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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)**

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

The board of directors (the “**Directors**”) of Metasurface Technologies Holdings Limited (the “**Company**”) is pleased to announce the consolidated financial results of the Company and its subsidiaries (collectively, the “**Group**”) for the year ended 31 December 2025. This announcement, containing the full text of the annual results of the Group for the year ended 31 December 2025, together with audited comparative figures for the year ended 31 December 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 annual results.

## 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 (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 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.*

## CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

For the year ended 31 December 2025

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

	Notes	2025 SGD'000	2024 SGD'000
Revenue	3	47,598	37,722
Cost of sales		<u>(29,906)</u>	<u>(24,856)</u>
<b>Gross profit</b>		<b>17,692</b>	12,866
Other income	4	1,427	2,741
Other gains/(losses), net			
— Allowance for expected credit loss*	5	(88)	(97)
— Others	5	5,334	1,189
Administrative expenses	6	<u>(10,670)</u>	<u>(10,320)</u>
<b>Operating profit</b>		<b>13,695</b>	6,379
Finance costs		(1,867)	(1,237)
Share of loss from an associate		<u>(248)</u>	<u>(438)</u>
<b>Profit before tax</b>	7	<b>11,580</b>	4,704
Income tax expenses	8	<u>(1,477)</u>	<u>(1,511)</u>
<b>Profit for the year</b>		<u><b>10,103</b></u>	<u>3,193</u>
<b>Profit for the year attributable to:</b>			
Owners of the Company		<u>10,103</u>	<u>3,193</u>
		<u><b>10,103</b></u>	<u>3,193</u>
<b>Other comprehensive income</b>			
<i>Item that may be reclassified to profit or loss</i>			
Currency translation differences on foreign operation		22	(110)
<i>Item that may be not reclassified to profit or loss</i>			
Fair value gains of financial assets at FVOCI	19(b)	<u>28,660</u>	<u>—</u>
<b>Total comprehensive income for the year</b>		<u><b>38,785</b></u>	<u>3,083</u>

## CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME (CONTINUED)

For the year ended 31 December 2025

	Notes	2025 SGD'000	2024 SGD'000
<b>Total comprehensive income for the year attributable to:</b>			
Owners of the Company		<u>38,785</u>	<u>3,083</u>
		<u><b>38,785</b></u>	<u><b>3,083</b></u>
<b>Earnings per share for profit attributable to owners of the Company</b>			
	10		
Basic and diluted earnings per ordinary share arising from (expressed in Singapore cents per share)		<b>6.74</b>	2.34

\* The FY2025 and FY2024 figures have been re-presented, as they were previously classified under "Administrative expenses". The change is to improve the presentation and comparability.

## CONSOLIDATED STATEMENT OF FINANCIAL POSITION

As at 31 December 2025

		31 December 2025	31 December 2024
	<i>Notes</i>	<i>SGD'000</i>	<i>SGD'000</i>
<b>Non-current assets</b>			
Property, plant and equipment	11	7,668	5,900
Prepayments		80	—
Right-of-use assets	13	24,056	25,951
Investment property	12	493	534
Goodwill		4,429	4,429
Intangible assets	14	1,704	1,993
Other assets		373	371
Other receivables			
— Amount due from a related party/an associate	16	1,924	2,783
Investment in an associate		—	895
Financial assets, at FVOCI	15	35,977	—
Deferred tax assets		247	614
		<u>76,951</u>	<u>43,470</u>
<b>Current assets</b>			
Inventories		6,950	6,076
Trade and other receivables	16	9,221	8,955
Prepayments		156	25
Cash and bank balances		22,263	17,974
		<u>38,590</u>	<u>33,030</u>
<b>Current liabilities</b>			
Trade and other payables	17	6,270	5,646
Borrowings	18	2,227	2,390
Lease liabilities		2,069	2,434
Contract liabilities		15	—
Income tax payable		1,124	1,186
		<u>11,705</u>	<u>11,656</u>
<b>Net current assets</b>		<u>26,885</u>	<u>21,374</u>

**CONSOLIDATED STATEMENT OF FINANCIAL POSITION (CONTINUED)***As at 31 December 2025*

		<b>31 December 2025</b>	31 December 2024
	<i>Notes</i>	<i>SGD'000</i>	<i>SGD'000</i>
<b>Non-current liabilities</b>			
Borrowing	18	67	145
Lease liabilities		23,211	24,613
Provisions		289	279
Deferred tax liabilities		368	395
		<u>23,935</u>	<u>25,432</u>
<b>Net assets</b>		<u>79,901</u>	<u>39,412</u>
<b>Equity</b>			
Share capital	19(a)	26	26
Accumulated profit/(losses)		7,179	(2,924)
Currency translation reserve		(242)	(264)
Capital reserve		35,951	34,247
Share premium		8,327	8,327
Fair value reserve	19(b)	28,660	—
<b>Total equity attributable to owners of the Company</b>		<u>79,901</u>	<u>39,412</u>

## CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the year ended 31 December 2025

	Share capital SGD'000	Accumulated losses SGD'000	Currency Translation reserve SGD'000	Share premium SGD'000	Fair Value reserve SGD'000	Capital Reserve SGD'000	Total SGD'000
<b>Balance as at 1 January 2025</b>	26	(2,924)	(264)	8,327	—	34,247	39,412
Profit for the year	—	10,103	—	—	—	—	10,103
Other comprehensive profit for the year, net of tax	—	—	22	—	28,660	—	28,682
Total comprehensive profit for the year	—	10,103	22	—	28,660	—	38,785
Transactions with owners: Share-based payment ( <i>Note 20</i> )	—	—	—	—	—	1,704	1,704
<b>Balance as at 31 December 2025</b>	<b>26</b>	<b>7,179</b>	<b>(242)</b>	<b>8,327</b>	<b>28,660</b>	<b>35,951</b>	<b>79,901</b>
<b>Balance as at 1 January 2024</b>	1	(6,117)	(154)	—	—	33,267	26,997
Profit for the year	—	3,193	—	—	—	—	3,193
Other comprehensive profit for the year, net of tax	—	—	(110)	—	—	—	(110)
Total comprehensive profit for the year	—	3,193	(110)	—	—	—	3,083
Transactions with owners: Issuance of shares upon listing	5	—	—	11,343	—	—	11,348
Capitalisation of shares	20	—	—	—	—	(20)	—
Capitalisation of listing expense	—	—	—	(3,016)	—	—	(3,016)
Reclassification of put option to equity	—	—	—	—	—	1,000	1,000
<b>Balance as at 31 December 2024</b>	<b>26</b>	<b>(2,924)</b>	<b>(264)</b>	<b>8,327</b>	<b>—</b>	<b>34,247</b>	<b>39,412</b>

