**(180)**	**(341)**	**-**	**54**	**(539)**
Reversal of utilisation	**-**	**-**	**-**	**-**	**-**	**476**	**-**	**476**
Disposal of a subsidiary (Note 40(B))	**(18)**	**-**	**-**	**-**	**-**	**-**	**-**	**(18)**
Others	**(3)**	**(266)**	**-**	**-**	**-**	**-**	**221**	**(48)**
(Charged)/Credited to								
- profit or loss	**(217)**	**3,086**	**537**	**(707)**	**13**	**(982)**	**(246)**	**1,484**
- other comprehensive income	**-**	**-**	**-**	**-**	**4**	**-**	**497**	**501**
End of financial year	**3,256**	**6,157**	**1,382**	**896**	**2,314**	**3,590**	**931**	**18,526**
2022								
Beginning of financial year	4,337	-	926	618	3,361	5,162	552	14,956
Currency translation differences	1	-	(9)	7	(69)	-	4	(66)
Reclassification from investments in associates (Note 24)	-	3,016	-	-	-	-	-	3,016
Utilisation	-	-	-	-	-	(3,131)	-	(3,131)
(Charged)/Credited to								
- profit or loss	(844)	321	-	1,158	(700)	2,065	(163)	1,837
- other comprehensive income	-	-	-	-	46	-	12	58
End of financial year	3,494	3,337	917	1,783	2,638	4,096	405	16,670

Notes to the Financial Statements

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2023

28. TRADE AND OTHER PAYABLES

	Group		Company	
	2023 $'000	2022 $'000	2023 $'000	2022 $'000
Current				
Trade payables	**42,240**	50,268	**-**	-
Retention sum payables	**21,208**	21,819	**-**	-
Accruals for contract costs	**69,561**	69,365	**-**	-
Accruals for operating expenses	**32,542**	38,494	**1,621**	1,156
Provision for onerous contracts	**3,348**	11,783	**-**	-
Other payables	**12,398**	10,554	**1,961**	1,737
Deferred consideration payable (Note 41(i))	**789**	-	**-**	-
Consideration payable to acquire a joint venture partner (Note 25)	**44,496**	-	**-**	-
Deposits	**2,129**	6,678	**-**	-
Advanced billings - property rental income	**364**	520	**-**	-
Dividends payable to non-controlling interests	**2,490**	958	**-**	-
	231,565	210,439	**3,582**	2,893
Non-current				
Retention sum payables	**13,258**	13,958	**-**	-
Carrying amount of equity interest in BIF (net of unrealised gain) (Note 24)	**40,559**	37,390	**-**	-
Contingent consideration payable (Note 41(i))	**3,946**	-	**-**	-
Other payables	**1,068**	1,921	**-**	-
	58,831	53,269	**-**	-

29. BORROWINGS

	Group	
	2023 $'000	2022 $'000
Bank borrowings		
- Current	**2,303**	2,494
- Non-current	**3,353**	13,486
Total	**5,656**	15,980

The exposure of the borrowings of the Group to interest rate changes and the contractual repricing dates at the reporting date are as follows:

	Group	
	2023 $'000	2022 $'000
6 months or less	**438**	8,983

Notes to the Financial Statements

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2023

29. BORROWINGS (cont'd)

(a) *Security granted*

Total borrowings include secured liabilities of $438,000 (2022: $8,983,000) for the Group. As at 31 March 2023, bank borrowings are secured over a banker's guarantee. As at 31 March 2022, bank borrowings were secured over the Group's investment properties (Note 20) and banker's guarantee.

(b) *Fair value of non-current borrowings*

As at 31 March 2023, carrying amount of non-current borrowings of $3,353,000 (2022: $13,486,000) with fixed interest rate approximated their fair values, which was computed based on the present value of the cash flows on the borrowings discounted at the rate of 2.75% (2022: 2.00%). The borrowing rate is based on an equivalent instrument that the directors expected would be available to the Group at the reporting date.

The fair values of borrowings are within level 2 of the fair values hierarchy.

30. DERIVATIVE FINANCIAL INSTRUMENTS

	Group			Company		
	Contract notional amount	Fair value Asset	Fair value Liability	Contract notional amount	Fair value Asset	Fair value Liability
	$'000	$'000	$'000	$'000	$'000	$'000
31 March 2023						
Derivatives not held for hedging:						
- Currency forwards	**11,727**	**676**	**-**	**5,193**	**306**	**-**
31 March 2022						
Derivatives not held for hedging:						
- Currency forwards	66,247	38	(803)	5,032	101	(64)

31. PENSION LIABILITY/(ASSET)

The Group operates a funded defined benefit pension scheme in the United Kingdom and an unfunded defined benefit pension scheme in Indonesia.

	Group	
	2023 $'000	2022 $'000
The amount recognised in the statement of financial position relates to funded and unfunded plans are as follows:		
Present value of funded obligation	**17,257**	23,710
Fair value of plan assets	**(16,773)**	(24,440)
Deficit/(Surplus) of funded plans	**484**	(730)
Present value of unfunded obligation	**303**	257
Total deficit/(surplus) of defined benefit pension plans	**787**	(473)

Notes to the Financial Statements

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2023

31. PENSION LIABILITY/(ASSET) (cont'd)

(a) *Funded defined benefit pension scheme in the United Kingdom*

The defined benefit pension scheme is funded by the payment of contributions to a separately administered trust fund.

The pension costs for the defined benefit pension scheme are determined with the advice of an independent qualified actuary. The significant assumptions used were as follows:

	2023	**2022**
Discount rate (per annum)	**4.90%**	2.75%
Rate of price inflation (per annum)	**3.50%**	3.70%
Rate of increase in salaries (per annum)	**2.70%**	2.90%
Post-retirement mortality assumption	**100% of S3PXA, CMI 2021 projections, 1.25% per annum long-term rate of improvement, smoothing parameter of 7 and initial addition rate of 0% per annum**	100% of S3PXA, CMI 2018 projections, 1.25% per annum long-term rate of improvement, smoothing parameter of 7 and initial addition rate of 0% per annum

The sensitivity of the defined benefit obligation to changes in the key assumptions is:

- 0.50% (2022: 0.10%) decrease in discount rate would increase liabilities by $999,000 (2022: $356,000).
- 0.50% (2022: 0.10%) increase in rate of price inflation would increase liabilities by $751,000 (2022: $356,000).
- 1.50% (2022: 0.25%) increase in mortality long-term rate would increase liabilities by $99,000 (2022: $249,000).

The above sensitivity analysis is based on a change in an assumption while holding all other assumptions constant. In practice, this is unlikely to occur, and changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions, the same method (present value of the defined benefit obligation calculated with the attained age method at the end of the reporting period) has been applied as when calculating the pension liability recognised within the statement of financial position.

The methods used in preparing the sensitivity analysis did not change compared to the previous year. However, the assumptions have changed due to the increased volatility in the market.

Notes to the Financial Statements

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2023

31. PENSION LIABILITY/(ASSET) (cont'd)

(a) Funded defined benefit pension scheme in the United Kingdom (cont'd)

The movement in the present value of obligation and fair value of plan assets are as follows:

	Present value of obligation	Fair value of plan assets	Total
	$'000	$'000	$'000
2023			
Beginning of financial year	**23,710**	**(24,440)**	**(730)**
Interest expense/(income)	**594**	**(624)**	**(30)**
Remeasurements:			
- Return on plan assets, excluding amounts included in interest income	**-**	**6,437**	**6,437**
- Loss from change in demographic assumptions	**71**	**-**	**71**
- Gain from change in financial assumptions	**(5,812)**	**-**	**(5,812)**
- Experience gains	**1,290**	**-**	**1,290**
- Tax on remeasurement	**1,113**	**(1,610)**	**(497)**
	(3,338)	**4,827**	**1,489**
Currency translation differences	**(2,909)**	**3,455**	**546**
Contributions:			
- Employers	**-**	**(791)**	**(791)**
Payment from plans:			
- Benefit payments	**(800)**	**800**	**-**
End of financial year	**17,257**	**(16,773)**	**484**
2022			
Beginning of financial year	26,196	(26,153)	43
Interest expense/(income)	525	(533)	(8)
Remeasurements:			
- Loss on plan assets, excluding amounts included in interest income	-	1,236	1,236
- Gain from change in financial assumptions	(1,176)	-	(1,176)
- Tax on remeasurement	223	(235)	(12)
	(953)	1,001	48
Currency translation differences	(1,199)	1,236	37
Contributions:			
- Employers	-	(850)	(850)
Payment from plans:			
- Benefit payments	(859)	859	-
End of financial year	23,710	(24,440)	(730)

31. PENSION LIABILITY/(ASSET) (cont'd)

(a) Funded defined benefit pension scheme in the United Kingdom (cont'd)

Plan assets are comprised as follows:

	Group	
	2023 $'000	**2022 $'000**
Multi asset funds	**8,033**	7,561
Liability driven investments	**4,404**	8,595
Corporate bonds	**4,336**	8,284
	16,773	24,440

Majority of the plan assets are quoted in an active market. The plan assets do not include any investment in shares of the Company or any assets used by the Group.

Through its defined benefit pension scheme, the Group is exposed to two primary risks which are detailed below:

Inflation risk	The majority of the plan's defined benefit obligations are linked to inflation and an increase in inflation will lead to higher liabilities. Risk is mitigated through investment in index-linked bonds and caps on annual increases in pensions and pensionable salaries.
Life expectancy	The defined benefit obligations have been valued based on assumptions regarding mortality. A relatively small number of plan members, combined with a wide distribution of pensionable salary and pension levels, increases the risk of volatility in the valuation of those obligations over time. However, the plan has fairly matured demographically and has been closed to new members since 2002.

The Group ensures that the plan's investment portfolio is managed in accordance with an agreed investment policy. The principal objectives of the investment policy are to ensure that the plan can meet its obligations as they fall due and to manage the expected volatility of returns over time in order to control the level of volatility in the plan's required contribution levels. The investment policy also sets benchmark allocations between growth-driven and protection-driven asset classes. The allocation between these classes is periodically reviewed and adjusted if necessary to match the plan's obligations accordingly.

The Group has agreed with the trustees to reduce the funding deficit where necessary and the expected amount for the financial year ending 31 March 2024 is approximately $812,000. Additional contributions will be agreed with the trustees when necessary.

The weighted average duration of the defined benefit obligation is 12 years (2022: 16 years).

Notes to the Financial Statements

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2023

31. PENSION LIABILITY/(ASSET) (cont'd)

(b) Unfunded defined benefit pension scheme in Indonesia

The pension costs for the defined benefit pension scheme are determined with the advice of an independent qualified actuary. The significant assumptions used were as follows:

	2023	2022
Discount rate (per annum)	**7.00%**	7.40%
Rate of increase in salaries (per annum)	**4.80%**	4.80%
Post-retirement mortality assumption	**Indonesia - IV (2019)**	Indonesia - IV (2019)

The sensitivity of the defined benefit obligation to changes in the key assumptions is:

- 1.00% (2022: 1.00%) decrease in discount rate would increase liabilities by $27,000 (2022: $30,000).
- 1.00% (2022: 1.00%) increase in discount rate would decrease liabilities by $23,000 (2022: $25,000).

The above sensitivity analysis is based on a change in an assumption while holding all other assumptions constant. In practice, this is unlikely to occur, and changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions, the same method (present value of the defined benefit obligation calculated with the projected unit credit method at the end of the period) has been applied as when calculating the pension liability recognised within the statement of financial position.

The methods and types of assumptions used in preparing the sensitivity analysis did not change compared to the previous year.

The movement in the present value of obligation is as follows:

	2023 $'000	2022 $'000
Beginning of financial year	**257**	257
Current service cost	**76**	62
Past service cost	**-**	(109)
Interest expense	**19**	19
	95	(28)
Remeasurements:		
- Loss from change in demographic assumptions	**-**	26
- Loss from change in financial assumptions	**10**	30
- Gain from change in regulations	**(46)**	-
- Experience loss	**6**	155
- Tax on remeasurement	**(4)**	(46)
	(34)	165
Currency translation differences	**(15)**	48
Payment from plans:		
- Benefit payments	**-**	(185)
End of financial year	**303**	257

The average duration of the defined benefit obligation is 11 years (2022: 11 years).

32. SHARE CAPITAL AND TREASURY SHARES

	No. of ordinary shares		Amount	
	Issued share capital	Treasury shares	Share capital	Treasury shares
	'000	'000	$'000	$'000
Group and Company				
2023				
Beginning of financial year	**500,067**	**(17,820)**	**74,443**	**(13,505)**
Purchase of treasury shares	**-**	**(4,774)**	**-**	**(3,965)**
End of financial year	**500,067**	**(22,594)**	**74,443**	**(17,470)**
2022				
Beginning of financial year	500,067	(16,037)	74,443	(11,766)
Purchase of treasury shares	-	(1,783)	-	(1,739)
End of financial year	500,067	(17,820)	74,443	(13,505)

All issued ordinary shares are fully paid. There is no par value for these ordinary shares.

Fully paid ordinary shares carry one vote per share and carry a right to dividends as and when declared by the Company.

