You should read the following discussion and analysis in conjunction with our consolidated financial information and notes thereto set forth in the Accountants' Report as set out in Appendix I to this document and our selected historical consolidated financial information and operating data included elsewhere in this document. The historical financial information included as Appendix I has been prepared in accordance with the accounting policies which conform with the IFRS Accounting Standards as issued by the IASB.

The following discussion and analysis contain certain forward-looking statements that reflect our current views with respect to future events and our financial performance. These statements are based on assumptions and analyses made by us in light of our experience and perception of historical trends, current conditions and expected future developments, as well as other factors we believe are appropriate under the circumstances. However, whether actual outcomes and developments will meet our expectations and predictions depends on a number of risks and uncertainties over which we do not have control. In evaluating our business, you should carefully consider the information provided in this document, including the sections headed "Risk Factors" and "Business".

The following discussion and analysis also contain certain amounts and percentage figures that have been subject to rounding adjustments. Accordingly, figures shown as totals in certain tables may not be an arithmetic aggregation of the figures preceding them and all monetary amounts shown are approximate amounts only.

OVERVIEW

We are the largest container depot operator in Singapore and the second largest in Southeast Asia with a market share of 16.2% and 5.9% respectively in terms of container throughput in 2025, according to the Frost & Sullivan Report, serving mainly container shipping lines and container leasing companies operating in the ASEAN region and the PRC. Headquartered in Singapore with operations in the PRC, Hong Kong, Malaysia, Thailand and Vietnam, as at the Latest Practicable Date, we operate 18 container depots across 10 locations with the ability to offer a range of container and logistic related services. We derived our revenues primarily under the following three main business segments: (i) container depot operations; (ii) warehousing and CFS; and (iii) container sales and new-build container inspection. In addition, we also derived revenue from the provision of freight forwarding services in Qingdao, PRC incidental to our container depot operations to remain competitive and support our container depot operations in this location.

For the years ended 31 December 2023, 2024 and 2025, our revenue was approximately S$155.5 million, S$165.0 million and S$149.2 million, respectively, whilst our Group's reported net profit for the same periods was approximately S$8.4 million, S$11.6 million and S$13.3 million, respectively. Our revenue increased from the year ended 31 December 2023 to 2024, which was primarily attributable to: (i) the increase in revenue generated from our container sales and new-build container inspection as a result of the increasing demand from certain customers due to Red Sea crisis; and (ii) the increase in revenue generated from other (freight forwarding services in Qingdao) as a result of the fluctuating freight rates during 2024. Our revenue decreased from the year ended 31 December 2024 to 2025, which was primarily attributable to decrease in storage, handling and repair volumes in Singapore, closure of warehouse business in Hong Kong and a decline in handling and warehouse revenue in the PRC. For further details on the impact of the key changes in global shipping market conditions during the Track Record Period on the Group and the industry as a whole, please refer to the paragraphs headed "Business – Changes in global shipping market conditions during the Track Record Period" in this document.

BASIS OF PREPARATION

Our historical financial information has been prepared in accordance with the accounting policies which conform with IFRS Accounting Standards as issued by the IASB.

The historical financial information have been prepared on the historical cost basis except for certain financial instruments that are measured at fair value at the end of each reporting period. For further details, please refer to Notes 2 and 4 to the Accountants' Report as set out in Appendix I to this document.

PRINCIPAL FACTORS AFFECTING OUR RESULTS OF OPERATIONS

Our Group's business, results of operations and financial conditions have been and are expected to be affected by a number of principal factors, including those set out below and in the section headed "Risk Factors" in this document:

Range of services and goods offerings

Our range of services and goods offerings directly affects our results of operations and financial condition. Our business segments comprise (i) container depot operations; (ii) warehousing and CFS; (iii) container sale and new-build container inspection; and (iv) other (freight forwarding services in Qingdao), each with its own distinctive features, pricing policy and cost components. Furthermore, we may experience different TEU throughput and/or demands from our container depot operations, and one-off purchases and services in our container sales and new-build container inspection segment. Consequently, any variations in such factors may directly impact our gross profit margins. Thus, our results of operations may vary from period to period as a result of the changes in our revenue composition from our different business segments in the future.

Fluctuations in trade volume and flow

As a container depot operator, our business and financial performance are intrinsically linked to global trade and shipping supply chains. Fluctuations in economic conditions, freight rates and related factors affecting international shipping directly impact our operations. For further details, see "Business – Changes in global shipping market conditions during the Track Record Period" in this document.

Our container depot operations and warehousing and CFS services that involve containers and cargo moving to or from overseas markets are directly influenced by trade volumes and flows across our operating regions. Such volumes are subject to factors beyond our control, including global economic, financial and political conditions, pandemic-related supply chain disruptions, and trade disputes and sanctions. Declining trade volumes would reduce container movement frequency (TEU handling throughput) within our depots, adversely affecting depot handling fee revenues.

As fluctuations in global trade may generate income under certain revenue streams whilst producing losses under others, accurately forecasting the impact on demand for our services and financial performance remains inherently challenging.

Our operational staff

Our employees' remuneration comprises (i) salaries and wages paid to all of our operational employees; (ii) contributions to various benefit plans; and (iii) other employee benefits. For the years ended 31 December 2023, 2024 and 2025, our employees' remuneration in our cost of revenue amounted to approximately S$22.5 million, S$22.2 million and S$19.8 million, which represented approximately 20.7%, 18.3% and 18.8% of our cost of revenue for the same periods, respectively. As our container depot and warehousing and CFS operations are considered as labour intensive operations, any changes to the headcount or increase in minimum wages may have an adverse impact on the financial performance and profitability of our Group.

Land costs

Our land costs primarily represent (i) the depreciation of our right-of-use assets, namely, our leases for our operations in accordance with IFRS 16; and (ii) short-term lease payments for lease terms that are 12 months or less. For the years ended 31 December 2023, 2024 and 2025, our land costs amounted to approximately S$15.3 million, S$14.9 million and S$14.0 million, respectively, which represented approximately 14.1%, 12.3% and 13.3%, respectively, of our total cost of revenue for the respective periods.

As our container depots and warehousing and CFS operations are considered as land dependent operations, any variations in rental payments, early terminations or new leases may have an adverse impact on the financial performance and profitability of our Group. For factors that could affect our land costs, please refer to the paragraph headed "Risk factors – Risks relating to our business and our industry – We are susceptible to risks associated with land availability, including rental costs increases, early termination of leases, difficulties in renewing existing leases and any unexpected land acquisitions, resumption or expropriation" in this document.

Trucking and transportation expenses

Our trucking and transportation expenses primarily represent subcontracting fee paid to outsourced truckers/haulers for ground transportation between depots or terminals and between depots and designated locations assigned by our customers. For the years ended 31 December 2023, 2024 and 2025, our trucking and transportation expenses amounted to approximately S$11.7 million, S$10.4 million and S$6.6 million, respectively, which represented approximately 10.8%, 8.5% and 6.3% of our costs of revenue for the same period, respectively.

We are exposed to interest rate risks

We are exposed to interest rate risk through the impact of rate changes on interest bearing liabilities and assets. Our cash flow interest rate risk is mainly concentrated on the fluctuation of interest rates on bank balances and bank borrowings. Please refer to the paragraph headed "Financial Information – Market and Other Financial Risk Management" in this document for further details.

Sensitivity analysis

For illustrative purpose only, the following sensitivity analysis illustrates the impact of hypothetical fluctuations of the foregoing principal factors affecting our results of operations on our profit before tax, assuming other variables remain unchanged for the dates indicated. The amount of fluctuation used in the sensitivity analysis takes into account historical fluctuations during the Track Record Period.

	For the year ended 31 December		
	2023	**2024**	**2025**
	S$'000	*S$'000*	*S$'000*
Changes in depot handling throughput in terms of TEU			
+/- 5%	(+/-) 2,390	(+/-) 2,416	(+/-) 2,347
+/- 10%	(+/-) 4,781	(+/-) 4,832	(+/-) 4,695
+/- 15%	(+/-) 7,171	(+/-) 7,248	(+/-) 7,042
Changes in other (freight forwarding services in Qingdao) business segment			
+/- 20%	(+/-) 4,054	(+/-) 6,864	(+/-) 6,503
+/- 40%	(+/-) 8,108	(+/-) 13,728	(+/-) 13,006
Changes in employee's remuneration in our cost of revenue			
+/- 2%	(+/-) 451	(+/-) 445	(+/-) 396
+/- 10%	(+/-) 2,253	(+/-) 2,223	(+/-) 1,982
Changes in land costs			
+/- 5%	(+/-) 767	(+/-) 747	(+/-) 701
+/- 10%	(+/-) 1,533	(+/-) 1,493	(+/-) 1,402
Changes in transportation expenses			
+/- 5%	(+/-) 585	(+/-) 518	(+/-) 332
+/- 20%	(+/-) 2,338	(+/-) 2,070	(+/-) 1,329
Changes in cost of bank borrowing			
+/- 1%	(+/-) 130	(+/-) 62	(+/-) 252
+/- 2%	(+/-) 260	(+/-) 125	(+/-) 507
+/- 3%	(+/-) 390	(+/-) 187	(+/-) 760

MATERIAL ACCOUNTING POLICY INFORMATION, JUDGMENTS AND ESTIMATES

We have identified certain accounting policies that are significant to the preparation of our consolidated financial statements and important for understanding our financial position and results of operations.

Our material accounting policy information, judgments and estimates that are important for you to understand our financial condition and results of operations, are set out in detail in Notes 4 and 5 to the Accountants' Report as set out in Appendix I to this document. Some of our accounting policies involve subjective assumptions and estimates, as well as complex judgments relating to accounting items. Our estimates are based on historical experience, latest information and other assumptions that we believe to be reasonable under the current circumstances. Actual results may differ under different assumptions and conditions. We have not changed our assumptions or estimates in the past. Under current circumstances, we do not expect that our assumptions or estimates are likely to change significantly in the foreseeable future.

Our Directors have identified the below accounting policies, estimates and judgments that they believe are critical to the preparation of our financial statements.

Revenue

Revenue from contracts with customers

We recognise revenue when (or as) a performance obligation is fulfilled, i.e. when ''control'' of the goods or services underlying the particular performance obligation is transferred to the customer. A performance obligation represents a good or service (or a bundle of goods or services) that is distinct or a series of distinct goods or services that are substantially the same.

Revenue is recognised over time when control is transferred as progress is made towards fulfilling the customer's requirements. If none of the specified conditions are met, revenue is recognised at a specific point in time when the customer gains control of the distinct good or service.

Please refer to Note 4 to the Accountants' Report as set out in Appendix I to this document for further details of our accounting policy in relation to revenue recognition.

Taxation

Income tax expense represents the sum of the tax currently payable and deferred tax. The tax currently payable is based on taxable profit for the year. Taxable profit differs from profit before tax because of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. Our Group's liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period.

Please refer to Note 4 to the Accountants' Report as set out in Appendix I to this document for further details of our accounting policy in relation to taxation.

Property, plant and equipment

Property, plant and equipment are tangible assets that are held for use in the production or supply of goods or services, or for administrative purposes. Property, plant and equipment are stated in the consolidated statement of financial position at cost less subsequent accumulated depreciation and subsequent accumulated impairment losses, if any.

Construction in progress comprising development and construction costs incurred during the period of construction are carried at cost, less any impairment losses. Depreciation of these assets, on the same basis as other property assets, commences when the assets are ready for their intended use.

Please refer to Note 4 to the Accountants' Report as set out in Appendix I to this document for further details of our accounting policy in relation to property, plant and equipment.

Leases

A contract is, or 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.

For contracts entered into or modified on or after the date of initial application of IFRS 16 or arising from business combinations, the Group assesses whether a contract is or contains a lease based on the definition under IFRS 16 at inception, modification date or acquisition date, as appropriate. Such contract will not be reassessed unless the terms and conditions of the contract are subsequently changed.

Please refer to Note 4 to the Accountants' Report as set out in Appendix I to this document for further details of our accounting policy in relation to leases.

CONSOLIDATED STATEMENTS OF PROFIT OR LOSS

The table below sets out our consolidated statements of profit or loss during the Track Record Period, which shall be read in conjunction with the Accountants' Report as set out in Appendix I to this document:

	For the year ended 31 December		
	2023	**2024**	**2025**
	S$'000	*S$'000*	*S$'000*
Revenue	155,523	165,022	149,170
Cost of revenue	(108,577)	(121,824)	(105,202)
Gross profit	46,946	43,198	43,968
Other income	1,326	1,402	1,170
Selling and distribution expenses	(2,370)	(2,398)	(2,668)
Administrative expenses	(25,458)	(21,297)	(18,387)
Other gains and losses	(480)	65	(546)
Impairment loss under expected credit losses model, net	(1,192)	(370)	(132)
Share of results of associates	96	501	557
Finance costs	(2,245)	(2,174)	(1,676)
[REDACTED] expenses	[REDACTED]	[REDACTED]	[REDACTED]
Profit before tax	12,908	15,678	17,604
Income tax expense	(4,538)	(4,060)	(4,338)
Profit for the year	8,370	11,618	13,266
Profit for the year attributable to:			
Owners of the Company	7,697	11,085	13,091
Non-controlling interests	673	533	175
	8,370	11,618	13,266

Non-IFRS Measure

To supplement our consolidated financial statements which are presented in accordance with accounting policies which conform with IFRS Accounting Standards as issued by the IASB, we also presented the adjusted net profit (non-IFRS measures) and adjusted net profit margin (non-IFRS measures) as additional financial measures, which are not required by, or presented in accordance with IFRS. We believe that the presentation of non-IFRS financial measures when shown in conjunction with the corresponding IFRS financial measures provides useful information to potential [REDACTED] and management in facilitating a comparison of our operating performance from period to period. Such non-IFRS financial measures allow [REDACTED] to consider metrics used by our management in evaluating our performance. The use of non-IFRS financial measures has limitations as an analytical tool, and you should not consider these in isolation from, or as a substitute for analysis of our results of operations or financial condition as reported under IFRS.

We defined adjusted net profit (non-IFRS measure) as net profit for the years adjusted by adding back [REDACTED] expenses and equity-settled share-based expenses. The table below sets forth the adjusted net profit (non-IFRS measure) and the adjusted net profit margin (non-IFRS measure) during the Track Record Period:

	For the year ended 31 December		
	2023	**2024**	**2025**
	S$'000	*S$'000*	*S$'000*
Profit for the year	**8,370**	**11,618**	**13,266**
Add:			
[REDACTED] expenses [(1)]	[REDACTED]	[REDACTED]	[REDACTED]
Equity-settled share-based expenses [(2)]	3,535	–	–
Adjusted profit for the year (non-IFRS measure)	15,620	14,867	17,948
Adjusted profit margin for the year (non-IFRS measure)	10.0%	9.0%	12.0%

Notes: (1) [REDACTED] expenses are mainly expenses related to the [REDACTED] and are added back because they were incurred for the purposes of [REDACTED].

(2) Our equity-settled share-based expenses refers to the estimated fair value of the MIP units granted by NEKCG to certain directors of our Company and certain employees of our Group. The MIP units are awarded when the Group achieves specific earnings before interest, taxation, depreciation and amortisation and return on capital employed targets from its consolidated results. For details of our MIP, please refer to Note 31 of the Accountants' Report as set out in Appendix I to this document.

DESCRIPTION OF SELECTED ITEMS FROM CONSOLIDATED STATEMENTS OF PROFIT OR LOSS

Revenue

During the Track Record Period, our revenue was mainly generated from (i) container depot operations; (ii) warehousing and CFS; (iii) container sales and new-build container inspection; and (iv) other (freight forwarding services in Qingdao). For the years ended 31 December 2023, 2024 and 2025, our revenue was approximately S$155.5 million, S$165.0 million and S$149.2 million, respectively.