## CONSOLIDATED STATEMENT OF CASH FLOWS

For the year ended 31 December 2025

	2025 <i>SGD'000</i>	2024 <i>SGD'000</i>
<b>NET CASH GENERATED FROM OPERATING ACTIVITIES</b>	<b><u>10,858</u></b>	<b><u>6,360</u></b>
<b>CASH FLOWS FROM INVESTING ACTIVITIES</b>		
Additions of property, plant and equipment	(2,674)	(1,097)
Additions of right-of-use assets	(63)	(423)
Sales proceeds from disposal of right-of-use assets	<u>190</u>	<u>—</u>
<b>NET CASH USED IN INVESTING ACTIVITIES</b>	<b><u>(2,547)</u></b>	<b><u>(1,520)</u></b>
<b>CASH FLOWS FROM FINANCING ACTIVITIES</b>		
Issuance of new shares	—	11,348
Payment of listing expenses	—	(1,204)
Interest paid	(1,083)	(1,209)
Payment of principal portion of lease liabilities	(2,570)	(2,870)
Proceeds from borrowings	—	110
Repayment of borrowings	(348)	(1,921)
Advances from a director	<u>—</u>	<u>(228)</u>
<b>NET CASH (USED IN)/GENERATED FROM FINANCING ACTIVITIES</b>	<b><u>(4,001)</u></b>	<b><u>4,026</u></b>
<b>NET INCREASE IN CASH AND CASH EQUIVALENTS</b>	<b>4,310</b>	<b>8,866</b>
<b>CASH AND CASH EQUIVALENTS AT BEGINNING OF THE YEAR</b>	<b>17,974</b>	<b>9,225</b>
<b>EFFECT OF CURRENCY TRANSLATION ON CASH AND CASH EQUIVALENTS</b>	<b><u>(21)</u></b>	<b><u>(117)</u></b>
<b>CASH AND CASH EQUIVALENTS AT END OF THE YEAR</b>	<b><u>22,263</u></b>	<b><u>17,974</u></b>

## NOTES TO THE CONSOLIDATED 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 initially listed (the “**Listing**”) on GEM of the Stock Exchange on 2 July 2024 (the “**Listing Date**”).

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

The 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 been reviewed by the Company’s audit committee.

### 2. BASIS OF PREPARATION

The consolidated financial statements for the year ended 31 December 2025 have been prepared in accordance with the International Financial Reporting Standards (“**IFRS Accounting Standards**”), which is a collective term that includes all applicable individual IFRS Accounting Standards, International Accounting Standards (“**IASs**”) and related Interpretations issued by the International Accounting Standards Board (“**IASB**”). In addition, the 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).

The accounting policies and methods of computation used in the preparation of the consolidated financial statements for the year ended 31 December 2025 are consistent with those adopted in preparing the accountant’s report 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 consolidated financial statements of the Group.

## 2. BASIS OF PREPARATION (CONTINUED)

### Material accounting policy information

The Group has adopted the same accounting policies and methods of computation in the preparation of the financial statements for the current reporting year compared with those of the audited financial statements for the year ended 31 December 2025.

- (a) Amendments to IFRS Accounting Standards effective for the financial year ending 31 December 2025 do not have a material impact on the Group.
- (b) The following new standards and amendments to standards have been published but are not yet effective for the current financial year and which the Group has not early adopted:

		<b>Effective for accounting periods beginning on or after</b>
Amendments to IFRS 9 and IFRS 7	Classification and Measurement of Financial Instruments	1 January 2026
Amendments to IFRS 1, IFRS 7, IFRS 9, IFRS 10 and IAS 7	Annual improvements to IFRS Accounting Standards — Volume 11	1 January 2026
Amendments to IFRS 9 and IFRS 7	Contracts Referencing Nature-dependent Electricity	1 January 2026
IFRS 18	Presentation and Disclosure in Financial Statements	1 January 2027
IFRS 19	Subsidiaries without Public Accountability Disclosures	1 January 2027
Amendments to IAS 21	Translation to a Hyperinflationary Presentation Currency	1 January 2027
Amendments to IFRS 10 and IAS 28	Sale or contribution of assets between an investor and its associate or joint venture	To be determined

## 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.

### 3. REVENUE AND SEGMENT INFORMATION (CONTINUED)

#### Revenue by service type (Continued)

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

	2025 <i>SGD'000</i>	2024 <i>SGD'000</i>
<b>Sales of goods and its related services:</b>		
Precision machining	24,874	17,077
Precision welding	<u>22,724</u>	<u>20,645</u>
	<u><u>47,598</u></u>	<u><u>37,722</u></u>

#### Revenue by customer sector

The Group's revenue is derived 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:

	2025 <i>SGD'000</i>	2024 <i>SGD'000</i>
Semiconductor	43,837	33,659
Aerospace	2,541	3,025
Data storage	1,163	786
Others <sup>(1)</sup>	<u>57</u>	<u>252</u>
	<u><u>47,598</u></u>	<u><u>37,722</u></u>

*Note:* Others mainly refer to marine, and oil and gas industry.

#### 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.").

### 3. REVENUE AND SEGMENT INFORMATION (CONTINUED)

#### Revenue by customer geographical location (Continued)

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

	2025 <i>SGD'000</i>	2024 <i>SGD'000</i>
Singapore	18,461	11,278
Malaysia	18,222	17,037
U.S.	5,286	5,734
Others <sup>(1)</sup>	5,629	3,673
	<u>47,598</u>	<u>37,722</u>

Note:

(1) Others mainly refer to Switzerland, Korea, Thailand and Taiwan.

