

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.*

## **Omnibridge Holdings Limited**

**中安控股集團有限公司**

*(incorporated in the Cayman Islands with limited liability)*

**(Stock code: 8462)**

### **ANNUAL RESULTS ANNOUNCEMENT FOR THE YEAR ENDED 31 DECEMBER 2025**

#### **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.**

*This announcement, for which the directors (the “**Directors**”) of Omnibridge Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on GEM (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 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 is prepared in English and translated into Chinese. In the event of any inconsistencies between the Chinese and English versions, the latter shall prevail.*

## ANNUAL RESULTS

The board (the “**Board**”) of Directors is pleased to announce the following audited consolidated results of the Company and its subsidiaries (collectively referred to as the “**Group**”) for the year ended 31 December 2025, together with the comparative figures for the preceding year ended 31 December 2024:

### CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

For the year ended 31 December 2025

	<i>Notes</i>	<b>2025</b> <i>S\$'000</i>	2024 <i>S\$'000</i>
Revenue	4	<b>44,207</b>	50,723
Cost of services	5	<b>(41,223)</b>	(46,588)
Gross profit		<b>2,984</b>	4,135
Other income	4	<b>1,639</b>	5,698
Staff costs	5	<b>(2,910)</b>	(4,121)
Administrative expenses		<b>(270)</b>	(186)
Depreciation of plant and equipment		<b>(41)</b>	(45)
Depreciation of right-of-use assets		<b>(333)</b>	(386)
Other operating expenses		<b>(632)</b>	(724)
Allowance for expected credit losses on financial assets, net		<b>(230)</b>	(354)
<b>PROFIT FROM OPERATIONS</b>		<b>207</b>	4,017
Finance costs		<b>(19)</b>	(35)
<b>PROFIT BEFORE TAX</b>	5	<b>188</b>	3,982
Income tax expense	6	<b>(170)</b>	(698)
<b>PROFIT FOR THE YEAR</b>		<b>18</b>	3,284
<b>OTHER COMPREHENSIVE (LOSS)/INCOME</b>			
Items that may be reclassified subsequently to profit or loss:			
Exchange difference arising on translation of foreign operations		<b>(13)</b>	3
Other comprehensive (loss)/income for the year, net of tax of nil		<b>(13)</b>	3
<b>TOTAL COMPREHENSIVE INCOME FOR THE YEAR</b>		<b>5</b>	3,287
<b>PROFIT FOR THE YEAR ATTRIBUTABLE TO:</b>			
Owners of the Company		<b>18</b>	3,284
<b>TOTAL COMPREHENSIVE INCOME FOR THE YEAR ATTRIBUTABLE TO:</b>			
Owners of the Company		<b>5</b>	3,287
Earnings per share			
– Basic and diluted (Singapore cents)	7	<b>0.00*</b>	0.55

\* Earnings per share for the year is less than 0.005 Singapore cents and has been rounded to 0.00.

## CONSOLIDATED STATEMENT OF FINANCIAL POSITION

As at 31 December 2025

	<i>Notes</i>	<b>2025</b> <i>S\$'000</i>	2024 <i>S\$'000</i>
<b>ASSETS</b>			
<b>NON-CURRENT ASSETS</b>			
Plant and equipment		36	60
Right-of-use assets		242	669
		<u>278</u>	<u>729</u>
<b>CURRENT ASSETS</b>			
Trade receivables	8	4,567	6,410
Prepayments, deposits and other receivables		870	1,026
Other financial assets		2,403	2,399
Fixed deposits		750	750
Cash and cash equivalents		20,143	20,071
		<u>28,733</u>	<u>30,656</u>
<b>CURRENT LIABILITIES</b>			
Accrued labour costs		3,661	4,724
Other payables and accruals	9	1,476	1,715
Lease liabilities		275	390
Tax payables		81	725
		<u>5,493</u>	<u>7,554</u>
<b>NET CURRENT ASSETS</b>		<u>23,240</u>	<u>23,102</u>
<b>TOTAL ASSETS LESS CURRENT LIABILITIES</b>		<u>23,518</u>	<u>23,831</u>
<b>NON-CURRENT LIABILITIES</b>			
Lease liabilities		–	319
Deferred tax liabilities		7	6
		<u>7</u>	<u>325</u>
<b>NET ASSETS</b>		<u>23,511</u>	<u>23,506</u>
<b>EQUITY</b>			
Share capital	11	1,053	1,053
Reserves		22,458	22,453
<b>TOTAL EQUITY</b>		<u>23,511</u>	<u>23,506</u>

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 31 December 2025

## 1. GENERAL INFORMATION

Omnibridge Holdings Limited (the “**Company**”) was incorporated in the Cayman Islands under the Companies Law as an exempted company with limited liability on 8 August 2016. Its parent company is Omnipartners Holdings Limited (“**Omnipartners**”), a company incorporated in the British Virgin Islands. Its ultimate controlling parties are Mr. Chew Chee Kian (“**Mr. Chew**”) and Ms. Yong Yuet Han (“**Ms. Yong**”), who are also the executive directors of the Company. The Company has been registered as a non-Hong Kong company under Part 16 of the Companies Ordinance (Cap. 622 of the laws of Hong Kong) on 18 August 2016. Its shares (the “**Shares**”) were initially listed (“**Listing**”) on the GEM of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) on 17 July 2017.

The Company’s registered office address is at Cricket Square, Hutchins Drive, P.O. Box 2681, Grand Cayman KY1-1111, Cayman Islands. The head office in Hong Kong is at Unit 1102, 11th Floor, Brill Plaza, No. 84 To Kwa Wan Road, To Kwa Wan, Kowloon, Hong Kong. The principal place of business of the Group is at 298 Tiong Bahru Road, #12-03 Central Plaza, Singapore 168730.

The Company is an investment holding company and its subsidiaries (the “**Group**”) are principally engaged in the provision of human resources outsourcing services and human resources recruitment services. The consolidated financial statements are presented in thousands of units of Singapore Dollar (“**S\$’000**”) unless otherwise stated.

