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METASURFACE

METASURFACE TECHNOLOGIES HOLDINGS LIMITED

元续科技控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 8637)

**INTERIM RESULTS ANNOUNCEMENT
FOR THE SIX MONTHS ENDED 30 JUNE 2025**

The board of directors (the “**Directors**”) of Metasurface Technologies Holdings Limited (the “**Company**”) is pleased to announce the unaudited interim financial results of the Company and its subsidiaries (the “**Group**”) for the six months ended 30 June 2025. This announcement, containing the full text of the interim results of the Company for the six months ended 30 June 2025, together with the comparative figures for the corresponding period of 2024, complies with the relevant requirements of the Rules Governing the Listing of Securities on GEM of the Stock Exchange in relation to information to accompany the preliminary announcement of interim results.

By Order of the Board

Metasurface Technologies Holdings Limited

CHUA Chwee Lee (Cai Shuili)

Chairman, Chief Executive Officer and Executive Director

Singapore, 26 August 2025

As at the date of this announcement, the executive Directors of the Company are Dato’ Sri CHUA Chwee Lee (CAI Shuili), Ms. JEE Wee Jene and Mr. SOH Cheng Joo; the non-executive Director of the Company is Mr. THNG Chong Kim; and the independent non-executive Directors are Mr. TAN Chek Kian, Mr. ANG Yong Sheng, Jonathan (HONG Yongsheng) and Mr. CHAN Yang Kang.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on GEM of the Stock Exchange for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief, the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.

This announcement will remain on the “Latest Listed Company Information” page of the website of the Stock Exchange at www.hkexnews.hk for at least seven days from the day of its posting. This announcement will also be published on the website of the Company at <https://metatechnologies.com.sg/>.

CHARACTERISTICS OF GEM OF THE STOCK EXCHANGE OF HONG KONG LIMITED (THE “STOCK EXCHANGE”)

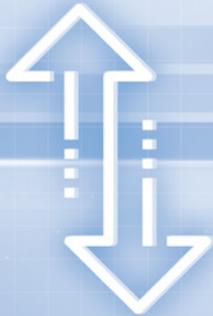
GEM has been positioned as a market designed to accommodate small and mid-sized companies to which a higher investment risk may be attached than other companies listed on the Stock Exchange. Prospective investors should be aware of the potential risks of investing in such companies and should make the decision to invest only after due and careful consideration.

Given that the companies listed on GEM are generally small and mid-sized companies, there is a risk that securities traded on GEM may be more susceptible to high market volatility than securities traded on the Main Board of the Stock Exchange and no assurance is given that there will be a liquid market in the securities traded on GEM.

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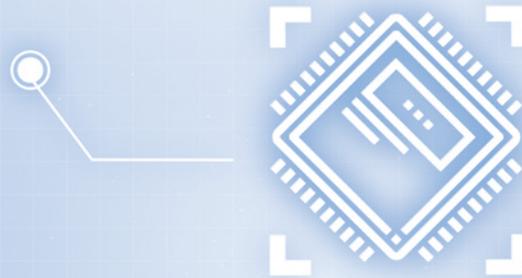
This report, for which the directors (collectively the “Directors” and individually a “Director”) of Metasurface Technologies Holdings Limited (the “Company”) collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on GEM of the Stock Exchange (the “GEM Listing Rules”) for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief, the information contained in this report is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this report misleading.

This report will remain on the “Latest Listed Company Information” page of the website of the Stock Exchange at <http://www.hkexnews.hk> for at least 7 days from the date of its publication and will be published on the website of the Company at www.metatechnologies.com.sg.



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CORPORATE INFORMATION

BOARD OF DIRECTORS

Executive Directors

Dato' Sri CHUA Chwee Lee (CAI Shuili) (*Chairman of our Board and Chief Executive Officer*)

Ms. JEE Wee Jene

Mr. SOH Cheng Joo (*Appointed on 28 March 2025*)

Non-Executive Directors

Mr. THNG Chong Kim (*Redesignated on 28 March 2025*)

Independent Non-Executive Directors

Mr. TAN Chek Kian

Mr. ANG Yong Sheng, Jonathan (HONG Yongsheng)

Mr. CHAN Yang Kang

AUDIT COMMITTEE

Mr. TAN Chek Kian (*Chairman*)

Mr. CHAN Yang Kang

Mr. ANG Yong Sheng, Jonathan (HONG Yongsheng)

REMUNERATION COMMITTEE

Mr. CHAN Yang Kang (*Chairman*)

Mr. TAN Chek Kian

Mr. ANG Yong Sheng, Jonathan (HONG Yongsheng)

NOMINATION COMMITTEE

Mr. CHAN Yang Kang (*Chairman*)

Mr. TAN Chek Kian

Dato' Sri CHUA Chwee Lee (*Resigned on 26 August 2025*)

Ms. JEE Wee Jene (*Appointed on 26 August 2025*)

JOINT COMPANY SECRETARIES

Mr. YAU Tsz Lun

Ms. HOU Jing

AUTHORIZED REPRESENTATIVES

Dato' Sri CHUA Chwee Lee

Mr. YAU Tsz Lun

INDEPENDENT AUDITOR

PricewaterhouseCoopers LLP

Public Accountants

and Chartered Accountants

COMPLIANCE ADVISER

UOB Kay Hian (Hong Kong) Limited

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Cayman Islands

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LEGAL ADVISER

Deacons

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PRINCIPAL BANKERS

United Overseas Bank Limited

DBS Bank Ltd

PRINCIPAL SHARE REGISTRAR

Conyers Trust Company (Cayman) Limited

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P.O. Box 2681

Grand Cayman KY1-1111

Cayman Islands

HONG KONG SHARE REGISTRAR

Tricor Investor Services Limited

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COMPANY WEBSITE

www.metatechnologies.com.sg

STOCK CODE

8637

CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

For the six months ended 30 June 2025

UNAUDITED INTERIM RESULTS

The board (the “**Board**”) of Directors of Metasurface Technologies Holdings Limited (the “**Company**”) is pleased to announce the unaudited consolidated interim results of the Company and its subsidiaries (the “**Group**”) for the six months ended 30 June 2025 (the “**Reporting Period**”) together with the comparative figures for the six months ended 30 June 2024 as follows:

	Notes	(Unaudited) Six months ended 30 June	
		2025 SGD'000	2024 SGD'000
Revenue	3	24,766	18,598
Cost of sales		(14,355)	(11,203)
Gross profit		10,411	7,395
Other income	4	766	1,435
Other gains/(losses), net	5	(548)	375
Administrative expenses	6	(5,102)	(5,717)
Operating profit		5,527	3,488
Finance costs		(1,296)	(623)
Share of loss from an associate		(278)	(111)
Profit before tax	7	3,953	2,754
Income tax expenses	8	(821)	(657)
Profit for the period		3,132	2,097
Other comprehensive income for the period			
<i>Item that may be reclassified to profit or loss</i>			
Currency translation differences on foreign operation		6	1
Total comprehensive income for the period		3,138	2,098
Earnings per share for profit attributable to owners of the Company	10		
Basic and diluted earnings per ordinary share arising from (expressed in Singapore cents per share)		2.10	1.70

