The following is the text of a report set out on pages I-1 to I-79, received from the Company's reporting accountants, Deloitte Touche Tohmatsu, Certified Public Accountants, Hong Kong, for the purpose of incorporation in this document.

Deloitte. 德勤

ACCOUNTANTS' REPORT ON HISTORICAL FINANCIAL INFORMATION TO THE DIRECTORS OF EKH LIMITED, QUAM CAPITAL LIMITED AND ALLIANCE CAPITAL PARTNERS LIMITED

Introduction

We report on the historical financial information of EKH Limited (the ''Company'') and its subsidiaries (together, the ''Group'') set out on pages I-3 to I-79, which comprises the consolidated statements of financial position of the Group as at 31 December 2023, 2024 and 2025, the statements of financial position of the Company as at 31 December 2023, 2024 and 2025, and the consolidated statements of profit or loss and other comprehensive income, the consolidated statements of changes in equity and the consolidated statements of cash flows of the Group for each of the three years ended 31 December 2025 (the ''Track Record Period'') and material accounting policy information and other explanatory information (together, the ''Historical Financial Information''). The Historical Financial Information set out on pages I-3 to I-79 forms an integral part of this report, which has been prepared for inclusion in the document of the Company dated [REDACTED] (the ''Document'') in connection with the initial [REDACTED] of shares of the Company on the Main Board of The Stock Exchange of Hong Kong Limited (the ''Stock Exchange'').

Directors' responsibility for the Historical Financial Information

The directors of the Company are responsible for the preparation of the Historical Financial Information that gives a true and fair view in accordance with the basis of preparation set out in note 2 to the Historical Financial Information, and for such internal control as the directors of the Company determine is necessary to enable the preparation of the Historical Financial Information that is free from material misstatement, whether due to fraud or error.

Reporting accountants' responsibility

Our responsibility is to express an opinion on the Historical Financial Information and to report our opinion to you. We conducted our work in accordance with Hong Kong Standard on Investment Circular Reporting Engagements 200 ''Accountants' Reports on Historical Financial Information in Investment Circulars'' issued by the Hong Kong Institute of Certified Public Accountants (the ''HKICPA''). This standard requires that we comply with ethical standards and plan and perform our work to obtain reasonable assurance about whether the Historical Financial Information is free from material misstatement.

Our work involved performing procedures to obtain evidence about the amounts and disclosures in the Historical Financial Information. The procedures selected depend on the reporting accountants' judgement, including the assessment of risks of material misstatement of the Historical Financial Information, whether due to fraud or error. In making those risk assessments, the reporting accountants consider internal control relevant to the entity's preparation of Historical Financial Information that gives a true and fair view in accordance with the basis of preparation set out in note 2 to the Historical Financial Information in order to design procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Our work also included evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the directors of the Company, as well as evaluating the overall presentation of the Historical Financial Information.

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

Opinion

In our opinion, the Historical Financial Information gives, for the purposes of the accountants' report, a true and fair view of the Group's financial position as at 31 December 2023, 2024 and 2025, of the Company's financial position as at 31 December 2023, 2024 and 2025 and of the Group's financial performance and cash flows for the Track Record Period in accordance with the basis of preparation set out in note 2 to the Historical Financial Information.

Report on matters under the Rules Governing the Listing of Securities on the Stock Exchange and the Companies (Winding Up and Miscellaneous Provisions) Ordinance

Adjustments

In preparing the Historical Financial Information, no adjustments to the Underlying Financial Statements as defined on page I-3 have been made.

Dividends

We refer to note 15 to the Historical Financial Information which contains information about the dividends declared and paid by the Company in respect of the Track Record Period.

Deloitte Touche Tohmatsu
Certified Public Accountants
Hong Kong

[REDACTED]

HISTORICAL FINANCIAL INFORMATION OF THE GROUP

Preparation of Historical Financial Information

Set out below is the Historical Financial Information which forms an integral part of this accountants' report.

The consolidated financial statements of the Group for the Track Record Period, on which the Historical Financial Information is based, have been prepared in accordance with the accounting policies which conform with IFRS Accounting Standards as issued by the International Accounting Standards Board (the ''IASB'') and were audited by Deloitte & Touche LLP, Public Accountants and Chartered Accountants, Singapore, in accordance with the International Standards on Auditing issued by the International Auditing and Assurance Standards Board (''Underlying Financial Statements'').

The Historical Financial Information is presented in Singapore dollars (''S$''), and all values are rounded to the nearest thousand (S$'000) except when otherwise indicated.

CONSOLIDATED STATEMENTS OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

		Year ended 31 December		
		2023	**2024**	**2025**
	Notes	*S$’000*	*S$’000*	*S$’000*
Revenue	7	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	8	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	9	(480)	65	(546)
Impairment loss under expected credit losses model, net	36(b)	(1,192)	(370)	(132)
Share of results of associates		96	501	557
Finance costs	10	(2,245)	(2,174)	(1,676)
[REDACTED] expenses		[REDACTED]	[REDACTED]	[REDACTED]
Profit before tax		12,908	15,678	17,604
Income tax expense	11	(4,538)	(4,060)	(4,338)
Profit for the year	12	8,370	11,618	13,266
Other comprehensive (expenses) income:				
Item that may be reclassified subsequently to profit or loss				
Exchange differences arising on translation of foreign operations		(2,201)	956	216
Total comprehensive income for the year		6,169	12,574	13,482

CONSOLIDATED STATEMENTS OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME – continued

		Year ended 31 December		
		2023	**2024**	**2025**
	Note	*S$'000*	*S$'000*	*S$'000*
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
Total comprehensive income for the year attributable to:				
Owners of the Company		5,751	11,996	13,371
Non-controlling interests		418	578	111
		6,169	12,574	13,482
Earnings per share				
Basic *(Singapore cents)*	16	2.93	4.06	4.58
Diluted *(Singapore cents)*	16	NA	NA	4.55

CONSOLIDATED STATEMENTS OF FINANCIAL POSITION

		As at 31 December		
		2023	**2024**	**2025**
	Notes	*S$'000*	*S$'000*	*S$'000*
NON-CURRENT ASSETS				
Property, plant and equipment	17	83,582	78,294	117,685
Goodwill	18	13,009	13,029	12,889
Finance lease receivables		11	–	–
Intangible assets	19	2,134	1,524	889
Interests in associates	20	2,234	3,214	3,606
Pledged bank deposits	23	–	–	1,000
		100,970	96,061	136,069
CURRENT ASSETS				
Inventories	21	4,551	5,128	5,236
Trade and other receivables	22	22,606	19,746	22,288
Finance lease receivables		49	11	–
Amounts due from related parties	25(a)	1,435	3,009	137
Amount due from immediate holding company	25(b)	209	293	669
Pledged bank deposits	23	5	6	6
Cash and cash equivalents	23	27,309	22,368	37,434
		56,164	50,561	65,770
CURRENT LIABILITIES				
Trade and other payables	24	17,289	15,162	34,767
Amounts due to related parties	25(c)	2,149	3,011	528
Loan from a related company	25(d)	1,969	53	–
Loan from a third party	25(d)	–	–	950
Provision for restoration costs	26	1,319	1,255	1,265
Lease liabilities	27	7,342	6,678	5,754
Income tax payable		2,913	2,765	3,171
Bank borrowings	28	7,000	2,050	2,498
Convertible notes	29	–	–	15,038
		39,981	30,974	63,971
NET CURRENT ASSETS		16,183	19,587	1,799
TOTAL ASSETS LESS CURRENT LIABILITIES		117,153	115,648	137,868

CONSOLIDATED STATEMENTS OF FINANCIAL POSITION – continued

		As at 31 December		
		2023	**2024**	**2025**
	Notes	*S$'000*	*S$'000*	*S$'000*
NON-CURRENT LIABILITIES				
Other payables	24	–	–	730
Lease liabilities	27	29,209	24,110	19,766
Deferred tax liabilities	30	830	646	710
Bank borrowings	28	6,000	4,176	22,829
Loan from a related company	25(d)	3,720	2,790	–
		39,759	31,722	44,035
NET ASSETS		77,394	83,926	93,833
CAPITAL AND RESERVES				
Share capital	31(a)	28,842	41,494	41,494
Reserves		40,562	40,767	50,627
Equity attributable to owner of the Company		69,404	82,261	92,121
Non-controlling interests	33(b)	7,990	1,665	1,712
TOTAL EQUITY		77,394	83,926	93,833

STATEMENTS OF FINANCIAL POSITION OF THE COMPANY

		As at 31 December		
		2023	2024	2025
	Notes	*S$'000*	*S$'000*	*S$'000*
NON-CURRENT ASSETS				
Intangible assets	19	–	76	84
Investments in subsidiaries	33	51,635	64,287	76,561
Interests in associates	20	200	200	200
		51,835	64,563	76,845
CURRENT ASSETS				
Other receivables and deposits	22	1,310	2,566	107
Amounts due from subsidiaries	25(e)	4,775	4,899	669
Amount due from immediate holding company	25(b)	209	293	669
Cash and cash equivalents	23	9,620	1,250	16,652
		15,914	9,008	18,097
CURRENT LIABILITIES				
Trade and other payables	24	3,939	4,053	3,031
Amounts due to subsidiaries	25(e)	1,350	1,366	9,975
Amounts due to related parties	25(c)	929	718	–
Income tax payable		–	43	45
Bank borrowings	28	7,000	2,000	2,000
Convertible notes	29	–	–	15,038
		13,218	8,180	30,089
NET CURRENT ASSETS (LIABILITIES)		2,696	828	(11,992)
TOTAL ASSETS LESS CURRENT LIABILITIES		54,531	65,391	64,853
NON-CURRENT LIABILITY				
Bank borrowings	28	6,000	4,000	2,000
NET ASSETS		48,531	61,391	62,853
CAPITAL AND RESERVES				
Share capital	31(a)	28,842	41,494	41,494
Reserves	31(b)	19,689	19,897	21,359
TOTAL EQUITY		48,531	61,391	62,853

CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY

	Attributable to owners of the Company								
	Share capital S$'000	Treasury shares S$'000	Statutory surplus reserve S$'000 (note i)	Other reserves S$'000 (note ii)	Translation reserve S$'000	Retained earnings S$'000	Sub-total S$'000	Non-controlling interests S$'000	Total S$'000
At 1 January 2023	28,842	(245)	3,790	3,190	(4,579)	31,237	62,235	7,821	70,056
Profit for the year	–	–	–	–	–	7,697	7,697	673	8,370
Other comprehensive expenses for the year	–	–	–	–	(1,946)	–	(1,946)	(255)	(2,201)
Total comprehensive (expenses) income for the year	–	–	–	–	(1,946)	7,697	5,751	418	6,169
Cancellation of treasury shares	–	245	–	–	–	(245)	–	–	–
Transfer	–	–	16	–	–	(16)	–	–	–
Deemed contribution from the immediate holding company	–	–	–	885	–	–	885	–	885
Recognition of equity-settled share-based payments *(note 32)*	–	–	–	3,535	–	–	3,535	–	3,535
Effects of acquiring non-controlling interests in subsidiaries *(note iii)*	–	–	–	(2)	–	–	(2)	(249)	(251)
Dividends recognised as distribution *(note 15)*	–	–	–	–	–	(3,000)	(3,000)	–	(3,000)
At 31 December 2023	28,842	–	3,806	7,608	(6,525)	35,673	69,404	7,990	77,394
Profit for the year	–	–	–	–	–	11,085	11,085	533	11,618
Other comprehensive income for the year	–	–	–	–	911	–	911	45	956
Total comprehensive income for the year	–	–	–	–	911	11,085	11,996	578	12,574
Transfer	–	–	29	–	–	(29)	–	–	–
Share swap *(note iv)*	12,652	–	–	(5,791)	–	–	6,861	(6,861)	–
Capital contribution from non-controlling interests	–	–	–	–	–	–	–	26	26
Dividends paid to non-controlling interests	–	–	–	–	–	–	–	(68)	(68)
Dividends recognised as distribution *(note 15)*	–	–	–	–	–	(6,000)	(6,000)	–	(6,000)
At 31 December 2024	41,494	–	3,835	1,817	(5,614)	40,729	82,261	1,665	83,926
Profit for the year	–	–	–	–	–	13,091	13,091	175	13,266
Other comprehensive income (expenses) for the year	–	–	–	–	280	–	280	(64)	216
Total comprehensive income for the year	–	–	–	–	280	13,091	13,371	111	13,482
Transfer	–	–	14	–	–	(14)	–	–	–
Effect of acquiring non-controlling interest in a subsidiary *(note v)*	–	–	–	(11)	–	–	(11)	2	(9)
Dividends paid to non-controlling interest	–	–	–	–	–	–	–	(66)	(66)
Dividends recognised as distribution *(note 15)*	–	–	–	–	–	(3,500)	(3,500)	–	(3,500)
At 31 December 2025	41,494	–	3,849	1,806	(5,334)	50,306	92,121	1,712	93,833

CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY – continued

Notes:

(i) As stipulated by the relevant laws and regulations in the People's Republic of China (the ''PRC''), the PRC subsidiary is required to maintain a statutory reserve fund which is non-distributable. Appropriation to such reserve is made out of net profit after taxation of the financial statements of the PRC subsidiary while the amount and allocation basis are decided by its board of directors annually, until the reserve balance reaches 50% of the registered capital. The statutory surplus reserve can be utilised, upon approval of the relevant authorities, to offset accumulated losses or to increase its registered capital, provided that such fund is maintained at a minimum of 25% of the registered capital.

(ii) The balance mainly comprises i) recognition of equity-settled share-based payments expense under the Management Incentive Plan (as defined and detailed in note 32) included in the share-based payment reserve; ii) differences of changes in the non-controlling interests and the consideration paid by the Group arising from the acquisitions of additional interests in certain subsidiaries (for those acquired during the Track Record Period, as detailed in notes (iii), (iv) and (v) below); and iii) waiver of the payables arising from the management service expenses charged by the Company's immediate holding company to the Company, which were recognised as contribution from the immediate holding company.

(iii) During the year ended 31 December 2023, the Group acquired 5% and 9% additional interest in NEK Depot Network Asia Pte Ltd and Tricool Reefer Sdn Bhd, respectively, from the non-controlling shareholders at a consideration of $159,000 and S$92,000, respectively.

(iv) On 23 July 2024, the Company conducted a share swap (the ''Share Swap''), through which the Company acquired the remaining 20% shares in an 80%-owned subsidiary of the Company, namely, Gold Prime Holdings Limited, (''(HK) Gold Prime'') from Perfect Greenery Holdings Limited, a company controlled by a director of (HK) Gold Prime at a consideration of 23,447,153 shares (representing fair value of 20% interest of (HK) Gold Prime of S$12,652,000 on 23 July 2024 and approximately 8.2% of the total issued shares of the Company immediately after completion of the Share Swap) of the Company allotted and issued to King Card Limited, a company wholly-owned by that director of (HK) Gold Prime. The difference of S$5,791,000 between the decrease in carrying amount of corresponding non-controlling interests and the fair value of consideration paid has been debited to other reserves.

(v) During the year ended 31 December 2025, the Group acquired the remaining 0.5% interest in Eng Kong Vietnam Company Limited from the non-controlling shareholder at a consideration of VND170 million, approximately equivalent to S$9,000.

CONSOLIDATED STATEMENTS OF CASH FLOWS

	Year ended 31 December		
	2023	**2024**	**2025**
	S$'000	*S$'000*	*S$'000*
OPERATING ACTIVITIES			
Profit before tax	12,908	15,678	17,604
Adjustments for:			
Depreciation of property, plant and equipment	11,376	11,183	10,848
Amortisation of intangible assets	654	664	656
Net foreign exchange loss	601	597	755
Loss (gain) on disposal of property, plant and equipment	114	(380)	(245)
Loss on disposal of intangible assets	–	29	–
Finance costs	2,245	2,174	1,676
Interest income	(69)	(77)	(148)
Property, plant and equipment written off	4	64	3
Reversal of provision for restoration costs	(95)	–	–
Recognition of share-based payments	3,535	–	–
Share of results of associates	(96)	(501)	(557)
Impairment loss under expected credit loss model, net	1,192	370	132
Write-down for inventories, net	41	–	51
Bad debt written off	–	–	1
Inventory written off	2	–	27
Loss on lease measurement and early termination	–	113	–
Operating cash flows before movements in working capital	32,412	29,914	30,803
Increase in inventories	(308)	(577)	(186)
(Increase) decrease in trade and other receivables	(2,782)	3,399	(2,514)
Decrease (increase) in amounts due from related parties	262	(572)	1,871
Increase in amount due to immediate holding company	885	–	–
Increase (decrease) in trade and other payables	722	(2,298)	1,130
(Decrease) increase in amounts due to related parties	(478)	1,058	(1,790)
Decrease in finance lease receivable	46	49	11
Cash generated from operations	30,759	30,973	29,325
Interest received	69	77	148
Interest paid	(2,245)	(2,174)	(1,845)
Income taxes paid	(3,976)	(4,392)	(3,864)
NET CASH FROM OPERATING ACTIVITIES	24,607	24,484	23,764

CONSOLIDATED STATEMENTS OF CASH FLOWS – continued

	Year ended 31 December		
	2023	**2024**	**2025**
	S$'000	*S$'000*	*S$'000*
INVESTING ACTIVITIES			
Purchase of property, plant and equipment	(7,766)	(4,883)	(29,342)
Proceeds from disposal of property, plant and equipment	221	1,292	345
Investments in an associate	–	(465)	–
Advance to immediate holding company	(18)	(84)	(376)
Dividend from an associate	–	–	163
Proceeds from disposal of intangible assets	–	3	–
Purchase of intangible assets	–	(86)	(21)
Advance to associates	–	(1,002)	–
Repayment from associates	–	–	1,001
NET CASH USED IN INVESTING ACTIVITIES	(7,563)	(5,225)	(28,230)
FINANCING ACTIVITIES			
Repayment of lease liabilities	(7,954)	(7,567)	(6,917)
Dividends paid	(3,000)	(6,000)	(3,500)
Dividends paid to non-controlling interests	–	(68)	(66)
New bank borrowings raised	15,000	1,478	22,429
Repayment of bank borrowings	(23,276)	(8,265)	(3,506)
Placement of pledged bank deposit for borrowings	–	–	(1,000)
Loan from a related party raised	5,689	–	–
Repayment on a loan from a related party	–	(2,846)	(1,893)
Acquisition of non-controlling interests in subsidiaries	(251)	–	(9)
Advance from a related party	27	–	–
Repayment to a related party	–	(196)	(693)
Capital contribution from non-controlling interests	–	26	–
Issue of convertible notes	–	–	15,000
Payment for deferred issue cost	(997)	(836)	(161)
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

NOTES TO THE HISTORICAL FINANCIAL INFORMATION

1. GENERAL INFORMATION

The Company was incorporated on 14 October 1994 in Singapore with limited liability. Its immediate holding company and intermediate holding company are NEK Container Group Pte. Ltd. (a company incorporated in Singapore) and Navis Asia Fund V, L.P. (an exempted limited partnership registered in the Cayman Islands), respectively.