The segment information for the reportable segments are as follows:

	Precision machining <i>S\$'000</i>	Precision welding <i>S\$'000</i>	Unallocated items <i>S\$'000</i>	Total <i>S\$'000</i>
<b>2025</b>				
<b>Sales</b>				
Total segment sales	30,184	22,925	—	53,109
Inter-segment sales	(5,310)	(201)	—	(5,511)
	<u>24,874</u>	<u>22,724</u>	<u>—</u>	<u>47,598</u>
Sales to external parties	<u>24,874</u>	<u>22,724</u>	<u>—</u>	<u>47,598</u>
<b>Adjusted EBITDA/(LBITDA)</b>	<u>12,336</u>	<u>5,805</u>	<u>(1,135)</u>	<u>17,006</u>
Depreciation of property, plant and equipment	719	258	—	977
Depreciation of right-of-use assets	2,138	114	—	2,252
Depreciation of investment property	41	—	—	41
Amortisation of intangible assets	—	289	—	289
<b>Segment assets</b>	<u>44,240</u>	<u>34,682</u>	<u>22</u>	<u>78,944</u>
Segment assets includes:				
Additions to:				
— right-of-use assets	479	380	—	859
— property, plant and equipment	1,195	1,479	—	2,674
<b>Segment liabilities</b>	<u>31,011</u>	<u>2,670</u>	<u>467</u>	<u>34,148</u>

### 3. REVENUE AND SEGMENT INFORMATION (CONTINUED)

#### Revenue by customer geographical location (Continued)

	<b>Precision machining</b> <i>S\$'000</i>	<b>Precision welding</b> <i>S\$'000</i>	<b>Unallocated items</b> <i>S\$'000</i>	<b>Total</b> <i>S\$'000</i>
<b>2024</b>				
<b>Sales</b>				
Total segment sales	20,858	20,799	—	41,657
Inter-segment sales	(3,782)	(153)	—	(3,935)
	<u>17,076</u>	<u>20,646</u>	<u>—</u>	<u>37,722</u>
<b>Sales to external parties</b>	<u>17,076</u>	<u>20,646</u>	<u>—</u>	<u>37,722</u>
<b>Adjusted EBITDA/(LBITDA)</b>	<u>4,316</u>	<u>8,075</u>	<u>(2,875)</u>	<u>9,516</u>
Depreciation of property, plant and equipment	859	124	—	983
Depreciation of right-of-use assets	2,160	103	—	2,263
Depreciation of investment property	41	—	—	41
Amortisation of intangible assets	—	288	—	288
<b>Segment assets</b>	<u>45,092</u>	<u>29,297</u>	<u>231</u>	<u>74,620</u>
Segment assets includes:				
Additions to:				
— right-of-use assets	2,083	—	—	2,083
— property, plant and equipment	293	804	—	1,097
<b>Segment liabilities</b>	<u>32,895</u>	<u>2,101</u>	<u>511</u>	<u>35,507</u>

### 3. REVENUE AND SEGMENT INFORMATION (CONTINUED)

#### (a) Reconciliations

##### (i) Segment profits

A reconciliation of adjusted EBITDA to profit before tax is as follows:

	2025 <i>SGD'000</i>	2024 <i>SGD'000</i>
Adjusted EBITDA for reportable segments	18,141	12,391
Adjusted LBITDA for unallocated items	(1,135)	(2,875)
Total adjusted EBITDA	17,006	9,516
Depreciation of properties, plant and equipment	(977)	(983)
Depreciation of right-of-use assets	(2,252)	(2,263)
Depreciation of investment property	(41)	(41)
Amortisation of intangible assets	(289)	(288)
Finance costs — net	(1,867)	(1,237)
	<u>11,580</u>	<u>4,704</u>

##### (ii) Segment assets

The amounts reported to the Group's CODM with respect to total assets are measured in a manner consistent with that of the announcements. All assets are allocated to reportable segments other than investment in an associate, financial assets at FVOCI, income tax assets and other assets.

Segment assets are reconciled to total assets as follows:

	2025 <i>SGD'000</i>	2024 <i>SGD'000</i>
Segment assets for reportable segments	78,922	74,389
Unallocated items	22	231
	<u>78,944</u>	<u>74,620</u>
Unallocated:		
Investment in an associate	—	895
Financial assets, at FVOCI	35,977	—
Deferred income tax assets	247	614
Other assets	373	371
	<u>37,597</u>	<u>1,880</u>
<b>Total assets</b>	<u><b>115,541</b></u>	<u><b>76,500</b></u>

### 3. REVENUE AND SEGMENT INFORMATION (CONTINUED)

#### (a) Reconciliations (Continued)

##### (iii) Segment liabilities

The amounts provided to the Group's CODM with respect to total liabilities are measured in a manner consistent with that of the announcement. These liabilities are allocated based on the operations of the segment. All liabilities are allocated to the reportable segments other than income tax liabilities.

Segment liabilities are reconciled to total liabilities as follows:

	2025 <i>SGD'000</i>	2024 <i>SGD'000</i>
Segment liabilities for reportable segments	33,681	34,996
Unallocated items	<u>467</u>	<u>511</u>
Total segment liabilities	<u>34,148</u>	<u>35,507</u>
Unallocated:		
Current income tax liabilities	1,124	1,186
Deferred income tax liabilities	<u>368</u>	<u>395</u>
<b>Total liabilities</b>	<b><u><u>35,640</u></u></b>	<b><u><u>37,088</u></u></b>

### 4. OTHER INCOME

	2025 <i>SGD'000</i>	2024 <i>SGD'000</i>
Rental income	454	1,348
Service income	171	894
Scrap material sales income	159	96
Government grants ( <i>Note 1</i> )	43	47
Interest income	576	291
Others	<u>24</u>	<u>65</u>
	<u><u>1,427</u></u>	<u><u>2,741</u></u>

#### 4. OTHER INCOME (CONTINUED)

*Note:*

1. Government grants consist of Senior Employment Credit, Progressive Wage Credit Scheme and CPF Transition Offset.

The Senior Employment Credit effected from 2023 to 2035, by 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.

The CPF Transition Offset was introduced to alleviate the rise in business costs due to the increase in CPF contribution rates for senior workers from 2022 to 2027.

There are no unfulfilled conditions or other contingencies attaching to these grants.

#### 5. OTHER GAINS/(LOSSES), NET

	2025 <i>SGD'000</i>	2024 <i>SGD'000</i>
Unrealised gains	2	12
Allowance for expected credit loss	(88)	(97)
Net currency exchange (losses)/gains	(1,345)	579
Gain on disposal of plant and equipment	—	238
Gain on disposal of right-of-use assets	7	42
Remeasurement gain arising from classification of an associate to an investment carried at fair value through other comprehensive income	6,397	—
Gain on dilution of shareholdings in an associate	273	318
	<u>5,246</u>	<u>1,092</u>

## 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, business development expenses, repair and maintenance costs, property tax and utilities.