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

As at 30 June 2025

	Notes	30 June 2025 SGD'000 (Unaudited)	31 December 2024 SGD'000 (Audited)
Non-current assets			
Property, plant and equipment	11	7,056	5,900
Right-of-use assets	13	24,869	25,951
Investment property	12	513	534
Goodwill		4,429	4,429
Intangible assets	14	1,849	1,993
Other assets		371	371
Other receivables			
– Amount due from an associate	15	2,103	2,783
Investment in an associate		1,087	895
Deferred tax assets		303	614
		42,580	43,470
Current assets			
Inventories		7,195	6,076
Trade and other receivables	15	11,392	8,955
Prepayments		107	25
Cash and bank balances		18,959	17,974
		37,653	33,030
Current liabilities			
Trade and other payables	16	6,189	5,646
Borrowings	17	2,233	2,390
Lease liabilities		3,330	2,434
Income tax payable		1,191	1,186
		12,943	11,656
Net current assets		24,710	21,374

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

As at 30 June 2025

	Notes	30 June 2025 SGD'000 (Unaudited)	31 December 2024 SGD'000 (Audited)
Non-current liabilities			
Borrowing	17	101	145
Lease liabilities		22,872	24,613
Provisions		279	279
Deferred tax liabilities		338	395
		23,590	25,432
Net assets			
		43,700	39,412
Equity			
Share capital	18	26	26
Retained earnings/(accumulated losses)		208	(2,924)
Currency translation reserve		(258)	(264)
Share premium		8,327	8,327
Other reserve		35,397	34,247
Total equity attributable to owners of the Company			
		43,700	39,412

CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the six months ended 30 June 2025

	Share capital SGD'000 (Unaudited)	Retained earnings/ (accumulated losses) SGD'000 (Unaudited)	Currency Translation reserve SGD'000 (Unaudited)	Share Premium SGD'000 (Unaudited)	Other Reserve SGD'000 (Unaudited)	Total equity SGD'000 (Unaudited)
Balance as at 1 January 2025	26	(2,924)	(264)	8,327	34,247	39,412
Profit for the period	—	3,132	—	—	—	3,132
Other comprehensive profit for the period, net of tax	—	—	6	—	—	6
Total comprehensive profit for the period	—	3,132	6	—	—	3,138
Share of capital contribution gain from an associate	—	—	—	—	171	171
Share-based payment expenses for the employees	—	—	—	—	979	979
Balance as at 30 June 2025	26	208	(258)	8,327	35,397	43,700
Balance as at 1 January 2024	1	(6,117)	(154)	—	33,267	26,997
Profit for the period	—	2,097	—	—	—	2,097
Other comprehensive profit for the period, net of tax	—	—	1	—	—	1
Total comprehensive profit for the period	—	2,097	1	—	—	2,098
Balance as at 30 June 2024	1	(4,020)	(153)	—	33,267	29,095

CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

For the six months ended 30 June 2025

	Six months ended 30 June	
	2025 SGD'000 (Unaudited)	2024 SGD'000 (Unaudited)
NET CASH GENERATED FROM OPERATING ACTIVITIES	5,099	6,455
CASH FLOWS FROM INVESTING ACTIVITIES		
Additions of property, plant and equipment	(1,591)	(77)
Additions of right-of-use assets	(63)	(326)
NET CASH USED IN INVESTING ACTIVITIES	(1,654)	(403)
CASH FLOWS FROM FINANCING ACTIVITIES		
Interest paid	(616)	(623)
Payment of principal portion of lease liabilities	(1,644)	(1,518)
Proceeds of borrowings	—	110
Repayment of borrowings	(200)	(821)
NET CASH USED IN FINANCING ACTIVITIES	(2,460)	(2,852)
NET INCREASE IN CASH AND CASH EQUIVALENTS	985	3,200
CASH AND CASH EQUIVALENTS AT BEGINNING OF THE PERIOD	17,974	9,225
CASH AND CASH EQUIVALENTS AT END OF THE PERIOD	18,959	12,425

NOTES TO THE UNAUDITED CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS

1. GENERAL INFORMATION

Metasurface Technologies Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) is a limited liability company incorporated on 7 December 2021 in the Cayman Islands. The registered office of the Company is at Cricket Square, Hutchins Drive, PO Box 2681, Grand Cayman, KY1-1111, Cayman Islands.

The principal activity of the Company is an investment holding. The Company holds a group of companies headquartered in Singapore. The Group is principally engaged in the business of, among others, precision machining services and precision welding services. Its shares were listed (the “**Listing**”) on GEM of the Stock Exchange on 2 July 2024 (the “**Listing Date**”).

The ultimate controlling party is Dato’ Sri Chua Chwee Lee and Ms. Jee Wee Jene (“**Dato’ Sri Chua**” and “**Mrs. Chua**”), who are also directors of the Company.

The unaudited consolidated financial statements are presented in thousands of Singapore dollar (“**SGD**” or “**S\$**”), Singapore dollar is the functional currency of the Company, unless otherwise stated.

These consolidated financial statements have not been audited, nor reviewed by the auditors, but have been reviewed by the Company’s audit committee.

2. BASIS OF PREPARATION

The unaudited condensed consolidated financial statements for the six months ended 30 June 2025 have been prepared in accordance with the International Financial Reporting Standards (“**IFRSs**”), which is a collective term that includes all applicable individual IFRSs, International Accounting Standards (“**IASs**”) and related Interpretations issued by the International Accounting Standards Board (“**IASB**”). In addition, the unaudited condensed consolidated financial statements include applicable disclosure required by the GEM Listing Rules and by the Companies Ordinance (Chapter 622 of the Laws of Hong Kong), including compliance with IAS 34 “Interim Financial Reporting” issued by IASB.

The unaudited interim condensed consolidated financial statements do not include all the information and disclosures required in the annual financial statements, and should be read in conjunction with the annual report published under HKEx on 28 April 2025.

The accounting policies and methods of computation used in the preparation of the unaudited condensed consolidated interim financial statements for the six months ended 30 June 2025 are consistent with those adopted in preparing the annual audited financial statements for the year ended 31 December 2024, except for the adoption of new standards effective as of 1 January 2025. The Group has not early adopted any other standard, interpretation or amendment that has been issued but is not yet effective.

The Group has assessed the related impact to the Group of the new standards and amendments upon initial application. According to the assessment made by the directors of the Company, none of them is expected to have a material impact on the unaudited interim condensed consolidated financial statements of the Group.

3. REVENUE AND SEGMENT INFORMATION

Revenue by service type

The Group's revenue is derived primarily from the following two service types, and the revenue is recognised at a point in time.

- (i) Precision machining services which involve machining processes for removing materials from a workpiece with high accuracy to create parts and components with tight tolerance;
- (ii) Precision welding services which involve the application of weldment equipment and specialised welding technique on a workpiece in a very precise and controlled fashion.

