AEDGE







POSITIVE OUTLOOK
IN PROGRESS
2024 ANNUAL REPORT

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This annual report has been reviewed by UOB Kay Hian Private Limited (the "Sponsor").

This annual report has not been examined or approved by the Singapore Exchange Securities Trading Limited ("SGX-ST") and the SGX-ST assumes no responsibility for the contents of this annual report, including the correctness of any of the statements or opinions made or reports contained in this annual report.

The contact person for the Sponsor is Mr Lance Tan, Senior Vice President, at 8 Anthony Road, #01-01, Singapore 229957, telephone (65) 6590 6881.

GROUP **PROFILE**

We are a Singapore-based multi-services provider, focusing on three principal services, namely engineering services, security and manpower services and transport services. We serve a wide range of customers from various industries, including MNCs, government bodies, schools and local companies.

ENGINEERING SERVICES

Provide a suite of the following services to the oil & gas, petrochemical, marine and construction industries:

- Scaffolding services (including engineered shelters)
- Insulation & passive fire protection services
- Electrical engineering systems

TRANSPORT SERVICES

A leading bus transport service provider in Singapore for:

- Private bus charter services
- School bus services
- Ad-hoc bus services

SECURITY AND MANPOWER SERVICES

Provide the following manpower services:

- Security services (including security guarding services & security system integration)
- Cleaning services
- Manpower services (specialise in sourcing and supplying aerospace technicians to companies engaged in aerospace maintenance, repair and overhaul)

CHAIRMAN'S **STATEMENT**

Our financial health is evidenced by the improvement in our gross margins. This improvement is not a result of mere chance, but a direct outcome of our strategic initiatives aimed at enhancing operational efficiency across our various businesses



MESSAGE TO SHAREHOLDERS

Dear Shareholders,

On behalf of the board of directors (the "Board"), I am pleased to present to you our annual report for the financial year ended 30 June 2024 ("FY2024"), which reflects a year of resilience and strategic progress amidst a challenging business environment. Despite these challenges, our Group's performance has remained robust which is a testament to the strength of our three-pronged business model, the dedication of our team, and our ability to adapt to changing market conditions.

IMPROVEMENT IN FINANCIAL PERFORMANCE

Our financial health is evidenced by the improvement in our gross margins. This improvement is not a result of mere chance, but a direct outcome of our strategic initiatives aimed at enhancing operational efficiency across our various businesses. In the financial year ended 30 June 2023 ("FY2023"), we have undertaken a comprehensive review of our assets, leading to a rationalisation that has made our Group leaner and more efficient. This strategic move has not only improved our full-year figures for FY2024 but also resulted in strong Earnings before Interest, Tax, Depreciation and Amortisation ("EBITDA") numbers, a key indicator of our operational profitability and cash flow.

The rationalisation of our assets was a strategic decision aimed at making our Group more efficient. We evaluated our portfolio of assets in our various businesses, identifying those that were underperforming or not aligned with our strategic objectives. These assets were then either divested or restructured, freeing up resources that could be better utilised elsewhere within the Group. This exercise has made us leaner, more focused, and better positioned to capitalise on opportunities.

In FY2024, the Group posted a smaller net loss of S$593,000 as compared to net loss of S$2.25 million in FY2023, mainly due to better gross profit margins,

CHAIRMAN'S **STATEMENT**



higher government grants received and lower administrative expenses. The Group also posted a positive EBITDA of $2.10 million, a significant improvement from a negative EBITDA position in FY2023.

The Group's balance sheet remains healthy as a result of the positive EBITDA, with a net cash position of $3.21 million as at 30 June 2024. This is in spite of the acquisition of the industrial property in FY2024. Equity attributable to owners of the Company stands at $11.31 million and Net Asset Value per share stands at 10.7 cents.

COMMITTED FOR THE LONG RUN

At the start of FY2024, our Group invested in our own industrial space at Tuas South to keep pace with our growing organic business, as well as to have our own workers' dormitory to mitigate costs. We are glad to share that the plans to convert into our workers' dormitory is in place and should be completed by the financial year ending 30 June 2025 ("FY2025").

Looking ahead, we are not resting on our laurels. To further strengthen the Group, we are actively looking at a few opportunities to diversify into steady, recurring income businesses that are adjacent to our core businesses. This strategic diversification will not only enhance our revenue streams but also mitigate risks associated with over-reliance on a single business segment. We believe that this strategy will provide us with a more balanced and resilient portfolio that can better withstand market fluctuations. In this regard, we are thus seeking a shareholders' approval at this upcoming Annual General Meeting, to have a business diversification to include the property business.

We are confident that these strategic initiatives will bear fruit in FY2025. Our current performance, coupled with our strategic plans, gives us confidence that the improved showing will continue into the next fiscal year. We remain committed to delivering sustainable growth and creating long-term value for our shareholders.

SUSTAINABILITY

The Group has always placed a strong emphasis on its sustainability journey, and recognise very early on that sustainability will be an integral part of the Group's operations. In that regard, we are dedicated to incorporating more sustainable practices in our business and stay up to date in our sustainability reporting especially regarding the recommendations from Task Force on Climate-related Financial Disclosures ("TCFD"). In our Sustainability Report for FY2024, we outline key initiatives to reduce the Group's environmental impact and enhance corporate governance as well as social impact. We continue to work with our customers and suppliers to grow sustainably.

ACKNOWLEDGEMENT

We would like to welcome Mr. Lim Tai Toon to our Board, as our Lead Independent Director. He has provided invaluable advice and contributions from the get-go to the Board and Group and we look forward to working together.

In conclusion, I would like to thank the management team and employees who have remain committed and steadfast to the Group's business strategy. I am grateful for our customers and business partners for their support over the years as we strive to continue supporting them in their business operations. To our shareholders – thank you for supporting us in our journey as we endeavour to deliver sustainable value.

Thank you.

Best Regards,
Poh Soon Keng
Chairman

BOARD OF **DIRECTORS**



MR POH SOON KENG
Executive Chairman and CEO

Date of first appointment as a Director: 3 October 2019
Date of last re-election as a Director: 26 October 2023
Present Directorships in listed companies: Nil
Past Directorships in listed companies over preceding 3 years: Nil

Mr Poh Soon Keng is the founder of our Group and is currently our Executive Chairman and CEO, and was appointed to our Board on 3 October 2019. Mr Poh is a member of the Nominating Committee of the Company.

He has over 20 years of experience leading and expanding our Group's business. Mr Poh is primarily responsible for the overall management, operations and strategic direction of our Group.

Mr Poh holds an honours degree in Public Administration conferred by Nanyang University in 1976.



MR DANIEL NG CHOON BENG
Executive Director

Date of first appointment as a Director: 20 May 2022
Date of last re-election as a Director: 27 October 2022
Present Directorships in listed companies: Nil
Past Directorships in listed companies over preceding 3 years: Nil

Mr Daniel Ng is our Executive Director and was appointed to our Board on 20 May 2022. He is also our Chief Operating Officer (Engineering). He is responsible for overseeing the management and operations of our Group's engineering services business segment.

Between 1990 to 2015, Mr Ng served as the regional business development director of SGB Aluma Singapore Pte Ltd and assisted in the business development and management aspects of the business.

Mr Ng holds an honours degree in Bachelor of Civil Engineering and a Master's degree in Business Administration from the University of Newcastle upon Tyne in 1989 and 1990 respectively.



MR LIM TAI TOON
Lead Independent Director

Date of first appointment as a Director: 2 November 2023
Present Directorships in listed companies:
Medinex Limited
Past Directorships in listed companies over preceding 3 years:
Medtecs International Corp Ltd

Mr Lim Tai Toon is our Lead Independent Director and was appointed to our Board on 2 November 2023. He is also the Chairman of the Audit and Risk Committee and a member of the Remuneration Committee and Nominating Committee.

Mr Lim was the General Manager for Student Castle Property Management Service (UK), an operator for student accommodation based in London under Cuscaden Peak Investment. Prior to joining Cuscaden Peak Investment, he held various senior positions including executive director and CEO of Mainboard listed companies.

Mr Lim, an accountant by profession, has more than two decades of experience in business operations, financial and general management, as well as audit, tax and corporate secretarial functions. He is also the Lead Independent Director for Medinex Limited.

Mr Lim obtained a Bachelor of Accountancy from National University of Singapore in 1985 as well as a Masters of Business (Information Technology) from Curtin University of Technology (Australia) and a Masters of Business Administration from Henley Management College in the United Kingdom in 1993. He is also a Fellow Chartered Accountant of The Institute of Singapore Chartered Accountants.

BOARD OF **DIRECTORS**



MR GOH JOON LIAN
Independent Director

Date of first appointment as a Director: 24 March 2020
Date of last re-election as a Director: 26 October 2023
Present Directorships in listed companies: Nil
Past Directorships in listed companies over preceding 3 years: Nil

Mr Goh Joon Lian is our Independent Director and was appointed to our Board on 24 March 2020. He is also the Chairman of the Nominating Committee and a member of the Audit and Risk Committee and Remuneration Committee.

He had worked in Shell Singapore since 1999 and was the regional chairman of Shell South China when he left the company in 2012. He worked at Esso Singapore from 1979 to 1999 and at Sembawang Shipyard from 1976 to 1979.

Mr Goh obtained a Bachelor of Science with First Class Honours (Mechanical Engineering) from the University of Surrey, United Kingdom in 1976.



MR GUOK CHIN HAUT SAMUEL
Independent Director

Date of first appointment as a Director: 20 March 2022
Date of last re-election as a Director: 27 October 2022
Present Directorships in listed companies: Nil
Past Directorships in listed companies over preceding 3 years:
Asiatravel.Com Holdings Ltd
Global Palm Resources Holdings Ltd
International Cement Group Ltd
RE&S Holdings Limited

Mr Samuel Guok is our Independent Director and was appointed to our Board on 20 May 2022. He is also the Chairman of the Remuneration Committee and a member of the Audit and Risk Committee.

Mr Guok has many years of working experience, especially in the financial and property sector. From 1990 to 1993, he was a housing developer in a project at Holland Road. From 1993 to 2003, he was a director at Seed Ventures. He was the Chief Executive Officer of Wee Poh Ltd from 1998 to 2001. From 2001 to 2004, he acted as an advisor to JP Nelson Ltd. Mr Guok was a director of Bukit Sembawang Estates Limited from March 2008 to July 2017, and also the chairman of their board from July 2011 to July 2017. Currently he is a director of StarHealth Pte Ltd.

Mr Guok graduated from Boston University, Bachelor of Science, with Majors in Finance and International Economics, and Minor in Chemistry, in 1984. He was also awarded the Dean List.

MANAGEMENT



MS TAN SIEW LAN
Human Resources and Administration Director

Ms Tan Siew Lan is our Human Resources and Administration Director. She is responsible for the human resources and administration functions of the Group.

Ms Tan obtained a Bachelor of Arts from Nanyang University in 1976.

MS TAN AH HWA
Senior Manager (Manpower Outsourcing)

Ms Tan Ah Hwa joined the Group in October 2007. She is responsible for the management and operations of the Group's manpower outsourcing services.

MR ONG BLAISE JUDE
Operations Director (Security)

Mr Ong joined the Group in 2012, and is our director of security services. He is responsible for the sales and operations of our security services.

Mr Ong has over 10 years of experience in security services, and has full WSQ (Workforce Skills Qualifications) accreditations in security management and operations, and is an accredited security consultant.

MR FRANCIS TAY CHOON WAH
Director (Engineering Services)

Mr Tay joined our Group in 2019, and handles the business development and marketing for scaffolding, insulation, painting, fireproofing services and he is also involved in cross selling of the Group's multi-services.

He has over 25 years of experiences in the Process Industry.

Mr Tay has a Master in Business Administration from University of Surrey and a Bachelor of Science (Hons) in Business & Management Studies from University of Bradford. In addition, he also holds a Diploma in Marketing from the Chartered Institute of Marketing (UK), Diploma in Sales & Marketing (MDIS) and also a Diploma in Management Studies from Singapore Institute of Management.

MANAGEMENT



MR POH TZE REN
Group Operations Manager

Mr Poh joined the Group in 2021. He is in charge of various operations of the group with main focus on transport services.

Mr. Poh graduated with a Bachelor of Engineering (Electrical & Electronics) from Nanyang Technological University in 2001.

MR DANNY LEE KWEE PEEN
Senior Business Development Manager (Engineering Services)

Mr Danny Lee joined our Group in 2020 and handles business development in engineering services that provide a suite of complementary services and products such as scaffolding, engineered shelters, shoring systems, gratings, communications and security systems to the construction, oil and gas, petrochemical and marine industries.

Mr Lee obtained a Bachelor of Science (Economics) in Management Studies (Honours) from University of London in 1995.

MS FAM YIEN FENG
Finance Manager

Ms Fam joined our Group in 2013 and handles the Group's finance matters. She was appointed as the Group's Head of Finance on 26 October 2023 and is responsible for overseeing the financial and management accounting, compliance and taxation related matters of the Company.

Ms Fam holds a professional accountancy qualification from ACCA, The Association Of Chartered Certified Accountants and is a member of the Malaysian Institute of Accountant.



CORPORATE **INFORMATION**

BOARD OF DIRECTORS
Poh Soon Keng *(Chairman, Executive)*
Ng Choon Beng *(Executive)*
Lim Tai Toon *(Non-Executive, Independent)*
Goh Joon Lian *(Non-Executive, Independent)*
Guok Chin Huat Samuel *(Non-Executive, Independent)*

AUDIT AND RISK COMMITTEE
Lim Tai Toon *(Chairman)*
Goh Joon Lian
Guok Chin Huat Samuel

NOMINATING COMMITTEE
Goh Joon Lian *(Chairman)*
Lim Tai Toon
Poh Soon Keng

REMUNERATION COMMITTEE
Guok Chin Huat Samuel *(Chairman)*
Lim Tai Toon
Goh Joon Lian

COMPANY SECRETARY
Lee Puay Lin Sharon

REGISTERED OFFICE
4009 Ang Mo Kio Avenue 10
#04-33 Techplace 1
Singapore 569738
Telephone : +65 6458 7645
Website : https://www.aedge.com.sg/

COMPANY REGISTRATION NUMBER
201933214E

AUDITORS
Moore Stephens LLP
10 Anson Road, #29-15
International Plaza
Singapore 079903

Partner in charge:
Neo Keng Jin
(with effect from financial year ended 2022)

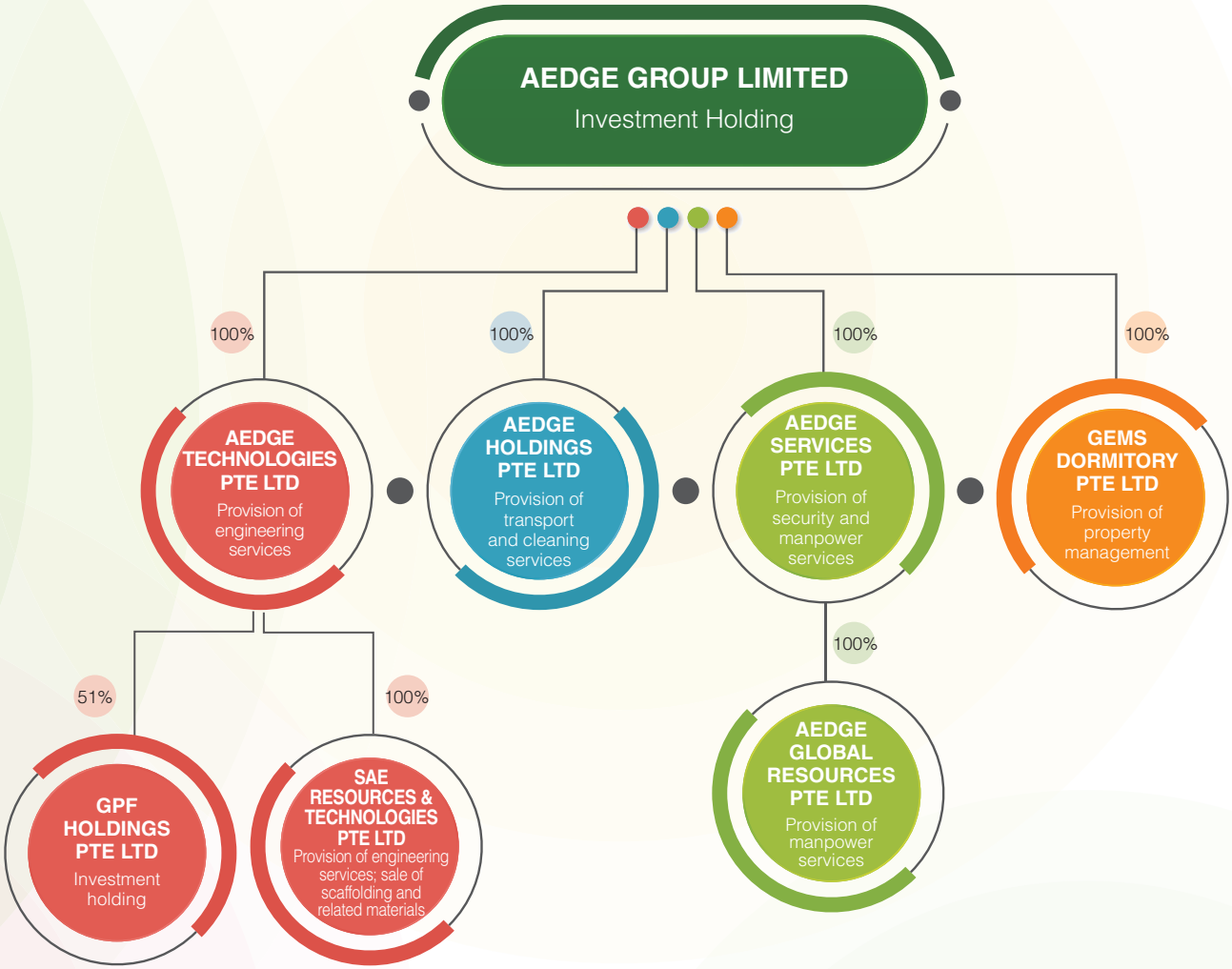
SHARE REGISTRAR
Tricor Barbinder Share Registration Services (A division of Tricor Singapore Pte. Ltd.)
9 Raffles Place, #26-01 Republic Plaza
Singapore 048619
Telephone : +65 6236 3333

SPONSOR
UOB Kay Hian Private Limited
8 Anthony Road #01-01
Singapore 229957

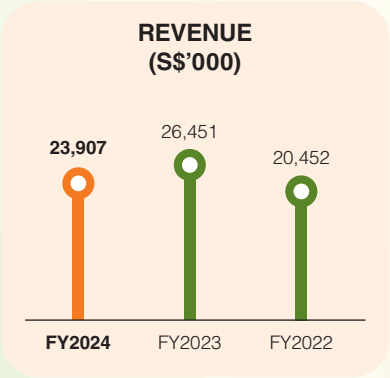
BANKERS
DBS Bank Ltd
Maybank Singapore Limited
Standard Chartered Bank (Singapore) Limited
United Overseas Bank Ltd
Oversea-Chinese Banking Corporation Limited

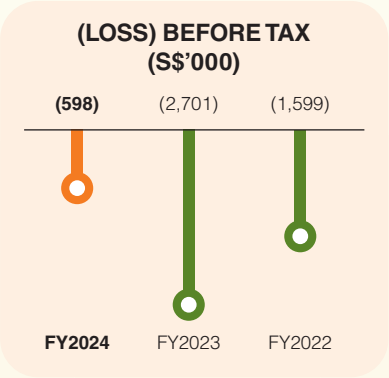


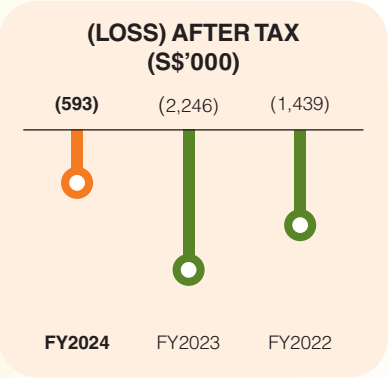
GROUP **STRUCTURE**



GROUP FINANCIAL **HIGHLIGHTS**







	2024 S$'000	2023 S$'000	2022 S$'000
Income			
Revenue	**23,907**	26,451	20,452
(Loss) before tax	**(598)**	(2,701)	(1,599)
(Loss) after tax	**(593)**	(2,246)	(1,439)
Financial Position			
Total Assets	**24,975**	19,129	22,275
Total Liabilities	**13,473**	7,230	8,130
Total Equity	**11,502**	11,899	14,145
Selected ratios	**Cents**	**Cents**	**Cents**
Net Assets per Ordinary share	**10.67**	11.23	13.34
Basic and Diluted loss per share[(1)]	**(0.56)**	(2.12)	(1.36)
Dividends Per Ordinary share	**–**	–	–

Note

(1) The calculation of basic loss per share has been based on the loss attributable to ordinary shareholders and the weighted-average number of ordinary shares outstanding.

CORPORATE GOVERNANCE REPORT

The Board of Directors (the "**Board**") of Aedge Group Limited (the "**Company**" together with its subsidiaries, the "**Group**") continues to be committed to ensuring and maintaining high standards of corporate governance and places importance on its corporate governance processes and systems which are essential to the stability and sustainability of the performance of the Group, promotion of corporate transparency, accountability and integrity of the Group, protection of interests of shareholders and maximisation of long-term shareholder value.

This Corporate Governance Report ("**Report**") describes the corporate governance practices and procedures adopted by the Company and were in place throughout the financial year ended 30 June 2024 ("**FY2024**"), with specific reference to the Principles and the Provisions of the Code of Corporate Governance 2018 ("**Code**"), which forms part of the continuing obligations of the Singapore Exchange Securities Trading Limited ("**SGX-ST**") Listing Manual Section B: Rules of Catalist ("**Catalist Rules**"). The Company is also guided by the voluntary Practice Guidance which was issued to complement the Code and which sets out best practice standards for companies.

The Company has complied with the Principles as set out in the Code and the relevant Catalist Rules. Where there are deviations from the Provisions of the Code, appropriate explanations and reasons for deviation have been provided in this Report.

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.

Besides carrying out its statutory responsibilities, the Board meets regularly to oversee the business affairs, corporate affairs and the overall performance of the Group and works with management ("**Management**") to take objective decisions in the best interest of the Group and shareholders. Board members are expected to act in good faith and exercise independent judgment in the best interests of the Group.

Any Director facing conflict of interest will recuse himself from discussions and decisions involving the issues of conflict. Management also plays a pivotal role in providing Board members with complete, adequate and timely information to assist the Board in the fulfilment of its responsibilities.

The Board has direct responsibility for decision-making in respect of various specific matters, including:

Corporate Governance

(a) Set the 'tone at the top' and instil an ethical corporate culture, including establishing a Code of Conduct.

(b) Review and ensure that the appropriate policies and practices on corporate governance are in place.

(c) Perform such duties and responsibilities as may be required by laws, regulations and the Constitution of the Company.

(d) Review and monitor the Group's policies and practices on compliance with legal and regulatory requirements.

(e) Ensure that the required disclosures on corporate governance and related matters are made in the annual report and financial statements, and to the regulatory authorities.

(f) Ensure prudent policies for carrying on business while promoting fair practices and high standards of business conduct.

(g) Assess annually the effectiveness of the Board and Board Committees and contributions of each Director.

(h) Monitor and ensure the training and continuous professional development of Directors and senior management.

(i) Establish an Investor Relations Policy to promote regular, effective and fair communication with shareholders.

Strategy

(a) Set long term strategic goals and monitor the progress towards achieving these goals.

(b) Consider sustainability issues, including issues relating to environmental and social factors when formulating its strategies.

Finance

(a) Review and approve the annual business plan and budget.

(b) Monitor the financial performance of the Group.

(c) Determine an appropriate capital and debt structure for the Group to meet its long-term business objectives.

(d) Set the dividend policy and declare dividends. Where it is decided not to declare dividends, the Board shall announce such together with the reason(s) for the decision.

(e) Review and approve significant acquisitions and divestments. As a general guide, a significant acquisition or divestment is one that exceeds three per cent of the shareholders' funds.

Risk Management and Internal Controls

(a) Oversee the establishment and operation of an enterprise risk management framework to identify, assess, manage, monitor and report the Group's risks.

(b) Determine and review the Company's risk profile, risk tolerance level and risk management strategy.

(c) Conduct an annual, rigorous assessment of the adequacy and effectiveness of the Company's internal controls, including financial, operational, compliance and information technology controls, the effectiveness of its internal audit, risk management and compliance functions, and the adequacy of resources allocated to these functions.

Human Resource

(a) Approve the organisational structure of the Group and its key management positions.