## 2. APPLICATION OF AMENDMENTS TO INTERNATIONAL FINANCIAL REPORTING STANDARDS (“**IFRSs**”)

### **Amendments to IFRSs that are mandatorily effective for the current year**

On 1 January 2025, the Group has applied the following amendments to IFRSs issued by the International Accounting Standards Board (“**IASB**”), which are mandatorily effective for the annual periods beginning on or after 1 January 2025 for the preparation of the consolidated financial statements:

Amendments to IAS 21

*Lack of Exchangeability*

The application of the amendments to IFRSs in the current year has had no material impact on the Group’s financial position and performance for the current and prior years and/or on the disclosures set out in these consolidated financial statements.

## New and amendments to IFRSs in issue but not yet effective

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

Amendments to IFRS 9 and IFRS 7	<i>Classification and Measurement of Financial Instruments</i> <sup>1</sup>
Amendments to IFRS 9 and IFRS 7	<i>Contracts Referencing Nature-dependent Electricity</i> <sup>1</sup>
<i>Annual improvements to IFRS – Volume 11</i> <sup>1</sup>	
IFRS 18	<i>Presentation and Disclosure in Financial Statements</i> <sup>2</sup>
IFRS 19	<i>Subsidiaries without Public Accountability: Disclosures</i> <sup>2</sup>
Amendments to IAS 21	<i>Translation to a Hyperinflationary Presentation Currency</i> <sup>2</sup>
Amendments to IFRS 10 and IAS 28	<i>Sale or Contribution of Assets between an Investor and its Associate or Joint Venture</i> <sup>3</sup>

<sup>1</sup> Effective for annual periods beginning on or after 1 January 2026.

<sup>2</sup> Effective for annual periods beginning on or after 1 January 2027.

<sup>3</sup> Effective date to be determined.

The Group is still in the process of evaluating the impact of the application of the above new and amendments to IFRSs. It is not expected that there will be a material impact to the Group's consolidated financial statements on initial application, except as discussed below:

### ***IFRS 18 Presentation and Disclosure in Financial Statements***

IFRS 18 replaces *IAS 1 Presentation of Financial Statements*, introducing new requirements that will help to achieve comparability of the financial performance of similar entities and provide more relevant information and transparency to users.

IFRS 18 introduces new requirements for presentation within the statement of profit or loss, including specified totals and subtotals. In particular, entities are required to classify all income and expenses within the statement of profit or loss into one of five categories: operating, investing, financing, income taxes and discontinued operations. In addition, IFRS 18 requires disclosure of newly prescribed management-defined performance measures and includes new requirements for aggregation and disaggregation of financial information based on the identified 'roles' of the primary financial statements and the notes to the financial statements.

Furthermore, narrow scope amendments are made to *IAS 7 Statement of Cash Flows*, which include changing the starting point for determining cash flows from operations under the indirect method, from 'profit or loss' to 'operating profit or loss' and removing the optionality around classification of cash flows from dividends and interest. There are also amendments to several other standards.

IFRS 18, and the consequential amendments to the other standards, is effective for annual reporting periods beginning on or after 1 January 2027. Early application is permitted. IFRS 18 is applied retrospectively with specific transition provisions.

The Group is currently assessing the impact of IFRS 18. It is currently impracticable to disclose any further information on the known or reasonably estimable impact to the financial statements in the period of initial application.

### 3. SEGMENT INFORMATION

The Group mainly provides human resources outsourcing services and human resources recruitment services. Information reported to the Group's management for the purpose of resources allocation and performance assessment presents the operating results of the Group as a whole because the Group's resources are integrated and no discrete operating segment financial information is available. Accordingly, no operating segment information is presented.

In addition, the Group's operation is principally situated in Singapore during the years ended 31 December 2025 and 2024 and most of the Group's assets and liabilities are located in Singapore. Accordingly, no geographical segment information is presented.

#### Information about major clients

For the years ended 31 December 2025 and 2024, revenue generated from two customers (2024: one customer) of the Group, individually accounted for more than 10% of the Group's total revenue. Save as indicated below, no other single customer contributed 10% or more to the Group's revenue for the years ended 31 December 2025 and 2024.

Revenue from major customer(s), which contributed to 10% or more of the Group's revenue is set out below:

	2025	2024
	<i>S\$'000</i>	<i>S\$'000</i>
Client A ( <i>Note (i)</i> )	8,301	8,254
Client B ( <i>Note (i) and (ii)</i> )	4,835	N/A
	<u>          </u>	<u>          </u>

*Notes:*

- (i) Revenue from human resources outsourcing services.
- (ii) The revenue contributed by Client B was less than 10% of the Group's revenue for the year ended 31 December 2024.

#### 4. REVENUE AND OTHER INCOME

An analysis of revenue and other income are as follows:

	2025 S\$'000	2024 S\$'000
Revenue from contracts with customers:		
Human resources outsourcing services	43,806	49,788
Human resources recruitment services	292	812
Other human resources support services ( <i>Note</i> )	109	123
	<u>44,207</u>	<u>50,723</u>

*Note:* Other human resources support services included referral services and payroll processing services.

	2025 S\$'000	2024 S\$'000
Timing of revenue recognition:		
Over time	43,806	49,788
At a point in time	401	935
	<u>44,207</u>	<u>50,723</u>

All revenue contracts are for period of one year or less.