The table below sets out our revenue breakdown by business segment during the Track Record Period:

	For the year ended 31 December					
	2023		2024		2025	
	S$'000	*%*	*S$'000*	*%*	*S$'000*	*%*
Container depot operations						
– depot handling [(1)]	47,807	30.7	48,323	29.3	46,947	31.5
– repair and maintenance [(2)]	43,089	27.7	43,409	26.3	41,651	27.9
– storage fee [(3)]	15,794	10.2	7,965	4.8	7,423	5.0
– transportation services	7,080	4.6	6,818	4.1	7,532	5.0
– others [(4)]	4,527	2.9	4,390	2.7	5,670	3.8
Sub-total	118,297	76.1	110,905	67.2	109,223	73.2
Warehousing and CFS	15,455	9.9	10,745	6.5	4,925	3.3
Container sales and new-build container inspection	1,501	1.0	9,051	5.5	2,507	1.7
Other (freight forwarding services in Qingdao)	20,270	13.0	34,321	20.8	32,515	21.8
Total	155,523	100.0	165,022	100.0	149,170	100.0

Notes:

(1) For details of our depot handling throughput in terms of TEU, please refer to the paragraph headed "– Depot handling throughput in terms of TEU by geographic locations" in this section.

(2) For details of our repair and maintenance in terms of TEU, please refer to the paragraph headed "– Repair and maintenance in terms of TEU by geographic locations" in this section.

(3) For details of an average daily storage in terms of TEU, please refer to the paragraph headed "– Average daily storage in terms of TEU by geographic locations" in this section.

(4) Others mainly include the leasing of equipment and agency fees.

The tables below set out our revenue breakdown by (i) geographical location based on the location at which services were provided; and (ii) business segments, during the Track Record Period:

For the year ended 31 December 2023

	Container depot operations (Note)		Warehousing and CFS		Container sales and new-build container inspection		Other (freight forwarding services in Qingdao)		Total	
	S$'000	%	S$'000	%	S$'000	%	S$'000	%	S$'000	%
Singapore	56,446	47.7	–	–	997	66.4	–	–	57,443	36.9
PRC	24,784	21.0	12,487	80.8	–	–	20,270	100.0	57,541	37.0
Hong Kong	14,111	11.9	2,968	19.2	504	33.6	–	–	17,583	11.3
Malaysia	11,310	9.6	–	–	–	–	–	–	11,310	7.3
Thailand	10,241	8.7	–	–	–	–	–	–	10,241	6.6
Vietnam	1,405	1.1	–	–	–	–	–	–	1,405	0.9
Total	118,297	100.0	15,455	100.0	1,501	100.0	20,270	100.0	155,523	100.0

For the year ended 31 December 2024

	Container depot operations (Note)		Warehousing and CFS		Container sales and new-build container inspection		Other (freight forwarding services in Qingdao)		Total	
	S$'000	%	S$'000	%	S$'000	%	S$'000	%	S$'000	%
Singapore	56,963	51.4	–	–	7,006	77.4	–	–	63,969	38.8
PRC	19,870	17.9	9,576	89.1	13	0.1	34,321	100.0	63,780	38.6
Hong Kong	14,065	12.7	1,169	10.9	2,031	22.4	–	–	17,265	10.5
Malaysia	11,573	10.4	–	–	1	0.0	–	–	11,574	7.0
Thailand	7,568	6.8	–	–	–	–	–	–	7,568	4.6
Vietnam	866	0.8	–	–	–	–	–	–	866	0.5
Total	110,905	100.0	10,745	100.0	9,051	100.0	34,321	100.0	165,022	100.0

For the year ended 31 December 2025

	Container depot operations (Note)		Warehousing and CFS		Container sales and new-build container inspection		Other (freight forwarding services in Qingdao)		Total	
	S$'000	%	S$'000	%	S$'000	%	S$'000	%	S$'000	%
Singapore	55,464	50.8	–	–	1,182	47.1	–	–	56,646	38.0
PRC	15,320	14.0	4,925	100.0	–	–	32,515	100.0	52,760	35.4
Hong Kong	16,069	14.7	–	–	1,319	52.6	–	–	17,388	11.7
Malaysia	12,327	11.3	–	–	6	0.2	–	–	12,333	8.3
Thailand	8,795	8.1	–	–	–	–	–	–	8,795	5.9
Vietnam	1,248	1.1	–	–	–	–	–	–	1,248	0.8
Total	109,223	100.0	4,925	100.0	2,507	100.0	32,515	100.0	149,170	100.0

Note: For details of our depot handling throughput in terms of TEU, please refer to the paragraph headed "– Depot handling throughput in terms of TEU by geographic locations" in this section.

(i) Revenue by business segment

Container depot operations

For the years ended 31 December 2023, 2024 and 2025, revenue attributed to container depot operations was approximately S$118.3 million, S$110.9 million and S$109.2 million, respectively, which accounted for approximately 76.1%, 67.2% and 73.2%, respectively, of our total revenue for the respective periods.

Our revenue generated from the provision of container depot operations services decreased for the year ended 31 December 2024, mainly attributable to the decrease in demand of container storage services. Specifically, the storage fees revenue decreased from approximately S$15.8 million for the year ended 31 December 2023 to approximately S$8.0 million for the year ended 31 December 2024 as the reduced global container shipping capacity caused by the Red Sea crisis led to increased container demand generally, which resulted in less container storage demand at our container depots in 2024.

Our revenue generated from the provision of container depot operations services further decreased for the year ended 31 December 2025, mainly attributable to decrease in revenue from PRC and Singapore. For PRC, the decrease in revenue was mainly attributable to the Group's "Keyun (克運)" business, which declined by approximately 22.9% from approximately S$19.9 million in 2024 to approximately S$15.3 million in 2025, primarily attributable to the narrowing of the scope of depot handling services required by the customer, which resulted in a lower average handling revenue per TEU in 2025, notwithstanding that the overall handling throughput in the PRC remained broadly stable. For Singapore, the decrease was mainly attributable to a decrease in demand for depot handling, container storage, and repair and maintenance services. Specifically, the Group recorded in Singapore (i) a decrease in handling volume of approximately 3.9% in 2025; and (ii) a slight decrease in average daily storage volume of approximately 0.4% in 2025. These decreases were primarily attributable to reduced container movements amid weaker overall market demand. The Group recorded approximately 16.9% decrease in repair volume in Singapore, which was mainly attributable to (i) a lower number of damaged containers being returned to the Group's container depots in Singapore; (ii) an increase in the repositioning of damaged containers out of Singapore by the Group's customers; and (iii) the relatively younger age profile of the containers in circulation, which collectively resulted in lower repair requirements from one of the Group's key exclusive shipping line customers in Singapore.

Depot handling throughput in terms of TEU by geographic locations

The table below sets out the details of the depot handling throughput in terms of TEU by geographic location during the Track Record Period:

Location	For the year ended 31 December					
	2023		2024		2025	
	TEU '000	*%*	*TEU '000*	*%*	*TEU '000*	*%*
Singapore	630	26.9	590	26.1	567	24.5
PRC	1,210	51.7	1,156	51.1	1,175	50.9
Hong Kong	68	2.9	74	3.3	85	3.7
Other South East Asian countries *(Note)*	432	18.5	440	19.5	483	20.9
Total	2,340	100.0	2,260	100.0	2,310	100.0

Repair and maintenance in terms of TEU by geographic locations

The table below sets out the details of the repair and maintenance in terms of TEU by geographic location during the Track Record Period:

Location	For the year ended 31 December					
	2023		2024		2025	
	TEU '000	*%*	*TEU '000*	*%*	*TEU '000*	*%*
Singapore	122	22.2	148	26.4	123	21.7
PRC	217	39.5	204	36.4	202	35.7
Hong Kong	21	3.8	26	4.6	23	4.1
Other South East Asian countries *(Note)*	190	34.5	182	32.6	218	38.5
Total	550	100.0	560	100.0	566	100.0

Average daily storage in terms of TEU by geographic locations

The table below sets out the details of the average daily storage in terms of TEU by geographic location during the Track Record Period:

Location	For the year ended 31 December					
	2023		2024		2025	
	TEU	*%*	*TEU*	*%*	*TEU*	*%*
Singapore	19,167	19.7	15,126	24.1	15,058	21.8
PRC	34,480	35.3	21,845	34.7	26,850	38.9
Hong Kong	2,321	2.4	1,922	3.1	2,703	3.9
Other South East Asian countries *(Note)*	41,536	42.6	23,987	38.1	24,475	35.4
Total	97,504	100.0	62,879	100.0	69,085	100.0

Note: Other South East Asian countries mainly comprise Malaysia, Thailand and Vietnam.

Our depot handling throughput in terms of TEU remained stable at approximately 2.3 million TEU throughout the Track Record Period.

Our repair and maintenance in terms of TEU increased from approximately 550,000 TEU for the year ended 31 December 2023 to approximately 560,000 TEU for the year ended 31 December 2024, mainly attributable to an increase in on-hire activities during 2024 resulting from container leasing companies having approved more units for repair to cater for the on-hire demand. Based on our Directors' understanding, such increase in leasing of containers by container shipping lines was primarily attributable to the increased demand for containers as a result of the Red Sea crisis in the first half of 2024 and tariff anticipation activities in the second half of 2024. Our repair and maintenance in terms of TEU remained relatively stable for the years ended 31 December 2024 and 2025 respectively.

Our average daily storage at our container depots in terms of TEU decreased from approximately 97,504 TEU for the year ended 31 December 2023 to approximately 62,879 TEU for the year ended 31 December 2024, mainly attributable to a decrease in demand for container storage services resulting from increased demand for containers in the market due to the Red Sea crisis in the first half of 2024 and tariff anticipation activities in the second half of 2024. Our average daily storage at our container depots in terms of TEU increased to approximately 69,085 TEU for the year ended 31 December 2025 mainly attributable to the increase in the storage volume in the PRC, Hong Kong and Vietnam resulting from the normalisation of the Red Sea crisis disruption in 2024.

Warehousing and CFS

For the years ended 31 December 2023, 2024 and 2025, our revenue attributed to warehousing and CFS was approximately S$15.5 million, S$10.7 million and S$4.9 million, respectively, which accounted for approximately 9.9%, 6.5% and 3.3%, respectively, of our total revenue.

Our revenue generated from the provision of warehousing and CFS services decreased for the year ended 31 December 2024, mainly attributable to the transfer of all of our existing warehousing and CFS business in Qingdao to the joint venture company in or around March 2024. For further details, please refer to the paragraph headed "Our Investments - Joint venture arrangement in Qingdao PRC" in this document. Our revenue generated from this segment further decreased for the year ended 31 December 2025, mainly attributable to the closure of the warehouse business operated by (HK) Grand Pacific in Hong Kong in May 2024, as well as a decline in warehouse revenue contributed by our Shanghai warehouse operations due to a change in the commercial arrangement in 2025, under which we received a lower fee compared to the revenue previously generated from the warehouse operations at the site, and lower warehouse CFS activities in Tianjin. For details on the warehouse arrangement in Shanghai, please refer to the paragraph headed ''Business – Warehousing and CFS'' in this document.

We ceased operations of our warehouse in Hong Kong due to poor performance in respect of which we did not foresee improvements in the near future. For the years ended 31 December 2023, 2024 and 2025, our revenue generated from (HK) Grand Pacific amounted to approximately S$3.0 million, S$1.2 million and nil, respectively, and the net profit/loss for each year was approximately a loss of S$82,000, a profit of S$96,000 and nil, respectively.

Container sales and new-build container inspection

For the years ended 31 December 2023, 2024 and 2025, revenue attributed to our container sales and new-build container inspection services was approximately S$1.5 million, S$9.1 million and S$2.5 million, respectively, which accounted for approximately 1.0%, 5.5% and 1.7%, respectively, of our total revenue.

Our revenue generated from this business segment increased for the year ended 31 December 2024, mainly attributable to an increase in demand in containers as well as new-build container inspection services from certain customers during 2024 as a result of the Red Sea crisis prolonging vessel sailing times from the West back to Asia. This led to a lack in supply of empty containers to meet exporting demands from Asian countries resulting in the need to purchase and/or manufacture containers to meet their needs.

Our revenue generated from this business segment decreased for the year ended 31 December 2025, mainly attributable to lower sales volume in the used container segment due to weaker market demand, as well as reduced demand for new-build container inspection services from leasing customers in Hong Kong and the PRC.

Other (freight forwarding services in Qingdao)

For the years ended 2023, 2024 and 2025, revenue attributed to our freight forwarding services amounted to approximately S$20.3 million, S$34.3 million and S$32.5 million, respectively, which accounted for 13.0%, 20.8% and 21.8%, respectively, of our total revenue.

Our revenue generated from this business segment increased for the year ended 31 December 2024, mainly attributable to the fluctuating freight rates during 2024. According to Frost & Sullivan, freight rates have seen a spike in 2024 caused by the Red Sea crisis, and slowly decreased in March 2024 as such impact started to subside. Freight rates began to increase again in May 2024 partly due to (i) western economies returning to economic growth; (ii) supply pressure from factors due to the continued impact of the Red Sea crisis; and (iii) carriers increased their rates mostly at the start of May. Our revenue generated from this business segment decreased for the year ended 31 December 2025, mainly attributable to lower freight forwarding volume handled during the year as the market stabilised from previous fluctuations in freight rates.

(ii) Revenue by geographic locations

Singapore

For the years ended 31 December 2023, 2024 and 2025, revenue derived from our services provided in Singapore amounted to approximately S$57.4 million, S$64.0 million and S$56.6 million, respectively (which accounted for approximately 36.9%, 38.8% and 38.0%, respectively, of our total revenue). Our revenue from our services provided in Singapore increased for the year ended 31 December 2024, mainly attributable to the increase in revenue from our container sales and new-build container inspection, but decreased for the year ended 31 December 2025, mainly attributable to a decrease in container storage, handling and repair throughput in terms of TEU from our customers, although there was no loss of key customers during the year. A substantial portion of this drop was also attributable to the container sales and new build container inspection segment, which experienced lower sales volumes of used containers due to weaker overall market demand. While operational volumes saw a downturn, the decrease was partially offset by an increase in depot handling charges revenue within the Singaporean market during the year 2025.

PRC

For the years ended 31 December 2023, 2024 and 2025, revenue derived from our services provided in the PRC amounted to approximately S$57.5 million, S$63.8 million and S$52.8 million, respectively (which accounted for approximately 37.0%, 38.6% and 35.4%, respectively, of our total revenue). Our revenue generated from services provided in the PRC increased for the year ended 31 December 2024, mainly attributable to the fluctuating freight rates during 2024 as a result of the Red Sea crisis and tariff anticipation activities but decreased for the year ended 31 December 2025, mainly attributable to a decrease in handling rates and warehousing revenue contributed by our "Keyun (克運)" business in the PRC. The warehousing and CFS segment in the PRC saw a downturn due to a change in the commercial arrangement for our Shanghai warehouse operations in 2025, under which we received a lower fee compared to the revenue previously generated from the warehouse operations at the site, and reduced activities in Tianjin. Furthermore, the region experienced lower freight forwarding volumes handled by the (PRC) QD Keyun subsidiary and reduced demand for new-build container inspection services from certain leasing customers during year 2025.

Hong Kong

For the years ended 31 December 2023, 2024 and 2025, revenue derived from our services provided in Hong Kong remained stable, and amounted to approximately S$17.6 million, S$17.3 million and S$17.4 million, respectively (which accounted for approximately 11.3%, 10.5% and 11.7%, respectively, of our total revenue). Our revenue generated from services provided in Hong Kong remained relatively stable during the Track Record Period, which was mainly due to an increase in revenue from the core container depot operations offset by the loss of income from the cessation of warehouse operations in 2024 and a reduction in revenue from container inspection services.