(b) Determine the compensation packages and incentive payment structure for key management personnel ("**KMP**").

(c) Oversee the design and operation of the remuneration policy and compensation framework.

(d) Develop succession planning for Directors, including the Chief Executive Officer ("**CEO**"), and oversee succession planning for senior management.

The Group has adopted internal guidelines setting forth matters that require the Board's approval. Matters specifically reserved for approval by the Board are those relating to the long term strategies and business plans, annual budget of the Group, material capital expenditure exceeding a threshold limit, significant mergers and acquisitions, corporate or financial restructuring, share issuances, interim dividend and other returns to shareholders and interested person transactions. Clear guidelines are communicated to Management that such reserved matters must be approved by the Board.

Management is responsible for the day-to-day operations/administration of the Group and is accountable to the Board.

The Board exercises due diligence and independent judgment in dealing with the business affairs of the Group and works with Management to take objective decisions in the interest of the Group.

The Board has established and delegated specific authority to the committees of the Board, namely the Audit and Risk Committee ("**ARC**"), the Nominating Committee ("**NC**") and the Remuneration Committee ("**RC**") (collectively, the "**Board Committees**") with clear written terms of reference to assist the Board in carrying out and discharging its duties and responsibilities efficiently and effectively. The Board Committees have the authority to deliberate on any issue under their specific areas of responsibility within their respective terms of reference and report to the Board with their decisions and/or recommendations. The ultimate responsibility and authority for the decisions and actions on all matters rest with the Board.

All the Board Committees are actively engaged and play an important role in ensuring good corporate governance in the Company and within the Group.

The Board convenes a minimum of four (4) scheduled meetings each financial year to approve, among others, announcements of the Group's half-year and full year financial results. Additional meetings are also convened to discuss and deliberate on urgent substantive matters or issues. The Board may also have informal discussions on matters requiring urgent attention which would then be formally approved by circular resolutions in writing. The Company's Constitution provides for the Board to convene meetings via telephone conferencing and electronic means in the event when Directors are unable to attend meetings in person.

While the Board considers Directors' attendance at Board meetings important, it should not be the only criterion to measure their contributions. The Board also takes into account the contributions by Board members in other forms, including the provision of guidance and advice on various matters relating to the Group.

The number of meetings held in respect of FY2024 and the attendance of Directors during these meetings are as follows:

	Board	**ARC**	**NC**	**RC**	**AGM**
Number of Meetings Held	4	4	1	1	1
Name of Directors	**Attended**	**Attended**	**Attended**	**Attended**	**Attended**
Mr Poh Soon Keng	4	4*	1	1*	1
Mr Ng Choon Beng	4	4*	1*	1*	1
Mr Hoon Tai Meng[1]	1	1	1	1	1
Mr Goh Joon Lian	4	4	1	1	1
Mr Guok Chin Huat Samuel	4	4	1*	1	1
Mr Lim Tai Toon[2]	3	3	–	–	–

* Attendance by invitation.

1 Mr Hoon Tai Meng had retired as Lead Independent Director, Chairman of the ARC and member of the NC and RC of the Company on 26 October 2023.

2 Mr Lim Tai Toon was appointed as Lead Independent Director, Chairman of the ARC and member of the NC and RC of the Company on 2 November 2023.

CORPORATE **GOVERNANCE REPORT**

The Board ensures that incoming new Directors are given comprehensive and tailored induction on joining the Board, including onsite visits, if necessary, to familiarise with the business of the Group. Newly appointed Directors will be provided a formal letter setting out their duties and obligations. They will be given briefings by Management on the business activities of the Group and its strategic directions as well as its corporate governance practices. Directors who do not have prior experience as a director of a Singapore-listed company will attend the relevant training courses as required under Rule 406(3)(a) of the Catalist Rules.

All Directors are encouraged to keep abreast of developments in regulatory, legal and accounting frameworks that are of relevance to the Group through the extension of opportunities for participation in relevant training courses, seminars and workshops at the Group's expenses. The Directors are also provided with updates on relevant new laws and regulations through emails and regular meetings.

To enable the Board to discharge its duties, Directors have access to adequate and complete information in a timely manner from Management so as to make informed decisions. A system of communication between Management, the Board and Board Committees has been established and improved over time.

In addition to the annual budget and business plans, the Board is provided with quarterly financial management reports which contain key performance indicators on the Group's performance, position and prospects. Management also keeps the Board apprised of material variances between the actual results, corresponding period of last year and the budget, with appropriate explanations for such variances. Additional information is circulated to the Board as and when there are material developments in the Group's business operations.

In the furtherance of their duties, the Directors may seek independent professional advice, where appropriate, with such expense borne by the Company.

Board members have separate and independent access to Management and the Company Secretary. The Company Secretary and/or his/her representative(s) attend all Board and Board Committee meetings and provide secretarial support to the Board, ensuring that Board procedures and all other rules and regulations applicable to the Company are adhered to.

The role of the Company Secretary is, *inter alia*, advising the Board on all governance matters and ensuring that all Board procedures are followed. Directors have separate and independent access to the Company Secretary through e-mail, telephone and face-to-face meetings. In FY2024, the Company Secretary and/or his/her representative(s) attended all meetings of the Board and Board Committees and the minutes of such meetings were promptly circulated to all Board and Board Committees.

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

Board Composition and Guidance

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

As at the date of this Report, the Board comprises five (5) Directors, of whom three (3) are Independent Directors and two (2) are Executive Directors ("**EDs**"). There is a strong and independent element on the Board with Independent Directors comprising a majority of the Board, and no individual or small group of individuals dominate the Board's decision-making.

The Directors bring with them a broad range of business and financial experience, skills and expertise in finance, industry, business, management and general corporate matters. The profiles of the Directors are set out on pages 4 to 5 of this Annual Report.

The Company has adopted a Board diversity policy and the objective is to enhance the decision-making of the Board by utilising the variety in skills, industry and business experiences, gender, age, tenure of service, and other distinguishing qualities of the members of the Board. The Board comprises members with an appropriate balance and diversity of skills, experiences, backgrounds, age and knowledge. As such, the Board is of the view that there is diversity in its composition. There are currently no targets set for the board diversity policy.

The Board's size and composition is reviewed annually by the NC to ensure that the Board and Board Committees have the appropriate mix of skills, expertise, experience and knowledge of the Group as well as an appropriate balance of Independent Directors. The NC is of the view that the current Board comprises persons whose diverse skills, expertise, experience and knowledge of the Group provide for an effective Board. Taking into account the scope and nature of the current operations of the Group, the Board considers the current Board size of five (5) Directors appropriate to facilitate decision-making.

As the Group's activities continue to grow, the NC will periodically review the composition of the Board to ensure it has the necessary competencies to be effective.

As set out under Provision 2.1 of 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 with a view to the best interests of the Company.

The independence of each Independent Director is assessed at least annually by the NC in accordance with the guidance in the Code and its Practice Guidance, Rule 406(3)(d) of the Catalist Rules, as well as the Director's disclosure of his other appointments, principal commitments, personal circumstances and his conduct in the discharge of his duties. Each Independent Director is required to complete, on an annual basis, a Confirmation of Independence form based on Principle 2 of the Code for the NC's review.

As at the date of this Report, the NC had reviewed the independence of each of the Independent Directors and is satisfied that Mr Lim Tai Toon, Mr Goh Joon Lian and Mr Guok Chin Huat Samuel are independent. The Board concurs with the NC's assessment.

Each Independent Director had abstained from deliberating on his respective independence.

None of the Directors, independent or executive, have served for more than nine years.

As the Chairman of the Board is not an Independent Director, the NC had reviewed the composition of the Board and is satisfied that the Independent Directors make up a majority of the Board and provides the Board with independent and objective judgment on the corporate affairs of the Group.

The Company complies with Provisions 2.2 and 2.3 of the Code, which requires Independent Directors and Non-Executive Directors to make up a majority of the Board. The Company also complies with Rule 406(3)(d) of the Catalist Rules.

The Board believes that the Executive Chairman has always acted and will continue to act at all times in the best interest of shareholders as a whole and will strive to protect and enhance long-term shareholder value and the financial performance of the Group.

When necessary, led by the Lead Independent Director, the Independent Directors will meet periodically without the presence of the EDs and Management. The Lead Independent Director will provide feedback to the Chairman after such meetings as appropriate.

The Company also benefits from Management's ready access to its Directors for guidance and exchange of views both within and outside the formal environment of Board and Board Committee meetings.

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Chairman and 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 Code advocates that there should be a clear division of responsibilities between the leadership of the Board and the executives responsible for managing the Group's business and no one individual should represent a considerable concentration of power.

Mr Poh Soon Keng is the Executive Chairman of the Board and CEO of the Company. He assumes responsibility for the following:

1. ensures the smooth functioning of the Board and timely flow of information between Management and the Board;

2. sets the agenda for Board meetings and ensures that adequate time is available for discussion of all agenda items, in particular strategic issues;

3. promotes a culture of openness and debate at the Board;

4. promotes high standards of corporate governance;

5. assumes responsibility for running the day-to-day business of the Group;

6. ensures the implementation of policies and strategy across the Group as set by the Board;

7. manages the management team; and

8. leads the development of the Group's future strategy, including identifying and assessing risks and opportunities for the growth of its business and reviewing the performance of its existing businesses.

Mr Poh Soon Keng communicates with the Board regularly to provide updates on corporate issues and developments. He plays a pivotal role in fostering constructive dialogue among stakeholders, the Board and Management at various meetings.

Taking into account the current corporate structure, size, nature and scope of the Group's operations, the Board is of the view that it is presently not necessary to separate the roles of the Chairman and CEO. With the Board comprising a majority of Independent Directors, the Board believes that there are sufficient safeguards and checks to ensure that the process of decision-making by the Board is independent and based on collective decisions without any individual or group of individuals exercising any considerable concentration of power or influence.

As the Chairman is not an Independent Director, Mr Lim Tai Toon has been appointed as the Lead Independent Director of the Company to provide leadership in situations where the Chairman is conflicted. He is also available to shareholders in situations where there are concerns or issues which communication with the Executive Chairman and CEO has failed to resolve or where such communication is inappropriate or inadequate. Mr Lim Tai Toon also takes the lead in ensuring compliance with the Code.

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.

The NC comprises the following Directors, the majority of whom, including the NC Chairman, are independent:

Mr Goh Joon Lian, Chairman	(Independent Director)
Mr Lim Tai Toon	(Lead Independent Director)
Mr Poh Soon Keng	(Executive Chairman & CEO)

The Lead Independent Director is also a member of the NC.

The NC, which meets at least once a year, carries out its duties in accordance with a set of written Terms of Reference which includes the following:–

(a) The review of the structure, size and composition of the Board and Board Committees.

(b) The review of succession plans for the Board Chairman, Directors, CEO and Key Management Personnel ("KMP").

(c) The development of a transparent process for evaluating the performance of the Board, Board Committees and Directors, including assessing whether Directors are able to commit enough time to discharge their responsibilities and the maximum number of listed company Board representations which a Director may hold.

(d) The review of training and professional development programmes for the Board.

(e) The appointment and re-appointment of all Directors (including any Alternate Directors).

The Board, through the NC, reviews annually the effectiveness of the Board as a whole and its required mix of skills and experience and other qualities, including core competencies, which Directors should bring to the Board.

The key responsibilities of the NC include making recommendations to the Board on relevant matters such as the process for evaluating the performance of the Board, Board Committees and each Director as well as succession planning. It seeks to refresh Board membership as it thinks fit in an orderly and progressive manner so as to keep institutional memory intact. It also ensures compliance with the Company's Constitution which requires all Directors to submit themselves for re-election at least once every three years; and at least one-third of the Directors for the time being to retire from office by rotation. New Directors appointed during the year are subject to retirement and re-election at the following annual general meeting ("**AGM**") of the Company.

The NC has recommended and the Board has concurred, for the following Directors to retire and seek re-election at the forthcoming AGM of the Company:

Pursuant to Regulation 98 of the Company's Constitution:
Mr Ng Choon Beng
Mr Guok Chin Huat Samuel

Pursuant to Regulation 102 of the Company's Constitution:
Mr Lim Tai Toon

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Pursuant to Rule 720(5) of the Catalist Rules, information relating to the Directors seeking re-election as set out in Appendix 7F of the Catalist Rules is disclosed in the section "Disclosure of Information on Directors Seeking Re-Election" of this Annual Report.

In recommending a candidate for re-appointment to the Board, the NC considers, amongst other things, his overall performance and contributions to the Board (including attendance and participation at meetings, time and effort accorded to the Company's or Group's business and affairs) and his independence.

Each member of the NC abstains from deliberations and voting on any resolutions in respect of the assessment of his own performance or re-election as a Director of the Company.

The NC leads the process and makes recommendations to the Board for the selection and approval of appointment of new Directors as follows:–

i. Consider candidates from a wide range of backgrounds.

ii. Consider candidates on their own merits and evaluate against objective criteria such as their experience, knowledge and skills in relation to the Directors of the Board; and whether the candidates will add diversity to the Board and have adequate time to discharge their duties.

iii. Consider the composition and progressive renewal of the Board or Board Committees.

iv. Appoint an independent third party to source and screen candidates, if necessary.

v. Before recommending an appointee to the Board, the NC shall ask him to disclose any existing or expected future business interest that may lead to conflict(s) of interest. This disclosure is to be included in any recommendations to the Board.

vi. Following the Board's approval, the NC will issue the newly appointed Director a formal appointment letter which clearly sets out his roles and responsibilities, authority, and the Board's expectations in respect of his time commitment as a Director of the Company.

vii. The NC recommends the membership of the Board Committees to the Board.

The Board is also advised by the Sponsor on the appointment of Directors as required under Catalist Rule 226(2)(d).

The NC will evaluate the suitability of a candidate based on his qualifications, business and related experience, commitment, ability to contribute to the Board process and such other qualities and attributes that may be required by the Board, before making its recommendation to the Board. The NC and the Board ensure that the selected candidate is aware of the expectations and the level of commitment required. Directors are encouraged to attend relevant training programmes conducted by the Singapore Institute of Directors, SGX-ST, and other business and financial institutions and consultants.

The NC also assesses whether a Director is able to and has been adequately carrying out his duties as a Director of the Company. In assisting the NC to determine whether Directors who are on multiple boards have committed adequate time to diligently discharge their duties and responsibilities towards the Company's affairs, internal guidelines have been established to address the competing time commitments faced by Directors serving on multiple boards. The NC is of the view that the number of directorships a Director can hold and his principal commitments should not be prescriptive as the time commitment for each board membership will vary. The NC assesses holistically, and on a case-by-case basis, whether a Director is able to carry out, and has been adequately carrying out, his duties and responsibilities as a Director.

During FY2024, the NC had reviewed each of the Director's directorships in other companies and principal commitments as well as each Director's attendance, overall performance and contribution to the Board. The NC is satisfied that each Director is able to carry out and has been adequately carrying out his duties as a Director of the Company and that each Director has given sufficient time and attention to the affairs of the Company.

All Directors are required to declare their board representations at the Company's Board meetings whenever there is a change.

Presently, the Company does not have any Alternate Director as the Board does not encourage the appointment of Alternate Directors unless it is an exceptional case.

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.

The NC has in place a framework for annual performance evaluations to assess the effectiveness of the Board, each of the Board Committees and each individual Director.

The performance evaluation exercises are carried out annually by way of completion of performance evaluation questionnaires, which are circulated to Board members for completion and thereafter for the NC to review and determine the actions required to ensure continuous improvement and effectiveness of the Board, Board Committees, as well as the contribution by the Chairman and each individual Director.

For the year under review, all Directors participated in the performance evaluation by completing the performance evaluation questionnaires.

For the assessment of the effectiveness of the Board as a whole, the performance criteria are based on financial and non-financial indicators such as an evaluation of the size and composition of the Board, the Board's access to information, Board processes, strategy and planning, risk management, accountability, Board's performance in relation to discharging its principal functions, communication with Management and standards of conduct of the Directors. The assessment is completed by all the Directors.

For the assessment of the Board Committees, these are performed by the Chairman of the respective Board Committee, in consultation with his Committee members.

For the assessment of individual Directors to the effectiveness of the Board, this was performed jointly by the Chairman of the Board and Chairman of the NC.

The aforesaid evaluations are submitted to the Company Secretary for collation and the consolidated responses are presented to the NC for review and discussion.

Based on the completed review for FY2024, the NC is satisfied that the Board and Board Committees have been effective, and that each Director has contributed sufficiently to the effective functioning of the Board.

The Board has not engaged any external consultant to conduct an assessment of the effectiveness of the Board and the contribution by each individual Director to the effectiveness of the Board for FY2024. However, the NC will consider such an engagement as and when necessary.

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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.

Matters concerning remuneration of the Board, KMP and employees who are immediate family members of the Directors, the CEO or substantial shareholders of the Company (if any) are handled by the RC whose primary function is to develop formal and transparent policies on remuneration matters and fixing the remuneration packages of the Directors of the Company and KMP. The RC also reviews and ensures that the Company's remuneration policy is appropriate to attract, retain and motivate the required talent to run the Company successfully.

Remuneration matters which are required to be disclosed have been sufficiently disclosed in this Report under Principles 6, 7 and 8; and in the Financial Statements of the Company and of the Group.

The RC comprises the following three (3) Directors, all of whom are Independent Directors:

Mr Guok Chin Huat Samuel, Chairman	(Independent Director)
Mr Lim Tai Toon	(Lead Independent Director)
Mr Goh Joon Lian	(Independent Director)

The composition of the RC is in accordance with the Code, which requires the RC to be made up entirely of Non-Executive Directors.

The RC, which meets at least once a year, carries out its duties in accordance with a set of written Terms of Reference which includes the following:

1. Take into account all relevant legal and regulatory requirements, including the principles and provisions of the Code and the Company's long-term goals, when determining the Company's remuneration policies. In doing so, it should also consider the Company's risk appetite and ensure that the policies are aligned to long-term goals.

2. Set the remuneration policy for the Directors, CEO and KMP. The Board recommends proposed NED fees for shareholders' approval.

3. Monitor the level and structure of remuneration for senior management relative to industry peers.

4. Review the ongoing appropriateness and relevance of the Company's remuneration policy.

5. Obtain reliable, up-to-date information on the remuneration practices of other companies and the relevant market benchmarks through the appointment of external consultants. Such information can also be obtained by commissioning or purchasing any appropriate reports, surveys or information. These will be at the expense of the Company.

6. Oversee any major changes in employee benefits or remuneration structures.

7. Review all long-term and short-term incentive plans for approval by the Board and shareholders.

8. Ensure that the contractual terms and any termination payments are fair to the individual and the Company. Poor performance should not be rewarded.

9. Set performance measures and determine targets for any performance-related pay schemes operated by the company.

10. Oversee the talent management and succession planning matters for executives. EDs should collaborate on this with the NC.

11. Work and liaise, as necessary, with all other Board Committees on any other matters connected with remuneration.

The RC is responsible for ensuring a formal and transparent procedure is in place for fixing the remuneration packages of individual Directors, KMP and related employees. All aspects of remuneration, including but not limited to, Directors' fees, salaries, allowances, bonuses, awards to be granted under the performance share plan as well as other benefits-in-kind are reviewed by the RC. The recommendations of the RC are submitted for endorsement by the Board. Such frameworks are reviewed periodically to ensure that the Directors and KMP are adequately but not excessively remunerated as compared to industry benchmarks and other comparable companies. The RC also considers and recommends the CEO's remuneration package including fixed salary, guaranteed bonus plus an annual incentive bonus calculated based on the consolidated net profit before tax and extraordinary items.

The RC also ensures that the Independent Directors are not over-compensated to the extent that their independence may be compromised. Each member of the RC abstains from voting on any resolutions in respect of his own remuneration package. Directors' fees are further subject to the approval of shareholders at each AGM.

The remuneration of related employees is reviewed annually by the RC to ensure that their remuneration packages are in line with the staff remuneration guidelines and commensurate with their respective job scope and level of responsibilities. Any bonuses, pay increments and/or promotions for these related employees will also be subject to the review and approval of the RC. In the event that a member of the RC is related to the employee under review, he will abstain from participating in the review. The RC also takes into account the current market circumstances and the need to attract and retain experienced/outstanding Directors and KMP.

Where necessary, the RC will consult external professionals on remuneration matters of Directors and KMP. In FY2024, the Company did not engage any external remuneration consultants.

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.

Remuneration of Executive Directors and Key Management Personnel

The Company's remuneration structure for its EDs and KMP comprises a mixture of three key components (fixed and variable):

(a) annual fixed salary;

(b) annual incentive bonus; and

(c) other incentive.

The annual fixed cash component comprises the annual fixed salary as per their service agreements. The annual incentive bonus is calculated based on the Group's audited consolidated profit before taxation subject to the terms and conditions in the service agreements.

Under the service agreements of the Executive Chairman and CEO, Mr Poh Soon Keng, and the Executive Director and Chief Operating Officer (Engineering Services), Mr Ng Choon Beng, each are provided the sole use of one (1) motor car. Such motor car shall be of such make and model to be approved by the Board. The Company shall also bear the premium for insurance and road tax thereof and shall reimburse the EDs for all running expenses (including car parking expenses, toll charges, petrol, lubrication, maintenance and repairs).

To remain competitive and relevant, the Company aims to benchmark its annual fixed salary at market median with variables being strictly performance driven.

There are no onerous removal clauses contained in the service agreements. The service agreement of the CEO is under the purview of the RC to ensure fairness and reasonable terms of service tied to performance.

Having reviewed and considered the salary components of the EDs and the KMP which are considered reasonable and commensurate with their respective job scope and level of responsibilities, the RC is of the view that there is no requirement to use contractual provisions to allow the Company to reclaim incentive components of the remuneration paid in prior years in exceptional circumstances of misstatement of financial results, or of misconduct resulting in financial loss. The EDs owe a fiduciary duty to the Company. The Company should be able to avail itself to remedies against the EDs in the event of such breach of fiduciary duties.

The remuneration of the Independent Directors is set out in accordance with a framework comprising a basic Directors' fee, in addition to Board Committee fees. In determining the quantum of such fees, factors such as frequency of meetings, time spent and responsibilities of Directors are taken into account. The Company believes that the current remuneration of the Independent Directors is at a level that will not compromise the independence of the Directors.

The RC has recommended to the Board an amount of S$112,000 as Directors' fees for FY2024 (FY2023: S$117,000). The Board had concurred with the RC that the proposed Directors' fees for FY2024 is appropriate, taking into consideration the Company's performance in a challenging business environment, the level of contributions, responsibilities and obligations of the Directors. This will be tabled at the Company's forthcoming AGM for shareholders' approval.

Long-term Incentive Scheme

The Company has adopted a performance share plan known as the "Aedge Performance Share Plan" ("**PSP**") and a share option scheme known as the "Aedge Employee Share Option Scheme" ("**ESOS**"). Both the PSP and ESOS provide eligible participants with an opportunity to participate in the equity of the Company and to motivate them towards better performance. Both the PSP and ESOS form an integral and important component of the compensation plan and are designed primarily to reward and retain employees whose services are vital to the growth and performance of the Company and the Group. As at the date of this Report, no awards had been granted under the PSP and ESOS.

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.

Details on the remuneration of the Directors and KMP for the year under review are presented below. In FY2024, there was no termination, retirement and post-employment benefits granted to any Director or KMP.

	Breakdown of Remuneration in Percentage (%)				
Name of Directors	**Fees (%)**	**Salary[1] (%)**	**Performance bonus (%)**	**Other benefits (%)**	**Total (%)**
S$250,001 to S$500,000					
Mr Poh Soon Keng	–	95.1	–	4.9	100
Below S$250,000					
Mr Ng Choon Beng	–	92.8	–	7.2	100
Mr Hoon Tai Meng[2]	100	–	–	–	100
Mr Goh Joon Lian	100	–	–	–	100
Mr Guok Chin Huat Samuel	100	–	–	–	100
Mr Lim Tai Toon[3]	100	–	–	–	100

Notes:
1 The salary amount is inclusive of allowances and CPF.
2 Mr Hoon Tai Meng had retired as Lead Independent Director, Chairman of the ARC and member of the NC and RC of the Company on 26 October 2023.
3 Mr Lim Tai Toon was appointed as Lead Independent Director, Chairman of the ARC and member of the NC and RC of the Company on 2 November 2023.