The following table sets forth the breakdown of total revenue by service type for the periods indicated:

	Six months ended 30 June	
	2025 SGD'000 (Unaudited)	2024 SGD'000 (Unaudited)
Sales of goods and its related services:		
Precision machining	13,240	8,133
Precision welding	11,526	10,465
	24,766	18,598

Revenue by customer sector

The Group's revenue is derived mainly from customers in the semiconductor, aerospace, and data storage industries. The following table sets forth the breakdown of total revenue by customer sector for the periods indicated:

	Six months ended 30 June	
	2025 SGD'000 (Unaudited)	2024 SGD'000 (Unaudited)
Semiconductor	22,911	16,264
Aerospace	1,214	1,766
Data storage	593	464
Others ⁽¹⁾	48	104
	24,766	18,598

Note: Others mainly refer to solar industry and oil and gas industry.

NOTES TO THE UNAUDITED CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS

3. REVENUE AND SEGMENT INFORMATION (CONTINUED)

Revenue by customer geographical location

The Group generated revenue primarily from customers located in Singapore, Malaysia and the United States of America (the “U.S.”).

The following table sets forth the breakdown of total revenue by customer geographical location for the periods indicated:

	Six months ended 30 June	
	2025 SGD'000 (Unaudited)	2024 SGD'000 (Unaudited)
Singapore	9,079	5,461
Malaysia	10,758	8,253
U.S.	2,794	2,882
Others ⁽¹⁾	2,135	2,002
	24,766	18,598

Note: Others mainly refer to Thailand, Switzerland and Taiwan.

4. OTHER INCOME

	Six months ended 30 June	
	2025 SGD'000 (Unaudited)	2024 SGD'000 (Unaudited)
Rental income	370	651
Service income	—	566
Scrap material sales income	85	44
Government grants ^(Note 1)	43	43
Others ^(Note 2)	268	131
	766	1,435

Notes:

- Government grants consist of Senior Employment Credit, Progressive Wage Credit Scheme, and Jobs Growth Incentive. The Senior Employment Credit is effective from 2023 to 2035, providing wage offsets to support employers in hiring senior workers aged above 60.

The Progressive Wage Credit Scheme was introduced to provide transitional wage support for employers to adjust to upcoming mandatory wage increases for lower-wage workers and voluntarily raise wages of lower-wage workers for eligible resident employees from 2022 to 2026.

- Others mainly comprises fixed deposit interest income.

5. OTHER GAINS/(LOSSES), NET

	Six months ended 30 June	
	2025 SGD'000 (Unaudited)	2024 SGD'000 (Unaudited)
Net currency exchange (losses)/gains	(849)	320
Gain on disposal of right of use assets	—	55
Gain on dilution of shareholding in an associate	301	—
	(548)	375

6. ADMINISTRATIVE EXPENSES

Administrative expenses primarily consist of wages and salaries not directly relating to the production, and share-based payments, as well as depreciation and amortisation, professional fees, business development expenses, repair and maintenance costs, property tax and utilities.

	Six months ended 30 June	
	2025 SGD'000 (Unaudited)	2024 SGD'000 (Unaudited)
Wages and salaries	1,779	1,547
Depreciation expenses	529	513
Amortisation expenses	144	144
Business development expenses	252	390
Share-based payments	979	—
Listing expenses	—	2,316
Professional fees	287	22
Repair and maintenance costs	251	110
Property tax	117	100
Utilities	188	191
Others	576	384
	5,102	5,717

Share-based payments incurred for the six months ended 30 June 2025 arose from the grant of shares to employees of the Group. For details, please refer to the Company's announcements dated 20 January 2025 and 24 January 2025.

7. PROFIT BEFORE INCOME TAX

	Six months ended 30 June	
	2025 SGD'000 (Unaudited)	2024 SGD'000 (Unaudited)
Profit before tax is stated after charging:		
(a) Staff costs (including directors' emoluments and share-based payments)		
— Salaries, wages and other benefits	5,566	3,625
— Contributions to defined contribution retirement plans	550	477
(b) Other items		
Depreciation for property, plant and equipment	424	499
Depreciation for investment property	21	21
Depreciation of right-of-use assets	1,145	1,080
Listing expenses	—	2,316
Utilities	623	636

Employee benefit expenses was charged to profit or loss during the six months ended 30 June 2025 and 30 June 2024 as set out below:

	Six months ended 30 June	
	2025 SGD'000 (Unaudited)	2024 SGD'000 (Unaudited)
Cost of sales	3,357	2,555
Administrative expenses	2,758	1,547
	6,115	4,102

8. INCOME TAX EXPENSES

	Six months ended 30 June	
	2025 SGD'000 (Unaudited)	2024 SGD'000 (Unaudited)
Current tax	567	714
Deferred tax	254	(57)
Income tax expenses	821	657

NOTES TO THE UNAUDITED CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS

9. DIVIDENDS

The Board has not declared the payment of any interim dividend for the six months ended 30 June 2025 (30 June 2024: Nil).

10. EARNINGS PER SHARE

	Six months ended 30 June	
	2025 SGD'000 (Unaudited)	2024 SGD'000 (Unaudited)
Profit for the period attributable to the owners of the Company	3,132	2,097
	'000	'000
Weighted average number of ordinary shares for the purpose of calculating basic earnings per share ^(Note)	150,000	123,000

Note: The calculation of basic profit per share is based on the profit attributable to owners of the Company for the period of approximately S\$3,132,000 (2024: S\$2,097,000). The weighted average number of 150,000,000 (30 June 2024: 123,000,000) ordinary shares.

The diluted profit per share is the same as the basic profit per share as there were no potential dilutive ordinary shares in issue during both periods.

NOTES TO THE UNAUDITED CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS

11. PROPERTY, PLANT AND EQUIPMENT

	Freehold land SGD'000	Freehold building SGD'000	Office equipment SGD'000	Renovation SGD'000	Plant and machineries SGD'000	Motor vehicles SGD'000	Furniture and fittings SGD'000	Computer SGD'000	Construction in progress SGD'000	Total SGD'000
Cost										
As at 1 January 2025	607	1,418	41	1,655	19,459	74	709	322	947	25,232
Additions	–	–	–	–	156	–	24	–	1,411	1,591
Reclass	–	–	–	2,358	–	–	–	–	(2,358)	–
Currency translation difference	(4)	(8)	–	(1)	(2)	–	–	–	–	(15)
As at 30 June 2025	603	1,410	41	4,012	19,613	74	733	322	–	26,808
Accumulated depreciation										
As at 1 January 2025	–	226	41	1,292	16,976	69	428	300	–	19,332
Charge for the period	–	14	–	72	316	–	18	4	–	424
Currency translation difference	–	10	–	(7)	(5)	(1)	(1)	–	–	(4)
As at 30 June 2025	–	250	41	1,357	17,287	68	445	304	–	19,752
Carrying amounts										
As at 30 June 2025 (Unaudited)	603	1,160	–	2,655	2,326	6	288	18	–	7,056
Cost										
As at 1 January 2024	573	1,338	40	1,647	20,992	151	707	322	–	25,770
Additions	–	–	–	–	150	–	–	–	947	1,097
Disposal of a subsidiary	–	–	–	–	(1,707)	(78)	–	–	–	(1,785)
Currency translation differences	34	80	1	8	24	1	2	–	–	150
As at 31 December 2024	607	1,418	41	1,655	19,459	74	709	322	947	25,232
Accumulated depreciation										
As at 1 January 2024	–	187	37	1,207	17,863	129	359	278	–	20,060
Depreciation for the year	–	27	3	78	781	5	67	22	–	983
Disposal of a subsidiary	–	–	–	–	(1,692)	(65)	–	–	–	(1,757)
Currency translation differences	–	12	1	7	24	–	2	–	–	46
As at 31 December 2024	–	226	41	1,292	16,976	69	428	300	–	19,332
Carrying amount										
As at 31 December 2024 (Audited)	607	1,192	–	363	2,483	5	281	22	947	5,900