	2025 <i>SGD'000</i>	2024 <i>SGD'000</i>
Directors' fees	74	37
Wages and salaries	4,236	3,816
Depreciation expenses	1,137	1,046
Amortisation expenses	289	288
Business development expenses	423	518
Share-based payments ( <i>Note 20</i> )	1,704	—
Listing expenses	—	2,604
Professional fees	800	449
Repair and maintenance costs	291	452
Property tax	216	205
Utilities	377	330
Insurance	336	137
Others	787	438
	<u>10,670</u>	<u>10,320</u>

## 7. PROFIT BEFORE INCOME TAX

	2025 <i>SGD'000</i>	2024 <i>SGD'000</i>
Profit before tax is stated after charging:		
(a) Staff costs (including directors' emoluments and share-based payments)		
— Salaries, wages, fees, and other benefits	12,256	8,985
— Contributions to defined contribution retirement plans	624	600
(b) Other items		
Depreciation for property, plant and equipment	977	983
Depreciation for investment property	41	41
Depreciation of right-of-use assets	2,252	2,263
Remeasurement gain arising from classification of an associate to an investment carried at fair value through other comprehensive income	(6,397)	—
Listing expenses	—	2,604
Utilities	1,241	1,151
	<u>1,241</u>	<u>1,151</u>

## 7. PROFIT BEFORE INCOME TAX (CONTINUED)

Employee benefit expenses was charged to profit or loss during the year ended 31 December 2025 and 31 December 2024 as set out below:

	2025 <i>SGD'000</i>	2024 <i>SGD'000</i>
Cost of sales	6,866	5,732
Administrative expenses	<u>6,014</u>	<u>3,853</u>
	<u><u>12,880</u></u>	<u><u>9,585</u></u>

## 8. INCOME TAX EXPENSES

	2025 <i>SGD'000</i>	2024 <i>SGD'000</i>
Current tax	1,137	1,143
Deferred tax	<u>340</u>	<u>368</u>
Income tax expenses	<u><u>1,477</u></u>	<u><u>1,511</u></u>

## 9. DIVIDENDS

The Board has not declared the payment of any dividend for the year ended 31 December 2025 (31 December 2024: Nil).

## 10. EARNINGS PER SHARE

	2025 <i>SGD'000</i>	2024 <i>SGD'000</i>
Profit for the year attributable to the owners of the Company	<u><u>10,103</u></u>	<u><u>3,193</u></u>
	<i>'000</i>	<i>'000</i>
Weighted average number of ordinary shares for the purpose of calculating basic earnings per share ( <i>Note</i> )	<u><u>150,000</u></u>	<u><u>136,500</u></u>

*Note:* The calculation of basic profit per share is based on the profit attributable to owners of the Company for the year of approximately S\$10,103,000 (2024: S\$3,193,000). The weighted average number of 150,000,000 (As at 31 December 2024: 136,500,000) ordinary shares have been retrospectively adjusted for the effect of the 117,403,489 shares capitalised and issuance of ordinary shares of 27,000,000 on 2 July 2024.

As at 31 December 2025, there were 5 million shares granted to a senior management of the Group, which remain unvested (2024: Nil). These outstanding shares granted will be settled through the transfer of shares from existing shareholders to the senior management. As a result, no potential dilutive ordinary shares arise from this transaction.

## 10. EARNINGS PER SHARE (CONTINUED)

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.

## 11. PROPERTY, PLANT AND EQUIPMENT

	Freehold land SGD'000	Freehold building SGD'000	Office equipment SGD'000	Other property, plant and equipment 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
<b>Cost</b>										
As at 1 January 2025	607	1,418	41	1,655	19,459	74	709	322	947	25,232
Additions	—	—	—	2,063	377	—	233	1	—	2,674
Reclassification	—	—	—	947	—	—	—	—	(947)	—
Currency translation difference	24	56	1	6	17	—	2	—	—	106
As at 31 December 2025	<u>631</u>	<u>1,474</u>	<u>42</u>	<u>4,671</u>	<u>19,853</u>	<u>74</u>	<u>944</u>	<u>323</u>	<u>—</u>	<u>28,012</u>
<b>Accumulated depreciation</b>										
As at 1 January 2025	—	226	41	1,292	16,976	69	428	300	—	19,332
Charge for the year	—	29	—	218	666	1	40	23	—	977
Currency translation difference	—	10	1	5	17	—	2	—	—	35
As at 31 December 2025	<u>—</u>	<u>265</u>	<u>42</u>	<u>1,515</u>	<u>17,659</u>	<u>70</u>	<u>470</u>	<u>323</u>	<u>—</u>	<u>20,344</u>
<b>Carrying amounts</b>										
As at 31 December 2025	<u>631</u>	<u>1,209</u>	<u>—</u>	<u>3,156</u>	<u>2,194</u>	<u>4</u>	<u>474</u>	<u>—</u>	<u>—</u>	<u>7,668</u>
<b>Cost</b>										
As at 1 January 2024	573	1,338	40	1,647	20,992	151	707	322	—	25,770
Additions	—	—	—	—	150	—	—	—	947	1,097
Disposal	—	—	—	—	(1,707)	(78)	—	—	—	(1,785)
Currency translation differences	34	80	1	8	24	1	2	—	—	150
As at 31 December 2024	<u>607</u>	<u>1,418</u>	<u>41</u>	<u>1,655</u>	<u>19,459</u>	<u>74</u>	<u>709</u>	<u>322</u>	<u>947</u>	<u>25,232</u>
<b>Accumulated depreciation</b>										
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	—	—	—	—	(1,692)	(65)	—	—	—	(1,757)
Currency translation differences	—	12	1	7	24	—	2	—	—	46
As at 31 December 2024	<u>—</u>	<u>226</u>	<u>41</u>	<u>1,292</u>	<u>16,976</u>	<u>69</u>	<u>428</u>	<u>300</u>	<u>—</u>	<u>19,332</u>
<b>Carrying amount</b>										
As at 31 December 2024	<u>607</u>	<u>1,192</u>	<u>—</u>	<u>363</u>	<u>2,483</u>	<u>5</u>	<u>281</u>	<u>22</u>	<u>947</u>	<u>5,900</u>

## 12. INVESTMENT PROPERTY

SGD'000

### Cost

As at 1 January 2025 and 31 December 2025

1,150

### Accumulated depreciation

As at 1 January 2025

(616)

Charge for the year

(41)

As at 31 December 2025

(657)

### Carrying amounts

As at 31 December 2025

493

### 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

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. The fair value of the investment property was approximately S\$0.95 million based on a valuation conducted by an independent property valuer.