Remuneration of Key Management Personnel (Other than Executive Directors)

In FY2024, there are four (4) KMPs (other than Executive Directors) in the Group. The table below sets out the breakdown of remuneration received by the four (4) KMPs in the Group (in remuneration bands) in FY2024:

Name of Key Management Personnel	**Position**	**Breakdown of Remuneration in Percentage (%)**			
		Salary[1] (%)	**Variable Bonus (%)**	**Other benefits (%)**	**Total (%)**
Between S$100,001 to S$200,000					
Ms Tan Siew Lan[2]	Human Resource and Administration Director	100	–	–	100
Ms Tan Ah Hwa[3]	Senior Manager (Manpower Outsourcing)	91.7	3.6	4.7	100
Mr Ong Jude Blaise	Operations Director (Security)	96.8	3.2	–	100
Mr Poh Tze Ren[4]	Group Operation Manager	96.6	3.4	–	100

Notes:
1. The salary amounts shown are inclusive of CPF.
2. Ms Tan Siew Lan is the spouse of Mr Poh Soon Keng, Executive Director and CEO.
3. Ms Tan Ah Hwa is the sister of Ms Tan Siew Lan and sister-in-law of Mr Poh Soon Keng.
4. Mr Poh Tze Ren is the nephew of Mr Poh Soon Keng.

In aggregate, the total remuneration (including CPF contributions thereon and bonus) paid to the four (4) KMPs in FY2024 is approximately S$482,854.

Taking into consideration the highly competitive business environment and nature of the industry and in order to maintain confidentiality on the remuneration policies of the Company and sensitivity reasons, the Board is of the view that it is in the best interests of the Company to keep the disclosure of remuneration of each individual Director and KMP in salary bands instead of providing full disclosure which may adversely affect talent attraction and retention.

Save as disclosed in the table above, there are no other immediate family members of a director, CEO or substantial shareholder whose remuneration exceeded S$100,000 during the year pursuant to Provision 8.2 of the Code.

The RC is of the view that the remuneration of KMP is in line with the Company's staff remuneration guidelines and commensurate with their job scopes and level of responsibilities.

In determining the remuneration of the EDs and KMP, the RC reviewed their respective key performance indicators and assessed their performance for the financial year under review.

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 and the ARC are responsible for the governance of risk and ensure that the Company maintains a sound system of internal controls to safeguard shareholders' investments and the Group's assets as well as to manage potential risks. They also determine the nature and extent of the significant risks which the Board is willing to take in achieving strategic objectives.

In discharging its responsibility of providing accurate and relevant information on a timely basis to shareholders in compliance with statutory and regulatory requirements, the Board ensures the timely release of the Group's financial results and that the results provide a balanced and understandable assessment of the Group's performance, position and prospects.

The Board takes steps to ensure compliance with legislative and regulatory requirements, including requirements under the Catalist Rules. The Independent Directors, in consultation with Management, will request the establishment of written policies for any particular matter that is deemed to be essential to form part of management control.

On a quarterly basis, Management updates the ARC and Board on the Group's business activities and financial performance by providing updates on any business, operations and financial related matters. Such reports compare the Group's actual performance against the approved budget and results of the previous year, and highlighting material financial risks or impact and providing updates on the status of significant financial issues of the Group, if any. They also highlighted key business indicators and major issues that are relevant to the Group's performance from time to time in order for the ARC and Board (i) to make a balanced and informed assessment of the Group's performance, position and prospects; (ii) and confirm, *inter alia*, that the financial processes and controls as well as the integrity of the Group's financial statements are in place.

Prior to the release of financial results to the public, Management will present the Group's financial performance together with notes explaining in detail the operations and trends to the ARC, which will review and recommend the same to the Board for approval and adopt for the release of the results. During the year, the unaudited half-yearly and full year results of the Group had been announced within the respective regulatory deadlines.

In accordance with the Catalist Rules, the Board has issued negative assurance statements in its half-yearly financial results announcement, confirming to the best of its knowledge that nothing had come to the attention of the Board which might render the financial statements false or misleading in any material aspect.

Management is responsible for the design, implementation and monitoring of the Group's risk management and internal control systems and to provide the Board with a basis to determine the Group's level of risk tolerance and risk policies. The Board, with the assistance of the ARC, acknowledges that it is responsible for reviewing the adequacy and effectiveness of the Group's risk management and internal control systems including financial, operational, compliance and information technology controls.

The Company's internal auditors, Baker Tilly TFW LLP ("**BT**"), reviews the Group's material internal controls as part of the Internal Audit Plan to provide independent assurance to the ARC and the Board on the adequacy, effectiveness and integrity of the Group's internal controls and risk management systems. The Board believes that adequate internal controls within the Group are crucial to ensure that the Group continues to meet or exceed its standards in all key aspects along with safeguarding the shareholder's interests and the Group's assets through effective risk management.

On an annual basis, the ARC reviews and reports to the Board the Group's risk profile, evaluates results and counter-measures to mitigate or transfer identified potential risks so as to assure itself and the Board that the process is operating effectively as planned. The Group recognises risk management as a collective effort beginning with the individual subsidiaries and business units, followed by the operating segments and ultimately Management and the Board, working as a team. The process identifies relevant potential risks across the Group's operations with the aim to bring them within acceptable cost and tolerance parameters.

Management regularly reviews and updates the Board on the Group's business and operational activities in respect of the key risk control areas including financial, operational, compliance and information technology controls and continues to apply appropriate measures to control and mitigate these risks. All significant matters are highlighted to the Board and the ARC for further discussion. The Board and the ARC also work with the internal auditors, external auditors and Management on their recommendations to institute and execute relevant controls with a view to manage such risks.

The Board recognises that no cost effective system of internal controls could provide absolute assurance against the occurrence of material errors, losses, fraud or other irregularities. No significant risk on the internal control system was brought to the attention of ARC in FY2024.

For FY2024, the Board and ARC had received written assurance from the CEO and the Head of Finance (including back-to-back assurance from other KMPs who are responsible) that (a) the financial records of the Company have been properly maintained and the financial statements prepared in accordance with the relevant accounting standards give a true and fair view of the Company's operations and finances; and (b) 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.

Based on the internal controls established and maintained by the Group, work performed by the internal and external auditors, reviews performed by Management and the various Board Committees and the written assurances, the Board, with the concurrence of the ARC, is of the opinion that the Group's internal controls and risk management systems were adequate and effective in FY2024 to address financial, operational, compliance and information technology risks which the Company considers relevant and material to its operations.

The Board will look into the need for establishment of a separate Board risk committee at the relevant time.

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Audit and Risk Committee

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

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

Mr Lim Tai Toon, Chairman	(Lead Independent Director)
Mr Goh Joon Lian	(Independent Director)
Mr Guok Chin Huat Samuel	(Independent Director)

Mr Lim Tai Toon, Mr Goh Joon Lian and Mr Guok Chin Huat Samuel do not have any existing business or professional relationship with the Group, Directors or substantial shareholders of the Company. None of the ARC members are related to other Directors or substantial shareholders of the Company.

The Board is satisfied that collectively, the ARC members have relevant accounting and related financial management expertise or experience and are appropriately qualified to discharge their responsibilities.

The ARC does not have any member who is a former partner or director of and holds any financial interest in the Company's existing audit firm.

The ARC meets on a quarterly basis and plays a key role in assisting the Board to review significant financial reporting issues and judgments to ensure the quality and integrity of the accounting reports, the audit procedures, internal controls, financial statements and any announcements relating to the Group's financial performance. In FY2024, the ARC held four meetings with full attendance.

The members of the ARC carry out their duties in accordance with a set of written Terms of Reference which includes the following:

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

(b) reviewing at least annually the adequacy and effectiveness of the Company's internal controls and risk management systems;

(c) reviewing the assurance from the CEO and the Head of Finance on the financial records and financial statements;

(d) making recommendations to the Board on (i) the proposals to the shareholders on the appointment and removal of external auditors; and (ii) the remuneration and terms of engagement of the external auditors;

(e) reviewing the adequacy, effectiveness, independence, scope and results of the external audit and the Company's internal audit function; and

(f) reviewing the policy and arrangements for concerns about possible improprieties in financial reporting or other matters to be safely raised, independently investigated and appropriately followed up on. The Company publicly discloses, and clearly communicates to employees, the existence of a whistle-blowing policy and procedures for raising such concerns.

Apart from the duties listed above, the ARC shall, if required, commission and review the findings of internal investigations where there is any suspected fraud or irregularity, or failure of internal controls or infringement of any Singapore law, rule or regulation which has or is likely to have a material impact on the Group's operating results and/or financial position. The ARC has explicit authority to investigate any matters relating to the Group's accounting, auditing, internal controls and/or financial practices brought to its attention, full discretion to invite any Director or executive officer to attend its meetings, and reasonable resources to enable it to discharge its functions properly.

The ARC reviews, on a quarterly basis, transactions falling within the scope of its terms of reference in respect of interested person transactions. Each member of the ARC abstains from voting on any resolutions in respect of matters in which he is interested.

The ARC had reviewed and discussed with the Management for both the half-year and full year financial statements before submission to the Board for its approval. In the process, the ARC reviewed the key areas of management judgement applied for adequate provisioning and disclosure, accounting policies, key audit matters and any significant changes made which have a material impact on the financials. The external auditors also presented their salient features memorandum to the ARC, covering the audit focus areas, key audit matters findings, quality and independence.

The external auditors have unrestricted access to the ARC. The ARC meets with the external auditors without the presence of the Management, at least annually, and reviews the overall scope of the external audit and the assistance given by Management to the external auditors.

The Company's external auditors, Moore Stephens LLP ("**Moore Stephens**"), is registered with the Accounting and Corporate Regulatory Authority. The ARC is satisfied that the resources and experience of Moore Stephens, the audit engagement partner and the team assigned to the audit of the Group are adequate to meet their audit obligations, given the size, nature, operations and complexity of the Group. The Group engages Moore Stephens to audit its Singapore-incorporated subsidiaries. The Company currently does not have foreign-incorporated subsidiaries.

The ARC assesses the external auditors based on the requirements of the Catalist Rules, and reviews the nature and value of all non-audit services provided to the Group as well as other factors such as the performance and quality of its audit and the independence and objectivity of the external auditors, and recommends its appointment/ re-appointment to the Board.

During FY2024, there was no non-audit related work carried out by the external auditors, hence, there was no fee paid in this respect. The audit fees paid and/or payable to Moore Stephens for FY2024 are S$107,000. The external auditors have also confirmed their independence in this respect. Based on the review, the ARC is of the opinion that Moore Stephens is independent for the purpose of the Group's statutory audit.

The Company has complied with Rules 712 and 715 of the Catalist Rules in relation to the appointment of its external auditors in respect of FY2024.

The ARC and the Board have recommended the nomination of Moore Stephens for re-appointment at the Company's forthcoming AGM.

CORPORATE **GOVERNANCE REPORT**

Whistle Blowing Policy

To encourage proper work ethics and eradicate any internal improprieties, unethical acts, malpractices, fraudulent acts, corruption and/or criminal activities in the Group, the Company has implemented a Whistle Blowing Policy. The policy stipulates the mechanism by which concerns about plausible improprieties may be raised. A dedicated secured e-mail address (whistleblowing@aedge.com.sg) allows whistle blowers to contact the ARC directly. The policy, its procedures and contact details of the ARC have been made available to all employees, and is also posted on the Company's website.

The policy allows not just employees but also external parties to raise concerns and offer reassurance that they will be protected from reprisals or victimisation for whistle blowing in good faith. The policy states that the Company is committed to ensure protection of the identity of the whistle blower as well as protection from detrimental or unfair treatment. The identity of the whistle blower shall be kept in strict confidence, and only made available to the ARC Chairman, or the Board Chairman, and those tasked with follow up investigations.

The ARC has the overall responsibility for the oversight and monitoring arrangements of whistle blowing matters. If necessary, the ARC shall form a committee comprising directors, and/or senior management staff, who are identified as having no conflict of interests with the contents of the whistle blowing reports, to investigate and recommend appropriate actions. For reports relating to serious offences, and/or criminal activities in the Group, the ARC shall seek independent external advice where necessary. Where appropriate or required, a report shall be made to the relevant governmental authorities for further investigation/action.

No whistle-blowing reports were received in FY2024.

Internal Audit

The ARC's responsibilities over the Group's internal controls include reviewing the scope and effectiveness of the overall internal audit system, programmes and various aspects of internal controls and risk management are complemented by the work of the internal auditors.

BT is engaged as independent internal auditor to perform internal audit review on the various business processes of the Group. The Company's internal audit function is independent of the activities it audits. BT is a professional service firm that specializes in the provision of internal audit, enterprise risk management and reporting advisory services. The firm was set up in the year 2005 and currently maintains a diverse outsourced internal audit portfolio of SGX-ST listed companies across different industries including distribution, manufacturing, services, food & beverage, trading, retail and property development industries. BT is staffed with professionals with relevant qualifications such as the Certified Internal Auditor qualification with the Institute of Internal Auditors. BT is guided by the International Standards for the Professional Practice of Internal Auditing (IIA Standards) issued by the Institute of Internal Auditors in carrying out its work.

The primary reporting line of the internal audit function is to the ARC. The ARC approves the hiring, removal, evaluation and compensation of the internal auditors. The ARC is satisfied that the internal auditors meet the requisite standards, are effective, adequately resourced, are independent and have appropriate standing within the Group.

The ARC ensures that Management provides good support to the internal auditors and provides them with access to documents, records, properties and personnel when requested in order for the internal auditors to carry out their work accordingly. The internal auditors also have unrestricted access to the ARC. The ARC will review internal audit reports of the Group. Any material non-compliance or failures in internal control and recommendations for improvements will be reported to the ARC.

The ARC also meets with the internal auditors without the presence of Management to discuss matters relating to the internal audits, at least on an annual basis.

SHAREHOLDER RIGHTS AND ENGAGEMENT

Shareholders 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.

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.

Shareholders Rights

The Company believes in regular, effective and fair communication with shareholders and has adopted a comprehensive policy to provide clear, timely and fair disclosure of information about the Company's business developments and financial performance that could have a material impact on the price or value of its shares.

Shareholders are informed of general meetings through notices published in the Company's announcements via SGXNET and local newspaper(s), as well as through the Company's official website. Resolutions tabled at general meetings are passed through a process of voting by poll which procedures are clearly explained by the scrutineers at such general meetings.

The Constitution of the Company allows an individual shareholder to appoint not more than two proxies to attend and vote on his or her behalf at the general meetings. A member who is a relevant intermediary may appoint more than two proxies to attend, speak and vote at the shareholders' meetings, but each proxy must be appointed to exercise the rights attached to a different share or shares held by such member. Where such member's form of proxy appoints more than two proxies, the number of class of shares in relation to which each proxy has been appointed shall be specified in the form of proxy.

Conduct of General Meetings

The Company supports and encourages active shareholders' participation at general meetings. The Board believes that general meetings serve as an opportune forum for shareholders to meet and interact with the Board and KMP. Information on general meetings is disseminated through notices in the annual reports or circulars. The notices are also released via SGXNET and published in local newspapers, as well as posted on the Company's website.

The Company's Constitution allows all shareholders to appoint proxy(ies) to attend general meetings and vote on their behalf.

Voting in absentia and by mail electronic mail or facsimile may be possible at the Directors' discretion to approve or implement, subject to the security measures as may be deemed necessary or expedient to ensure that the integrity of the information and authentication of the identity of shareholder(s) is not compromised.

Separate resolutions are tabled on each substantially separate issue at general meetings unless the issues are interdependent and linked so as to form one significant proposal and if such, explanatory notes are set out in the notices of general meetings to explain the reasons and its material implications. All Directors, senior management and the external auditors will attend the general meetings, unless in cases of exigencies, to address any queries of the shareholders. Shareholders are encouraged to meet and communicate with the Board and vote on all resolutions.

CORPORATE **GOVERNANCE REPORT**

The Company Secretary prepares minutes of general meetings that include substantial and relevant comments or questions from shareholders relating to the agenda of the meetings and responses from Management and the Board. The Company releases its minutes of general meetings via its corporate website and SGXNET within one month after the general meetings.

The Board acknowledges voting by poll is integral in the enhancement of corporate governance and lead to greater transparency of the level of support for each resolution where shareholders are accorded rights proportionate to the shareholding and all votes counted. To enhance shareholders' participation, the Group puts all resolutions at general meetings to vote either by manual or electronic polling, and announces the results by showing the number of votes cast for and against each resolution and the respective percentage at the general meetings. The results are also announced via SGXNET after the general meetings.

Engagement with Shareholders

The Group acknowledges the importance of regular communication with shareholders and investors through which shareholders can have an overview of the Group's performance and operation. In line with the continuous disclosure obligations under the Catalist Rules, and the Singapore Companies Act 1967, the Board has established a policy to inform shareholders promptly of all major developments that may have material impact on the Group.

The Board embraces openness and transparency in the conduct of the Group's affairs, whilst safeguarding its commercial interests. Material information on the Group has been released to the public through the Company's announcements via the SGXNET.

The Board ensures that all the Company's shareholders are treated equitably and the rights of all investors, including minority shareholders are protected. Information is communicated to shareholders on a timely basis through the Company's annual report, circulars to shareholders (if any), half-year and full year financial results and the various announcements via SGXNET.

The public can also access information on the Group directly via the Company's website at www.aedge.com.sg.

The Group strongly encourages shareholders' participation at general meetings held in Singapore. Shareholders are able to proactively engage the Board and Management on the Group's business activities, financial performance and other business related matters through dialogue sessions. The Group believes in regular, effective and fair communication with shareholders and is committed to hearing shareholders' views and addressing their concerns.

The Company does not adopt a fixed dividend rate policy, but it is committed to achieving sustainable income and growth to enhance total shareholder return. The Group aims to balance cash return to shareholders and investment for sustaining growth, while aiming for an efficient capital structure. In considering the form, frequency and amount of dividends that the Board may recommend or declare in respect of any particular year or period, the Board takes into account various factors including:

- the results of operations and cash flow;
- the expected financial performance and working capital needs;
- future prospects;
- capital expenditure and other investment plans;
- the general economic and business outlook and other factors deemed relevant by the Board; and
- statutory restrictions on the payment of dividends.

The Company has an investor relations policy which establishes the processes and practices of the Company to ensure timely, effective, unbiased and transparent communication with the investing community.

The Company holds question-and-answer sessions at its AGMs where shareholders can pose questions to the Board. Shareholders may also submit their questions to the Company prior to the AGM. The details are specified in the notes to the Notice of Annual General Meeting. The Company shall post the responses on its website and SGXNET. At other times of the year, shareholders may also contact the Company through the enquiry form found on the Company's corporate website.

All disclosures and announcements released via SGXNET are also available on the Company's corporate website.

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.

The Board recognises the importance of maintaining positive stakeholder relationships, and adopts an inclusive approach in the management and engagement of the Group's stakeholders including customers, investors, regulators and employees. The Company is committed to integrating its stakeholders' concerns in its business strategies and policies. Therefore, it continuously seeks to explore effective communication channels and strengthen its relationships with stakeholders.

Further information on how the Company engages its stakeholders and its approach to material topics with reference to the Global Reporting Initiative Standards and recommendations of the Task Force on Climate-related Financial Disclosures will be detailed in the Company's Sustainability Report 2024 which will be published at the same time as the Company's Annual Report.

OTHER CORPORATE GOVERNANCE MATTERS

DEALING IN SECURITIES

(Rule 1204(19) of the Catalist Rules)

The Company has adopted an internal compliance code which prohibits dealings in the Securities of the Company by Directors and officers while in possession of price-sensitive information. The Company, its Directors and officers should not deal in the Company's securities on short-term considerations and are prohibited from dealing in the securities of the Company during the period beginning one month before the announcement of the half-year and full-year financial results respectively, and ending on the date of the announcement of the results.

The Company, Directors, and officers of the Group are also required to adhere to the insider trading rules stipulated in the Securities and Futures Act 2001, the Companies Act 1967, the Catalist Rules and any other relevant regulations with regard to their securities transactions.

Directors and officers of the Group are also expected to observe the insider-trading laws at all times even when dealing with securities within the permitted trading period.

CORPORATE **GOVERNANCE REPORT**

INTERESTED PERSON TRANSACTIONS
(Rule 907 of the Catalist Rules)

The ARC has established procedures to ensure that all the IPTs are reported to the ARC on a timely basis and the transactions are carried out on normal commercial terms and will not be prejudicial to the interest of the Company and its minority shareholders, and all the relevant rules under Chapter 9 of the Listing Manual of SGX-ST are complied with. When a potential conflict of interest arises, the Director concerned does not participate in discussions and refrains from exercising any influence over other members of the Board.

The ARC reviewed the interested persons transactions ("**IPTs**"), if any, reported by the Management on a quarterly basis. The IPTs are consistently reviewed by Management and all findings were reported during the ARC meetings.

The Company did not obtain any general mandate from shareholders for IPTs pursuant to Rule 920 of the SGX-ST Listing Manual of the SGX-ST. There were no disclosable IPTs during FY2024.

MATERIAL CONTRACTS
(Rule 1204(8) of the Catalist Rules)

Save for service agreements between the Company and the Executive Directors as disclosed in this Report, there were no other material contracts of the Company and its subsidiaries involving the interests of the Executive Chairman or any Director or controlling shareholder, either subsisting at the end of the financial year or if not then subsisting, which were entered into since the end of the previous financial year.

NON-SPONSORSHIP FEES
(Rule 1204(21) of the Catalist Rules)

There were no non-sponsor fees paid to the Company's continuing sponsor, UOB Kay Hian Private Limited in FY2024.

CORPORATE DISCLOSURE

The Company believes that a high level of disclosure is essential to enhance the standard of corporate governance. Hence, the Company is committed to provide a high level of disclosure in all public announcements, press releases and annual reports.

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DIRECTORS' **STATEMENT**

FOR THE FINANCIAL YEAR ENDED 30 JUNE 2024

The directors present their statement to the members together with the audited consolidated financial statements of Aedge Group Limited (the "Company") and its subsidiaries (collectively the "Group") for the financial year ended 30 June 2024 and the statement of financial position of the Company as at 30 June 2024.

In the opinion of the directors:

(a) the consolidated financial statements of the Group and the statement of financial position of the Company are properly drawn up so as to give a true and fair view of the consolidated financial position of the Group and the financial position of the Company as at 30 June 2024 and of the consolidated financial performance, consolidated changes in equity and consolidated cash flows of the Group for the year then ended; 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.

1 Directors

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

Poh Soon Keng	Executive Chairman and Chief Executive Officer
Lim Tai Toon	Lead Independent Non-Executive Director
Goh Joon Lian	Independent Non-Executive Director
Ng Choon Beng	Executive Director
Guok Chin Huat Samuel	Independent Non-Executive Director

2 Arrangements to Enable Directors to Acquire Shares or Debentures

Neither at the end of nor at any time during the financial year was the Company a party to any arrangement whose objects are, or one of whose objects is, 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 corporate body.

3 Directors' Interests in Shares or Debentures

According to the register of directors' shareholdings kept by the Company under section 164 of the Singapore Companies Act 1967 (the "Act"), the directors of the Company who held office at the end of the financial year had no interests in the shares or debentures of the Company and its related corporations except as follows:

	Direct interest		Deemed interest	
Name of directors	**At the beginning of year**	**At the end of year**	**At the beginning of year**	**At the end of year**
The Company				
No. of ordinary shares				
Poh Soon Keng	6,681,820	6,681,820	67,500,000	67,500,000
Ng Choon Beng	3,409,090	3,409,090	–	–
PTCC Holdings Pte. Ltd.				
No. of ordinary shares				
Poh Soon Keng	26,700	26,700	26,700	26,700

3 Directors' Interests in Shares or Debentures (Cont'd)

The directors' interest in the ordinary shares of the Company as at 21 July 2024 were the same as those as at 30 June 2024.

By virtue of Section 7 of the Singapore Companies Act 1967, Poh Soon Keng is deemed to have an interest in the shares held by PTCC Holdings Pte. Ltd. in Aedge Group Limited and its subsidiaries.

Except as disclosed in this statement, no director who held office at the end of the financial year had interests in shares or debentures of the Company and its related corporations, either at the beginning of the financial year or at the end of the financial year.

4 Share Options

Options Granted

During the financial year, there were no share options granted to subscribe for unissued shares of the Company or any corporation in the Group.

Options Exercised

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

Options Outstanding

As at the end of the financial year, there were no unissued shares of the Company or any corporation in the Group under option.

5 Audit and Risk Committee

The Audit and Risk Committee ("ARC") comprises the following directors at the date of this statement:

Lim Tai Toon (Chairman)
Goh Joon Lian
Guok Chin Huat Samuel

The ARC carried out its functions in accordance with Section 201B(5) of the Singapore Companies Act 1967, the Listing Manual Section B: Rules of Catalist of the Singapore Exchange Securities Trading Limited ("SGX-ST") and the Code of Corporate Governance and assists the Board of Directors in the execution of its corporate governance responsibilities within its established terms of reference.