The address of the registered office and the principal place of business of the Company is 13 Tuas Avenue 11, Singapore 639079.

The Company is an investment holding company. The principal activities of its subsidiaries are disclosed in note 33 to the Historical Financial Information.

The Historical Financial Information is expressed in S$, which is also the functional currency of the Company.

2. BASIS OF PREPARATION OF HISTORICAL FINANCIAL INFORMATION

The Historical Financial Information has been prepared based on the accounting policies which conform with IFRS Accounting Standards.

At 31 December 2025, the Group has small net current assets amount and the Company had net current liabilities of approximately S$11,992,000. In addition, there were outstanding capital commitments amounting to S$101,763,000 (note 34). The directors of the Company are of the opinion that, taking into account the current operation of the Group as well as the banking facilities (note 28) available to the Group, the Group has sufficient working capital to enable it to meet in full its financial obligations as and when they fall due in the coming twelve months from the date of this report. Therefore, the Historical Financial Information has been prepared on a going concern basis.

The statutory financial statements of the Company for the years ended 31 December 2023, 2024 and 2025 were prepared in accordance with Singapore Financial Reporting Standards (International) issued by the Institute of Singapore Chartered Accountants and were audited by Deloitte & Touche LLP, Public Accountants and Chartered Accountants, Singapore.

3. APPLICATION OF IFRS ACCOUNTING STANDARDS

For the purpose of preparing and presenting the Historical Financial Information for the Track Record Period, the Group has consistently applied the accounting policies which conform with IFRS Accounting Standards issued by the IASB, which are effective for the accounting period beginning on 1 January 2025 throughout the Track Record Period.

New and amendments to IFRS Accounting Standards in issue but not yet effective

The Group has not early applied the following new and amendments to IFRS Accounting Standards that have been issued but are not yet effective:

Amendments to IAS 21	Translation to a Hyperinflationary Presentation Currency[3]
Amendments to IFRS 9 and IFRS 7	Amendments to the Classification and Measurement of Financial Instruments[2]
Amendments to IFRS 9 and IFRS 7	Contracts Referencing Nature-Dependent Electricity[2]
Amendments to IFRS 10 and IAS 28	Sale or Contribution of Assets between an Investor and its Associate or Joint Venture[1]
Amendments to IFRS Accounting Standards	Annual Improvements to IFRS Accounting Standards – Volume 11[2]
IFRS 18	Presentation and Disclosure in Financial Statements[3]
IFRS 20	Regulatory Assets and Regulatory Liabilities[4]

[1] Effective for annual periods beginning on or after a date to be determined
[2] Effective for annual periods beginning on or after 1 January 2026
[3] Effective for annual periods beginning on or after 1 January 2027
[4] Effective for annual periods beginning on or after 1 January 2029

IFRS 18 "Presentation and Disclosure in Financial Statements" sets out requirements on presentation and disclosures in financial statements and will replace IAS 1 "Presentation of Financial Statements". This new IFRS Accounting Standard, while carrying forward many of the requirements in IAS 1, introduces new requirements to present specified categories and defined subtotals in the statement of profit or loss; provide disclosures on management-defined performance measures in the notes to the financial statements and improve aggregation and disaggregation of information to be disclosed in the financial statements. In addition, some IAS 1 paragraphs have been moved to IAS 8 Changes in Accounting Policies, Estimates and Errors and IFRS 7 Financial instruments: Disclosures. Minor amendments to IAS 7 "Statement of Cash Flows" and IAS 33 "Earnings per Share" are also made. IFRS 18, and amendments to other standards, will be effective for annual periods beginning on or after 1 January 2027 with early application permitted.

The directors of the Company anticipate that the application of IFRS 18 is expected to affect the presentation of the consolidated statement of profit or loss and disclosures in future consolidated financial statements, its impacts on presentation and disclosure are expected to be pervasive, in particular those related to the consolidated statement of profit or loss and providing management-defined performance measures within the consolidated financial statements, even though the IFRS 18 will have no material impact on the financial position and performance of the Group given it will not impact the recognition or measurement of items in the consolidated financial statements.

Except as described above, the directors of the Company anticipate that the application of all the other new and amendments to IFRS Accounting Standards will have no material impact on the Group's financial position and performance in the foreseeable future.

4. MATERIAL ACCOUNTING POLICY INFORMATION

The Historical Financial Information has been prepared in accordance with the accounting policies which conform with IFRS Accounting Standards issued by the IASB. For the purpose of preparation of the Historical Financial Information, information is considered material if such information is reasonably expected to influence decisions made by primary users. In addition, the Historical Financial Information includes applicable disclosures required by the Rules Governing the Listing of Securities on the Stock Exchange and by the Hong Kong Companies Ordinance.

The Historical Financial Information has been prepared on the historical cost basis at the end of each reporting period. Historical cost is generally based on the fair value of the consideration given in exchange for goods and services.

Basis of consolidation

The Historical Financial Information incorporates the financial statements of the Company and entities controlled by the Company and its subsidiaries. Control is achieved when the Company:

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

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

Consolidation of a subsidiary begins when the Group obtains control over the subsidiary and ceases when the Group loses control of the subsidiary. Specifically, income and expenses of a subsidiary acquired or disposed of during the year are included in the consolidated statements of profit or loss and other comprehensive income from the date the Group gains control until the date when the Group ceases to control the subsidiary.

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

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

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

Non-controlling interests in subsidiaries are presented separately from the Group's equity therein which represent present ownership interests entitling their holders to a proportionate share of net assets of the relevant subsidiaries upon liquidation.

Changes in the Group's interests in existing subsidiaries

Changes in the Group's interests in subsidiaries that do not result in the Group losing control over the subsidiaries are accounted for as equity transactions. The carrying amounts of the Group's relevant components of equity and the non-controlling interests are adjusted to reflect the changes in their relative interests in the subsidiaries.

Any difference between the amount by which the non-controlling interests are adjusted, and the fair value of the consideration paid or received is recognised directly in equity and attributed to owners of the Company.

When the Group loses control of a subsidiary, the assets and liabilities of that subsidiary and non-controlling interests (if any) are derecognised. A gain or loss is recognised in profit or loss and is calculated as the difference between (i) the aggregate of the fair value of the consideration received and the fair value of any retained interest and (ii) the carrying amount of the assets (including goodwill), and liabilities of the subsidiary attributable to the owners of the Company. All amounts previously recognised in other comprehensive income in relation to that subsidiary are accounted for as if the Group had directly disposed of the related assets or liabilities of the subsidiary (i.e. reclassified to profit or loss or transferred to another category of equity as specified/permitted by applicable IFRS Accounting Standards).

Goodwill

Goodwill arising on an acquisition of a business is carried at cost as established at the date of acquisition of the business less accumulated impairment losses, if any.

For the purposes of impairment testing, goodwill is allocated to each of the Group's cash-generating units that is expected to benefit from the synergies of the combination, which represent the lowest level at which the goodwill is monitored for internal management purposes and not larger than an operating segment.

A cash-generating unit to which goodwill has been allocated is tested for impairment annually or more frequently when there is indication that the unit may be impaired. For goodwill arising on an acquisition in a reporting period, the cash-generating unit to which goodwill has been allocated is tested for impairment before the end of that reporting period. If the recoverable amount is less than its carrying amount, the impairment loss is allocated first to reduce the carrying amount of any goodwill and then to the other assets on a pro-rata basis based on the carrying amount of each asset in the unit.

Investments in subsidiaries

Investments in subsidiaries are included in the statements of financial position of the Company at cost less any identified impairment losses.

Investments in associates

An associate is an entity over which the Group has significant influence. Significant influence is the power to participate in the financial and operating policy decisions of the investee but is not control or joint control over those policies.

The Group

The results and assets and liabilities of associates are incorporated in the Historical Financial Information using the equity method of accounting, Under the equity method, an investment in an associate is initially recognised in the consolidated statements of financial position at cost and adjusted thereafter to recognise the Group's share of the profit or loss and other comprehensive income of the associate. When the Group's share of losses of an associate exceeds the Group's interest in that associate, the Group discontinues recognising its share of further losses. Additional losses are recognised only to the extent that the Group has incurred legal or constructive obligations or made payments on behalf of the associate.

The Group assesses whether there is an objective evidence that the interest in an associate may be impaired. When any objective evidence exists, the entire carrying amount of the investment (including goodwill) is tested for impairment in accordance with IAS 36 ‘‘Impairment of Assets’’ as a single asset by comparing its recoverable amount (higher of value in use and fair value less costs of disposal) with its carrying amount. Any impairment loss recognised is not allocated to any asset, including goodwill, that forms part of the carrying amount of the investment. Any reversal of that impairment loss is recognised in accordance with IAS 36 to the extent that the recoverable amount of the investment subsequently increases.

When a group entity transacts with an associate of the Group, profits and losses resulting from the transactions with the associate are recognised in the Historical Financial Information only to the extent of interests in the associate that are not related to the Group.

The Company

Investments in associates are included in the statements of financial position of the Company and are measured at cost less any identified impairment losses.

Revenue from contracts with customers

Information about the Group's accounting policies relating to revenue from contracts with customers is provided in note 7.

Leases

The Group assesses whether a contract is or contains a lease based on the definition under IFRS 16 ‘‘Leases’’ at inception of the contract. Such contract will not be reassessed unless the terms and conditions of the contract are subsequently changed.

The Group as a lessee

Short-term leases

The Group applies the short-term lease recognition exemption to leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option. Lease payments on short-term leases are recognised as expense on a straight-line basis or another systematic basis over the lease term.

Right-of-use assets

The cost of right-of-use asset includes:

- the amount of the initial measurement of the lease liability;
- any lease payments made at or before the commencement date, less any lease incentives received;
- any initial direct costs incurred by the Group; and
- an estimate of costs to be incurred by the Group in dismantling and removing the underlying assets, restoring the site on which it is located or restoring the underlying asset to the condition required by the terms and conditions of the lease.

Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities.

Right-of-use assets are depreciated on a straight-line basis over the shorter of its estimated useful life and the lease term.

The Group presents right-of-use assets in ‘‘property, plant and equipment’’ on the consolidated statements of financial position, the same line item within which the corresponding underlying assets would be presented if they were owned.

Lease liabilities

At the commencement date of a lease, the Group recognises and measures the lease liability at the present value of lease payments that are unpaid at that date. In calculating the present value of lease payments, the Group uses the incremental borrowing rate at the lease commencement date if the interest rate implicit in the lease is not readily determinable.

The lease payments include fixed payments less any lease incentives receivable.

After the commencement date, lease liabilities are adjusted by interest accretion and lease payments.

The Group remeasures lease liabilities (and makes a corresponding adjustment to the related right-of-use assets) when the lease term has changed in which case the related lease liability is remeasured by discounting the revised lease payments using a revised discount rate at the date of reassessment.

The Group presents lease liabilities as a separate line item on the consolidated statements of financial position.

Lease modifications

The Group accounts for a lease modification as a separate lease if:

- the modification increases the scope of the lease by adding the right to use one or more underlying assets; and
- the consideration for the leases increases by an amount commensurate with the stand-alone price for the increase in scope and any appropriate adjustments to that stand-alone price to reflect the circumstances of the particular contract.

For a lease modification that is not accounted for as a separate lease, the Group remeasures the lease liability, less any lease incentives receivable, based on the lease term of the modified lease by discounting the revised lease payments using a revised discount rate at the effective date of the modification.

The Group accounts for the remeasurement of lease liabilities by making corresponding adjustments to the relevant right-of-use asset.

The Group as a lessor

Classification and measurement of leases

Leases for which the Group is a lessor are classified as finance or operating leases. Whenever the terms of the lease transfer substantially all the risks and rewards incidental to ownership of an underlying asset to the lessee, the contract is classified as a finance lease. All other leases are classified as operating leases.

Amounts due from lessees under finance leases are recognised as receivables at commencement date at amounts equal to net investments in the leases, measured using the interest rate implicit in the respective leases. Interest income is allocated to accounting periods so as to reflect a constant periodic rate of return on the Group's net investment outstanding in respect of the leases.

Rental income from operating leases is recognised in profit or loss on a straight-line basis over the term of the relevant lease. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset, and such costs are recognised as an expense on a straight-line basis over the lease term.

Rental income which are derived from the Group's ordinary course of business are presented as revenue.

Foreign currencies

In preparing the financial statements of each individual group entity, transactions in currencies other than the functional currency of that entity (foreign currencies) are recognised at the rates of exchanges prevailing on the dates of the transactions. At the end of each reporting period, monetary items denominated in foreign currencies are retranslated at the rates prevailing at that date. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated.

Exchange differences arising on the settlement of monetary items, and on the retranslation of monetary items, are recognised in profit or loss in the period in which they arise.

For the purposes of presenting the Historical Financial Information, the assets and liabilities of the Group's operations are translated into the presentation currency of the Group (i.e. S$) using exchange rates prevailing at the end of each reporting period. Income and expenses items are translated at the average exchange rates for the period, unless exchange rates fluctuate significantly during that period, in which case the exchange rates at the date of transactions are used. Exchange differences arising, if any, are recognised in other comprehensive income and accumulated in equity under the heading of translation reserve (attributed to non-controlling interests as appropriate).

Goodwill and fair value adjustments on identifiable assets acquired arising on an acquisition of a foreign operation are treated as assets and liabilities of that foreign operation and translated at the rate of exchange prevailing at the end of each reporting period. Exchange differences arising are recognised in other comprehensive income.

Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale. Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation.

All other borrowing costs are recognised in profit or loss in the period in which they are incurred.

Government grants

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

Government grants are recognised in profit or loss on a systematic basis over the periods in which the Group recognises as expenses the related costs for which the grants are intended to compensate.

Government grants related to income that are receivable as compensation for expenses or losses already incurred or for the purpose of giving immediate financial support to the Group with no future related costs are recognised in profit or loss in the period in which they become receivable. Such grants are presented under "other income".

Employee benefits

Retirement benefit costs

Payments to defined contribution retirement benefit plans are recognised as an expense when employees have rendered service entitling them to the contributions. Payments made to state-managed retirement benefit schemes, such as the Singapore Central Provident Fund, are dealt with as payments to defined contribution plans where the Group's obligations under the plans are equivalent to those arising in a defined contribution retirement benefit plan.

Short-term employee benefits

Short-term employee benefits are recognised at the undiscounted amount of the benefits expected to be paid as and when employees rendered the services. All short-term employee benefits are recognised as an expense.

A liability is recognised for benefits accruing to employees (such as wages and salaries, annual leave and sick leave) after deducting any amount already paid.

Share-based payments

Equity-settled share-based payment transactions

The immediate holding company of the Group, NEK Container Group Pte. Ltd., approved a management incentive plan, which granted employee units to certain directors of the Company and certain employees of the Group that require Navis Asia Fund V, L.P. and its subsidiaries to pay the intrinsic value of the share appreciation rights to the employees at the date of exercise. The management incentive plan is accounted for as equity-settled share-based payment by the Group given the Group has no obligation to settle the share-based payment transaction.

The fair value of the equity-settled share-based payments determined at the grant date without taking into consideration all non-market vesting conditions is expensed on a straight-line basis over the vesting period, based on the Group's estimate of share appreciation rights that will eventually vest, with a corresponding increase in equity (share-base payment reserve included in other reserves).

Taxation

Income tax expense represents the sum of current and deferred income tax expense.

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. The Group's liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the end of each reporting period.

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the Historical Financial Information and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are generally recognised for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilised. Such deferred tax assets and liabilities are not recognised if the temporary difference arises from the initial recognition (other than in a business combination) of assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit and at the time of the transaction does not give rise to equal taxable and deductible temporary differences. In addition, deferred tax liabilities are not recognised if the temporary difference arises from the initial recognition of goodwill.

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

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

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset is realised, based on tax rate (and tax laws) that have been enacted or substantively enacted by the end of each reporting period.

The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Group expects, at the end of each reporting period, to recover or settle the carrying amount of its assets and liabilities.

For the purposes of measuring deferred tax for leasing transactions in which the Group recognises the right-of-use assets and the related lease liabilities, the Group first determines whether the tax deductions are attributable to the right-of-use assets or the lease liabilities.

For leasing transactions in which the tax deductions are attributable to the lease liabilities, the Group applies IAS 12 "Income Taxes" requirements to the lease liabilities, and the related assets separately. The Group recognises a deferred tax asset related to lease liabilities to the extent that it is probable that taxable profit will be available against which the deductible temporary difference can be utilised and a deferred tax liability for all taxable temporary differences.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when they relate to income taxes levied to the same taxable entity by the same taxation authority.

Current and deferred tax are recognised in profit or loss.

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 statements 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.

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

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in profit or loss.

Intangible assets

Intangible assets acquired separately

Intangible assets with finite useful lives that are acquired separately are carried at costs less accumulated amortisation and any accumulated impairment losses. Amortisation for intangible assets with finite useful lives is recognised on a straight-line basis over their estimated useful lives. The estimated useful life and amortisation method are reviewed at the end of each reporting period, with the effect of any changes in estimate being accounted for on a prospective basis. Intangible assets with indefinite useful lives that are acquired separately are carried at cost less any subsequent accumulated impairment losses.

Intangible assets acquired in a business combination

Intangible assets acquired in a business combination are recognised separately from goodwill and are initially recognised at their fair value at the acquisition date (which is regarded as their cost).

Subsequent to initial recognition, intangible assets acquired in a business combination with finite useful lives are reported at costs less accumulated amortisation and any accumulated impairment losses, on the same basis as intangible assets that are acquired separately. Intangible assets acquired in a business combination with indefinite useful lives are carried at cost less any subsequent accumulated impairment losses.

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

Impairment on property, plant and equipment (including right-of-use assets) and intangible assets other than goodwill

At the end of each reporting period, the Group reviews the carrying amounts of its property, plant and equipment (including right-of-use assets) and intangible assets with finite useful lives to determine whether there is any indication that these assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the relevant asset is estimated in order to determine the extent of the impairment loss (if any). Intangible assets with indefinite useful lives and intangible assets not yet available for use are tested for impairment at least annually, and whenever there is an indication that they may be impaired.