12. INVESTMENT PROPERTY

	SGD'000
Cost	
As at 1 January 2025 and 30 June 2025	1,150
Accumulated depreciation	
As at 1 January 2025	616
Depreciation for the period	21
As at 30 June 2025	637
Carrying amounts	
As at 30 June 2025 (Unaudited)	513
Cost	
As at 1 January 2024 and 31 December 2024	1,150
Accumulated depreciation	
As at 1 January 2024	575
Depreciation for the year	41
As at 31 December 2024	616
Carrying Amount	
As at 31 December 2024 (Audited)	534

The investment property of the Group consists of a leasehold property located at 10B Enterprise Road, Singapore 629828. The estimated useful life of the investment property is 28 years. The investment property is stated at a cost less accumulated depreciation and any impairment loss.

13. RIGHT-OF-USE ASSETS

	Leasehold property SGD'000	Machineries SGD'000	Motor vehicles SGD'000	Total SGD'000
Cost				
At 1 January 2025	29,821	11,329	1,855	43,005
Addition	—	—	63	63
At 30 June 2025	29,821	11,329	1,918	43,068
Accumulated depreciation				
At 1 January 2025	12,981	3,579	494	17,054
Depreciation for the period	641	379	125	1,145
At 30 June 2025	13,622	3,958	619	18,199
Carrying amount				
At 30 June 2025 (Unaudited)	16,199	7,371	1,299	24,869
Cost				
At 1 January 2024	29,821	10,026	1,312	41,159
Addition	—	1,303	780	2,083
Disposal	—	—	(237)	(237)
At 31 December 2024	29,821	11,329	1,855	43,005
Accumulated depreciation				
At 1 January 2024	11,698	2,848	364	14,910
Depreciation for the year	1,283	731	249	2,263
Disposal	—	—	(119)	(119)
At 31 December 2024	12,981	3,579	494	17,054
Carrying amount				
At 31 December 2024 (Audited)	16,840	7,750	1,361	25,951

14. INTANGIBLE ASSETS

	Customer contracts SGD'000	Customer relationship SGD'000	Total SGD'000
Cost			
At 1 January 2025 and 30 June 2025	776	2,881	3,657
Accumulated amortisation			
At 1 January 2025	776	888	1,664
Amortisation for the period	—	144	144
At 30 June 2025	776	1,032	1,808
Carrying amounts			
As at 30 June 2025 (Unaudited)	—	1,849	1,849
Cost			
At 1 January 2024 and 31 December 2024	776	2,881	3,657
Accumulated amortisation			
At 1 January 2024	776	600	1,376
Amortisation for the year	—	288	288
At 31 December 2024	776	888	1,664
Carrying amounts			
As at 31 December 2024 (Audited)	—	1,993	1,993

15. TRADE AND OTHER RECEIVABLES

	As at 30 June 2025 SGD'000 (Unaudited)	As at 31 December 2024 SGD'000 (Audited)
Non-current		
Non-trade		
Amount due from an associate	2,880	2,880
Less: Discounting of amount due from an associate	(680)	—
Less: Allowance for expected credit loss	(97)	(97)
	2,103	2,783
Current		
Trade		
Trade receivables from third parties	9,957	7,504
Non-trade		
Other receivables from third party	79	73
GST receivables	205	225
Deposit	1,151	1,153
	1,435	1,451
	11,392	8,955

Trade receivables

Trade receivables are amounts due from customers for goods sold or services performed in the ordinary course of business. They are generally due for settlement within 30 to 60 days after the invoice date and therefore are all classified as current.

The following table sets forth the ageing analysis of the trade receivables based on invoice date as at the dates indicated:

	As at 30 June 2025 SGD'000 (Unaudited)	As at 31 December 2024 SGD'000 (Audited)
0–30 days	6,573	5,084
31–60 days	2,075	2,000
61–90 days	569	374
Over 90 days	740	46
	9,957	7,504

At the end of each period, the Group reviewed trade receivables for evidence of impairment on both an individual and collective basis. Based on this assessment, there is no impairment loss recognised during the period.

16. TRADE AND OTHER PAYABLES

	As at 30 June 2025 SGD'000 (Unaudited)	As at 31 December 2024 SGD'000 (Audited)
Current		
Trade		
Trade payables to third parties	4,464	3,139
Non-trade		
Other payables to third parties	290	529
Accrued expenses	1,363	1,663
Deposit received	72	315
	1,725	2,507
	6,189	5,646

Trade payables are mainly in relation to the procurement of raw materials and processing services from third-party suppliers. Trade payables to third parties are non-interest bearing and are generally on 30 to 60 days' credit terms based on the invoice date. The following table sets forth the ageing analysis of the trade payables based on the invoice date as at the dates indicated:

	As at 30 June 2025 SGD'000 (Unaudited)	As at 31 December 2024 SGD'000 (Audited)
0–30 days	3,405	1,360
31–60 days	615	1,209
61–90 days	192	260
Over 90 days	252	310
	4,464	3,139

17. BORROWINGS

	As at 30 June 2025 SGD'000 (Unaudited)	As at 31 December 2024 SGD'000 (Audited)
Current		
— Mature within 1 year or on demand		
Bank loans (secured/unsecured and guaranteed)	2,233	2,390
Non-current		
— Mature over 2 years but within 5 years		
Bank loans (secured and guaranteed)	101	145
	2,334	2,535

18. SHARE CAPITAL

Details of movements of share capital of the Company are as follows:

	No. of ordinary shares			Amount		Total SGD'000
	Authorised share capital	Issued share capital	Authorised share capital SGD'000	Share capital SGD'000	Share premium SGD'000	
30 June 2025						
Beginning/End of financial period, ordinary shares at par value, HK\$0.001	1,000,000,000	150,000,000	172	26	8,327	8,353