The duties of the ARC, amongst other things, include:

(a) review the audit plans of the internal and external auditors of the Company, and review the internal auditors' evaluation of the adequacy of the Group's/Company's system of internal accounting controls and the assistance given by the Group's/Company's management to the external and internal auditors;

(b) review the half yearly announcement of financial statements and annual financial statements and the auditors' report on the annual consolidated financial statements of the Company and its subsidiaries before their submission to the Board of Directors;

(c) review the effectiveness of the Group's/Company's material internal controls, including financial, operational, compliance and information technology controls and risk management via reviews carried out by the internal auditors;

5 Audit and Risk Committee (Cont'd)

(d) meet with the external and internal auditors, other committees, and management in separate executive sessions to discuss any matters that these groups believe should be discussed privately with the ARC;

(e) review legal and regulatory matters that may have a material impact on the financial statements, related compliance policies and programs and any reports received from regulators;

(f) review the cost effectiveness and the independence and objectivity of the external auditors;

(g) review the nature and extent of non-audit services provided by the external auditors;

(h) recommend to the Board of Directors the external auditors to be nominated, approve the compensation of the external auditors and review the scope and results of audit;

(i) report actions and minutes of the ARC to the Board of Directors with such recommendations as the ARC considers appropriate;

(j) review interested person transactions in accordance with the requirements of the Listing Manual Section B: Rules of Catalist of the SGX-ST; and

(k) undertake such other functions and duties as may be agreed to by the ARC and the Board of Directors.

The ARC has undertaken a review of the nature and extent of non-audit services provided by the external auditors, and is satisfied that there were no non-audit services rendered that would affect the independence and objectivity of the external auditors.

The ARC has recommended to the Board of Directors that the auditors, Moore Stephens LLP, be nominated for re-appointment as auditors at the forthcoming Annual General Meeting of the Company.

Further details regarding the ARC are disclosed in the Report on Corporate Governance included in the Company's Annual Report.

6 Independent Auditors

The auditors, Moore Stephens LLP, have expressed their willingness to accept re-appointment as auditors.

On behalf of the Board of Directors,

.....	.....
Poh Soon Keng	**Ng Choon Beng**
Director	Director

Singapore
7 October 2024

INDEPENDENT **AUDITOR'S REPORT**

TO THE MEMBERS OF AEDGE GROUP LIMITED (INCORPORATED IN SINGAPORE)

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of Aedge Group Limited (the "Company") and its subsidiaries (collectively the "Group"), which comprise the consolidated statement of financial position of the Group and the statement of financial position of the Company as at 30 June 2024, and the consolidated statement of comprehensive income, consolidated statement of changes in equity and consolidated statement of cash flows of the Group for the year then ended, and notes to the financial statements, including material accounting policy information.

In our opinion, the consolidated financial statements of the Group and the statement of financial position of the Company are properly drawn up in accordance with the provisions of the Companies Act 1967 (the "Act") and Singapore Financial Reporting Standards (International) ("SFRS(I)s") so as to give a true and fair view of the consolidated financial position of the Group and the financial position of the Company as at 30 June 2024 and of the consolidated financial performance, consolidated changes in equity and consolidated cash flows of the Group for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with Singapore Standards of Auditing ("SSAs"). Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Group in accordance with the Accounting and Corporate Regulatory Authority ("ACRA") 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. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

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

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

Key Audit Matters (Cont'd)

Key Audit Matter	How our audit addressed the key audit matter
Valuation of property, plant and equipment We refer to Notes 4.2(b) and 14 to the consolidated financial statements. As at 30 June 2024, the Group has property, plant and equipment ("PPE") amounting to S$5,312,000 (2023: S$6,658,000). The Group carried out a periodic review of the recoverable amounts of PPE. The Group performed impairment assessments for each of the Cash Generating Units ("CGUs") by estimating the recoverable amounts based on the value-in-use method. The estimation of the recoverable amount of the CGUs is a highly judgmental process which requires estimation of revenue growth rates, discount rates and other assumptions.	**Our response** We evaluated whether the CGUs were appropriately identified by management based on our understanding of the current business structure of the Group. We assessed the Group's process for identifying indicators of impairment for each of the CGUs. We assessed the reasonableness of the key assumptions used by management in developing the cash flow projections. This included a comparison of rate of revenue growth with historical results and expected market growth. We also performed our own assessment of the discount rate applied by management. **Our findings** We found the identification of the CGUs and each CGU's indicators of impairment to be reasonable and appropriate. The key assumptions used for the Group's cash flow projections appears to be within the range of historical results and are aligned with expected market growth rates. The discount rate applied is within the range of industry data.
Valuation of trade receivables and contract assets We refer to Notes 4.2(a), 20 and 5 to the consolidated financial statements. As at 30 June 2024, the carrying amount of the Group's trade receivables and contract assets amounted to S$5,099,000 and S$1,057,000 (2023: S$5,306,000 and S$1,510,000) respectively. The collectability of trade receivables and contract assets is a key element of the Group's working capital management, and is managed on an ongoing basis by management. The Group determines the expected credit loss ("ECL") of trade receivables by making a debtor-specific assessment of expected impairment losses for overdue trade receivables and uses a provision matrix for the remaining trade receivables and contract assets that is based on the Group's historical observed default rates, customers' ability to pay and adjusted with forward-looking information. The assessment of the correlation between historical observed default rates, forecast economic conditions and expected credit losses requires management to exercise significant judgement. Accordingly, we determined this as a key audit matter.	**Our response** We obtained an understanding of the credit policy of the Group and evaluated the process for monitoring of trade receivables and contract assets. We reviewed the Group's control over the receivables collection processes, analysed the aging of trade receivables and reviewed the Group's loss allowance against trade receivables and contract assets and its disclosures about the degree of estimation involved in arriving at the expected credit loss. **Our findings** We found the estimates used by management in deriving the expected credit loss model and impairment provision adequate.

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

Other Information

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

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

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

Responsibilities of Management and Directors for the Financial Statements

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

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

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

Auditor's Responsibilities for the Audit of the Financial Statements

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

As part of an audit in accordance with SSAs, we exercise professional judgement and maintain professional skepticism 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.

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

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

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

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

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

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

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

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

From the matters communicated with the directors, we determine those matters that were of most significance in the audit of the financial statements of the current 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 Mr. Neo Keng Jin.

Moore Stephens LLP
Public Accountants and
Chartered Accountants

Singapore
7 October 2024

CONSOLIDATED STATEMENT OF **COMPREHENSIVE INCOME**

FOR THE FINANCIAL YEAR ENDED 30 JUNE 2024

	Note	Group 2024 S$'000	2023 S$'000
Revenue	5	**23,907**	26,451
Cost of sales	6	**(20,880)**	(24,315)
Gross profit		**3,027**	2,136
Other income	7	**1,675**	491
Administrative expenses	8	**(3,767)**	(4,085)
Other expenses	9	**(1,176)**	(1,091)
Results from operating activities		**(241)**	(2,549)
Finance income		**–**	3
Finance costs		**(357)**	(155)
Net finance costs	10	**(357)**	(152)
Loss before tax	11	**(598)**	(2,701)
Income tax credit	12	**5**	455
Loss for the year, representing total comprehensive loss for the year		**(593)**	(2,246)
Loss for the year attributable to:			
Owners of the Company		**(592)**	(2,246)
Non-controlling interests		**(1)**	–
		(593)	(2,246)
Basic and diluted loss per share (cents)		**(0.56)**	(2.12)

The accompanying notes form an integral part of the financial statements

STATEMENTS OF **FINANCIAL POSITION**

AS AT 30 JUNE 2024

	Note	Group		Company	
		2024 S$'000	2023 S$'000	2024 S$'000	2023 S$'000
ASSETS					
Non-current assets					
Property, plant and equipment	14	**5,312**	6,658	**–**	–
Intangible assets	15	**4**	8	**–**	–
Investment in subsidiaries	16	**–**	–	**7,151**	7,653
Investment property	17	**8,831**	–	**–**	
		14,147	6,666	**7,151**	7,653
Current assets					
Inventories	19	**522**	643	**–**	–
Trade and other receivables	20	**6,035**	6,831	**2,354**	2,289
Contract assets	5	**1,057**	1,510	**–**	–
Cash and cash equivalents	18	**3,214**	3,479	**254**	248
		10,828	12,463	**2,608**	2,537
Total assets		**24,975**	19,129	**9,759**	10,190
LIABILITIES AND EQUITY					
Equity					
Share capital	21	**14,590**	14,590	**14,590**	14,590
Reserves	22	**(3,283)**	(2,691)	**(5,646)**	(4,558)
		11,307	11,899	**8,944**	10,032
Non-controlling interest		**195**	–	**–**	–
Total equity		**11,502**	11,899	**8,944**	10,032
Non-current liabilities					
Loans and borrowings	23	**6,866**	806	**–**	–
Lease liabilities	24	**228**	249	**–**	–
Deferred tax liabilities	25	**21**	26	**–**	–
		7,115	1,081	**–**	–
Current liabilities					
Loans and borrowings	23	**2,535**	2,835	**–**	–
Lease liabilities	24	**211**	338	**–**	–
Trade and other payables	26	**3,589**	2,953	**815**	158
Current tax liabilities		**23**	23	**–**	–
		6,358	6,149	**815**	158
Total liabilities		**13,473**	7,230	**815**	158
Total liabilities and equity		**24,975**	19,129	**9,759**	10,190

The accompanying notes form an integral part of the financial statements

CONSOLIDATED STATEMENT OF **CHANGES IN EQUITY**

FOR THE FINANCIAL YEAR ENDED 30 JUNE 2024

	Share capital S$'000	Capital reserve S$'000	Merger reserve S$'000	Retained earnings S$'000	Equity attributable to owners of the Company S$'000	Non-controlling interest S$'000	Total S$'000
Group							
At 1 July 2022	14,590	200	(8,701)	8,056	14,145	–	14,145
Loss and total comprehensive loss for the year	–	–	–	(2,246)	(2,246)	–	(2,246)
At 30 June 2023	14,590	200	(8,701)	5,810	11,899	–	11,899
At 1 July 2023	14,590	200	(8,701)	5,810	11,899	–	11,899
Loss and total comprehensive loss for the year	–	–	–	(592)	(592)	(1)	(593)
Transaction with owner, recognised directly in equity:							
Capital contribution from non-controlling interests	–	–	–	–	–	196	196
At 30 June 2024	**14,590**	**200**	**(8,701)**	**5,218**	**11,307**	**195**	**11,502**

The accompanying notes form an integral part of the financial statements

CONSOLIDATED STATEMENT OF **CASH FLOWS**

FOR THE FINANCIAL YEAR ENDED 30 JUNE 2024

	Note	Group 2024 S$'000	2023 S$'000
Cash flows from operating activities			
Loss before tax		**(598)**	(2,701)
Adjustments for:			
Depreciation of property, plant and equipment	14	**1,745**	2,103
Amortisation of intangible assets	15	**4**	3
Depreciation of investment property	17	**589**	–
Impairment losses on trade receivables, net	20	**–**	43
Reversal of impairment losses on trade receivables	20	**(49)**	–
Finance income		**–**	(3)
Finance cost		**357**	155
Loss on disposal/write-off of property, plant and equipment	14	**4**	614
Operating cash flows before working capital changes		**2,052**	214
Changes in working capital:			
Inventories		**121**	(140)
Contract assets		**453**	707
Trade and other receivables		**845**	(2,312)
Trade and other payables		**(14)**	405
Net cash generated from/(used in) operating activities		**3,457**	(1,126)
Cash flows from investing activities			
Acquisition of property, plant and equipment	B	**(369)**	(1,176)
Acquisition of investment property		**(9,420)**	–
Interest received		**–**	3
Proceeds from disposal of property, plant and equipment	14	**161**	1,889
Net cash used in investing activities		**(9,628)**	(716)
Cash flows from financing activities			
Payment of lease liabilities	A	**(375)**	(681)
Proceeds from loans and borrowings	A	**7,800**	500
Payment of loan and borrowings	A	**(2,040)**	(1,375)
Interest paid		**(325)**	(135)
Loan from immediate and ultimate holding company	A	**650**	–
Proceeds from non-controlling shareholders of subsidiary	A	**196**	–
Net cash from/(used in) financing activities		**5,906**	(1,691)
Net decrease in cash and cash equivalents		**(265)**	(2,101)
Cash and cash equivalents at the beginning of the year		**3,479**	5,580
Cash and cash equivalents at the end of the year	18	**3,214**	3,479

The accompanying notes form an integral part of the financial statements

(Cont'd)

A The reconciliation of movements of the liabilities to cash flows arising from financing activities is presented below:

	Beginning balance S$'000	Cash flows: Proceeds S$'000	Cash flows: (Repayments) S$'000	Non-cash changes: Other changes S$'000	Ending balance S$'000
Group					
2024					
Loans and borrowings	**3,641**	**7,800**	**(2,040)**	**–**	**9,401**
Lease liabilities	**587**	**–**	**(375)**	**227***	**439**
Other payables – immediate and ultimate holding company	**–**	**650**	**–**	**–**	**650**
Non-controlling interest	**–**	**196**	**–**	**(1)**	**195**
	4,228	**8,646**	**(2,415)**	**226**	**10,685**
2023					
Loans and borrowings	4,516	500	(1,375)	–	3,641
Lease liabilities	562	–	(681)	706*	587
	5,078	500	(2,056)	706	4,228

* Other changes include additional lease liabilities in relation to the purchased motor vehicles amounting to S$180,000 (2023: Nil) and the additional and termination of office lease agreements amounting to S$75,000 and S$60,000 (2023: S$686,000 and Nil) and accretion of interest amounting to S$32,000 (2023: S$20,000).

B Significant non-cash transaction

During the year ended 30 June 2024, the Group purchased property, plant and equipment amounting to S$624,000 (2023: S$1,862,000) of which S$255,000 (2023: S$686,000) were acquired under lease arrangements.

The accompanying notes form an integral part of the financial statements

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

1 GENERAL INFORMATION

Aedge Group Limited (the "Company") is a company incorporated and domiciled in the Republic of Singapore on 3 October 2019 and is listed on the Catalist of the Singapore Exchange Securities Trading Limited ("SGX-ST"). The address of the Company's registered office and principal place of business is Block 4009 Ang Mo Kio Avenue 10, Tech Place 1, #04-33, Singapore 569738.

The immediate and ultimate holding company is PTCC Holdings Pte. Ltd., a company incorporated in the Republic of Singapore. The ultimate controlling parties of the Group are Mr. Poh Soon Keng and Ms. Tan Siew Lan.

The principal activities of the Company are those of investment holding. The principal activities of the subsidiaries are described in Note 16.

The consolidated financial statements of the Group and statement of financial position of the Company for the financial year ended 30 June 2024 were approved and authorised for issue in accordance with a resolution of the directors on the date of the Directors' Statement.

2 APPLICATION OF SINGAPORE FINANCIAL REPORTING STANDARDS (INTERNATIONAL) ("SFRS(I)s")

(a) Adoption of Revised Standards

On 1 July 2023, the Group has adopted the amended SFRS(I) and interpretations of SFRS(I) ("INT SFRS(I)") that are mandatory for application in 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 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.

(b) Revised Standards Issued but Not Yet Effective

At the date of authorisation of these financial statements, the Group has not adopted the following revised standards that have been issued and are relevant to the Group but not yet effective:

Description	Effective for annual periods beginning on or after
Amendments to SFRS(I) 1-1: *Classification of Liabilities as Current or Non-current*	1 January 2024
Amendments to SFRS(I) 1-1 *Non-current Liabilities with Covenants*	1 January 2024
Amendments to SFRS(I) 1-7 and SFRS(I) 7: *Supplier Finance Arrangements*	1 January 2024
Amendments to SFRS(I) 16: *Lease Liability in a Sale and Leaseback*	1 January 2024

The Directors do not expect that the adoption of these revised standards above will have a material impact on the financial statements in the period of initial application.

3 MATERIAL ACCOUNTING POLICIES

(a) Basis of Preparation

The consolidated financial statements of the Group and the statement of financial position of the Company have been prepared in accordance with the provisions of the Companies Act 1967 and SFRS(I)s. All financial information presented in Singapore dollars have been rounded to the nearest thousand, unless otherwise stated. The financial statements have been prepared on the historical cost basis except as disclosed in the accounting policies below.

(b) Basis of Consolidation

The consolidated financial statements comprise the financial statements of the Company and its subsidiaries as at the end of the reporting period. The financial statements of the subsidiaries used in the preparation of the consolidated financial statements are prepared for the same reporting date as the Company. Consistent accounting policies are applied to like transactions and events in similar circumstances.

All intra-group balances, income and expenses and unrealised gains and losses resulting from intra-group transactions and dividends are eliminated in full.

Subsidiaries are consolidated from the date of acquisition, being the date on which the Group obtains control, and continue to be consolidated until the date that such control ceases.

Losses within a subsidiary are attributed to the non-controlling interest even if that results in a deficit balance.

The Group applies the acquisition method to account for business combinations when the acquired set of activities and assets meets the definition of a business and control is transferred to the Group. In determining whether an integrated set of activities and assets is a business, the Group assesses whether the set of assets and activities acquired includes, at a minimum, an input and substantive process that together significantly contribute to the ability to create output. A business can exist without including all of the inputs and processes needed to create output. The Group has an option to apply a 'fair value concentration test' that permits a simplified assessment of whether an acquired set of activities and assets is not a business. The concentration test can be applied on a transaction-by-transaction basis. The optional concentration test is met if substantially all of the fair value of the gross assets acquired is concentrated in a single identifiable asset or group of similar identifiable assets. If the test is met, the set of activities and assets is determined not to be a business and no further assessment is needed. If the test is not met, or if the Group elects not to apply the test, a detailed assessment must be performed applying the normal requirements in SFRS(I) 3.

(c) Foreign Currency

i. Functional and presentation currency

The financial statements are presented in Singapore dollars ("S$"), which is also the Company's functional currency. Each entity in the Group determines its own functional currency and items included in the financial statements of each entity are measured using that functional currency.

3 MATERIAL ACCOUNTING POLICIES (Cont'd)

(c) Foreign Currency (Cont'd)

ii. Transactions and balances

Transactions in foreign currencies are measured in the respective functional currencies of the Company and its subsidiaries and are recorded on initial recognition in the functional currencies at exchange rates approximating those ruling at the transaction dates. Monetary assets and liabilities denominated in foreign currencies are translated at the rate of exchange ruling at the end of the reporting period. Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates as at the dates of the initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was measured.

Exchange differences arising on the settlement of monetary items or on translating monetary items at the end of the reporting period are recognised in profit or loss.

(d) Investments in Subsidiaries

Investments in subsidiaries are carried at cost less accumulated impairment losses in the statement of financial position of the Company.

On disposal of investments in subsidiaries, the difference between the net disposal proceeds and the carrying amount of the investments are recognised in profit or loss.

(e) Revenue Recognition

Revenue is measured based on the consideration to which the Group expects to be entitled in a contract with a customer and excludes amounts collected on behalf of third parties. The Group recognises revenue when it transfers control of a product or service to a customer.

Revenue is recognised when the Group satisfies a performance obligation by transferring a promised good or service to the customer, which is when the customer obtains control of the good or service.

A performance obligation may be satisfied at a point in time or over time. The amount of revenue recognised is the amount allocated to the satisfied performance obligation.

Engineering services, transport services and security and manpower services

Revenue from sale of goods and services in the ordinary course of business is recognised when the Group satisfies a performance obligation ("PO") by transferring control of a promised good or service to the customer. The amount of revenue recognised is the amount of the transaction price allocated to the satisfied PO.

The transaction price is allocated to each PO in the contract on the basis of the relative stand-alone selling prices of the promised goods or services. The individual standalone selling price of a service that has not previously been sold on a stand-alone basis, or has a highly variable selling price, is determined based on the residual portion of the transaction price after allocation of the transaction price to services with observable stand-alone selling prices. A discount or variable consideration is allocated to one or more, but not all of the POs if it relates to those POs.

3 MATERIAL ACCOUNTING POLICIES (Cont'd)

(e) Revenue Recognition (Cont'd)

Engineering services, transport services and security and manpower services (Cont'd)

Transaction price is the amount of consideration in the contract to which the Group expects to be entitled in exchange for transferring the promised services. The transaction price may be fixed or variable and is adjusted for the time value of money if the contract includes a significant financing component. Consideration payable to a customer is deducted from the transaction price if the Group does not receive a separate identifiable benefit from the customer. When consideration is variable, the estimated amount is included in the transaction price to the extent that it is highly probable that a significant reversal of the cumulative revenue will not occur when the uncertainty associated with the variable consideration is resolved.

Revenue may be recognised at a point in time or over time following the timing of satisfaction of the PO. If a PO is satisfied over time, revenue is recognised based on the percentage of completion reflecting the progress towards the satisfactory completion of that PO.

(f) Government Grants

Grants from the government are recognised as a receivable at their fair value when there is reasonable assurance that the Group will comply with the conditions attaching to them and that the grants will be received. Government grants receivable are recognised as income over the periods necessary to match them with the related costs which they are intended to compensate, on a systematic basis. Government grants relating to expenses are shown separately under other income in profit or loss.

(g) Leases

When the Group is the lessee

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

The Group recognises right-of-use assets and lease liabilities at the date which the underlying assets become 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 dates, plus any initial direct costs incurred and an estimate of restoration costs, less any 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.

Right-of-use assets are subsequently depreciated using the straight-line method from the commencement dates to the earlier of the end of the useful lives of the right-of-use assets or the end of the lease terms. The estimated useful lives of right-of-use assets are determined on the same basis as those of property, plant and equipment. In addition, the right-of-use assets are periodically reduced by impairment losses, if any, and adjusted for certain remeasurements of the corresponding lease liabilities. The Group presents its right-of-use assets in "Property, plant and equipment" and lease liabilities as separate line items in the consolidated statement of financial position.

3 MATERIAL ACCOUNTING POLICIES (Cont'd)

(g) Leases (Cont'd)

When the Group is the lessee (Cont'd)

The initial measurement of lease liabilities 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 uses its incremental borrowing rate.

Lease payments included in the measurement of the lease liabilities comprise the following:

- Fixed payments (including in-substance fixed payments), less any lease incentives receivables;
- Variable lease payments that are based on an index or rate, initially measured using the index or rate as at the commencement date;
- Amounts expected to be payable under residual value guarantees;
- The exercise price of a purchase option if is 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 components. The Group has elected not to separate lease and non-lease components for property leases; instead they are accounted for as one single lease component.

Lease liabilities are measured at amortised cost, and are 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 lease extension and termination options;
- There is a change in the Group's estimate of the amount expected to be payable under a residual value guarantee; or
- There is a modification to the lease term.

When lease liabilities are remeasured, corresponding adjustments are made against the right-of-use assets. If the carrying amounts of the right-of-use assets have been reduced to zero, the adjustments are recorded in profit or loss. The Group has elected not to recognise right-of-use assets and lease liabilities for short-term leases that have lease terms of 12 months or less, as well as leases of low value assets, except in the case of sub-lease arrangements. Lease payments relating to these leases are expensed to profit or loss on a straight-line basis over the lease term.

Variable lease payments that are based on an index or a rate are included in the measurement of the corresponding right-of-use assets and lease liabilities. Other variable lease payments are recognised in profit or loss when incurred.

3 MATERIAL ACCOUNTING POLICIES (Cont'd)

(h) Borrowing Costs

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

(i) Employee Benefits

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

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.

Payments to defined contribution retirement benefit plans are recognised as an expense when employees have rendered service entitling them to the contributions.

ii. Employee leave entitlement and other short-term employee benefits

Employee leave entitlements and other short-term employee benefit obligations are measured on an undiscounted basis and are expensed as the related service is provided. A liability is recognised for the amount expected to be paid under accrued salaries and wages if the Group has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee, and the obligation can be estimated reliably.

(j) Income Tax

Income tax expense represents the sum of the tax currently payable and deferred tax.

i. Current tax

Current income tax for current and prior periods is recognised at the amount expected to be paid to or recovered from the tax authorities, using the tax rates and tax laws that have been enacted or substantively enacted by reporting date. The Group periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions, where appropriate, on the basis of amounts expected to be paid to the tax authorities.

ii. Deferred tax

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit.

Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are generally recognised for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilised.

3 MATERIAL ACCOUNTING POLICIES (Cont'd)

(j) Income Tax (Cont'd)

ii. Deferred tax (Cont'd)

Such deferred tax assets and liabilities are not recognised if the temporary difference arises from goodwill or from the initial recognition (other than in a business combination) of other assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit.

Deferred tax liabilities are recognised for taxable temporary differences associated with investments in subsidiaries, except where the Group is able to control the reversal of the temporary difference and it is probable that the temporary difference will not reverse in the foreseeable future.