	2025 S\$'000	2024 S\$'000
<b>Other income</b>		
Operational support income	149	96
Interest income	263	133
Dividend income	126	128
Sundry income	9	22
Government grants		
– Progressive Wage Credit Scheme (PWCS)	959	5,139
– Others	133	180
	<u>1,092</u>	<u>5,319</u>
	<u>1,639</u>	<u>5,698</u>

## 5. PROFIT BEFORE TAX

The Group's profit before tax is arrived at after charging/(crediting):

	2025 <i>S\$'000</i>	2024 <i>S\$'000</i>
Cost of services:		
Salaries and bonuses	33,148	39,153
Defined contribution retirement plan	4,841	5,018
Other employee-related expenses	3,234	2,417
	<u>41,223</u>	<u>46,588</u>
Staff costs:		
Directors' emoluments	1,095	1,076
Other staff costs (excluding directors' emoluments):		
– Salaries and bonuses	1,529	2,565
– Defined contribution retirement plan	172	277
– Short-term benefits	114	203
	<u>2,910</u>	<u>4,121</u>
Total staff costs	<u>44,133</u>	<u>50,709</u>
Auditors' remuneration:		
– Audit service	126	120
– Non-audit services	12	12
Expenses relating to short-term lease	16	12
Net fair value (gain)/loss on other financial assets	(4)	63
Net allowance for/(reversal of allowance for) expected credit loss ("ECL") on financial assets:		
– Trade receivables	126	231
– Other receivables	104	123
	<u>230</u>	<u>354</u>

## 6. INCOME TAX EXPENSE

Pursuant to the rules and regulations of the Cayman Islands and the British Virgin Islands, the Group is not subject to any income tax in the Cayman Islands and the British Virgin Islands.

Hong Kong Profits Tax is calculated at 16.5% of the estimated assessable profit for both years. No Hong Kong Profits Tax has been provided since no assessable profit arose in Hong Kong for the years ended 31 December 2025 and 2024.

The Singapore statutory income tax rate is calculated at 17% during the years ended 31 December 2025 and 2024. Income tax expense for the Group relates wholly to the profits of the subsidiaries, which were taxed at a statutory tax rate of 17% in Singapore.

	2025 <i>S\$'000</i>	2024 <i>S\$'000</i>
Current tax:		
– Charge for the year	171	725
– Over provision in prior year	(2)	(27)
Deferred tax		
– Current year	1	(5)
– Under provision in prior year	–	5
	<u>170</u>	<u>698</u>
Income tax expense	<u><u>170</u></u>	<u><u>698</u></u>

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

	2025 <i>S\$'000</i>	2024 <i>S\$'000</i>
Profit before tax	<u>188</u>	<u>3,982</u>
Tax at the applicable income tax rate	33	681
Income not subject to tax	(2)	(118)
Expenses not deductible for tax	159	80
Effect of partial tax exemption (i)	(17)	(17)
Corporate income tax rebate (ii)	(29)	(38)
Tax losses not recognised	28	132
Over provision in prior year – current tax	(2)	(27)
Under provision in prior year – deferred tax	–	5
	<u>170</u>	<u>698</u>
Income tax expense	<u><u>170</u></u>	<u><u>698</u></u>

In Singapore:

- (i) the partial tax exemption scheme allows for (i) 75% tax exemption on the first S\$10,000 (2024: S\$10,000) of normal chargeable income; and a further 50% tax exemption on the next S\$190,000 (2024: S\$190,000) of normal chargeable income.
- (ii) the corporate income tax (CIT) rebate was 40% (2024: 50%) of the tax payable, capped at S\$30,000 (2024: S\$40,000), net of a CIT rebate cash grant of S\$1,500 (2024: S\$2,000).

Income not subject to tax in 2025 mainly relates to certain government grants income which are not taxable in nature (2024: certain government grants income which are taxable in the year of receipt).

Expenses not deductible for tax in 2025 mainly relate to net allowance for ECL on financial assets and depreciation of non-qualifying plant and equipment (2024: net allowance for ECL on financial assets, depreciation of non-qualifying plant and equipment, and fair value loss on other financial assets).

At the end of the reporting period, the Group has unused tax losses of approximately S\$2,554,000 (2024: S\$2,385,000) arising from Singapore and Hong Kong available for offset against future profits. No deferred tax asset has been recognised due to the unpredictability of future profit streams. The tax losses may be carried forward indefinitely.

## 7. EARNINGS PER SHARE

	<b>2025</b>	2024
	<b>S\$'000</b>	S\$'000
Profit for the year attributable to the owners of the Company	<b>18</b>	3,284
	<b>'000</b>	'000
Weighted average number of ordinary shares for the purpose of calculating basic earnings per share ( <i>Note</i> )	<b>600,000</b>	600,000

*Note:* The calculation of basic earnings per share is based on the profit for the year attributable to owners of the Company of approximately S\$18,000 (2024: S\$3,284,000) and the weighted average number of 600,000,000 (2024: 600,000,000) ordinary shares in issue during the year ended 31 December 2025.

The dilutive earnings per share is the same as the basic earnings per share because there were no potential dilutive ordinary shares in issue during both years.

## 8. TRADE RECEIVABLES

	2025 S\$'000	2024 S\$'000
Contract assets	3,315	4,045
Trade receivables		
– Non-related parties	1,208	2,504
– Related parties	428	168
	<u>1,636</u>	<u>2,672</u>
	<u>4,951</u>	<u>6,717</u>
Less: Allowance for ECL		
– Non-related parties	–	(143)
– Related parties	(384)	(164)
	<u>(384)</u>	<u>(307)</u>
	<u><u>4,567</u></u>	<u><u>6,410</u></u>

Trade receivables are non-interest-bearing and generally have a credit period of 30-60 days.

As at 31 December 2025, S\$4,540,000 (2024: S\$6,400,000) of trade receivables are denominated in Singapore dollars. The remaining balances of S\$27,000 (2024: S\$10,000) are denominated in Hong Kong dollars.

### Contract assets:

As at 1 January 2025, the Group's gross contract assets related to revenue from contracts with customers amounted to S\$4,045,000 (2024: S\$2,183,000).

Contract assets relate primarily to the Group's right to consideration for work completed but not billed at the reporting date. The contract assets are transferred to trade receivables when the Group invoices the customer.