18. SHARE CAPITAL (CONTINUED)

	No. of ordinary shares		Authorised share capital SGD'000	Amount		Total SGD'000
	Authorised share capital	Issued share capital		Share capital SGD'000	Share premium SGD'000	
2024						
Beginning of financial year, ordinary shares at par value, HK\$0.001	380,000,000	5,596,511	67	1	—	1
Increased in authorised share capital ^{(Note (i))}	620,000,000	—	105	—	—	—
Capitalisation issue ^{(Note (ii))}	—	117,403,489	—	20	—	20
Issuance of shares ^{(Note (iii))}	—	27,000,000	—	5	8,327	8,332
End of financial year, ordinary shares at par value, HK\$0.001	1,000,000,000	150,000,000	172	26	8,327	8,353

- (i) On 7 June 2024, the Company's authorised share capital was increased from HK\$380,000 divided into 380,000,000 Shares of HK\$0.001 each, to HK\$1,000,000 divided into 1,000,000,000 Shares of HK\$0.001 each, by the creation of 620,000,000 Shares of HK\$0.001 each.
- (ii) On 2 July 2024, the Company has capitalised in consideration of 117,403,489 ordinary shares of the Company being issued and allotted pursuant to the resolutions passed by the shareholders' meeting on 7 June 2024.
- (iii) On the same day, the Company issued 27,000,000 ordinary shares by way of public offer and placing and the Company's shares were listed on GEM of The Stock Exchange of Hong Kong Limited amounting to \$11,343,000 net of listing expenses capitalised at \$3,016,000.

MANAGEMENT DISCUSSION AND ANALYSIS

BUSINESS REVIEW

Established in 2000, our Group is a precision engineering services provider headquartered in Singapore. We provide (i) precision machining services which are machining processes for removing materials from a workpiece with high accuracy to create parts and components with tight tolerance with accuracy in the range of hundreds of micrometres and (ii) precision welding services which involve the application of weldment equipment and specialised welding technique on a workpiece in a very precise and controlled fashion and which are typically used for small parts, parts with tight dimensional tolerances, or parts requiring a barely visible line weld. The revenue generated from precision machining services increased by approximately S\$5.1million during the six months ended 30 June 2025 compared to the corresponding period in 2024 mainly due to increased demand for related products and services across the supply chain in the semiconductor industry. The revenue generated from precision welding services increased by approximately S\$1.1 million during the six months ended 30 June 2025 compared to previous the corresponding period in 2024 primarily due to the upward trend and growth within the semiconductor industry, directly contributing to higher sales. Leveraging our technical capabilities, know-how and machinery and equipment, our Company has established our market position by providing build-to-print precision engineering services tailored to our customers' specific technical requirements and commercial needs.

Our Group's key objective is to provide high-quality and efficient precision engineering services to our customers, while pursuing sustainable growth in both our business operations and financial performance. For the six months ended 30 June 2025, our precision machining and precision welding segments demonstrated an upward trend compared to the corresponding period in previous year. We have consistently delivered reliable, high-quality services that meet the evolving needs of clients across a diverse range of industries. Our revenue and profit have improved, supported by the gradual recovery of the global semiconductor industry, which has led to increased demand for our engineering capabilities.

Our Group continues to collaborate closely with our business partners to explore new opportunities in both the semiconductor and aerospace sectors. We remain committed to diversifying and expanding our customer base and industry reach, with the goal of strengthening our market presence. As at 30 June 2025, our Group had a backlog of unfulfilled purchase orders amounting to approximately S\$17.8 million, compared to S\$17.2 million as at 30 June 2024, reflecting steady demand and a healthy pipeline of ongoing projects.

FUTURE PROSPECTS

Our Group's business objective is to deliver best-in-class value in precision manufacturing, built on a foundation of trust, knowledge, innovation, and synergy, while forging mutually beneficial partnerships with our customers.

Operating within a highly competitive precision engineering industry, our Group leverages its experienced management team and market reputation. The Directors believe these strengths position our Group well to compete effectively with current industry players and to expand its customer base across various sectors.

To support its long-term growth, the Group intends to strengthen its presence in industries such as data storage, oil and gas, and aerospace. This will be achieved through deeper collaboration with existing customers and by identifying new clients and opportunities in module assembly and related services. Our Group believes that a diversified customer base is essential for its future development and sustainable growth.

In line with this, our Group takes a proactive approach to evaluating business strategies, aiming to optimize the use of capital and resources to improve overall performance. We continue to actively pursue revenue diversification by engaging in promising new projects that are expected to create greater value for shareholders.

FINANCIAL REVIEW

Revenue

The Group's revenue increased by approximately S\$6.2 million, or 33.2%, from approximately S\$18.6 million for the six months ended 30 June 2024 to approximately S\$24.8 million for the six months ended 30 June 2025. This substantial growth was primarily driven by higher demand for related products and services across the semiconductor industry supply chain, which directly contributed to higher sales for our precision machining and precision welding services during the period.

Cost of Sales

The Group's cost of sales increased by approximately S\$3.2 million or 28.1%, from approximately S\$11.2 million for the six months ended 30 June 2024 to approximately S\$14.4 million for the six months ended 30 June 2025. The increase was primarily driven by higher sales during the period. The overall increase in sales led to a corresponding increase in cost of sales.

Other Income

Other income decreased by approximately S\$0.7 million, or 46.6%, from around S\$1.4 million for the six months ended 30 June 2024 to approximately S\$0.8 million for the six months ended 30 June 2025. The decrease was primarily due to the expiration of a lease and service agreement with an independent third party, which had previously generated income from rental, storage, and tubular management services during the prior period.

Other Gains or Losses, Net

The Group recorded net other losses of approximately S\$0.5 million for the six months ended 30 June 2025, as compared to net other gain of approximately S\$0.4 million for the six months ended 30 June 2024. This was mainly attributable to the recognition of net currency losses of approximately S\$0.8 million for the six months ended 30 June 2025, partially offset by a gain on dilution of shareholding in an associate of approximately S\$0.3 million. In contrast, the Group recorded a net currency gain of approximately S\$0.3 million for the six months ended 30 June 2024 due to the foreign exchange fluctuations of United States dollars ("USD") against Singapore dollars ("SGD") during the respective period.

Administrative Expenses

Administrative expenses decreased by approximately S\$0.6 million or 10.8%, from approximately S\$5.7 million for the six months ended 30 June 2024 to approximately S\$5.1 million for the six months ended 30 June 2025. The decrease was mainly attributable to the absence of listing expense for the six months ended 30 June 2025 (for the six months ended 30 June 2024: approximately S\$2.3 million), which was partially offset by share-based payment to the employees of approximately S\$1.0 million and the increase in professional fees of approximately S\$0.3 million.

Finance Cost

Finance cost increased by approximately S\$0.7 million for the six months ended 30 June 2025, or 108.0%, from approximately S\$0.6 million for the six months ended 30 June 2024 to approximately S\$1.3 million for the six months ended 30 June 2025. The increase was primarily due to the recognition of discounting of amount due from an associate, amounting to approximately S\$0.7 million during the current period.

MANAGEMENT DISCUSSION AND ANALYSIS

Profit for the Period

As a result of the foregoing, the Group recorded a profit of approximately S\$3.1 million and S\$2.1 million for the six months ended 30 June 2025 and 2024, respectively.