Deferred tax assets arising from deductible temporary differences associated with such investments and interests are only recognised to the extent that it is probable that there will be sufficient taxable profits against which to utilise the benefits of the temporary differences and they are expected to reverse in the foreseeable future.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date. The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Group expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when they relate to income taxes levied by the same taxation authority and the Group intends to settle its current tax assets and liabilities on a net basis.

The Group recognises a previously unrecognised deferred tax asset to the extent that it has become probable that future taxable profit will allow the deferred tax asset to be recovered.

iii. Current and deferred tax for the period

Current and deferred tax are recognised in profit or loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case the current and deferred tax are also recognised in other comprehensive income or directly in equity respectively. Where the current and deferred tax arises from the initial accounting for a business combination, the tax effect is taken into account in the accounting for the business combination.

3 MATERIAL ACCOUNTING POLICIES (Cont'd)

(k) Property, Plant and Equipment

i. Measurement

All items of property, plant and equipment are initially recognised at cost and subsequently carried at cost less accumulated depreciation and accumulated impairment losses.

The cost includes its purchase price and any costs 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. Dismantlement, removal or restoration costs are included as part of the cost if the obligation for dismantlement, removal or restoration is incurred as a consequence of acquiring or using the property, plant and equipment.

ii. Depreciation

Depreciation is recognised so as to write off the cost less their residual values over their useful lives, using the straight-line method. The estimated useful lives, residual values and depreciation method are reviewed at each year end, with the effect of any changes in estimate accounted for on a prospective basis.

The following useful lives are used in the calculation of depreciation:

Office and storage space	2 – 3 years
Fixtures and fittings	5 years
Computers	1 – 4 years
Office equipment	5 years
Motor vehicles	5 – 10 years
Machinery and equipment	5 years
Scaffold equipment	10 years
Insulation equipment	10 years
Renovation	3 – 10 years or over leased period, whichever is shorter

The carrying amounts of property, plant and equipment are reviewed for impairment when events or changes in circumstances indicate that the carrying value may not be recoverable.

The residual value, useful life and depreciation method are reviewed at each financial year and adjusted as appropriate at each reporting date. The effects of any revision are recognised in profit or loss when the changes arise.

iii. Subsequent expenditure

Subsequent expenditure related to property, plant and equipment that has 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 Group and the cost can be measured reliably. The carrying amount of the replaced component is derecognised. All other repairs and maintenance expenses are recognised in profit or loss when incurred.

3 MATERIAL ACCOUNTING POLICIES (Cont'd)

(k) Property, Plant and Equipment (Cont'd)

iv. Disposal

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected from its use or disposal.

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

(l) Impairment of Non-financial Assets

Finite intangible assets, property, plant and equipment and investments in subsidiaries

Non-financial assets other than inventories are tested for impairment whenever there is any objective evidence or indication that these assets may be impaired.

At the end of each reporting period, the Group reviews the carrying amounts of its non-financial assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any), on an individual asset.

Where it is not possible to estimate the recoverable amount of an individual asset, the Group estimates the recoverable amount of the cash-generating-unit ("CGU") to which the asset belongs. Where a reasonable and consistent basis of allocation can be identified, corporate assets are also allocated to individual CGUs, or otherwise they are allocated to the smallest group of CGUs for which a reasonable and consistent allocation basis can be identified.

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

If the recoverable amount of an asset (or 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. An assessment is made at each reporting date as to whether there is any indication that previously recognised impairment losses may no longer exist or may have decreased.

Where an impairment loss subsequently reverses, the carrying amount of the asset (or CGU) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or CGU) in prior years. A reversal of an impairment loss is recognised immediately in profit or loss.

3 MATERIAL ACCOUNTING POLICIES (Cont'd)

(m) Investment Property

Investment property comprises significant portions of leasehold property that is held for long-term rental yields and/or for capital appreciation. Investment property is measured initially at cost, including transaction costs, and subsequently carried at cost less accumulated depreciation and any impairment loss. The carrying amount includes the cost of replacing part of an existing investment property at the time that cost is incurred if the recognition criteria are met; and excludes the costs of day-to-day servicing of an investment property. Depreciation is calculated on a straight-line basis over a period of 12 years.

The residual values, useful lives and depreciation method of the investment property are reviewed, and adjusted as appropriate, at each balance sheet date. The effects of any revision are included in profit or loss when the changes arise. Investment property is derecognised when either they have been disposed of or when the investment property is permanently withdrawn from use and no future economic benefit is expected from its disposal. Any gain or loss on the retirement or disposal of an investment property is recognised in profit or loss in the year of retirement or disposal.

When the cost model is applied, the fair value of the investment property is disclosed at each reporting date.

(n) Intangible Assets

i. Measurement

Intangible assets that are acquired by the Group and have finite useful lives are measured at cost less accumulated amortisation and accumulated impairment losses.

ii. Depreciation

Intangible assets with finite useful lives are amortised over the estimated useful lives and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method are reviewed at least once at each financial year end.

The following useful lives are used in the calculation of amortisation:

Customer relationships	7 years

Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset is accounted for by changing the amortisation period or method, as appropriate, and are treated as changes in accounting estimates.

The amortisation expense on intangible assets with finite lives is recognised in profit or loss in the expense category consistent with the function of the intangible asset.

iii. Subsequent expenditure

Subsequent expenditure is capitalised only when it increases the future economic benefits embodied in the specific asset to which it relates. All other expenditure is recognised in profit or loss as incurred.

3 MATERIAL ACCOUNTING POLICIES (Cont'd)

(n) Intangible Assets (Cont'd)

iv. Disposal

Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the profit or loss when the asset is derecognised.

(o) Inventories

Inventories are stated at the lower of cost and net realisable value. Cost is determined using the first-in-first-out method. Cost comprises the purchase price, including transport and handling costs, and other directly attributable costs of acquisition.

Net realisable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and estimated costs necessary to make the sale.

(p) Cash and Cash Equivalents

Cash and cash equivalents comprise cash on hand, fixed deposits and bank balances which are subject to an insignificant risk of change in value. For the purpose of presentation in the consolidated statement of cash flows, cash and cash equivalents consist of cash and cash equivalents as defined above less pledged fixed deposits.

(q) Share Capital

Ordinary shares are classified as equity. Incremental costs directly attributable to the issuance of new ordinary shares are charged to equity, net of any tax effects. Income tax relating to transaction costs of an equity transaction is accounted for in accordance with SFRS(I) 1-12 *Income taxes*.

(r) Financial Assets

i. Classification

Debt instruments

Financial assets that are debt instruments comprise mainly of cash and cash equivalents, trade and other receivables and contract assets. The Group classifies these assets into categories based on the Group's business model for managing them and their contractual cash flow characteristics.

- Financial Assets measured at Amortised Cost (AC) comprise of assets that are held within a business model whose objective is to hold those assets for collection of contractual cash flows, and those contractual cash flows represent solely payments of principal and interest.

- Financial Assets measured at Fair Value through Other Comprehensive Income (FVOCI) comprise of assets that are held within a business model whose objective is achieved by both collecting contractual cash flows and selling those assets, and those contractual cash flows represent solely payments of principal and interest.

3 MATERIAL ACCOUNTING POLICIES (Cont'd)

(r) Financial Assets (Cont'd)

i. Classification (Cont'd)

Debt instruments (Cont'd)

- Financial Assets measured at Fair Value through Profit and Loss (FVPL) comprise of assets that do not qualify for AC and FVOCI. Assets that would otherwise qualify for AC or FVOCI may also be designated as FVPL upon initial recognition, if such designation eliminates or significantly reduces a measurement or recognition inconsistency that arises from measuring assets and liabilities on an inconsistent basis.

Equity instruments

Financial assets that are equity instruments comprise mainly of investments in equity securities. The Group classifies these assets as FVPL, except for those that the Group has designated as FVOCI. The FVOCI designation is irrevocable, and is not permitted for held-for-trading financial assets and financial assets that represent contingent consideration in a business combination.

A financial asset is held for trading if:

- it has been acquired principally for the purpose of selling it in the near term; or
- on initial recognition it is part of a portfolio of identified financial instruments that the Group manages together and has evidence of a recent actual pattern of short-term profit-taking; or
- it is a derivative (except for a derivative that is a financial guarantee contract or a designated and effective hedging instrument).

ii. Initial measurement

Trade receivables that do not contain a significant financing component are initially recognised at their transaction price. Other financial assets are initially recognised at fair value, plus, for financial assets that are not at FVPL, transaction costs that are directly attributable to their acquisition.

Transaction costs of financial assets at FVPL are expensed in profit and loss.

iii. Subsequent measurement

Amortised Cost

These assets are subsequently measured at amortised cost using the effective interest method unless they are part of a designated hedging relationship. Impairment losses and reversals, interest income, and foreign exchange gains and losses (except where designated as a hedging instrument) on such assets are recognised in profit and loss. Interest income is based on the effective interest method which allocates interest income over the life of the financial asset based on an effective interest rate that discounts estimated future cash receipts to its gross carrying amount.

3 MATERIAL ACCOUNTING POLICIES (Cont'd)

(r) Financial Assets (Cont'd)

iii. Subsequent measurement (Cont'd)

FVOCI

These assets are subsequently measured at fair value. Impairment losses and reversals, interest income based on the effective interest method, and foreign exchange gains and losses (except where designated as a hedging instrument) on such assets are recognised in profit and loss. Any remaining fair value movements are recorded in other comprehensive income.

FVPL

These assets are subsequently measured at fair value. All fair value movements are recorded in profit and loss.

iv. Impairment

At each reporting date, the Group assesses expected credit losses (ECL) on the following financial instruments:

- Financial assets that are debt instruments measured at AC and FVOCI;
- Contract assets (as defined in SFRS(I) 15); and
- Financial guarantee contracts.

ECL is a probability-weighted estimate of credit losses. Credit losses are measured at the present value of all shortfalls between the cash flows due to the Group in accordance with contractual terms, and the cash flows that the Group actually expects to receive. ECL is discounted at the effective interest rate of the financial asset. The Group records allowances on financial assets based on either the:

- 12-month ECL – representing the ECL that results from default events that are possible within the 12 months after the reporting date (or the expected life of the instrument if shorter); or
- Lifetime ECL – representing the ECL that results from all possible default events over the expected life of the contract.

Simplified approach – Trade receivables and contract assets

For all trade receivables and contract assets, the Group adopts a simplified approach whereby an allowance for lifetime ECL is assessed upon initial recognition. The Group estimates lifetime ECL using a provision matrix based on historical credit loss experience, adjusted for various factors including debtor-specific factors, forward-looking information such as industry and economic forecasts, and others as appropriate.

3 MATERIAL ACCOUNTING POLICIES (Cont'd)

(r) Financial Assets (Cont'd)

iv. Impairment (Cont'd)

General approach – All other financial instruments on which ECL assessment is required

For all other financial instruments on which ECL is assessed, an allowance for 12-month ECL is recorded upon initial recognition. The allowance is increased to lifetime ECL if the credit risk at each reporting date has increased significantly as compared to the credit risk at initial recognition. In assessing whether the credit risk of a financial instrument has increased significantly since initial recognition, the Group considers all reasonable and supportable information that is relevant and available without undue cost or effort including both historical credit experience and forward-looking information.

The Group regards the following as events of default:

- Events that make it unlikely for the borrower to repay in full unless the Group undertakes actions to recover the asset (e.g. by exercising rights over collaterals or other credit enhancements); or
- The financial instrument has become overdue in excess of 1 year.

Credit-impaired financial instruments

At each reporting date, the Group assesses whether a financial instrument on which ECL assessment is required has become credit-impaired. This is the case when one or more events have occurred that are considered to be detrimental to the estimated future cash flows of the instrument. Evidence that a financial asset is credit-impaired includes observable data about the following events:

- significant financial difficulty of the borrower;
- a breach of contract such as a default or past due event;
- other lenders granting concessions (such as loan restructurings) to the borrower due to economic or contractual reasons, that would not have been considered in the absence of the borrower's financial difficulty;
- increasing likelihood that the borrower will enter bankruptcy or other financial re-organisation; and
- the disappearance of an active market for the borrower's securities due to financial difficulties.

For credit-impaired financial assets, interest income is determined by applying the effective interest rate to the net carrying amount of the financial asset (after deduction of the ECL allowance).

3 MATERIAL ACCOUNTING POLICIES (Cont'd)

(r) Financial Assets (Cont'd)

iv. Impairment (Cont'd)

Write-off policy

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

v. Recognition and derecognition

Financial assets are recognised when, and only when the Group becomes a party to its contractual provisions. All regular way purchases and sales of financial assets are recognised on trade-date, which is the date on which the Group commits to purchase or sell the financial asset.

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

On derecognition of a financial asset that is a debt instrument, the difference between the asset's carrying amount and the sum of the consideration received and receivable is recognised in profit and loss. In addition, for a financial asset that is a debt instrument at FVOCI, the cumulative gain or loss previously accumulated in the fair value adjustment reserve is reclassified to profit and loss.

On derecognition of an equity investment at FVPL, the difference between the asset's carrying amount and the sum of the consideration received and receivable is recognised in profit and loss. For equity investments at FVOCI, this difference is instead recognised directly in equity as part of retained earnings. Cumulative gains and losses previously accumulated in equity are also transferred directly to retained earnings upon derecognition of FVOCI equity investments.

(s) Offsetting of Financial Assets and Financial Liabilities

Financial assets and financial liabilities are offset and the net amount is presented in the combined statement of financial position, when and only when, there is a currently enforceable legal right to set off the recognised amounts and there is an intention to settle on a net basis, or to realise the assets and settle the liabilities simultaneously.

3 MATERIAL ACCOUNTING POLICIES (Cont'd)

(t) Provisions

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

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. Provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The unwinding of the discount is recognised as finance cost.

(u) Financial Liabilities

i. Recognition

The Group recognises financial liabilities on its statement of financial position when, and only when, the Group becomes a party to the contractual provisions of the instruments.

Financial liabilities are recognised initially at fair value plus transaction costs that are directly attributable to the acquisition or issue of the financial liability. All financial liabilities are subsequently measured at amortised cost using the effective interest method.

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. Borrowings are presented as current liabilities unless the Group has an unconditional right to defer settlement for at least twelve months after the reporting period.

ii. Derecognition

The Group derecognises financial liabilities when, and only when, the Group's obligations are discharged, cancelled or they have expired. The difference between the carrying amount of a financial liability that has been derecognised and the consideration paid and payable (including any non-cash assets transferred or liabilities assumed) is recognised in profit or loss.

(v) Financial Guarantees

Financial guarantees in the separate financial statements

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

Financial guarantees are measured initially at their fair values plus transaction costs and subsequently measured at the higher of:

- the amount initially recognised less, where appropriate, cumulative amount of income recognised in accordance with the principles of SFRS(I) 15; and
- the amount of loss allowance determined in accordance with expected credit loss model under SFRS(I) 9.

3 MATERIAL ACCOUNTING POLICIES (Cont'd)

(w) Earnings Per Share

The Group presents basic and diluted earnings per share data for its ordinary shares. Basic earnings per share is calculated by dividing the profit or loss attributable to ordinary shareholders of the Company by the weighted-average number of ordinary shares outstanding during the year, adjusted for own shares held. Diluted earnings per share is determined by adjusting the profit or loss attributable to ordinary shareholders and the weighted-average number of ordinary shares outstanding, adjusted for own shares held, for the effects of all dilutive potential ordinary shares, which comprise convertible notes and share options granted to employees.

(x) Segment Reporting

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

(y) Related Parties

A related party is defined as follows:

A related party is a person or entity that is related to the entity that is preparing its financial statements (in this Standard referred to as the "reporting entity").

a. A person or a close member of that person's family is related to a reporting entity if that person:

   i. has control or joint control over the reporting entity;

   ii. has significant influence over the reporting entity; or

   iii. is a member of the key management personnel of the reporting entity or of a parent of the reporting entity.

b. An entity is related to a reporting entity if any of the following conditions applies:

   i. the entity and the reporting entity are members of the same group (which means that each parent, subsidiary and fellow subsidiary is related to the others);

   ii. one entity is an associate or joint venture of the other entity (or an associate or joint venture of a member of a group of which the other entity is a member);

   iii. both entities are joint ventures of the same third party;

   iv. one entity is a joint venture of a third entity and the other entity is an associate of the third entity;

   v. the entity is a post-employment benefit plan for the benefit of employees of either the reporting entity or an entity related to the reporting entity. If the reporting entity is itself such a plan, the sponsoring employers are also related to the reporting entity;

   vi. the entity is controlled or jointly controlled by a person identified in (a);

   vii. a person identified in (a)(i) has significant influence over the entity or is a member of the key management personnel of the entity (or of a parent of the entity); or

   viii. the entity, or any member of a group of which it is a part, provides key management personnel services to the reporting entity or to the parent of the reporting entity.

4 CRITICAL ACCOUNTING JUDGEMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY

In the application of the Group's accounting policies, which are described in Note 3 above, the directors are required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

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

4.1 Critical judgements in applying the accounting policies

Management is of the opinion that in the preparation of the financial statements there are no critical judgements made in the process of applying the Group's accounting policies that have a significant effect on the amounts recognised in the financial statements.

4.2 Key sources of estimation uncertainty

The key assumptions concerning the future and other key sources of estimation uncertainty at the end of the reporting period are discussed below. The Group based its assumptions and estimates on parameters available when the financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising beyond the control of the Group. Such changes are reflected in the assumptions when they occur.

(a) Allowance for expected credit losses of trade receivables and contract assets

The Group determines ECLs and impairment of trade receivables by making debtor-specific assessments of expected impairment loss for long overdue trade receivables, and by using a provision matrix for the remaining trade receivables and contract assets.

The provision matrix is based on the Group's historical observed default rates. The Group will calibrate the matrix to adjust historical credit loss experience with forward-looking information. At each reporting date, historical default rates are updated and changes in the forward-looking estimates are analysed.

The assessment of the correlation between historical observed default rates, forecast economic conditions and ECLs is a significant estimate. The amount of ECLs is sensitive to changes in circumstances and forecast economic conditions. The Group's historical credit loss experience and forecast of economic conditions may also not be representative of customer actual default in the future. The information about the ECLs on the Group's trade receivables and contract assets is disclosed in Note 20 and Note 5 respectively to the financial statements.

(b) Impairment of property, plant and equipment

Property, plant and equipment are reviewed for impairment whenever there is any indication that the assets may be impaired. If any such indication exists, an impairment assessment will be performed accordingly. The recoverable amount of an asset or group of assets is assessed as the higher of its fair value less costs of disposal and its value in use.

Management has concluded that there was no impairment in respect of the property, plant and equipment at the reporting date. The carrying amount of the Group's property, plant and equipment is disclosed in Note 14.

4 CRITICAL ACCOUNTING JUDGEMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY (Cont'd)

4.2 Key sources of estimation uncertainty (Cont'd)

(c) Impairment of investment in subsidiaries

Investment in subsidiaries is reviewed for impairment whenever there is any indication that the investments may be impaired. If any such indication exists, an impairment assessment will be performed accordingly. The recoverable amount of the investment is assessed as the higher of its fair value less costs of disposal and its value in use.

The carrying amounts of the investment in subsidiaries and its related allowances for impairment losses are disclosed in Note 16.

(d) Allowance for slow-moving and obsolete inventories

A review of the realisable value of the inventories is performed periodically for slow-moving, obsolete, and inventories which have declined in net realisable value below cost. An allowance is recorded against the inventory balance for any such declines. These reviews require management to estimate future market demand for the products, pricing competition, environmental regulation requirements and age of the inventories. Possible changes in these estimates could result in revisions to the valuation of inventories. The carrying amount of the Group's inventories at the end of the reporting period is disclosed in Note 19 to the financial statements.

5 REVENUE FROM CONTRACTS WITH CUSTOMERS

(a) Disaggregation of revenue from contracts with customers

The Group's revenue is disaggregated by major products and service lines and timing of revenue recognition as follows:

	Group	
	2024	**2023**
	S$'000	**S$'000**
Revenue from contracts with customers		
– Engineering services	**8,576**	9,856
– Transportation services	**4,787**	3,699
– Security and manpower services	**10,544**	12,896
	23,907	26,451
Major products or service lines		
– Rendering of services	**23,277**	25,238
– Sale of goods	**630**	1,213
	23,907	26,451
Timing of revenue recognition		
– Over time	**23,277**	25,238
– At a point in time	**630**	1,213
	23,907	26,451

5 REVENUE FROM CONTRACTS WITH CUSTOMERS (Cont'd)

(a) Disaggregation of revenue from contracts with customers (Cont'd)

The following table provides information about the nature and timing of the satisfaction of performance obligations in contracts with customers, including significant payment terms, and the related revenue recognition policies:

Engineering services

Nature of goods and services	Provision of workers on a contract or ad-hoc basis for engineering services. Sale and installation of scaffolding equipment, insulation and passive fire protection systems.
When revenue is recognised	Revenue from the rendering of services is recognised over time based on the percentage of completion reflecting the progress towards complete satisfaction of that performance obligation. Revenue from the sales of goods is recognised at a point in time as the goods are delivered to the customer.
Significant payment terms	Invoices are payable within 30 days.

Transport services

Nature of goods and services	Provision of bus services for public premium service routes, schools, corporates and ad hoc charters.
When revenue is recognised	For public bus transport, revenue is recognised at the end of the ride. For other transport services, revenue is recognised over the term of the contract.
Significant payment terms	For public bus transport, payment is at the start of each ride. For other transport services, invoices are payable within 30 days.

Security and manpower services

Nature of goods and services	Provision of security services, cleaning services and manpower staffing for aviation and other technicians.
When revenue is recognised	Revenue from the rendering of services is recognised over time based on the percentage of completion reflecting the progress towards complete satisfaction of that performance obligation.
Significant payment terms	Invoices are payable within 30 days.

The Group does not disaggregate the revenue further as the above are generated in the Singapore market.

5 REVENUE FROM CONTRACTS WITH CUSTOMERS (Cont'd)

(b) Contract balances

	Group 30 June	
	2024 S$'000	**2023 S$'000**
Contract assets	**1,057**	1,510

Contract assets represent the Group's rights to consideration for work completed but not billed at the reporting date. The contract assets are transferred to trade receivables when the rights become unconditional. This usually occurs when invoices are billed to the customer.

Significant changes in contract assets balances during the financial year are disclosed as follows:

	Group	
	2024 S$'000	**2023 S$'000**
Contract assets		
As at 1 July	**1,510**	2,217
Contract assets reclassified to trade receivables	**(1,510)**	(2,217)
Additional work completed but not billed	**1,057**	1,510
As at 30 June	**1,057**	1,510

Management estimates the loss allowance on contract assets at an amount equal to lifetime ECL. None of the contract assets at the end of the reporting period is past due. There has been no change in the estimation techniques or significant assumptions made during the current reporting period in assessing the impairment loss on contract assets.

The Group's credit risk exposure in relation to contract assets are set out in the provision matrix as presented below. The Group's loss allowance is based on past due as the Group's historical credit loss experience does not show significantly different loss patterns for different customer segments.

	Group	
	2024 S$'000	**2023 S$'000**
Expected credit loss rate	*****	*
Contract assets – gross carrying amount (not past due)	**1,057**	1,510
Loss allowance – lifetime ECL	**–**	–
	1,057	1,510

* Insignificant expected credit loss rate

6 COST OF SALES

	Group	
	2024 S$'000	2023 S$'000
Depreciation of property, plant and equipment	**1,343**	1,681
Direct costs for transportation services	**1,154**	1,340
Direct costs for security and manpower services	**210**	202
Direct costs for engineering services (including cost of inventories)	**1,659**	2,899
Employee benefits expense (see Note 11)	**14,455**	16,502
Repairs and maintenance	**292**	398
Subcontractor costs	**777**	536
Expenses relating to short-term leases (see Note 24)	**990**	757
	20,880	24,315

7 OTHER INCOME

	Group	
	2024 S$'000	2023 S$'000
Government grants	**1,030**	481
Sundry income	**51**	10
Reversal of impairment losses on trade receivables	**49**	–
Recovery of bad debt	**51**	–
Rental income	**494**	–
	1,675	491

8 ADMINISTRATIVE EXPENSES

	Group	
	2024 S$'000	2023 S$'000
Employee benefits expense (see Note 11)	**2,922**	3,191
Directors' fees	**112**	117
Expenses relating to short-term leases (see Note 24)	**70**	92
SGX listing expenses	**105**	103
Others	**558**	582
	3,767	4,085

9 OTHER EXPENSES

	Group	
	2024 S$'000	2023 S$'000
Depreciation of property, plant and equipment	**402**	421
Depreciation of investment property	**589**	–
Amortisation of intangible assets	**4**	3
Loss on disposal/write off of property, plant and equipment	**4**	614
Impairment losses on trade receivables, net (see Note 20)	**–**	43
Investment property maintenance expenses	**160**	–
Others	**17**	10
	1,176	1,091

10 NET FINANCE COSTS

	Group	
	2024	**2023**
	S$'000	**S$'000**
Interest income from:		
– current account	**–**	3
Finance income	**–**	3
Interest expense on:		
– lease liabilities	**(32)**	(20)
– loan and borrowings	**(325)**	(135)
Finance costs	**(357)**	(155)
Net finance costs recognised in profit or loss	**(357)**	(152)

11 LOSS BEFORE TAX

The following items have been included in arriving at loss before tax:

	Group	
	2024	**2023**
	S$'000	**S$'000**
Audit fees paid/payable to:		
– Auditors of the Company	**107**	96
Non-audit fees (audit-related services) paid/payable to:		
– Other auditors (non-network firms)	**22**	18
Employee benefits expense		
Salaries, bonuses and other costs (including directors' remuneration)	**16,452**	18,759
Contributions to defined contribution plans	**925**	934
	17,377	19,693
Employee benefits expense recognised in cost of sales (see Note 6)	**14,455**	16,502
Employee benefits expense recognised in administrative expenses (see Note 8)	**2,922**	3,191
	17,377	19,693

Except as disclosed above, there is no other non-audit fees paid/payables to the auditors of the Company and other auditors.