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

	2025 S\$'000	2024 S\$'000
Contract asset reclassified to trade receivables	(4,045)	(2,183)
Increased due to work performed yet billed during the financial year	3,315	4,045
	<u><u>3,315</u></u>	<u><u>4,045</u></u>

An aged analysis of the trade receivables, net of allowance for ECL, as at 31 December 2025 and 2024, based on the due date, is as follows:

	<b>2025</b>	2024
	<i>S\$'000</i>	<i>S\$'000</i>
Neither past due nor impaired ( <i>Note</i> )	<b>4,362</b>	6,220
Less than 30 days past due	<b>202</b>	150
31 to 60 days past due	<b>3</b>	40
61 to 90 days past due	–	–
More than 90 days past due	–	–
	<hr/>	<hr/>
Total	<b>4,567</b>	6,410
	<hr/> <hr/>	<hr/> <hr/>

*Note:* As at 31 December 2025, S\$3,315,000 (2024: S\$4,045,000) of the balance represents the Group's unconditional right to consideration, in which invoices have not been issued.

## 9. OTHER PAYABLES AND ACCRUALS

	<b>2025</b>	2024
	<i>S\$'000</i>	<i>S\$'000</i>
GST payables (net)	<b>846</b>	994
Contract liabilities	<b>14</b>	33
Other accrued expenses	<b>616</b>	688
	<hr/>	<hr/>
	<b>1,476</b>	1,715
	<hr/> <hr/>	<hr/> <hr/>

As at 31 December 2025, other payables and accruals (excluding GST payables (net) and contract liabilities) of S\$292,000 (2024: S\$251,000) are denominated in Singapore dollars. The remaining balances of S\$324,000 (2024: S\$437,000) are denominated in Hong Kong dollars.

### Contract liabilities:

As at 1 January 2025, the Group's gross contract liabilities related to revenue from contracts with customers amounted to S\$33,000 (2024: S\$11,000).

Significant changes in the contract liabilities during the year are as follows:

	<b>2025</b>	2024
	<i>S\$'000</i>	<i>S\$'000</i>
Increases due to cash received, excluding amounts recognised as revenue during the year	<b>14</b>	33
	<hr/> <hr/>	<hr/> <hr/>

Revenue recognised in current period that was included in contract liabilities at the beginning of the financial year was S\$33,000 (2024: S\$11,000).

## 10. MATERIAL RELATED PARTY TRANSACTIONS

(A) In addition to the transactions detailed elsewhere in these consolidated financial statements, the Group has the following transactions with related parties during the reporting period.

Name of related company	Nature	Relationship with the Group	Notes	2025 S\$'000	2024 S\$'000
Recurring:					
Agensi Pekerjaan BGC Group (Malaysia) Sdn. Bhd. (“BGC Malaysia”)	Operational support income ( <i>Note 5</i> )	Common director and shareholder	(i),(iii)	31	–
BGC Malaysia	Operational support fee	Common director and shareholder	(i),(iii)	(34)	–
BGC Malaysia	Referral fee expenses	Common director and shareholder	(i),(iii)	–	(25)
BGC Outsourcing Sdn. Bhd. (“BGC Outsourcing Malaysia”)	Human resources outsourcing services income ( <i>Note 5</i> )	Common director and shareholder	(ii),(iii)	260	121
BGC Outsourcing Malaysia	Operational support income ( <i>Note 5</i> )	Common director and shareholder	(ii),(iii)	118	96
BGC Outsourcing Malaysia	Employer of record service fee	Common director and shareholder	(ii),(iii)	(369)	(197)
BGC Outsourcing Malaysia	Operational support fee	Common director and shareholder	(ii),(iii)	(259)	(340)

*Notes:*

- i. Mr. Chew is the director of BGC Malaysia and the Company and BGC Malaysia is owned as to 17.5% (2024: 17.5%) by Mr. Chew.
- ii. Mr. Chew is the director of BGC Outsourcing Malaysia and the Company and BGC Outsourcing Malaysia is owned as to 17.5% (2024: 17.5%) by Mr. Chew.
- iii. On 1 January 2020, the Company entered into a shared services agreement with BGC Malaysia and BGC Outsourcing Malaysia for the shared services. This transaction falls within the de minimis criteria of a connected transaction and is fully exempt from the reporting, announcement and shareholders’ approval requirements under the GEM Listing Rules. In the opinion of the Directors, the transactions were conducted in the normal course of business and based on the terms mutually determined and agreed by the respective parties.

## (B) COMPENSATION OF KEY MANAGEMENT PERSONNEL

Key management personnel compensation comprised:

	2025	2024
	<i>S\$'000</i>	<i>S\$'000</i>
Directors' fees	162	152
Salaries, allowances and benefits in kind	806	803
Discretionary bonuses	446	462
Defined contribution retirement plan	67	61
	<u>1,481</u>	<u>1,478</u>

## 11. SHARE CAPITAL

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

	Number of shares	Amount	
		<i>HK\$'000</i>	<i>S\$'000</i>
Ordinary share of HK\$0.01 each Authorised: As at 1 January 2024, 31 December 2024, 1 January 2025 and 31 December 2025	<u>1,500,000,000</u>	<u>15,000</u>	<u>2,632</u>
Issued and fully paid: As at 1 January 2024, 31 December 2024, 1 January 2025 and 31 December 2025	<u>600,000,000</u>	<u>6,000</u>	<u>1,053</u>

## 12. DIVIDENDS

The directors of the Company do not propose any payment of final dividend for the years ended 31 December 2025 and 2024.

## 13. EVENTS AFTER THE REPORTING PERIOD

As from 31 December 2025 to the date of this announcement, no significant events have occurred.

## **MANAGEMENT DISCUSSION AND ANALYSIS**

### **BUSINESS REVIEW AND OUTLOOK**

We are a Singapore-based human resources service provider principally engaged in human resources outsourcing services (including Business Process Outsourcing (“BPO”), Employer of Record, and HR BPO) and recruitment services (including Executive Search, Permanent, and Contract Placement).

During the year, the Group experienced a shift in business activity, driven primarily by a reduction in outsourcing volumes from public sector clients following the normalisation of demand from prior years. This resulted in a more competitive operating environment and a change in business mix across both outsourcing and recruitment segments.