LIQUIDITY, FINANCIAL RESOURCES AND CAPITAL STRUCTURE

The Company's shares have been successfully listed on GEM of the Stock Exchange on 2 July 2024 and there has been no material change in the capital structure of the Group since then. The Company's capital comprises ordinary shares and capital reserves. The Group finances its working capital, capital expenditures and other liquidity requirements through a combination of its cash and cash equivalents, net cash flows generated from operating activities, borrowings and net proceeds from the Share Offer (defined below).

The Group adopts a prudent cash and financial management policy. The Group's cash, mainly denominated in SGD and USD, is generally deposited with reputable financial institutions.

As at 30 June 2025, the Group had a total cash and bank balance of approximately S\$19.0 million, as compared to approximately S\$18.0 million as at 31 December 2024. As at 30 June 2025, the Group had total borrowings which comprised secured/unsecured and guaranteed bank loans of approximately S\$2.3 million. The outstanding bank borrowings as at 30 June 2025 carried an effective interest rate ranged from 3.42% to 5.75% per annum, denominated in either Singapore Dollars or Malaysian Ringgit and will be settled by monthly instalment and are expected to be matured between 2025 to 2028.

GEARING RATIO

Gearing ratio is calculated by dividing total borrowings by total equity as at the period-end date and expressed as a percentage. The gearing ratio of the Group as at 30 June 2025 was approximately 5.3% (as at 31 December 2024: 6.4%).

CAPITAL EXPENDITURE

Capital expenditure for the six months ended 30 June 2025 was primarily attributable to renovation costs of approximately S\$1.4 million (for the six months ended 30 June 2024: S\$1.6 million), incurred to support the Group's expansion plan.

INTERIM DIVIDENDS

The Board has resolved not to declare any interim dividend for the six months ended 30 June 2025 (for the six months ended 30 June 2024: Nil).

FUTURE PLANS FOR MATERIAL INVESTMENTS AND CAPITAL ASSETS

Saved as disclosed in the Company's prospectus dated 21 June 2024 (the "**Prospectus**"), the Group currently has no other plan for material investments and capital assets as at 30 June 2025.

SIGNIFICANT INVESTMENTS, MATERIAL ACQUISITION OR DISPOSAL OF SUBSIDIARIES AND ASSOCIATED COMPANIES

The Group did not have any significant investments, material acquisitions, disposals of subsidiaries, associated companies and joint ventures during the six months ended 30 June 2025.

ISSUE OF SHARES AND USE OF PROCEEDS FROM THE SHARE OFFER

Since 2 July 2024, the Company's shares have been listed on GEM of the Stock Exchange. On 2 July 2024, a total of 27,000,000 ordinary shares of HK\$0.001 each of the Company were issued (the "Share Offer") at HK\$2.42 each by way of public offer and placing, raising a total of approximately HK\$65.34 million.

The following table sets forth the actual net proceeds and the intended utilization:

Purpose	Total actual net proceeds (S\$'000)	Approximate percentage of the total net proceeds	Actual amount utilised as at 30 June 2025 (S\$'000)	Unutilised net proceeds as at 30 June 2025 (S\$'000)	Expected date to fully utilise the unutilised net proceeds
Expanding the scale of operation and enhancing production capabilities	1,129	60.1%	510	619	30 June 2026
Strengthening quality control capabilities	289	15.4%	64	225	31 December 2025
Enhancing marketing efforts for the purpose of maintaining relationships with existing customers and diversifying customer base	88	4.7%	32	56	30 June 2026
Repayment of certain bank borrowings which were used for general working capital purpose	184	9.8%	184	—	N/A
Working capital and general corporate purposes	188	10.0%	98	90	30 June 2026
	1,878	100%	888	990	

For details, please refer to the section headed "Future Plans and Use of Proceeds" in the Prospectus.

The remaining net proceeds as at 30 June 2025 had been placed into short-term interest-bearing accounts at licensed commercial banks and/or other authorised financial institutions (as defined under the SFO).

The expected timeline for using the unutilised net proceeds is based on the best estimation of the business market situations made by the Board. It might be subject to changes based on the market conditions. Further announcement(s) and/or disclosure in our Company's annual report(s) in respect of change in timeline, if any, will be made by our Company in accordance with the requirements of the GEM Listing Rules as and when appropriate to update its shareholders and potential investors.

MANAGEMENT DISCUSSION AND ANALYSIS

The following table sets forth the designated and actual implementation plan for the period from 01 January 2025 to 30 June 2025:

Business Strategies	Implementation plans		Actual implementation activities	
Expansion of our scale of operation	(a)	To procure raw materials	Procured raw materials from our existing suppliers.	
	(b)	(i)	To recruit (i) one CNC programmer for developing CNC programming instructions to control the CNC machines; (ii) one production planner to conduct production planning to optimise the production flow and raw materials planning; and to retain and pay remuneration for (i) five machinists for precision machining; and (ii) two technicians for precision welding services	New headcounts of one CNC programmer and one production planner were recruited. The five machinists for precision machining and two technicians for precision welding services were retained and paid.
		(ii)	To improve remuneration packages for existing employees	The overall remuneration package was improved as result of increased sales, which led to higher earnings, through sales incentives.
		(iii)	To purchase a truck and recruit a truck driver	In the process of obtaining quotations from potential suppliers.
Strengthening our quality control capabilities	(a)	To purchase and install a production planning system to optimise the productions flow and monitor our business performance	In the process of obtaining quotations from potential suppliers.	
Enhancing marketing efforts for the purpose of maintaining relationships with existing customers and diversifying customer base	(a)	To carry out marketing activities		
	(i)	To host our existing and prospective customers to our factories to demonstrate or update them regarding our latest production capabilities	Invited our customers to our factory for a recent update regarding to our latest production capabilities periodically.	
	(ii)	To maintain our corporate website with external service provider	Maintained and improved our corporate websites, which included appointing an external consultant for customised website development.	
Working capital and general corporate purposes	(a)	To finance the general working capital needs of our Group	Financed and regularly monitored the group's operating and general working capital requirements.	

CHARGES ON GROUP ASSETS

As at 30 June 2025, the freehold building with carrying value of approximately S\$1.2 million (31 December 2024: S\$1.2 million) was pledged for a term loan facility.

As at 30 June 2025, the investment property of carrying amount of S\$513,000 (31 December 2024: S\$534,000) was pledged for a term loan facility.

FOREIGN EXCHANGE RISK MANAGEMENT

Our Group has transactional currency exposures arising from sales or purchases that are denominated in a currency other than the functional currency of our Group, primarily USD.

Our Group does not have significant exposure to foreign currency risk other than those cash and bank balances and trade and other receivables held by our Group which are denominated in USD as at reporting date.

The Group currently does not have a foreign currency hedging policy as the foreign currency risk is considered to be insignificant. However, the management will continue to closely monitor the Group's foreign exchange risk exposure and will consider hedging significant foreign exchange exposure when necessary.

PRINCIPAL RISKS AND UNCERTAINTIES

All the risks relating to the Group's business have been set out in the Prospectus under the section headed "Risk Factors".