(a) Employee share plans – Boustead Projects Restricted Share Plan 2016

The Boustead Projects Restricted Share Plan 2016 (the "2016 Share Plan") was approved by the members of Boustead Projects Limited ("BP"), the Company's subsidiary, at its Extraordinary General Meeting on 28 July 2016. Under the 2016 Share Plan, all eligible executive employees, non-executive directors of BP as well as associates of controlling shareholders of BP are invited to participate in the 2016 Share Plan. The selection of an eligible participant shall be determined at the absolute discretion of the committee appointed by the Board of BP to administer the 2016 Share Plan. The participation of an associate of controlling shareholders shall be approved by independent members of BP.

Awards granted under the 2016 Share Plan may be subject to performance-based and time-based restrictions. Performance-based restricted awards will vest after a further period of service beyond the performance target completion date. Time-based restricted awards granted under the 2016 Share Plan will vest only after satisfactory completion of time-based service conditions, that is, after the participant has served BP for a specified number of years.

Participants are not required to pay for the grant of the awards. Awards are forfeited when the participant leaves BP before the awards vest.

Notes to the Financial Statements

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2023

32. SHARE CAPITAL AND TREASURY SHARES (cont'd)

(a) Employee share plans – Boustead Projects Restricted Share Plan 2016 (cont'd)

Details of the share awards granted and vested pursuant to the 2016 Share Plan during the financial year are as follows:

	2023	2022
Number of share awards		
Beginning of financial year	-	150,991
Vested and issued during the financial year	-	(150,991)
End of financial year	-	-

There are no share awards outstanding at the end of the financial year ended 31 March 2023 and 31 March 2022.

The fair value was determined based on the market value of BP's shares at the grant date. No share awards were granted during the financial year.

In 2022, BP re-issued its treasury shares for share awards vested. Cost of the treasury shares re-issued was $0.81 each.

(b) One-off share-based payment to BP's Directors

In 2022, an one-off share-based payment to BP's Directors by way of transferring a total of 2,400,000 treasury shares at the transfer price of $0.806 per share was approved by the members of BP at its Extraordinary General Meeting on 28 July 2021.

The fair value of the shares transferred was $0.474 each, determined based on the market value of BP's share price of $1.28 as at 28 July 2021 less off the transfer price of $0.806 per share. Accordingly, a total share-based payment expense of $1,137,000 was recognised in the profit and loss during the financial year ended 31 March 2022, of which $948,000 related to BP's Directors who were also employees of the Group and $189,000 related to BP's non-executive Directors.

Notes to the Financial Statements

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2023

33. OTHER RESERVES

(a) Composition:

	Group		Company	
	2023 $'000	2022 $'000	2023 $'000	2022 $'000
Foreign currency translation reserve	**(16,957)**	3,290	**-**	-
Capital reserve	**(11,877)**	(11,521)	**2,398**	2,398
Fair value reserve	**5,757**	6,014	**-**	-
Hedging reserve	**(9)**	191	**-**	-
	(23,086)	(2,026)	**2,398**	2,398

(b) Movement:

	Foreign currency translation reserve $'000	Share-based compensation reserve $'000	Capital reserve $'000	Fair value reserve $'000	Hedging reserve $'000	Total $'000
Group						
2023						
Beginning of financial year	**3,290**	**-**	**(11,521)**	**6,014**	**191**	**(2,026)**
Share of comprehensive loss of associates and joint ventures	**(2,004)**	**-**	**-**	**-**	**(363)**	**(2,367)**
Effects of acquisition of shares from non-controlling interests	**198**	**-**	**(356)**	**2,399**	**75**	**2,316**
Fair value loss	**-**	**-**	**-**	**(3,517)**	**-**	**(3,517)**
Net currency translation differences arising from consolidation	**(21,549)**	**-**	**-**	**-**	**-**	**(21,549)**
Reclassification on disposal of a subsidiary (Note 40)	**776**	**-**	**-**	**-**	**-**	**776**
Less: Non-controlling interests	**2,332**	**-**	**-**	**861**	**88**	**3,281**
End of financial year	**(16,957)**	**-**	**(11,877)**	**5,757**	**(9)**	**(23,086)**
2022						
Beginning of financial year	6,280	65	(13,074)	5,743	-	(986)
Share of comprehensive income of associates	386	-	-	-	353	739
Employee share-based compensation						
- Value of employee services	-	1,137	-	-	-	1,137
- Treasury shares reissued by a subsidiary	-	(2)	3,134	-	-	3,132
Purchase of treasury shares by a subsidiary	-	(1,259)	(316)	-	-	(1,575)
Effects of acquisition of shares from non-controlling interests	8	-	-	141	-	149
Fair value gain	-	-	-	240	-	240
Net currency translation differences arising from consolidation	(3,339)	-	-	-	-	(3,339)
Less: Non-controlling interests	(45)	59	(1,265)	(110)	(162)	(1,523)
End of financial year	3,290	-	(11,521)	6,014	191	(2,026)

Notes to the Financial Statements

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2023

33. OTHER RESERVES (cont'd)

(b) Movement: (cont'd)

	Capital reserve $'000
Company	
2023	
Beginning and end of the financial year	**2,398**
2022	
Beginning and end of the financial year	2,398

Other reserves are non-distributable.

34. RETAINED PROFITS

(a) Retained profits of the Group are distributable except for accumulated retained profits of associates and joint ventures amounting to $8,087,000 (2022: $8,771,000) and 10% of accumulated retained profits of a subsidiary in the People's Republic of China amounting to $606,000 (2022: $466,000).

(b) Retained profits of the Company are distributable. Movement in retained profits for the Company is as follows:

	Company	
	2023 $'000	2022 $'000
Beginning of financial year	**15,499**	32,431
Profit for the financial year	**21,902**	24,196
Dividends paid (Note 35)	**(19,255)**	(41,128)
End of financial year	**18,146**	15,499

35. DIVIDENDS

	Company	
	2023 **$'000**	**2022** **$'000**
Ordinary dividend paid		
2.5 cents (2022: 3.0 cents) final tax-exempt (one-tier) cash dividend per ordinary share paid in respect of the previous financial year	**12,036**	14,521
1.5 cents (2022: 1.5 cents) interim tax-exempt (one-tier) cash dividend per ordinary share paid in respect of the current financial year	**7,219**	7,246
Special dividend paid		
Nil cent (2022: 4.0 cents) special tax-exempt (one-tier) cash per ordinary share paid in respect of the previous financial year	**-**	19,361
	19,255	41,128

At the Annual General Meeting on 28 July 2023, a final tax-exempt (one-tier) cash dividend of 2.5 cents per ordinary share amounting to approximately $11,937,000 will be recommended. These financial statements do not reflect this dividend, which will be accounted for in shareholders' equity as an appropriation of retained profits in the financial year ending 31 March 2024.

36. CONTINGENCIES

Contingent liabilities

As at 31 March 2023, the Group and the Company has the following guarantees whereby the directors are of the view that it is more likely than not that no amount will be payable under these arrangements. The earliest period that the guarantees could be called is upon demand.

(i) The Company has given guarantees in favour of banks in respect of loan facilities granted to a subsidiary. The outstanding guarantees amounting to $438,000 (2022: $625,000) at the reporting date.

(ii) The Company has given guarantees for its subsidiaries' performance guarantees issued by banks in respect of performance on certain contracts in favour of third parties amounting to $7,538,000 at the reporting date (2022: $4,744,000).

(iii) The Group and the Company have procured performance guarantees amounting to $139,157,000 (2022: $118,989,000) and $626,000 (2022: $564,000) respectively issued by banks in favour of third parties in respect of performance on contracts with customers.

Notes to the Financial Statements

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2023

37. FINANCIAL RISK MANAGEMENT

Financial risk factors

The Group's activities expose it to market risk (including currency risk, price risk and interest rate risk), credit risk and liquidity risk. The Group's overall risk management strategy seeks to minimise any adverse effects from the unpredictability of financial markets on the Group's financial performance. The Group uses financial instruments such as currency forwards to hedge certain financial risk exposures.

The Board of Directors is responsible for setting the objectives and underlying principles of financial risk management for the Group. The management team then establishes the detailed policies such as risk identification and measurement, exposure limits and hedging strategies. Financial risk management is carried out by finance personnel.

(a) Market risk

(i) Currency risk

The Group operates in Asia Pacific, Australia, North and South America, Europe, Middle East and Africa with dominant operations in Asia Pacific and Australia. Entities in the Group regularly transact in currencies other than their respective functional currencies ("foreign currencies").

Currency exchange risk arises within entities in the Group when transactions are denominated in foreign currencies such as United States Dollar ("USD"), Singapore Dollar ("SGD"), Malaysian Ringgit ("MYR"), Euro Dollar ("EUR") and Australian Dollar ("AUD"). Exposure to exchange fluctuation risks is managed as far as possible by natural hedges of matching revenue and costs and using derivatives such as foreign currency forward exchange contracts.

In addition, the Group is exposed to currency translation risk on the net assets in foreign operations. Currency exposure to the net assets of the Group's foreign operations in the United Kingdom, Australia, Indonesia, the People's Republic of China and Malaysia are managed primarily through natural hedges of matching assets and liabilities and management reviews periodically so that the net exposure is kept at an acceptable level.

The Group utilised currency derivatives to hedge significant transactions and cash flows. The Group is party to a variety of foreign exchange forward contracts in the management of its exchange rate exposures. The instruments purchased are primarily denominated in the currencies of the Group's principal markets. The Group does not apply hedge accounting in relation to these currency contracts.

37. FINANCIAL RISK MANAGEMENT (cont'd)

(a) Market risk (cont'd)

(i) Currency risk (cont'd)

The Group's principal currency exposure based on the information provided to key management is as follows:

	USD	SGD[1]	MYR	EUR	AUD
	$'000	$'000	$'000	$'000	$'000
At 31 March 2023					
Financial assets					
Cash and cash equivalents	**22,048**	**2,668**	**326**	**1,801**	**3**
Trade receivables	**31,466**	**-**	**-**	**628**	**-**
Other receivables and prepayments	**1,728**	**-**	**28**	**-**	**-**
Investment securities	**6,510**	**-**	**-**	**-**	**-**
Intercompany receivables	**10,554**	**17,453**	**5,996**	**-**	**-**
	72,306	**20,121**	**6,350**	**2,429**	**3**
Financial liabilities					
Trade and other payables	**(11,301)**	**-**	**(135)**	**(2,989)**	**-**
Intercompany payables	**(10,622)**	**(278)**	**(1,060)**	**-**	**(75,927)**
	(21,923)	**(278)**	**(1,195)**	**(2,989)**	**(75,927)**
Add: Derivative financial instruments	**2,022**	**-**	**-**	**-**	**-**
Currency exposure of financial assets/(liabilities)	**52,405**	**19,843**	**5,155**	**(560)**	**(75,924)**
At 31 March 2022					
Financial assets					
Cash and cash equivalents	21,784	8,859	128	916	-
Trade receivables	44,796	-	-	7,339	-
Other receivables and prepayments	1,353	-	32	-	-
Investment securities	8,408	-	-	-	-
Intercompany receivables	24,947	7,986	5,834	-	-
	101,288	16,845	5,994	8,255	-
Financial liabilities					
Trade and other payables	(22,688)	(5)	(39)	(1,755)	-
Intercompany payables	(25,881)	(437)	(58)	-	(70,539)
	(48,569)	(442)	(97)	(1,755)	(70,539)
Less: Derivative financial instruments	(1,203)	-	-	(7,259)	-
Currency exposure of financial assets/(liabilities)	51,516	16,403	5,897	(759)	(70,539)

[1] *The currency exposure of SGD relates primarily to subsidiaries, whose functional currency is Indonesian Rupiah ("IDR"), Pound Sterling ("GBP") and Malaysian Ringgit ("MYR"), that have financial assets or financial liabilities which are denominated in SGD.*

Notes to the Financial Statements
FOR THE FINANCIAL YEAR ENDED 31 MARCH 2023

37. **FINANCIAL RISK MANAGEMENT (cont'd)**

(a) ***Market risk (cont'd)***

(i) ***Currency risk (cont'd)***

The Company's principal currency exposure based on the information provided to key management is as follows:

	31 March 2023		31 March 2022	
	USD	AUD	USD	AUD
	$'000	$'000	$'000	$'000
Company				
Financial assets				
Cash and cash equivalents	**85**	**-**	1,334	-
Other receivables and prepayments	**1,329**	**-**	1,353	-
Investment securities	**5,598**	**-**	7,867	-
	7,012	**-**	10,554	-
Financial liabilities				
Intercompany payable	**-**	**(75,633)**	-	(70,100)
Less: Derivative financial instruments	**(5,193)**	**-**	(5,032)	-
Currency exposure of financial assets/(liabilities)	**1,819**	**(75,633)**	5,522	(70,100)

Notes to the Financial Statements

37. FINANCIAL RISK MANAGEMENT (cont'd)

(a) Market risk (cont'd)

(i) Currency risk (cont'd)

The following table details the sensitivity to a 10% (2022: 10%) increase and decrease in the relevant foreign currencies against the functional currency of each Group entity. 10% (2022: 10%) is the sensitivity rate used when reporting foreign currency risk internally to the Board of Directors and represents management's assessment of the possible change in foreign exchange rates. The sensitivity analysis is performed on outstanding foreign currency denominated monetary items and reflects the impact on profit after tax when there is a 10% (2022: 10%) change in foreign currency rates.