In response, the Group undertook measures to streamline operations and recalibrate its cost structure, with a focus on improving deployment efficiency, tightening project selection, and prioritising engagements with stronger margin profiles. At the same time, we continued to strengthen capabilities in payroll outsourcing, compliance support, and employer-of-record services to align with evolving client needs.

Looking ahead, demand for workforce solutions is expected to remain selective, with clients continuing to prioritise flexibility, cost efficiency, and access to specialised talent. Opportunities are expected to persist in outsourcing solutions that support regulatory compliance and workforce scalability, as well as in targeted recruitment for specialised roles.

The Group will continue to focus on operational discipline, resource optimisation, and capability development, with an emphasis on higher-quality and sustainable revenue streams. We remain committed to strengthening our core segments and positioning the business to capture opportunities as demand stabilises.

### **FINANCIAL REVIEW**

#### **Revenue**

The Group’s overall revenue decreased by approximately S\$6.5 million, or 12.8%, from S\$50.7 million in 2024 to S\$44.2 million in 2025.

#### **Human Resources Outsourcing Services**

The Group’s revenue from human resources outsourcing services decreased by approximately S\$6.0 million to S\$43.8 million (2024: S\$49.8 million), which was mainly due to reduced contractor deployment volumes following lower job orders from Singapore government agencies and the private sector amidst a more cautious hiring environment.

## **Human Resources Recruitment Services**

Revenue from human resources recruitment services decreased by approximately S\$0.5 million to S\$0.3 million (2024: S\$0.8 million), reflecting fewer permanent placements in the private sector as corporate clients adopted a “replacement-only” hiring stance.

## **Other Human Resources Support Services**

Revenue from other human resources support services, which included HR and payroll outsourcing services, remained relatively stable at S\$0.1 million (2024: S\$0.1 million).

## **Cost of Services**

The Group’s cost of services decreased by approximately S\$5.4 million, or 11.6%, to S\$41.2 million (2024: S\$46.6 million), broadly in line with the decline in revenue, as these costs are largely variable in nature and driven by contractor-related expenses.

## **Gross Profit And Gross Profit Margin**

Gross profit decreased to approximately S\$3.0 million (2024: S\$4.1 million). Gross profit margin declined to 6.8% (2024: 8.1%), mainly due to a change in revenue segment and continued pricing pressures in a competitive environment.

## **Other Income**

Other income decreased significantly by approximately S\$4.1 million, or 71.9%, to S\$1.6 million (2024: S\$5.7 million). This was primarily due to lower government grants recognised during the year. In 2024, the Group recognised approximately S\$5.1 million of Singapore government grants under PWCS, including amounts relating to qualifying years 2022 to 2024. In contrast, approximately S\$1.0 million of PWCS grants were recognised in 2025, comprising approximately S\$0.5 million relating to qualifying year 2025 and approximately S\$0.5 million relating to qualifying year 2024, the latter arising from a true-up of prior year estimates.

## **Staff Costs, Administrative And Other Operating Expenses**

The Group’s staff costs, administrative, and other operating expenses decreased by approximately S\$1.2 million, or 24.0%, to S\$3.8 million (2024: S\$5.0 million). This reduction was mainly attributable to lower staff costs following a decrease in headcount, with the Group’s internal workforce reduced from 38 employees as at 31 December 2024 to 21 employees as at 31 December 2025, in line with cost optimisation initiatives.

## **Depreciation**

Total depreciation expenses for plant and equipment and right-of-use assets remained relatively stable at approximately S\$0.4 million (2024: S\$0.4 million).

## **Profit For The Year**

As a result of the above, the Group recorded a profit of approximately S\$18,000 for the year ended 31 December 2025, compared to S\$3.3 million in 2024. The decrease of approximately S\$3.3 million was primarily attributable to the significant reduction in government grants recognised during the year, alongside lower gross profit arising from reduced revenue and margin compression, partially offset by the Group's successful initiatives in reducing internal operating overheads.

## **FINANCIAL RESOURCES, LIQUIDITY AND GEARING**

As at 31 December 2025:

- (a) the Group's total assets decreased to approximately S\$29.0 million (2024: S\$31.4 million) while the total equity remained constant at approximately S\$23.5 million (2024: S\$23.5 million);
- (b) the Group's current assets decreased to approximately S\$28.7 million (2024: S\$30.7 million) while the current liabilities decreased to approximately S\$5.5 million (2024: S\$7.6 million);
- (c) the Group had approximately S\$20.9 million (2024: S\$20.8 million) in fixed deposits, cash and cash equivalents available and the current ratio of the Group was approximately 5.2 (2024: 4.0);
- (d) the Group did not have any bank borrowings (2024: Nil); and
- (e) the gearing ratio (being the total of lease liabilities divided by total equity attributable to the owners of the Company) was 1.2% (2024: 3.0%).

## **CAPITAL EXPENDITURE**

Capital expenditure for the year ended 31 December 2025 amounted to approximately S\$17,000 (2024: S\$53,000). As at 31 December 2025 and 2024, the Group did not have any outstanding capital commitments.

## SIGNIFICANT INVESTMENTS

As at 31 December 2025, the Group held units in quoted investment funds mandatorily measured at fair value through profit or loss (“FVPL”) with carrying value of approximately S\$2.4 million (2024: S\$2.4 million).

The movements in the other financial assets held by the Group during the year ended 31 December 2025 are as below:

	<b>1 January 2025 (audited) S\$'000</b>	<b>Addition during the year ended 31 December 2025 S\$'000</b>	<b>Disposal during the year ended 31 December 2025 S\$'000</b>	<b>Fair value change measured at FVPL S\$'000</b>	<b>31 December 2025 S\$'000</b>
Financial assets measured at FVPL					
– Quoted investment funds	2,399	–	–	4	2,403

The Group held SGD U.S. dollar-denominated units in quoted investment funds of issuers domiciled within and outside the U.S. through Bank Julius Baer & Co. Ltd.. The quoted investment funds recorded net fair value gain of approximately S\$4,000 for the year ended 31 December 2025 (2024: loss of S\$63,000) mainly attributed to the volatilities of the PIMCO Global Investors Series PLC and AB FCP-American income funds.