Malaysia

For the years ended 31 December 2023, 2024 and 2025, revenue derived from our services provided in Malaysia remained stable, and amounted to approximately S$11.3 million, S$11.6 million and S$12.3 million, respectively, which accounted for approximately 7.3%, 7.0% and 8.3%, respectively, of our total revenue.

Thailand

For the years ended 31 December 2023, 2024 and 2025, revenue derived from our services provided in Thailand amounted to approximately S$10.2 million, S$7.6 million and S$8.8 million, respectively (which accounted for approximately 6.6%, 4.6% and 5.9%, respectively, of our total revenue). Our revenue generated from services provided in Thailand decreased for the year ended 31 December 2024, primarily attributable to a decrease in storage services revenue (as average container storage decreased due to the high demand of containers during 2024 as a result of the Red Sea crisis and tariff anticipation activities, which resulted in a corresponding drop in demand of our storage services). Our revenue generated from services provided in Thailand increased for the year ended 31 December 2025, mainly attributable to an increase in container depot operations volume (including storage, handling and repair services measured in TEU) which was supported by the Group's existing customer base in the region in 2025.

Vietnam

For the years ended 31 December 2023, 2024 and 2025, revenue derived from our services provided in Vietnam amounted to approximately S$1.4 million, S$0.9 million and S$1.2 million, respectively (which accounted for approximately 0.9%, 0.5% and 0.8% respectively, of our total revenue). Our revenue generated from services provided in Vietnam decreased for the year ended 31 December 2024, primarily attributable to a decrease in storage services revenue (as average container storage decreased due to the high demand of containers during 2024 as a result of the Red Sea crisis and tariff anticipation activities, which resulted in a corresponding drop in demand of our storage services). Our revenue generated from services provided in Vietnam increased for the year ended 31 December 2025, mainly attributable to the off-hire volume increased significantly by the leasing line in 2025.

Cost of revenue

The below table sets out our cost of revenue during the Track Record Period:

	For the year ended 31 December					
	2023		2024		2025	
	S$'000	*%*	*S$'000*	*%*	*S$'000*	*%*
Employees' remuneration	22,525	20.7	22,234	18.3	19,818	18.8
Land costs	15,322	14.1	14,931	12.3	14,027	13.3
Cost of repair and maintenance	18,904	17.4	18,440	15.1	12,418	11.8
Trucking and transportation expenses	11,690	10.8	10,352	8.5	6,643	6.3
Freight charges	18,615	17.1	31,828	26.1	32,033	30.4
Machinery cost	6,414	5.9	6,252	5.1	5,886	5.6
Fuel cost	3,622	3.3	3,016	2.5	2,575	2.4
Cost of container sold	830	0.8	6,867	5.6	1,089	1.0
Others *(Note)*	10,655	9.9	7,905	6.5	10,713	10.2
Total	108,577	100.0	121,824	100.0	105,202	100.0

Note: Others mainly includes terminal fee, agency fee paid to our employment agent in relation to our surveyors and custom fees for our warehouse and CFS services.

Employees' remuneration

Our employees' remuneration relates to the salaries and wages paid to our employees involved in our direct labour including container stacker operators, small forklift drivers, technicians, prime mover drivers and other operational staff contributions made to the various benefits plans and other staff benefits of direct staff. We had a total number of operational staff of 584, 580 and 552 as at 31 December 2023, 2024 and 2025, respectively.

Our employees' remuneration amounted to approximately S$22.5 million, S$22.2 million and S$19.8 million for the years ended 31 December 2023, 2024 and 2025, respectively. The fluctuations in our employees' remuneration between the corresponding years were mainly attributable to the combined effects of (i) changes in headcount to facilitate our operations; and (ii) general annual salary increments. Our employees' remuneration remained relatively stable for the years ended 31 December 2023 and 2024. The employees' remuneration in 2025 decreased as compared to that of 2024 was mainly due to the decrease in staff cost following the closure of Hong Kong warehousing business during 2024 and reduction in bonus paid.

Land costs

Our land costs mainly relates to our container depot operations and warehousing and CFS businesses. Land costs primarily represents (i) depreciation of our right-of-use assets, namely, our leases for our operations in accordance with IFRS 16; and (ii) short-term lease payments for lease terms that are 12 months or less. The below table sets out a breakdown of our land costs during the Track Record Period:

	For the year ended 31 December					
	2023		2024		2025	
	S$'000	*%*	*S$'000*	*%*	*S$'000*	*%*
Depreciation of right-of-use assets	7,920	51.7	7,860	52.6	7,462	53.2
Short-term leases	5,147	33.6	4,701	31.5	4,529	32.3
Others *(Note)*	2,255	14.7	2,370	15.9	2,036	14.5
Total	15,322	100.0	14,931	100.0	14,027	100.0

Note: Others mainly refer to property tax and yard maintenance fee and building management fee.

Our land costs amounted to approximately S$15.3 million, S$14.9 million and S$14.0 million for the years ended 31 December 2023, 2024 and 2025, respectively. Two of our long-term leases expired during the year ended 31 December 2023, of which (i) one of our Hong Kong leases for container depot use which were originally under a five year term was renewed on a quarterly basis due to the change of policy of landlord (i.e. the local government) for the lease term; and (ii) one of our Shanghai leases for container depot use which originally was under a 10 year term will be renewed on an annual basis as the leased land may be subjected to land resumption by the government. In a long-term lease, the lessee recognizes a right-of-use asset and a corresponding lease liability on the balance sheet. The right-of-use asset is typically depreciated over the lease term. For a short-term lease, lease payments are recognized as rental expenses in the income statement as they are incurred. Due to the changes from long term teams to short-term lease as mentioned above, there is no depreciation expense related to a right-of-use asset and leading to higher reported expenses in the short term when the lease payments are higher than the previous long-term lease's depreciation expense. For details of the properties leased by us, please refer to paragraph headed "Business – Properties" in this document.

Our land cost decreased for the year ended 31 December 2024, primarily attributable to the cessation of the rental of the warehouse for (HK) Grand Pacific since May 2024, but remained relatively stable over 2024 and 2025.

Our land cost for the year ended 31 December 2025 decreased as compared to the year ended 31 December 2024, which was mainly due to the decrease in rental cost in Hong Kong following the closure of the warehousing and CFS business during 2024.

Cost of repair and maintenance

Our cost of repair and maintenance relates to the repair and maintenance services which we provide as part of our container depot operations. Cost of repair and maintenance primarily represents (i) material costs for parts we used in repairing containers; and (ii) subcontracting fees for repair services we outsource to our subcontractors.

Our cost of repair and maintenance amounted to approximately S$18.9 million, S$18.4 million and S$12.4 million, for the years ended 31 December 2023, 2024 and 2025, respectively. The fluctuations in our cost of repair and maintenance between the corresponding years were primarily determined by (i) the demand of repair and maintenance works required by our customers; and (ii) the price of the trading stock and consumables. During the Track Record Period, our cost of repair and maintenance remained stable.

Trucking and transportation expenses

Our trucking and transportation expenses relates to our container depot operations and warehouse and CFS business segments. Trucking and transportation expenses primarily represent the subcontracting fee paid to outsourced truckers for ground transportation for and between container depots and container port terminals and/or designated locations as instructed by the customers.

Our trucking and transportation expenses amounted to approximately S$11.7 million, S$10.4 million and S$6.6 million for the years ended 31 December 2023, 2024 and 2025, respectively. Included in such amounts, approximately S$5.4 million, S$5.6 million and S$2.3 million were paid to our connected person during the Track Record Period, respectively. For details please refer to ''History, Reorganisation and Corporate Structure – Relationship with Mr. Fan'' in this document. The fluctuations in our trucking and transportation expenses during the corresponding years were primarily determined by the volume of TEU handled and the demand of truckers required during the respective years. Our trucking and transportation expenses remained relatively stable for the years ended 31 December 2023 and 2024. The trucking and transportation expenses of the year ended 31 December 2025 decreased by approximately 35.8% to approximately S$2.3 million.

Freight charges

Our freight charges mainly relates to our freight forwarding business in Qingdao of the PRC and primarily represent (i) cost for securing cargo space on vessels which is typically referred to as freight rates; (ii) costs of local handling and documentation; (iii) customs clearance charges; and (iv) other ancillary surcharges related to freight forwarding and warehousing and CFS.

Our freight charges amounted to approximately S$18.6 million, S$31.8 million and S$32.0 million for the years ended 31 December 2023, 2024 and 2025, respectively. The fluctuations in our freight charges between the corresponding years were primarily a result of changes in (i) freight rates; and (ii) the number of cargo space on vessels required during the respective periods. Our freight charges increased for the year ended 31 December 2024, mainly attributable to the increasing freight rates during 2024 resulting from the Red Sea crisis and tariff anticipation activities, but remained relatively stable for 2024 and 2025. For further details regarding impact of Red Sea crisis and tariff anticipation activities on our business, please refer to the paragraphs headed ''Business – Changes in global shipping market conditions during the Track Record Period'' in this document.

Machinery cost

Our machinery costs relates to our container depot operations and warehousing and CFS businesses. Machinery costs primarily represent depreciation and maintenance cost for our machinery and equipment used for our operation. Our machinery costs remained stable during the Track Record Period and amounted to approximately S$6.4 million, S$6.3 million and S$5.9 million for the years ended 31 December 2023, 2024 and 2025, respectively.

Fuel cost

Our fuel costs are incurred in our container depot operations and warehousing and CFS businesses. Fuel costs primarily represent the cost of fuel required to operate our machinery including, among others, small forklifts, prime movers and container stackers. Our fuel costs amounted to approximately S$3.6 million, S$3.0 million and S$2.6 million for the years ended 31 December 2023, 2024 and 2025, respectively. The general decrease of our fuel costs during the Track Record Period was primarily attributable to our initiatives in using electrical vehicles in favor of fuel machinery.

Cost of container sold

Our cost of container sold primarily represents the cost of second-hand containers which we purchase and sell to our customers as part of our container sales and new-build container inspection business. Our cost of container sold amounted to approximately S$0.8 million, S$6.9 million and S$1.1 million for the years ended 31 December 2023, 2024 and 2025, respectively. The increase in our cost of container sold for the year ended 31 December 2024 was in line with the increase in our sales of used containers. The subsequent decrease in our cost of container sold for the year ended 31 December 2025 was primarily attributable to the lower sales volume of used containers during the year as a result of lower market demand.

Cost of revenue by business segment

The table below sets out our cost of revenue by business segment for the periods indicated:

	For the year ended 31 December					
	2023		2024		2025	
	S$'000	*%*	*S$'000*	*%*	*S$'000*	*%*
Container depot operations	74,411	68.5	72,070	59.2	66,812	63.5
Warehousing and CFS	13,421	12.4	9,315	7.6	4,924	4.7
Container sales and new-build container inspection	1,466	1.3	7,423	6.1	1,659	1.6
Other (freight forwarding services in Qingdao)	19,279	17.8	33,016	27.1	31,807	30.2
Total	108,577	100.0	121,824	100.0	105,202	100.0

Our cost of revenue related to container depot operations decreased for the year ended 31 December 2024 primarily attributable to the decrease in use of some temperate overflows for container storage in 2024, and further decreased for the year ended 31 December 2025, in line with the decrease in revenue from container depot operations in 2025.

Our cost of revenue related to warehousing and CFS business segment decreased for the year ended 31 December 2024, mainly attributable to the transfer of all of our existing warehousing and CFS business in Qingdao to the joint venture company, and further decreased for the year ended 31 December 2025, in line with the decrease in revenue from warehousing and CFS business in 2025.

Our cost of revenue related to container sales and new-build container inspection increased for the year ended 31 December 2024, mainly attributable to the incurring of purchase costs for used containers during the same period, but decreased for the year ended 31 December 2025, in line with the decrease in revenue from container sales and new-build container inspection in 2025.

Our cost of revenue related to other (freight forwarding business in Qingdao) increased from the year ended 31 December 2024, mainly attributable to the increase in freight rates during the 2024 as a result of the Red Sea crisis and tariff anticipation activities, but decreased for the year ended 31 December 2025, in line with the decrease in revenue related to other (freight forwarding business in Qingdao) in 2025.

Gross profit and gross profit margin

The table below sets forth a breakdown of our gross profit and gross profit margin by business segments for the periods indicated:

	For the year ended 31 December					
	2023		2024		2025	
	Gross profit	Gross profit margin	Gross profit	Gross profit margin	Gross profit	Gross profit margin
	S$'000	*%*	*S$'000*	*%*	*S$'000*	*%*
Container depot operations	43,886	37.1	38,835	35.0	42,411	38.8
Warehousing and CFS	2,034	13.2	1,430	13.3	1	0.0
Container sales and new-build container inspection	35	2.3	1,628	18.0	848	33.8
Other (freight forwarding services in Qingdao)	991	4.9	1,305	3.8	708	2.2
Total	46,946	30.2	43,198	26.2	43,968	29.5

Our range of goods and services directly impacts our results of operations and financial condition. In determining our Group's pricing policy, we consider a variety of factors. Different types of services we provide carry different unit cost and margins depending on the nature of service and volume required by our customers, which in turn may affect our Group's revenue, cost of sales and margins.

Our gross profit for the year ended 31 December 2023, 2024 and 2025 amounted to approximately S$46.9 million, S$43.2 million and S$44.0 million, respectively, and our gross profit margin was approximately 30.2%, 26.2% and 29.5%, respectively. The decrease in our gross profit margin for the year ended 31 December 2024 was primarily attributable to the decrease of revenue generated from our container storage services as a result of the Red Sea crisis, whereas the cost of our container storage services (i.e. land cost) was fixed in nature. Our gross profit margin increased from approximately 26.2% for the year ended 31 December 2024 to approximately 29.5% for the year ended 31 December 2025, primarily attributable to (i) the closure of the warehouse business operated by (HK) Grand Pacific which suffered a negative gross profit margin in the year ended 31 December 2024; and (ii) the improvement in the gross profit margin in our Singapore operations primarily due to (a) an increase in depot handling charge rate charged to our customers during the year ended 31 December 2025 in accordance with our pricing policy; and (b) a reduction in our direct transportation costs as a portion of related revenue, whilst our cost base remained substantially fixed in nature.

Container depot operations

Our gross profit margin for our container depot operations business was approximately 37.1%, 35.0% and 38.8%, for the year ended 31 December 2023, 2024 and 2025, respectively. The drop of gross profit margin for container depot operations for the year ended 31 December 2024 was primarily attributable to the decrease of revenue from container storage services as a result of the Red Sea crises as mentioned above whereas the cost of storage service (i.e. the land cost) is rather fixed in nature. The increase in gross profit margin for container depot operations for the year ended 31 December 2025 was primarily due to the improvement in the gross profit margin in our Singapore operations resulting from an increase in customer's tariffs and better direct costs control.

Warehousing and CFS

Our gross profit margin for our warehousing and CFS business was approximately 13.2%, 13.3% and 0.0%, for the year ended 31 December 2023, 2024 and 2025, respectively. Our gross profit margin for our warehousing and CFS business decreased significantly for the year ended 31 December 2025, primarily due to the closure of our warehousing operations in Hong Kong in 2024, which led to minimal revenue being generated from this segment in 2025 while certain indirect cost of sales continued to be allocated to the segment.