The recoverable amount of property, plant and equipment (including right-of-use assets) and intangible assets are estimated individually. When it is not possible to estimate the recoverable amount individually, the Group estimates the recoverable amount of the cash-generating unit to which the asset belongs.

In testing a cash-generating unit for impairment, corporate assets are allocated to the relevant cash-generating unit when a reasonable and consistent basis of allocation can be established. The recoverable amount is determined for the cash-generating unit to which the corporate asset belongs, and is compared with the carrying amount of the relevant cash-generating unit.

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

If the recoverable amount of an asset (or a cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or a cash-generating unit) is reduced to its recoverable amount. For corporate assets, the Group compares the carrying amount of a group of cash-generating units, including the carrying amounts of the corporate assets allocated to that group of cash-generating units, with the recoverable amount of the group of cash-generating units. In allocating the impairment loss, the impairment loss is allocated first to reduce the carrying amount of any goodwill (if applicable) and then to the other assets on a pro-rata basis based on the carrying amount of each asset in the unit. The carrying amount of an asset is not reduced below the highest of its fair value less costs of disposal (if measurable), its value in use (if determinable) and zero. The amount of the impairment loss that would otherwise have been allocated to the asset is allocated pro rata to the other assets of the unit or the group of cash-generating units. An impairment loss is recognised immediately in profit or loss.

Inventories

Inventories are stated at the lower of cost and net realisable value. Costs of inventories are determined on a weighted average cost method. Net realisable value represents the estimated selling price for inventories less all estimated costs of completion and costs necessary to make the sale. Costs necessary to make the sale include incremental costs directly attributable to the sale and non-incremental costs which the Group must incur to make the sale.

Provisions

Provisions for the costs to restore leased assets to their original condition, as required by the terms and conditions of the lease, are recognised at the date of inception of the lease at the directors' best estimate of the expenditure that would be required to restore the assets. Estimates are regularly reviewed and adjusted as appropriate for new circumstances.

Financial instruments

Financial assets and financial liabilities are recognised when a group entity becomes a party to the contractual provisions of the instrument.

Financial assets and financial liabilities are initially measured at fair value except for trade receivables arising from contracts with customers which are initially measured in accordance with IFRS 15 "Revenue from Contracts with Customers". Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition.

The effective interest method is a method of calculating the amortised cost of a financial asset or financial liability and of allocating interest income and interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts and payments (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial asset or financial liability, or, where appropriate, a shorter period, to the net carrying amount on initial recognition.

Financial assets

Classification and subsequent measurement of financial assets

Financial assets that meet the following conditions are subsequently measured at amortised cost:

- the financial asset is held within a business model whose objective is to collect contractual cash flows; and
- the contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Interest income is recognised using the effective interest method for financial assets measured subsequently at amortised cost. Interest income is calculated by applying the effective interest rate to the gross carrying amount of a financial asset, except for financial assets that have subsequently become credit-impaired.

Impairment of financial assets and other item subject to impairment assessment under IFRS 9 ''Financial Instruments''

The Group performs impairment assessment under expected credit loss (''ECL'') model on financial assets (including trade and other receivables, amounts due from related parties, amounts due from subsidiaries, amount due from immediate holding company and bank balances) and other item (lease receivables) which are subject to impairment assessment under IFRS 9. The amount of ECL is updated at each reporting date to reflect changes in credit risk since initial recognition.

Lifetime ECL represents the ECL that will result from all possible default events over the expected life of the relevant instrument. In contrast, 12-month ECL (''12m ECL'') represents the portion of lifetime ECL that is expected to result from default events that are possible within 12 months after each reporting date. Assessments are done based on the Group's historical credit loss experience, adjusted for factors that are specific to the debtors, general economic conditions and an assessment of both the current conditions at each reporting date as well as the forecast of future conditions.

The Group always recognises lifetime ECL for trade receivables, lease receivables, trade-related amounts due from related parties.

For all other instruments, the Group measures the loss allowance equal to 12m ECL, unless there has been a significant increase in credit risk since initial recognition, in which case the Group recognises lifetime ECL. The assessment of whether lifetime ECL should be recognised is based on significant increases in the likelihood or risk of a default occurring since initial recognition.

(i) Significant increase in credit risk

In assessing whether the credit risk has increased significantly since initial recognition, the Group compares the risk of a default occurring on the financial instrument as at each reporting date with the risk of a default occurring on the financial instrument as at the date of initial recognition. In making this assessment, the Group considers both quantitative and qualitative information that is reasonable and supportable, including historical experience and forward-looking information that is available without undue cost or effort.

In particular, the following information is taken into account when assessing whether credit risk has increased significantly:

- an actual or expected significant deterioration in the financial instrument's external (if available) or internal credit rating;
- significant deterioration in external market indicators of credit risk, e.g. a significant increase in the credit spread, the credit default swap prices for the debtor;
- existing or forecast adverse changes in business, financial or economic conditions that are expected to cause a significant decrease in the debtor's ability to meet its debt obligations;
- an actual or expected significant deterioration in the operating results of the debtor;

- an actual or expected significant adverse change in the regulatory, economic, or technological environment of the debtor that results in a significant decrease in the debtor's ability to meet its debt obligations.

Irrespective of the outcome of the above assessment, the Group presumes that the credit risk has increased significantly since initial recognition when contractual payments are more than 90 days past due, unless the Group has reasonable and supportable information that demonstrates otherwise.

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

(ii) Definition of default

For internal credit risk management, the Group considers an event of default occurs when information developed internally or obtained from external sources indicates that the debtor is unlikely to pay its creditors, including the Group, in full (without taking into account any collaterals held by the Group).

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

(iii) Credit-impaired financial assets

A financial asset is credit-impaired when one or more events that have a detrimental impact on the estimated future cash flows of that financial asset have occurred. Evidence that a financial asset is credit-impaired includes observable data about the following events:

(a) significant financial difficulty of the issuer or the borrower;

(b) a breach of contract, such as a default or past due event;

(c) the lender(s) of the borrower, for economic or contractual reasons relating to the borrower's financial difficulty, having granted to the borrower a concession(s) that the lender(s) would not otherwise consider; or

(d) it is becoming probable that the borrower will enter bankruptcy or other financial reorganisation.

(iv) Write-off policy

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

(v) Measurement and recognition of ECL

The measurement of ECL is a function of the probability of default, loss given default (i.e. the magnitude of the loss if there is a default) and the exposure at default. The assessment of the probability of default and loss given default is based on historical data and forward-looking information. Estimation of ECL reflects an unbiased and probability-weighted amount that is determined with the respective risk of default occurring as the weights. The Group uses a practical expedient in estimating ECL on trade receivables using a provision matrix taking into consideration historical credit loss experience and forward-looking information that is available without undue cost or effort.

Generally, the ECL is the difference between all contractual cash flows that are due to the Group in accordance with the contract and the cash flows that the Group expects to receive, discounted at the effective interest rate determined at initial recognition. For a lease receivable, the cash flows used for determining the ECL is consistent with the cash flows used in measuring the lease receivable in accordance with IFRS 16.

Lifetime ECL for trade receivables are considered on a collective basis taking into consideration past due information and relevant credit information such as forward-looking macroeconomic information.

For collective assessment, the Group takes into consideration the following characteristics when formulating the grouping:

- Past-due status;
- Nature, size and industry of debtors; and
- External credit ratings where available.

The grouping is regularly reviewed by management to ensure the constituents of each group continue to share similar credit risk characteristics.

Interest income is calculated based on the gross carrying amount of the financial asset unless the financial asset is credit-impaired, in which case interest income is calculated based on amortised cost of the financial asset.

The Group recognises an impairment gain or loss in profit or loss for all financial instruments by adjusting their carrying amount, with the exception of trade receivables, lease receivables and trade-related amounts due from related parties where the corresponding adjustment is recognised through a loss allowance account.

Derecognition of financial assets

The Group derecognises a financial asset only when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another entity.

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

Financial liabilities and equity

Classification as debt or equity

Debt and equity instruments are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

Equity instruments

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

Repurchase of the Company's own equity instruments is recognised and deducted directly in equity. No gain or loss is recognised in the profit or loss on the purchase, sale, issue or cancelation of the Company's own equity instruments.

Financial liabilities

All financial liabilities are subsequently measured at amortised cost using the effective interest method or at fair value through profit or loss.

Financial liabilities at amortised cost

Financial liabilities (including trade and other payables, bank borrowings, amounts due to related parties and loan from a related party/third party) are subsequently measured at amortised cost, using the effective interest method.

Convertible notes

Convertible notes are accounted as hybrid instruments, consisting of a liability component and embedded derivative component. The convertible notes are designated as financial instruments that are carried at fair value through profit or loss in its entirety and therefore the embedded derivative is not recognised separately.

The convertible notes are recognised initially at the fair value which is based on the issuance proceeds. Subsequently, the convertible notes are carried at fair value with fair value changes being recognised in profit or loss on each reporting date.

Derecognition of financial liabilities

The Group derecognises financial liabilities when, and only when, the Group's obligations are discharged, canceled or have expired. The difference between the carrying amount of the financial liability derecognised and the consideration paid and payable is recognised in profit or loss.

5. KEY SOURCES OF ESTIMATION UNCERTAINTY

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

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

The following are the key assumptions concerning the future, and other key sources of estimation uncertainty at the end of each reporting period that may have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next twelve months.

Provision of ECL for other receivables

As detailed in note 22, other receivables as at 31 December 2024 with gross carrying amount of S$1,562,000 is considered as credit-impaired, and loss allowance of S$1,192,000 and S$370,000 was recognised in the profit or loss during the year ended 31 December 2023 and 2024, respectively based on individual assessment on the ECL of other receivables. The assessment of the probability of default and loss given default of the industry in which the customer operates is based on historical data from independent credit agency and forward-looking information. The allowance for other receivables as at 31 December 2023 and 2024 was approximately S$1,192,000 and S$1,562,000, respectively. The ECL of other receivables of S$1,562,000 were fully written off as at 31 December 2025.

When measuring ECL, management uses reasonable and supportable forward-looking information without undue costs or effort, which is based on assumptions for the future movement of different economic drivers and how these drivers will affect each other.

Loss given default is an estimate of the loss arising on default. It is based on the difference between the contractual cash flows due and those that the Group would expect to receive. Probability of default constitutes a key input in measuring ECL. It is an estimate of the likelihood of default over a given time horizon, the calculation of which includes historical data, assumptions and expectations of future conditions. The provision of ECL involves high degree of estimation and uncertainty. When the actual future cash flows are less than expected or more than expected, further provision or reversal of ECL may arise, accordingly.

Income tax

During the Track Record Period, no deferred tax asset has been recognised on certain tax losses (as detailed in note 30) either due to the unpredictability of future profit streams or because it is not probable that unused tax losses will be available for utilisation before their expiry. In cases where the actual future taxable profits generated are more than expected, or change in facts and circumstances which result in revision of future taxable profits estimation, recognition of deferred tax assets may arise, which would be recognised in profit or loss for the period in which such a further recognition takes place.

Impairment of goodwill

The Group determines whether goodwill is impaired at least on an annual basis. This requires an estimation of the value-in-use of the cash-generating units to which the goodwill is allocated. Estimating the value-in-use requires the Group to make an estimate of the expected future cash flows from the cash-generating unit and apply a suitable discount rate in order to calculate the present value of those cash flows. Where the actual future cash flows are less than expected, or change in facts and circumstances which results in downward revision of future cash flows or upward revision of discount rate, a material impairment loss or further impairment loss may arise. Based on management's assessment at the end of each reporting period, no impairment of goodwill was recognised for the years ended 31 December 2023, 2024 and 2025. The carrying amount of the Group's goodwill as at 31 December 2023, 2024 and 2025 was S$13,009,000, S$13,029,000 and S$12,889,000, respectively. The details of the assumptions used by management and the sensitivity analysis are disclosed in note 18.

Estimated impairment of property, plant and equipment (including right-of-use assets)

In determining whether a property, plant and equipment is impaired or the event previously causing the impairment no longer exists, management has to exercise judgement, particularly in assessing: (1) whether an event has occurred that may affect the asset value or such event affecting the asset value has not been in existence; (2) whether the carrying value of an asset can be supported by the net present value of future cash flows which are estimated based upon the continued use of the asset or derecognition; and (3) the appropriate key assumptions, including the estimation of cash inflows/outflows which included budgeted sales and gross margin based on management's expectations of the market development, revenue growth rate beyond the forecasted period and discount rates that reflect current market assessments of the time value of money and risks specific to the cash-generating units, to be applied in preparing cash flow projections including whether these cash flow projections are discounted using an appropriate rate. Changing the assumptions selected by management to determine the level of impairment, including the discount rate or the revenue growth rate beyond the forecasted period in the cash flow projections, could materially affect net present value used in the impairment test. Based on management's assessment at the end of each reporting period, no impairment of property, plant and equipment was recognised for the years ended 31 December 2023, 2024 and 2025, respectively. The carrying amount of property, plant and equipment as at 31 December 2023, 2024 and 2025 was S$83,582,000, S$78,294,000 and S$117,685,000, respectively.

Fair value of convertible notes

Convertible notes are measured at fair value on initial recognition and are subsequently designated to be measured at fair value through profit or loss. The fair value of the convertible notes is determined using probability weighted expected return method, which is based on an analysis of future values assuming various future outcomes considering the terms under the convertible note agreement. As at 31 December 2025, the carrying amount of the Group's convertible notes was S$15,038,000 (2023 and 2024: nil) (Note 29).

6. SEGMENT INFORMATION

Information reported to the executive directors of the Company, being the chief operating decision maker ("CODM"), for the purposes of resource allocation and assessment of segment performance focuses on types of goods delivered or services provided.

Specifically, the Group's reportable segments under IFRS 8 "Operating Segments" are as follows:

(i) Container depot operations – provision of container depot services including storage and handling, repair and maintenance, transportation for containers and leasing of equipments and agency services provided to container shipping lines and container leasing companies;

(ii) Warehousing and container freight station ("CFS") services – provision of warehousing and CFS services to cargo owners and other customers which includes consolidation and deconsolidation of outbound and inbound general cargo and cargo storage;

(iii) Container sales and new-build container inspection – trading of containers and inspection of containers. The Group also sells and trades container parts and container related products for repair and maintenance of containers. The main customers of this segment are container shipping lines and container leasing companies; and

(iv) Others – provision of freight forwarding services in the PRC to freight forwarders and direct customers.

For the year ended 31 December 2023

	Container depot operations *S$'000*	Warehousing and CFS services *S$'000*	Container sales and new-build container inspection *S$'000*	Others *S$'000*	Elimination *S$'000*	Consolidated *S$'000*
External revenue	118,297	15,455	1,501	20,270	–	155,523
Intersegment sales	28	474	–	–	(502)	–
	118,325	15,929	1,501	20,270	(502)	155,523
Segment results	**43,886**	**2,034**	**35**	**991**	**–**	**46,946**
Unallocated corporate expenses						(29,500)
Unallocated corporate income						1,257
Interest income						69
Finance costs						(2,245)
Share of result of associates						96
[REDACTED] expenses						[REDACTED]
Profit before tax						12,908

For the year ended 31 December 2024

	Container depot operations *S$'000*	Warehousing and CFS services *S$'000*	Container sales and new-build container inspection *S$'000*	Others *S$'000*	Elimination *S$'000*	Consolidated *S$'000*
External revenue	110,905	10,745	9,051	34,321	–	165,022
Intersegment sales	47	151	–	–	(198)	–
	110,952	10,896	9,051	34,321	(198)	165,022
Segment results	**38,835**	**1,430**	**1,628**	**1,305**	**–**	**43,198**
Unallocated corporate expenses						(24,000)
Unallocated corporate income						1,325
Interest income						77
Finance costs						(2,174)
Share of result of associates						501
[REDACTED] expenses						[REDACTED]
Profit before tax						15,678

For the year ended 31 December 2025

	Container depot operations	Warehousing and CFS services	Container sales and new-build container inspection	Others	Elimination	Consolidated
	S$'000	*S$'000*	*S$'000*	*S$'000*	*S$'000*	*S$'000*
External revenue	109,223	4,925	2,507	32,515	–	149,170
Intersegment sales	35	–	–	–	(35)	–
	109,258	4,925	2,507	32,515	(35)	149,170
Segment results	**42,411**	**1**	**848**	**708**	**–**	**43,968**
Unallocated corporate expenses						(21,733)
Unallocated corporate income						1,022
Interest income						148
Finance costs						(1,676)
Share of results of associates						557
[REDACTED] expenses						[REDACTED]
Profit before tax						17,604

Segment results represent the profit earned by the segments without allocation of selling and distribution expenses, administrative expenses, net other gains and losses, net impairment loss under expected credit losses model, interest and other income, finance costs, share of results of associates and [REDACTED] expenses. This is the measure reported to the CODM for the purposes of resource allocation and performance assessment.

Intersegment sales are charged at prevailing market rates.

The CODM makes decisions according to operating revenue and results of each segment. No analysis of segment asset and segment liability is presented as the CODM does not regularly review such information for the purposes of resources allocation and performance assessment. Therefore, only segment revenue and results are presented.

Geographical information

Information about the Group's revenue from external customers is presented based on geographical location where the sale occurred and the Group's non-current assets is presented based on the geographical location of the assets.

	Revenue			Non-current assets other than financial instruments and interests in associates		
	Year ended 31 December			As at 31 December		
	2023	2024	2025	2023	2024	2025
	S$'000	*S$'000*	*S$'000*	*S$'000*	*S$'000*	*S$'000*
PRC (excluding Hong Kong)	57,541	63,780	52,760	49,065	47,337	45,345
Hong Kong	17,583	17,265	17,388	422	314	277
Malaysia	11,310	11,574	12,333	9,651	10,335	14,500
Singapore	57,443	63,969	56,646	32,344	27,377	64,887
Thailand	10,241	7,568	8,795	6,961	7,472	6,453
Vietnam	1,405	866	1,248	282	12	1
Total	155,523	165,022	149,170	98,725	92,847	131,463

Information about major customers

There were no customers individually contributing over 10% of the Group's total revenue for each reporting period.