The cash surplus reserves were invested in the other financial assets as part of our treasury operations to improve the yield of the Group’s cash surpluses.

The details of the units of quoted investment funds measured at FVPL are as below:

Name of funds	Investment strategy	Investment Cost S\$'000	Fair value as at 31 December 2025 S\$'000	Dividend	Expected rate of return	Maturity date	Redemption
				received for the year ended 31 December 2025 S\$'000			
Pacific Investment Management Company (“PIMCO”): Global Investors Series PLC Income Fund (SGD-Hedged)	The fund’s exposure is in the global bond markets, primarily in the United States.	1,000	927	66	No fixed rate of return	No fixed maturity	To redeem on any dealing day.
AllianceBernstein (“AB”) FCP – American Income Portfolio (SGD-Hedged)	The fund solely invests in U.S. dollar-denominated fixed income securities of issuers domiciled within and outside the United States.	800	734	31	No fixed rate of return	No fixed maturity	To redeem on any dealing day.
J.P. Morgan Asset Management: JP Morgan Income Fund C (div) – SGD (Hedged)	The fund’s exposure is mainly in convertible bonds and debt securities predominantly in the United States.	800	742	29	No fixed rate of return	No fixed maturity	To redeem on any dealing day.
<b>Other financial assets</b>		<b>2,600</b>	<b>2,403</b>	<b>126</b>			

Save as disclosed above, the Group did not hold any other significant financial investments as at 31 December 2025.

## **CONTINGENT LIABILITIES**

As at 31 December 2025, the Group did not have any significant contingent liabilities (2024: Nil).

## **EMPLOYEES AND REMUNERATION POLICIES**

As at 31 December 2025, the Group had 21 full-time employees, excluding outsourced personnel (31 December 2024: 38). The Group's employees are remunerated based on individual performance, qualifications, and experience. In addition to basic salaries, discretionary bonuses may be awarded, taking into account the Group's performance, individual contributions, and prevailing market conditions. Total staff costs, including Directors' remuneration, amounted to approximately S\$44.1 million for the year ended 31 December 2025 (2024: S\$50.7 million), largely reflecting the variable nature of manpower costs associated with the Group's outsourcing business, as well as the reduction in internal headcount during the year.

The Group maintains a share option scheme for the purpose of providing incentives and rewards to the participants for their contributions to the Group. As at the date of this annual result announcement, no option has been granted under the share option scheme.

The Group also provided training and courses to its employees to facilitate self-improvement and enhance their professional skills.

## **INDEBTEDNESS AND CHARGES ON GROUP ASSETS**

As at 31 December 2025, the Group had charges on the fixed deposits of approximately S\$750,000 (2024: S\$750,000).

## **MATERIAL ACQUISITION OR DISPOSAL OF SUBSIDIARIES**

During the year ended 31 December 2025, there had been no material acquisition or disposal of subsidiaries or associated companies of the Company.

## **COMPLIANCE WITH LAWS AND REGULATIONS**

During the year ended 31 December 2025, the Group had been in compliance with all the laws and regulations that are applicable to the business operations of the Group.

## **FOREIGN EXCHANGE EXPOSURE**

The Group transacts mainly in Singapore dollars, which is the functional currency of the majority of the Group's operating subsidiaries. The Group is not exposed to significant foreign exchange risk and has not employed any financial instrument for hedging; however, the Group has retained some proceeds from the Share Offer (as defined below) in Hong Kong dollars which contributed to an unrealised foreign exchange loss of approximately S\$13,000 (2024: gain of S\$3,000) as Hong Kong dollars weakened against Singapore dollars. The Group will review and monitor from time to time the risk relating to foreign exchange whenever applicable.

## **POSSIBLE RISK EXPOSURE**

All the risks relating to the Group's business have been set out in the prospectus of the Company dated 28 June 2017 (the "**Prospectus**") under the section headed "Risk factors".

## **DIVIDENDS**

The Directors do not recommend the payment of a final dividend for the year ended 31 December 2025 (2024: Nil).

## **FUTURE PLANS FOR MATERIAL INVESTMENTS OR CAPITAL ASSETS**

Save as disclosed in the Prospectus and in this annual result announcement, the Group did not have other plan for material investments or capital assets as of 31 December 2025.

## **USE OF PROCEEDS FROM THE SHARE OFFER**

The Company was successfully listed on GEM on 17 July 2017 by way of share offer of 15,000,000 public offer Shares and 135,000,000 placing Shares at the price of HK\$0.45 per Share (the "**Share Offer**"). The net proceeds raised from the Share Offer were approximately HK\$43.4 million (approximately S\$7.7 million) after deducting listing-related expenses.

An analysis of the amount utilised up to 31 December 2025 is set out below:

	<b>Planned use of Net Proceeds (as stated in the Prospectus) in respect of business objectives from the Listing Date (i.e. 17 July 2017) to 31 December 2025</b>	<b>Actual utilised amount up to 31 December 2025</b>		<b>Unutilised amount as at 31 December 2025 (Note 2)</b>	<b>Expected timeline for utilising the remaining Net Proceeds (Notes 1 and 2)</b>
	<i>HK\$ million</i>	<i>HK\$ million</i>	<i>Notes</i>	<i>HK\$ million</i>	<i>HK\$ million</i>
Expanding our human resources outsourcing and recruitment services in Singapore	23.0	(13.8)	3	9.2	Expected to be fully utilised on or before 31 December 2026
Expanding our human resources recruitment services in Hong Kong	5.0	(4.4)	4	0.6	Expected to be fully utilised on or before 31 December 2026
Enhancing our brand awareness	5.8	(5.8)		–	
Enhancing our IT system to support our business operations	5.5	(4.5)	5	1.0	Expected to be fully utilised on or before 31 December 2026
Working capital and other general corporate purposes	4.1	(4.1)		–	
	<u>43.4</u>	<u>(32.6)</u>		<u>10.8</u>	