### 13. RIGHT-OF-USE ASSETS

	Leasehold property <i>S\$'000</i>	Machineries <i>S\$'000</i>	Motor vehicles <i>S\$'000</i>	Total <i>S\$'000</i>
<b>Cost</b>				
At 1 January 2025	29,821	11,329	1,855	43,005
Addition	—	—	859	859
Disposal	—	—	(880)	(880)
	<u>—</u>	<u>—</u>	<u>(880)</u>	<u>(880)</u>
At 31 December 2025	<u>29,821</u>	<u>11,329</u>	<u>1,834</u>	<u>42,984</u>
<b>Accumulated depreciation</b>				
At 1 January 2025	12,981	3,579	494	17,054
Depreciation for the year	1,236	764	252	2,252
Disposal	—	—	(378)	(378)
	<u>—</u>	<u>—</u>	<u>(378)</u>	<u>(378)</u>
At 31 December 2025	<u>14,217</u>	<u>4,343</u>	<u>368</u>	<u>18,928</u>
<b>Carrying amount</b>				
At 31 December 2025	<u>15,604</u>	<u>6,986</u>	<u>1,466</u>	<u>24,056</u>
<b>Cost</b>				
At 1 January 2024	29,821	10,026	1,312	41,159
Addition	—	1,303	780	2,083
Disposal	—	—	(237)	(237)
	<u>—</u>	<u>—</u>	<u>(237)</u>	<u>(237)</u>
At 31 December 2024	<u>29,821</u>	<u>11,329</u>	<u>1,855</u>	<u>43,005</u>
<b>Accumulated depreciation</b>				
At 1 January 2024	11,698	2,848	364	14,910
Depreciation for the year	1,283	731	249	2,263
Disposal	—	—	(119)	(119)
	<u>—</u>	<u>—</u>	<u>(119)</u>	<u>(119)</u>
At 31 December 2024	<u>12,981</u>	<u>3,579</u>	<u>494</u>	<u>17,054</u>
<b>Carrying amount</b>				
At 31 December 2024 (Audited)	<u>16,840</u>	<u>7,750</u>	<u>1,361</u>	<u>25,951</u>

## 14. INTANGIBLE ASSETS

	<b>Customer contracts SGD'000</b>	<b>Customer relationship SGD'000</b>	<b>Total SGD'000</b>
<b>Cost</b>			
At 1 January 2025	776	2,881	3,657
Additions	—	—	—
	<u>776</u>	<u>2,881</u>	<u>3,657</u>
At 31 December 2025	<u>776</u>	<u>2,881</u>	<u>3,657</u>
<b>Accumulated amortisation</b>			
At 1 January 2025	(776)	(888)	(1,664)
Amortisation for the year	—	(289)	(289)
	<u>(776)</u>	<u>(1,177)</u>	<u>(1,953)</u>
At 31 December 2025	<u>(776)</u>	<u>(1,177)</u>	<u>(1,953)</u>
<b>Carrying amounts</b>			
As at 31 December 2025	<u>—</u>	<u>1,704</u>	<u>1,704</u>
<b>Cost</b>			
At 1 January 2024	776	2,881	3,657
Additions	—	—	—
	<u>776</u>	<u>2,881</u>	<u>3,657</u>
At 31 December 2024	<u>776</u>	<u>2,881</u>	<u>3,657</u>
<b>Accumulated amortisation</b>			
At 1 January 2024	(776)	(600)	(1,376)
Amortisation for the year	—	(288)	(288)
	<u>(776)</u>	<u>(888)</u>	<u>(1,664)</u>
At 31 December 2024	<u>(776)</u>	<u>(888)</u>	<u>(1,664)</u>
<b>Carrying amounts</b>			
As at 31 December 2024 (Audited)	<u>—</u>	<u>1,993</u>	<u>1,993</u>

## 15. FINANCIAL ASSETS, AT FVOCI

	As at 31 December 2025 <i>SGD'000</i>	As at 31 December 2024 <i>SGD'000</i>
Beginning of financial year	—	—
Reclassification of an associate to an investment carried at fair value through other comprehensive income on the date of disposal	920	—
Remeasurement gain arising from reclassification of an associate to an investment carried at fair value through other comprehensive income on the date of disposal ( <i>Note 5</i> )	6,397	—
Fair value gains ( <i>Note 19</i> )	<u>28,660</u>	<u>—</u>
End of financial year	<u><u>35,977</u></u>	<u><u>—</u></u>

## 16. TRADE AND OTHER RECEIVABLES

	As at 31 December 2025 <i>SGD'000</i>	As at 31 December 2024 <i>SGD'000</i>
<b>Non-current</b>		
<b>Non-trade</b>		
Amount due from a related party/an associate	2,880	2,880
Less: Discounting of amount due from a related party	(864)	—
Add: Unwinding of discount on amount due from a related party	92	—
Less: Expected credit loss allowance	<u>(184)</u>	<u>(97)</u>
	<u>1,924</u>	<u>2,783</u>
<b>Current</b>		
<b>Trade</b>		
Trade receivables from third parties	7,734	7,504
<b>Non-trade</b>		
Other receivables from third parties	121	73
GST receivables	158	225
Deposit	<u>1,208</u>	<u>1,153</u>
	<u>1,487</u>	<u>1,451</u>
	<u><u>11,145</u></u>	<u><u>11,738</u></u>

## 16. TRADE AND OTHER RECEIVABLES (CONTINUED)

### 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 31 December 2025 <i>SGD'000</i>	As at 31 December 2024 <i>SGD'000</i>
0–30 days	6,134	5,084
31–60 days	1,254	2,000
61–90 days	145	374
Over 90 days	201	46
	<u>7,734</u>	<u>7,504</u>

At the end of each year, 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 year.