7. REVENUE

(i) Disaggregation of revenue from contracts with customers and lease income

	Year ended 31 December		
	2023	**2024**	**2025**
	S$'000	*S$'000*	*S$'000*
Container depot operations			
– Depot handling	47,807	48,323	46,947
– Repair and maintenance	43,089	43,409	41,651
– Storage fee	15,794	7,965	7,423
– Transportation	7,080	6,818	7,532
– Others *(Note)*	4,527	4,390	5,670
	118,297	110,905	109,223
Warehousing and CFS	15,455	10,745	4,925
Container sales and new-build container inspection	1,501	9,051	2,507
Others	20,270	34,321	32,515
Total	155,523	165,022	149,170

	Year ended 31 December		
	2023	**2024**	**2025**
	S$'000	*S$'000*	*S$'000*
Timing of revenue recognition			
At a point in time	124,006	113,615	103,803
Over time	27,341	48,696	42,105
Total revenue from contract with customers	151,347	162,311	145,908
Lease income	4,176	2,711	3,262
	155,523	165,022	149,170

Note: Others include leasing of equipment as disclosed in note (iii) below and agency fee.

(ii) Performance obligations for contracts with customers and revenue recognition policies

Revenue from provision of depot handling services

Depot handling services refer to managing the storage of empty containers. Revenue from these services is recognised at a point in time upon when the handling services are delivered to the customer.

Revenue from provision of repair and maintenance services

Repair and maintenance services refer to carrying out repair and maintenance works on containers as required. Revenue from these services is recognised at a point in time upon when the services are delivered to the customer.

Revenue from provision of storage services

Storage services refer to the storage of empty containers at the Group's depot storage area. Revenue from provision of storage service is recognised over storage period as the customer simultaneously receives and consumes the services provided by the Group over the period.

Revenue from provision of transportation services

Transportation services refer to arranging for transportation of empty containers between container ports and container depots. Revenue from these services is recognised at a point in time upon when the services are delivered to the customer.

Revenue from agency services

Agency services refer to providing services in matching shipping and freight forwarding suppliers for its customers. Revenue from these services is recognised at a point in time upon when the services are delivered to the customer.

Revenue from provision of warehousing and CFS

Warehousing and CFS refer to consolidation and deconsolidation of outbound and inbound general cargo and cargo storage. Revenue is recognised over the period up to the delivery of the goods to the customer's warehouse as the customer simultaneously receives and consumes the benefits provided by the Group's performance as the Group performs.

Revenue from container sales and new-build container inspection services

Container sales refers to trading of containers and trading of containers parts and container related products that are essential for repair and maintenance of containers. Container inspection refers to conducting inspection and surveying of containers. Revenue is recognised when control of goods has transferred to the customer, being at the point the goods are delivered.

Revenue from freight forwarding services (included in others above)

Freight forwarding services refer to organising and coordinating consignments for customers to get their goods from the origin to the final point of distribution. The point of origin or destination of the customers' shipments are usually in a foreign country and the Group assists its customer with coordinating the shipment process from local port to the foreign country or from the foreign country to local port. Services to be provided include booking of cargo space on vessels for ocean transport for export consignments, arranging customs clearance and cargo handling. Revenue from provision of freight forwarding service is recognised over the respective service period.

The transaction price allocated to unsatisfied contracts is not disclosed, as permitted under IFRS 15, because the Group's contracts with customers from all sources of revenue are for periods of one year or less.

(iii) Leases

Revenue from rental income

During the years ended 31 December 2023, 2024 and 2025, rental income of fixed lease payments from lease of equipments of S$4,176,000, S$2,711,000 and S$3,262,000 was recognised in profit or loss on a straight-line basis over the term of the relevant lease.

8. OTHER INCOME

	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
	1,326	1,402	1,170

9. OTHER GAINS AND LOSSES

	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)
	(480)	65	(546)

10. FINANCE COSTS

	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
	2,245	2,174	1,845
Less: interest capitalised in construction in progress *(note 17)*	–	–	(169)
	2,245	2,174	1,676

11. INCOME TAX EXPENSE

	Year ended 31 December		
	2023	**2024**	**2025**
	S$'000	*S$'000*	*S$'000*
Current taxation:			
Singapore Corporate Income Tax ("CIT")	2,245	2,484	2,507
The PRC Enterprise Income Tax ("The PRC EIT")	1,653	1,157	1,171
Malaysian Corporate Income Tax ("Malaysian CIT")	511	422	432
Other jurisdictions	287	161	253
Withholding tax expense	135	18	111
Under (over) provision in prior years:			
Singapore CIT	36	12	(195)
The PRC EIT	7	2	–
Malaysian CIT	8	(12)	(9)
	4,882	4,244	4,270
Deferred taxation *(note 30)*:	(344)	(184)	68
Total tax expense	4,538	4,060	4,338

Notes:

(a) Singapore CIT is calculated at 17% of the estimated assessable profit.

(b) The provision for PRC EIT is based on the estimated taxable income for the PRC taxation purposes at the applicable rate of 25%.

(c) The statutory income tax of the Group's Malaysian subsidiary is at 24% of the chargeable income.

The income tax expense for the year can be reconciled to the profit before tax per the consolidated statements of profit or loss and other comprehensive income as follows:

	Year ended 31 December		
	2023	**2024**	**2025**
	S$'000	*S$'000*	*S$'000*
Profit before tax	12,908	15,678	17,604
Income tax expense calculated at 17%	2,194	2,665	2,993
Tax effect of income not taxable for tax purpose	(291)	(426)	(499)
Tax effect of expenses not deductible for tax purpose	2,161	1,567	1,490
Tax effect of tax losses not recognised	–	190	70
Utilisation of tax loss previously not recognised	(194)	(43)	(42)
Effect of different applicable tax rates of subsidiaries	778	541	531
Under (over) provision in prior years	51	2	(204)
Withholding tax expense	135	18	111
Tax effect on share of results of associates	(16)	(100)	(120)
Others	(280)	(354)	8
	4,538	4,060	4,338

12. PROFIT FOR THE YEAR

Profit for the year has been arrived at after charging:

	Year ended 31 December		
	2023	**2024**	**2025**
	S$'000	*S$'000*	*S$'000*
Auditor's remuneration	219	230	211
[REDACTED] expenses	[REDACTED]	[REDACTED]	[REDACTED]
Staff costs (including directors' emolument *(note 13)*			
Salaries, allowances and benefit in kind	32,005	32,060	28,304
Retirement benefit scheme contributions	2,143	2,167	2,648
Equity-settled share-based expenses	3,535	–	–
	37,683	34,227	30,952
Cost of inventories recognised as expense, net of write-down for inventories	14,077	20,378	13,407
Depreciation of property, plant and equipment	11,376	11,183	10,848
Expenses relating to short-term leases	3,646	3,047	2,614

13. DIRECTORS' EMOLUMENTS

Details of the emoluments paid or payable to the directors of the Company during the Track Record Period are as follows:

Year ended 31 December 2023	Fees	Salaries, allowances and benefit in kind	Performance-related bonus	Retirement benefit scheme contributions	Equity-settled share-based expenses	Total
	S$'000	*S$'000*	*S$'000*	*S$'000*	*S$'000*	*S$'000*
Executive directors:						
Mr. Li Hung (Co-Chairman)	–	528	840	8	780	2,156
Mr. Ng Kam Ming (Co-Chairman)	–	528	840	8	102	1,478
Mr. Leung Wai Kuen *(note i)*	–	177	119	–	230	526
Non-executive directors:						
Mr. Marti Jean-Christophe, Michel *(note ii)*	–	–	–	–	–	–
Ms. Foo Lih Huoy *(note ii)*	–	–	–	–	–	–
Total	–	1,233	1,799	16	1,112	4,160

Year ended 31 December 2024	Fees	Salaries, allowances and benefit in kind	Performance-related bonus	Retirement benefit scheme contributions	Equity-settled share-based expenses	Total
	S$'000	*S$'000*	*S$'000*	*S$'000*	*S$'000*	*S$'000*
Executive directors:						
Mr. Li Hung (Co-Chairman)	–	528	789	9	–	1,326
Mr. Ng Kam Ming (Co-Chairman)	–	528	789	9	–	1,326
Mr. Leung Wai Kuen *(note i)*	–	160	48	–	–	208
Non-executive directors:						
Mr. Marti Jean-Christophe, Michel *(note ii)*	–	–	–	–	–	–
Ms. Foo Lih Huoy *(note ii)*	–	–	–	–	–	–
Total	–	1,216	1,626	18	–	2,860

Year ended 31 December 2025	Fees	Salaries, allowances and benefit in kind	Performance-related bonus	Retirement benefit scheme contributions	Equity-settled share-based expenses	Total
	S$'000	*S$'000*	*S$'000*	*S$'000*	*S$'000*	*S$'000*
Executive directors:						
Mr. Li Hung (Co-Chairman)	–	528	909	9	–	1,446
Mr. Ng Kam Ming (Co-Chairman)	–	528	909	9	–	1,446
Mr. Leung Wai Kuen *(note i)*	–	–	21	–	–	21
Non-executive directors:						
Mr. Marti Jean-Christophe, Michel *(note ii)*	–	–	–	–	–	–
Ms. Foo Lih Huoy *(note ii)*	–	–	–	–	–	–
Ms. Chua Li Qin, Alicia *(note iii)*	–	–	–	–	–	–
Independent non-executive directors:						
Ms. Lam Shiao Ning *(note iv)*	7	–	–	–	–	7
Mr. Fong Heng Boo *(note iv)*	7	–	–	–	–	7
Mr. Victor Yang *(note iv)*	7	–	–	–	–	7
Total	21	1,056	1,839	18	–	2,934

Notes:

(i) Mr. Leung Wai Kuen resigned as a director of the Company and was appointed as an alternate director to Mr. Ng Kam Ming on 31 March 2024.

(ii) Mr. Marti Jean-Christophe, Michel and Ms. Foo Lih Huoy were appointed as non-executive directors of the Company on 7 June 2023.

(iii) Ms. Chua Li Qin, Alicia were appointed as non-executive director of the Company on 8 September 2025.

(iv) Ms. Lam Shiao Ning, Mr. Fong Heng Boo and Mr. Victor Yang were appointed as independent non-executive directors of the Company on 24 June 2025, resigned on 31 August 2025, and were re-appointed on 25 June 2026.

The executive directors' emoluments shown above were for their services in connection with the management of the affairs of entities now comprising the Company and the Group.

Mr. Li Hung and Mr. Ng Kam Ming are also the Co-Chairmen of the Group, their emoluments disclosed above include those for services rendered by them as the Co-chairmen. Mr. Li Hung, Mr. Ng Kam Ming and Mr. Leung Wai Kuen are entitled to bonus payments which are determined based on certain key financial performance of the Group.

During the year ended 31 December 2023, certain directors were granted 1,891,000 MIP Units, in respect of their service to the Group under the Management Incentive Plan, as defined and detailed in note 32(b).

During the Track Record Period, no emoluments were paid by the Group to the directors of the Company as an inducement to join or upon joining the Group or as compensation for loss of office. None of the director has waived or agreed to waive any emoluments during the Track Record Period.

14. FIVE HIGHEST PAID EMPLOYEES

The five highest paid employees of the Group during the years ended 31 December 2023, 2024 and 2025 included 2, 2 and 2 directors, respectively, details of whose remuneration are set out in note 13 above. Details of the remuneration of the remaining highest paid employees of the Group for the years ended 31 December 2023, 2024 and 2025 are as follows:

	Year ended 31 December		
	2023	**2024**	**2025**
	S$'000	*S$'000*	*S$'000*
Salaries, allowances and benefits in kind	755	993	672
Performance-related bonuses	386	523	265
Retirement benefits scheme distribution	26	26	28
Equity-settled share-based expenses	733	–	–
	1,900	1,542	965

The number of the highest paid employees including the directors of the Company whose remuneration fell within the following bands is as follows:

	Year ended 31 December		
	2023	**2024**	**2025**
	No. of employee	*No. of employee*	*No. of employee*
HK$1,500,001 to HK$2,000,000	–	–	1
HK$2,000,001 to HK$2,500,000	–	2	2
HK$2,500,001 to HK$3,000,000	1	–	–
HK$4,000,001 to HK$4,500,000	2	–	–
HK$4,500,001 to HK$5,000,000	–	1	–
HK$7,500,001 to HK$8,000,000	–	2	–
HK$8,500,001 to HK$9,000,000	1	–	2
HK$12,000,001 to HK$12,500,000	1	–	–
Total	5	5	5

During the year ended 31 December 2023, certain non-director highest paid employees were granted 1,247,000 MIP Units, in respect of their service to the Group under the Management Incentive Plan, as defined and detailed in note 32(b).

During the Track Record Period, no emoluments were paid by the Group to the five highest paid individuals (including directors and employees) as an inducement to join or upon joining the Group or as compensation for loss of office.

15. DIVIDENDS

	Year ended 31 December		
	2023	**2024**	**2025**
	S$'000	*S$'000*	*S$'000*
Dividends recognised as distributions during the year	3,000	6,000	3,500

During the years ended 31 December 2023 and 2024, dividends of 1.14 Singapore cents per ordinary share and 2.29 Singapore cents per ordinary share before the Share Swap, respectively, were declared and paid by the Company. During the year ended 31 December 2025, 1.22 Singapore cents per ordinary share were declared and paid by the Company.

16. EARNINGS PER SHARE

The calculation of the basic earnings per share attributable to the owners of the Company is based on the following data:

	Year ended 31 December		
	2023	**2024**	**2025**
Earnings			
Profit for the year attributable to owners of the Company for the purpose of basic earnings per share *(S$'000)*	7,697	11,085	13,091
Effect of dilutive potential ordinary shares:			
Remeasurement of convertible notes *(S$'000)*	–	–	38
Earnings for the purpose of diluted earnings per share	7,697	11,085	13,129
Number of shares			
Weighted average number of ordinary shares for the purpose of basic earnings per share	262,493,736	272,871,984	285,940,889
Effect of dilutive potential ordinary shares:			
– Convertible notes	–	–	2,528,869
Weighted average number of ordinary shares for the purposes of diluted earnings per share	262,493,736	272,871,984	288,469,758
Earnings per share			
Basic *(Singapore cents)*	2.93	4.06	4.58
Diluted *(Singapore cents)*	NA	NA	4.55

The weighted average number of ordinary shares for the calculation of earnings per share for the years ended 31 December 2023 has been adjusted for the effects of the treasury shares held by the Company.

No diluted earnings per share are presented for the years ended 31 December 2023 and 2024 as there were no potential ordinary shares in issue.

17. PROPERTY, PLANT AND EQUIPMENT

The Group

	Right-of-use assets (Depot land and offices)	Land use rights	Leasehold buildings and container yard	Container yard development	Office furniture and equipment	Plant and machinery	Motor vehicles	Renovation	Container equipment	Construction-in-progress	Total
	S$'000	*S$'000*	*S$'000*	*S$'000*	*S$'000*	*S$'000*	*S$'000*	*S$'000*	*S$'000*	*S$'000*	*S$'000*
Cost:											
At 1 January 2023	56,996	19,613	44,666	8,697	5,181	36,818	6,864	1,168	417	582	181,002
Additions	14,159	–	3,013	704	274	4,315	436	42	30	1,696	24,669
Disposals/written off	–	–	(75)	(1,632)	(186)	(3,818)	(887)	(61)	(61)	–	(6,720)
Derecognition upon early termination of leases	(8,728)	–	–	–	–	–	–	–	–	–	(8,728)
Exchange alignments	(1,580)	(700)	(1,186)	(202)	(244)	(660)	(45)	(26)	(16)	–	(4,659)
At 31 December 2023	60,847	18,913	46,418	7,567	5,025	36,655	6,368	1,123	370	2,278	185,564
Additions	1,672	–	1,686	37	844	2,286	177	–	–	482	7,184
Disposals/written off	–	–	–	(296)	(412)	(6,836)	(735)	(113)	(49)	–	(8,441)
Derecognition upon early termination of leases	(14,097)	–	–	–	–	–	–	–	–	–	(14,097)
Remeasurement	(61)	–	–	–	–	–	–	–	–	–	(61)
Exchange alignments	549	8	328	82	44	426	24	13	12	99	1,585
At 31 December 2024	48,910	18,921	48,432	7,390	5,501	32,531	5,834	1,023	333	2,859	171,734
Additions	777	–	410	–	465	2,445	313	–	–	45,836	50,246
Disposals/written off	–	–	–	(12)	(261)	(2,187)	(498)	–	–	–	(2,958)
Derecognition	(862)	–	–	–	–	–	–	–	–	–	(862)
Exchange alignments	321	(192)	25	20	(18)	150	(12)	4	5	95	398
At 31 December 2025	49,146	18,729	48,867	7,398	5,687	32,939	5,637	1,027	338	48,790	218,558
Depreciation and impairment:											
At 1 January 2023	34,121	854	27,841	8,400	4,422	26,950	3,988	852	397	–	107,825
Provided for the year	6,081	411	1,074	475	349	2,195	659	115	17	–	11,376
Eliminated on disposals/written off	–	–	(4)	(1,626)	(177)	(3,612)	(840)	(61)	(61)	–	(6,381)
Eliminated due to derecognition	(7,896)	–	–	–	–	–	–	–	–	–	(7,896)
Exchange alignments	(1,376)	(31)	(555)	(198)	(227)	(496)	(21)	(22)	(16)	–	(2,942)
At 31 December 2023	30,930	1,234	28,356	7,051	4,367	25,037	3,786	884	337	–	101,982
Provided for the year	5,806	402	1,485	297	311	2,144	623	107	8	–	11,183
Eliminated on disposals/written off	–	–	–	(235)	(403)	(5,995)	(670)	(113)	(49)	–	(7,465)
Eliminated due to derecognition upon termination of lease	(13,264)	–	–	–	–	–	–	–	–	–	(13,264)
Exchange alignments	353	9	150	79	44	323	22	12	12	–	1,004
At 31 December 2024	23,825	1,645	29,991	7,192	4,319	21,509	3,761	890	308	–	93,440
Provided for the year	5,429	396	1,616	112	390	2,249	572	78	6	–	10,848
Eliminated on disposals/written off	–	–	–	(8)	(269)	(2,092)	(486)	–	–	–	(2,855)
Derecognition	(862)	–	–	–	–	–	–	–	–	–	(862)
Exchange alignments	190	(3)	(1)	19	(16)	112	(9)	4	6	–	302
At 31 December 2025	28,582	2,038	31,606	7,315	4,424	21,778	3,838	972	320	–	100,873
Carrying value:											
At 31 December 2023	29,917	17,679	18,062	516	658	11,618	2,582	239	33	2,278	83,582
At 31 December 2024	25,085	17,276	18,441	198	1,182	11,022	2,073	133	25	2,859	78,294
At 31 December 2025	20,564	16,691	17,261	83	1,263	11,161	1,799	55	18	48,790	117,685

The above items of property, plant and equipment except for construction in progress, after taking into account the residual values, where applicable, are depreciated on a straight-line basis at the following rates per annum:

Leasehold buildings and container yard	2%-50%
Container yard development	2%-50%
Office furniture and equipment	10%-33.3%
Plant and machinery	10%-20%
Motor vehicles	10%-20%
Renovation	20%-33.3%
Container equipment	33.3%
Depot land and land use right	over respective lease terms

Right-of-use assets included in the property, plant and equipment disclosed above, for which the Group acts as lessee, include depot land, land use rights, certain plant and machinery and certain motor vehicles, as further detailed below.