Container sales and new-build container inspection

Our gross profit margin for our container sales and new-build container inspection business was approximately 2.3%, 18.0% and 33.8%, for the year ended 31 December 2023, 2024 and 2025, respectively. There was an increase in our gross profit margin for the year ended 31 December 2024, primarily attributable to the increased revenue generated in the segment caused by the increased demand in containers as well as new-build container inspection services from certain customers during 2024 as a result of the Red Sea crisis. Our gross profit margin for our container sales and new-build container inspection increased for the year ended 31 December 2025, primarily due to a significant decrease in revenue contribution from the sale of used containers, which typically carries a relatively low gross profit margin (approximately 3%). Revenue from such sales decreased from approximately S$6.9 million in 2024 to approximately S$1.1 million in 2025, thereby improving the overall gross profit margin of this segment.

Other (freight forwarding business in Qingdao)

Our gross profit margin for other (freight forwarding business in Qingdao) was approximately 4.9%, 3.8% and 2.2%, for the year ended 31 December 2023, 2024 and 2025, respectively. Such decline in our gross profit margin during the Track Record Period was primarily due to a decline in ocean freight rates, which led to lower margins earned on our freight forwarding services.

Other income

The table below sets forth a breakdown of our other income during the Track Record Period:

	For the year ended 31 December		
	2023	**2024**	**2025**
	S$'000	*S$'000*	*S$'000*
Utilities recharged	43	57	60
Interest income	69	77	148
Government subsidies	475	363	212
Other storage income	445	466	600
Others	294	439	150
Total	1,326	1,402	1,170

Our other income mainly comprised (i) utilities recharged; (ii) interest income; (iii) government subsidies; (iv) other storage income; and (v) others. For the years ended 31 December 2023, 2024 and 2025, our other income remained relatively stable, and amounted to approximately S$1.3 million, S$1.4 million and S$1.2 million, respectively.

For the years ended 31 December 2023, 2024 and 2025, the subsidies that the Group received from relevant governments amounted in total to approximately S$0.5 million, S$0.4 million and S$0.2 million, respectively. These subsidies included, *inter alia*, (i) government grants from the Hong Kong government in connection with disposal of plant and machinery; (ii) certain PRC government tax reductions and subsidies relating to employment practices; (iii) certain one-off PRC government policy-related grants for promotion of certain targeted industries; and (iv) various wage offset and credit schemes of the Singaporean government to support certain types of eligible workers and employees. The aforementioned PRC government tax reductions and subsidies as well as the various wage offset and credit schemes in Singapore are not specific to the industry that the Group operates in.

Selling and distribution expenses

Selling and distribution expenses primarily consist of (i) marketing expenses; and (ii) employees' remuneration. For the years ended 31 December 2023, 2024 and 2025, our selling and distribution expenses remained relatively stable, and amounted to approximately S$2.4 million, S$2.4 million and S$2.7 million, respectively. The selling and distribution expenses for the year ended 31 December 2025 increased as compared to the year ended 31 December 2024, which was mainly due to increase in marketing expenses.

Administrative expenses

The following table sets forth the breakdown of administrative expenses during the Track Record Period:

	For the year ended 31 December					
	2023		2024		2025	
	S$'000	*%*	*S$'000*	*%*	*S$'000*	*%*
Employees' remuneration	9,411	37.0	9,133	42.9	8,203	44.6
Directors' remuneration	3,048	12.0	2,860	13.4	2,931	15.9
Communication and travelling	1,314	5.2	1,403	6.6	1,242	6.8
Depreciation	687	2.7	643	3.0	639	3.5
Office expenses	1,568	6.2	1,525	7.2	1,372	7.5
Professional services fees	613	2.4	1,026	4.8	389	2.1
Auditor's remuneration	711	2.8	506	2.4	517	2.8
Insurance	546	2.1	466	2.2	478	2.6
Utilities expenses	772	3.0	833	3.9	836	4.5
Equity-settled share-based expenses	3,535	13.9	–	–	–	–
Others	3,252	12.7	2,902	13.6	1,780	9.7
Total	25,458	100.0	21,297	100.0	18,387	100.0

For the years ended 31 December 2023, 2024 and 2025, our administrative expenses amounted to approximately S$25.5 million, S$21.3 million and S$18.4 million, respectively, which accounted for approximately 16.4%, 12.9% and 12.3%, respectively, of our total revenue.

Our administrative expenses decreased for the year ended 31 December 2024, mainly attributable to the decrease in some staff, office and miscellaneous costs following the closure of (HK) Grand Pacific as well as the absence of equity-settled share-based expenses under the MIP during the year. Our administrative expenses further decreased for the year ended 31 December 2025, mainly attributable to a decrease in employees remuneration (due to the resignation of Mr. Fan as a director of (HK) Gold Prime in January 2025) and a decrease in professional service fees (due to more competitive pricing and/or adjustment of services of certain consultants and a reduction in certain non-recurring professional services).

The largest component of our administrative expenses was our employees' remuneration, which amounted to approximately S$9.4 million, S$9.1 million and S$8.2 million, representing approximately 37.0%, 42.9% and 44.6% of our administrative expenses for the years ended 31 December 2023, 2024 and 2025, respectively. Our employees' remuneration under our administrative expenses represent remuneration paid to, contributions made to various benefit plans of and other staff benefits to our administrative staff.

Directors remuneration mainly represent remuneration, allowances and benefit in kind, performance related bonus and retirement benefit scheme contribution paid to our directors of the Group. Depreciation mainly represents depreciation cost for office furniture and equipment and motor vehicles. Office expenses mainly represent telephone fee, courier service charges, printing, stationery and consumables, cleaning, computer expenses and repairs and maintenance on premises and machinery. Professional services mainly represent legal and professional fees for [REDACTED] feasibility assessment which we conducted in 2021 and other miscellaneous professional fees.

On 27 June 2011, NEKCG approved a management incentive plan (the "**MIP**") pursuant to which MIP units have been awarded to certain eligible senior managers employed by the Group with a view to allow them to enjoy the economic benefits equivalent to a shareholder of NEKCG, conditional upon fulfilment of their executive employment agreements with the Group and/or the Group having achieved certain agreed performance targets (with reference to Earnings Before Interest and Taxation, Depreciation and Amortization (EBITDA) and return on capital employed based on its consolidated financial results) described therein. During the year ended 31 December 2023, approximately 6.0 million MIP units (which an estimated fair value of S$3.5 million) were granted to senior managers of the Group. All outstanding MIP units will be settled by shares to be issued under the Pre-[REDACTED] Share Award Scheme. For details of MIP units granted and the methods used to estimate the fair value of the MIP units, please see Note 32 of the Accountants' Report as set out in Appendix I to this document.

Other gains and losses

The table below sets out the breakdown of our other gains and losses during the Track Record Period:

	For the year ended 31 December		
	2023	**2024**	**2025**
	S$'000	*S$'000*	*S$'000*
(Loss)/gain on disposal of property, plant and equipment	(114)	380	245
Loss on disposal of intangible assets	–	(29)	–
Net foreign exchange loss	(361)	(80)	(728)
Property, plant and equipment written off	(4)	(64)	(3)
Loss on lease remeasurement and early termination	–	(113)	–
Others	(1)	(29)	(60)
Total gains/(losses)	(480)	65	(546)

We recorded a net other loss of approximately S$0.5 million for the year ended 31 December 2023, which was mainly attributable to (i) the net foreign exchange loss of approximately S$0.4 million primarily as a result of the exchange differences arising from RMB repayments to an intercompany loan denominated in Singapore dollars; and (ii) loss on disposal of property, plant and equipment. We recorded a net other gain of approximately S$65,000 for the year ended 31 December 2024, which was primarily attributable to the gain on disposal of property, plant and equipment. We recorded a net other loss of approximately S$0.5 million for the year ended 31 December 2025. This was primarily attributable to a significant increase in net foreign exchange loss of S$0.7 million as a result of foreign exchange losses arising from the weakening of the U.S. dollar against the Group's reporting currency, particularly the Singapore dollar. Such losses mainly arose from unrealised and realised exchange differences on U.S. dollar-denominated trade receivables and cash balances held by our Group.

For details, please refer to the paragraphs headed ''Risk Factors – We are exposed to foreign exchange fluctuation'' and ''Financial Information – Loan from a related company'' in this document.

Impairment loss under expected credit losses model, net of reversal

In June 2023, (PRC) QD Keyun, our indirect-wholly-owned subsidiary which operates our freight forwarding business in Qingdao, agreed to act as an intermediary for Qingdao Dingde Chenhui Supply Chain Co., Ltd.* (青島鼎德辰輝供應鏈有限公司) (''**Qingdao Dingde**'') pursuant to an authorised agent agreement as part of our typical freight forwarding service to assist with shipping arrangements including, amongst others, payment to the intermediary freight forwarder Shandong Zhenghao International Logistics Co., Ltd.* (山東正浩國際物流有限公司) (''**Shandong Zhenghao**'') for booking of cargo space on vessels of a shipping company. (PRC) QD Keyun agreed to this arrangement because (i) the owner of Qingdao Dingde explained that they were having cash flow difficulties given the size of the transaction; (ii) it was our understanding that the owner of Qingdao Dingde was the owner of one of the companies we served before and was known to be in the industry for almost 20 years; (iii) it is not uncommon for freight forwarders to act as intermediaries to assist with shipping arrangements; and (iv) the Group had engaged in similar arrangements with other freight forwarding customers previously but without any repayment issues. Under the arrangement, the key terms that were agreed were that (i) (PRC) QD Keyun would help with Qingdao Dingde's payments to Shandong Zhenghao on their behalf for relevant transactions upon review of the shipping documents; and (ii) Qingdao Dingde would repay the amount to (PRC) QD Keyun on a monthly basis together with payment of a commission.

It was subsequently discovered that the relevant shipping documents provided by Qingdao Dingde were forged, the transactions were fictitious and the entire arrangement appeared to have been a sham orchestrated by Qingdao Dingde and Shandong Zhenghao. The shipping documents were forged with details of a genuine shipment which appeared to have been completed when our staff checked the status of the shipment on the platform at the relevant time. Given that the results on the platform was consistent with the information on the shipping documents, our staff were not conscious of any reason at the time which should have caused him to believe that the documents were forged or that the shipment was part of a sham. When Qingdao Dingde failed to make a repayment in or around October 2023, we instructed a lawyer to make enquiries with the shipper on the bill of lading which led us to discover that we had been defrauded.

When we enquired with the relevant shipping company and requested for return of the amounts paid, Shandong Zhenghao explained that they had already returned the amounts to Qingdao Dingde. Upon discovering the incident, we reported the suspected fraud incident to the Qingdao Public Securities Bureau (青島市公安局) (the "**Securities Bureau**") on 26 January 2024, and the Securities Bureau filed and commenced investigation of the suspected fraud incident on 14 March 2024. We understand that the case is still under investigation by the relevant authorities as at the Latest Practicable Date and are continuing to seek legal advice from our legal advisers on the matter.

This was our Group's only series of business transactions with Qingdao Dingde and Shandong Zhenghao, all of which have been halted since October 2023 after discovery of the suspected fraud (as described below). The relevant arrangements and transactions occurred during the year ended 31 December 2023 and the relevant sales transaction amount contributed by Qingdao Dingde amount approximately RMB15.6 million (equivalent to approximately S$2.9 million). As at 31 December 2023, (PRC) QD Keyun had paid to Shandong Zhenghao a total sum of RMB15.3 million (equivalent to approximately S$2.9 million) and had trade receivables due from Qingdao Dingde in the amount of RMB8.6 million (equivalent to approximately S$1.6 million). Qingdao Dingde, Shandong Zhenghao and their respective ultimate beneficial owners are third parties independent of the Group.

In light of the severity of this isolated incident and for the sake of prudence, we have (i) excluded all of the related income transactions arising from Qingdao Dingde of approximately RMB15.6 million (equivalent to approximately S$2.9 million) suspected fraud from our consolidated statements of profit and loss for the year ended 31 December 2023; and (ii) reclassified the relevant amount of trade receivables to other receivables as at 31 December 2023. Based on management's assessment with regards to the recoverability of the receivable, we recognised an impairment loss on other receivables under expected credit loss model in the sum of S$1.2 million (equivalent to RMB6.4 million) for the year ended 31 December 2023. For the year ended 31 December 2024, an additional loss allowance of S$0.4 million was recognised in our consolidated statement of profit and loss. All the outstanding amounts from Qingdao Dingde had been fully impaired as at 31 December 2024. For details of our credit risk and impairment assessment, please see Note 36 to the Accountants' Report as set out in Appendix I.

The Group is treating this matter with utmost seriousness and has taken immediate action to address the suspected fraud incident and protect the Group's interests by filing a report to the Security Bureau , in which the Group is fully cooperating with the relevant authorities. In order to prevent future potential incidents in relation to fraudulent transactions concerning our freight forwarding business, we engaged an independent internal control consultant to review the adequacy and effectiveness of our internal control procedures, systems and controls of (PRC) QD Keyun. The independent internal control consultant found that the following inadequacies in the credit limit monitoring control process of (PRC) QD Keyun: (i) standard credit limits were not formalised in a written policy; and (ii) there was inadequate monitoring on credit limit established.

To prevent any recurrence of such incidents in the future, we have established and implemented the following enhanced internal control measures: (i) increased fraud risk awareness amongst employees by formalising an anti-fraud policy; (ii) enhanced payment approval process requiring multi-level approvals for any single payment exceeding RMB300,000; and (iii) enhanced evaluation of new customers including carrying out of business background checks, references checks from peers and site visit.

Our Directors are of the view that the suspected fraud incident is an isolated incident and the financial loss will not have any material impact on the daily operations of the Group and its freight forwarding business. During the Track Record Period, according to management's representations, we have carried out a similar arrangement with another customer involving a total amount of approximately RMB1.6 million in 2022, in which has been duly repaid and we did not encounter any repayment issues. Subsequent to this suspected fraud incident, we have ceased engaging in similar arrangements where we would only be acting as an intermediary to assist with payment for booking of cargo space on vessels of a shipping company.

Share of results of associates

Our Company holds 40% equity interest in (SG) CK. Established in 2004, (SG) CK is a joint venture in Singapore between Chu Kong Shipping Enterprises (Group) Company Limited ("**CKS**"), a company listed on the Stock Exchange (stock code: 560), and our Company whereby 60% is owned by CKS and 40% by us. (SG) CK is principally engaged in freight forwarding related businesses in Singapore. Apart from Singapore, (SG) CK has a 70% equity interest in (MY) CK and a 49% equity interest in (TH) CK. Under the joint venture agreement with (SG) CK, the board of CKL (Singapore) has five directors, of whom three, including its chief executive officer, are appointed by CKS and two are appointed by us. Over the years, we have been a passive investor.

Established on 25 December 2023, (PRC) QD Port Lianyun is a joint venture in Qingdao of the PRC owned as to (i) 51% by an entity controlled by Shandong Port Qingdao Port Group., Ltd* (山東港口青島港集團有限公司) which is a fellow subsidiary of Qingdao Port International Logistics Co., Ltd.* (青島港國際物流有限公司) (being the primary operator of the Port of Qingdao and one of our major suppliers during the Track Record Period); (ii) 25% by us; and (iii) 24% by an Independent Third Party, Qingdao Zhiyuan Global Supply Chain Management Co., Ltd.* (青島智遠環球供應鏈管理有限公司). (PRC) QD Port Lianyun was formed to further explore and develop container depot and logistic business in Qingdao. For details of our interest in associates, please refer to "Business – Our Investments" in this document.

As at 31 December 2023, 2024 and 2025, our interests in associates amounted to approximately S$2.2 million, S$3.2 million and S$3.6 million, respectively. For information on the investment, please see Note 20 "Interests in an associate" to the Accountants' Report as set out in Appendix I.

Share of results of associates represents the aggregate share of our associates' net profits or losses attributable to our interests in those associates. Our associates are entities over which we have significant influence, but have no control. During the Track Record Period, we recorded share of results of associates in the amount of approximately S$0.1 million, S$0.5 million and S$0.6 million for the years ended 31 December 2023, 2024 and 2025, respectively. The increase in our share of results of associates during the Track Record Period was attributable to the contribution from (PRC) QD Port Lianyun.