## 17. TRADE AND OTHER PAYABLES

	As at 31 December 2025 <i>SGD'000</i>	As at 31 December 2024 <i>SGD'000</i>
<b>Current</b>		
<b>Trade</b>		
Trade payables to third parties	3,586	3,139
<b>Non-trade</b>		
Other payables to third parties	124	529
Accrued expenses	2,311	1,663
Deposit received	249	315
	<u>2,684</u>	<u>2,507</u>
	<u>6,270</u>	<u>5,646</u>

## 17. TRADE AND OTHER PAYABLES (CONTINUED)

Trade payables are to third parties 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 31 December 2025 <i>SGD'000</i>	As at 31 December 2024 <i>SGD'000</i>
0–30 days	2,475	1,360
31–60 days	848	1,209
61–90 days	117	260
Over 90 days	146	310
	<u>3,586</u>	<u>3,139</u>

## 18. BORROWINGS

	As at 31 December 2025 <i>SGD'000</i>	As at 31 December 2024 <i>SGD'000</i>
<b>Current</b>		
— Mature within 1 year or on demand		
Bank loans (secured/unsecured and guaranteed)	<u>2,227</u>	<u>2,390</u>
<b>Non-current</b>		
— Mature over 2 years but within 5 years		
Bank loans, secured and guaranteed	<u>67</u>	<u>145</u>
	<u>2,294</u>	<u>2,535</u>

## 19. SHARE CAPITAL AND RESERVES

### (a) Share Capital

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

	As at 31 December 2025		As at 31 December 2024	
	<i>Number of shares</i>	<i>SGD'000</i>	<i>Number of shares</i>	<i>SGD'000</i>
<b>Authorised (ordinary shares at par value, HK\$0.001):</b>				
At the beginning of the financial year	1,000,000,000	172	380,000,000	67
Increase in authorised share capital (Note 1)	—	—	620,000,000	105
At the end of the financial year	<u>1,000,000,000</u>	<u>172</u>	<u>1,000,000,000</u>	<u>172</u>
<b>Issued and fully paid:</b>				
At the beginning of the financial year	150,000,000	26	5,596,511	1
Capitalisation issue	—	—	117,403,489	20
Issuance of ordinary shares	—	—	27,000,000	5
At the end of the financial year	<u>150,000,000</u>	<u>26</u>	<u>150,000,000</u>	<u>26</u>

*Note 1:* 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.

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.

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.

### (b) Fair value reserve

	2025 <i>\$'000</i>	2024 <i>\$'000</i>
Beginning of financial year	—	—
Financial assets, at FVOCI		
— Fair value gains (Note 15)	<u>28,660</u>	<u>—</u>
End of financial year	<u>28,660</u>	<u>—</u>

## 20. SHARE-BASED PAYMENTS

Set out below are the summaries of share-based payments arising from shares granted/transferred during the year ended 31 December 2025:

### Year ended 31 December 2025

Entity	Transaction type	Grant date	Number of shares	Vesting period	Transaction price HK\$	Fair value of shares at grant date \$	Share-based payments \$'000	Note
<b>Employee:</b>								
Metasurface Technologies Pte Ltd	Transfer of shares	20 January 2025	1,500,000	Fully vested	1.00	0.1648	247	(a)
Singapore Precision Welding Pte Ltd	Transfer of shares	20 January 2025	3,250,000	Fully vested	1.00	0.1648	535	(a)
Singapore Precision Welding Pte Ltd	Transfer of shares	24 January 2025	2,640,000	Fully vested	1.00	0.1613	426	(b)
Singapore Precision Welding Pte Ltd	Grant of shares	20 January 2025	2,500,000	9 April 2026	1.00	0.1648	320	(a)
Singapore Precision Welding Pte Ltd	Grant of shares	20 January 2025	2,500,000	9 April 2027	1.00	0.1648	176	(a)
							1,704	

- (a) On 20 January 2025, SGP BVI and Baccini, controlling shareholders of the Company have jointly adopted a share award scheme and granted share awards to two senior management and one employee of the Group.
- (b) On 24 January 2025, a director of Singapore Precision Welding Pte. Ltd., an indirect wholly-owned subsidiary of the Company transferred certain shares held by her to eight individuals, among which, six are employees of the Group.

For details, please refer to the Company's announcement dated 20 January 2025 and 24 January 2025.

## **MANAGEMENT DISCUSSION AND ANALYSIS**

### **BUSINESS REVIEW**

Established in 2000, our Group is a precision engineering services provider headquartered in Singapore. It provides (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. Leveraging its technical capabilities, know-how and machinery and equipment, our Company has established its market position by providing build-to-print precision engineering services tailored to its customers' specific technical requirements and commercial needs.

Our Group's key objective is to provide quality and efficient precision engineering services to its customers, while achieving sustainable growth in its business and financial performance. During the year ended 31 December 2025, our precision machining and precision welding business continues to show steady growth. We have consistently delivered high-quality, reliable services that meet the needs of customers across a wide range of industries. The Group's revenue and profits continued to grow, supported by the upward trend in the global semiconductor industry.

Through ongoing collaboration with business partners, the Group seeks to capture new opportunities in the semiconductor and aerospace sectors, while diversifying and expanding its customer portfolio to enhance overall market presence. Our Group had a backlog of unfulfilled purchase orders of approximately S\$21.8 million as at 31 December 2025 (As at 31 December 2024: S\$19.5 million).

### **FUTURE PROSPECTS**

The outlook for the precision engineering industry remains very positive, supported by continuous technological innovation and rising demand for high-precision solutions across multiple industries. As sectors increasingly adopt advanced manufacturing, automation, and digital technologies, the requirement for accurate, reliable, and high-quality engineering components is expected to expand further.

Our Group aims to offer exceptional value in precision manufacturing by leveraging trust, expertise, innovation, and teamwork, while cultivating partnerships with customers that are both strong and mutually rewarding.

Our Group is increasing its production capabilities and strengthening our team to accommodate the expected rise in demand throughout our markets.

Our Group intends to enhance its presence in other industries such as data storage, oil and gas. In particular, it seeks to grow its business by deepening collaborations with existing clients in these industries while also pursuing new customers and opportunities in module assembly. We believe that broadening our customer base will play a key role in driving our future growth and ensuring long-term sustainability.

Leveraging the expertise of our experienced management team and skilled professionals, our Directors remain optimistic about future opportunities and will continue to navigate market risks while pursuing our long-term growth objectives across our core business segments.

Looking ahead, our Group will assess its business strategies to maximize the efficient use of capital and resources, thereby improving overall performance. We are proactively exploring diversification opportunities to broaden our revenue streams and deliver increased value to our shareholders. This flexible approach enables us to remain agile in a fast-evolving market, positioning the Group to seize promising opportunities and achieve sustainable long-term growth.

## **FINANCIAL REVIEW**

### **Revenue**

Our Group's revenue increased by approximately S\$9.9 million, or 26.3%, from approximately S\$37.7 million for the year ended 31 December 2024 to approximately S\$47.6 million for the year ended 31 December 2025, primarily due to 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**

Our Group's cost of sales increased by approximately S\$5.0 million or 20.1%, from approximately S\$24.9 million for the year ended 31 December 2024 to approximately S\$29.9 million for the year ended 31 December 2025, mainly attributable to higher purchases of raw materials required for precision machining services in order to meet customers' demand.