The Group leases depot land with lease terms ranging from 1 year to 30 years for the Track Record Period. Lease terms for depot land are negotiated on an individual basis and contain different terms and conditions. In determining the lease term and assessing the length of the non-cancellable period, the Group applies the definition of a contract and determines the period for which the contract is enforceable. On the date of lease commencement or lease renewal, the Group recognised right-of-use assets of S$14,159,000, S$1,672,000 and S$777,000, and a corresponding adjustment of the same amount to lease liabilities during the years ended 31 December 2023, 2024 and 2025, respectively. Details of the lease maturity analysis of lease liabilities are set out in note 27.

During the Track Record Period, land use rights are amortised on a straight-line basis over 10 to 50 years for the leased land located in Thailand and the PRC.

Lease contracts for certain plant and machinery and motor vehicles are entered into for fixed term of 3 year to 7 years for the Track Record Period.

As at 31 December 2023, 2024 and 2025, plant and machinery of S$6,584,000, S$5,567,000 and S$5,239,000 and motor vehicles of S$1,317,000, S$1,092,000 and S$633,000 were held under lease arrangement respectively. During the years ended 31 December 2023, 2024 and 2025, depreciation of S$623,000, S$646,000 and S$724,000 for plant and machinery held under lease arrangement and depreciation of S$193,000, S$153,000 and S$109,000 for motor vehicles held under lease arrangement were recognised respectively.

	Year ended 31 December		
	2023	**2024**	**2025**
	S$'000	*S$'000*	*S$'000*
Expense relating to short-term leases	3,646	3,047	2,614
Total cash outflow for leases	12,903	12,121	10,780
Additions to plant and machinery and motor vehicles held under lease arrangement (including cash paid)	3,217	745	794

The Group regularly entered into short-term leases for depot land during the Track Record Period. As at 31 December 2023, 2024 and 2025, the portfolio of short-term leases is similar to the portfolio of short-term leases to which the short-term lease expenses disclosed above and in note 12.

During the year ended 31 December 2025, the Group has capitalised borrowing costs amounting to S$169,000 (2024 and 2023: nil) (note 10) on qualifying assets.

18. GOODWILL

The Group

	S$'000
Cost:	
At 1 January 2023	25,418
Exchange alignments	(931)
At 31 December 2023	24,487
Addition	20
At 31 December 2024	24,507
Derecognition	(887)
Exchange alignments	(684)
At 31 December 2025	22,936
Impairment:	
At 1 January 2023	11,920
Exchange alignments	(442)
At 31 December 2024	11,478
Derecognition	(887)
Exchange alignments	(544)
At 31 December 2025	10,047
Carrying amount:	
At 31 December 2023	13,009
At 31 December 2024	13,029
At 31 December 2025	12,889

For the purposes of impairment testing, the entire amount of goodwill has been allocated to five CGUs as at 31 December 2023, six CGUs as at 31 December 2024 and five CGUs as of 31 December 2025, representing 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 33. 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 *(note i)*	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 *(note ii)*	13,009	13,009	12,869
(SG) YF Container	–	20	20
	24,487	24,507	22,936
Impairment:			
(HK) Grand Pacific *(note i)*	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 *(note ii)*	–	–	–
(SG) YF Container	–	–	–
	11,478	11,478	10,047
Carrying amount:			
(HK) Grand Pacific *(note i)*	–	–	–
(HK) MF Container	–	–	–
(HK) MF Reefer	–	–	–
(HK) Best China	–	–	–
(HK) Gold Prime *(note ii)*	13,009	13,009	12,869
(SG) YF Container	–	20	20
	13,009	13,029	12,889

Notes:

(i) The entity had been struck off during the year ended 31 December 2025.

(ii) 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 for impairment of goodwill for (HK) Gold Prime was approximately S$39,420,000, S$17,374,000 and S$8,123,000, respectively as at 31 December 2023, 2024 and 2025. 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.

19. INTANGIBLE ASSETS

	The Group					The Company
	Contract-based intangible assets	Customer relationships	Trademark	Club memberships	Total	Trademark
	S$'000	*S$'000*	*S$'000*	*S$'000*	*S$'000*	*S$'000*
Cost:						
At 1 January 2023, 31 December 2023 and 1 January 2024	8,351	5,841	–	304	14,496	–
Addition	–	–	86	–	86	86
Disposal	–	–	–	(55)	(55)	–
At 31 December 2024	8,351	5,841	86	249	14,527	86
Addition	–	–	21	–	21	21
At 31 December 2025	8,351	5,841	107	249	14,548	107
Amortisation:						
At 1 January 2023	5,837	5,841	–	30	11,708	–
Amortisation	643	–	–	11	654	–
At 31 December 2023	6,480	5,841	–	41	12,362	–
Amortisation	643	–	10	11	664	10
Disposal	–	–	–	(23)	(23)	–
At 31 December 2024	7,123	5,841	10	29	13,003	10
Amortisation	643	–	13	–	656	13
At 31 December 2025	7,766	5,841	23	29	13,659	23
Carrying amount:						
At 31 December 2023	1,871	–	–	263	2,134	–
At 31 December 2024	1,228	–	76	220	1,524	76
At 31 December 2025	585	–	84	220	889	84

Customer relationships and contract-based intangible assets that were acquired through business combination in prior years have finite useful lives of 3 to 13 years, over which the assets are amortised. Contract-based intangible assets arise from favorable lease arrangements involving two leases, each with a remaining term of 12 and 13 years from the date of business combination, expiring in 2025 and 2026, respectively. Trademarks are measured initially at cost and are amortised on a straight-line basis over the estimated useful life of 10 years. Majority of the club memberships have indefinite useful lives and are not amortised but tested for impairment annually or more frequently if events or changes in circumstances indicate that the carrying amount may be impaired individually.

As at 31 December 2023, 2024 and 2025, the customer relationships have been fully amortised but still considered to be in use.

The amortisation expense has been included in cost of revenue.

20. INTERESTS IN ASSOCIATES

	As at 31 December		
	2023	2024	2025
	S$'000	*S$'000*	*S$'000*
The Group			
Cost of investment in associates	652	1,117	1,117
Share of post-acquisition profit, and comprehensive income, net of dividend received	2,034	2,549	2,941
Less: Impairment	(452)	(452)	(452)
	2,234	3,214	3,606
The Company			
Cost of investment in associates	652	652	652
Less: Impairment	(452)	(452)	(452)
	200	200	200

Details of the Group's material associates at the end of each reporting period are as follows:

Name of associates	Country of incorporation and operation	Proportion of ownership interest As at 31 December			Proportion of voting power held As at 31 December			Principal activities
		2023	2024	2025	2023	2024	2025	
		%	%	%	%	%	%	
Directly held by the Company								
Chu Kong Logistics (Singapore) Pte Ltd	Singapore	40	40	40	40	40	40	Shipping and freight forwarding agency
Indirectly held by the Company								
Qingdao Port Lianyun International Logistics Co., Ltd.	PRC	–	25	25	–	25	25	Container depot

Note:

As the Group has the power to appoint two out of the five directors of Chu Kong Logistics (Singapore) Pte Ltd and one out of the five directors of Qingdao Port Lianyun International Logistics Co., Ltd., the Group is able to exercise significant influence over these two companies, which are considered as associates of the Group and accounted for using the equity method.

Summarised financial information in respect of the material associates is set out below:

Chu Kong Logistics (Singapore) Pte Ltd

	As at/Year ended 31 December		
	2023	**2024**	**2025**
	S$'000	*S$'000*	*S$'000*
Current assets	5,710	9,409	7,970
Non-current assets	683	1,244	932
Current liabilities	(409)	(3,852)	(1,408)
Non-current liabilities	(58)	(52)	(129)
Net assets	5,926	6,749	7,365
Revenue	4,973	8,527	11,233
Profit for the year	240	787	616
Other comprehensive (expense) income for the year	(43)	36	3
Total comprehensive income for the year	197	823	619

Qingdao Port Lianyun International Logistics Co., Ltd.

	As at/Year ended 31 December	
	2024	**2025**
	S$'000	*S$'000*
Current assets	4,815	6,075
Non-current assets	49	5,595
Current liabilities	(2,277)	(3,266)
Non-current liabilities	–	(5,230)
Net assets	2,587	3,174
Revenue for the year	9,286	15,487
Profit and total comprehensive income for the year	746	1,244

During the year ended 31 December 2025, Qingdao Port Lianyun International Logistics Co., Ltd. has declared dividend of S$163,000 to the Company.

Reconciliation of the above summarised financial information to the carrying amount of the interest in the material associates recognised in the Historical Financial Information:

	As at 31 December		
	2023	**2024**	**2025**
	S$'000	*S$'000*	*S$'000*
Net assets of Chu Kong Logistics (Singapore) Pte Ltd	5,926	6,749	7,365
Non-controlling interests of subsidiaries of Chu Kong Logistics (Singapore) Pte Ltd	(337)	(331)	(334)
	5,589	6,418	7,031
Proportion of the Group's ownership interest in	40%	40%	40%
Carrying amount of the Group's interest in Chu Kong Logistics (Singapore) Pte Ltd	2,234	2,567	2,812
Net assets of Qingdao Port Lianyun International Logistics Co., Ltd.		2,587	3,174
Proportion of the Group's ownership interest in		25%	25%
Carrying amount of the Group's interest in Qingdao Port Lianyun International Logistics Co., Ltd.		647	794

21. INVENTORIES

The Group

	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
	4,551	5,128	5,236

22. TRADE AND OTHER RECEIVABLES

The Group

	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 *(note i)*	(10)	(10)	(142)
	15,050	12,069	15,960
Other receivables *(note ii)*	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	–
	22,606	19,746	22,288

As at 1 January 2023, trade receivables amounted to S$14,180,000.

Notes:

(i) 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 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. The ECL rates for financial assets measured at amortised cost, other than those individually assessed debtors as disclosed, are insignificant.

(ii) During the year ended 31 December 2023, a PRC subsidiary of the Company received forged document from one of its customers in relation to an arrangement under which the Group has acted as an intermediary for the customer and advanced payments to shipping company for booking cargo space on vessels of the shipping company on behalf of the customer and subsequently reported the suspected fraud incident to local authority to retrieve outstanding advance payment amounted to Renminbi ("RMB") 8,375,000 (in equivalent to S$1,562,000). Further details of the incident is set out in section headed "Financial Information – Impairment on other receivables" of the Document. The other receivables with gross carrying amount of S$1,562,000 is considered as credit-impaired, loss allowance of S$1,192,000 was recognised in the profit or loss during the year ended 31 December 2023 based on individual assessment on the ECL of other receivables. During the year ended 31 December 2024, an additional loss allowance of S$370,000 was recognised in the profit and loss based on individual assessment on the ECL of other receivables as disclosed in note 36(b). During the year ended 31 December 2025, total allowance of S$1,562,000 was fully written off in the view of collectability. The assessment of the probability of default and loss given default of the industry in which the customer operates is based on historical data from independent credit agency and forward-looking information. Estimation of ECL reflects an unbiased and probability-weighted amount that is determined with the respective risks of default occurring as the weights. As at 31 December 2025, this incident is still under investigation by local authority.

The Group allows a general credit period of 30 to 90 days to its trade customers. The following is an aged analysis of trade receivables, net of allowance for credit losses, presented based on the invoice dates at the end of each reporting period:

	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	–
	15,050	12,069	15,960

As at 31 December 2023, 2024 and 2025, included in the Group's trade receivables balance, net of loss allowance are debtors with aggregate carrying amount of S$4,418,000, S$3,844,000 and S$4,077,000, respectively which are past due as at the respective reporting date. Out of the past due balances as at 31 December 2023, 2024 and 2025, respectively, S$400,000, S$583,000 and S$519,000 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. Details of impairment assessment of trade receivables are set out in note 36(b).

The Company

	As at 31 December		
	2023	**2024**	**2025**
	S$'000	*S$'000*	*S$'000*
Other receivables	43	47	25
Value-added tax receivables	38	36	4
Prepayments	144	489	78
Deferred issued costs	1,085	1,994	–
	1,310	2,566	107

23. CASH AND CASH EQUIVALENTS AND PLEDGED BANK DEPOSITS

The Group

Cash and cash equivalents include bank balances and short-term deposits as at 31 December 2023, 2024 and 2025, which carry interest at market rates which range from nil to 3.9% per annum and the pledged bank deposits carry fixed interest rate 0.033% – 1.75% per annum.

Pledged bank deposits amounting to S$5,000, S$6,000 and S$1,006,000 as at 31 December 2023, 2024 and 2025, respectively represented the secure deposits paid for banking facilities granted to the Group and will be released upon expiry of the banking facilities. Pledged bank deposits amounting to S$1,000,000 under non-current assets as at 31 December 2025 represented the secured deposits paid for banking facilities which are expected to be released more than 12 months.

The Company

Cash and cash equivalents include bank balances and short-term deposits as at 31 December 2023, 2024 and 2025 carry interest at market rates which range from nil to 3.2% per annum.

Details of impairment assessment of cash and cash equivalents and pledged bank deposits are set out in note 36(b).

24. TRADE AND OTHER PAYABLES

The Group

	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
	17,289	15,162	35,497
Analysed as:			
Current	17,289	15,162	34,767
Non-current	–	–	730
	17,289	15,162	35,497

The credit period on purchases of goods and services is 30 to 60 days.

The following is an aging analysis of trade payables based on the invoice date at the end of each reporting period:

	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
	6,241	4,260	6,338

The Company

	As at 31 December		
	2023	**2024**	**2025**
	S$'000	*S$'000*	*S$'000*
Trade payables	2	2	4
Other payables	647	760	358
Other accrued expenses	2,693	2,776	2,669
Accrued [REDACTED] expenses	[REDACTED]	[REDACTED]	[REDACTED]
Accrued issue cost	88	161	–
	3,939	4,053	3,031

25. AMOUNTS DUE FROM (TO) RELATED PARTIES/THE IMMEDIATE HOLDING COMPANY/SUBSIDIARIES/ THIRD PARTY

	As at 31 December		
	2023	**2024**	**2025**
	S$'000	*S$'000*	*S$'000*
The Group			
Amounts due from related parties			
– trade in nature	1,435	2,007	136
– non-trade in nature	–	1,002	1
	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
	2,149	3,011	528
Loan from a related company/third party	5,689	2,843	–
The Company			
Amount due from immediate holding company, non-trade in nature	209	293	669
Amounts due to related parties, non-trade in nature	929	718	–
Amounts due from subsidiaries			
– trade in nature	76	56	1
– non-trade in nature	4,699	4,843	668
	4,775	4,899	669
Amounts due to subsidiaries, non-trade in nature	1,350	1,366	9,975

(a) Amounts due from related parties

The Group

As at 1 January 2023, amounts due from related parties amounted to S$1,697,000.

The balances of S$1,435,000, S$2,007,000 and S$136,000 as of 31 December 2023, 2024 and 2025, respectively, were trade in nature, unsecured, interest-free and repayable under credit terms of 30–60 days. The remaining balance of nil, S$1,002,000 and S$1,000 as of 31 December 2023, 2024 and 2025, respectively, was non-trade in nature, unsecured, repayable on demand and was due from associates. The maximum outstanding balances during the years ended 31 December 2023, 2024 and 2025 are nil, S$1,002,000 and S$1,002,000, respectively.

The following is an aging analysis of amounts due from related companies, net of allowance for credit losses (if any), presented based on the invoice dates at the end of each reporting period:

	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	–	–
	1,435	2,007	136

As at 31 December 2023, 2024 and 2025, included in the Group's trade-related amounts due from related parties balance with aggregate carrying amount of S$568,000, S$459,000 and S$136,000 were past due as at the respective reporting date. Details of impairment assessment of the balances are set out in note 36(b).

(b) Amount due from immediate holding company

The Group and the Company

As at 1 January 2023, amount due from immediate holding company amounted to S$191,000.

The amount is non-trade in nature, unsecured, interest-free and repayable on demand.

The maximum outstanding balances during the years ended 31 December 2023, 2024 and 2025 are S$209,000, S$293,000 and S$669,000, respectively.

(c) Amounts due to related parties

The Group

The balances of S$1,205,000, S$2,263,000 and S$473,000 as of 31 December 2023, 2024 and 2025, respectively, were trade in nature, unsecured, interest-free and repayable under credit term of 30–60 days. The remaining balances of S$944,000, S$748,000 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.

The following is an aging analysis of the trade related amounts due to related parties based on the invoice dates at the end of each reporting period:

	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
	1,205	2,263	473

The Company

The balances are non-trade in nature, unsecured, interest-free and repayable on. 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.

(d) Loan from a related party/third party

The Group

The loan was from Tianjin Keyun Logistics Co., Ltd., a subsidiary of Tianjin Zhongke Investment Co., Ltd. as at 31 December 2023, 2024 and 2025 and are unsecured, interest bearing at 6% per annum with original maturity of 3 years.

As at 31 December 2025, the remaining loan of S$950,000 from a related party was presented as loan from a third party as the counterparty ceased to be a related party during the year.

	As at 31 December		
	2023	**2024**	**2025**
	S$'000	*S$'000*	*S$'000*
The carrying amounts of the above loan are repayable as follows (based on repayment schedule):			
Within one year	1,969	53	950
Within a period of more than one year but not exceeding two years	1,860	1,860	–
Within a period of more than two years but not exceeding five years	1,860	930	–
	5,689	2,843	950
Less: Amount due for settlement within 12 months (shown under current liabilities)	(1,969)	(53)	(950)
Amount due for settlement after 12 months (shown under non-current liabilities)	3,720	2,790	–

(e) Amounts due from (to) subsidiaries

The Company

The balances of S$76,000, S$56,000 and S$1,000 of amounts due from subsidiaries as of 31 December 2023, 2024 and 2025 were trade in nature, unsecured and repayable under credit term of 30 days. The remaining balances due from (to) subsidiaries were non-trade in nature, unsecured, interest-free and repayable on demand.

26. PROVISION FOR RESTORATION COSTS

The Group

	As at 31 December		
	2023	**2024**	**2025**
	S$'000	*S$'000*	*S$'000*
At beginning of the year	1,056	1,319	1,255
Provision, net of reversal	275	–	–
Utilised	–	(78)	–
Exchange alignments	(12)	14	10
At end of the year	1,319	1,255	1,265

The above amounts are the present value of the estimation of costs to reinstate the Group's leased premises to their original state upon expiry of the lease.