*Notes:*

1. The expected timeline for utilising the remaining Net Proceeds is made based on the best estimation of the Company, taking into account the prevailing and future market conditions and business developments. This timeline remains subject to change based on the Group's evolving operational needs.
2. The unutilised Net Proceeds from the Listing are expected to be used in accordance with the plans disclosed in the Prospectus. The original timeline has been adjusted to reflect the Group's disciplined approach to capital expenditure amidst cautious global economic sentiments. Throughout 2025, the Group prioritised the optimisation of existing resources over aggressive expansion to ensure a stable financial position, meaning certain allocations have been deferred to align with the current pace of market demand and corporate hiring cycles.
3. Up to 31 December 2025, approximately HK\$13.8 million of the Net Proceeds was utilised for expanding our human resources outsourcing and recruitment services within the information and communication technology, retail, and food & beverage industries in Singapore. While the Group continues to strengthen its IT-related recruitment capabilities to meet the digital transformation needs of its clients, the Group has adopted a phased approach to venturing into the broader business process outsourcing (BPO) industry in Singapore to ensure optimal resource allocation.
4. The Group has adopted a prudent approach regarding the utilisation of Net Proceeds for expanding its presence in Hong Kong, prioritising operational break-even and capital preservation. This cautious stance is a strategic response to the challenging local business environment observed throughout 2025, marked by cautious corporate hiring sentiments and a softened talent market in the consumer and professional services sectors. Amidst prevailing global economic volatility and shifting regional demand, the Group has elected to maintain its current scale of operations in Hong Kong rather than pursue aggressive expansion, ensuring that resources remain available for more resilient growth opportunities in other core markets.
5. Up to 31 December 2025, approximately HK\$4.5 million of the Net Proceeds was utilised for enhancing our IT systems and upgrading computer hardware to support digitised business operations. As the Group continues to prioritise operational efficiency and data security, we are currently evaluating further strategic investments in automated recruitment tools to better serve our regional entities.

The remaining Net Proceeds as at 31 December 2025 had been placed in interest-bearing deposits in banks in Singapore.

## **CONTINUING CONNECTED TRANSACTIONS**

None of the related party transactions under the applicable accounting standards for preparing the Group's consolidated financial statements constitute connected transactions or continuing connected transactions that is subject to, among other things, the reporting, announcement or independent Shareholders' approval requirements under Chapter 20 of the GEM Listing Rules, and the Company has complied with the disclosure requirements under Chapter 20 of the GEM Listing Rules.

## OTHER INFORMATION

### DISCLOSURE OF INTERESTS

#### Directors' And Chief Executive's Interests And Short Positions In The Shares, Underlying Shares And Debentures Of The Company And Its Associated Corporations

As at 31 December 2025, the interests and short positions of the Directors and the chief executive of the Company in the Shares, underlying Shares and debentures of the Company or its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) (the "SFO")), which were required: (a) to be notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests and short positions in which they are taken or deemed to have under such provisions of the SFO); or (b) pursuant to section 352 of the SFO, to be entered in the register referred to therein (the "Register"); or (c) pursuant to the required standard of dealings by the Directors as referred to in Rule 5.46 of the GEM Listing Rules, to be notified to the Company and the Stock Exchange were as follows:

#### LONG POSITION IN SHARES

Name of Directors	Capacity/Nature of interest	Percentage of	
		Number of Shares held	issued share capital of the Company
Mr. Chew Chee Kian	Interest in a controlled corporation ( <i>Note (i)</i> )	288,000,000	48.00%
	Beneficial owner ( <i>Note (ii)</i> )	1,735,000	0.29%
		<u>289,735,000</u>	<u>48.29%</u>
Ms. Yong Yuet Han	Interest of spouse ( <i>Note (i) and (ii)</i> )	289,735,000	48.29%

*Note:*

- (i) These Shares are held by Omnipartners Holdings Limited, which is owned as to 80% by Mr. Chew Chee Kian and 20% by Ms. Yong Yuet Han. Accordingly, Mr. Chew Chee Kian is deemed to be interested in 288,000,000 Shares held by Omnipartners Holdings Limited by virtue of the SFO. Mr. Chew Chee Kian and Ms. Yong Yuet Han are spouses and both of them are executive Directors. Ms. Yong Yuet Han is deemed to be interested in the Shares held by Mr. Chew Chee Kian under the SFO.
- (ii) During the year ended 31 December 2024, Mr. Chew Chee Kian purchased 1,735,000 Shares in his own capacity. Mr. Chew Chee Kian and Ms. Yong Yuet Han are spouses and both of them are executive Directors. Ms. Yong Yuet Han is deemed to be interested in the Shares held by Mr. Chew Chee Kian.

Save as disclosed above, as at 31 December 2025, none of the Directors and the chief executive of the Company had any interests or short positions in any Shares, underlying Shares or debentures of the Company or any of its associated corporations (within the meaning of Part XV of the SFO which would have to be notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests and short positions in which they are taken or deemed to have under such provisions of the SFO) or which were required, pursuant to section 352 of the SFO, to be entered in the Register, or were required, pursuant to the required standard of dealings by the Directors as referred to in Rule 5.46 of the GEM Listing Rules to be notified to the Company and the Stock Exchange.

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

So far as the Directors are aware as at 31 December 2025, the following persons/entities other than a Director or the chief executive of the Company had interests or short positions in the Shares and underlying Shares, which would fall to be disclosed to the Company under the provisions of Divisions 2 and 3 of Part XV of the SFO, or which were recorded in the register of the Company required to be kept under section 336 of the SFO, or who were directly or indirectly interested in 5% or more of the issued voting shares of the Company or any other members of the Group:

### **LONG POSITION IN THE SHARES**

<b>Name</b>	<b>Capacity/Nature of interest</b>	<b>Number of Shares held</b>	<b>Percentage of issued share capital of the Company</b>
Omnipartners Holdings Limited	Beneficial owner ( <i>Note</i> )	288,000,000	48.00%

*Note:*

The entire issued share capital of Omnipartners Holdings Limited is owned as to 80% by Mr. Chew Chee Kian and 20% by Ms. Yong Yuet Han.