## **Other Income**

Other income decreased by approximately S\$1.3 million or 48.1%, from approximately S\$2.7 million for the year ended 31 December 2024 to approximately S\$1.4 million for the year ended 31 December 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 year.

## **Other Gains or Losses, Net**

Net other gains increased by approximately S\$4.1 million, from approximately S\$1.1 million for the year ended 31 December 2024 to approximately S\$5.2 million for the year ended 31 December 2025. This increase was mainly attributable to (i) the remeasurement gain arising from classification of an associate company to an investment carried at fair value through other comprehensive income of approximately S\$6.4 million, partially offset by (ii) the recognition of a net currency loss of approximately S\$1.3 million for the year ended 31 December 2025.

In contrast, the Group recorded a net currency gain of approximately S\$0.6 million for the year ended 31 December 2024 due to foreign exchange fluctuations between the United States dollar (“USD”) and Singapore dollar (“SGD”) during the respective year.

## **Administrative Expenses**

Administrative expenses remained relatively stable for both financial years, amounting to approximately S\$10.7 million for the year ended 31 December 2025 compared to approximately S\$10.3 million for the year ended 31 December 2024.

## **Finance Cost**

Finance cost increased by approximately S\$0.7 million, or 58.3%, from approximately S\$1.2 million for the year ended 31 December 2024 to approximately S\$1.9 million for the year ended 31 December 2025. The increase was primarily due to the recognition of discounting of amount due from a related party, amounting to approximately S\$0.8 million during the current period.

## **Profit for the Year**

As a result of the foregoing, our Group recorded a profit of approximately S\$10.1 million and S\$3.2 million for the year ended 31 December 2025 and 2024, respectively.

## **LIQUIDITY, FINANCIAL RESOURCES AND CAPITAL STRUCTURE**

Our Company's shares have been successfully listed on GEM of the Stock Exchange on 2 July 2024 and there has been no change in the capital structure of our Group since then. Our Company's capital comprises ordinary shares and capital reserves. Our 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).

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

As at 31 December 2025, our Group had a total cash and bank balance of approximately S\$22.3 million, as compared to approximately S\$18.0 million as at 31 December 2024. As at 31 December 2025, our Group had total borrowings which comprised secured/unsecured and guaranteed bank loans of approximately S\$2.3 million. The outstanding bank borrowings as at 31 December 2025 carried an effective interest rate ranged from 3.43% to 5.75% per annum, denominated in Singapore Dollars or Malaysian Ringgit and will be settled by monthly instalment and are expected to be matured by 2026 to 2036.

### **GEARING RATIO**

Gearing ratio is calculated by dividing total borrowings by total equity as at the year-end date and expressed as a percentage. The gearing ratio of our Group as at 31 December 2025 was 2.9% (as at 31 December 2024: 6.4%).

### **CAPITAL EXPENDITURE**

Capital expenditure for the year ended 31 December 2025 was primarily attributable to expenditures on the purchase of plant and equipment, furniture & fittings, right of use assets, and renovation, totalling approximately S\$3.5 million (for the year ended 31 December 2024: S\$3.2 million), to cope with our Group's operational needs.

### **DIVIDENDS**

The Board has resolved not to declare any dividend for the year ended 31 December 2025 (for the year ended 31 December 2024: Nil).

## FUTURE PLANS FOR MATERIAL INVESTMENTS AND CAPITAL ASSETS

Saved as disclosed in our Company’s prospectus dated 21 June 2024 (the “**Prospectus**”), our Group currently has no other plan for material investments and capital assets as at 31 December 2025.

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

Apart from the reorganisation in relation to the listing of our Company’s shares (as set out under the section headed “History and Development” of the Prospectus), there were no other significant investments held, material acquisitions or disposal of subsidiaries and associated companies by our Group for the year ended 31 December 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 gross proceeds of a total of approximately HK\$65.34 million.

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

Purpose	Total actual net proceeds ( <i>\$S'000</i> )	Approximate percentage of the total net proceeds	Actual amount	Actual amount	Unutilised net proceeds as at 31 December 2025 ( <i>\$S'000</i> )	Expected date to fully utilise the unutilised net proceeds
			utilised during the year ended 31 December 2024 ( <i>\$S'000</i> )	utilised during the year ended 31 December 2025 ( <i>\$S'000</i> )		
Expanding the scale of operation and enhancing production capabilities	1,129	60.1%	197	625	307	30 June 2026
Strengthening quality control capabilities	289	15.4%	—	289	—	N/A
Enhancing marketing efforts for the purpose of maintaining relationships with existing customers and diversifying customer base	88	4.7%	2	60	26	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%	52	91	45	30 June 2026
	<u>1,878</u>	<u>100%</u>	<u>435</u>	<u>1,065</u>	<u>378</u>	

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

The remaining unutilised net proceeds as at 31 December 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 Listing Rules as and when appropriate to update its shareholders and potential investors.

### **CHARGES ON GROUP ASSETS**

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

As at 31 December 2025, the investment property of carrying amount of S\$493,000 (as at 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.

Our 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 our 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 our Group’s business have been set out in the Prospectus under the section headed “Risk Factors”.

### **CONTINGENT LIABILITY AND CAPITAL COMMITMENT**

As at 31 December 2025, our 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 31 December 2025, our Group had a total of 179 employees (31 December 2024:179 employees). The staff costs including directors' emoluments and excluding the share-based payment for the year ended 31 December 2025 were approximately S\$11.2 million (for the year ended 31 December 2024: S\$9.6 million). The Group recognises that its success and long-term growth depend largely on the quality, performance and commitment of its employees. Accordingly, remuneration packages are reviewed regularly to attract and retain capable staff. Discretionary bonuses may also be granted to eligible employees based on both individual and Group performance.

The Group recognises that the ongoing development of its employees is vital to its success. Accordingly, periodic training is provided to enhance the knowledge and skills of its 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 31 December 2025, the interests of the Directors and chief executives and their associates of our Company in the shares, underlying shares and debentures of our Company and its associated corporations (within the meaning of Part XV of the SFO), which were required to be notified to our Company and the Stock Exchange under Divisions 7 and 8 of Part XV of the Securities and Futures Ordinance (Chapter 571 of the laws of Hong Kong) (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 our Company required to be kept under Section 352 of the SFO, or which were required to be notified to our 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 our Company's ordinary shares (the "Shares")

Name of Director/chief executive	Personal interests (held as beneficial owner)	Interests of spouse	Shares in our Company		Percentage of shareholding of total issued Shares
			Corporate interests (interests of controlled corporations)	Total number of Shares held/ interested	
CHUA Chwee Lee <sup>(1)</sup>	—	23,405,479	56,272,335	79,677,814	53.12%
JEE Wee Jene <sup>(2)</sup>	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%
Ang Yong Sheng, Jonathan	80,000	—	—	80,000	0.05%

*Notes:*

- (1) 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 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.