If the relevant foreign currency change against the SGD by 10% (2022: 10%) with all other variables including tax rate being held constant, the effects to the profit after tax of the Group and the Company arising from the net financial liability/asset position will be as follows:

	← Increase/(Decrease) →	
	31 March 2023	**31 March 2022**
	Profit after tax	**Profit after tax**
	$'000	**$'000**
Group		
USD against SGD		
- Strengthened	**4,350**	4,276
- Weakened	**(4,350)**	(4,276)
MYR against SGD		
- Strengthened	**428**	489
- Weakened	**(428)**	(489)
EUR against SGD		
- Strengthened	**(46)**	(63)
- Weakened	**46**	63
AUD against SGD		
- Strengthened	**(6,302)**	(5,855)
- Weakened	**6,302**	5,855
SGD against IDR		
- Strengthened	**218**	222
- Weakened	**(218)**	(222)
SGD against GBP		
- Strengthened	**1,445**	1,174
- Weakened	**(1,445)**	(1,174)
Company		
USD against SGD		
- Strengthened	**151**	458
- Weakened	**(151)**	(458)
AUD against SGD		
- Strengthened	**(6,278)**	(5,818)
- Weakened	**6,278**	5,818

Notes to the Financial Statements

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2023

37. FINANCIAL RISK MANAGEMENT (cont'd)

(a) Market risk (cont'd)

(ii) Price risk

The Group and the Company are exposed to price risk arising from the investments held by the Group which are classified either as financial assets, at FVOCI, or at FVPL. To manage its price risk arising from these investments, the Group diversifies its portfolio. Diversification of the portfolio is done in accordance with the limits set by the Group.

The sensitivity analysis below have been determined based on the exposure to price risks at the end of the reporting period.

If prices for financial assets, at FVOCI and financial assets, at FVPL had changed by 10% (2022: 10%) with all other variables including tax rate being held constant, the effects on profit after tax and other comprehensive income would have been:

	Increase/(Decrease)			
	31 March 2023		31 March 2022	
	Profit after tax	Other comprehensive income	Profit after tax	Other comprehensive income
	$'000	$'000	$'000	$'000
Group				
Financial assets, at FVOCI				
Unquoted equity securities				
- increased by	**-**	**2,814**	-	3,166
- decreased by	**-**	**(2,814)**	-	(3,166)
Financial assets, at FVPL				
Quoted equity securities				
- increased by	**498**	**-**	713	-
- decreased by	**(498)**	**-**	(713)	-
Unquoted debt securities				
- increased by	**-**	**-**	6,228	-
- decreased by	**-**	**-**	(6,228)	-
Unquoted equity securities				
- increased by	**330**	**-**	327	-
- decreased by	**(330)**	**-**	(327)	-

37. FINANCIAL RISK MANAGEMENT (cont'd)

(a) Market risk (cont'd)

(ii) Price risk (cont'd)

	Increase/(Decrease)			
	31 March 2023		31 March 2022	
	Profit after tax	Other comprehensive income	Profit after tax	Other comprehensive income
	$'000	$'000	$'000	$'000
<u>**Company**</u>				
Financial assets, at FVPL				
Quoted equity securities				
- increased by	**498**	**-**	713	-
- decreased by	**(498)**	**-**	(713)	-
Unquoted equity securities				
- increased by	**123**	**-**	171	-
- decreased by	**(123)**	**-**	(171)	-

(iii) Cash flow and fair value interest rate risks

Cash flow interest rate risk is the risk that the future cash flows of a financial instrument will fluctuate because of changes in market interest rates. Fair value interest rate risk is the risk that the fair value of a financial instrument will fluctuate due to changes in market interest rates.

The Group's exposure to cash flow interest rate risks arises mainly from borrowings, loans to associates and loan to a subsidiary of an associate at variable-rates. The Company's exposure to cash flow interest rate risks arises mainly from loans to/from subsidiaries at variable rates.

The Group's borrowings at variable rates are denominated in SGD. If the SGD interest rates had been higher/lower by 1% (2022: 1%) with all other variables including tax rate being held constant, the Group's profit after tax would have been lower/higher by $49,000 (2022: lower/higher by $28,000) as a result of higher/lower interest income from loans to an associate and a subsidiary of an associate and higher/lower interest expense on borrowings. If the SGD interest rates had been higher/lower by 1% with all other variables including tax rate being held constant, the Company's profit after tax would have been lower/higher by $1,164,000 (2022: lower/higher by $1,110,000), as a result of higher/lower interest income on loans to subsidiaries and higher/lower interest expense on loans from subsidiaries.

Notes to the Financial Statements

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2023

37. FINANCIAL RISK MANAGEMENT (cont'd)

(b) Credit risk

Credit risk refers to the risk that counterparty will default on its contractual obligations resulting in financial loss to the Group.

The Group adopts the policy of dealing only with customers of appropriate credit standing and history, and obtaining appropriate and sufficient collateral such as security deposits and banker's guarantee where appropriate to mitigate credit risk. For other financial assets, the Group adopts the policy of dealing only with high credit quality counterparties.

Before accepting any new customer, the Group assesses the potential customer's credit quality and their financial ability to pay for the services engaged. Management periodically monitors and reviews the customer's long overdue payment and proactively engages with the customer to resolve the causes of the overdue payment. There are four (2022: one) external customers which individually represents more than 5% of the Group's total trade receivables.

The maximum exposure to credit risk for each class of financial assets is the carrying amount of that class of financial instruments presented on the statement of financial position except for corporate guarantees provided to banks on loan facilities of a subsidiary, a joint venture and a subsidiary of an associate, as disclosed in Note 36(i) and Note 36(ii) to the financial statements.

In determining the recoverability of a trade receivable, the Group considers any change in the credit quality of the trade receivable from the date credit was initially assessed up to the reporting date. The concentration of credit risk is limited due to the customer base being large and unrelated. Accordingly, management believes that there is no further credit provision required in excess of the allowance for impairment of receivables.

The movements in credit loss allowance are as follows:

	Trade receivables	Contract assets	Loan to an associate	Other receivables	Total
	$'000	$'000	$'000	$'000	$'000
Group					
2023					
Beginning of financial year	**29,284**	**92**	**5,027**	**5,608**	**40,011**
Currency translation differences	**23**	**-**	**-**	**-**	**23**
Loss allowance recognised in profit or loss during the year on:					
- Allowance made	**1,001**	**815**	**-**	**700**	**2,516**
- Allowance written back	**(1,223)**	**-**	**-**	**-**	**(1,223)**
Write-off	**(26,208)**	**(92)**	**-**	**(2,789)**	**(29,089)**
Loss accounted for against loans (Note 24)	**-**	**-**	**413**	**-**	**413**
Disposal of a subsidiary	**(59)**	**-**	**-**	**-**	**(59)**
End of financial year	**2,818**	**815**	**5,440**	**3,519**	**12,592**
2022					
Beginning of financial year	27,050	96	4,049	5,135	36,330
Currency translation differences	7	(4)	-	-	3
Loss allowance recognised in profit or loss during the year on:					
- Allowance made	2,227	-	452	473	3,152
Loss accounted for against loans (Note 24)	-	-	526	-	526
End of financial year	29,284	92	5,027	5,608	40,011

Notes to the Financial Statements

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2023

37. FINANCIAL RISK MANAGEMENT (cont'd)

(b) Credit risk (cont'd)

Trade receivables and contract assets

In measuring the expected credit losses, trade receivables and contract assets are grouped based on shared credit risk characteristics and days past due. The contract assets relate to unbilled work in progress, which have substantially the same risk characteristics as the trade receivables for the same type of contracts.

The Group has therefore concluded that the expected loss rates for trade receivables are a reasonable approximation of the loss rates for the contract assets. In calculating the expected credit loss rates, the Group considers historical loss rates for each category of customers and adjusts for forward-looking macroeconomic factors affecting the ability of the customers to settle the receivables.

Some of the forward-looking macroeconomic factors include:

- Historical financial and default rate of the customer
- Any publicly available information on the customer
- Any macroeconomic or geopolitical information relevant to the customer
- Any other objectively supportable information on the quality and abilities of the customer's management relevant for its performance

Trade receivables and contract assets are written off when there is no reasonable expectation of recovery, such as a debtor failing to engage in a repayment plan with the Group. Where receivables are written off, the Group continues to engage in enforcement activity to attempt to recover the receivables due. Where recoveries are made, these are recognised in profit or loss.

The Group's credit risk exposure in relation to trade receivables under SFRS(I) 9 as at 31 March 2023 and 31 March 2022 are set out in the provision matrix as follows:

		Past due			
	Current	**Within 30 days**	**30 to 60 days**	**>60 days**	**Total**
	$'000	**$'000**	**$'000**	**$'000**	**$'000**
<u>**Group**</u>					
As at 31 March 2023					
Expected loss rate	**-**	**-**	**-**	**29.8%**	**-**
Trade receivables	**123,378**	**16,951**	**620**	**9,461**	**150,410**
Loss allowance	**-**	**-**	**-**	**(2,818)**	**(2,818)**
As at 31 March 2022					
Expected loss rate	-	-	-	81.6%	-
Trade receivables	90,637	4,614	1,982	35,620	132,853
Loss allowance	(137)	(73)	-	(29,074)	(29,284)

37. FINANCIAL RISK MANAGEMENT (cont'd)

(b) Credit risk (cont'd)

Cash and cash equivalents

The Group and the Company held cash and cash equivalents with banks which have good credit-ratings and consider to have low credit risk. The cash balances are measured on 12-month expected credit losses and subject to immaterial credit loss.

Finance lease receivables and other receivables

The Group and the Company monitor the credit risk of the counterparty based on past due information to assess if there is any significant increase in credit risk. The receivables are measured on 12-months expected credit losses.

Financial guarantee contracts

The Company has issued financial guarantees to banks for borrowings of its subsidiaries. These guarantees are subject to the impairment requirements of SFRS(I) 9. The Company has assessed that its subsidiaries have strong financial capacity to meet the contractual cash flow obligations in the near future and hence, does not expect significant credit losses arising from these guarantees.

(c) Liquidity risk

Prudent liquidity risk management includes maintaining sufficient cash and marketable securities, the availability of funding through an adequate amount of committed credit facilities and the ability to close out market positions at a short notice. At the reporting date, assets held by the Group and the Company for managing liquidity risk included cash and short-term bank deposits as disclosed in Note 13 and listed equity as disclosed in Note 18.

Management monitors rolling forecasts of the liquidity reserve (comprises undrawn borrowing facility and cash and cash equivalents (Note 13) and debt instruments (Note 18) of the Group and the Company) on the basis of expected cash flow. This is generally carried out at local level in the operating companies of the Group in accordance with the practice and limits set by the Group. These limits vary by location to take into account the liquidity of the market in which the entity operates. In addition, the Group's liquidity management policy involves projecting cash flows in major currencies and considering the level of liquid assets necessary to meet these, monitoring liquidity ratios and maintaining debt financing plans.

Notes to the Financial Statements
FOR THE FINANCIAL YEAR ENDED 31 MARCH 2023

37. FINANCIAL RISK MANAGEMENT (cont'd)

(c) Liquidity risk (cont'd)

The table below analyses non-derivative financial liabilities of the Group and the Company into relevant maturity groupings based on the remaining period from the end of the reporting date to the contractual maturity date. The amounts disclosed in the table are the contractual undiscounted cash flows. Balances due within 12 months equal their carrying amounts as the impact of discounting is not significant. The maximum amount of the financial guarantee contracts is allocated to the earliest period in which the guarantee could be called.

	Less than 1 year	Between 2 and 5 years	Over 5 years
	$'000	$'000	$'000
Group			
At 31 March 2023			
Trade and other payables	**231,201**	**18,272**	**-**
Borrowings	**2,394**	**3,416**	**-**
Lease liabilities	**5,792**	**36,804**	**28,940**
At 31 March 2022			
Trade and other payables	209,919	15,879	-
Borrowings	2,829	6,397	8,092
Lease liabilities	5,794	18,331	73,771
Company			
At 31 March 2023			
Trade and other payables	**3,582**	**-**	**-**
Loans from subsidiaries	**156,885**	**-**	**-**
Financial guarantees	**2,015**	**-**	**-**
At 31 March 2022			
Trade and other payables	2,893	-	-
Loans from subsidiaries	143,238	-	-
Financial guarantees	2,120	-	-

Notes to the Financial Statements

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2023

37. FINANCIAL RISK MANAGEMENT (cont'd)

(c) Liquidity risk (cont'd)

The table below analyses the significant derivative financial instruments of the Group and the Company for which contractual maturities are essential for an understanding of the timing of the cash flows into relevant maturity groupings based on the remaining period from the end of the reporting period to the contractual maturity date. The amounts disclosed in the table are the contractual undiscounted cash flows.

	Less than 1 year
	$'000
Group	
At 31 March 2023	
Gross-settled currency forwards	
- Receipts	**12,097**
- Payments	**(11,421)**
At 31 March 2022	
Gross-settled currency forwards	
- Receipts	65,679
- Payments	(66,444)
Company	
At 31 March 2023	
Gross-settled currency forwards	
- Receipts	**5,193**
- Payments	**(4,887)**
At 31 March 2022	
Gross-settled currency forwards	
- Receipts	5,031
- Payments	(4,994)

(d) Capital risk

The Group's objectives when managing capital are to safeguard the Group's ability to continue as a going concern and to maintain an optimal capital structure so as to maximise shareholder value. In order to maintain or achieve an optimal capital structure, the Group may adjust the amount of dividend payment, return capital to shareholders, issue new shares, buy back issued shares, obtain new borrowings or sell assets to reduce borrowings.