CONTINGENT LIABILITY AND CAPITAL COMMITMENT

As at 30 June 2025, the Group did not have any material contingent liabilities nor any material capital commitments (as at 31 December 2024: Nil).

EMPLOYEES AND REMUNERATION POLICY

As at 30 June 2025, the Group had a total of employees of 189 employees (31 December 2024: 179 employees). The staff costs including directors' emoluments and excluding the share-based payment for the six months ended 30 June 2025 were approximately S\$5.1 million (for the six months ended 30 June 2024: S\$4.1 million). The Group believes its success and long-term growth depend primarily on the quality, performance and commitment of its employees. To ensure that the Group attracts and retains competent staff, remuneration packages are reviewed on a regular basis. Discretionary bonuses are also offered to qualified employees based on individual and the Group's performance.

The Group believes that on-going and continuous development of its employees is critical to its success. The Group provides its employees with the periodic training to enhance the knowledge of the workforce.

OTHER INFORMATION

DIRECTORS' AND CHIEF EXECUTIVES' INTERESTS AND SHORT POSITIONS IN SHARES, UNDERLYING SHARES OR DEBENTURES OF THE COMPANY AND ITS ASSOCIATED CORPORATIONS

As at 30 June 2025, the interests of the Directors and chief executives and their associates of the Company in the shares, underlying shares and debentures of the Company and its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance, Chapter 571 of the Laws of Hong Kong (“SFO”)), which were required to be notified to the Company and the Stock Exchange under Divisions 7 and 8 of Part XV of the SFO (including any interests or short positions which they are taken or deemed to have under such provisions of the SFO) or as recorded in the register of the Company required to be kept under Section 352 of the SFO, or which were required to be notified to the Company and the Stock Exchange pursuant to Rules 5.46 to 5.67 of the GEM Listing Rules, were as follows:

(i) Long position in the Company's ordinary shares (the “Shares”)

Name of Director/ chief executive	Shares in the Company			Total number of Shares held/ interested	Percentage of shareholding of total issued Shares
	Personal interests (held as beneficial owner)	Interests of spouse	Corporate interests (interests of controlled corporations)		
CHUA Chwee Lee ⁽¹⁾	—	23,405,479	56,272,335	79,677,814	53.12%
JEE Wee Jene ⁽²⁾	1,032,000	56,272,335	22,373,479	79,677,814	53.12%
SOH Cheng Joo	2,884,000	4,521,369	—	7,405,369	4.94%
THNG Chong Kim ⁽³⁾	—	—	12,299,998	12,299,998	8.20%
Ang Yong Sheng, Jonathan	80,000	—	—	80,000	0.05%

Notes:

- (1) SGP Capital Holdings Limited (“SGP BVI”) is wholly-owned by CHUA Chwee Lee (“Dato’ Sri Chua”), and therefore Dato’ Sri Chua is deemed to be interested in the 56,272,335 Shares held by SGP BVI pursuant to the SFO. Dato’ Sri Chua is the sole director of SGP BVI. Mrs. Chua is the spouse of Dato’ Sri Chua, and therefore, Dato’ Sri Chua is deemed to be interested in the 23,405,479 Shares held by Mrs. Chua through her controlled corporation, Baccini, pursuant to the SFO.
- (2) Baccini Capital Holdings Limited (“Baccini”) is wholly-owned by JEE Wee Jene (“Mrs. Chua”), and therefore Mrs. Chua is deemed to be interested in the 22,373,479 Shares held by Baccini pursuant to the SFO. Mrs. Chua is the sole director of Baccini. Dato’ Sri Chua is the spouse of Mrs. Chua, and therefore, Mrs. Chua is deemed to be interested in the 56,272,335 Shares held by Dato’ Sri Chua through his controlled corporation, SGP BVI, pursuant to the SFO.
- (3) Angelling Capital Holdings Limited (“Angelling”) is wholly-owned by THNG Chong Kim (“Mr. Thng”), and therefore Mr. Thng is deemed to be interested in the 12,299,998 Shares held by Angelling pursuant to the SFO. Mr. Thng is the sole director of Angelling.

(ii) Long position in the shares of associated corporation of the Company

Name of Director/ chief executive	Name of associated corporation	Ordinary shares in the associated corporations			Percentage of shareholding of total number of issued shares
		Personal interests (held as beneficial owner)	Corporate interests (interests of controlled corporations)	Total number of ordinary shares held/ interested	
CHUA Chwee Lee	SGP Capital Holdings Limited	100	—	100	100%
JEE Wee Jene	Baccini Capital Holdings Limited	100	—	100	100%
THNG Chong Kim	Angelling Capital Holdings Limited	100	—	100	100%

Save as disclosed above and so far as is known to the Directors, as at 30 June 2025, none of the Directors and chief executive of the Company had any interests or short positions in the Shares, underlying Shares or debentures of the Company or any of its associated corporations (within the meaning of Part XV of the SFO), which were required to be notified to the Company and the Stock Exchange under Divisions 7 and 8 of Part XV of the SFO (including interests or short positions which they were taken or deemed to have under such provisions of the SFO) or as recorded in the register of the Company required to be kept under Section 352 of the SFO, or which were required to be notified to the Company and the Stock Exchange pursuant to Rules 5.46 to 5.67 of the GEM Listing Rules.

INTERESTS AND SHORT POSITIONS OF SUBSTANTIAL SHAREHOLDERS AND OTHER PERSONS IN THE SHARES AND UNDERLYING SHARES OF THE COMPANY

As at 30 June 2025, and so far as is known to the Directors, the following entities or persons (other than the Directors or chief executive of the Company) had interests and short positions in the Shares or underlying Shares, which were required to be notified to the Company under Divisions 2 and 3 of Part XV of the SFO or as recorded in the register of the Company required to be kept under Section 336 of the SFO were as follows:

Long position in the Shares

Name of Substantial Shareholder	Capacity/Nature of interests	Number of Shares held/interested	Percentage of shareholding of total issued Shares
SGP BVI	Beneficial interests	56,272,335	37.51%
Baccini	Beneficial interests	22,373,479	14.92%
Angelling	Beneficial interests	12,299,998	8.20%

Save as disclosed above, as at 30 June 2025, the Directors were not aware of any interests or short positions owned by any entities or persons (other than the Directors or chief executive of the Company) in the Shares or underlying shares of the Company, which were required to be disclosed under Divisions 2 and 3 of Part XV of the SFO or which were required to be recorded in the register of the Company under Section 336 of the SFO.

DIRECTORS' RIGHTS TO ACQUIRE SHARES OR DEBENTURES

At no time during the six months ended 30 June 2025 and up to the date of this report was the Company, its holding company or any of its subsidiaries a party to any arrangements to enable the Directors or their spouses or children under the age of 18 to acquire benefits by means of the acquisition of Shares in, or debentures of, the Company or any other body corporate.

OTHER INFORMATION

SHARE OPTION SCHEME

The Company adopted a share option scheme (the “**Scheme**”) on 7 June 2024 (the “**Adoption Date**”). The terms of the Scheme are in accordance with the provisions of Chapter 23 of the GEM Listing Rules. Details of the Scheme are set out in “Statutory and General Information – D. Post-IPO Share Option Scheme” in Appendix V to the Prospectus.