12 INCOME TAX CREDIT

	Group	
	2024	**2023**
	S$'000	**S$'000**
Current income tax:		
– Current year	**–**	23
Deferred tax: (see Note 25)		
– Deferred tax relating to the reversal of temporary differences	**(5)**	(294)
– Over provision in respect of prior years	**–**	(184)
	(5)	(478)
	(5)	(455)

12 INCOME TAX CREDIT (Cont'd)

The corporate income tax applicable to the Company and other Singapore incorporated entities of the Group is 17% (2023: 17%).

A reconciliation between income tax and the product of accounting loss multiplied by the Singapore statutory income tax rate of 17% (2023: 17%) for the financial year is as follows:

	Group	
	2024	**2023**
	S$'000	**S$'000**
Loss before tax	**(598)**	(2,701)
Tax at statutory tax rate	**(102)**	(459)
Non-deductible expenses	**420**	61
Non-taxable items	**(90)**	(43)
Deferred tax assets not recognised	**–**	187
Utilisation of tax losses not recognised previously	**(198)**	–
Tax exemption	**(35)**	(17)
Over provision of deferred tax in prior years	**–**	(184)
	(5)	(455)

13 LOSS PER SHARE, BASIC AND DILUTED

Basic loss per share is calculated by dividing the net loss attributable to equity holders of the Company by the weighted average number of ordinary shares outstanding during the financial year.

The loss and weighted number of ordinary shares used in the calculation of basic loss per share are as follows:

	Group	
	2024	**2023**
	S$'000	**S$'000**
Loss for the year attributable to equity holders of the Company	**(592)**	(2,246)
	Number of shares '000	**Number of shares '000**
Weighted average number of ordinary shares used in the calculation of basic loss per share	**106,000**	106,000

There is no dilutive loss per share as there were no potential dilutive ordinary shares outstanding at the end of the financial years ended 30 June 2024 and 2023.

Dilutive loss per share is the same as basic loss per share for the financial years ended 30 June 2024 and 2023.

14 PROPERTY, PLANT AND EQUIPMENT

	Office and storage space S$'000	Fixtures and fittings S$'000	Computers S$'000	Office equipment S$'000	Motor vehicles S$'000	Machinery and equipment S$'000	Scaffold equipment S$'000	Insulation equipment S$'000	Renovation S$'000	Total S$'000
Cost										
At 1 July 2023	757	32	268	145	10,178	231	3,194	90	237	15,132
Additions	75	–	6	–	348	7	188	–	–	624
Disposals/write-off	(188)	(1)	(66)	(4)	(643)	(113)	(143)	–	–	(1,158)
At 30 June 2024	**644**	**31**	**208**	**141**	**9,883**	**125**	**3,239**	**90**	**237**	**14,598**
At 30 June 2022	624	36	297	146	16,829	298	3,242	90	248	21,810
Additions	686	3	7	–	–	19	1,147	–	–	1,862
Disposals/write-off	(553)	(7)	(36)	(1)	(6,651)	(86)	(1,195)	–	(11)	(8,540)
At 30 June 2023	757	32	268	145	10,178	231	3,194	90	237	15,132
Accumulated depreciation										
At 1 July 2023	203	27	204	115	6,898	173	645	37	172	8,474
Depreciation charge	297	2	51	15	1,011	21	323	9	16	1,745
Disposals/write-off	(127)	(1)	(64)	(3)	(577)	(112)	(49)	–	–	(933)
At 30 June 2024	**373**	**28**	**191**	**127**	**7,332**	**82**	**919**	**46**	**188**	**9,286**
At 30 June 2022	404	25	154	95	10,781	186	572	28	163	12,408
Depreciation charge	302	4	74	21	1,320	31	325	9	17	2,103
Disposals/write-off	(503)	(2)	(24)	(1)	(5,203)	(44)	(252)	–	(8)	(6,037)
At 30 June 2023	203	27	204	115	6,898	173	645	37	172	8,474
Carrying amounts										
At 1 July 2022	220	11	143	51	6,048	112	2,670	62	85	9,402
At 30 June 2023	554	5	64	30	3,280	58	2,549	53	65	6,658
At 30 June 2024	**271**	**3**	**17**	**14**	**2,551**	**43**	**2,320**	**44**	**49**	**5,312**

Property, plant and equipment includes right-of-use assets of S$483,000 (2023: S$746,000) related to leased offices and storage space and motor vehicles as at 30 June 2024.

15 INTANGIBLE ASSETS

	Group S$'000
Cost	
At 1 July 2022, 30 June 2023 and 30 June 2024	27
Accumulated amortisation	
At 1 July 2022	16
Amortisation charge for the year	3
At 30 June 2023	19
Amortisation charge for the year	4
At 30 June 2024	**23**
Carrying amounts	
At 1 July 2022	11
At 30 June 2023	8
At 30 June 2024	**4**

16 INVESTMENT IN SUBSIDIARIES

	Company	
	2024 S$'000	2023 S$'000
Unquoted equity shares, at cost	**14,951**	14,201
Less: Allowance for impairment loss	**(7,800)**	(6,548)
	7,151	7,653

16 INVESTMENT IN SUBSIDIARIES (Cont'd)

(a) Composition of the Group

Name of Company (Country of incorporation and place of business)	Principal activities	Effective equity interest held by the Group	
		2024 %	2023 %
Held by the Company:			
* Aedge Holdings Pte. Ltd. Singapore	Provision of transport and cleaning services	**100**	100
* Aedge Technologies Pte Ltd Singapore	Provision of engineering services	**100**	100
* Aedge Services Pte. Ltd. Singapore	Provision of security and manpower services	**100**	100
* Gems Dormitory Pte. Ltd. Singapore	Provision for hostels and dormitories services for students, workers and other individuals	**100**	–
Subsidiary of Aedge Technologies Pte Ltd			
* SAE Resources and Technologies Pte. Ltd. Singapore	Provision of engineering services; sales of scaffolding and insulation equipment	**100**	100
** GPF Holdings Pte. Ltd. Singapore	Investment holding	**51**	–
Subsidiary of Aedge Services Pte. Ltd.			
* Aedge Global Resources Pte. Ltd. Singapore	Provision of manpower services	**100**	100

* Audited by Moore Stephens LLP, Singapore
** Reviewed for consolidation purpose

(b) Impairment of subsidiaries

The Company assessed the carrying amount of its investment in subsidiaries for indications of impairment. The recoverable amount of the relevant investment in subsidiaries was estimated using the fair value less cost to sell at the reporting date. The fair value measurement was estimated based on the net asset value as the assets and liabilities held by the subsidiaries approximate their carrying amounts due to the short period to maturity.

At the reporting date, the Company carried out a review of the recoverable amount of its net investment in subsidiaries that are making losses and are in a net liabilities' position. An additional impairment loss of S$1,252,000 (2023: S$3,027,000) was recognised as at 30 June 2024 to write down these subsidiaries to their recoverable amount. The fair value measurement of the recoverable amount excluding cost of disposal has been categorised as Level 3 on the fair value hierarchy and based on the inputs of the valuation technique used under Note 3(l).

16 INVESTMENT IN SUBSIDIARIES (Cont'd)

(b) Impairment of subsidiaries (Cont'd)

Valuation techniques and significant unobservable inputs

The following table shows the valuation techniques used in measuring the recoverable amount as well as the significant unobservable inputs used.

Valuation technique	Significant unobservable inputs	Inter-relationship between key unobservable inputs and fair value measurement
Asset-based value approach	Net asset value of subsidiary	The estimated fair value would increase (decrease) if net asset value is lower (higher).

17 INVESTMENT PROPERTY

	Group	
	2024 S$'000	2023 S$'000
Cost		
Addition	**9,420**	–
At 30 June 2024	**9,420**	–
Accumulated depreciation		
Depreciation charge	**589**	–
At 30 June 2024	**589**	–
Carrying amounts		
At 30 June 2024	**8,831**	–

During the financial year ended 30 June 2024, the Group acquired investment property amounting to S$9,420,000 which comprises cost of S$9,000,000 and stamp duty of S$420,000, of which S$7,200,000 was under loan arrangement. The fair value of the Group's investment property was approximately S$9,000,000 based on an external valuation report dated 4 October 2023. The valuation report was prepared by the independent professional valuer, Century 99 Pte Ltd, using the direct comparison method.

The investment property held by the Group as at 30 June 2024 is as follows:

Description and location	Existing use	Tenure	Remaining lease term
9 Tuas South Street 11 Singapore	Leased out to a third party	Leasehold	11 years

The investment property has been mortgaged to secure borrowings of the Group (see Note 23). The Group is not allowed to pledge this asset as security for other borrowings.

The property rental income earned by the Group from its investment property, all of which is leased out under operating leases, amounted to S$494,000 (2023: Nil). Direct operating expenses arising on the investment property in the period amounted to S$128,000 (2023: Nil). Other direct operating expenses arising from the investment property that did not generate rental income is S$32,000 (2023: Nil).

17 INVESTMENT PROPERTY (Cont'd)

The estimated fair value of the leasehold property amounted to S$9,741,000 (2023: Nil), classified under Level 2 of the fair value hierarchy as determined on the basis of management's review of similar properties in the market as at 30 June 2024. The key input applied in the estimation of the investment property is unit selling price per square foot.

Details of the Company's investment property and information about the fair value hierarchy as at 30 June 2024 are as follows:

	Level 1 S$	Level 2 S$	Level 3 S$	Total S$
2024				
Leasehold property	**–**	**9,741,000**	**–**	**9,741,000**

18 CASH AND CASH EQUIVALENTS

	Group		Company	
	2024 S$'000	2023 S$'000	2024 S$'000	2023 S$'000
Cash on hand	**21**	30	*****	*
Cash at bank	**3,193**	3,449	**254**	248
Cash and cash equivalents	**3,214**	3,479	**254**	248

* Less than S$1,000

19 INVENTORIES

	Group	
	2024 S$'000	2023 S$'000
Scaffolding materials	**522**	643

During the year ended 30 June 2024, inventories of S$409,000 (2023: S$729,000) were recognised as an expense during the year and included in 'cost of sales' (see Note 6).

20 TRADE AND OTHER RECEIVABLES

	Group		Company	
	2024 S$'000	2023 S$'000	**2024 S$'000**	2023 S$'000
Trade receivables:				
– third parties	**5,099**	5,355	**–**	–
Less: impairment losses	**–**	(49)	**–**	–
	5,099	5,306	**–**	–
Other receivables (non-trade):				
– dividend receivables from subsidiaries	**–**	–	**2,303**	2,250
– others	**16**	–	**12**	–
Deposits	**701**	1,152	**–**	–
	5,816	6,458	**2,315**	2,250
Prepayments	**219**	373	**39**	39
	6,035	6,831	**2,354**	2,289

Trade receivables are amounts due from customers for goods sold or services performed in the ordinary course of business.

The credit period for trade receivables ranges from 30 to 90 days (2023: 30 to 90 days). No interest is charged on the outstanding balances of trade receivables.

As of 30 June 2024, the deposits relate to a tenancy agreement for the leased office, storage space and workers' dormitory and deposit for renovation.

Loss allowance for trade receivables is measured at an amount equal to lifetime expected credit losses (ECL). The Group has recognised a loss allowance of 100% against trade receivables over 9 months and above past due (credit-impaired) because historical experience has indicated that these trade receivables are generally not recoverable. There has been no change in the estimation techniques or significant assumptions made during the current reporting period. None of the trade receivables that have been written off is subject to enforcement activities.

For the purpose of impairment assessment for other receivables, the loss allowance is measured at an amount equal to 12-month ECL which reflects the low credit risk of the exposures. There has been no change in the estimation techniques or significant assumptions made during the current reporting period in assessing the loss allowance for other receivables and the ECL is not significant.

The Group's and the Company's credit risk exposure in relation to trade receivables are set out in the provision matrix as presented below. The Group's and the Company's loss allowance is based on past due as the Group's and the Company's historical credit loss experience does not show significantly different loss patterns for different customer segments.

20 TRADE AND OTHER RECEIVABLES (Cont'd)

	⟵ Trade receivables past due (days) ⟶				
	Current S$'000	**1 to 30 days S$'000**	**31 to 90 days S$'000**	**More than 90 days past due S$'000**	**Total S$'000**
2024					
Group					
Expected credit loss rate	*	*	*	*	*
Trade receivables – gross carrying amount at default	**3,377**	**694**	**780**	**248**	**5,099**
Loss allowance – credit impaired	**–**	**–**	**–**	**–**	**–**
Loss allowance – lifetime ECL	*	*	*	*	*
					5,099
2023					
Group					
Expected credit loss rate	*	*	*	*	*
Trade receivables – gross carrying amount at default	3,185	972	1,016	182	5,355
Loss allowance – credit impaired	–	–	–	(49)	(49)
Loss allowance – lifetime ECL	*	*	*	*	*
					5,306

***** not considered material.

The movements in allowance for expected credit losses of trade receivables during the financial year are as follows:

	Group	
	2024 S$'000	**2023 S$'000**
At 1 July	**49**	14
Reversal of unutilised amount	**(49)**	(6)*
Provision for impairment losses	**–**	49*
Receivables written off as uncollectible	**–**	(8)
At 30 June	**–**	49

* Net impairment losses on trade receivables of Nil (2023: S$43,000) was recognised during the financial year.

21 SHARE CAPITAL

	Group and Company	
	S$'000	No of shares '000
Issued and fully paid, with no par value:		
At 1 July 2022 and 30 June 2023 and 1 July 2023 and 30 June 2024	14,590	106,000

The holders of ordinary shares are entitled to receive dividends as and when declared by the Company. All ordinary shares carry one vote per share without restriction and rank equally with regards to the Company's residual assets.

22 RESERVES

The reserves of the Group comprise the following balances:

	Group		Company	
	2024 S$'000	2023 S$'000	2024 S$'000	2023 S$'000
Capital reserve[(a)]	**200**	200	**–**	–
Merger reserve[(b)]	**(8,701)**	(8,701)	**–**	–
Retained earnings	**5,218**	5,810	**(5,646)**	(4,558)
	(3,283)	(2,691)	**(5,646)**	(4,558)

(a) Capital reserve

The capital reserve relates to the deemed contribution from the shareholders of the ultimate holding company for the acquisition of a subsidiary.

(b) Merger reserve

The merger reserve relates to the difference between the consideration paid and the paid-in capital of entities under common control which were acquired by the Group.

23 LOANS AND BORROWINGS

	Group	
	2024 S$'000	2023 S$'000
Non-current liabilities		
Term loans (secured)	**6,866**	806
Current liabilities		
Term loans (secured)	**2,535**	2,835
	9,401	3,641

As at 30 June 2024 and 30 June 2023, the Group's term loans are secured by corporate guarantees from the Company.

23 LOANS AND BORROWINGS (Cont'd)

One of the Group's term loans amounting to S$7,200,000 (2023: Nil) is secured by a mortgage over the Group's investment property (see Note 17). The effective interest rate on the term loan is 4.18% per annum (2023: Nil) and is repayable in monthly instalments between 9 October 2023 to 30 September 2030.

As at 30 June 2023, an outstanding loan amount of S$817,547 was classified as a current liability, as one of the continuing loan conditions was not met.

Term and debt repayment schedule

Terms and conditions of outstanding loans and borrowings are as follow:

	Nominal interest rate per annum %	Year of maturity	Carrying amount S$'000
Group			
2024			
Term loans	**2.5% – 7.75%**	**2025 – 2030**	**9,401**
2023			
Term loans	2.5% – 4.5%	2023 – 2027	3,641

Intra-group financial guarantee

Intra-group financial guarantees comprise guarantees given by the Company to banks in respect of banking facilities granted to four subsidiaries (2023: four subsidiaries) amounting to S$10,700,000 (2023: S$6,000,000) which will expire in 2030.

24 LEASE LIABILITIES

	Group	
	2024 S$'000	2023 S$'000
Current liabilities	**211**	338
Non-current liabilities	**228**	249
	439	587

When the Group is the lessee

(a) Nature of the Group's leasing activities

The Group has entered into leases of buildings in respect of its office and storage. The leases typically run for a period of 2 to 3 years. The Group is prohibited from selling, pledging or sub-leasing the underlying leased assets, and is required to maintain the assets in good condition.

The Group leases certain motor vehicles under a number of hire purchase arrangements, which are typically runs for a period of 7 years. At the end of the lease term, the Group will acquire the motor vehicles from the lessors. The Group's obligations are secured by the lessors' title to the leased assets for such hire purchases.

24 LEASE LIABILITIES (Cont'd)

When the Group is the lessee (Cont'd)

(a) Nature of the Group's leasing activities (Cont'd)

The Group leases accommodations with contract terms of one year or less. These leases are short-term leases and the Group has elected not to recognise right-of-use assets and lease liabilities for these leases. Some of these accommodation leases contain extension options exercisable by the Group up to one year before the end of the non-cancellable contract period. The extension options held are exercisable only by the Group and not by the lessors. The Group assessed at lease commencement date and determined that it was not reasonably certain to exercise the extension options. The Group reassesses whether it is reasonably certain to exercise the options if there is a significant event or significant changes in circumstances within its control.

(b) Details of right-of-use assets classified within Property, Plant and Equipment in Note 14 are as follows:

	2024 S$'000	2023 S$'000
Motor vehicles	**212**	192
Office and store space	**271**	554
	483	746

(c) Amounts recognised in profit or loss

	2024 S$'000	2023 S$'000
Depreciation for the year		
– Cost of sales	**–**	29
– Administrative expenses	**319**	312
	319	341
Expenses relating to short term leases		
– Cost of sales (Note 6)	**990**	757
– Administrative expenses (Note 8)	**70**	92
	1,060	849
Interest expense on lease liabilities	**32**	20

(d) Amounts recognised in statement of cash flows

	2024 S$'000	2023 S$'000
Total cash outflow for leases (excluding short term leases)	**375**	681

25 DEFERRED TAX LIABILITIES

Movements in deferred tax liabilities are as follows:

	At 1 July 2022 S$'000	Recognised in profit or loss (Note 12) S$'000	At 30 June 2023 S$'000	Recognised in profit or loss (Note 12) S$'000	At 30 June 2024 S$'000
Property, plant and equipment	1,114	(1,090)	24	(3)	**21**
Intangible assets	2	–	2	(2)	**–**
Lease liabilities	74	(74)	–	–	**–**
Tax loss carry forwards	(686)	686	–	–	**–**
	504	(478)	26	(5)	**21**

Unrecognised tax losses, donations and capital allowances

As at 30 June 2024, the Group has deductible temporary differences of approximately S$115,000 (2023: S$14,000), unutilised tax losses of approximately S$1,441,000 (2023: S$1,927,000) and capital allowances of approximately S$3,663,000 (2023: S$4,344,000) for which the deferred tax benefit has not been recognised. These unutilised losses and capital allowances can be carried forward and used to offset against future taxable income, subject to the agreement of the tax authorities and compliance with the relevant provisions of the tax legislation of the respective countries in which they operate. The unutilised tax losses have no expiry date.

26 TRADE AND OTHER PAYABLES

	Group		Company	
	2024 S$'000	2023 S$'000	2024 S$'000	2023 S$'000
Trade payables:				
– third parties[(a)]	**480**	683	**–**	–
– GST payable	**456**	427	**–**	–
Customer deposits	**130**	45	**–**	–
	1,066	1,155	**–**	–
Other payables (non-trade):				
– immediate and ultimate holding company	**650**	–	**650**	–
– others	**216**	61	**34**	1
– GST payable	**9**	–	**9**	–
Accrued operating expenses	**481**	599	**122**	157
Accrued salaries and wages	**1,167**	1,138	**–**	–
	3,589	2,953	**815**	158

(a) The credit period for trade payables ranges from 30 to 90 days (2023: 30 to 90 days). No interest is charged on the outstanding balances of trade payables.

27 RELATED PARTY TRANSACTIONS

In addition to the related party information disclosed elsewhere in the financial statements, the Group entered into transactions with related parties during the financial year, on terms agreed between the parties, as shown below:

	Group	
	2024	**2023**
	S$'000	**S$'000**
Key management personnel compensation:		
The remuneration of executive directors and key management is as follows:		
Directors' fees	**112**	117
Short-term benefits	**833**	799
Post-employment benefits (including contribution to defined contribution plan)	**80**	74
	1,025	990
Comprised amounts paid/payable to:		
Directors of the Company	**542**	504
Key management personnel	**483**	486
	1,025	990

28 SEGMENT INFORMATION

The Group has the following three strategic divisions, which are its reportable segments. These divisions offer different services, and are managed separately. The Group's Chief Executive Officer (the chief operating decision maker) reviews internal management reports of each division at least quarterly. The following summary describes the operations in each of the Group's reportable segments:

(a) Engineering services

Sale and installation of scaffolding equipment, insulation and passive fire protection systems. Provision of workers on contract or ad-hoc basis for engineering services.

(b) Transportation services

Provision of bus services for public premium service routes, schools, corporates and ad hoc charters.

(c) Security and manpower services

Provision of security services, cleaning services and manpower staffing for aviation technicians.

(d) Others

Others relate to unallocated amounts that includes provision of management, treasury and administrative services.

Information regarding the results of each reportable segment is included below. Performance is measured based on segment profit (loss) before tax, as included in the internal management reports that are reviewed by the Group's CEO. Segment profit (loss) is used to measure performance as management believes that such information is the most relevant in evaluating the results of certain segments relative to other entities that operate within these industries.