Management monitors capital based on gearing ratios and the level of total net tangible assets, which are in tandem with the requirements of the banks. The Group's strategy which was unchanged from prior year, is to maintain gearing ratios and minimum level of total net tangible assets within the banks' requirements.

The consolidated total liability gearing ratio is calculated as a percentage of consolidated total liabilities divided by the consolidated tangible net worth and the maximum consolidated gearing ratio is calculated as total bank debts divided by consolidated tangible net worth. Consolidated tangible net worth is calculated as the sum of share capital and retained profits.

The Group is in compliance with all externally imposed capital requirements for the financial years ended 31 March 2023 and 31 March 2022.

Notes to the Financial Statements

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2023

37. FINANCIAL RISK MANAGEMENT (cont'd)

(e) Financial instruments by category

The carrying amount of the different categories of financial instruments are as follows:

	Group $'000	Company $'000
31 March 2023		
Financial assets, at FVPL	**8,952**	**6,513**
Financial assets, at FVOCI	**28,144**	**-**
Financial assets, at amortised cost	**683,230**	**79,703**
Financial liabilities, at amortised cost	**294,901**	**157,631**
31 March 2022		
Financial assets, at FVPL	72,712	8,942
Financial liabilities, at FVPL	803	64
Financial assets, at FVOCI	31,661	-
Financial assets, at amortised cost	661,863	130,674
Financial liabilities, at amortised cost	293,744	145,595

(f) Fair value measurements

The following table presents assets and liabilities measured at fair value and classified by level of the following fair value measurement hierarchy:

(i) quoted prices (unadjusted) in active markets for identical assets or liabilities (Level 1);

(ii) inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices) (Level 2); and

(iii) inputs for the asset or liability that are not based on observable market data (unobservable inputs) (Level 3).

	Level 1 $'000	Level 2 $'000	Level 3 $'000	Total $'000
Group				
31 March 2023				
Assets				
Investment securities	**4,981**	**1,226**	**30,213**	**36,420**
Derivative financial instruments	**-**	**676**	**-**	**676**
Total assets	**4,981**	**1,902**	**30,213**	**37,096**
31 March 2022				
Assets				
Investment securities	7,131	1,710	95,494	104,335
Derivative financial instruments	-	38	-	38
Total assets	7,131	1,748	95,494	104,373
Liabilities				
Derivative financial instruments	-	(803)	-	(803)
Total liabilities	-	(803)	-	(803)

37. FINANCIAL RISK MANAGEMENT (cont'd)

(f) Fair value measurements (cont'd)

	Level 1	Level 2	Level 3	Total
	$'000	$'000	$'000	$'000
Company				
31 March 2023				
Assets				
Investment securities	**4,981**	**1,226**	**-**	**6,207**
Derivative financial instruments	**-**	**306**	**-**	**306**
Total assets	**4,981**	**1,532**	**-**	**6,513**
31 March 2022				
Assets				
Investment securities	7,131	1,710	-	8,841
Derivative financial instruments	-	101	-	101
Total assets	7,131	1,811	-	8,942
Liabilities				
Derivative financial instruments	-	(64)	-	(64)
Total liabilities	-	(64)	-	(64)

The Group's policy is to recognise transfers into and transfers out of fair value hierarchy level as at the end of the reporting period.

There were no transfers between the levels of fair value hierarchy during the financial year.

The fair value of financial instruments traded in active markets is based on quoted market prices at the reporting date. The quoted market price used for financial assets held by the Group is the current bid price. These instruments are included in Level 1.

The fair value of financial instruments that are not traded in an active market is determined by using valuation techniques. The Group uses a variety of methods and makes assumptions that are based on market conditions existing at each reporting date. Quoted market prices or dealer quotes for similar instruments are used to estimate fair value for equity and debt investments. The fair value of forward foreign exchange contracts is determined using quoted forward currency rates at the end of the reporting period. The fair value of interest rate swaps is calculated as the present value of the estimated future cash flows based on observable yield curves. These investments are classified as Level 2. In infrequent circumstances, where a valuation technique for these instruments is based on significant unobservable inputs, such instruments are classified as Level 3.

37. FINANCIAL RISK MANAGEMENT (cont'd)

(f) Fair value measurements (cont'd)

The following table presents the changes in Level 3 instruments:

	Unquoted equity instruments, held as Financial assets, at FVOCI	Debt instruments, held as Financial assets, at FVPL	Others
	$'000	$'000	$'000
2023			
Beginning of financial year	**31,661**	**62,277**	**1,556**
Purchases	**-**	**-**	**412**
Disposals	**-**	**(64,281)**	**(18)**
Fair value gain recognised in profit or loss	**-**	**2,004**	**143**
Fair value loss recognised in other comprehensive income	**(3,517)**	**-**	**-**
Currency translation difference	**-**	**-**	**(24)**
End of financial year	**28,144**	**-**	**2,069**
2022			
Beginning of financial year	31,421	-	1,364
Purchases	-	58,500	136
Disposal	-	-	(16)
Fair value gain recognised in profit or loss	-	3,777	65
Fair value gain recognised in other comprehensive income	240	-	-
Currency translation difference	-	-	7
End of financial year	31,661	62,277	1,556

Details of the significant valuation techniques and key inputs used in the determination of fair value categorised under Level 3 of the fair value hierarchy are as follows:

Description	Valuation technique	Unobservable inputs	Range of unobservable inputs	Relationship of unobservable inputs to fair value
Financial assets, at FVPL	Discounted cash flow approach and market approach	Credit-adjusted discount rate	Nil% (2022: 10%)	The higher the credit-adjusted discount rate, the lower the fair value.
		Sale price of property	$Nil (2022: $515,000,000)	The higher the sale price, the higher the fair value.
Financial assets, at FVOCI	Income capitalisation approach and asset-based valuation	Capitalisation rate	4% - 7% (2022: 4% - 5%)	The higher the capitalisation rate, the lower the fair value.
		Discount for lack of control	20% (2022: 20%)	The higher the discount for lack of control, the lower the fair value.

The carrying amount less impairment provision of trade receivables, and other receivables and prepayments are assumed to approximate their fair values. The carrying amount of trade and other payables are assumed to approximate their fair values. The carrying amount of loans to/from subsidiaries and borrowings approximate their fair values.

38. RELATED PARTY TRANSACTIONS

In addition to the information disclosed elsewhere in the financial statements, the following transactions took place between the Group and related parties at terms agreed between the parties:

(a) *Sales and purchases of goods and services*

	Group	
	2023 $'000	**2022 $'000**
Lease payment to an associate	**(771)**	(1,693)
Lease payment to joint ventures	**(364)**	(362)
Purchase of goods	**(39)**	-
Management fee from an associate	**24**	24
Sale of goods to associates	**1,448**	1,107
Assets, acquisition and property management fees from an associate*	**3,222**	3,243
Asset, property and lease management fees from joint ventures	**2,480**	3,638
Project and development management fees from joint ventures*	**-**	106
Construction contract revenue from joint ventures*	**571**	7,053
Interest income from:		
- Associates	**5,691**	5,051
- A subsidiary of an associate	**-**	142

* *Transaction values disclosed are after elimination of the Group's shares in the transaction.*

These related party transactions are not interested party transactions in accordance with SGX Listing Rules because the parties do not fall within the definition of interested persons as they are not (i) a controlling shareholder of the Company; or (ii) an associate of any of the Company's directors, chief executive officer or controlling shareholder.

(b) *Disposal of property by a joint venture*

On 30 November 2021, BP-Braddell LLP, a 50.0% joint venture of the Group, disposed its investment property to the Group's associate, Boustead Industrial Fund ("BIF") for a consideration of $121,000,000.

Total pre-tax and post-tax gains on the transaction, net of unrealised gain arising from retained interest in BIF, recognised by the Group during the financial year ended 31 March 2022 amounted to $8,503,000 and $6,875,000 respectively.

(c) *Key management personnel compensation*

Key management personnel compensation is as follows:

	Group	
	2023 $'000	**2022 $'000**
Short-term benefits	**15,280**	17,059
Post-retirement benefits	**860**	1,076
Share-based compensation expense	**-**	1,137
	16,140	19,272

Notes to the Financial Statements

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2023

39. SEGMENT INFORMATION

Segment information is presented in respect of the Group's reportable segment provided to the Group's senior management for the purpose of resource allocation and assessment of segment performance.

Senior management considers the business from both a business and geographical segment perspective.

The Group's businesses comprise the following:

(i)	Energy Engineering	:	Design, engineering and supply of critical systems including process heater systems, heat recovery systems and process control systems for the global oil & gas and petrochemical sectors.
(ii)	Real Estate	:	Provision of smart eco-sustainable real estate solutions including turnkey engineering & construction ("E&C") services, development management, asset and leasing management, and fund management services for diversified classes of real estate, with a regional presence across Singapore, China, Malaysia and Vietnam.
(iii)	Geospatial	:	Exclusive distribution, professional services and solutions related to Esri ArcGIS, the world's leading geographic information system, smart mapping and location analytics platform – for major markets across Australia and parts of South-east Asia.
(iv)	Healthcare	:	Distribution, services and solutions related to niche innovative medical solutions that address age-related chronic diseases and mobility issues, with a focus on rehabilitative care and sports science in the Asia Pacific.
(v)	HQ activities	:	Management of the Group's divisions to maximise shareholders' returns.

Notes to the Financial Statements

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2023

39. SEGMENT INFORMATION (cont'd)

(a) Segment revenue and results

The segment information for the reportable segments are as follows:

	Energy Engineering		Real Estate		Geospatial		Healthcare		HQ activities		Group	
	2023 $'000	2022 $'000	2023 $'000	2022 $'000	2023* $'000	2022 $'000	2023 $'000	2022 $'000	2023 $'000	2022 $'000	2023 $'000	2022 $'000
Revenue												
External sales	**97,986**	112,306	**283,976**	339,089	**168,011**	168,319	**11,085**	11,956	**-**	-	**561,058**	631,670
Dividend income	**-**	-	**-**	-	**-**	-	**-**	-	**587**	141	**587**	141
Total revenue	**97,986**	112,306	**283,976**	339,089	**168,011**	168,319	**11,085**	11,956	**587**	141	**561,645**	631,811
Results												
Segment results	**12,289**	15,811	**19,884**	(5,341)	**35,135**	37,087	**(1,160)**	(6,626)	**1,019**	(5,764)	**67,167**	35,167
Share of profit of associates and joint ventures	**-**	-	**(825)**	13,349	**-**	-	**141**	559	**-**	-	**(684)**	13,908
Interest income	**509**	47	**9,813**	7,203	**1,043**	256	**7**	4	**1,754**	602	**13,126**	8,112
Finance expense											**(3,128)**	(1,952)
Profit before income tax											**76,481**	55,235
Income tax expense											**(20,281)**	(16,448)
Total profit											**56,200**	38,787
Segment results include:												
Depreciation expense	**908**	954	**3,809**	4,389	**3,421**	3,489	**1,137**	1,332	**696**	717	**9,971**	10,881
Amortisation of intangible assets	**-**	-	**6**	6	**-**	-	**-**	671	**-**	-	**6**	677
Impairment loss on intangible assets	**-**	-	**-**	-	**-**	-	**-**	721	**-**	-	**-**	721
(Reversal of impairment loss)/ Impairment loss on property, plant and equipment	**-**	-	**(25)**	962	**-**	-	**-**	-	**-**	-	**(25)**	962

* *In 2023, the Group reversed revenue and wrote off capitalised costs relating to certain transactions of an Indonesia subsidiary within the Geospatial segment recognised in prior years. This has reduced the Group's revenue by $4.1 million and profit before tax by $4.5 million during the current financial year.*

The accounting policies of the reportable segments are the same as the Group's accounting policies described in Note 2. Segment result represents profit earned by each segment without allocation of finance expense and income tax expense. This is the measure reported to senior management for the purposes of resource allocation and assessment of segment performance.

Notes to the Financial Statements

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2023

39. SEGMENT INFORMATION (cont'd)

(b) Segment assets and liabilities

	Energy Engineering		Real Estate		Geospatial		Healthcare		HQ activities		Group	
	2023 $'000	**2022 $'000**	**2023 $'000**	**2022 $'000**	**2023 $'000**	**2022 $'000**	**2023 $'000**	**2022 $'000**	**2023 $'000**	**2022 $'000**	**2023 $'000**	**2022 $'000**
Segment assets												
Segment assets	**132,416**	127,751	**474,587**	517,051	**136,541**	137,722	**12,246**	11,949	**45,917**	110,224	**801,707**	904,697
Investments in associates	**-**	-	**6,235**	5,659	**-**	-	**15,173**	17,107	**-**	-	**21,408**	22,766
Investments in joint ventures	**-**	-	**199,331**	54,866	**-**	-	**-**	-	**-**	-	**199,331**	54,866
Loan to associates	**-**	-	**11,664**	12,658	**-**	-	**-**	-	**1,329**	1,353	**12,993**	14,011
Notes issued by an associate	**-**	-	**85,250**	72,750	**-**	-	**-**	-	**-**	-	**85,250**	72,750
Deferred income tax assets											**17,805**	15,275
Consolidated total assets											**1,137,774**	1,084,365
Additions to:												
- investment securities	**-**	-	**-**	58,500	**412**	-	**-**	-	**-**	-	**412**	58,500
- notes issued by an associate	**-**	-	**12,500**	13,750	**-**	-	**-**	-	**-**	-	**12,500**	13,750
- property, plant and equipment	**943**	407	**135**	638	**1,395**	1,470	**369**	1,028	**66**	52	**2,908**	3,595
- right-of-use assets	**371**	23	**2,190**	198	**3,113**	-	**308**	1,457	**2,584**	-	**8,566**	1,678
- investment properties	**-**	-	**7,753**	6,459	**-**	-	**-**	-	**-**	-	**7,753**	6,459
- intangible assets	**5,031**	-	**-**	-	**-**	-	**-**	155	**-**	-	**5,031**	155
- investments in associates	**-**	-	**2,720**	3,774	**-**	-	**-**	-	**-**	-	**2,720**	3,774
- investments in joint ventures	**-**	-	**167,747**	1,906	**-**	-	**-**	-	**-**	-	**167,747**	1,906
Segment liabilities												
Segment liabilities	**58,935**	42,656	**327,201**	225,135	**97,942**	109,732	**9,363**	10,011	**8,135**	2,865	**501,576**	390,399
Unrealised gain on disposal due to retained interest	**-**	-	**40,559**	37,390	**-**	-	**-**	-	**-**	-	**40,559**	37,390
Income tax payable											**21,884**	22,006
Deferred income tax liabilities											**2,961**	1,346
Consolidated total liabilities											**566,980**	451,141

For the purposes of monitoring segment performance and allocating resources between segments, senior management monitors the tangible and financial assets as well as the financial liabilities attributable to each segment.