No share option has been granted by the Company during the period and since the adoption of the Scheme and there was no share option outstanding as at 30 June 2025.

CONNECTED TRANSACTIONS AND RELATED PARTY TRANSACTIONS

During the six months ended 30 June 2025 and 2024, the Group entered into transactions which need to be disclosed as connected transactions or continuing connected transactions pursuant to Chapter 20 of the GEM Listing Rules as follows:

	Six months ended 30 June	
	2025 SGD'000 (Unaudited)	2024 SGD'000 (Unaudited)
i) Purchase of goods and service Metasurface & Co	155	110
ii) Shared administrative fee Metaoptics Technologies	—	3

The Group has complied with the disclosure requirements in accordance with Chapter 20 of the GEM Listing Rules.

COMPETING INTERESTS

The Directors are not aware of any business or interest of the Directors or the controlling shareholders (as defined in the GEM Listing Rules) of the Company nor any of their respective close associates (as defined in the GEM Listing Rules) that competed or might compete, either directly or indirectly, with the business of the Group and any other conflicts of interest which any such person had or might have with the Group during the six months ended 30 June 2025.

DIRECTORS' AND CONTROLLING SHAREHOLDERS' INTERESTS IN TRANSACTION, ARRANGEMENT OR CONTRACTS OF SIGNIFICANCE

There was no transaction, arrangement or contracts of significance to which the Company, its holding company or any of its subsidiaries was a party and in which a Director had a material interest, whether directly or indirectly, existed at the end of the period or at any time during the six months ended 30 June 2025, save for the connected transaction with Metasurface & Co.

PERMITTED INDEMNITY PROVISION

Pursuant to the Company's memorandum and articles of association (the “**Articles**”), every Director shall be entitled to be indemnified out of the assets of the Company against all losses or liabilities (to the fullest extent permitted by the Companies Ordinance (Chapter 622 of the laws of Hong Kong) which he/she may sustain or incur in or about the execution of the duties of his/her office or otherwise in relation thereto.

MANAGEMENT CONTRACTS

No contracts, other than employment contracts, concerning the management and administration of the whole and any substantial part of the Company's business were entered into or existed during the six months ended 30 June 2025.

PURCHASE, SALES OR REDEMPTION OF THE COMPANY'S LISTED SHARES

Neither the Company, nor any of its subsidiaries, purchased, redeemed or sold any of the Company's listed securities or conducted any sale of treasury shares (as defined under the GEM listing Rules) during the six months ended 30 June 2025.

As at the date of this report, the Company did not hold any treasury shares (as defined under the GEM Listing Rules).

DIRECTORS' SECURITIES TRANSACTIONS

The Company has adopted the required standard of dealings as set out in rules 5.48 to 5.67 of the GEM Listing Rules in respect of securities transaction by the directors (the "**Required Standard**"). Specific enquiry has been made to all Directors and each of the Directors has confirmed that he/she has complied with the Required Standard during the six months ended 30 June 2025.

SUFFICIENCY OF PUBLIC FLOAT

Based on information that is publicly available to the Company and within the knowledge of the Directors, the Directors confirm that the Company has maintained the amount of public float as required under the GEM Listing Rules as at the date of this report.

TAX RELIEF AND EXEMPTION

The Directors are not aware of any tax relief and exemption available to the shareholders by reason of their holding of the Company's securities.

PRE-EMPTIVE RIGHTS

There are no provisions for pre-emptive rights under the Articles or the company laws of Cayman Islands, which would oblige the Company to offer new shares on a pro-rata basis to existing shareholders.

COMPLIANCE WITH RELEVANT LAWS AND REGULATIONS

To the best knowledge of the Directors, the Group has complied with all the relevant laws and regulations that have a significant impact on the Group in relation to its business including health and safety, workplace conditions, employment and the environment.

CORPORATE GOVERNANCE PRACTICES

The Board is committed to fulfilling its responsibilities to its shareholders and protecting and enhancing shareholders' value through solid corporate governance.

The Board believes that good corporate governance standards are essential in providing a framework for the Group to safeguard the interests of shareholders, enhance corporate value, formulate its business strategies and policies, and enhance its transparency and accountability.

The Company's corporate governance practices are based on the principles and code provisions as set out in the Corporate Governance Code (the "**CG Code**") contained in Part 2 of Appendix C1 of the GEM Listing Rules.

Except as expressly described below, to the best knowledge of the Board, the Company had complied with all applicable principles and code provisions set out in the CG Code throughout the six months ended 30 June 2025 and up to the date of this report.

OTHER INFORMATION

Pursuant to code provision C.2.1 of the CG Code, as set out in Appendix C1 to the GEM Listing Rules, the responsibilities between the chairman and the chief executive officer should be segregated and should not be performed by the same individual. However, the Company does not have a separate chairman and chief executive officer and Dato' Sri Chua is performing these two roles. Dato' Sri Chua is responsible for the overall management, operation and strategic development of our Group and has been instrumental to our growth and business operations since founding the Group in 2000. Taking into account the continuation of management and the implementation of the Group's business strategies, the Directors (including the independent non-executive Directors) consider that it is most suitable for Dato' Sri Chua to hold both the positions of chief executive officer and the chairman of the Board and the existing arrangements are beneficial to the management of the Group and are in the interests of the Company and its shareholders as a whole. The balance of power and authority is ensured by the operation of the senior management and the Board, both of which comprise experienced and high-calibre individuals. The Board comprises three executive Directors (including Dato' Sri Chua), one non-executive Director, and three independent non-executive Directors, and therefore has a strong independence element in its composition.

REVIEW BY AUDIT COMMITTEE

The financial information in this report has not been audited nor reviewed by the independent auditors of the Company. Pursuant to Rule 5.28 of the GEM Listing Rules and code provision D.3 of the CG Code, the Company established the Audit Committee with terms of reference aligned with the code provisions set out in the CG Code.

The Audit Committee comprises three members, all being independent non-executive Directors, namely Mr. Tan Chek Kian (chairman of the Audit Committee), Mr. Chan Yang Kang and Mr. Ang Yong Sheng, Jonathan. It has reviewed together with the management the accounting principles and practices and the auditing, internal controls and financial reporting matters of the Group, which includes the review of this report and the unaudited condensed consolidated financial statements of the Group for the six months ended 30 June 2025, and is of the opinion that the relevant unaudited condensed consolidated financial statements have been prepared in compliance with the applicable accounting standards and this report has been prepared in compliance with the requirements under the GEM Listing Rules, and that adequate disclosures have been made.

EVENTS AFTER THE REPORTING PERIOD

Since 30 June 2025 and up to the date of this report, no significant event has occurred which may have a significant effect on the assets and liabilities or future operation of the Group.

By order of the Board

Metasurface Technologies Holdings Limited

CHUA Chwee Lee (Cai Shuili)

Chairman, Chief Executive Officer and Executive Director

Hong Kong, 26 August 2025