Finance costs

The following table sets out a breakdown of our finance costs for the periods indicated:

	For the year ended 31 December		
	2023	**2024**	**2025**
	S$'000	*S$'000*	*S$'000*
Interest expenses on:			
Bank borrowings	833	417	385
Lease liabilities	1,303	1,507	1,249
Others	109	250	211
Total interest expenses	2,245	2,174	1,845
Less: interest capitalised in construction in progress	–	–	(169)
Net interest expenses	2,245	2,174	1,676

During the Track Record Period, our finance costs primarily represent our interest expenses incurred for (i) bank borrowings; and (ii) lease liabilities in respect of IFRS 16. For details of our bank borrowings, please refer to the paragraphs headed "Indebtedness" in this section below. Our finance costs amounted to approximately S$2.2 million, S$2.2 million and S$1.7 million for the years ended 31 December 2023, 2024 and 2025, respectively.

[REDACTED] EXPENSES

The estimated total [REDACTED] expenses in connection with the [REDACTED] (assuming an [REDACTED] of [REDACTED] per [REDACTED] Share, being the mid-point of the indicative [REDACTED] range of [REDACTED] and [REDACTED] per [REDACTED] Share, and no exercise of the [REDACTED]) are approximately [REDACTED] million, representing approximately [REDACTED] of the gross [REDACTED] of the [REDACTED] (based on the mid-point of our indicative [REDACTED] for the [REDACTED]). Our [REDACTED] expenses consists of (i) [REDACTED]-related expenses (including [REDACTED] fees and commissions) of approximately [REDACTED] million, (ii) fees and expenses of legal advisers and accountants of approximately [REDACTED] million, and (iii) other fees and expenses of approximately [REDACTED] million. Out of the amount of approximately [REDACTED] million, (i) approximately [REDACTED] million is directly attributable to the issue of the [REDACTED] Shares which is to be accounted for as a deduction from equity; and (ii) subsequent to the Track Record Period approximately [REDACTED] million is expected to be recognised as expenses in our consolidated statements of profit or loss and other comprehensive income prior to or upon the [REDACTED] of our Company.

Income tax expenses

Our Group is subject to income tax for profits generated by or derived by each of the entities of the Group from the tax jurisdictions in which the companies of our Group are domiciled or operated. Our income tax expenses consists of current and deferred tax expenses for jurisdictions in which we are subject to tax. During the Track Record Period, our income tax expenses mainly comprised (i) Singapore corporate income tax; (ii) PRC enterprise income tax; (iii) Hong Kong profits tax; (iv) Malaysian corporate income tax; and (v) Vietnam corporate income tax. For the years ended 31 December 2023, 2024 and 2025, the income tax expenses incurred by us amounted to approximately S$4.5 million, S$4.1 million and S$4.3 million, respectively, and our effective tax rate was approximately 35.2%, 25.9% and 24.6%, respectively. Our effective tax rate decreased for the year ended 31 December 2024, primarily attributable to the utilisation of capital allowance for tax purposes, but remained relatively stable for the year ended 31 December 2025.

Singapore

The corporate income tax rate in Singapore is 17% of the chargeable income.

PRC

The provision for PRC Enterprise Income Tax is based on the estimated taxable income for the PRC taxation purposes at the applicable rate of 25%.

Hong Kong

The Hong Kong profit tax rate of our subsidiaries incorporated in Hong Kong is 16.5%.

Malaysia

The statutory income tax of our subsidiary in Malaysia is at 24% of the chargeable income.

Vietnam

The corporate income tax rate of our subsidiary in Vietnam is at 20%.

During the Track Record Period and up to the Latest Practicable Date, we did not have any disputes or unresolved tax issues with any tax authorities.

Transfer pricing

We reimburse a part of our revenue received from our customers to (SG) EK Marketing as service fee payments being the marketer and promoter of the Group's container depot services to our customers and procuring affiliated entities of our Group in Singapore, the PRC, Malaysia, Thailand and Hong Kong.

Our Group has engaged an independent tax service firm, an international professional accounting firm in Singapore, to provide transfer pricing documentation services to ascertain and document the arm's length nature of material related party arrangement of the Group. For further details on the transfer pricing assessment, please refer to the paragraph headed "Business – Transfer Pricing Arrangement" in this document.

Profit for the year and net profit margin

As result of the above, for the years ended 31 December 2023, 2024 and 2025, our profits were approximately S$8.4 million, S$11.6 million and S$13.3 million, respectively, whereas our net profit margins were approximately 5.4%, 7.0% and 8.9%, respectively. Such changes in our net profit and net profit margin over the Track Record Period were mainly due to the reasons as explained above.

LIQUIDITY AND CAPITAL RESOURCES

Our principal cash requirement is for our working capital needs as well as capital expenditure. During the Track Record Period, we principally financed our working capital and other liquidity requirements through a combination of cash generated from operations and bank and other borrowings. Upon the [REDACTED], our source of funding will be a combination of internal generated funds, external loans and borrowings and net [REDACTED] from the [REDACTED].

Our capital structure represents equity attributable to Shareholders, comprising issued share capital and reserves including retained profits. Our Directors shall review our capital structure regularly in order to balance our overall capital structure through new share issues and fund raising through new loan borrowings with reference to the capital costs and the associated risks.

Our primary uses of cash are for payments for staff costs, settlements for our procurement of spare parts used for our repair and maintenance services, subcontractors fee and other operating expenses and capital expenditures. As at 31 December 2023, 2024 and 2025, we had cash and cash equivalents of approximately S$27.3 million, S$22.4 million and S$37.4 million, respectively. We currently expect that there will not be any material changes in the primary uses of our cash, save for the applications of net [REDACTED] from the [REDACTED], to implement our future plans as detailed in the section headed "Future Plans and Use of [REDACTED]" in this document.

Cash Flows

The following table sets forth a summary of our cash flows during the years indicated:

	For the year ended 31 December		
	2023	**2024**	**2025**
	S$'000	*S$'000*	*S$'000*
Net cash from operating activities	24,607	24,484	23,764
Net cash used in investing activities	(7,563)	(5,225)	(28,230)
Net cash (used in)/from financing activities	(14,762)	(24,274)	19,684
Net increase/(decrease) in cash and cash equivalents	2,282	(5,015)	15,218
Cash and cash equivalents at the beginning of the year	25,095	27,309	22,368
Effect of foreign exchange rates changes	(68)	74	(152)
Cash and cash equivalents at the end of the year	27,309	22,368	37,434

Net cash from operating activities

Cash flows from operating activities reflects profit before taxation for the year adjusted for (i) depreciation of property, plant and equipment, amortisation of intangible assets, impairment of goodwill, impairment of property, plant and equipment, net foreign exchange loss, gain or loss on disposal of property, plant and equipment, gain on disposal of subsidiaries, finance costs, interest income, property, plant and equipment written off, reversal of provision for restoration costs, recognition of share-based payments, share of results of associates, impairment loss (reversal of impairment) under expected credit loss model, (reversal of) allowance for inventories, inventory written off and gain on lease modification, which lead to the operating cash flows before movements in working capital; (ii) the effects of cash flows arising from the changes in working capital, including increase or decrease in trade and other receivables, increase or decrease in amounts due from related companies, increase or decrease in amount due to immediate holding company, increase in inventories, increase or decrease in trade and other payables, increase or decrease in amounts due to related companies, provision for restoration cost utilised, and increase or decrease in finance lease receivable, which result in cash generated from operations; and (iii) net cash from operating activities is deduced after the cash generated from operations take into account interest received, interest paid and income taxes paid.

For the year ended 31 December 2023, our net cash from operating activities of approximately S$24.6 million was primarily resulted from (i) our operating cash flow before movements in working capital which amounted to approximately S$32.4 million; (ii) changes in working capital of approximately S$1.7 million; (iii) income taxes paid of approximately S$4.0 million; and (iv) interest paid of approximately S$2.2 million. Changes in working capital primarily reflected the increase in trade and other receivables of approximately S$2.8 million, which was partially offset by (i) the increase in amount due to immediate holding company of approximately S$0.9 million; and (ii) the increase in trade and other payables of approximately S$0.7 million. We had lower net cash from operating activities during 2023 primarily due to (i) the increase in our income taxes paid during 2023; and (ii) the increase in other payables as a result of accrued [REDACTED] expenses.

For the year ended 31 December 2024, our net cash from operating activities of approximately S$24.5 million was primarily resulted from (i) our operating cash flow before movement in working capital amounted to approximately S$29.9 million; (ii) changes in working capital of approximately S$1.1 million; (iii) income tax paid of approximately S$4.4 million; and (iv) interest paid of approximately S$2.2 million. Changes in working capital primarily reflect the increase in amounts due to related parties of approximately S$1.1 million and decrease in trade and other receivables of approximately S$3.4 million which was partially offset by the decrease in trade and other payables of approximately S$2.3 million. Our net cash from operating activities during the year ended 31 December 2024 remained at a similar level as the year ended 31 December 2023.

For the year ended 31 December 2025, our net cash generated from operating activities amounted to approximately S$23.8 million, which was primarily attributable to (i) our operating cash flows before movements in working capital of approximately S$30.8 million; partially offset by (ii) income taxes paid of approximately S$3.9 million; (iii) interest paid of approximately S$1.8 million; and (iv) net outflow in working capital of approximately S$1.5 million. Changes in working capital primarily reflected (i) an increase in trade and other receivables of approximately S$2.5 million; (ii) a decrease in amounts due from related parties of approximately S$1.9 million; and (iii) a decrease in amounts due to related parties of approximately S$1.8 million, which were partially offset by (iv) an increase in trade and other payables of approximately S$1.1 million and (v) an increase in inventories of approximately S$0.2 million. Our net cash generated from operating activities remained relatively stable during the year ended 31 December 2025 compared to the year ended 31 December 2024.

Net cash used in investing activities

Cash flows used in investing activities mainly include dividends received from an associate, purchase of property, plant and equipment, purchase of club membership, proceeds from disposal of property, plant and equipment, investment in an associate, net cash outflows on disposal of subsidiaries, withdrawal of pledged bank deposits, placement of pledged bank deposits advance to immediate holding company and repayment from immediate holding company.

For the year ended 31 December 2023, we had net cash used in investing activities of approximately S$7.6 million, primarily attributable to the purchase of property, plant and equipment of approximately S$7.8 million, which was partially offset by the proceeds from disposal of property, plant and equipment of approximately S$0.2 million.

For the year ended 31 December 2024, we had net cash used in investing activities of approximately S$5.2 million, primarily attributable to (i) the purchase of property, plant and equipment of approximately S$4.9 million, (ii) the advance to associates of approximately S$1.0 million, which was partially offset by the proceeds from disposal of property, plant and equipment of approximately S$1.3 million.

For the year ended 31 December 2025, our net cash used in investing activities amounted to approximately S$28.2 million, which was primarily attributable to the purchase of property, plant and equipment of approximately S$29.3 million and the purchase of intangible assets of approximately S$21,000. This was partially offset by (i) the repayment from associates of approximately S$1.0 million; (ii) proceeds from disposal of property, plant and equipment of approximately S$0.3 million; and (iii) dividend from an associate of approximately S$0.2 million. Our net cash used in investing activities increased significantly from approximately S$5.2 million for the year ended 31 December 2024 to approximately S$28.2 million for the year ended 31 December 2025, primarily due to the substantial increase in capital expenditure for the purchase of property, plant and equipment.

Net cash (used in)/from financing activities

Cash flows used in financing activities mainly include repayment of lease liabilities, dividends paid, dividends paid to non-controlling interests, new bank borrowings raised, repayment of bank borrowings, loan from a related party raised, acquisition of non-controlling interests in subsidiaries, repayment to the immediate holding company, advance from a related party, repayment from a related party, capital contribution from non-controlling interests and payment for deferred issue cost.

For the year ended 31 December 2023, we had net cash used in financing activities of approximately S$14.8 million, primarily attributable to (i) the repayment of bank borrowings of approximately S$23.3 million; (ii) the repayment of lease liabilities approximately S$8.0 million; and (iii) the dividends paid of approximately S$3.0 million, which was partially offset by (i) the new bank borrowings raised of approximately S$15.0 million; and (ii) the loan from a related party raised of approximately S$5.7 million.

For the year ended 31 December 2024, we had net cash used in financing activities of approximately S$24.3 million, primarily attributable to (i) the repayment of bank borrowings of approximately S$8.3 million; (ii) the repayment of lease liabilities of approximately S$7.6 million; (iii) the dividends paid of approximately S$6.0 million; and (iv) repayment of loan from a related party of approximately S$2.8 million, which was partially offset by the new bank borrowings raised of approximately S$1.5 million.

For the year ended 31 December 2025, we recorded net cash generated from financing activities of approximately S$19.7 million. This was primarily attributable to (i) new bank borrowings raised of approximately S$22.4 million; and (ii) proceeds from the issue of convertible notes of approximately S$15.0 million. These inflows were partially offset by (i) repayment of lease liabilities of approximately S$6.9 million; (ii) dividends paid of approximately S$3.5 million; (iii) repayment of bank borrowings of approximately S$3.5 million; (iv) repayment on a loan from a related party of approximately S$1.9 million; (v) payment for pledged bank deposits of approximately S$1.0 million; and (vi) payment for deferred issue cost of approximately S$0.2 million. We recorded net cash generated from financing activities in 2025 compared to net cash used in financing activities of approximately S$24.3 million in 2024, which was primarily attributable to the proceeds from the issue of convertible notes and the increase in new bank borrowings raised during the year.

NET CURRENT ASSETS

	As at 31 December			As at 30 April
	2023	**2024**	**2025**	**2026**
	S$'000	*S$'000*	*S$'000*	*S$'000*
				(Unaudited)
CURRENT ASSETS				
Inventories	4,551	5,128	5,236	5,884
Trade and other receivables	22,606	19,746	22,288	23,805
Finance lease receivables	49	11	–	–
Amounts due from related parties	1,435	3,009	137	128
Amount due from immediate holding company	209	293	669	774
Pledged bank deposits	5	6	6	5
Cash and cash equivalents	27,309	22,368	37,434	31,910
	56,164	50,561	65,770	62,506
CURRENT LIABILITIES				
Trade and other payables	17,289	15,162	34,767	32,470
Amounts due to related parties	2,149	3,011	528	442
Loan from a related company	1,969	53	–	–
Loan from a third party	–	–	950	985
Provision for restoration costs	1,319	1,255	1,265	1,419
Lease liabilities	7,342	6,678	5,754	4,297
Income tax payable	2,913	2,765	3,171	4,393
Bank borrowings	7,000	2,050	2,498	2,507
Convertible notes	–	–	15,038	15,188
	39,981	30,974	63,971	61,701
NET CURRENT ASSETS	16,183	19,587	1,799	805

Our current assets consist of inventories, trade and other receivables, finance lease receivables, amounts due from related parties, amount due from immediate holding company, cash and cash equivalents and pledged bank deposits. Our current liabilities consist of trade and other payables, amounts due to related parties, loan from a related company provision for restoration costs, lease liabilities, income tax payable and bank borrowings.

Our net current asset increased from approximately S$16.2 million as at 31 December 2023 to approximately S$19.6 million as at 31 December 2024, mainly attributable to the decreased in short term bank borrowing for approximately S$5.0 million. Our net current assets decreased from approximately S$19.6 million as at 31 December 2024 to S$1.8 million as at 31 December 2025, mainly attributable to the recognition of convertible notes of approximately S$15.0 million during the year.

WORKING CAPITAL

Our Directors confirm that, taking into consideration the financial resources presently available to us, including cash generated from operating activities, the available facilities and the estimated net [REDACTED] from the [REDACTED], we have sufficient working capital for our present requirements and for at least the next 12 months commencing from the date of this document.