Save as disclosed above, as at 31 December 2025, the Directors were not aware of any persons who/entities which had any interest or short position in the securities in the Company that would fall to be disclosed to the Company under the provisions of Divisions 2 and 3 of Part XV of the SFO, or which would be recorded in the Register required to be kept under section 336 of the SFO.

## SHARE OPTION SCHEME

The Company adopted a share option scheme (the “**Scheme**”) on 21 June 2017. The terms of the Scheme are in accordance with the provisions of Chapter 23 of the GEM Listing Rules. The purpose of the Scheme is to enable the Group to grant options to selected participants as incentives or rewards for their contribution to the Group.

The Scheme is valid and effective for a period of ten years commencing on the date of adoption of the Scheme. Upon completion of the Share Offer, there were a total of 60,000,000 Shares, representing 10% of the issued Shares, available for issue under the Scheme.

No share option has been granted since the adoption of the Scheme and there was no share option outstanding as at 31 December 2025.

## 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 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 year ended 31 December 2025.

As set out in the Prospectus, the Company has adopted, among others, the following measures to manage the conflict of interests arising from competing business and to safeguard the interests of the shareholders: (i) the Company will disclose decisions on matters reviewed by the independent non-executive Directors relating to compliance and enforcement of the deed of non-competition dated 21 June 2017 entered into by the controlling shareholders in favour of the Company competing interests (“**Deed of Non-competition**”) in our annual report; and (ii) the controlling shareholders will make confirmation on compliance with their undertaking under the Deed of Non-competition in our annual report.

The Board would like to clarify that there were no conflicts of interests between the controlling shareholders and the Group arising from competing business for the year ended 31 December 2025. As such, the controlling shareholders confirmed that they have complied with their undertakings under the Deed of Non-competition.

The independent non-executive Directors have reviewed and confirmed that the controlling shareholders have complied with the non-competition undertakings under the Deed of Non-competition.

## **CORPORATE GOVERNANCE CODE**

Pursuant to code provision C.2.1 of the Corporate Governance Code set out in Appendix C1 to the GEM Listing Rules (the “CG Code”), the roles of chairman and chief executive should be segregated and should not be performed by the same individual. However, we do not have a separate chairman and chief executive, and Mr. Chew Chee Kian currently performs these two roles. The Board believes that vesting the roles of both chairman and chief executive in the same individual has the benefit of ensuring consistent leadership within the Group and enables more effective and efficient overall strategic planning for the Group. The Board considers that the balance of power and authority for the present arrangement will not be impaired and this structure will enable the Company to make and implement decisions promptly and effectively. The Board will continue to review and consider splitting the roles of chairman and chief executive of the Company at a time when it is appropriate and suitable by taking into account the circumstances of the Group as a whole.

The Company adopted the CG Code contained in Part 2 of Appendix C1 to the GEM Listing Rules as its own code of corporate governance. Save for the deviation from the code provision of C.2.1 of the CG Code, the Board is satisfied that the Company had complied with the code provisions of the CG Code during the year ended 31 December 2025.

## **DIRECTORS’ SECURITIES TRANSACTIONS**

The Company has adopted a code of conduct regarding securities transactions by the Directors on terms no less exacting than the required standard of dealings set out in Rules 5.48 to 5.67 of the GEM Listing Rules. The Company had also made specific enquiry of all the Directors and the Company was not aware of any non-compliance with the required standard of dealings and its code of conduct regarding securities transactions by the Directors during the year ended 31 December 2025.

## **PURCHASE, SALE OR REDEMPTION OF THE COMPANY’S LISTED SECURITIES**

During the year ended 31 December 2025, neither the Company nor any of its subsidiaries had purchased, sold or redeemed any of the Company’s listed securities.

## **AUDIT COMMITTEE**

The Company established the Audit Committee on 21 June 2017 with written terms of reference in compliance with the code provision D.3.3 of the CG Code. The primary duties of the Audit Committee are mainly to make recommendation to the Board on the appointment and removal of external auditors; review of financial statements and provide material advice in respect of financial reporting; and oversee internal control procedures of the Company.

The Audit Committee currently consists of three independent non-executive Directors, namely Mr. Tye Heng Seng Frederick, Mr. Phua Swee Hoe and Mr. Ong Kian Guan. Mr. Ong Kian Guan is the chairman of the Audit Committee.

The Audit Committee reviewed the engagement of an external independent consultant to provide internal audit function for the year ended 31 December 2025, which comprises, inter alia, enterprise risk assessment, review the internal control system and corporate governance compliance/practice of the Group. The Audit Committee also reviewed the interim and annual results of the Group for the year ended 31 December 2025, and is of the view that such statements and reports have been prepared in compliance with the applicable accounting standards, the GEM Listing Rules and other applicable legal requirements, and that adequate disclosure has been made.

## **PUBLICATION OF ANNUAL RESULTS AND ANNUAL REPORT**

This results announcement is published on the GEM website at [www.hkexnews.hk](http://www.hkexnews.hk) and the Company's website at [www.omnibridge.com.hk](http://www.omnibridge.com.hk). The annual report of the Company for the year ended 31 December 2025 will be despatched to the Shareholders and will be available on the respective websites of the Stock Exchange and the Company in due course.

By order of the Board  
**Omnibridge Holdings Limited**  
**Chew Chee Kian**  
*Chairman, Chief Executive Officer and  
Executive Director*

Hong Kong, 26 March 2026

*As at the date of this announcement, the executive Directors are Mr. CHEW Chee Kian and Ms. YONG Yuet Han, and the independent non-executive Directors are Mr. ONG Kian Guan, Mr. TYE Heng Seng Frederick and Mr. PHUA Swee Hoe.*

*This announcement will remain on the website of the Stock Exchange at [www.hkexnews.hk](http://www.hkexnews.hk) on the "Latest Listed Company Information" page for at least seven days from the date of its posting. This announcement will also be published and remains on the website of the Company at [www.omnibridge.com.hk](http://www.omnibridge.com.hk).*