All assets are allocated to reportable segments other than deferred income tax assets.

All liabilities are allocated to reportable segments other than income tax payable and deferred income tax liabilities.

Notes to the Financial Statements

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2023

39. SEGMENT INFORMATION (cont'd)

(c) Geographical information

The Group is implementing projects in the following primary geographical areas – Singapore, Australia, Malaysia, United States of America ("USA"), Europe, rest of Asia Pacific, North and South America (excluding USA), and Middle East and Africa.

The Group's revenue from external customers and non-current assets (excluding financial instruments and deferred income tax assets) by geographical locations is as follows:

	Revenue from external customers		Non-current assets	
	2023 $'000	2022 $'000	2023 $'000	2022 $'000
Singapore	**271,429**	293,855	**226,477**	130,231
Australia	**122,429**	116,007	**11,983**	14,063
Malaysia	**60,284**	93,307	**1,665**	668
USA	**22,030**	21,705	**4,052**	-
Europe	**7,187**	27,942	**5,118**	4,316
Rest of Asia Pacific	**34,035**	38,176	**57,054**	46,792
North and South America (excluding USA)	**8,573**	21,085	**-**	-
Middle East and Africa	**35,678**	19,734	**653**	171
Group	**561,645**	631,811	**307,002**	196,241

Other than Singapore, Australia and Malaysia, no single country accounted for 10% or more of the Group's revenue for the financial year ended.

(d) Information about major customers

For the financial year ended 31 March 2023, there is one (2022: two) external customer from the Group's Real Estate segment accounted for more than 10% of the Group's revenue. The customer contributed $75,110,000 (2022: $64,507,000 and $65,835,000) respectively in revenue to the Group.

Notes to the Financial Statements

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2023

40. ACQUISITION AND DISPOSAL OF SUBSIDIARIES, AND ACQUISITION OF ADDITIONAL INTEREST IN SUBSIDIARIES

(A) Acquisition of subsidiaries

(i) On 30 September 2022, the Group, through its wholly-owned subsidiary, Boustead International Heaters Limited, acquired 100% interest in Birwelco USA Inc ("Birwelco") for a total consideration of $6,289,000.

(ii) On 31 March 2023, the Group, through its indirect wholly-owned subsidiary, BMEC Pte. Ltd., acquired Class B shares and disposed of certain Class A shares in United BMEC (Thai) Co., Ltd. ("BMEC Thai") for a net cash consideration of $39,000, resulting in the Group having voting rights of 74.5% in BMEC Thai while retaining its equity interests at 49.0%, taking into account both Class A and Class B shares. As a result of acquiring majority of the voting rights in BMEC Thai, BMEC Thai became a subsidiary of the Group on 31 March 2023.

Details of the consideration, the assets acquired and liabilities assumed, and the effects on the cash flows of the Group, at the acquisition date, are as follows:

		Group
		2023 **$'000**
(a)	Purchase consideration	
	Cash paid	**1,593**
	Deferred consideration (Note 41 (iv))	**789**
	Contingent consideration (Note 41 (v))	**3,946**
	Consideration transferred for the business	**6,328**
(b)	Effect on cash flows of the Group	
	Cash paid (as above)	**1,593**
	Less: Cash and cash equivalents in subsidiaries acquired	**(1,933)**
	Cash inflow on acquisition	**(340)**
(c)	Identifiable assets acquired and liabilities assumed at fair value	
	Cash and cash equivalents	**1,933**
	Property, plant and equipment	**88**
	Trade receivables	**2,038**
	Other receivables and prepayments	**95**
	Inventories	**128**
	Contract assets	**1,713**
	Intangible assets	**5,031**
	Total assets	**11,026**
	Trade and other payables	**(4,533)**
	Contract liabilities	**(244)**
	Deferred income tax liabilities	**(810)**
	Total identifiable net assets	**5,439**
	Non-controlling interests measured at non-controlling interest's proportionate share of net identifiable liabilities at fair value	**998**
	Less: Fair value of previously held interests as an associate	**(109)**
	Consideration transferred for the business	**6,328**

Notes to the Financial Statements

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2023

40. ACQUISITION AND DISPOSAL OF SUBSIDIARIES, AND ACQUISITION OF ADDITIONAL INTEREST IN SUBSIDIARIES (cont'd)

(B) Disposal of subsidiaries

(i) On 21 April 2022, the Group, through its wholly-owned subsidiary, Boustead Medical Care Holdings Pte. Ltd., disposed of its 100% equity interest in BMEC Sleep Care Pte. Ltd. for a nominal cash consideration of $1.

(ii) On 21 April 2022, the Group, through its indirect wholly-owned subsidiary, BMEC (HK) Limited, disposed of its 100% equity interest in WhiteRock Medical (China) Limited for a nominal cash consideration of RMB1.

(iii) On 20 December 2022, the Group, through its indirect subsidiary, BP-Vietnam Development Pte Ltd, disposed of its 100% equity interest in Boustead Projects Land (Vietnam) Co., Ltd. to KTG & Boustead Industrial Logistics Joint Stock Company, a wholly-owned subsidiary of the Group's 60% joint venture, KTG & Boustead Joint Stock Company. The Group's consideration from the disposal amounted to $36,684,000, which remains outstanding as at 31 March 2023, subject to the finalisation of certain conditions, and has been recognised within "Other receivables and prepayments" (Note 15).

The effects of the disposal of the subsidiaries on the cash flows of the Group were as follows:

	Group
	2023 $'000
Carrying amounts of assets and liabilities as at the date of disposal:	
Cash and cash equivalents	4,312
Trade receivables	4,331
Other receivables and prepayments	1,309
Inventories	234
Property, plant and equipment	4
Investment properties	39,593
Deferred income tax assets	18
Trade and other payables	(7,741)
Lease liabilities	(19,704)
Borrowings	(8,304)
Deferred income tax liabilities	(134)
Net assets disposed of	13,918
Reclassification of foreign currency translation reserve	776
Gain on disposal	8,400
Unrealised gain on disposal due to retained interest in a joint venture	13,590
Less: Amount receivable as at 31 March 2023 (Note 15)	(36,684)
Sale proceeds received	-
Less: Cash and cash equivalents in subsidiaries disposed of	(4,312)
Net cash outflow on disposal	**(4,312)**

Notes to the Financial Statements

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2023

40. ACQUISITION AND DISPOSAL OF SUBSIDIARIES, AND ACQUISITION OF ADDITIONAL INTEREST IN SUBSIDIARIES (cont'd)

(C) Acquisition of additional interest in subsidiaries

(i) In February 2023, the Company made a voluntary unconditional general offer ("Offer") for all the issued and paid-up ordinary shares, excluding treasury shares in the capital of Boustead Projects Limited ("BP") other than those shares already owned, controlled or agreed to be acquired by the Company, its related corporations and their respective nominees and the parties acting in concert with it as at the date of the Offer. Subsequent to the Offer, the Company acquired additional shares in BP for a total purchase consideration of $63,847,000 increasing its equity interests from 54.0% to 75.5%.

(ii) In 2022, the Company acquired additional shares in BP for a total purchase consideration of $5,257,000 increasing its equity interests from 52.7% to 54.0%.

(iii) In 2022, the Company's wholly-owned subsidiary, Boustead Geospatial Holdings Pte. Ltd. acquired additional shares in Geologic Private Limited for a total purchase consideration of $35,000 increasing its equity interests from 78.95% to 84.21%.

The effect of changes in the Group's ownership interests is summarised as follows:

	Group	
	2023 $'000	**2022 $'000**
Carrying amount of non-controlling interests acquired	**86,093**	5,542
Consideration paid to non-controlling interests	**(63,847)**	(5,257)
Net increase in equity attributable to owners of the Company	**22,246**	285

Notes to the Financial Statements

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2023

41. BUSINESS COMBINATION

On 30 September 2022, the Group, through its wholly-owned subsidiary, Boustead International Heaters Limited, acquired 100% interest in Birwelco USA Inc. ("Birwelco"), a company incorporated in the United States of America.

Birwelco provides specialised equipment and services for fired heaters and furnaces from design conception to turnkey supply. The acquisition of Birwelco creates opportunities across the thermal process equipment industry, offering customers holistic solutions to solve complex engineering challenges in addition to through-life support of existing equipment.

Details of the consideration, and the assets acquired and liabilities assumed, at the acquisition date, are as follows:

		Group 2023 $'000
(i)	**Purchase consideration**	
	Cash paid	1,554
	Deferred consideration (Note 41(iv))	789
	Contingent consideration (Note 41(v))	3,946
	Consideration transferred for the business	**6,289**
(ii)	**Identifiable assets acquired and liabilities assumed**	
	Cash and cash equivalents	1,679
	Property, plant and equipment (Note 26)	73
	Trade receivables	1,138
	Other receivables and prepayments	20
	Contract assets	1,713
	Contract backlogs, intellectual property and other intangible assets (Note 23 and Note 41(viii))	3,849
	Total assets	8,472
	Trade and other payables	(2,311)
	Contract liabilities	(244)
	Deferred income tax liabilities	(810)
	Total liabilities	(3,365)
	Total identifiable net assets	**5,107**
	Add: Goodwill (Note 41(vi))	1,182
	Consideration transferred for the business	**6,289**

(iii) Acquisition-related costs

Acquisition-related costs of $143,000 are included in "administrative expenses" in the consolidated income statement and in operating cash flows in the consolidated statement of cash flow.

(iv) Deferred consideration

Under the terms of the Birwelco acquisition agreement, certain consideration was deferred in respect of finalisation of working capital balances, Birwelco contingent consideration payable and indemnities. Subject to any breach of the associated terms of agreement, the deferred consideration is payable to the former owners of Birwelco no later than 10 October 2023.

41. BUSINESS COMBINATION (cont'd)

(v) Contingent consideration

The Group is required to pay the former owners of Birwelco up to a maximum of US$2,750,000 (approximately $3,946,000) in cash based upon Birwelco's annual average normalised profit before tax for the period from 1 October 2022 to 30 September 2025.

The fair value of the contingent consideration as at the acquisition date was estimated to amount to $3,946,000. This fair value was based on the maximum contingent consideration becoming payable by the Group following the Group's review of Birwelco's forecasts and future prospects.

(vi) Goodwill

The goodwill of $383,000 arising from the acquisition is attributable to synergies expected to arise from the economies of scale in combining the operations of the Group with those of Birwelco. It is not deductible for tax purposes.

(vii) Revenue and profit contribution

The acquired business combination contributed revenue of $7,200,000 and net profit of $50,000 to the Group from 30 September 2022 to 31 March 2023.

Had Birwelco been acquired from 1 April 2022, consolidated revenue and consolidated profit for the year ended 31 March 2023 would have been $568,845,000 and $56,250,000 respectively.

(viii) Measurement of fair value

The valuation techniques used for measuring the fair value of the material assets acquired and liabilities assumed were as follows:

Asset acquired and liabilities assumed	Valuation technique
Contract backlogs, intellectual property and other intangible assets	The fair values of these intangible assets are determined using income approach which considers the present value of net cash flows expected to be generated by these intangible assets.
Other current assets and liabilities	Other current assets and liabilities include cash and cash equivalents, trade receivables, contract assets and trade and other payables. The fair values of these assets and liabilities are determined to approximate the carrying amounts since they are short term in nature.

Notes to the Financial Statements

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2023

42. COMMITMENT

Capital expenditures contracted for at the balance sheet date but not recognised in the financial statements, excluding those relating to investments in associates (Note 24), are as follows:

	Group	
	2023 $'000	**2022 $'000**
Investment properties	**115,870**	-

43. NEW OR REVISED ACCOUNTING STANDARDS AND INTERPRETATIONS

Below are the mandatory standards, amendments and interpretations to existing standards that have been published and are relevant for the Group's accounting periods beginning on or after 1 April 2023 and which the Group has not early adopted.