28 SEGMENT INFORMATION (Cont'd)

(a) Segment revenues and results

The following is an analysis of the Group's revenue and results by reportable operating segments:

	Engineering services S$'000	Transportation services S$'000	Security and manpower services S$'000	Total for reportable segments S$'000	Others S$'000	Inter-segment eliminations S$'000	Total S$'000
Period ending 30 June 2024							
External revenues	**8,576**	**4,787**	**10,544**	**23,907**	**–**	**–**	**23,907**
Inter-segment revenue	**1,759**	**4**	**–**	**1,763**	**–**	**(1,763)**	**–**
External cost of sales	**(6,746)**	**(4,583)**	**(9,551)**	**(20,880)**	**–**	**–**	**(20,880)**
Inter-segment cost of sales	**(2,198)**	**–**	**–**	**(2,198)**	**–**	**2,198**	**–**
Finance costs	**(302)**	**(19)**	**(36)**	**(357)**	**–**	**–**	**(357)**
Depreciation of property, plant and equipment and amortisation of intangible assets	**(1,412)**	**(910)**	**(12)**	**(2,334)**	**(4)**	**–**	**(2,338)**
Reportable segment (loss)/profit before tax	**(292)**	**(225)**	**1,203**	**686**	**(2,537)**	**1,253**	**(598)**
Other material non-cash items:							
– Gain/(Loss) on disposal of property, plant and equipment	**35**	**(4)**	**–**	**31**	**–**	**(35)**	**(4)**
– Reversal of impairment loss on trade receivables	**49**	**–**	**–**	**49**	**–**	**–**	**49**
Capital expenditure	**(9,961)**	**(83)**	**–**	**(10,044)**	**–**	**–**	**(10,044)**
Period ending 30 June 2024							
As at 30 June 2024							
Reportable segment assets	**17,002**	**5,245**	**6,515**	**28,762**	**10,626**	**(14,413)**	**24,975**
Reportable segment liabilities	**13,931**	**1,289**	**4,159**	**19,379**	**987**	**(6,893)**	**13,473**

28 SEGMENT INFORMATION (Cont'd)

(a) Segment revenues and results (Cont'd)

The following is an analysis of the Group's revenue and results by reportable operating segments: (Cont'd)

	Engineering services S$'000	Transportation services S$'000	Security and manpower services S$'000	Total for reportable segments S$'000	Others S$'000	Inter-segment eliminations S$'000	Total S$'000
Period ending 30 June 2023							
External revenues	9,856	3,699	12,896	26,451	–	–	26,451
Inter-segment revenue	867	18	–	885	–	(885)	–
External cost of sales	(7,880)	(4,716)	(11,719)	(24,315)	–	–	(24,315)
Inter-segment cost of sales	(1,068)	–	–	(1,068)	–	1,068	–
Finance income	–	–	3	3	–	–	3
Finance costs	(78)	(30)	(47)	(155)	–	–	(155)
Depreciation of property, plant and equipment and amortisation of intangible assets	(830)	(1,238)	(35)	(2,103)	(3)	–	(2,106)
Reportable segment profit/(loss) before tax	177	(2,015)	816	(1,022)	(4,642)	2,963	(2,701)
Other material non-cash items:							
– Gain/(Loss) on disposal of property, plant and equipment	53	(648)	(19)	(614)	–	–	(614)
– Impairment loss on trade receivables	(42)	–	–	(42)	–	–	(42)
Capital expenditure	(1,862)	–	–	(1,862)	–	–	(1,862)
Period ending 30 June 2023							
As at 30 June 2023							
Reportable segment assets	11,001	6,710	6,109	23,820	10,358	(15,049)	19,129
Reportable segment liabilities	7,486	1,886	4,776	14,148	316	(7,234)	7,230

28 SEGMENT INFORMATION (Cont'd)

(b) Reconciliations of reportable segment revenues, profit or loss, assets and liabilities and other material items to SFRS(I) measures

	2024 S$'000	2023 S$'000
Revenues		
Total revenue for reportable segments	**25,670**	27,336
Elimination of inter-segment revenue	**(1,763)**	(885)
Consolidated revenue	**23,907**	26,451
Cost of sales		
Total cost of sales for reportable segments	**23,078**	25,383
Elimination of inter-segment cost of sales	**(2,198)**	(1,068)
Consolidated cost of sales	**20,880**	24,315
Profit or loss before tax		
Total profit/(loss) before tax for reportable segments	**686**	(1,022)
Elimination of inter-segment profits	**1,253**	2,963
Unallocated amounts	**(2,537)**	(4,642)
Consolidated loss before tax from continuing operations	**(598)**	(2,701)
Assets		
Total assets for reportable segments	**28,762**	23,820
Elimination of inter-segment assets	**(14,413)**	(15,049)
Other unallocated amounts	**10,626**	10,358
Consolidated total assets	**24,975**	19,129
Liabilities		
Total liabilities for reportable segments	**19,379**	14,148
Elimination of inter-segment liabilities	**(6,893)**	(7,234)
Other unallocated amounts	**987**	316
Consolidated total liabilities	**13,473**	7,230

(c) Geographical information

The engineering business, transportation business and security and manpower business are managed in Singapore.

(d) Major customers

Revenues from one (2023: one) customer of the Group's security and manpower business segment represents approximately S$5,215,000 (2023: S$7,455,000) of the Group's total revenues.

29 FINANCIAL INSTRUMENTS

i. Capital risk management

The primary objective of the Group's capital management is to ensure it maintains healthy capital ratios in order to continue as going concerns while maximising the return to stakeholders through the optimisation of the debt and equity balance. The Group's overall strategy remains unchanged from last year.

The Group is not subject to any significant externally imposed capital requirements.

Management reviews the capital structure of the Group and makes adjustment to it, in light of changes in economic conditions. Management considers the cost of capital and the risks associated with each class of capital. The Group monitors capital using the net debt-to-equity ratio. The Group's debt includes all liabilities (excluding current tax liabilities and deferred tax liabilities) less cash and bank balances. Equity includes all capital and reserves of the Group that are managed as capital.

	Group	
	2024	**2023**
	S$'000	**S$'000**
Net debt	**10,215**	3,702
Equity	**11,307**	11,899
Net debt-to-equity ratio	**0.90**	0.31

ii. Financial risk management objectives and policies

The Group is exposed to financial risks arising from its operations and the use of financial instruments. The Board of Directors reviews and agrees policies and procedures for the management of these risks. The Audit and Risk Committee provides independent oversight to the effectiveness of the risk management process. These risks include credit risk, interest rate risk and liquidity risk. The Group does not enter into or trade financial instruments, including derivative financial instruments, for speculative purposes.

There has been no change to the Group's exposure to these financial risks or the manner in which it manages and measures the risks. The following sections provide details regarding the Group's and the Company's exposure to the above-mentioned financial risks and the objectives, policies and processes for the management of these risks.

iii. Credit risk

Credit risk refers to the risk that counterparty will default on its contractual obligations resulting in financial loss to the Group. In order to minimise credit risk, the Group has adopted a policy of only dealing with creditworthy counterparties as a means of mitigating the risk of financial loss from defaults. The Group generally does not require collateral. The Group reviews the recoverable amount of each trade receivable on an individual basis at the end of the reporting period to ensure that adequate loss allowance is made for irrecoverable amounts.

29 FINANCIAL INSTRUMENTS (Cont'd)

iii. Credit risk (Cont'd)

At the reporting date, the Group does not have significant credit risk exposure to any individual customer's balance of trade receivables. The Group's maximum exposure to credit risk arises from the carrying amount of the respective recognised financial assets as present on the consolidated statement of financial position. The carrying amounts of financial assets and contract assets represent the Group's maximum exposures to credit risk. In addition, the Company is exposed to credit risk in relation to financial guarantees given to banks provided by the Company. The Company's maximum exposure in this respect is the maximum amount the Company is liable to pay if the guarantees are called on as disclosed in Note 23.

Trade receivables and contract assets

The Group's exposure to credit risk is influenced mainly by the individual characteristics of each customer. The Group has established a credit policy under which each new customer is analysed individually for creditworthiness before the Group's standard payment and delivery terms and conditions are offered. The Group also performs credit evaluation of the existing customers by taking into account past experience with the customers.

As disclosed in Note 3(r), Group uses a provision matrix to measure the lifetime expected credit loss allowance for trade receivables and contract assets. In measuring the expected credit losses, trade receivables and contract assets are grouped based on their shared credit risk characteristics and numbers of days past due. The contract assets have substantially the same risk characteristics as the trade receivables from the same type of customers. Therefore, the Group has concluded that the expected credit loss rates for trade receivables are a reasonable approximation of the loss rates for the contract assets. Loss rates are estimated based on actual credit loss experience over the past three years. These rates are adjusted to reflect differences between economic conditions during the year over which the historic data has been collected, current conditions and the Group's view of economic conditions over the expected lives of the receivables. The amount of ECLs on non-credit impaired trade receivables was negligible, and ECLs was recognised for credit impaired trade receivables

Further details on the loss allowance of the Group's credit risk exposure in relation to contract assets and trade receivables is disclosed in Notes 5 and 20 respectively.

Cash and cash equivalents and other financial assets

The cash and cash equivalents are held with bank and financial institution counterparties, with sound credit ratings. Other financial assets are inclusive of non-trade receivables, accrued receivables and deposits.

Impairment on cash and cash equivalents and other financial assets has been measured on the 12-month expected loss basis. The Group considers its cash and cash equivalents and other financial assets have low credit risk based on the external credit ratings of the counterparties. The amount of the allowance on cash and cash equivalents and other financial assets was negligible.

29 FINANCIAL INSTRUMENTS (Cont'd)

iii. Credit risk (Cont'd)

Guarantees

The Group's policy is to provide financial guarantees only for wholly-owned subsidiaries' liabilities. The Company issued guarantee to certain banks in respect of credit facilities granted to two subsidiaries (see Note 23). These guarantees are subject to the impairment assessment under SFRS(I) 9. The Company has assessed that the subsidiaries have strong financial capacity to meet the contractual cashflow obligations in the near future and hence, does not expect significant credit losses from the guarantees. The Company's assessment is based on qualitative and quantitative factors that are indicative of the risk of default (including but not limited management accounts and cash flow projections, and applying experienced credit judgement).

Credit risk grading guideline

The Group's dedicated risk management team management assesses and reports to the key management personnel the default risk of debtors using the following internal credit risk grading system:

Internal rating grades	Definition	Basis of recognition of expected credit loss (ECL)
i. Performing	The counterparty has a low risk of default and does not have any past-due amounts.	12-month ECL
ii. Under-performing	There has been a significant increase in credit risk since initial recognition.	Lifetime ECL (not credit-impaired)
iii. Non-performing	There is evidence indicating that the asset is credit-impaired.	Lifetime ECL (credit impaired)
iv. Write-off	There is evidence indicating that there is no reasonable expectation of recovery as the debtor is in severe financial difficulty.	Asset is written off

29 FINANCIAL INSTRUMENTS (Cont'd)

iii. Credit risk (Cont'd)

Credit risk exposure

The credit quality of the Group's financial assets, as well as maximum exposure to credit risk by credit risk rating grades is presented as follows:

	ECL	Gross carrying amount S$'000	Loss allowance S$'000	Net carrying amount S$'000
Group				
2024				
Trade receivables	Lifetime ECL (simplified)	5,099	–	5,099
Contract assets	Lifetime ECL (simplified)	1,057	–	1,057
2023				
Trade receivables	Lifetime ECL (simplified)	5,306	–	5,306
Trade receivables	Lifetime ECL (credit impaired)	49	(49)	–
Contract assets	Lifetime ECL (simplified)	1,510	–	1,510

The Group has applied the simplified approach to measure the loss allowance of trade receivables and contract assets based on lifetime ECL. The details of the loss allowance for these financial assets are disclosed in Notes 20 and 5 respectively.

iv. Liquidity risk

Liquidity risk is the risk that the Group will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Group's approach to managing liquidity is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Group's reputation.

The Group monitors its liquidity risk and maintains a level of cash and cash equivalents deemed adequate by management to finance the Group's operations and to mitigate the effects of fluctuations in cash flows.

In addition, the Group maintains the following lines of credit:

- S$200,000 overdraft facility that is secured by a guarantee from the Company. Interest would be payable at the bank's prime rate per annum.

- Term loan facilities amounting to S$10,700,000 with a tenor of five and seven years that is secured by guarantees from the Company and investment property of the Company, which has been drawn down to meet working capital requirements and investment property acquisition. Interest would be payable at the rate of 2.5% to 7.75% per annum.

29 FINANCIAL INSTRUMENTS (Cont'd)

iv. Liquidity risk (Cont'd)

The table below summarises the Group's and Company's remaining contractual maturities of financial liabilities, including interest payments.

	Carrying amount S$'000	Contractual cash flows S$'000	Within 1 year S$'000	Within 2-5 years S$'000
Group				
30 June 2024				
Trade and other payables*	**1,957**	**1,957**	**1,957**	**–**
Loans and borrowings	**9,401**	**10,487**	**2,858**	**7,629**
Lease liabilities	**439**	**478**	**227**	**251**
	11,797	**12,922**	**5,042**	**7,880**
30 June 2023				
Trade and other payables*	1,388	1,388	1,388	–
Loans and borrowings	3,641	3,817	2,979	838
Lease liabilities	587	613	356	257
	5,616	5,818	4,723	1,095

	Carrying amount S$'000	Contractual cash flows S$'000	Within 1 year S$'000	Within 2-5 years S$'000
Company				
30 June 2024				
Trade and other payables*	**806**	**806**	**806**	**–**
Recognised financial liabilities	**806**	**806**	**806**	**–**
Intra-group financial guarantee	**–**	**10,700**	**10,700**	**–**
	806	**11,506**	**11,506**	**–**
30 June 2023				
Trade and other payables*	158	158	158	–
Recognised financial liabilities	158	158	158	–
Intra-group financial guarantee	–	6,000	6,000	–
	158	6,158	6,158	–

* *Excludes GST payable and accrued salaries and wages.*

29 FINANCIAL INSTRUMENTS (Cont'd)

v. Market risk

Market risk is the risk that changes in market prices, such as interest rates will affect the Group's income or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return.

Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of the Group's and the Company's financial instruments will fluctuate because of changes in market interest rates.

Exposure to interest rate risk

The Group is exposed to interest rate risk because they obtain credit facilities from banks and financial institutions. The Group's policy is to obtain the most favourable interest rates available. Surplus funds are placed with reputable banks.

The Company is not exposed to interest rate fluctuation risks as the Company does not hold any variable interest-bearing financial instruments.

At the reporting date, the interest rate profile of the Group's interest-bearing financial instruments was as follows:

	Nominal amount Group	
	2024 S$'000	**2023 S$'000**
Group		
Fixed rate instruments		
Loans and borrowings	**(9,401)**	(3,641)
Lease liabilities	**(439)**	(587)
	(9,840)	(4,228)

30 SUBSEQUENT EVENTS

Subsequent to the financial year ended 30 June 2024, the Group's 51%-owned subsidiary, GPF Holdings Pte Ltd ("GPF"), had on 6 August 2024 been granted by Tiong Aik Construction Pte. Ltd., an unrelated third party, an option to purchase ("Option") in respect of the balance of the lease for Lot No. 4829X of Mukim 7 together with the buildings and structures erected thereon known as No. 4 Tuas South Street 11 Singapore 636896 ("Property"). The consideration for the Property is S$8,500,000, which will be funded through a combination of internal resources and bank borrowings. On 15 August 2024, GPF exercised the Option and the completion is expected to take place twelve weeks from the exercise of the Option and in any event, no later than 15 December 2024.

STATISTICS OF **SHAREHOLDINGS**

AS AT 16 SEPTEMBER 2024

Total Number of Issued Shares	:	106,000,000 shares
Total Number of Issued Shares (excluding Treasury Shares)	:	106,000,000
Class of Shares	:	Ordinary Shares
Voting Rights	:	One Vote Per Share
Number and percentage of treasury shares and subsidiary holdings	:	Nil

DISTRIBUTION OF SHAREHOLDERS BY SIZE OF SHAREHOLDINGS AS AT 16 SEPTEMBER 2024

SIZE OF SHAREHOLDINGS	NO. OF SHAREHOLDERS	%	NO. OF SHARES	%
1 – 99	0	0.00	0	0
100 – 1,000	36	38.30	30,900	0.03
1,001 – 10,000	16	17.02	68,100	0.06
10,001 – 1,000,000	32	34.04	6,286,000	5.93
1,000,001 AND ABOVE	10	10.64	99,615,000	93.98
TOTAL	**94**	**100.00**	**106,000,000**	**100.00**

TWENTY-ONE LARGEST SHAREHOLDERS AS AT 16 SEPTEMBER 2024

NO.	SHAREHOLDER'S NAME	NUMBER OF SHARES HELD	%
1	PTCC HOLDINGS PTE. LTD.	67,500,000	63.68
2	TAN AH HWA	9,000,000	8.49
3	POH SOON KENG	6,681,820	6.30
4	NG CHOON BENG	3,409,090	3.22
5	TAY CHOON WAH	3,409,090	3.22
6	KOH MOI	2,600,600	2.45
7	UOB KAY HIAN PTE LTD	2,485,000	2.34
8	POH TZE REN	1,771,000	1.67
9	ONG DAVID	1,500,000	1.42
10	TAN KOCK SING	1,258,400	1.19
11	CGS INTERNATIONAL SECURITIES SINGAPORE PTE. LTD.	877,000	0.83
12	CHNG BENG GUAN	500,000	0.47
13	NEO JOHNNY	500,000	0.47
14	TAN KEAN FATT	494,000	0.47
15	LUI SOOK FUN	350,000	0.33
16	TAY PENG TONG	304,300	0.29
17	LIM LEONG FATT	250,000	0.24
18	TAN KEE YONG (CHEN QIYONG)	250,000	0.24
19	TAN KEE YUEN (CHEN QIYUN)	250,000	0.24
20	LIM SZE LIEH LIONEL (LIN SILIE LIONEL)	248,000	0.23
21	TEO HUI LENG (ZHANG HUILING)	248,000	0.23
	TOTAL	**103,886,300**	**98.02**

STATISTICS OF **SHAREHOLDINGS**

AS AT 16 SEPTEMBER 2024

SUBSTANTIAL SHAREHOLDERS

Substantial Shareholders of the Company (as recorded in the Register of Substantial Shareholders) as at 16 September 2024.

	Direct Interest		Deemed Interest	
Name	**Number of Shares**	**%***	**Number of Shares**	**%***
PTCC Holdings Pte. Ltd.[(1)]	67,500,000	63.7	–	–
Poh Soon Keng[(1)]	9,161,820	8.6	67,500,000	63.7
Tan Ah Hwa	9,000,000	8.5	–	–
Tan Siew Lan[(1)]	–	–	67,500,000	63.7
Poh Pei Chi[(1)]	–	–	67,500,000	63.7

Notes:

(1) PTCC Holdings Pte. Ltd. is owned by our Executive Chairman and CEO, Mr Poh Soon Keng (26.7%), our Human Resource and Administration Director, Ms Tan Siew Lan (26.7%), Ms Poh Pei Chi (33.3%) and Mr Poh Cher Ying (13.3%). Ms Poh Pei Chi and Mr Poh Cher Ying are the children of Mr Poh Soon Keng and Ms Tan Siew Lan. Mr Poh Soon Keng, Ms Tan Siew Lan, and Ms Poh Pei Chi are deemed interested in the shares held by PTCC Holdings Pte. Ltd. in the Company pursuant to Section 4 of the Securities and Futures Act 2001.

* Percentages are calculated based on the issued number of shares of the Company of 106,000,000 shares (excluding treasury shares and subsidiary holdings) as at 16 September 2024.

SHAREHOLDING HELD IN PUBLIC HANDS

As at 16 September 2024, approximately 13.3% of the issued ordinary shares of the Company was held in the hands of the public (on the basis of information available to the Company). Accordingly, the Company had complied with Rule 723 of the Rules of Catalist of the Singapore Exchange Securities Trading Limited.

DISCLOSURE OF INFORMATION ON DIRECTORS SEEKING **RE-ELECTION PURSUANT TO RULE 720(5) OF THE RULES OF CATALIST OF THE SGX-ST (THE "CATALIST RULES")**

Mr Ng Choon Beng, Mr Guok Chin Huat Samuel and Mr Lim Tai Toon are the Directors seeking re-election at the forthcoming Annual General Meeting of the Company to be convened on 24 October 2024 ("**AGM**") (the "**Retiring Directors**").

Pursuant to Rule 720(5) of the Catalist Rules, the information relating to the Retiring Directors as set out in Appendix 7F to the Catalist Rules are as follows:

(a) Mr Ng Choon Beng

Date of Appointment	20 May 2022
Date of last re-appointment	27 October 2022
Age	59
Country of principal residence	Singapore
The Board's comments on this appointment (including rationale, selection criteria, board diversity considerations and the search and nomination process)	The re-election of Mr Ng Choon Beng as an Executive Director was recommended by the Nominating Committee, and the Board has accepted the recommendation, after taking into consideration Mr Ng's qualifications, expertise, past experience and overall contribution since he was appointed as a Director of the Company.
Whether appointment is executive, and if so, the area of responsibility	Executive, oversees the management and operations of the Group's engineering services business segment.
Job Title	Executive Director & Chief Operating Officer (Engineering)
Professional qualifications	1. Master's Degree in Business Administration from Newcastle Upon Tyne University, UK 2. Bachelor of Engineering (Honours) in Civil Engineering from Newcastle Upon Tyne University, UK 3. Chartered Diploma in Marketing from Chartered Institute of Marketing, UK 4. Diploma in Civil Engineering from Singapore Polytechnic
Working experience and occupation(s) during the past 10 years	1. 2017 to current: Chief Operating Officer, Engineering, Aedge Technologies Pte. Ltd. 2. 2015 to current: Director, SAE Resources & Technologies Pte. Ltd. 3. 2011 to 2015: Regional Business Development Director, Harsco Infrastructure Singapore Pte. Ltd.
Shareholding interest in the listed issuer and its subsidiaries	3,409,090
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	No

DISCLOSURE OF INFORMATION ON DIRECTORS SEEKING **RE-ELECTION PURSUANT TO RULE 720(5) OF THE RULES OF CATALIST OF THE SGX-ST (THE "CATALIST RULES")**

Conflict of Interest (including any competing business)	No
Undertaking (in the format set out in Appendix 7H) under Rule 720(1) has been submitted to the listed issuer	Yes
Other Principal Commitments Including Directorships Past (for the last 5 years): Present:	Nil Nil
(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
(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
(c) Whether there is any unsatisfied judgment against him?	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
(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

DISCLOSURE OF INFORMATION ON DIRECTORS SEEKING **RE-ELECTION PURSUANT TO RULE 720(5) OF THE RULES OF CATALIST OF THE SGX-ST (THE "CATALIST RULES")**

(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
(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
(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
(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
(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 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 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

DISCLOSURE OF INFORMATION ON DIRECTORS SEEKING **RE-ELECTION PURSUANT TO RULE 720(5) OF THE RULES OF CATALIST OF THE SGX-ST (THE "CATALIST RULES")**

iv. any entity or business trust which has been investigated for a breach of any law or regulatory requirement that relates to the securities or futures industry in Singapore or elsewhere in connection with any matter occurring or arising during that period when he was so concerned with the entity or business trust?	
(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

Disclosure applicable to the appointment of Director only	
Any prior experience as a director of a listed company? If yes, please provide details of prior experience. 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. 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.

DISCLOSURE OF INFORMATION ON DIRECTORS SEEKING **RE-ELECTION PURSUANT TO RULE 720(5) OF THE RULES OF CATALIST OF THE SGX-ST (THE "CATALIST RULES")**

(b) Mr Guok Chin Huat Samuel

Date of Appointment	20 May 2022
Date of last re-appointment	27 October 2022
Age	68
Country of principal residence	Singapore
The Board's comments on this appointment (including rationale, selection criteria, board diversity consideration and the search and nomination process)	The re-election of Mr Guok Chin Huat Samuel as the Independent Non-Executive Director was recommended by the Nominating Committee, and the Board has accepted the recommendation, after taking into consideration Mr Guok's qualifications, expertise, past experience and overall contribution since he was appointed as a Director of the Company.
Whether appointment is executive, and if so, the area of responsibility	Independent Non-Executive
Job Title	Independent Non-Executive Director, Chairman of the Remuneration Committee and a member of the Audit and Risk Committee
Professional qualifications	Bachelor of Science, Majors in Finance and International Economics, Minor in Chemistry, Boston University
Working experience and occupation(s) during the past 10 years	1. February 1995 to current: Director of StarHealth Pte. Ltd. 2. March 2010 to June 2023: Independent Director of Global Palm Resources Holdings Ltd 3. December 2010 to June 2022: Independent Non-Executive Director of Redwood Group Limited 4. March 2017 to December 2020: Independent Director of Asiatravel.Com Holdings Ltd. 5. October 2017 to August 2023: Independent Director of RE&S Holdings Limited 6. November 2018 to current: Director of Tellus Asset Management Pte. Ltd. 7. December 2019 to July 2023: Independent Director of International Cement Group Ltd. 8. March 2008 to July 2017: Chairman & Independent Director of Bukit Sembawang Estates Ltd 9. August 2012 to December 2017: Independent Director of Datapulse Technology Limited
Shareholding interest in the listed issuer and its subsidiaries	Nil

DISCLOSURE OF INFORMATION ON DIRECTORS SEEKING **RE-ELECTION PURSUANT TO RULE 720(5) OF THE RULES OF CATALIST OF THE SGX-ST (THE "CATALIST RULES")**

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	No
Conflict of Interest (including any competing business)	No
Undertaking (in the format set out in Appendix 7H) under Rule 720(1) has been submitted to the listed issuer	Yes
Other Principal Commitments Including Directorships Past (for the last 5 years): Present:	1. Asiatravel.Com Holdings Ltd 2. Redwood Group Limited 3. RE&S Holdings Limited 4. Global Palm Resources Holdings Ltd. 5. International Cement Group Ltd. 1. StarHealth Pte Ltd 2. Tellus Asset Management Pte. Ltd.
(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
(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
(c) Whether there is any unsatisfied judgment against him?	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

DISCLOSURE OF INFORMATION ON DIRECTORS SEEKING **RE-ELECTION PURSUANT TO RULE 720(5) OF THE RULES OF CATALIST OF THE SGX-ST (THE "CATALIST RULES")**

(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
(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
(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
(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
(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
(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 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 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

DISCLOSURE OF INFORMATION ON DIRECTORS SEEKING **RE-ELECTION PURSUANT TO RULE 720(5) OF THE RULES OF CATALIST OF THE SGX-ST (THE "CATALIST RULES")**

iv. any entity or business trust which has been investigated for a breach of any law or regulatory requirement that relates to the securities or futures industry in Singapore or elsewhere in connection with any matter occurring or arising during that period when he was so concerned with the entity or business trust?	
(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

Disclosure applicable to the appointment of Director only	
Any prior experience as a director of a listed company? If yes, please provide details of prior experience. 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. 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.