We monitor and maintain an adequate level of cash and cash equivalents to finance our operations and mitigate the effects of fluctuations in cash flows. Our Directors monitor the level of our bank loans and other borrowings to ensure adequate utilisation of banking facilities and our compliance with loan covenants.

DESCRIPTION OF CERTAIN ITEMS OF CONSOLIDATED STATEMENTS OF FINANCIAL POSITION

Property, plant and equipment

Property, plant and equipment and right-of-use assets mainly comprise of depot land, land use rights, leasehold buildings and container yard, container yard development, office furniture and equipment, plant and machinery, motor vehicles, renovation, container equipment and construction-in-progress. As at 31 December 2023, 2024 and 2025, the carrying amount of property, plant and equipment and right-of-use assets amounted to approximately S$83.6 million, S$78.3 million and S$117.7 million, respectively.

The carrying amount of property, plant and equipment and right-of-use assets:

- increased by approximately S$10.4 million over the year ended 31 December 2023, mainly attributable to the addition of approximately S$24.7 million primarily that consisted of plant and machinery in respect of our container depot land, leasehold buildings and container yard, partially offset by annual depreciation recorded during the year.

- decreased by approximately S$5.3 million over the year ended 31 December 2024, mainly attributable to the annual depreciation of approximately S$11.2 million, partially offset by effect of disposal / written off of S$7.5 million during the year.

- increased by approximately S$39.4 million over the year ended 31 December 2025, mainly attributable to additions of approximately S$50.2 million, primarily relating to construction-in-progress for the development of the Singapore Mega Depot as well as additions to plant and machinery and container yard equipment. The increase was partially offset by depreciation and impairment charges of approximately S$10.8 million for the year, as well as disposals and write-offs of approximately S$2.9 million recognised during the year.

Property Interests

Kroll (HK) Limited has valued our property interests as at 30 April 2026. Details of the valuation are summarised in Appendix III to this document. The reconciliation between the carrying amount of the properties held by our Group as at 31 December 2025 and the valuation of such properties as at 30 April 2026 is as follows:

	RMB'000	*S$'000*[(2)]
Carrying amount of the properties held by our Group as at 31 December 2025 [(1)]	150,769	
Net changes during the period from 31 December 2025 to 30 April 2026	(1,109)	
Carrying amount of the properties held by our Group as at 30 April 2026	149,660	27,766
Total market value of the properties held by our Group 30 April 2026	159,100	29,518
Valuation surplus	9,440	1,752

Notes:

(1) It represented the land and building and improvement situated in Tianjin. Please refer to Note 17 to the Accountants' Report set out in Appendix I to this document for details.

(2) For illustrative purpose, the translations of RMB into S$ have been made at the rate of RMB5.39 to S$1, the rate as at 30 April 2026.

Goodwill

As at 31 December 2023, 2024 and 2025, we recorded a goodwill of approximately S$13.0 million, S$13.0 million and S$12.9 million, respectively.

Goodwill arising on acquisition was recorded and carried at cost less accumulated impairment losses. As at 31 December 2023, 2024 and 2025, the carrying amount of goodwill arose from the cash generating unit of (HK) Gold Prime and (SG) YF Container, whereas the goodwill previously allocated to (HK) Grand Pacific, (HK) Ming Container, (HK) MF Reefer and (HK) Best China has been fully impaired.

On 30 May 2024, we entered into a share purchase agreement with the Vendor, pursuant to which we agreed to acquire 60% of the shareholdings of (SG) YF Container. Goodwill in amount of S$20,000 was recorded upon the acquisition of the shareholdings of (SG) YF Container.

According to relevant accounting standard, if a reasonably possible change in a key assumption on which management has based its determination of the cash-generating-unit's (the "**CGU**") recoverable amount would cause the CGU's carrying amount to exceed its recoverable amount, the Group should disclose: (i) the amount by which the CGU's recoverable amount exceeds its carrying amount; (ii) the value assigned to the key assumption; and (iii) the amount by which the value assigned to the key assumption must change, after incorporating any consequential effects of that change on the other variables used to measure recoverable amount, in order for the CGU's recoverable amount to be equal to its carrying amount.

For the purposes of impairment testing, the entire amount of goodwill has been allocated to five CGUs as at 31 December 2022 and 2023, and six CGUs as at 31 December 2024, representing six different subsidiaries, namely Grand Pacific Warehouse Limited ("**(HK) Grand Pacific**"), Ming Fung Container Limited ("**(HK) MF Container**"), Ming Fung Reefer Container Service Company Limited ("**(HK) MF Reefer**"), Best China Development Limited ("**(HK) Best China**"), (HK) Gold Prime and Yuan Fang Container Specialist Pte. Ltd. ("**(SG) YF Container**"). The principal activities of these subsidiaries are set out in note 32. The cost, impairment and carrying amounts (net of accumulated impairment losses) of goodwill attributable to respective CGUs are as follows:

	As at 31 December		
	2023	**2024**	**2025**
	S$'000	*S$'000*	*S$'000*
Cost:			
(HK) Grand Pacific	887	887	–
(HK) MF Container	1,780	1,780	1,780
(HK) MF Reefer	802	802	802
(HK) Best China	8,009	8,009	7,465
(HK) Gold Prime	13,009	13,009	12,869
(SG) YF Container	–	20	20
	24,487	24,507	22,936
Impairment:			
(HK) Grand Pacific	887	887	–
(HK) MF Container	1,780	1,780	1,780
(HK) MF Reefer	802	802	802
(HK) Best China	8,009	8,009	7,465
(HK) Gold Prime	–	–	–
(SG) YF Container	–	–	–
	11,478	11,478	10,047
Carrying amount:			
(HK) Grand Pacific	–	–	–
(HK) MF Container	–	–	–
(HK) MF Reefer	–	–	–
(HK) Best China	–	–	–
(HK) Gold Prime	13,009	13,009	12,869
(SG) YF Container	–	20	20
	13,009	13,029	12,889

As at 31 December 2023, 2024 and 2025, the recoverable amounts of (HK) Gold Prime and its subsidiaries (collectively referred to as "**(HK) Gold Prime Group**") have been determined based on value in use calculations with certain key assumptions. The calculations use cash flow projections based on financial budgets covering a five-year period approved by management. The pre-tax discount rate used to discount the projected cash flows of (HK) Gold Prime Group for the years ended 31 December 2023, 2024 and 2025 is 9%, 10.5% and 10.5%, respectively, per annum. Cash flows beyond the forecasted period are extrapolated using a steady 2% growth rate. The long-term growth rates are based on the relevant industry growth forecasts and do not exceed the average long-term growth rate for the relevant industry. Other key assumptions for the value in use calculations relate to the estimation of cash inflows/outflows which include budgeted sales and gross margin based on past performance and management's expectation of the market development. The headroom calculated based on the recoverable amounts deducting the carrying amount allocated for (HK) Gold Prime as at 31 December 2023, 2024 and 2025 was approximately S$39 million, S$17 million and S$8 million, respectively. The directors of the Company believe that any reasonably possible changes in any of these assumptions would not cause the carrying amounts to exceed the recoverable amount. A sensitivity analysis has been performed on an increase in the discount rate of 1.0% or decrease in growth rate of cash flows beyond the forecasted period by 1.0% which are changes in key assumptions considered to be possible by the management. The sensitivity analysis shows that no impairments would arise under the sensitivity scenarios. The management believes any reasonably possible change to the key assumptions applied is not likely to cause the recoverable amounts to be below the carrying amounts of the cash generating unit.

For details of our goodwill impairment assessment, please refer to Note 18 of the Accountants' Report as set out in Appendix I to this document.

Intangible assets

Our intangible assets mainly refers to (i) contract-based intangible assets arising from the acquisition of equity interest in (HK) Gold Prime; (ii) customer relationships; and (iii) the club membership. Our contract-based intangible assets have finite useful lives of 3 to 15 years, over which the assets are amortised. Our customer relationships have been fully amortised but still considered to be in use. While the majority of our club memberships have indefinite useful lives and are tested for impairment annually or more frequently if events or changes in circumstances indicate that the carrying amount may be impaired.

As at 31 December 2023, 2024 and 2025, the carrying amount of our intangible asset amounted to approximately S$2.1 million, S$1.5 million and S$0.9 million, respectively. The decrease of our carrying amount of our intangible assets over the Track Record Period was primarily due to depreciation over the years.

Interests in associates

Our interests in an associate mainly refers to (i) our cost of investment in an associates; and (ii) share of post-acquisition profit, and comprehensive income, net of dividend received from (SG) CK and (PRC) QD Port Lianyun. Our Company holds 40% equity interest in (SG) CK. Established in 2004, (SG) CK is a joint venture in Singapore between Chu Kong Shipping Enterprises (Group) Company Limited ("**CKS**"), a company listed on the Stock Exchange (stock code: 560), and our Company whereby 60% is owned by CKS and 40% by us. (SG) CK is principally engaged in freight forwarding related businesses in Singapore.

Established on 25 December 2023, (PRC) QD Port Lianyun is a joint venture in Qingdao of the PRC owned as to (i) 51% by an entity controlled by Shandong Port Qingdao Port Group., Ltd* (山東港口青島港集團有限公司) which is a fellow subsidiary of Qingdao Port International Logistics Co., Ltd.* (青島港國際物流有限公司) (being the primary operator of the Port of Qingdao and one of our major suppliers during the Track Record Period); (ii) 25% by us; and (iii) 24% by an Independent Third Party, Qingdao Zhiyuan Global Supply Chain Management Co., Ltd.* (青島智遠環球供應鏈管理有限公司). (PRC) QD Port Lianyun was formed to further explore and develop container depot and logistic business in Qingdao. For details of our interest in associates, please refer to "Business - Our Investments" in this document.

Our interests in an associate amounted to approximately S$2.2 million, S$3.2 million and S$3.6 million as at 31 December 2023, 2024 and 2025, respectively.

Inventories

The following table sets forth our inventories as at the dates indicated:

	As at 31 December		
	2023	**2024**	**2025**
	S$'000	*S$'000*	*S$'000*
Trading stocks containers	4,363	4,890	5,092
Consumables	188	238	144
Total	4,551	5,128	5,236

Our inventories include trading stock of containers, spare parts and consumables used in our provisions of services. As at 31 December 2023, 2024 and 2025, our inventories remained relatively stable at approximately S$4.6 million, S$5.1 million and S$5.2 million, respectively.

The following table sets out an ageing analysis of our inventories as at the dates indicated:

	As at 31 December		
	2023	**2024**	**2025**
	S$'000	*S$'000*	*S$'000*
Within 30 days	855	821	1,220
31 to 90 days	991	1,425	821
91 to 180 days	1,164	1,346	1,277
Over 180 days	2,251	2,186	2,600
	5,261	5,778	5,918
Less: Allowance for stock provision	(710)	(650)	(682)
Total	4,551	5,128	5,236

During the Track Record Period, 42.8%, 37.8% and 43.9% of the Group's inventories were purchased for over 180 days. Second-hand containers and spare parts are durable assets that do not have a prescribed expiry date or rapid obsolescence like high-tech products or perishables. Their structural integrity remains largely intact over time, allowing them to be sold in a short period of time. Also, we have made provisions for used containers that have been in stock for over 5 years. Therefore, the Directors are of the view that there should be limited concerns regarding recoverability and there are sufficient provisions made on stock.

The following table sets forth the turnover days of our inventories for the years indicated:

	For the year ended 31 December		
	2023	**2024**	**2025**
Average turnover days of inventories *(Note)*	14.9	14.5	18.0

Note: Average turnover days of inventories is derived by dividing the arithmetic mean of the opening and closing balances of inventories for the relevant period by cost of sale and multiplying by 365 days

Our average turnover days of inventories decreased slightly from 14.9 days for the year ended 31 December 2023 to 14.5 days for the year ended 31 December 2024 despite the increase in inventory balance as at 31 December 2024, primarily due to the increase of cost of sales during the year. The increase in inventory turnover days from 14.5 days in the year ended 31 December 2024 to 18.0 days in the year ended 31 December 2025 was primarily due to the increase in average inventory balance arising from higher inventory holdings as a result of bulk purchases made during suppliers' sales promotion campaigns.

As at 30 April 2026 (being the latest practicable date of this information), approximately S$2.1 million (or 40.9%) of the inventories as at 31 December 2025 were subsequently utilised.

Trade and other receivables

The following table sets forth our trade and other receivables as at the dates indicated:

	As at 31 December		
	2023	**2024**	**2025**
	S$'000	*S$'000*	*S$'000*
Trade receivables	15,060	12,079	16,102
Less: allowance for credit losses[(1)]	(10)	(10)	(142)
	15,050	12,069	15,960
Other receivables[(2)(3)]	1,871	1,468	1,001
Value-added tax receivables	644	369	1,899
Deposits	2,415	2,129	2,313
Prepayments	1,541	1,717	1,115
Deferred issue costs	1,085	1,994	–
	7,556	7,677	6,328
Total	22,606	19,746	22,288

Notes:

(1) The allowance for credit loss of S$10,000, S$10,000 and S$142,000 under ECL as at 31 December 2023, 2024 and 2025 was for a long outstanding balance due from a specific customer, the amount involved is considered insignificant. The ECL rate for the remaining debtors was approximately nil, the directors of the Company consider trade receivables past due to be generally recoverable based on the historical experiences of the Group due to the long-term relationship and good repayment record with such customers.

(2) As at 31 December 2023, the nature and composition of our other receivables includes a net amount of approximately S$0.4 million related to a one-off incident as a result of a suspected fraud incident by a customer of our freight forwarding business in Qingdao. In light of the severity of this isolated incident and for prudence sake, we have reclassified the relevant amount from trade receivables to other receivables as at 31 December 2023. Additionally, we have assessed the recoverability of the receivable and recognised an impairment loss on other receivables under expected credit loss model in the sum of RMB6.4 million (equivalent to S$1.2 million) for the year ended 31 December 2023. For details, please see paragraph headed "- Impairment loss under expected credit loss model, net of reversal" in this section and for details of our credit risk and impairment assessment, please see Note 35 to the Accountants' Report as set out in Appendix I to this document.

(3) Other receivables mainly comprise government grant receivables, unbilled revenue, advance payments and other miscellaneous receivables.

Trade receivables as at the respective reporting dates principally represented the outstanding amounts receivable by us from our customers. Our trade receivables, net of allowance for credit losses, were approximately S$15.1 million, S$12.1 million and S$16.0 million, as at 31 December 2023, 2024 and 2025, respectively.

The following table sets forth the aging analysis of our trade receivables, net of allowance for credit losses, presented based on the invoice dates as at the dates as indicated:

	As at 31 December		
	2023	**2024**	**2025**
	S$'000	*S$'000*	*S$'000*
Within 30 days	7,710	6,479	8,763
31-60 days	4,676	3,373	4,652
61-90 days	1,976	1,029	1,797
91-180 days	363	816	583
181-365 days	211	242	165
Over 1 year	114	130	–
Total	15,050	12,069	15,960

Trade receivables that were past due accounted for approximately 29.4%, 31.9% and 25.5% of our total trade receivables as at 31 December 2023, 2024 and 2025, respectively. We have adopted the simplified approach to measure our allowance of expected credit loss. Our Group considers the aging analysis of our debtors and other credit risk characteristics to measure our expected credit losses.

The table below sets out our average trade receivables turnover days as at the dates indicated:

	For the year ended 31 December		
	2023	**2024**	**2025**
Trade receivables turnover days *(Note)*	35.5	31.5	35.4

Note: Trade receivables turnover days is calculated using the average balances of trade receivables divided by revenue (excluding revenue derived from Tianjin Zhongke Group) and multiplied by 365 days. Average balance of trade receivables is calculated as the sum of the beginning and the ending balance of trade receivables for the relevant year divided by two.