Amendments to SFRS(I) 1-1 *Presentation of Financial Statements:* Classification of Liabilities as Current or Non-current (effective for annual periods beginning on or after 1 January 2023)

The narrow-scope amendments to SFRS(I) 1-1 *Presentation of Financial Statements* clarify that liabilities are classified as either current or non-current, depending on the rights that exist at the end of the reporting period. Classification is unaffected by the expectations of the entity or events after the reporting date (e.g. the receipt of a waiver or a breach of covenant). The amendments also clarify what SFRS(I) 1-1 means when it refers to the 'settlement' of a liability.

The amendments could affect the classification of liabilities, particularly for entities that previously considered management's intentions to determine classification and for some liabilities that can be converted into equity.

The Group does not expect any significant impact arising from applying these amendments.

Amendments to SFRS(I) 1-12 *Income Taxes:* Deferred Tax related to Assets and Liabilities arising from a Single Transaction (effective for annual periods beginning on or after 1 January 2023)

The amendments to SFRS(I) 1-12 *Income Taxes* require companies to recognise deferred tax on transactions that, on initial recognition, give rise to equal amounts of taxable and deductible temporary differences. They will typically apply to transactions such as leases of lessees and decommissioning obligations and will require the recognition of additional deferred tax assets and liabilities.

The amendment should be applied to transactions that occur on or after the beginning of the earliest comparative period presented. In addition, entities should recognise deferred tax assets (to the extent that it is probable that they can be utilised) and deferred tax liabilities at the beginning of the earliest comparative period for all deductible and taxable temporary differences associated with:

- right-of-use assets and lease liabilities, and
- decommissioning, restoration and similar liabilities, and the corresponding amounts recognised as part of the cost of the related assets.

The cumulative effect of recognising these adjustments is recognised in retained earnings, or another component of equity, as appropriate.

SFRS(1) 1-12 did not previously address how to account for the tax effects of on-balance sheet leases and similar transactions and various approaches were considered acceptable. Some entities may have already accounted for such transactions consistent with the new requirements. These entities will not be affected by the amendments.

The Group does not expect any significant impact arising from applying these amendments.

Notes to the Financial Statements

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2023

44. EVENTS OCCURRING AFTER BALANCE SHEET DATE

On 16 June 2023, Boustead Projects E&C Pte. Ltd. ("BP E&C"), an indirect subsidiary of the Group, was served with a notice of arbitration by the liquidator of Technics Steel Pte. Ltd. (in-liquidation) ("Technics'). Technics is claiming for (i) payment of $830,000 for work done under the sub-contract; and (ii) damages of $680,000 in the form of prolongation costs incurred by Technics due to alleged breaches of the sub-contract by BP E&C that prevented Technics from carrying out its works in accordance with the sub-contract. BP E&C had appointed Technics as a subcontractor to provide structure steelworks and staircase works for one of its projects. The sub-contract was terminated by BP E&C on the 14 April 2021 due to breaches of the sub-contract by Technics, including but not limited to the winding up of Technics and their failure to complete the works. At this preliminary juncture, the eventual financial impact, if any, arising from the claim cannot yet be determined.

On 23 June 2023, the Group, through its subsidiary, Boustead Projects Limited, entered into the following transactions:

(a) Sale of 49% interest in its wholly-owned subsidiary, Boustead Real Estate Fund ("BREF"), to two investors. BREF owns the investment property at 36 Tuas Road, Singapore and plans to redevelop it into a joint logistics and manufacturing facility. The consideration for the 49% interest is $8,900,000 and was arrived at on a willing-buyer, willing-seller basis. The consideration is settled subject to the finalisation of certain conditions, which include but not limited to, obtaining the consent of JTC Corporation, being the head lessor of the land.

(b) Commitment to subscribe for its proportionate share of new unit to be issued by BREF amounting to a maximum of $33,150,000.

45. AUTHORISATION OF FINANCIAL STATEMENTS

These financial statements were authorised for issue in accordance with a resolution of the Board of Directors of Boustead Singapore Limited on 30 June 2023.

Management & Principal Activities

GROUP HEADQUARTERS

Boustead Singapore Limited
82 Ubi Avenue 4
#08-01 Edward Boustead Centre
Singapore 408832

Main: +65 6747 0016
Fax: +65 6741 8689
Web: www.boustead.sg

Chairman & Group Chief Executive Officer: Wong Fong Fui
Executive Director & Deputy Group Chief Executive Officer: Wong Yu Loon

ENERGY ENGINEERING

Boustead International Heaters Ltd
Europa House, Woodlands Court
Albert Drive, Burgess Hill
West Sussex
RH15 9TN
United Kingdom

Main: +44 1444 237500
Web: www.bihl.com

Chief Executive Officer: Stuart Cummings

Boustead International Heaters ("BIH") is a leading global specialist with a technology portfolio including direct-fired process heater systems, once through steam generators, steam methane reformers and waste heat recovery units, as well as associated equipment for the global energy sector. BIH has made inroads in their product portfolio servicing applications in the smelting, circular economy and recycling sectors.

Controls & Electrics Pte Ltd
30 Gul Drive
Singapore 629478

Main: +65 6861 3377
Web: www.bousteadcontrols.com

Managing Director: Prasun Chakraborty

Controls & Electrics ("C&E") is a well-recognised leading regional specialist with a technology portfolio including wellhead control panels, hydraulic power units, integrated control & safety shutdown systems and chemical injection skids for the energy sector.

Management & Principal Activities

REAL ESTATE

Boustead Projects Limited (listed on SGX Mainboard as SGX:AVM)
82 Ubi Avenue 4
#07-01 Edward Boustead Centre
Singapore 408832

Main: +65 6748 3945
Fax: +65 6748 9250
Web: www.bousteadprojects.com

Executive Deputy Chairman: Wong Yu Wei
Managing Director: Thomas Chu

Boustead Projects Limited ("Boustead Projects") is a leading provider of innovative eco-sustainable real estate solutions with a regional presence. Boustead Projects' core businesses are uniquely integrated to support the ecosystem of diversified classes of real estate, comprising turnkey engineering & construction ("E&C") and real estate development, asset management and fund management. Boustead Projects' in-house capabilities are backed by core engineering expertise, the progressive adoption of transformative methodologies including full-fledged integrated digital delivery ("IDD") and Industry 4.0 technologies and augmented by strategic partnerships which enable the co-creation of smart, eco-sustainable and future-ready developments.

To date, Boustead Projects has constructed and developed more than 3,000,000 square metres of real estate for clients including Fortune 500, S&P 500 and Euronext 100 corporations across diverse sectors.

Boustead Projects' wholly-owned E&C subsidiary in Singapore, Boustead Projects E&C Pte Ltd ("BP E&C") is the eco-sustainability leader in pioneering Green Mark Platinum-rated new private sector industrial developments under the Building & Construction Authority ("BCA") Green Mark Certification Scheme and a national champion of best practices for transformation, quality, environmental, and workplace safety and health ("WSH") management. BP E&C's related achievements include being the first SkillsFuture Queen Bee for the built environment sector, quality leader on the BCA CONQUAS all-time top 100 industrial projects list and among only eight bizSAFE Mentors, receiving numerous awards for exemplary WSH performance.

Management & Principal Activities

GEOSPATIAL

Esri Australia Pty Ltd
Level 3, 111 Elizabeth Street
Brisbane QLD 4000
PO Box 15459
Brisbane City East QLD 4002
Australia

Main: +61 1300 635 196
Web: www.esriaustralia.com.au

Managing Director: Brett Bundock

Esri Australia is Australia's foremost authority on geographic information systems ("GIS"), smart mapping and location analytics, and the exclusive distributor of Esri ArcGIS technology in the country, with headquarters in Brisbane and branch offices in Adelaide, Canberra, Darwin, Melbourne, Perth and Sydney. Additionally, Esri Australia is the exclusive distributor of Esri ArcGIS technology in Papua New Guinea. Esri Australia also provides hosted and managed solutions, professional services, software maintenance services and training for Esri ArcGIS technology.

Esri South Asia Pte Ltd
29 Media Circle
#08-01 ALICE@Mediapolis (North Lobby)
Singapore 138565

Main: +65 6742 8622

Managing Director: Leslie Wong

Esri South Asia is the holding company for Esri Singapore, Esri Malaysia, Esri Indonesia and Esri Bangladesh, the exclusive distributors for Esri ArcGIS technology in Singapore, Malaysia, Indonesia and Bangladesh respectively. Additionally, Esri South Asia is the exclusive distributor of Esri ArcGIS technology in Brunei and Timor-Leste. Esri South Asia also provides hosted and managed solutions, professional services, software maintenance services and training for Esri ArcGIS technology.

Esri Singapore Pte Ltd
29 Media Circle
#08-01 ALICE@Mediapolis (North Lobby)
Singapore 138565

Main: +65 6742 8622
Web: www.esrisingapore.com.sg

Chief Executive Officer: Joe Lee

Esri Singapore is Singapore's foremost authority on GIS, smart mapping and location analytics, and the exclusive distributor of Esri ArcGIS technology in the country. Esri Singapore also provides hosted and managed solutions, professional services, software maintenance services and training for Esri ArcGIS technology.

Management & Principal Activities

Esri Malaysia Sdn Bhd
Unit 3A-1, Level 3A, Tower 2B, UOA Business Park
No 1, Jalan Pengaturcara U1/51A, Seksyen U1
40150 Shah Alam
Selangor
Malaysia

Main: +60 3 5022 0122
Web: www.esrimalaysia.com.my

Chief Executive Officer: Tan Choon Sang

Esri Malaysia is Malaysia's foremost authority on GIS, smart mapping and location analytics, and the exclusive distributor of Esri ArcGIS technology in the country. Esri Malaysia also provides hosted and managed solutions, professional services, software maintenance services and training for Esri ArcGIS technology.

PT Esri Indonesia
Capital Place, 26th Floor
Jalan Jenderal Gatot Subroto Kavling 18
Jakarta Selatan 12710
Indonesia

Main: +62 21 2709 9881
Web: www.esriindonesia.co.id

Esri Indonesia is Indonesia's foremost authority on GIS, smart mapping and location analytics, and the exclusive distributor of Esri ArcGIS technology in the country, with headquarters in Jakarta and branch offices in Balikpapan, Pekanbaru and Surabaya. Esri Indonesia also provides hosted and managed solutions, professional services, software maintenance services and training for Esri ArcGIS technology.

HEALTHCARE

Boustead Medical Care Holdings Pte Ltd
82 Ubi Avenue 4
#08-03 Edward Boustead Centre
Singapore 408832

Main: +65 6533 2237
Web: www.bmec.asia

Boustead Medical Care Holdings provides innovative medical solutions that address age-related chronic diseases and mobility issues across the continuum of long-term care, with a focus on rehabilitative care and sports science. Boustead Medical Care Holdings comprises wholly-owned subsidiary, BMEC Pte Ltd in Singapore and 50%-owned associate, Beijing Pukang Sport & Medical Co Ltd in China.

BMEC Pte Ltd
82 Ubi Avenue 4
#08-03 Edward Boustead Centre
Singapore 408832

Main: +65 6305 2525
Web: www.bmec.asia

BMEC provides innovative medical solutions that address age-related chronic diseases and mobility issues across the continuum of long-term care, with a focus on rehabilitative care and sports science. BMEC has headquarters in Singapore and subsidiaries in Malaysia and Thailand.

Statistics of Shareholdings

AS AT 16 JUNE 2023

SHARE CAPITAL

Number of ordinary shares	:	477,473,329*
Number/Percentage of treasury shares	:	22,593,900 (4.73%)
Class of shares	:	Ordinary shares
Voting rights	:	One vote per share. The Company cannot exercise any voting rights in respect of shares held by it as treasury shares.