27. LEASE LIABILITIES

The Group

Lease liabilities

	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 payments	(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

The weighted average incremental borrowing rate applied to lease liabilities was 4.4%, 4.5% and 4.4% per annum as at 31 December 2023, 2024 and 2025, respectively.

28. BANK BORROWINGS

The Group

	As at 31 December		
	2023	**2024**	**2025**
	S$'000	*S$'000*	*S$'000*
Variable-rate bank borrowings			
– Unsecured	13,000	6,226	4,000
– Secured	–	–	21,327
	13,000	6,226	25,327
The carrying amounts of the above borrowings are repayable:			
Within one year	7,000	2,050	2,498
Within a period of more than one year but not exceeding two years	2,000	2,176	6,998
Within a period of more than two years but not exceeding five years	4,000	2,000	13,952
More than five years	–	–	1,879
	13,000	6,226	25,327
Less: Amount due for settlement within 12 months (shown under current liabilities)	(7,000)	(2,050)	(2,498)
Amount due for settlement after 12 months (shown under non-current liabilities)	6,000	4,176	22,829

Note:

As at 31 December 2023, 2024 and 2025, the borrowings were under corporate guarantee provided by immediate holding company, the Company or certain subsidiaries of the Company. As at 31 December 2023, 2024 and 2025, to secure banking facilities, the Group mainly pledged property, plant and equipment with a carrying amount of nil, nil and S$47,915,000, and pledged bank deposits of nil, nil and S$1,000,000, respectively. As of 31 December 2025, total unutilised facilities are S$138,891,000.

The ranges of effective interest rates (which are also equal to contracted interest rates) on the Group's borrowings are as follows:

	As at 31 December		
	2023	**2024**	**2025**
Effective interest rate (per annum)	4.7%-5.8%	4.6%-5.2%	2.4%-4.7%

The Company

	As at 31 December		
	2023	**2024**	**2025**
	S$'000	*S$'000*	*S$'000*
Unsecured bank borrowings at variable rate, that are repayable			
Within one year	7,000	2,000	2,000
Within a period of more than one year but not exceeding two years	2,000	2,000	2,000
Within a period of more than two years but not exceeding five years	4,000	2,000	–
	13,000	6,000	4,000
Less: Amount due for settlement within 12 months (shown under current liabilities)	(7,000)	(2,000)	(2,000)
Amount for settlement after 12 months (shown under non-current liabilities)	6,000	4,000	2,000

The ranges of effective interest rates (which are also equal to contracted interest rates) on the Company's borrowings are as follows:

	As at 31 December		
	2023	**2024**	**2025**
Effective interest rate (per annum)	4.7%-5.8%	5.2%	3.3%-4.7%

29. CONVERTIBLE NOTES

The Group and the Company

In December 2025, the Company issued convertible notes with an aggregate principal amount of S$15,000,000. 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 include features that allow the noteholders to convert the outstanding principal amount into certain number of ordinary shares of Company at a conversion price calculated as follows:

(i) If a qualifying [REDACTED] ("[REDACTED]") occurs prior to the maturity date (including the extended maturity date as mentioned above), the number of shares to be issued to noteholders is determined at a conversion price calculated using, S$72,000,000 less aggregate outstanding principal of the convertible notes, divided by the fully diluted number of shares issued by the Company immediately prior to [REDACTED].

(ii) On the maturity date (including the extended maturity date as mentioned above), if the Company fails to redeem the convertible notes, certain investors may elect to convert the outstanding principal amount into ordinary shares at a conversion price calculated using S$108,000,000 less outstanding principal amount of the convertible notes, divided by the fully diluted number of shares issued by the Company immediately prior to maturity.

Conditional upon certain events of default, the noteholders have the right to early redeem the convertible notes at a step-up interest of up to 5% per annum upon occurrence of certain events as stipulated in the agreement.

The convertible notes are measured at fair value through profit or loss. The fair value is determined using the valuation technique described in Note 36(c). The movements in fair value during the financial year ended 31 December 2025 were not material to the Group.

30. DEFERRED TAX LIABILITIES

The Group

The following are the major deferred tax (assets) liabilities recognised by the Group, and the movements thereon, during the Track Record Period:

	Accelerated tax depreciation	Tax losses	Provisions	Intangible assets	Right-of-use assets	Lease liabilities	Total
	S$'000	*S$'000*	*S$'000*	*S$'000*	*S$'000*	*S$'000*	*S$'000*
At 1 January 2023	1,019	(5)	(45)	628	4,325	(4,708)	1,214
Exchange alignments	(40)	–	–	–	–	–	(40)
(Credit) charge to profit or loss for the year	(59)	(59)	(142)	(161)	1,168	(1,091)	(344)
At 31 December 2023	920	(64)	(187)	467	5,493	(5,799)	830
Charge (credit) to profit or loss for the year	23	(19)	(72)	(161)	(877)	922	(184)
At 31 December 2024	943	(83)	(259)	306	4,616	(4,877)	646
Exchange alignments	(4)	–	–	–	–	–	(4)
Charge (credit) to profit or loss for the year	246	(3)	28	(161)	(855)	813	68
At 31 December 2025	1,185	(86)	(231)	145	3,761	(4,064)	710

Subject to the agreement by the tax authorities, at the end of each reporting period, the Group has unutilised tax losses of approximately S$13,556,000, S$14,532,000 and S$6,959,000 respectively and capital allowance of nil, S$126,000 and S$64,000 respectively available for offset against future profits. Except for tax loss of S$376,000, S$488,000 and S$506,000 as at 31 December 2023, 2024 and 2025, respectively, no deferred tax asset has been recognised in respect of the remaining tax losses due to the unpredictability of future profit streams. The losses may be carried forward subject to the conditions imposed by law including the retention of majority shareholders as defined.

Under the Enterprise Income Tax Law of the PRC, withholding tax at 10% or a lower applicable rate is imposed on dividends declared and payable to investors that are non-PRC tax resident enterprises. Deferred tax has not been provided for in the Historical Financial Information in respect of temporary differences attributable to accumulated profits of the PRC subsidiaries amounting to S$20,668,000, S$29,103,000 and S$32,051,000, respectively as at 31 December 2023, 2024 and 2025, as the Group is able to control the timing of the reversal of the temporary differences and it is probable that the temporary differences will not reverse in the foreseeable future.

31. SHARE CAPITAL AND RESERVES OF THE COMPANY

(a) Share capital

	As at 31 December			As at 31 December		
	2023	2024	2025	2023	2024	2025
	Number of ordinary shares			*S$'000*	*S$'000*	*S$'000*
Issued and fully paid:						
At the beginning of the year	262,493,736	262,493,736	285,940,889	28,842	28,842	41,494
Share Swap	–	23,447,153	–	–	12,652	–
At the end of the year	262,493,736	285,940,889	285,940,889	28,842	41,494	41,494

Fully paid ordinary shares, which have no par value, carry one vote per share and carry a right to dividends.

During the year ended 31 December 2023, 1,300,000 ordinary shares held as treasury shares were cancelled.

During the year ended 31 December 2024, 23,447,153 new shares of the Company were issued for the Share Swap, as detailed in note (iv) to the consolidated statements of changes in equity.

(b) Reserves of the Company

	Treasury shares	Capital reserve	Retained earnings	Total
	S$'000	*S$'000* *(Note)*	*S$'000*	*S$'000*
At 1 January 2023	(245)	7,898	8,571	16,224
Profit and total comprehensive income for the year	–	–	2,045	2,045
Deemed contribution from immediate holding Company	–	885	–	885
Recognition of share-based payments	–	3,535	–	3,535
Cancellation of treasury shares	245	–	(245)	–
Dividends recognised as distribution	–	–	(3,000)	(3,000)
At 31 December 2023	–	12,318	7,371	19,689
Profit and total comprehensive income for the year	–	–	6,208	6,208
Dividends recognised as distribution	–	–	(6,000)	(6,000)
At 31 December 2024	–	12,318	7,579	19,897
Profit and total comprehensive income for the year	–	–	4,962	4,962
Dividends recognised as distribution	–	–	(3,500)	(3,500)
At 31 December 2025	–	12,318	9,041	21,359

Note:

The balance mainly comprises i) recognition of equity-settled share-based payments expense under the Management Incentive Plan (as defined and detailed in note 32) included in the share-based payment reserve; and ii) amounts for the years ended 31 December 2023 represented the waiver of the payables arising from the management service expenses charged by the Company's immediate holding company to the Company, which were recognised as contribution from immediate holding company.

32. EMPLOYEE BENEFITS

(a) Retirement benefit obligations

The employees of the Company and its subsidiaries that are located in Singapore are members of a state-managed retirement benefit plan, the Central Provident Board Fund, operated by the Singapore government. The Company and the subsidiaries incorporated in Singapore are required to contribute a specified percentage of payroll costs to the retirement benefit plan to fund the benefits. The only obligation of the Group with respect to the retirement benefit plan is to make the specified contributions.

The Group operates defined contribution retirement benefit plans for all qualifying employees in Hong Kong, Malaysia, Socialist Republic of Vietnam and the PRC. The assets of the plans are held separately from those of the Group in funds under the control of trustees. Where employees leave the plans prior to the contributions fully vesting, the contributions payable by the Group are reduced by the amount of forfeited contributions.

During the year ended 31 December 2023, 2024 and 2025, the contributions made by the Group relating to the above arrangements were S$2,143,000, S$2,167,000 and S$2,648,000, respectively, of which S$251,000, S$220,000 and $483,000 were attributable to the Mandatory Provident Fund Scheme in Hong Kong.

The Group operates a funded defined benefit plan for qualifying employees in Thailand. No further disclosures are made as management is of the view that the fair value of the defined benefit obligation is immaterial.

(b) Management Incentive Plan

On 27 June 2011, NEK Container Group Pte. Ltd., the immediate holding company of the Company, approved and adopted a management incentive plan (the ''Management Incentive Plan''), which granted employee units (the ''MIP Units'') to certain directors of the Company and certain employees of the Group. The MIP units are awarded when the Group achieves specific earnings before interest, taxation, depreciation and amortisation and return on capital employed targets. The MIP Units granted would vest immediately or over a period of one to two years. The MIP Units will be settled upon exit by the shareholder of the Company or when the selected participants resign from the Group or settled with Company's shares held by Navis Asia Fund V, L.P. and its subsidiaries upon the [REDACTED] of the Company's shares on a recognised stock exchange.

Details of the movements of the MIP Units granted to directors of the Company and certain employees of the Group for the Track Record Period are set out below:

	Number of MIP Units				
Directors	**Outstanding at 1.1.2023**	**Granted during the year**	**Outstanding at 31.12.2023 and 31.12.2024**	**Transfer during the year**	**Outstanding at 31.12.2025**
Mr. Li Hung	3,609,276	1,326,433	4,935,709	(204,099)	4,731,610
Mr. Ng Kam Ming	2,700,000	173,647	2,873,647	–	2,873,647
Mr. Leung Wai Kuen	–	390,920	390,920	–	390,920
Directors in aggregate	6,309,276	1,891,000	8,200,276	(204,099)	7,996,177
Employees in aggregate	6,382,406	4,122,583	10,504,989	204,099	10,709,088
Total	**12,691,682**	**6,013,583**	**18,705,265**	**–**	**18,705,265**

During the year ended 31 December 2023, a total of 6,013,583 MIP Units were granted by NEK Container Group Pte Ltd to certain directors of the Company and certain employees of the Group. The estimated fair values of the 6,013,583 MIP Units granted on 1 October 2023 was approximately S$3,535,000. The fair value per MIP Unit granted on 1 October 2023 was S$0.59. The MIP units granted during the year ended 31 December 2023 were vested immediately.

The discounted cash flow method has been used to estimate the fair value of the Group's share which was used in the valuation of the MIP Units. The variables and assumptions used in computing the fair value are based on the best estimate of the directors of the Company. The pre-tax discount rate used to discount the projected cash flows of the Group was at a range of 9% to 10% per annum. Cash flows beyond the forecasted period were extrapolated using a steady 1.8% growth rate. This growth rate was based on the relevant industry growth forecasts and did not exceed the average long-term growth rate for the relevant industry. Other key assumptions for the value-in-use calculation related to the estimation of cash inflows/outflows which included budgeted sales and gross margin based on management's expectations of the market development.

In 2023, the expense recognised in profit or loss in relation to the MIP during the financial year is S$3,535,000, arising from grants during the year.

During 2025, as a recognition of employees hard work and contribution to the Group, there is an arrangement which transferred 204,099 units from one of the directors' plans to employees' plan. The units balance of the relevant director and employees changed on the transferred date and the arrangement shall only vest upon [REDACTED], there was no expense recognised in the profit or loss during the Track Record Period, taking into account the probability of [REDACTED] as at 31 December 2025.

(c) Pre-[REDACTED] Share Award Scheme

On 24 June 2025 and 25 June 2026, a Pre-[REDACTED] share award scheme (the "Pre-[REDACTED] Share Award Scheme") was approved by the board of directors of the Company and the Company awarded an aggregate of [REDACTED] shares of the Company at nil consideration to certain directors of the Company and employees of the Group. All these awarded shares will be issued to the grantees and immediately vest upon [REDACTED], and will be used as settlement of the outstanding MIP Units as detailed in note (b) above, there is no expense recognised in the profit or loss during the Track Record Period. The Pre-[REDACTED] Share Award Scheme shall remain in effect for three years and shall automatically terminate when all shares that may be awarded under the Pre-[REDACTED] Share Award Scheme have been fully issued by the Company and vested with the relevant Directors and employees. The principal terms of which are set out in the paragraph headed "Appendix V – Statutory and General Information – D. Pre-[REDACTED] Share Award Scheme" in this document.

33. PARTICULARS OF SUBSIDIARIES AND NON-CONTROLLING INTERESTS

Particular of subsidiaries

a. Details of all the Company's subsidiaries at 31 December 2023, 2024 and 2025 and the date of this report are as follows:

Name of subsidiaries	Place and date of establishment/ incorporation and principal place of business	Issued share capital/paid-up capital/registered capital	Equity interest attributable to the Group As at 31 December 2023	2024	2025	As at the date of this report	Principal activities
			%	%	%	%	
Directly held:							
Asia Reefer Pte. Ltd [(a) (o)]	Singapore, 16 August 2018	S$1	100	100	N/A	N/A	Investment holding
Eng Kong Container Agencies (Pte) Ltd [(a) (s)]	Singapore, 10 May 1984	S$4,409,160	100	100	100	100	Container depot
Eng Kong Marketing Services Pte. Ltd. [(a) (s)]	Singapore, 8 March 2006	S$50,000	100	100	100	100	Marketing and research
PCL (Pte) Ltd [(a) (s)]	Singapore, 15 May 1991	S$40,000	100	100	100	100	Investment holding and trading of containers
Reefertec Pte Ltd [(a) (s)]	Singapore, 8 March 1995	S$180,000	90	90	90	90	Reefer repair

Name of subsidiaries	Place and date of establishment/ incorporation and principal place of business	Issued share capital/paid-up capital/registered capital	Equity interest attributable to the Group As at 31 December 2023 %	2024 %	2025 %	As at the date of this report %	Principal activities
NEK Depot Network Asia Pte. Ltd. [a] [s]	Singapore, 19 October 2017	S$3,086,045	100	100	100	100	Investment holding
Eng Kong Logistics Hub Pte. Ltd. [a] [s] [t] [v]	Singapore, 7 March 2019	S$10,700,000	100	100	100	100	Managing Mega Depot and warehousing
New Eng Kong Container Logistic Services (M) Sdn. Bhd. [b] [s]	Malaysia, 9 July 1996	Malaysian ringgit ("MYR") 500,000	100	100	100	100	Storage and handling of containers
Eng Kong Container Services (Penang) Sdn. Bhd. [f]	Malaysia, 14 February 1998	MYR500,000	100	100	100	100	Container depot
Eng Kong Container Services (Johor) Sdn. Bhd. [f]	Malaysia, 19 July 1996	MYR700,000	100	100	100	100	Container depot
Tricool Reefer Sdn. Bhd. [f] [s]	Malaysia, 9 January 2007	MYR200,000	96	96	96	96	Reefer maintenance and repair
Thai Eng Kong Container Services Company Limited [c] [h] [s]	Thailand, 19 March 1996	THB8,000,000	49	49	49	49	Container depot and container repair
(HK) Best China [d] [s]	Hong Kong, 26 October 2010	HK$1,000,000	100	100	100	100	Investment holding
(HK) Grand Pacific [d] [o]	Hong Kong, 3 November 1997	HK$2	100	100	N/A	NA	Warehousing and container freight station
(HK) MF Container [d] [s]	Hong Kong, 28 February 1997	HK$1,500,000	80	80	80	80	Reefer and dry repair and trading of container spare parts
(HK) MF Reefer [d] [s]	Hong Kong, 23 December 1998	HK$1,500,000	80	80	80	80	Reefer and dry repair and trading of container spare parts
PCL Container Services Limited [d] [s]	Hong Kong, 13 October 1992	HK$1,500,000	100	100	100	100	Container depot
Techni-Con Container Survey Limited [d] [s]	Hong Kong, 23 March 2006	HK$500,000	100	100	100	100	Inspection of new containers
DOUBLE CREATION LIMITED [g]	British Virgin Islands, 10 July 2013	USD100	100	100	100	100	Investment holding
Eng Kong Vietnam Company Limited [k] [s]	Socialist Republic of Vietnam, 8 August 2017	VND34,000,000,000	99	99	100	100	Container depot
Indirectly held:							
Smartz Pte Ltd [a] [s]	Singapore, 24 January 1997	S$100,000	100	100	100	100	Sale container parts
NEK GPC Container Services (M) Sdn. Bhd. [b] [s]	Malaysia, 15 March 2013	MYR100,000	100	100	100	100	On-dock depot container services
Reefertec Services (Thailand) Limited [l] [s]	Thailand, 11 March 2019	THB3,000,000	65	65	65	65	Reefer repair
(HK) Gold Prime [u] [r]	Hong Kong, 26 May 1999	HK$66,279,485	80	100	100	100	Investment holding

Name of subsidiaries	Place and date of establishment/ incorporation and principal place of business	Issued share capital/paid-up capital/registered capital	Equity interest attributable to the Group As at 31 December 2023 %	2024 %	2025 %	As at the date of this report %	Principal activities
Reefertec Services Sdn. Bhd. [f] [s]	Malaysia, 16 March 2022	MYR300,000	54	54	54	54	Reefer services
(SG) YF Container [q] [s]	Singapore, 17 December 2019	S$100,000	N/A	54	54	54	Reefer maintenance and repair
明豐冷凍貨櫃維修(上海)有限公司 Mingfeng Reefer Container Repair (Shanghai) Co., Ltd.* [m] [s]	PRC, 13 September 2010	USD140,000	80	80	80	80	Reefer and dry repair and trading of container spare parts
上海安信榮成集裝箱儲運有限公司 Shanghai Anxin Rong Cheng Container Logistics Co., Ltd.* [n] [s]	PRC, 22 October 2004	USD1,100,000	100	100	100	100	Container depot
寧波保稅區安信國際集裝箱儲運有限公司 Ningbo Free Trade Zone An Xin International Container Logistics Co., Ltd* [i]	PRC, 15 November 2002	USD1,000,000	N/A	N/A	N/A	N/A	Container depot
寧波北侖安豐物流有限公司 Ningbo Bei Lun An Feng Logistics Co., Ltd* [i]	PRC, 11 May 2009	RMB300,000	N/A	N/A	N/A	N/A	Container depot
天津克運國際物流集團有限公司 Tianjin Keyun International Logistics Group Co., Ltd* [e] [r] [s]	PRC, 1 March 2001	RMB50 million	80	100	100	100	Container depot
青島克運物流有限公司 Qingdao Keyun Logistics Co., Ltd* [r] [j] [s]	PRC, 8 March 2010	USD1,464,700	80	100	100	100	Container depot
上海克運集裝箱服務有限公司 Shanghai Keyun Container Services Co., Ltd* [p] [r] [s]	PRC, 6 May 2008	RMB4 million	80	100	100	100	Logistics
上海毅發集裝箱服務有限公司 Shanghai Yifa Container Services Co., Ltd* [p] [r] [s]	PRC, 28 January 2003	RMB10 million	80	100	100	100	Container depot

* Translations from Chinese names and are for identification purpose only.