We generally offer our customers credit term of 30 to 60 days, from the invoice date. Our trade receivable turnover days are consistent with our credit period offered to our customers. Our customers have been continuously settling their bills without default and our Directors consider that there was no collectability issue in relation to such outstanding trade receivables. During the Track Record Period and up to the Latest Practicable Date, save for a one-off suspected fraud incident by a customer of our freight forwarding business in Qingdao (as disclosed in the paragraph headed – impairment loss under expected credit losses model, net of reversal in this section), we did not experience any material default in payments from our customers. Our trade receivable turnover days during the Track Record Period are within the credit period.

As at 30 April 2026 (being the latest practicable date of this information), approximately S$15.5 million (or 96.9%) of the trade receivables as at 31 December 2025 were subsequently settled.

Deposits

Our deposits mainly represent (i) deposits paid in relation to the acquisition of machinery and utilities; and (ii) rental deposits paid to our lessors. During the Track Record Period, our deposits remained relatively stable.

Prepayments

Our prepayments mainly represent (i) advances to shipping lines and agents in relation to our freight forwarding business; and (ii) prepayments on insurances for our Group. Our prepayments remained relatively stable as at 31 December 2023, 2024 and 2025.

Cash and cash equivalents and pledged bank deposits

As at 31 December 2023, 2024 and 2025, our cash and cash equivalents amounted to approximately S$27.3 million, S$22.4 million and S$37.4 million, respectively. Bank balances as at 31 December 2023, 2024 and 2025, carry interest at market rates which range from nil to 3.2% per annum and the pledged deposits carry fixed interest rate of 1.75% per annum.

Pledged bank deposits amounting to S$5,000, S$6,000 and S$1.0 million as at 31 December 2023, 2024 and 2025, respectively, represented the secure deposits paid for banking facilities granted to our Group and will be released upon repayment of borrowings. For details of bank borrowings, please refer to the paragraph headed "Indebtedness – Bank borrowings" in this section.

Trade and other payables

The following table set forth the breakdown of our trade and other payables as at the dates indicated:

	As at 31 December		
	2023	**2024**	**2025**
	S$'000	*S$'000*	*S$'000*
Trade payables	6,241	4,260	6,338
Other payables	3,744	3,479	3,448
Value-added tax payables	77	103	66
Other accrued expenses	6,630	6,805	6,402
Accrued [REDACTED] expenses	[REDACTED]	[REDACTED]	[REDACTED]
Accrued issue costs	88	161	–
Construction payables	–	–	19,243
Total	17,289	15,162	35,497

Trade payables

Our trade payables primarily represent our obligations to pay for our goods and services that have been acquired in the ordinary course of business from our suppliers. The decrease from approximately S$6.2 million as at 31 December 2023 to approximately S$4.3 million as at 31 December 2024 was primarily attributable to the settlement of trade payables balance in (PRC) QD Keyun following the transfer of business to (PRC) QD Port Lianyun, the associate company of our Group. The increase from approximately S$4.3 million as at 31 December 2024 to approximately S$6.3 million as at 31 December 2025 was in line with the expansion of the Group's business operations.

Our Group is normally granted with a credit term between 30 to 60 days during the Track Record Period. As at 31 December 2023, 2024 and 2025, the ageing analysis of our trade payables based on the invoice date as at the dates indicated:

	As at 31 December		
	2023	**2024**	**2025**
	S$'000	*S$'000*	*S$'000*
Within 30 days	5,280	2,927	5,250
31 – 60 days	631	1,052	671
61 – 90 days	138	126	295
91 – 180 days	36	63	62
181 – 365 days	138	74	42
Over 1 year	18	18	18
Total	6,241	4,260	6,338

Trade payables turnover days

The following table sets forth our trade payables turnover days as at the dates indicated:

	For the year ended 31 December		
	2023	**2024**	**2025**
Trade payables turnover days *(Note)*	22.4	16.5	18.5

Note: Trade payables turnover days is calculated using the average balances of trade payables divided by the cost of revenue (excluding amounts paid to our connected persons) and multiplied by 365 days. Average balance of trade payables is calculated as the sum of the beginning and the ending balance of trade payables for the relevant year divided by two.

Our trade payable turnover days for the Track Record Period remained relatively stable. Our Group maintained timely settlement of trade payables with major suppliers during the Track Record Period. Our trade payables turnover days were within the range of the granted credit period.

As at 30 April 2026 (being the latest practicable date of this information), approximately S$5.9 million or 93.2% of the trade payables as at 31 December 2025 have been subsequently settled.

Other payables

Our other payables mainly comprise of (i) payable to a lessor in relation the land use right; (ii) deposits received; and (iii) salary payables to our staff. Our other payables amounted to approximately S$3.7 million, S$3.5 million and S$3.4 million as at 31 December 2023, 2024 and 2025, respectively. Our other payables remained relative stable during the Track Record Period.

Other accrued expenses

Our other accrual expenses mainly comprised of accrual for employees' remuneration and staff benefits, receipt in advance and other accrued expenses.

Our construction payables

Our construction payables mainly comprise of payable for the Mega Depot in Singapore in 2025.

Provision for restoration costs

As at 31 December 2023, 2024 and 2025, the amount of provision for restoration cost amounted to approximately S$1.3 million, S$1.3 million and S$1.3 million, respectively. Provisions for restoration costs represent the present value of the estimation of costs to reinstate the leased premised of our Group to their original state upon expiry of the term of the lease.

Amounts due from/to related parties and amount due from immediate holding company

	As at 31 December		
	2023	**2024**	**2025**
	S$'000	*S$'000*	*S$'000*
Amounts due from related parties			
– trade in nature	1,435	2,007	136
– non- trade in nature	–	1,002	1
Sub-total	1,435	3,009	137
Amount due from immediate holding company			
– non-trade in nature	209	293	669
Amounts due to related parties			
– trade in nature	1,205	2,263	473
– non-trade in nature	944	748	55
Sub-total	2,149	3,011	528
Loan from a related company/third party			
– non-trade in nature	5,689	2,843	–

As confirmed by the Directors, all non-trade amounts due from related parties, non-trade amount due from our immediate holding company, non-trade amounts due to related parties and the loan from a related company outstanding as at the Latest Practicable Date will be settled on or prior to [REDACTED].

Amounts due from related parties

Our amounts due from related parties (trade in nature) mainly represent amounts receivables from our connected persons. For details of our connected persons, please refer to the section headed "Connected Transactions" in this document.

As at 31 December 2023, 2024 and 2025, our amounts due from related parties amounted to approximately S$1.4 million, S$2.0 million and S$0.1 million, respectively. Such balances were trade in nature, unsecured, interest-free, repayable under credit terms of 30-90 days.

The following table sets forth the aging analysis of our amounts due from related parties, net of allowance for credit losses, presented based on the invoice dates as at the dates indicated:

	As at 31 December		
	2023	**2024**	**2025**
	S$'000	*S$'000*	*S$'000*
Within 30 days	637	1,125	–
31 – 60 days	605	437	136
61 – 90 days	141	440	–
91 – 180 days	50	5	–
181 – 365 days	2	–	–
Total	1,435	2,007	136

As at 31 December 2023, 2024 and 2025, amounts due from related parties balances includes with aggregate carrying amount of S$0.6 million, S$0.5 million and S$0.1 million were past due as at the respective reporting dates. Out of the past due balances as at 31 December 2023, 2024 and 2025, nil of them has been past due over 90 days and is not considered as in default due to the history of cooperation and the sound collection history of the debtors.

For details of our amounts due from related companies, please refer to Note 25 to the Accountants' Report as set out in Appendix I to this document. Our long outstanding amount of balance due from related parties was mainly due to our connected parties allows us a longer credit period, and likewise, we allow these related parties to have a longer credit period due to the long business relationship.

Amount due from immediate holding company

As at 31 December 2023, 2024 and 2025, the amount due from immediate holding company amounted to approximately S$0.2 million, S$0.3 million and S$0.7 million, respectively. The amount is non-trade in nature, unsecured, interest-free and repayable on demand. For details of our amounts from immediate holding company, please refer to Note 25 to the Accountants' Report as set out in Appendix I to this document.

Amounts due to related parties

Our amounts due to related parties mainly represent amounts payable to our connected persons. For details of our connected persons, please refer to the section headed "Connected Transactions" in this document. As at 31 December 2023, 2024 and 2025, the amounts due to related parties amounted to approximately S$1.2 million, S$2.3 million and S$0.5 million, respectively, and were trade in nature, unsecured, interest-free and repayable under credit term of 30 to 60 days. Such trade in nature balance will not be settled upon [REDACTED]. The remaining balances of S$0.9 million, S$0.7 million and S$55,000 as of 31 December 2023, 2024 and 2025 were non-trade in nature, repayable on demand. Of these, the balances as at 31 December 2023 were due to a director and non-controlling shareholder of a subsidiary held by the Company before completion of the share swap, and the balance as at 31 December 2024 was due to a shareholder of the Company. For details, please refer to the section headed "History, reorganisation and Corporate Structure – Our Reorganisation" in this document.

The following is an aged analysis of amounts due to related parties based on the invoice dates as at the dates indicated:

	As at 31 December		
	2023	**2024**	**2025**
	S$'000	*S$'000*	*S$'000*
Within 30 days	775	1,292	–
31 – 60 days	427	512	–
61 – 90 days	3	457	–
91 – 180 days	–	2	473
Total	1,205	2,263	473

For details of our amounts due to related companies, please refer to Note 25 to the Accountants' Report as set out in Appendix I to this document. Our long outstanding amount of balance due to related parties was mainly due to our connected parties allows us a longer credit period, and likewise, we allow these related parties to have a longer credit period due to the long business relationship.

Lease liabilities

The lease liabilities represent payment for the right of using underlying assets. As at 31 December 2023, 2024 and 2025, we recorded current lease liabilities of approximately S$7.3 million, S$6.7 million and S$5.8 million, respectively, and non-current lease liabilities of approximately S$29.2 million, S$24.1 million and S$19.8 million, respectively. We recognise a right-of-use asset and a lease liability at the lease commencement date.

	As at 31 December		
	2023	**2024**	**2025**
	S$'000	*S$'000*	*S$'000*
Undiscounted lease payments			
Within one year	8,767	7,877	6,723
Within a period of more than one year but not exceeding two years	7,638	6,171	2,858
Within a period of more than two years but not exceeding five years	9,001	5,493	4,770
Within a period of more than five years	23,193	22,086	20,956
	48,599	41,627	35,307
Interest payment	(12,048)	(10,839)	(9,787)
Carrying amount	36,551	30,788	25,520
Analysed as:			
Current	7,342	6,678	5,754
Non – current	29,209	24,110	19,766
	36,551	30,788	25,520

INDEBTEDNESS

The following table sets forth our total indebtedness as at the dates indicated:

	As at 31 December			As at 30 April
	2023	**2024**	**2025**	**2026**
	S$'000	*S$'000*	*S$'000*	*S$'000*
				(unaudited)
CURRENT LIABILITIES				
Lease liabilities	7,342	6,678	5,754	4,297
Bank borrowings	7,000	2,050	2,498	2,507
Amounts due to related parties (non-trade in nature)	944	748	55	19
Loan from a related company	1,969	53	–	–
Loan from a third party	–	–	950	985
Convertible Notes	–	–	15,038	15,188
	17,255	9,529	24,295	22,996
NON-CURRENT LIABILITIES				
Lease liabilities	29,209	24,110	19,766	25,034
Bank borrowings	6,000	4,176	22,829	48,240
Loan from a related company	3,720	2,790	–	–
Total non-current liabilities	38,929	31,076	42,595	73,274
Total indebtedness	56,184	40,605	66,890	96,270

Bank borrowings

The following table sets forth our Group's bank borrowing as at the dates indicated:

	As at 31 December			As at 30 April
	2023	**2024**	**2025**	**2026**
	S$'000	*S$'000*	*S$'000*	*S$'000*
				(unaudited)
Variable rate bank borrowings				
Analysed as:				
Secured	–	–	21,327	47,247
Unsecured	13,000	6,226	4,000	3,500
	13,000	6,226	25,327	50,747
Less: Amount due for settlement within 12 months (shown under current liabilities)	(7,000)	(2,050)	(2,498)	(2,507)
Amount due for settlement after 12 months	6,000	4,176	22,829	48,240

Bank borrowings consist of interest-bearing bank borrowings from commercial banks. As at 31 December 2023, 2024 and 2025 and 30 April 2026, our unsecured and guaranteed bank borrowings amount to approximately S$13.0 million, S$6.2 million, S$4.0 million and S$3.5 million, respectively; and our secured and guaranteed bank borrowings amount to approximately nil, nil, S$21.3 million and S$47.2 million, respectively. The secured bank borrowing were secured by certain property, plant and equipment and under a corporate guarantee provided by the Company. These unsecured bank borrowings were under a corporate guarantee provided by our immediate holding company. As confirmed by the Directors, the guarantee from the immediate holding company will be released upon [REDACTED]. As at 31 December 2023, 2024 and 2025, the weighted average effective interest rates of bank borrowings were approximately 5.4%, 5.2% and 2.9%, respectively.

Our Directors confirmed that we had neither experienced any difficulties in obtaining or repaying, nor breached any major covenant or restriction of our bank loans or other bank facilities during the Track Record Period and up to the Latest Practicable Date. As at the Latest Practicable Date, there are no material covenants related to our outstanding debts that would materially limit our ability to undertake additional debt or equity financing.

As at 30 April 2026, we had aggregate banking facilities of approximately S$170.4 million, of which S$119.1 million was unutilised.

Loan from a related company/third party

In June 2021, (PRC) TJ Keyun purchased its existing container depot land in Tianjin of the PRC from its former owner for approximately RMB100.9 million. To partially finance this purchase, the Company drew down a total of approximately S$10.2 million (equivalent to approximately RMB49.5 million at then exchange rate of S$1 to RMB4.83) from our existing banking facilities and extended the same amount to (PRC) TJ Keyun. As the functional currency of (PRC) TJ Keyun is denominated in RMB, the repayment of the borrowed amount denominated in Singapore dollars is subject to foreign exchange exposure.

In September 2023, to reduce such long-term foreign exchange exposure, (PRC) TJ Keyun (as borrower) entered into loan agreements with Tianjin Keyun Logistics (as lender). Under the loan agreement, Tianjin Keyun Logistics agreed to provide a loan in the amount of approximately S$5.7 million (equivalent of approximately RMB30.0 million at the then exchange rate of S$1 to RMB5.35) to (PRC) TJ Keyun for a term of three years with an interest rate of 6.0% per annum. As at 31 December 2024, our current portion of the loan from a related party amounted to approximately S$53,000, respectively, while the non-current portion amounted to approximately S$2.8 million, respectively. The entire amount will be settled before [REDACTED].

As at 31 December 2025 and 30 April 2026 respectively, the remaining loan of S$950,000 and S$985,000 was unsecured and unguaranteed from (PRC) TJ Keyun was presented as loan from a third party as it ceased to be a related party during the year ended 31 December 2025.

Amounts due to related parties (non-trade in nature)

As at 30 April 2026, the Group had non-trade amounts due to related parties of approximately S$19,000 which were unsecured and unguaranteed. Such amount will be settled upon [REDACTED].

The non-trade nature of amount due from related parties, amount due from immediate holding company and loan from a related company as at 30 April 2026 will be settled on or before [REDACTED].