* *Excludes treasury shares*

DISTRIBUTION OF SHAREHOLDINGS

Size of Shareholdings	No. of Shareholders	%	No. of Shares	%**
1 - 99	273	5.12	10,603	0.00
100 - 1,000	468	8.77	297,173	0.06
1,001 - 10,000	2,755	51.67	14,964,736	3.14
10,001 - 1,000,000	1,809	33.93	84,742,208	17.75
1,000,001 AND ABOVE	27	0.51	377,458,609	79.05
TOTAL	**5,332**	**100.00**	**477,473,329**	**100.00**

LOCATION OF SHAREHOLDERS

Country	No. of Shareholders	%	No. of Shares	%**
SINGAPORE	5,016	94.07	472,538,754	98.97
MALAYSIA	258	4.84	3,580,617	0.75
OTHERS	58	1.09	1,353,958	0.28
TOTAL	**5,332**	**100.00**	**477,473,329**	**100.00**

Statistics of Shareholdings

AS AT 16 JUNE 2023

TWENTY LARGEST SHAREHOLDERS

No.	Name	No. of Shares	%**
1	DBS NOMINEES (PRIVATE) LIMITED	230,310,227	48.24
2	RAFFLES NOMINEES (PTE.) LIMITED	30,556,685	6.40
3	HSBC (SINGAPORE) NOMINEES PTE LTD	27,858,787	5.83
4	CITIBANK NOMINEES SINGAPORE PTE LTD	19,424,330	4.07
5	IFAST FINANCIAL PTE. LTD.	14,452,315	3.03
6	UOB KAY HIAN PRIVATE LIMITED	5,733,277	1.20
7	HELEN TAN CHENG HOONG	5,166,000	1.08
8	MAYBANK SECURITIES PTE. LTD.	4,382,118	0.92
9	DB NOMINEES (SINGAPORE) PTE LTD	4,342,000	0.91
10	PHILLIP SECURITIES PTE LTD	3,407,705	0.71
11	ABN AMRO CLEARING BANK N.V.	3,324,850	0.70
12	CGS-CIMB SECURITIES (SINGAPORE) PTE. LTD.	3,308,553	0.69
13	UNITED OVERSEAS BANK NOMINEES (PRIVATE) LIMITED	3,136,099	0.66
14	OCBC NOMINEES SINGAPORE PRIVATE LIMITED	3,066,104	0.64
15	JACK INVESTMENT PTE LTD	2,062,392	0.43
16	YEO KER KUANG	1,812,355	0.38
17	HENG SIEW ENG	1,687,133	0.35
18	BNP PARIBAS NOMINEES SINGAPORE PTE. LTD.	1,670,000	0.35
19	CHAN CHEE WENG	1,621,076	0.34
20	YEO BOON LI CAROLINE	1,588,133	0.33
	Total	**368,910,139**	**77.26**

SUBSTANTIAL SHAREHOLDERS

Name	Direct Interest	%	Deemed Interest	%**
Wong Fong Fui	-	-	205,798,032 [(1)]	43.10
Abigail P. Johnson	-	-	39,696,050 [(2)]	8.31
FMR LLC	-	-	39,696,050 [(1)] [(3)]	8.31
Fidelity Management & Research Company LLC	-	-	36,130,089 [(1)]	7.57

Notes:

(1) *The deemed interests of these Substantial Shareholders are held through nominees.*

(2) *Abigail P. Johnson, through her not less than 20% shareholding in FMR LLC, is deemed to have an interest in the shares held indirectly by FMR LLC.*

(3) *FMR LLC is deemed to be interested in the shares held indirectly by its subsidiary, Fidelity Management & Research Company LLC.*

SHAREHOLDINGS IN THE HANDS OF THE PUBLIC

The percentage of shareholdings in the hands of the public as at 16 June 2023 was approximately 48.15%**. This is in compliance with Rule 723 of the Listing Manual of the Singapore Exchange Securities Trading Limited, which requires at least 10% of the total number of issued shares excluding treasury shares (excluding preference shares and convertible equity securities) of the company to be held by the public.

** *The percentage of issued ordinary shares is calculated based on the total number of issued shares, excluding treasury shares of the Company.*

Notice of Annual General Meeting

BOUSTEAD SINGAPORE LIMITED
(Incorporated in the Republic of Singapore)
(Company Registration Number: 197501036K)

NOTICE IS HEREBY GIVEN that the Annual General Meeting of Boustead Singapore Limited (the "Company") will be held at Nicoll 1 (Level 3), Suntec Singapore Convention & Exhibition Centre, 1 Raffles Boulevard, Singapore 039593 on Friday, 28 July 2023 at 2.30 p.m. to transact the following businesses:

AS ORDINARY BUSINESS

1. To receive and adopt the Directors' Statement and Audited Financial Statements for the year ended 31 March 2023 and the Independent Auditors' Report thereon.
   Resolution 1

2. To approve a final tax-exempt (one-tier) dividend of 2.5 cents per ordinary share for the year ended 31 March 2023.
   Resolution 2

3. To re-elect the following directors retiring under Article 94 of the Company's Constitution.

   a. Mr Wong Yu Loon **Resolution 3**

   b. Mr Liak Teng Lit **Resolution 4**

   Note:
   Mr Liak Teng Lit will, upon re-election as a director of the Company, remain as the Chairman of the Nominating Committee and member of the Audit & Risk Committee and Remuneration Committee. He will be considered independent for the purposes of Rule 704(8) of the Listing Manual of the Singapore Exchange Securities Trading Limited.

4. To approve directors' fees of up to $345,000 for the financial year ending 31 March 2024, payable quarterly in arrears (2023 actual: $236,000).
   [See Explanatory Note 1] **Resolution 5**

5. To re-appoint Messrs PricewaterhouseCoopers LLP as auditors of the Company to hold office until the next Annual General Meeting and to authorise the directors to fix their remuneration.
   Resolution 6

AS SPECIAL BUSINESS

To consider and, if thought fit to pass with or without modifications, the following ordinary resolutions:

6. **Authority to allot and issue shares pursuant to Section 161 of the Companies Act 1967 of Singapore**

   That authority be and is hereby given to the directors of the Company ("Directors") to:

   (i) (a) issue shares in the capital of the Company ("shares") whether by way of rights, bonus or otherwise; and/or

   (b) make or grant offers, agreements or options (collectively, "instruments") that might or would require shares to be issued, including but not limited to the creation and issue of (as well as adjustments to) warrants, debentures or other instruments convertible into shares,

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

   (ii) (notwithstanding the authority conferred by this resolution may have ceased to be in force) issue shares in pursuance of any instrument made or granted by the Directors while this resolution was in force, provided that:

(i) the aggregate number of shares to be issued pursuant to this resolution (including shares to be issued in pursuance of instruments made or granted pursuant to this resolution) does not exceed fifty per cent (50%) of the total number of issued shares (excluding any treasury shares and subsidiary holdings) in the capital of the Company (as calculated in accordance with sub-paragraph (ii) below), of which the aggregate number of shares to be issued other than on a pro-rata basis to shareholders of the Company (including shares to be issued in pursuance of instruments made or granted pursuant to this resolution) does not exceed twenty per cent (20%) of the total number of issued shares (excluding any treasury shares and subsidiary holdings) in the capital of the Company (as calculated in accordance with sub-paragraph (ii) below);

(ii) (subject to such manner of calculation as may be prescribed by the Singapore Exchange Securities Trading Limited ("SGX-ST")) for the purpose of determining the aggregate number of shares that may be issued under sub-paragraph (i) above, the percentage of issued shares shall be based on the total number of issued shares (excluding any treasury shares and subsidiary holdings) in the capital of the Company at the time this resolution is passed, after adjusting for:

    (a) new shares arising from the conversion or exercise of any convertible securities or share options or vesting of share awards which are outstanding or subsisting at the time this resolution is passed; and

    (b) any subsequent bonus issue or consolidation or subdivision of shares;

(iii) in exercising the authority 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 for the time being of the Company; and

(iv) (unless revoked or varied by the Company in general meeting) the authority conferred by this resolution shall continue in force until the conclusion of the next Annual General Meeting of the Company or the date by which the next Annual General Meeting of the Company is required by law to be held, whichever is the earlier.

[See Explanatory Note 2] **Resolution 7**

7. **The proposed renewal of the Share Buy-Back Mandate**

All capitalised terms used in this resolution which are not defined herein shall have the same meaning ascribed to them in the Addendum to the Notice of Annual General Meeting in relation to the proposed renewal of the Share Buy-Back Mandate dated 5 July 2023.

Printed copy of this Addendum to Shareholders will not be sent to members. Instead, it will be sent to members by electronic means via publication on SGXNet and the Company's website at https://www.boustead.sg.

That:

(i) for the purposes of the Companies Act and such other laws and regulations as may for the time being be applicable, approval be and is hereby given for the exercise by the Directors of all the powers of the Company to purchase or otherwise acquire issued ordinary shares in the share capital of the Company ("Shares") not exceeding in aggregate the Prescribed Limit (as hereafter defined), at such price(s) as may be determined by the Directors from time to time up to the Maximum Price (as hereafter defined), whether by way of:

    (a) on-market share purchases ("On-Market Share Purchase"), transacted on the SGX-ST; and/or

    (b) off-market share purchases ("Off-Market Share Purchase") (if effected otherwise than on the SGX-ST) in accordance with an equal access scheme(s) as may be determined or formulated by the Directors as they may consider fit, which scheme(s) shall satisfy all the conditions prescribed by the Companies Act,

    and otherwise in accordance with all other laws, regulations and rules of the SGX-ST as may for the time being be applicable (the "Share Buy-Back Mandate");

Notice of Annual General Meeting

BOUSTEAD SINGAPORE LIMITED
(Incorporated in the Republic of Singapore)
(Company Registration Number: 197501036K)

(ii) any Share that is purchased or otherwise acquired by the Company pursuant to the Share Buy-Back Mandate shall, at the discretion of the Directors, either be cancelled or held in treasury and dealt with in accordance with the Companies Act;

(iii) unless varied or revoked by the Company in general meeting, the authority conferred on the Directors pursuant to the Share Buy-Back Mandate may be exercised by the Directors at any time and from time to time during the period commencing from the passing of this Ordinary Resolution and the expiring on the earlier of:

(a) the date on which the next Annual General Meeting of the Company is held or required by law to be held;

(b) the date on which the purchases or acquisitions of Shares pursuant to the Share Buy-Back Mandate are carried out to the full extent mandated; or

(c) the date on which the authority contained in the Share Buy-Back Mandate is varied or revoked;

(iv) for the purposes of this Ordinary Resolution:

"Prescribed Limit" means ten per cent (10%) of the total issued ordinary share capital of the Company (excluding any treasury shares and subsidiary holdings) as at the date of passing of this Ordinary Resolution, unless the Company has effected a reduction of the share capital of the Company in accordance with the applicable provisions of the Companies Act, at any time during the Relevant Period, in which event the total number of Shares of the Company shall be taken to be the total number of Shares of the Company as altered after such capital reduction (excluding any treasury shares and subsidiary holdings);

"Relevant Period" means the period commencing from the date on which the last Annual General Meeting of the Company was held and expiring on the date of the next Annual General Meeting of the Company is held or is required by law to be held, or the date on which the purchases of the Shares are carried out to the full extent mandated, whichever is earlier, unless prior to that, it is varied or revoked by resolution of the shareholders of the Company in general meeting;

"Maximum Price" in relation to a Share to be purchased, means an amount (excluding brokerage, stamp duties, applicable goods and services tax and other related expenses) not exceeding:

(a) in the case of an On-Market Share Purchase, 105% of the Average Closing Price;

(b) in the case of an Off-Market Share Purchase, 120% of the Average Closing Price,

where:

"Average Closing Price" means the average of the closing market prices of a Share over the last five (5) Market Days, on which transactions in the Shares were recorded, immediately preceding the date of making the On-Market Share Purchase or, as the case may be, the day of the making of an offer pursuant to the Off-Market Share Purchase, and deemed to be adjusted for any corporate action that occurs after the relevant five (5) Market Days;

"day of the making of an offer" means the day on which the Company announces its intention to make an offer for the purchase of Shares from the shareholders of the Company, stating the purchase price (which shall not be more than the Maximum Price calculated on the foregoing basis) for each Share and the relevant terms of the equal access scheme for effecting the Off-Market Share Purchase; and

"Market Day" means a day on which the SGX-ST is open for trading in securities;

(v) the Directors and/or any of them be and are hereby authorised to complete and do all such acts and things (including, without limitation, executing such documents as may be required) as they and/or he may consider desirable, expedient or necessary to give effect to the transactions contemplated by this Ordinary Resolution.

[See Explanatory Note 3] **Resolution 8**

Notice of Annual General Meeting

BOUSTEAD SINGAPORE LIMITED
(Incorporated in the Republic of Singapore)
(Company Registration Number: 197501036K)

8. **Authority to allot and issue shares pursuant to the Boustead Scrip Dividend Scheme**

   That authority be and is hereby given to the directors of the Company to allot and issue from time to time such number of shares in the capital of the Company as may be required to be issued pursuant to the application of the Boustead Scrip Dividend Scheme.

   [See Explanatory Note 4] **Resolution 9**

9. To transact any other business of the Company which may arise.

NOTICE OF RECORD AND PAYMENT DATE FOR FINAL DIVIDEND

NOTICE IS HEREBY GIVEN that the Transfer Books and Register of Members of the Company will be closed from 5.00 p.m. on 4 August 2023 for the purpose of determining shareholders' entitlements to the proposed final dividend to be paid on 18 August 2023, subject to and contingent upon shareholders' approval for the proposed dividend being obtained at the forthcoming Annual General Meeting of the Company.

Duly completed transfers received by the Company's Registrar, Boardroom Corporate & Advisory Services Pte Ltd at 1 Harbourfront Avenue, #14-07 Keppel Bay Tower, Singapore 098632 up to 5.00 p.m. on 4 August 2023 will be registered before entitlements to the dividend are determined.

By Order of the Board

Alvin Kok
Company Secretary
5 July 2023

Notice of Annual General Meeting

BOUSTEAD SINGAPORE LIMITED
(Incorporated in the Republic of Singapore)
(Company Registration Number: 197501036K)

Explanatory Notes on Ordinary and Special Businesses to be transacted

1. The Ordinary Resolution 5 is to allow the Company to pay directors' fees to all non-executive directors in arrears on a quarterly basis.

2. The Ordinary Resolution 7 is to enable the directors to issue shares in the Company up to fifty percent (50%) of the total number of issued shares excluding any treasury shares and subsidiary holdings in the capital of the Company (in the case of issuance other than on a pro-rata basis to existing shareholders, such aggregate number of shares not to exceed twenty per cent (20%) of the total number of issued shares excluding any treasury shares and subsidiary holdings in the capital of the Company) for such purposes as they consider to be in the interests of the Company.

3. The Ordinary Resolution 8 is to empower the Directors of the Company from the date of the Annual General Meeting until the date of the next Annual General Meeting is to be held or is required by law to be held, whichever is the earlier, to make purchases (whether by way of On-Market Share Purchases or Off-Market Share Purchases on an equal access scheme) from time to time of up to ten per cent (10%) of the total number of Shares (excluding treasury shares and subsidiary holdings) at prices up to but not exceeding the Maximum Price. The rationale for, the authority and limitation on, the source of funds to be used for the purchase or acquisition including the amount of financing and the financial effects of the purchase or acquisition of Shares by the Company pursuant to the Share Buy-Back Mandate are set out in greater detail in the Addendum to this Notice of Annual General Meeting.