Notes:

(a) The statutory financial statements for the years ended 31 December 2023 and 2024 were prepared in accordance with Financial Reporting Standards in Singapore issued by Singapore Accounting Standards Council and were audited by Deloitte & Touche LLP, Public Accountants and Chartered Accountants, Singapore.

(b) The statutory financial statements for the years ended 31 December 2023 and 2024 were prepared in accordance with Malaysian Financial Reporting Standards issued by Malaysian Accounting Standards Board and were audited by Thelyx Malaysia PLT (formerly known as STYL Associates PLT), Certified Public Accountants registered in Malaysia.

(c) The statutory financial statements for the years ended 31 December 2023 and 2024 were prepared in accordance with Thai Financial Reporting Standards issued by the Federation of Accounting Professions and were audited by Deloitte Touche Tohmatsu Jaiyos Co. Ltd Certified Public Accountants registered in Thailand.

(d) The statutory financial statements for the years ended 31 December 2023 and 2024 were prepared in accordance with HKFRS Accounting Standards issued by the HKICPA and were audited by Roger K.C. Tou & Co., Certified Public Accountants registered in Hong Kong.

(e) The financial statements for the years ended 31 December 2023 and 2024 were prepared in accordance with the relevant accounting principles and financial regulations applicable in the PRC and audited by Tianjinshijuntian Certified Public Accountant Limited Company (天津市君天會計師事務所有限公司).

(f) The statutory financial statements for the years ended 31 December 2023, 2024 and 2025 were prepared in accordance with Malaysian Financial Reporting Standards issued by Malaysian Accounting Standards Board and were audited by JB Lau & KHOO, Certified Public Accountants registered in Malaysia (for the year 2023 and 2024) and YYC & CO PLT, Certified Public Accountants registered in Malaysia (for the year 2025), respectively.

(g) No statutory financial statements have been prepared since its date of incorporation as it is incorporated in a jurisdiction where there are no statutory audit requirements.

(h) The share capital of Thai Eng Kong Container Services Company Limited comprises 39,200 ordinary shares which are held by the Company and 40,800 preference shares which are held by remaining shareholders. The owners of the ordinary shares are entitled to one vote for every ordinary share held whilst the preference shareholders are entitled to one vote for every ten preference shares held. As a result, the Company holds 91% of the voting rights to direct the relevant activities of Thai Eng Kong Container Services Company Limited unilaterally and has control over it.

(i) The subsidiaries were struck off during the year ended 31 December 2023 with insignificant financial impact.

(j) No statutory audited financial statements have been prepared for the years ended 31 December 2023, The financial statements for the year ended 31 December 2024 were prepared in accordance with the relevant accounting principles and financial regulations applicable in the PRC and audited by 青島仲勳志同有限責任會計師事務所.

(k) The statutory financial statements for the years ended 31 December 2023 and 2024 were prepared in accordance with Vietnamese Accounting Standards issued by Vietnam Ministry of Finance and were audited by PKF Vietnam Company Limited, Certified Public Accountants registered in Vietnam.

(l) The statutory financial statements for the years ended 31 December 2023 and 2024 were prepared in accordance with Thai Financial Reporting Standards issued by the Federation of Accounting Professions of Thailand and were audited by DIA Audit Company Limited, Certified Public Accountants registered in Thailand.

(m) The financial statements for the year ended 31 December 2023 and 2024 were prepared in accordance with the relevant accounting principles and financial regulations applicable in the PRC and audited by Shanghai Liyong Certified Public Accountants LLP (上海利永會計師事務所(普通合夥)), Certified Public Accountants registered in PRC.

(n) The financial statements for the years ended 31 December 2023 and 2024 were prepared in accordance with the relevant accounting principles and financial regulations applicable in the PRC and audited by Shangkuai Certified Public Accountants LLP (上會會計師事務所(特殊普通合夥)上海自貿試驗區分所)), Certified Public Accountants registered in PRC.

(o) The entity had been struck off during the year ended 31 December 2025. The gain or loss arising on the disposal is insignificant.

(p) No statutory audited financial statements have been prepared for the years ended 31 December 2023 and 2024.

(q) 60% of the equity interest of the entity was acquired by a non-wholly owned subsidiary of the Company on 30 May 2024 from an independent third party at a consideration of S$59,000. The fair value of net identifiable assets of the entity as at the acquisition date amounted to approximately S$39,000 and goodwill arising from the acquisition amounted to S$20,000.

The financial statements for the years ended 31 December 2024 were prepared in accordance with the Financial Reporting Standards in Singapore issued by Singapore Accounting Standards Council and were audited by A Garanzia LLP Public Accountants and Chartered Accountants Singapore.

(r) The companies became wholly-owned by the Company upon completion of the Share Swap on 23 July 2024.

(s) No statutory audited financial statements have been prepared for the year ended 31 December 2025, as the requirement for filing of the statutory audited financial statements have not been due.

(t) S$10,699,999 capital were paid up during the year ended 31 December 2025.

(u) The statutory financial statements for the years ended 31 December 2023 and 2024 were prepared in accordance with HKFRS Accounting Standards issued by the HKICPA and were audited by Roger K.C. Tou & Co., Certified Public Accountants registered in Hong Kong.

(v) Up to June 2026, additional S$13,100,000 capital were paid up.

None of the subsidiaries has issued any debt securities as at the end of each reporting period.

Non-controlling interests

b. The table below shows details of non-wholly-owned subsidiaries of the Group that have material non-controlling interests:

Name of subsidiaries	Place of incorporation and principal place of business	Proportion of ownership interests and voting rights held by non-controlling interests As at 31 December 2023	2024	2025	Profit (loss) allocated to non-controlling interests Year ended 31 December 2023	2024	2025	Accumulated non-controlling interests As at 31 December 2023	2024	2025
		%	*%*	*%*	*S$'000*	*S$'000*	*S$'000*	*S$'000*	*S$'000*	*S$'000*
(HK) MF Reefer and its subsidiary	Hong Kong	20	20	20	11	94	105	869	961	971
(HK) Gold Prime and its subsidiaries	Hong Kong	20	N/A	N/A	683	452	N/A	6,410	N/A	N/A
Individually immaterial subsidiaries with non-controlling interests					(21)	(13)	70	711	704	741
					673	533	175	7,990	1,665	1,712

Summarised financial information in respect of each of the Group's subsidiaries that has material non-controlling interests is set out below. The summarised financial information below represents amounts before intragroup eliminations.

	(HK) MF Reefer and its subsidiary As at 31 December 2023	2024	2025	(HK) Gold Prime and its subsidiaries As at 31 December 2023
	S$'000	*S$'000*	*S$'000*	*S$'000*
Current assets	4,796	5,380	6,122	12,161
Non-current assets	182	183	207	33,409
Current liabilities	611	739	1,236	8,005
Non-current liabilities	50	42	236	5,521
Equity attributable to owner of the Group	3,448	3,821	3,886	25,634
Non-controlling interests	869	961	971	6,410

	(HK) MF Reefer and its subsidiary Year ended 31 December			(HK) Gold Prime and its subsidiaries Year ended 31 December	
	2023	**2024**	**2025**	**2023**	**2024**
	S$'000	*S$'000*	*S$'000*	*S$'000*	*S$'000* *(Note)*
Revenue	8,418	8,996	10,076	55,681	29,785
Expenses	8,373	8,527	9,550	52,265	27,523
Profit for the year attributable to:					
Owner of the Group	34	375	421	2,733	1,810
Non-controlling interests	11	94	105	683	452
	45	469	526	3,416	2,262
Other comprehensive (expenses) income attributable to:					
Owner of the Group	(51)	132	(229)	(926)	(2)
Non-controlling interests	(13)	33	(57)	(232)	–
	(64)	165	(286)	(1,158)	(2)
Total comprehensive (expenses) income attributable to:					
Owner of the Group	(17)	507	192	1,807	1,808
Non-controlling interests	(2)	127	48	451	452
	(19)	634	240	2,258	2,260
Dividend paid to non-controlling interests	–	34	33	–	–
Net cash inflow (outflow) from operating activities	193	(267)	772	(298)	(1,499)
Net cash outflow from investing activities	(8)	(22)	–	(193)	(1,794)
Net cash outflow from financing activities	(156)	(328)	(360)	(968)	(133)
Net cash inflow (outflow)	29	(617)	412	(1,459)	(3,426)

Note: The financial information for the year ended 31 December 2024 of (HK) Gold Prime and its subsidiaries was for a period from 1 January 2024 to the date of Share Swap.

34. CAPITAL COMMITMENTS AND OPERATING LEASE ARRANGEMENT

(a) Capital commitments

	As at 31 December		
	2023	**2024**	**2025**
	S$'000	*S$'000*	*S$'000*
Capital expenditure contracted for but not provided in the Historical Financial Information 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
	6,885	8,446	101,763

(b) Operating lease arrangement

The Group as lessor

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

Undiscounted lease payments receivable on leases are as follows:

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

35. CAPITAL RISK MANAGEMENT

The Group manages its capital to ensure that entities in the Group will be able to continue as a going concern while maximising the return to investors through the optimisation of the debt and equity balance. The Group's overall strategy remains unchanged throughout the Track Record Period.

The capital structure of the Group consists of net debts, which includes amounts due to related parties, convertible notes, bank borrowings, loan from a related company, loan from a third party and lease liabilities, net of cash and cash equivalents and equity attributable to owners of the Company, comprising share capital and reserves including retained earnings.

The management of the Group reviews the capital structure regularly. As part of this review, the management of the Group considers the cost of capital and the risks associated with each class of capital. Based on recommendation of the management of the Group, the Group will balance its overall capital structure through the new share issues as well as the issue of new debt.

36. FINANCIAL INSTRUMENTS

(a) Categories of financial instruments

The following table sets out the financial instruments as at the end of each reporting period:

	The Group			The Company		
	2023	**2024**	**2025**	**2023**	**2024**	**2025**
	S$'000	*S$'000*	*S$'000*	*S$'000*	*S$'000*	*S$'000*
Financial assets						
Amortised cost	48,354	41,353	58,520	14,647	6,489	18,015
Financial liabilities						
Amortised cost	30,823	19,819	55,834	15,928	8,846	14,337
Designated at fair value through profit or loss	–	–	15,038	–	–	15,038

(b) Financial risk management policies and objectives

The Group's major financial instruments include finance lease receivables, trade and other receivables, amounts due from related parties and immediate holding company, cash and cash equivalents, pledged bank deposits, trade and other payables, amounts due to related parties, lease liabilities, convertible notes, bank borrowings and loan from a related party/third party. The Company's major financial instruments include other receivables, amounts due from subsidiaries and immediate holding company, cash and cash equivalents, trade and other payables, amounts due to subsidiaries and related parties and bank borrowings. Details of these financial instruments are set out in respective notes. The risks associated with these financial instruments include market risk (interest rate risk and foreign currency risk), credit risk and liquidity risk. The policies on how to mitigate these risks are set out below. Management manages and monitors these exposures to ensure appropriate measures are implemented on a timely and effective manner.

The Group does not enter into derivative financial instruments for hedging purpose. There has been no significant change to the Group's exposure to market risks or the manner in which it manages and measures during the Track Record Period.

(i) Market risk

Foreign exchange risk management

The Group and the Company have foreign currency denominated monetary assets and monetary liabilities which expose the Group and the Company to foreign currency risk. The Group and the Company currently do not have a foreign currency hedging policy. Exposures to currency risk are monitored on an on-going basis and the Group and the Company endeavour to keep the net exposures at an acceptable level.

At the end of each reporting period, the significant carrying amounts of monetary assets and monetary liabilities, which are denominated in currencies other than the functional currency of the group entity, are as follows:

	The Group					
	Liabilities			Assets		
	As at 31 December			As at 31 December		
	2023	2024	2025	2023	2024	2025
	S$'000	*S$'000*	*S$'000*	*S$'000*	*S$'000*	*S$'000*
S$	2,426	1,174	832	19	17	9
United States dollar	4,389	4,942	5,781	7,164	7,399	7,310
Malaysia ringgit	295	521	1,262	254	75	145
HK$	66	287	117	2,405	3,044	3,708
THB	2,910	2,843	3,588	141	61	172
RMB	1,117	961	69	453	442	1,123

	The Company					
	Liabilities			Assets		
	As at 31 December			As at 31 December		
	2023	2024	2025	2023	2024	2025
	S$'000	*S$'000*	*S$'000*	*S$'000*	*S$'000*	*S$'000*
United States dollar	655	792	649	238	283	95
HK$	25	233	74	103	141	1,440
RMB	929	718	7	27	55	54

Foreign currency sensitivity

The following table details the sensitivity to a 5% increase or decrease in the relevant foreign currencies against the functional currency of each group entity. 5% is the sensitivity rate used for management's assessment of the possible change in foreign exchange rates. The sensitivity analysis includes only outstanding foreign currency denominated monetary items and adjusts their translation at the period end for a 5% change in foreign currency rates. The sensitivity analysis includes external loans as well as loans to foreign operations within the Group where the denomination of the loan is in a currency other than the currency of the lender or the borrower where they gave rise to an impact on the Group's profit or loss.

If the relevant foreign currency strengthens by 5% against the functional currency of each group entity, profit for the year will increase (decrease) by:

	The Group			The Company		
	Year ended 31 December			Year ended 31 December		
	2023	2024	2025	2023	2024	2025
	S$'000	*S$'000*	*S$'000*	*S$'000*	*S$'000*	*S$'000*
S$	(100)	(48)	(34)	–	–	–
United States dollar	115	102	63	(17)	(21)	(23)
Malaysia ringgit	(2)	(18)	(46)	–	–	–
HK$	101	114	149	4	(4)	56
THB	(115)	(115)	(142)	–	–	–
RMB	(28)	(22)	44	(37)	(28)	2

If the relevant foreign currency weakens by 5% against the functional currency of each group entity, the effect on the profit for the year will be vice versa.

Interest rate risk

The Group is exposed to fair value interest rate risk in relation to lease liabilities (see note 27 for details) and loan from a related party/third party (see note 25(d) for details). The Group and the Company are exposed to cash flow interest rate risk in relation to variable-rate bank balances (see note 23 for details) and variable-rate bank borrowings (see note 28 for details). The Group's and the Company's cash flow interest rate risk is mainly concentrated on the fluctuation of interest rates on bank balances and bank borrowings. No sensitivity is presented for variable-rate bank balances as the directors of the Company considered that the relevant interest rate risk is minimal.

Interest rate sensitivity

The sensitivity analyses below have been determined based on the exposure to interest rates for the Group's bank borrowings at the end of each reporting period and the stipulated change taking place at the beginning of the reporting period and held constant throughout the reporting period in the case of instruments that have floating rates. A 50 basis point increase or decrease is used when reporting interest rate risk internally to key management personnel and represents management's assessment of the possible change in interest rates.

If interest rates had been 50 basis points higher or lower and all other variables were held constant, the Group's profit for the year ended 31 December 2023, 2024 and 2025 would decrease/increase by approximately S$54,000, S$26,000 and S$105,000 respectively. This is mainly attributable to the group's exposure to interest rates on its variable rate borrowings. If interest rates had been 50 basis points higher or lower and all other variables were held constant, the Company's profit for the years ended 31 December 2023, 2024 and 2025 would decrease/increase by approximately S$54,000, S$26,000 and S$17,000 respectively. This is mainly attributable to the Company's exposure to interest rates on its variable rate borrowings.

(ii) Credit risk and impairment assessment

Credit risk refers to the risk that the Group's and the Company's counterparties default on their contractual obligations resulting in financial losses to the Group. The Group's and the Company's credit risk exposures are primarily attributable to trade and other receivables, finance lease receivables, cash and cash equivalents, amount due from related parties (including the subsidiaries of the Company) and immediate holding company. The Group and the Company does not hold any collateral or other credit enhancements to cover its credit risks associated with its financial assets.

Trade receivables

In order to minimise the credit risk, for the trade receivables, management delegated a team responsible for determination of credit limits, credit approvals and other monitoring procedures to ensure that follow-up action is taken to recover overdue debts. In this regard, the directors of the Company consider that the Group's credit risk is significantly reduced.

Other monitoring procedures are in place to ensure that follow-up action is taken to recover overdue debts. In addition, the Group has applied the simplified approach to measure the loss allowance at lifetime ECL. The Group determines the ECL using a provision matrix grouped by common risk characteristic. As part of the Group's credit risk management, the Group uses debtors' aging to assess the impairment for its customers in relation to its operation because these customers consist of a large number of customers with common risk characteristics that are representative of the customers' abilities to pay all amounts due in accordance with the contractual terms. Loss allowance amount of the credit-impaired trade receivables is measured as the difference between the asset's carrying amount and the present value of estimated future cash flows with the consideration of expected future credit losses. In this regard, the directors of the Company consider that the Group's credit risk is significantly reduced.