Lease liabilities

As at 30 April 2026, we had total lease liabilities of S$29.3 million. Of this amount, S$1.9 million was unsecured and unguaranteed. S$14.5 million was unsecured and supported by corporate guarantees provided by the Company and one of its subsidiaries. S$10.1 million was secured by rental deposits but remained unguaranteed. S$0.4 million was secured by leased machinery and was unguaranteed. The remaining S$2.4 million was secured by leased machinery and guaranteed by corporate guarantees from the immediate holding company, the Company, and a subsidiary of the Company.

Convertible notes

In December 2025, the Group issued convertible notes with an aggregate principal amount of S$15 million. The convertible notes bear interest at a fixed rate of 3% per annum, unsecured and have a maturity of 12 months from the date of issuance, with an option for the Company to extend the maturity date by additional 12 months. The convertible notes are accounted for as financial instruments at fair value through profit or loss, and had a carrying amount of approximately S$15.0 million as at 31 December 2025. As at 30 April 2026, the convertible notes of the Group with carrying amount of S$15,188,000 was unsecured and unguaranteed. For further details of the principal terms and background of the convertible notes, please refer to the section headed "History, Reorganisation and Corporate Structure – Pre-[REDACTED] Investments" in this document.

Save as disclosed, we did not have any other borrowings, mortgages, charges, term loans or debt securities, issued or outstanding, or authorised or otherwise created but unissued, or other similar indebtedness, finance lease commitment, liabilities under acceptances, acceptance credits, hire purchase commitments, material contingent liabilities or guarantees. Our Directors confirmed that there has not been any material change in our indebtedness or contingent liabilities since 30 April 2026 and up to the Latest Practicable Date.

Funding and treasury policies

We negotiate with banks to obtain banking facilities according to our development plans and needs. Our Directors monitor the level of our bank loans and other borrowings to ensure adequate utilisation of banking facilities and our compliance with loan covenants to ensure that there is an adequate level of cash and cash equivalents to finance our operations and mitigate the effects of fluctuations in cash flows. We will generally deposit the surplus cash into the bank as general working capital.

SELECTED KEY FINANCIAL RATIOS

The following table sets out the key financial ratios of our Group as of the dates indicated:

	As at/for the year ended 31 December		
	2023	**2024**	**2025**
Gross profit margin (1)	30.2%	26.2%	29.5%
Net profit margin (2)	5.4%	7.0%	8.9%
Return on total assets (3)	5.3%	7.9%	6.6%
Return on equity (4)	10.8%	13.8%	14.1%
Current ratio (5)	1.4	1.6	1.0
Gearing ratio (6)	71.4%	47.5%	71.2%
Interest coverage (7)	6.7	8.2	11.5
Net debt to equity ratio (8)	0.4	0.2	0.3

Notes:

1. Gross profit margin is calculated based on the gross profit for the respective years divided by the revenue for the respective year and multiplied by 100%.
2. Net profit margin is calculated based on the net profit for the respective years divided by the revenue for the respective year and multiplied by 100%.
3. Return on total assets is calculated based on the profit for the respective year divided by the total assets as at respective dates and multiplied by 100%.
4. Return on equity is calculated based on the profit for the respective year divided by the total equity as at the respective dates and multiplied by 100%.
5. Current ratio is calculated based on the total current assets as at the respective dates divided by the total current liabilities as at the respective dates.
6. Gearing ratio is calculated based on the total debt (representing interest-bearing bank borrowings, lease liabilities, net [REDACTED] raised from the Pre-[REDACTED] Investment, loan from a related company and loan from a third party) as at the respective dates divided by total equity as at the respective dates and multiplied by 100%.
7. Interest coverage is calculated based on the profit before interest and tax for the respective years divided by the interest on interest-bearing borrowings, lease liabilities and loan from a related company for the respective years.
8. Debt to equity ratio is calculated based on the net debt (being our total bank borrowings, convertible notes, lease liabilities, loan from a related company and loan from a third party less cash and cash equivalents) divided by the total equity as at the respective dates.

Gross profit margin

Our gross profit margin was approximately 30.2%, 26.2% and 29.5% during the Track Record Period. For details of our gross profit margin, please refer to the paragraph headed " – Description of Selected Items From Consolidated Statements of Profit or Loss – Gross profit and gross profit margin" in this section.

Net profit margin

Our net profit margin was approximately 5.4%, 7.0% and 8.9% for the years ended 31 December 2023, 2024 and 2025, respectively. For details of our net profit margin, please refer to the paragraph headed " – Description of Selected Items From Consolidated Statements of Profit or Loss – Net profit margin" in this section.

Return on total assets

Our return on total assets increased from approximately 5.3% for the year ended 31 December 2023 to approximately 7.9% for the year ended 31 December 2024, which was mainly attributable to the increase in net profit due to the absence of equity-settled share-based expenses in 2024.

Our return on total assets decreased from approximately 7.9% for the year ended 31 December 2024 to approximately 6.6% for the year ended 31 December 2025, which was mainly attributable to the increase in total assets base, in particular the significant increase in non-current assets arising from capital expenditures and expansion of depot and warehouse facilities, while the increase in profit for the year was comparatively moderate.

Return on equity

Our return on equity increased from approximately 10.8% for the year ended 31 December 2023 to approximately 13.8% for the year ended 31 December 2024, which was mainly attributable to the increase in net profit due to the absence of equity-settled share-based expenses in 2024.

Our return on equity increased from approximately 13.8% for the year ended 31 December 2024 to approximately 14.1% for the year ended 31 December 2025, which was mainly attributable to the increase in profit for the year from approximately S$11.1 million to S$13.1 million, which outpaced the growth in equity base during the year.

Current ratio

Our current ratio increased from 1.4 times as at 31 December 2023 to 1.6 times as at 31 December 2024, primarily attributable to reduction of short term bank borrowing for the year ended 31 December 2024.

Our current ratio decreased from 1.6 times as at 31 December 2024 to 1.0 times as at 31 December 2025, primarily attributable to an increase in current liabilities, including trade and other payables and short-term borrowings, in line with the Group's business expansion and increased working capital requirements, while current assets did not increase proportionately.

Gearing ratio

Our gearing ratio decreased from approximately 71.4% as at 31 December 2023 to approximately 47.5% as at 31 December 2024, mainly attributable to the further decrease in bank borrowings for the year ended 31 December 2024.

Our gearing ratio increased from 47.5% as at 31 December 2024 to 71.2% as at 31 December 2025, primarily attributable to the increase in total borrowings, including the issuance of convertible notes of S$15.0 million in December 2025 to finance expansion and capital expenditures.

Interest coverage

Our interest coverage increased from approximately 6.7 times for the year ended 31 December 2023 to approximately 8.2 times for the year ended 31 December 2024, mainly attributable to the decrease in finance cost as a result of the decrease in bank borrowings for the year ended 31 December 2024.

Our interest cover increased from 8.2 times as at 31 December 2024 to 11.5 times as at 31 December 2025, primarily attributable to the increase in profit before interest and tax, together with a decrease in finance costs from approximately S$2.2 million in 2024 to S$1.7 million in 2025 due to lower effective borrowing costs.

Net debt to equity ratio

Our net debt to equity ratio decreased to 0.2 as at 31 December 2024, mainly due to the decrease in our total bank borrowings and total lease liabilities.

Our net debt to equity ratio increased to 0.3 as at 31 December 2025 mainly due to the issuance of the convertible note.

RELATED PARTY TRANSACTIONS

During the Track Record Period, our Group entered into certain related party transactions, which are also our connected persons. For details of our related parties, please refer to the section headed "Connected Persons" in this document. For details of our related party transactions, please refer to Note 38 to the Accountants' Report set out in Appendix I to this document. Our Directors confirmed that these related party transactions were conducted on arm's length negotiations, and would not distort our results of operations over the Track Record Period or make our historical results over the Track Record Period not reflective of our future performance.

CAPITAL COMMITMENTS AND OPERATING LEASE ARRANGEMENT

Our Group's capital expenditure and commitments principally consisted of purchase of plant, equipment and machinery. The following table sets forth our Group's commitments as at the dates indicated:

(a) Capital Commitments

	For the year ended 31 December		
	2023	**2024**	**2025**
	S$'000	*S$'000*	*S$'000*
Capital expenditure contracted for but not provided in respect of:			
– Mega Depot development	–	–	98,213
– Container yard development	70	–	–
– Acquisition of warehouse, depot and office	6,785	7,447	2,806
– Acquisition of other plant and machinery	30	999	744
Total	6,885	8,446	101,763

(b) Operating lease arrangement

Our Group as lessor

Certain of the machineries held by our Group for rental purposes have committed lessees for the next 1 and 2 years.

Undiscounted lease payments receivable on leases are as follows:

	For the year ended 31 December		
	2023	2024	2025
	S$'000	*S$'000*	*S$'000*
Within one year	726	376	810
In the second year	115	–	680
Total	841	376	1,490

Purchase of industrial land in Malaysia

On 8 December 2023, we entered into two sale and purchase agreements with the vendor on the purchase of two pieces of industrial land for a total consideration of approximately S$8.5 million (equivalent to RM29.0 million). For the year ended 31 December 2023, we made partial payment of total amount of approximately S$1.7 million (equivalent to RM5.8 million) upon the acceptance of offer and upon the execution of the sales and purchase agreements. For the year ended 31 December 2024, we have paid further S$0.5 million. We recognised the deposit as construction-in-progress and will transfer to property once the construction is completed. The progress payment will be made in accordance to the construction progress.

On 17 June 2025, we have paid approximately S$3.2 million (equivalent to RM10.0 million). Since then, we did not make any material capital expenditures. Our Group's projected capital expenditures are subject to revision based upon any future changes in our business plan, market conditions, and economic and regulatory environment.

We expect to fund our contractual commitments and capital expenditure principally through the net [REDACTED] we receive from the [REDACTED] and cash generated from our operating activities. We believe that these sources of funding will be sufficient to finance our contractual commitments and capital expenditure needs for the next 12 months.

DIVIDEND AND DIVIDEND POLICY

During the Track Record Period, we declared and paid to our then Shareholders dividends in the amounts of approximately S$3.0 million, S$6.0 million and S$3.5 million for the years ended 31 December 2023, 2024 and 2025, respectively. These distributions were determined having regard to our financial position at the relevant time and do not reflect any formal dividend policy. Accordingly, our historical dividends should not be relied upon as an indication of the level of dividends that may be declared or paid by us in the future.

With effect from the [REDACTED] Date, we will adopt a formal dividend policy under which we intend to declare and distribute, on an annual basis, dividends in an amount equivalent to 30–50% of our consolidated profit attributable to shareholders of the Company for each of the financial years after the Track Record Period (i.e. commencing from the year ending 31 December 2026). The declaration and payment of any dividend, and the determination of amount thereof in any financial year, will be subject to: (i) the discretion of the Board which shall take into account, among other things, our results of operations, earnings, cash flows, financial condition, capital requirements (including any significant expected capital expenditures), future business development, statutory and contractual restrictions on dividend payments and such other factors as the Board may consider relevant; (ii) (as a holding company incorporated under the laws of Singapore) the amount of dividends received from our operating subsidiaries; and (iii) the applicable provisions in our Constitution and the Singapore Companies Act which provide, among other things, that (a) no dividends may be paid to Shareholders except out of our Company's profits available for distribution; (b) dividend payments are subject to obtaining approval of Shareholders in a general meeting; and (c) no dividend may be paid of any amount higher than as recommended by our Board.

Dividends, if declared, will be declared by our Company on Shares (on a per Share basis) in Singapore dollars and paid in Hong Kong dollars. Any distributable profits that are not distributed in any given year will be retained and may be made available for distribution in subsequent years.

Shareholders should note that the declaration and payment of dividends by our Company in any financial year is not guaranteed and the actual amount of dividends, if any, will depend on the factors described above. In particular, as further described in the section headed "Financial Information – Expected decrease in net profits for the year ending 31 December 2026", a one-off, non-cash fair value loss is expected to be recognised in profit or loss for the year ending 31 December 2026 in connection with the conversion of the Pre-[REDACTED] Convertible Notes immediately prior to [REDACTED], which may materially reduce our consolidated profit attributable to Shareholders for that financial year. Accordingly, the amount of any dividend (if any) declared in respect of the year ending 31 December 2026 may be lower than would otherwise be implied by the pay-out ratio referred to above, or the Board may determine not to declare any dividend for that year. [REDACTED] should also refer to the risk factor headed "We cannot assure you that we will declare or pay any dividends in the future" in the section headed "Risk Factors".

DISTRIBUTABLE RESERVES

Our Company is a limited liability company incorporated in the Republic of Singapore on 14 October 1994 and is an investment holding company. For our Company's distributable reserves, please refer to the section headed "Statements of Financial Position of the Company" in Appendix I to this document.

AUDITORS AFTER [REDACTED]

We will appoint Deloitte Touche Tohmatsu ("**Deloitte HK**"), a Registered Public Interest Entity Auditor, as our auditors after the [REDACTED].

DISCLOSURE REQUIRED UNDER THE LISTING RULES

Our Directors have confirmed that as at the Latest Practicable Date, there are no circumstances that would give rise to a disclosure requirement under Rules 13.13 to 13.19 of the Listing Rules.

OFF-BALANCE SHEET ARRANGEMENT

As at the Latest Practicable Date, we had not entered into any off-balance sheet transaction. In addition, our Group has not entered into any derivative contracts that are indexed to our equity interests and classified as owners' equity. Further, we do not have any retained or contingent interest in assets transferred to an unconsolidated entity that serves as credit, liquidity or market risk support to such entity. We do not have any variable interest in any unconsolidated entity that provides financing, liquidity, market risk or credit support to us or that engages in leasing, hedging or research and development services with us.

FINANCIAL INSTRUMENT

During the Track Record Period, we did not enter into any other financial instruments for hedging purposes.

MARKET AND OTHER FINANCIAL RISK MANAGEMENT

We are exposed to various financial risks arising in the normal course of business. We have adopted risk management policies and utilised a variety of techniques to manage our exposure to these risks. The main risks arising from our financial instruments are foreign exchange risks, interest rate risks, credit risks and liquidity risks. For details of our various financial risks, please refer to Note 36 to the Accountants' Report as set out in Appendix I to this document.

UNAUDITED [REDACTED] ADJUSTED NET TANGIBLE ASSETS

For details of our unaudited [REDACTED] statement of the adjusted net tangible asset of our Group,please refer to the paragraph headed ''A. Unaudited [REDACTED] statement of adjusted consolidated net tangible assets of the group attributable to owners of the Company'' as set out in Appendix II to this document.

FINANCIAL AND TRADING PROSPECTS OF THE GROUP

Our Directors consider that the results of our Group during the Track Record Period are indicative of our future performance. Taking into account that Southeast Asia has become increasingly important in global trade and the trend of manufacturing shifting to Southeast Asia according to the Frost & Sullivan Report, the expected [REDACTED] from the [REDACTED] and our [REDACTED] status, the Directors are optimistic on the overall growth and development of the Group subsequent to the [REDACTED] and our Group will be able to strengthen our position as a logistics operator in the ASEAN region and the PRC.

For further information, please refer to (i) the section headed ''Principal factors affecting our results of operations'' in this section for the factors that may affect our financial and trading prospects; and (ii), the paragraph headed ''Risk Factors – Risks relating to our business and our industry'' and the ''Future plans and use of [REDACTED]'' in this document for our business development strategies and implementation plans respectively.

NO MATERIAL ADVERSE CHANGE

Our Directors confirm that, during the Track Record Period and up to the date of this document, there has been no material adverse change in the financial or trading position or prospects of our Group since 31 December 2025 (being the date to which the latest audited consolidated financial statements of our Group were prepared), and there is no event since 31 December 2025 which would materially affect the information shown in the Accountants' Report set out in Appendix I to this document.

FUTURE PLANS AND USE OF [REDACTED]

See the section headed ''Future Plans and Use of [REDACTED]'' in this document for a detailed description of our future plans and use of [REDACTED].