DISCLOSURE OF INFORMATION ON DIRECTORS SEEKING **RE-ELECTION PURSUANT TO RULE 720(5) OF THE RULES OF CATALIST OF THE SGX-ST (THE "CATALIST RULES")**

(c) Mr Lim Tai Toon

Date of Appointment	2 November 2023
Date of last re-appointment	N.A.
Age	63
Country of principal residence	Singapore
The Board's comments on this appointment (including rationale, selection criteria, board diversity considerations and the search and nomination process)	The re-election of Mr Lim Tai Toon as the Lead Independent Director was recommended by the Nominating Committee, and the Board has accepted the recommendation, after taking into consideration Mr Lim's qualifications, expertise, past experience and overall contribution since he was appointed as a Director of the Company.
Whether appointment is executive, and if so, the area of responsibility	Independent Non-Executive
Job Title	Lead Independent Director, Chairman of the Audit and Risk Committee and a member of the Remuneration Committee and Nominating Committee
Professional qualifications	1. Master of Business (Information Technology) from Curtin University of Technology, Australia 2. Master of Business Administration from Henley Management College, UK 3. Bachelor of Accountancy from National University of Singapore 4. Fellow Chartered Accountant of The Institute of Singapore Chartered Accountants
Working experience and occupation(s) during the past 10 years	1. 2010 to April 2024: Lead Independent Director, Chairman of Audit Committee ("**AC**"), member of the Nominating Committee ("**NC**") and Remuneration Committee ("**RC**") of Medtecs International Corporation Limited 2. 2018 to current: Lead Independent Director and Chairman of AC, member of NC and RC of Medinex Ltd 3. 2020 to 2019: Adjunct lecturer of Loughborough University 4. March 2021 to April 2024: General Manager, Student Castle Property Management Service (UK) with Cuscaden Peak Investment 5. 2017 to current: Chairman, Food Studio Holding 6. 2017 to current: Ark Holding, Ark Exchange
Shareholding interest in the listed issuer and its subsidiaries	Nil

DISCLOSURE OF INFORMATION ON DIRECTORS SEEKING **RE-ELECTION PURSUANT TO RULE 720(5) OF THE RULES OF CATALIST OF THE SGX-ST (THE "CATALIST RULES")**

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	No
Conflict of Interest (including any competing business)	No
Undertaking (in the format set out in Appendix 7H) under Rule 720(1) has been submitted to the listed issuer	Yes
Other Principal Commitments Including Directorships Past (for the last 5 years):	1. Medtecs International Limited 2. IJC Holdings Pte. Ltd. 3. LS Holdings Pte. Ltd. 4. The Science Kitchen Asia Inc Pte. Ltd. 5. Veles Solutions Pte. Ltd. 6. 3DH International Pte. Ltd. The following directorships relate to past employment with Student Castle Property Management Service (UK): 7. Student Castle Developments Limited 8. SC Midco Limited 9. SC Osney Lane Limited 10. SC Osney Lane Management Limited 11. SC Pelham Terrace Management Limited 12. SC Pelham Terrace Limited 13. SC Walmgate Limited 14. SC Walmgate Management Limited 15. SC Mitchams Corner Limited 16. SC Mitchams Corner Management Limited 17. SC Pulteney Road Limited 18. SC Pulteney Road Management Limited 19. SC Claypath Limited 20. SC Claypath Management Limited 21. SC Causewayside Limited 22. Privilege L&S Limited 23. Hampton Square Living Limited 24. Privilege Southampton Limited 25. Straits One (Jersey) Limited 26. Straits Two (Jersey) Limited 27. Straits Three (Jersey) Limited 28. WG (Propco) Limited 29. NNP (Propco) Limited

DISCLOSURE OF INFORMATION ON DIRECTORS SEEKING **RE-ELECTION PURSUANT TO RULE 720(5) OF THE RULES OF CATALIST OF THE SGX-ST (THE "CATALIST RULES")**

Present:	1. Medinex Limited 2. Ark Exchange Private Limited 3. Ark Holding Pte. Ltd. 4. Food Studio Holding Pte. Ltd. 5. House on the Moon Pte. Ltd. 6. Jiehuimin LLP 7. Food Studio Pvt Ltd (Sri Lanka)
(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
(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
(c) Whether there is any unsatisfied judgment against him?	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
(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

DISCLOSURE OF INFORMATION ON DIRECTORS SEEKING **RE-ELECTION PURSUANT TO RULE 720(5) OF THE RULES OF CATALIST OF THE SGX-ST (THE "CATALIST RULES")**

(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
(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
(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
(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
(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 (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 (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 (iv) any entity or business trust which has been investigated for a breach of any law or regulatory requirement that relates to the securities or futures industry in Singapore or elsewhere in connection with any matter occurring or arising during that period when he was so concerned with the entity or business trust?	No

DISCLOSURE OF INFORMATION ON DIRECTORS SEEKING **RE-ELECTION PURSUANT TO RULE 720(5) OF THE RULES OF CATALIST OF THE SGX-ST (THE "CATALIST RULES")**

(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

Disclosure applicable to the appointment of Director only	
Any prior experience as a director of a listed company? If yes, please provide details of prior experience. 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. 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.

NOTICE OF **ANNUAL GENERAL MEETING**

NOTICE IS HEREBY GIVEN THAT the Annual General Meeting ("**AGM**") of **AEDGE GROUP LIMITED** (the "**Company**") will be held at **SAFRA Toa Payoh, Level 3, Lorong 6 Toa Payoh, Singapore 319387** on Thursday, 24 October 2024 at 10.00 a.m. to transact the following business.

AS ORDINARY BUSINESS

1. To receive and adopt the Audited Financial Statements of the Company for the financial year ended 30 June 2024 together with the Statement of Directors and the Independent Auditor's Report thereon. **Resolution 1**

2. To approve the payment of Directors' Fees of S$112,000 for the financial year ended 30 June 2024 (FY2023: S$117,000). **Resolution 2**

3. To re-elect Mr Ng Choon Beng, a Director who is retiring pursuant to Regulation 98 of the Company's Constitution. **Resolution 3**

   [See Explanatory Note (i)]

4. To re-elect Mr Guok Chin Huat Samuel, a Director who is retiring pursuant to Regulation 98 of the Company's Constitution. **Resolution 4**

   [See Explanatory Note (ii)]

5. To re-elect Mr Lim Tai Toon, a Director who is retiring pursuant to Regulation 102 of the Company's Constitution. **Resolution 5**

   [See Explanatory Note (iii)]

6. To re-appoint Messrs Moore Stephens LLP as the Auditors of the Company and to authorise the Directors of the Company to fix their remuneration. **Resolution 6**

AS SPECIAL BUSINESS

To consider and, if thought fit, to pass the following resolutions, with or without modifications:

7. **AUTHORITY TO ALLOT AND ISSUE SHARES UNDER THE AEDGE PERFORMANCE SHARE PLAN** **Resolution 7**

   "THAT pursuant to Section 161 of the Companies Act 1967 and the provisions of the Aedge Performance Share Plan ("**PSP**"), approval 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 share capital of the Company as may be required to be issued pursuant to the vesting of awards granted under the PSP, provided always that the aggregate number of additional ordinary Shares to be allotted and issued pursuant to the PSP, when aggregated with the aggregate number of Shares over which options and awards are granted under any other share option schemes or share schemes of the Company, shall not exceed 15% of the total number of issued Shares (excluding treasury shares and subsidiary holdings) of the Company from time to time."

   [See Explanatory Note (iv)]

8. **AUTHORITY TO ALLOT AND ISSUE SHARES** **Resolution 8**

"THAT pursuant to Section 161 of the Companies Act 1967 and the Rules of Catalist of the Singapore Exchange Securities Trading Limited ("**SGX-ST**"), authority be and is hereby given to the Directors of the Company to (i) issue and allot new shares ("**Shares**") in the capital of the Company (whether by way of rights, bonus or otherwise); and/or 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 (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:

(1) the aggregate number of the Shares to be issued pursuant to such authority (including the Shares to be issued in pursuance of Instruments made or granted pursuant to such authority), does not exceed 100% of the total number of issued Shares (excluding treasury shares and subsidiary holdings) in the capital of the Company (as calculated in accordance with paragraph (2) below), and provided further that where shareholders of the Company ("**Shareholders**") are not given the opportunity to participate in the same on a pro-rata basis ("**non pro-rata basis**"), then the Shares to be issued under such circumstances (including the Shares to be issued in pursuance of Instruments made or granted pursuant to such authority) shall not exceed 50% of the total number of issued Shares (excluding treasury shares and subsidiary holdings) in the capital of the Company (as calculated in accordance with paragraph (2) below);

(2) (Subject to such manner of calculation as may be prescribed by the SGX-ST) for the purpose of determining the aggregate number of the Shares that may be issued under paragraph (1) above, the total number of issued Shares (excluding treasury shares and subsidiary holdings) shall be based on the issued Shares of the Company (excluding treasury shares and subsidiary holdings) at the time such authority was conferred, after adjusting for:

   (a) new Shares arising from the conversion or exercise of any convertible securities;

   (b) new Shares arising from the exercising of share options or the vesting of share awards which are outstanding or subsisting at the time this resolution is passed, provided that the share options or share awards were granted in compliance with Part VIII of Chapter 8 of the Catalist Rules of the SGX-ST; and

   (c) any subsequent consolidation or subdivision of the Shares;

(3) in exercising the authority conferred by this Resolution, the Company shall comply with the requirements imposed by the SGX-ST from time to time and the provisions of the Rules of Catalist of the SGX-ST for the time being in force (in each case, unless such compliance has been waived by the SGX-ST), all applicable legal requirements under the Companies Act and otherwise, and the Constitution of the Company for the time being; and unless revoked or varied by the Company in a general meeting, the authority so conferred shall continue to be 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 earlier."

[See Explanatory Note (v)]

9. **PROPOSED DIVERSIFICATION** **Resolution 9**

(1) approval be and is hereby given for the diversification by the Company and its subsidiaries of its core business ("**Proposed Diversification**") to include:

(a) property development activities including the acquisition, development, disposal and/or leasing of various types of properties, including but not limited to hospitality, commercial (retail and office), industrial, foreign workers' dormitories and student dormitories ("**Property Related Assets**");

(b) the redevelopment of existing buildings and undertaking asset enhancement works to add value to the properties acquired for the purposes of increasing capital value and realising such increased capital value with the objective of achieving the sale and/or leasing of the properties;

(c) the investment or acquisition or otherwise disposal of:– (i) any Property Related Assets; and/or (ii) investments, shares and/or other interests in any entity that holds Property Related Assets and/or is in the business of property development, property investment and property management, including but not limited to holding of Property Related Assets as long term investment for the collection of rent, capital growth potential and/or provision of property related services and facilities; and

(d) the management of Property Related Assets; and

(2) the Directors or any of them be and are hereby authorised to exercise such discretion to complete and do all such acts and things, including without limitation, to sign, seal, execute and deliver all such documents and deeds, and to approve any amendment, alteration or modification to any document, as they or he may consider necessary, desirable or expedient or in the interest of the Company to give effect to the matters referred to in paragraph (1) above.

[See Explanatory Note (vi)]

BY ORDER OF THE BOARD

POH SOON KENG
EXECUTIVE CHAIRMAN AND CHIEF EXECUTIVE OFFICER

9 October 2024

Explanatory Notes:

(i) Mr Ng Choon Beng will, upon re-election as a Director of the Company, remain as an Executive Director of the Company.

(ii) Mr Guok Chin Huat Samuel will, upon re-election as a Director of the Company, remain as an Independent Director, the Chairman of the Remuneration Committee and a member of Audit and Risk Committee. The Board considers Mr Guok Chin Huat Samuel to be independent for the purposes of Rule 704(7) of the Catalist Rules.

(iii) Mr Lim Tai Toon will, upon re-election as a Director of the Company, remain as the Lead Independent Director, the Chairman of the Audit and Risk Committee and a member of the Nominating Committee and Remuneration Committee. The Board considers Mr Lim Tai Toon to be independent for the purposes of Rule 704(7) of the Catalist Rules.

Detailed information on Mr Ng Choon Beng, Mr Guok Chin Huat Samuel and Mr Lim Tai Toon can be found under the "Board of Directors" and "Disclosure of information on directors seeking re-election pursuant to Rule 720(5) of the Catalist Rules" sections in the Company's Annual Report 2024.

(iv) The proposed ordinary resolution 7, if passed, will empower the Directors of the Company to allot and issue Shares in the Company with the aggregate number of Shares over which options or awards are granted under any other share option schemes or share schemes of our Company, collectively of up to a number not exceeding in total 15% of the total number of issued Shares (excluding treasury shares and subsidiary holdings) in the share capital of the Company from time to time pursuant to the grant of share awards under the PSP.

(v) The proposed ordinary resolution 8, if passed, will empower the Directors of the Company from the date of this AGM until the date of the next AGM, or the date by which the next AGM is required by law to be held or the date such authority is revoked by the Company in a general meeting, whichever is the earliest, to issue shares in the Company up to an amount not exceeding 100% of the total number of issued shares in the capital of the Company with a sub-limit of 50% other than on a pro-rata basis to shareholders for the time being for such purposes as they consider would be in the interest of the Company.

(vi) The proposed ordinary resolution 9 is to approve the Proposed Diversification. Please refer to the Appendix to the Annual Report 2024 for more information on the Proposed Diversification.

Notes:–

1. Printed copies of this notice of AGM (the "**Notice**"), Proxy Form and Request Form will be sent to members by post. Printed copies of the Annual Report 2024 and Appendix to the Annual Report 2024 will not be sent to members. A member may request a printed copy of the Annual Report 2024 and Appendix to the Annual Report 2024 by completing the Request Form. The Notice, Proxy Form, Request Form, Annual Report 2024 and Appendix to the Annual Report 2024 are also published on the SGX website at the URL https://www.sgx.com/securities/company-announcements and the Company's website at the URL https://www.aedge.com.sg/.

Appointment of Proxies

2. A member of the Company who is entitled to attend and vote at the AGM and who is not a relevant intermediary is entitled to appoint not more than two (2) proxies to attend and vote in his/her stead. Where such member appoints more than one (1) proxy, he/she shall specify the proportion of his/her shareholding to be represented by each proxy and if no percentage is specified, the first named proxy shall be deemed to represent 100 per cent of his/her shareholding and any second named proxy shall be deemed to be an alternate to the first named proxy. If the appointer is a corporation, the proxy must be executed under seal or the hand of its duly authorised officer or attorney. Where an instrument appointing proxy(ies) 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 is submitted by post, be lodged with the instrument or, if the instrument is submitted electronically via email, be emailed with the instrument, failing which the instrument may be treated as invalid.

3. A member of the Company who is entitled to attend and vote at the AGM and who is a relevant intermediary is entitled to appoint more than two (2) proxies to attend and vote in its stead. Where such member appoints more than one (1) proxy, the number and class of shares in relation to which each proxy has been appointed shall be specified in the form of proxy.

4. Investors who hold shares through relevant intermediaries who wish to participate in the AGM should approach their respective agents at least (7) seven working days before the AGM, so that the necessary arrangements can be made by the relevant agents for their participating in the AGM.

"Relevant Intermediary" has the meaning ascribed to it in Section 181 of the Companies Act 1967 of Singapore.

5. A proxy, including the Chairman of the AGM, need not be a member of the Company.

6. Where a member (whether individual or corporate) appoints the Chairman of the AGM as his/her/its proxy, he/she/it must give specific instructions as to voting, or abstentions from voting, in respect of the resolutions, failing which, the appointment of the Chairman of the AGM as proxy for the resolutions will be treated as invalid.

7. The instrument or form appointing a proxy, duly executed, must be submitted (a) via email to sg.is.proxy@sg.tricorglobal.com; or (b) by post to the office of the Company's Share Registrar, Tricor Barbinder Share Registration Services at 9 Raffles Place, #26-01 Republic Plaza, Singapore 048619, in each case, no later than 10.00 a.m. on 21 October 2024 (being not less than 72 hours before the time appointed for holding the AGM) in order for the proxy to be entitled to attend and vote at the AGM.

Submission of Questions

8. Members or their appointed proxy(ies) may pre-submit questions relating to the resolutions to be tabled for approval at the AGM (a) via email to agmqueries@aedge.com.sg; or (b) by post to the Company's registered office at 4009 Ang Mo Kio Avenue 10, #04-33 Tech Place 1, Singapore 569738, by **5.00 p.m. on 16 October 2024**.

9. Members who pre-submit questions via email or by post to the Company must provide their full name as it appears in the CDP records, address, contact number, email address, number of shares in the Company for verification. Questions submitted by members whose identification details are lacking will not be entertained.

10. For questions submitted in advance of the AGM, the Company will provide responses to all substantial and relevant questions by publication on the SGX website and the Company's website by 18 October 2024, to facilitate members' votes and to allow members to make an informed decision on the resolutions to be tabled at the AGM. Questions received after **5.00 p.m. on 16 October 2024** will be addressed at the AGM.

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 or service providers) for the purpose of the processing, administration and analysis by the Company (or its agents or service providers) 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 or service providers) 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 or service providers), the member has obtained the prior consent of such proxy(ies) and/or representative(s) for the collection, use and disclosure by the Company (or its agents or service providers) of the personal data of such proxy(ies) and/or representative(s) for the Purposes, and (iii) agrees that the member will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the member's breach of warranty.

Photographic, sound and/or video recordings of the AGM may be made by the Company for record keeping and to ensure the accuracy of the minutes prepared of the AGM. Accordingly, the personal data of a member of the Company and/or his proxy(ies) and/or representative(s) (such as his/her name and his/her presence at the AGM) may be recorded by the Company for such purpose.

AEDGE GROUP LIMITED
(the "**Company**")
(Company Registration No.: 201933214E)
(Incorporated in the Republic of Singapore)

PROXY FORM
ANNUAL GENERAL MEETING

IMPORTANT:

1. Printed copies of the Notice of Annual General Meeting ("**AGM**"), Proxy Form and Request Form will be sent to members by post. Electronic copies of the Notice of AGM, Proxy Form, Request Form, Annual Report 2024 and Appendix to the Annual Report 2024 are published on the SGX website at the URL https://www.sgx.com/securities/company-announcements and the Company's website at the URL https://www.aedge.com.sg/.
2. This Proxy Form is not valid for use and shall be ineffective for all intents and purposes if used or purported to be used by investors who hold shares through relevant intermediaries. Investors who hold shares through relevant intermediaries who wish to vote or appoint proxy(ies) should approach their respective agents to submit their votes at least seven working days before the AGM.
3. By submitting an instrument appointing a proxy(ies) and/or representative(s), the member accepts and agrees to the personal data privacy terms set out in the Notice of AGM dated 9 October 2024.

I/We*, _____ _____
(Name) *(NRIC/Passport No./Company Registration No.*)*

of _____
(Address)

being a member/members* of Aedge Group Limited (the "**Company**"), hereby appoint:–

Name	**NRIC/Passport Number**	**Proportion of Shareholdings**	
		Number of Shares	**%**
Address			

and/or (delete where appropriate)

Name	**NRIC/Passport Number**	**Proportion of Shareholdings**	
		Number of Shares	**%**
Address			

as *my/our *proxy/proxies to attend and vote for *me/us on *my/our behalf at the Annual General Meeting of the Company to be held at SAFRA Toa Payoh, Level 3, Lorong 6 Toa Payoh, Singapore 319387 on Thursday, 24 October 2024 at 10 a.m. and at any adjournment thereof. *I/We direct *my/our *proxy/proxies to vote for or against the Resolutions to be proposed at the Annual General Meeting as indicated with an "X" in the spaces provided hereunder. If no specific directions as to voting are given, the *proxy/proxies will vote or abstain from voting at *his/her/their discretion.

NO.	**ORDINARY RESOLUTIONS**	**VOTING**		**ABSTAIN FROM VOTING****
		FOR**	**AGAINST****	
ORDINARY BUSINESS				
1.	To receive and adopt the Audited Financial Statements of the Company for the financial year ended 30 June 2024, together with the Statement of Directors and the Independent Auditor's Report thereon.			
2.	To approve the payment of Directors' Fees of S$112,000 for the financial year ended 30 June 2024.			
3.	To re-elect Mr Ng Choon Beng as a Director under Regulation 98 of the Company's Constitution.			
4.	To re-elect Mr Guok Chin Huat Samuel as a Director under Regulation 98 of the Company's Constitution.			
5.	To re-elect Mr Lim Tai Toon as a Director under Regulation 102 of the Company's Constitution.			
6.	To re-appoint Messrs Moore Stephens LLP as Auditors and to authorise the Directors to fix their remuneration.			
SPECIAL BUSINESS				
7.	Authority to allot and issue shares under the Aedge Performance Share Plan.			
8.	Authority to allot and issue shares.			
9.	Proposed diversification of business			

* Delete as appropriate
** Voting will be conducted by poll. Please indicate your vote "For", Against" or "Abstain" in respect of all your shares for each resolution with an "X" within the box provided. Alternatively, you may indicate the number of shares you wish to vote "For", Against" or "Abstain" for each resolution in the relevant box.

Dated this _____ day of _____ 2024

Total Number of Shares held in:	**No. of Shares**
CDP Register	
Register of Members	

_____
Signature(s) of member(s) or
Common Seal of Corporate Shareholder

IMPORTANT: PLEASE READ NOTES OVERLEAF.

NOTES:

1. If the member has shares entered against his/her name in the Depository Register (maintained by The Central Depository (Pte) Limited), he/she should insert that number of shares. If the member has shares registered in his/her name in the Register of Members (maintained by or on behalf of the Company), he/she should insert that number of shares. If the member has shares entered against his/her name in the Depository Register and shares registered in his/her name in the Register of Members, he/she should insert the aggregate number of shares. If no number is inserted, this form of proxy (the "**Proxy Form**") will be deemed to relate to all the shares held by the member.

2. (a) A member of the Company who is entitled to attend and vote at the AGM and who is not a relevant intermediary is entitled to appoint not more than two (2) proxies to attend and vote in his/her stead. Where such member appoints more than one (1) proxy, he/she shall specify the proportion of his/her shareholding to be represented by each proxy and if no percentage is specified, the first named proxy shall be deemed to represent 100 per cent of his/her shareholding and any second named proxy shall be deemed to be an alternate to the first named proxy. If the appointer is a corporation, the proxy must be executed under seal or the hand of its duly authorised officer or attorney.

   (b) A member of the Company who is entitled to attend and vote at the AGM and who is a relevant intermediary is entitled to appoint more than two (2) proxies to attend and vote in its stead. Where such member appoints more than one (1) proxy, the number and class of shares in relation to which each proxy has been appointed shall be specified in the form of proxy.

3. A proxy, including the Chairman of the AGM, need not be a member of the Company.

4. A member of the Company, which is a corporation, is entitled to appoint its authorised representative or proxy to vote on its behalf.

Please fold here

PROXY FORM

Affix
Postage
Stamp

The Share Registrar
AEDGE GROUP LIMITED
Tricor Barbinder Share Registration Services
9 Raffles Place
#26-01 Republic Plaza
Singapore 048619

Please fold here

5. The instrument or form appointing a proxy, duly executed, must be submitted (a) by post to the office of the Company's Share Registrar, Tricor Barbinder Share Registration Services at 9 Raffles Place, #26-01 Republic Plaza, Singapore 048619; or (b) via email to sg.is.proxy@sg.tricorglobal.com, in each case, no later than 10.00 a.m. on 21 October 2024 (being not less than 72 hours before the time appointed for holding the AGM) in order for the proxy to be entitled to attend and vote at the AGM.

6. Where a Proxy Form 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 Proxy Form, failing which the Proxy Form may be treated as invalid.

7. Where a member (whether individual or corporate) appoints the Chairman of the AGM as his/her/its proxy, he/she/it must give specific instructions as to voting, or abstentions from voting, in respect of the resolutions, failing which, the appointment of the Chairman of the AGM as proxy for the resolutions will be treated as invalid.

8. The Company shall be entitled to reject a Proxy Form which is incomplete, improperly completed, illegible or where the true intentions of the appointor are not ascertainable from the instructions of the appointor specified on the Proxy Form. In addition, in the case of shares entered in the Depository Register, the Company may reject a Proxy Form (or any related attachment) if the member, being the appointor, is not shown to have shares entered against his 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.

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AEDGE GROUP LIMITED
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#04-33 Tech Place I,
Singapore 569738

+6564587645
info@aedge.com.sg