4. The Ordinary Resolution 9 is to allow the Directors to issue shares pursuant to the Boustead Scrip Dividend Scheme.

Notes:

(1) The Annual General Meeting of the Company ("AGM") is being convened, and will be held, physically. There will be no option for shareholders to participate virtually. This Notice of AGM is also available on SGXNet and the Company's website. The Notice of AGM together with the Addendum to the Notice of AGM may be accessed at https://www.sgx.com/securities/company-announcements and https://www.boustead.sg. No printed copy of the Addendum will be posted to the members of the Company.

(2) Members (including investors who hold shares under the Central Provident Fund and Supplementary Retirement Scheme ("CPF and SRS Investors")) may participate in the AGM by:

(a) Attending the AGM in person;

(b) Asking questions at the AGM or submitting questions in advance of the AGM; and/or

(c) Voting at the AGM (i) personally; or (ii) through duly appointed proxy(ies).

(3) **Submission of Questions**

Substantial and relevant questions relating to the agenda of AGM may be submitted in advance of the AGM by 5.00 pm on 13 July 2023 ("Cut-Off Time") in the following manner:

(a) by email to bousteadsingapore.agm2023@boustead.sg; or

(b) by post to the Company's Share Registrar, Boardroom Corporate & Advisory Services Pte. Ltd. at 1 Harbourfront Avenue, #14-07 Keppel Bay Tower, Singapore 098632.

When submitting the questions, please provide the Company with the following details for verification purpose:

(i) full name (for individuals)/company name (for corporates);

(ii) NRIC/passport/company registration number;

(iii) mailing address;

(iv) contact number; and

(v) shareholding type (e.g. via CDP, CPF or SRS) and number of shares held.

The Company will endeavour to address the substantial and relevant questions from shareholders prior to the AGM and in any case, no later than 48 hours before the closing date and time for the lodgement of Proxy Forms. The responses to questions from shareholders will be posted on the SGXNET and the Company's website. Any subsequent questions received or clarifications sought by the members after the Cut-Off Time will be addressed at the AGM. The minutes of the AGM will be published on the SGXNET and the Company's website within one month after the date of the AGM.

(4) **Submission of Proxy Form**

A member (other than a Relevant Intermediary*) entitled to attend and vote at the Annual General Meeting ("AGM") is entitled to appoint not more than two (2) proxies to attend and vote in his/her stead. A shareholder of the Company which is a corporation is entitled to appoint its authorised representative or proxy to vote on its behalf. A proxy need not be a member of the Company.

Where a member (other than a Relevant Intermediary*) appoints more than one proxy, the appointments shall be invalid unless he specifies the proportion of his holding (expressed as a percentage of the whole) to be represented by each proxy.

A Relevant Intermediary* may appoint more than two (2) proxies, but each proxy must be appointed to exercise the rights attached to a different share or shares held by him/her/it (which number and class of shares shall be specified).

A CPF/SRS Investor who wishes to vote should approach his/her CPF Agent Bank or SRS Operator at least 7 working days before the date of the AGM to submit his/her voting instructions. CPF/SRS Investors should contact their respective SRS Operators/CPF Agent Banks for any queries they may have with regard to the appointment of proxy for the AGM.

If a proxy is to be appointed, the instrument appointing a proxy must be submitted to the Company in the following manner:

(a) if submitted by post, be lodged with the Company's Share Registrar, Boardroom Corporate & Advisory Services Pte. Ltd., at 1 Harbourfront Avenue, #14-07 Keppel Bay Tower, Singapore 098632; or

(b) if submitted electronically, be submitted via email to agm.teame@boardroomlimited.com,

in either case, by 2.30 p.m. on 26 July 2023, being 48 hours before the time appointed for holding this AGM.

A member who wishes to submit the proxy form must complete and sign the proxy form attached with this booklet or download it from the Company's website or the SGXNet, before submitting it by post to the address provided above, or scanning and sending it by email to the email address provided above.

A member can appoint the Chairman of the Meeting as his/her/its proxy, but this is not mandatory.

The instrument appointing a proxy must be signed by the appointer or his/her/its attorney duly authorised in writing. Where the instrument appointing a proxy is executed by a corporation, it must be executed either under its common seal or under the hand of any officer or attorney duly authorised. Where an instrument appointing a proxy is signed on behalf of the appointor by an attorney, the letter or power of attorney or a duly certified copy thereof must (failing previous registration with the Company), if the instrument appointing a proxy is submitted electronically via email, be emailed with the instrument of proxy, failing which, the instrument may be treated as invalid.

The Company shall be entitled to reject the instrument appointing a proxy if it is incomplete, improperly completed, illegible or where the true intentions of the appointor are not ascertainable from the instructions of the appointor specified in the instrument appointing a proxy (including any related attachment).

In the case of members of the Company whose Shares are entered against his/her/its names in the Depository Register, the Company may reject any proxy form submitted if such members are not shown to have Shares entered against his/her/its names in the Depository Register (as defined in Section 81SF of the Securities and Futures Act 2001 of Singapore), as at 72 hours before the time appointed for holding this AGM as certified by The Central Depository (Pte) Limited to the Company.

The proxy must bring along his/her NRIC/passport so as to enable the Company to verify his/her identity.

Notice of Annual General Meeting

BOUSTEAD SINGAPORE LIMITED
(Incorporated in the Republic of Singapore)
(Company Registration Number: 197501036K)

* A 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; or

(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 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 Central Provident Fund, if the Board holds those shares in the capacity of an intermediary pursuant to or in accordance with that subsidiary legislation.

(5) **Annual Report and other documents:**

The Annual Report for the financial year ended 31 March 2023 which was issued and released on 5 July 2023 can be accessed at SGXNet and at the Company's website at https://www.boustead.sg. If members still wish to receive a printed copy, please complete and return the accompanying request form to the printed copy of Notice of AGM to Boardroom Corporate & Advisory Services Pte Ltd no later than 17 July 2023.

PERSONAL DATA PRIVACY

By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the AGM and/or any adjournment thereof, 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) for the purpose of the processing and administration by the Company (or its agents) of proxies and representatives appointed for the AGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the AGM (including any adjournment thereof), and in order for the Company (or its agents) to comply with any applicable laws, listing rules, regulations and/or guidelines (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), 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) 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.

Proxy Form

BOUSTEAD SINGAPORE LIMITED
(Incorporated in the Republic of Singapore)
(Company Registration Number: 197501036K)

IMPORTANT:
1. For investors who have used their CPF monies to buy shares in the capital of Boustead Singapore Limited, this Annual Report is forwarded to them at the request of their CPF Approved Nominees and is sent solely **FOR INFORMATION ONLY.**
2. Pursuant to Section 181 of the Companies Act 1967 of Singapore, Relevant Intermediaries may appoint more than two proxies to attend, speak and vote at the Annual General Meeting.
3. This Proxy Form is not valid for use by CPF/SRS investors and shall be ineffective for all intents and purposes if used or purported to be used by them.
4. CPF/SRS investors who wish to vote should approach their respective CPF Agent Banks/SRS Operators to submit their voting instructions at least seven (7) working days before the date of the Annual General Meeting.

Annual General Meeting to be held on 28 July 2023 at 2.30 p.m.

(Before completing this form, please see notes below)

I/We __________ (Name) __________ (NRIC/Passport/Co. Reg. No.)

of __________

being a member/members of the above-named Company, hereby appoint Mr/Mrs/Ms

Name	Address	NRIC/Passport No.	Proportion of Shareholdings (%)

and/or (delete as appropriate)

Name	Address	NRIC/Passport No.	Proportion of Shareholdings (%)

or failing him/her/them, the Chairman of the Annual General Meeting of the Company ("AGM") as my/our proxy/proxies to vote for me/us on my/our behalf at the AGM to be held on Friday, 28 July 2023 at 2.30 p.m. and at any adjournment thereof.

I/We direct my/our proxy/proxies to vote for or against the Resolutions proposed at the AGM as indicated hereunder. If no specific direction as to voting is given or in the event of any other matter arising at the AGM and at any adjournment thereof, the proxy/proxies will vote or abstain from voting at his/her discretion.

	Ordinary Resolutions:	For	Against	Abstain
Resolution 1	To receive and adopt the Directors' Statement and Audited Financial Statements for the year ended 31 March 2023 and the Independent Auditors' Report.			
Resolution 2	To approve a final tax-exempt (one-tier) dividend of 2.5 cents per ordinary share for the year ended 31 March 2023.			
Resolution 3	To re-elect Mr Wong Yu Loon as a director of the Company.			
Resolution 4	To re-elect Mr Liak Teng Lit as a director of the Company.			
Resolution 5	To approve directors' fees of up to $345,000 for the year ending 31 March 2024, payable quarterly in arrears.			
Resolution 6	To re-appoint Messrs PricewaterhouseCoopers LLP as auditors of the Company and to authorise the directors to fix their remuneration.			
Resolution 7	To authorise the directors to allot and issue shares pursuant to Section 161 of the Companies Act 1967 of Singapore.			
Resolution 8	To approve the proposed renewal of the Share Buy-Back Mandate.			
Resolution 9	To authorise the directors to allot and issue shares pursuant to the Boustead Scrip Dividend Scheme.			

(You may tick (√) within the relevant box to vote for or against, or abstain from voting, in respect of all your Shares for each resolution. Alternatively, you may indicate the number of Shares that you wish to vote for or against, and/or abstain from voting, for each resolution in the relevant box. If you indicate "√" in the abstain box for a particular resolution, you are directing your proxy not to vote on that resolution.)

Signed this ______ day of ______ 2023

Total no. of shares	No. of shares
In CDP Register	
In Register of Members	

Signature(s) of Member(s) or Common Seal

Proxy Form

BOUSTEAD SINGAPORE LIMITED
(Incorporated in the Republic of Singapore)
(Company Registration Number: 197501036K)

Notes:

1. Please insert the total number of shares held by you. If you only have shares entered against your name in the Depository Register (maintained by The Central Depository (Pte) Limited), you should insert that number of shares. If you only have shares registered in your name in the Register of Members (maintained by or on behalf of the Company), 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. 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 (other than a Relevant Intermediary*) entitled to attend and vote at the Annual General Meeting ("AGM") is entitled to appoint not more than two (2) proxies to attend, speak and vote in his stead. A proxy need not be a member of the Company.

3. Where a member appoints more than one proxy, the appointments shall be invalid unless he/she/it specifies the proportion of his/her/its shareholding (expressed as a percentage of the whole) to be represented by each proxy.

4. A member who is a Relevant Intermediary* may appoint more than two (2) proxies, but each proxy must be appointed to exercise the rights attached to a different share or shares held by him/her/it (which number and class of shares shall be specified). Where such member appoints more than two (2) proxies, the number and class of shares in relation to which each proxy has been appointed shall be specified in the instrument appointing a proxy or proxies.

5. The instrument appointing a proxy must be submitted to the Company in the following manner:

   (a) if submitted by post, be lodged with the Company's Share Registrar, Boardroom Corporate & Advisory Services Pte. Ltd., at 1 Harbourfront Avenue, #14-07 Keppel Bay Tower, Singapore 098632; or

   (b) if submitted electronically, be submitted via email to agm.teame@boardroomlimited.com,

   in either case, by 2.30 p.m. on 26 July 2023, being 48 hours before the time appointed for holding this AGM.

   A member who wishes to submit the proxy form must complete and sign the proxy form attached with this booklet or download it from the Company's website or the SGXNet, before submitting it by post to the address provided above, or scanning and sending it by email to the email address provided above.

   A member can appoint the Chairman of the Meeting as his/her/its proxy, but this is not mandatory.

   The proxy must bring along his/her NRIC/passport so as to enable the Company to verify his/her identity.

6. The instrument appointing a proxy or proxies must be under the hand of the appointor or of his 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 common seal or under the hand of an officer or attorney duly authorised.

7. Where an instrument appointing a proxy is signed on behalf of the appointor by an attorney, the letter or power of attorney or a duly certified copy thereof must (failing previous registration with the Company) be lodged with the instrument of proxy, failing which the instrument may be treated as invalid.

8. A corporation that is a member may authorise by resolution of its directors or other governing body such person as it thinks fit to act as its representative at the meeting, in accordance with Section 179 of the Companies Act 1967.

9. For investors who hold shares under the CPF/SRS Investor Schemes and wishes to vote, should approach their respective CPF/SRS Operators to submit their votes at least 7 working days before the AGM. CPF/SRS Investors should contact their respective CPF Agent Banks/SRS Operators for any queries they may have with regard to the appointment of proxy for the AGM.

* "Relevant Intermediary" has the meaning ascribed to it in Section 181 of the Companies Act 1967 of Singapore.

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 (including any related attachment) appointing a proxy or proxies. In addition, in the case of a member whose shares are entered against his/her/its name 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 such shares entered against his/her/its name in the Depository Register as at 72 hours before the time appointed for holding the AGM as certified by The Central Depository (Pte) Limited to the Company.

Personal Data Privacy:

By submitting an instrument appointing 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 5 July 2023.

BOUSTEAD SINGAPORE LIMITED
Company Registration Number: 197501036K

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