Cash and cash equivalents and pledged bank deposits

Credit risk on cash and cash equivalents and pledged bank deposits is limited because the counterparties are reputable banks with high credit ratings assigned by international credit agencies. The Group assessed 12m ECL for bank balances by reference to information relating to probability of default and loss given default of the respective credit rating grades published by external credit rating agencies. Based on this, the 12m ECL on cash and cash equivalents and pledged bank deposits is considered to be insignificant.

Amount due from related parties (including the subsidiaries of the Company) and the immediate holding company

In order to minimise the credit risk, the Group will assess the credit quality of related companies and the immediate holding company. Other monitoring procedures are also in place to ensure that follow-up action is taken to recover overdue debts. The Group measures the loss allowance at lifetime ECL for trade-related amounts due from related parties. For each of the reporting periods, the Group and the Company assessed the ECL for amount due from related parties and the immediate holding company to be insignificant and thus no loss allowance was recognised.

Other receivables and deposits

For other receivables and deposits, the directors of the Company make periodic individual assessment on the recoverability of other receivables and deposits based on historical settlement records, past experience, and also quantitative and qualitative information that is reasonable and supportable and forward-looking information available without undue costs or effort. The directors of the Company believe that there are no significant increase in credit risk at each reporting date of these amounts and most of the other receivables have been subsequently settled. Other than other receivables with gross carrying amount of S$1,562,000 which was assessed individually as credit-impaired and loss allowance of S$1,192,000 and S$370,000 recognised in the profit or loss for the year ended 31 December 2023 and 2024, respectively as detailed in note 22, the Group assessed the ECL for remaining other receivables and deposits to be insignificant and thus no loss allowance for credit losses was recognised.

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

Category	**Description**	**Trade receivables, trade-related amounts due from related parties and finance lease receivables**	**Other financial assets**
Performing	The counterparty has a low risk of default.	Lifetime ECL – not credit-impaired	12m ECL
Doubtful	Amount is >90 days past due or there has been a significant increase in credit risk since initial recognition.	Lifetime ECL – not credit-impaired	Lifetime ECL – not credit-impaired
In default	Amount is >365 days past due or there is evidence indicating the asset is credit-impaired.	Lifetime ECL credit-impaired	Lifetime ECL – credit-impaired
Write-off	There is evidence indicating that the debtor is in severe financial difficulty and the Group has no realistic prospect of recovery.	Amount is written off	Amount is written off

The table below details the credit quality of the Group's and the Company's financial assets and finance lease receivables, as well as maximum exposure to credit risk by credit risk rating grades:

The Group

	Notes	**Internal credit rating**	**12m or lifetime ECL**	**Gross carrying amount**	**Loss allowance**	**Net carrying amount**
				S$'000	*S$'000*	*S$'000*
As at 31 December 2023						
Trade receivables	22	Performing	Lifetime ECL – not credit-impaired	14,650	–	14,650
		Doubtful	Lifetime ECL – not credit-impaired	410	(10)	400
Finance lease receivables		Performing	Lifetime ECL – not credit-impaired	60	–	60
Other receivables and deposits (excluding value-added tax receivables, prepayments and deferred issue costs)	22	Performing	12m ECL	3,916	–	3,916
		In default	Lifetime ECL – credit-impaired	1,562	(1,192)	370
Amounts due from related parties	25(a)	Performing	Lifetime ECL – not credit-impaired	1,435	–	1,435
Amount due from immediate holding company	25(b)	Performing	12m ECL	209	–	209
Pledged bank deposits	23	Performing	12m ECL	5	–	5
Cash and cash equivalents	23	Performing	12m ECL	27,309	–	27,309

	Notes	**Internal credit rating**	**12m or lifetime ECL**	**Gross carrying amount**	**Loss allowance**	**Net carrying amount**
				S$'000	*S$'000*	*S$'000*
As at 31 December 2024						
Trade receivables	22	Performing	Lifetime ECL – not credit-impaired	11,486	–	11,486
		Doubtful	Lifetime ECL – not credit-impaired	593	(10)	583
Finance lease receivables		Performing	Lifetime ECL – not credit-impaired	11	–	11
Other receivables and deposits (excluding value-added tax receivables, prepayments and deferred issue costs)	22	Performing	12m ECL	3,597	–	3,597
		In default	Lifetime ECL – credit-impaired	1,562	(1,562)	–
Amounts due from related parties	25(a)	Performing	Lifetime ECL – not credit-impaired	3,009	–	3,009
Amount due from immediate holding company	25(b)	Performing	12m ECL	293	–	293
Pledged bank deposits	23	Performing	12m ECL	6	–	6
Cash and cash equivalents	23	Performing	12m ECL	22,368	–	22,368

	Notes	Internal credit rating	12m or lifetime ECL	Gross carrying amount	Loss allowance	Net carrying amount
				S$'000	*S$'000*	*S$'000*
As at 31 December 2025						
Trade receivables	22	Performing	Lifetime ECL – not credit-impaired	15,441	–	15,441
		Doubtful	Lifetime ECL – not credit-impaired	661	(142)	519
Other receivables and deposits (excluding value-added tax receivables and prepayments)	22	Performing	12m ECL	3,314	–	3,314
Amounts due from related parties	25(a)	Performing	Lifetime ECL – not credit-impaired	137	–	137
Amount due from immediate holding company	25(b)	Performing	12m ECL	669	–	669
Pledged bank deposits	23	Performing	12m ECL	1,006	–	1,006
Cash and cash equivalents	23	Performing	12m ECL	37,434	–	37,434

The Company

	Notes	Internal credit rating	12m or lifetime ECL	Gross carrying amount	Loss allowance	Net carrying amount
				S$'000	*S$'000*	*S$'000*
As at 31 December 2023						
Other receivables (excluding value-added tax receivables, prepayments and deferred issue costs)	22	Performing	12m ECL	43	–	43
Amounts due from subsidiaries	25(e)	Performing	12m ECL	4,775	–	4,775
Amount due from immediate holding company	25(b)	Performing	12m ECL	209	–	209
Cash and cash equivalents	23	Performing	12m ECL	9,620	–	9,620

	Notes	Internal credit rating	12m or lifetime ECL	Gross carrying amount *$'000*	Loss allowance *$'000*	Net carrying amount *$'000*
As at 31 December 2024						
Other receivables (excluding value-added tax receivables, prepayments and deferred issue costs)	22	Performing	12m ECL	47	–	47
Amounts due from subsidiaries	25(e)	Performing	12m ECL	4,899	–	4,899
Amount due from immediate holding company	25(b)	Performing	12m ECL	293	–	293
Cash and cash equivalents	23	Performing	12m ECL	1,250	–	1,250

	Notes	Internal credit rating	12m or lifetime ECL	Gross carrying amount *$'000*	Loss allowance *$'000*	Net carrying amount *$'000*
As at 31 December 2025						
Other receivables (excluding value-added tax receivables and prepayments)	22	Performing	12m ECL	25	–	25
Amounts due from subsidiaries	25(e)	Performing	12m ECL	669	–	669
Amount due from immediate holding company	25(b)	Performing	12m ECL	669	–	669
Cash and cash equivalents	23	Performing	12m ECL	16,652	–	16,652

For trade receivables, the Group has applied the simplified approach in IFRS 9 to measure the loss allowance at lifetime ECL. The Group determines the ECL on these items by using a provision matrix, estimated based on historical credit loss experience based on the past due status of the debtors, adjusted as appropriate to reflect current conditions and estimates of future economic conditions. Accordingly, the credit risk profile of these assets is presented based on their past due status in terms of the provision matrix. Loss allowance of nil, nil and S$132,000 was recognised in the profit or loss during the years ended 31 December 2023, 2024 and 2025, respectively.

(iii) Liquidity risk

As stated in note 2, the Company had net current liabilities of S$11,992,000 and the Group had outstanding capital commitments amounting to S$101,763,000 as at 31 December 2025 which exposed the Group to liquidity risk. In order to mitigate the liquidity risk, the Group had obtained sufficient short and long-term bank facilities at the end of the reporting period. In addition, the management will undertake close monitoring process to control the timing of the expected cash outflows associated with the construction of new depots. In this regard, the directors of the Company consider that the Group's liquidity risk has been reduced and they are satisfied that the Group will be able to meet its financial obligations in full as and when they fall due for the coming twelve months from 31 December 2025.

The following tables detail the contractual maturity for non-derivative financial liabilities. The tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Group and the Company can be required to pay.

The table includes both interest and principal cash flows. To the extent that interest flows are floating rate, the undiscounted amount is derived from rate curve at the end of each reporting period.

The Group

	Weighted average effective interest rate	On demand or within 1 year	Within 2 to 5 years	After 5 years	Total undiscounted cash flows	Carrying amount of 31 December
	%	*S$'000*	*S$'000*	*S$'000*	*S$'000*	*S$'000*
As at 31 December 2023						
Trade and other payables	–	9,985	–	–	9,985	9,985
Amounts due to related parties	–	2,149	–	–	2,149	2,149
Loan from a related company	6	2,276	3,999	–	6,275	5,689
Bank borrowings	5.3	7,415	6,560	–	13,975	13,000
Lease liabilities	4.4	8,767	16,639	23,193	48,599	36,551
		30,592	27,198	23,193	80,983	67,374
As at 31 December 2024						
Trade and other payables	–	7,739	–	–	7,739	7,739
Amounts due to related parties	–	3,011	–	–	3,011	3,011
Loan from a related company	6	165	2,957	–	3,122	2,843
Bank borrowings	5.2	2,332	4,423	–	6,755	6,226
Lease liabilities	4.5	7,877	11,664	22,086	41,627	30,788
		21,124	19,044	22,086	62,254	50,607
As at 31 December 2025						
Trade and other payables	–	28,299	–	730	29,029	29,029
Amounts due to related parties	–	528	–	–	528	528
Loan from a third party	6.0	978	–	–	978	950
Bank borrowings	2.9	3,227	23,120	2,035	28,382	25,327
Convertible notes	3.0	15,450	–	–	15,450	15,038
Lease liabilities	4.4	6,723	7,628	20,956	35,307	25,520
		55,205	30,748	23,721	109,674	96,392

The Company

	Weighted average effective interest rate	On demand or within 1 year	Within 2 to 5 years	After 5 years	Total undiscounted cash flows	Carrying amount of 31 December
	%	*S$'000*	*S$'000*	*S$'000*	*S$'000*	*S$'000*
As at 31 December 2023						
Trade and other payables	–	649	–	–	649	649
Amounts due to subsidiaries	–	1,350	–	–	1,350	1,350
Amounts due to related parties	–	929	–	–	929	929
Bank borrowings	5.3	7,415	6,560	–	13,975	13,000
		10,343	6,560	–	16,903	15,928
As at 31 December 2024						
Other payables	–	762	–	–	762	762
Amounts due to subsidiaries	–	1,366	–	–	1,366	1,366
Amounts due to related parties	–	718	–	–	718	718
Bank borrowings	5.2	2,273	4,233	–	6,506	6,000
		5,119	4,233	–	9,352	8,846
As at 31 December 2025						
Other payables	–	362	–	–	362	362
Amounts due to subsidiaries	–	9,975	–	–	9,975	9,975
Convertible notes	3.0	15,450	–	–	15,450	15,038
Bank borrowings	3.3	2,106	2,041	–	4,147	4,000
		27,893	2,041	–	29,934	29,375

(c) *Fair value measurement of financial instruments*

The management of the Group considers that the carrying amounts of financial assets and financial liabilities recorded at amortised cost in the Historical Financial Information approximate to their fair values at the end of each reporting period. The fair values of the financial assets and financial liabilities recorded at amortised cost have been determined in accordance with generally accepted pricing models based on a discounted cash flow analysis, with the most significant inputs being the discount rate that reflects the credit risk of counterparties.

Fair value of the convertible notes measured at fair value on recurring basis.

The Group's convertible notes are measured at fair value at the end of each reporting period. The following table gives information about how the fair values of these Convertible notes are determined (in particular, the valuation technique(s) and inputs used).

	Fair value as at December 31						
	2023 *S$'000*	**2024** *S$'000*	**2025** *S$'000*	**Fair value hierarchy**	**Valuation technique and key input**	**Significant unobservable input**	**Relationship and sensitivity of unobservable inputs to fair value**
The Group and Company							
Convertible notes	–	–	15,038	Level 3	Probability-weighted expected return method	Implied equity value derived based on possible future share price	The higher the implied equity value, the higher the fair value An increase/(decrease) in implied equity value by 1%, while all other variables held constant, would not have a material impact on the carrying amount
						Probability of future events relating to the convertible notes	The higher the probability of the conversion events, the higher the fair value An increase/(decrease) in probability of the conversion event by 1%, while all other variables held constant, the carrying amount would increase/(decrease) by $246,000 ($242,000)

Details of reconciliation of Level 3 fair value measurement are below.

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	Convertible notes at FVTPL *S$'000*
As at 1 January 2023, 31 December 2023 and 2024	–
Issuance of convertible notes	15,000
Fair value change	38
As at 31 December 2025	15,038

The management considers that the carrying amounts of other financial assets and financial liabilities recognised in the Historical Financial Information approximate to their fair values.

37. RECONCILIATION OF LIABILITIES ARISING FROM FINANCING ACTIVITIES

The table below details changes in the Group's liabilities arising from financing activities, including both cash and non-cash changes. Liabilities arising from financing activities are those for which cash flows were, or future cash flows will be, classified in the Group's consolidated statements of cash flows as cash flows from financing activities.

	Amount due to related parties/ Loan from a related party/ third party	Lease liabilities	Bank borrowings	Dividend payable	Convertible notes	Accrued issue costs	Total
	S$'000	*S$'000*	*S$'000*	*S$'000*	*S$'000*	*S$'000*	*S$'000*
At 1 January 2023	917	28,241	21,276	–	–	–	50,434
Financing cash flows	5,716	(7,954)	(8,276)	(3,000)	–	(997)	(14,511)
Dividend declared	–	–	–	3,000	–	–	3,000
New leases entered	–	16,533	–	–	–	–	16,533
Deferred issue cost	–	–	–	–	–	1,085	1,085
Early termination of leases	–	(832)	–	–	–	–	(832)
Interest expenses	–	1,303	833	–	–	–	2,136
Interest paid	–	(1,303)	(833)	–	–	–	(2,136)
Foreign exchange translation	–	563	–	–	–	–	563
At 31 December 2023	6,633	36,551	13,000	–	–	88	56,272
Financing cash flows	(3,042)	(7,567)	(6,787)	(6,000)	–	(836)	(24,232)
Dividend declared	–	–	–	6,000	–	–	6,000
New leases entered	–	2,301	–	–	–	–	2,301
Deferred issue cost	–	–	–	–	–	909	909
Early termination of leases	–	(781)	–	–	–	–	(781)
Interest expenses	–	1,507	417	–	–	–	1,924
Interest paid	–	(1,507)	(417)	–	–	–	(1,924)
Foreign exchange translation	–	284	13	–	–	–	297
At 31 December 2024	3,591	30,788	6,226	–	–	161	40,766
Financing cash flows	(2,586)	(6,917)	18,923	(3,500)	15,000	(161)	20,759
Dividend declared	–	–	–	3,500	–	–	3,500
New leases entered	–	1,492	–	–	–	–	1,492
Remeasurement	–	–	–	–	38	–	38
Interest expenses	–	1,249	385	–	–	–	1,634
Interest paid	–	(1,249)	(385)	–	–	–	(1,634)
Foreign exchange translation	–	157	178	–	–	–	335
At 31 December 2025	1,005	25,520	25,327	–	15,038	–	66,890

38. RELATED PARTY TRANSACTIONS

The Group

Apart from the balances and transactions with related parties set out in note 25, the Group entered into the following significant transactions with its related parties during the Track Record Period:

Name of companies	*Notes*	Nature of transactions	Year ended 31 December 2023	2024	2025
			S$'000	*S$'000*	*S$'000*
Leisure Harvest Sdn Bhd	(i)	Repayment of lease liabilities	394	357	396
		Interest expense for lease liabilities	11	106	38
Excellent Delight Sdn Bhd	(ii)	Repayment of lease liabilities	228	231	256
		Interest expense for lease liabilities	7	38	25
Tianjin Zhongke Investment Co., Ltd. and its subsidiaries	(iii)	Repayment of lease liabilities	130	127	33
		Logistic-related supporting services expenses paid	5,467	6,012	750
		Subcontracting service income received	7,270	7,621	3,846
Qingdao Port Lianyun International Logistics Co., Ltd.	(iv)	Transportation fees	–	–	1,492

Notes:

(i) Leisure Harvest Sdn Bhd is a company controlled by certain directors of the Company.

(ii) Excellent Delight Sdn Bhd is a company controlled by certain directors of the Company.

(iii) Tianjin Zhongke Investment Co., Ltd. is a company controlled by a director and non-controlling shareholder of a subsidiary held by the Company before completion of the Share Swap and his spouse as at 31 December 2023, and by a shareholder of the Company and his spouse as at 31 December 2024.

Compensation of directors and key management personnel

The remuneration of directors and other members of key management during the Track Record Period was as follows:

	Year ended 31 December 2023	2024	2025
	S$'000	*S$'000*	*S$'000*
Short-term benefits	4,744	4,715	4,424
Post-employment benefits	129	140	127
Equity-settled share-based expenses	2,870	–	–
	7,743	4,855	4,551

39. EVENTS AFTER REPORTING PERIOD

The name of the Company was changed from EKH Pte. Ltd. to EKH Limited on 22 June 2026.

On 25 June 2026, the shareholder of the Company approved the following items by written resolutions:

1) Pre-[REDACTED] share award scheme: A total of 20,416,920 shares were awarded to certain directors of the Company and certain employees of the Group, as detailed in note 32(c). The principal terms of which are set out in the paragraph headed "Appendix V – Statutory and General Information – D. Pre-[REDACTED] Share Award Scheme" in the Document.

2) Post-[REDACTED] share option scheme: The principal terms of which are set out in the paragraph headed "Appendix V – Statutory and General Information – E. Post-[REDACTED] Share Option Scheme" in the Document.

3) authorised the board of directors of the Company to allot and issue the such number of shares upon conversion of the convertible notes at the conversion price stipulated under the terms of the relevant convertible notes as detailed in note 29.

40. SUBSEQUENT FINANCIAL STATEMENTS

No audited financial statements of the Group, the Company or any of its subsidiaries have been prepared in respect of any period subsequent to 31 December 2025.