**(ii) Long position in the shares of associated corporation of our 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 BVI	100	—	100	100%
JEE Wee Jene	Baccini	100	—	100	100%

Save as disclosed above and so far as is known to the Directors, as at 31 December 2025, none of the Directors and chief executive of our Company had any interests or short positions in the Shares, underlying Shares or debentures of our Company or any of its associated corporations (within the meaning of Part XV of the SFO), which were required to be notified to our 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 our Company required to be kept under Section 352 of the SFO, or which were required to be notified to our 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 31 December 2025, and so far as is known to the Directors, the following entities or persons (other than the Directors or chief executive of our Company) had interests and short positions in the Shares or underlying Shares, which were required to be notified to our Company under Divisions 2 and 3 of Part XV of the SFO or as recorded in the register of our 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%

Save as disclosed above, as at 31 December 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 our Company) in the Shares or underlying shares of our 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 our Company under Section 336 of the SFO.

### DIRECTORS' RIGHTS TO ACQUIRE SHARES OR DEBENTURES

For the year ended 31 December 2025 and up to the date of this announcement, none of our Company, its holding company or any of its subsidiaries is 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, our Company or any other body corporate.

### SHARE OPTION SCHEME

Our 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.

## CONNECTED TRANSACTIONS AND RELATED PARTY TRANSACTIONS

During the years ended 31 December 2024 and 2025, our 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:

	The year ended 31 December	
	2025	2024
	<i>SGD'000</i>	<i>SGD'000</i>
<b>Purchase of goods and service</b>		
Metasurface & Co	277	179
<b>Shared administrative fee</b>		
Metaoptics Technologies	—	7
<b>Discounting of amount due from</b>		
Metaoptics Technologies	864	—
<b>Unwinding of discount on amount due from</b>		
Metaoptics Technologies	<u>92</u>	<u>—</u>

Our 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 our 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 our Group and any other conflicts of interest which any such person had or might have with our Group during the year ended 31 December 2025.

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

There was no transaction, arrangement or contracts of significance to which our 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 year ended 31 December 2025, save for the share-based payments disclosed in Note 20 as well as the connected transactions with Metasurface & Co and Metaoptics Technologies.

## **PERMITTED INDEMNITY PROVISION**

Pursuant to our Company's memorandum and articles of association (the "**Articles**"), every Director shall be entitled to be indemnified out of the assets of our 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**

Save as disclosed in "Statutory and General Information — B. Further Information about our Business — C. Summary of Material Contracts" in Appendix V to the Prospectus, our Group did not have any material contracts entered into during the year ended 31 December 2025.

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

Neither our Company, nor any of its subsidiaries, purchased, redeemed or sold any of our Company's listed securities or treasury shares (as defined under the GEM listing Rules) since the Listing Date.

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

## **DIRECTORS' SECURITIES TRANSACTIONS**

Our 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 year ended 31 December 2025.

## **SUFFICIENCY OF PUBLIC FLOAT**

Based on information that is publicly available to our Company and within the knowledge of the Directors, the Directors confirm that our Company has maintained the amount of public float as required under the GEM Listing Rules during the year ended 31 December 2025 and up to the date of this announcement.

## **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 our 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 our 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, our Group has complied with all the relevant laws and regulations that have a significant impact on our 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 our Group to safeguard the interests of shareholders, enhance corporate value, formulate its business strategies and policies, and enhance its transparency and accountability.

Our 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, our Company had complied with all applicable principles and code provisions set out in the CG Code for the year ended 31 December 2025.

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, our 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 our Group in 2000. Taking into account the continuation of management and the implementation of our 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 our Group and are in the interests of our 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

Pursuant to Rule 5.28 of the GEM Listing Rules and code provision D3.3 of the CG Code, our 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 (HONG Yongsheng). It has reviewed together with the management the accounting principles and practices and the auditing, internal controls and financial reporting matters of our Group, which includes the review of this announcement and the unaudited consolidated financial statements of our Group for the year ended 31 December 2025, and is of the opinion that the relevant unaudited consolidated financial statements have been prepared in compliance with the applicable accounting standards and this announcement has been prepared in compliance with the requirements under the GEM Listing Rules, and that adequate disclosures have been made.

### Scope of Work of PricewaterhouseCoopers LLP

The figures in respect of the Group's consolidated statement of financial position, consolidated statement of comprehensive income, the consolidated statement of changes in equity, the consolidated statement of cash flows and the related notes thereto for the year ended 31 December 2025 as set out in this announcement have been agreed by the Group's auditor, PricewaterhouseCoopers LLP, to the amounts set out in the Group's draft consolidated financial statements for the reporting year. The work performed by PricewaterhouseCoopers LLP in this respect did not constitute an assurance engagement and consequently no opinion or assurance conclusion has been expressed by PricewaterhouseCoopers LLP on this announcement.

## EVENTS AFTER THE REPORTING PERIOD

On 8 January 2026, Singapore Precision Welding Pte. Ltd., an indirect wholly-owned subsidiary of the Company granted special incentives of S\$388,000 to eligible employees of the Group in celebration of the successful initial public offering of the Company on the Stock Exchange of Hong Kong Limited. The incentives will be distributed evenly over the next 5 years.

To further enhance corporate profile and broadening shareholder base of the Company, the Company is considering to apply for a listing (the "**Proposed Listing**") of its shares (the "**Shares**") on the Catalist Board of the Singapore Exchange Securities Trading Limited (the "**SGX-ST**") with the intention to be dual primary-listed on the Stock Exchange and SGX-ST, subject to fulfillment of requirements and/or conditions of the SGX-ST and the applicable laws, rules and regulations. See our Company's announcement dated 14 January 2026 for details.

Save as disclosed in this announcement, there is no material subsequent event undertaken by our Group after 31 December 2025 and up to the date of this announcement.

By Order of the Board  
**Metasurface Technologies Holdings Limited**  
**CHUA Chwee Lee (Cai Shuili)**  
*Chief Executive Officer and Executive Director*

Singapore, 31 March 2026

*As at the date of this announcement, the executive Directors are Dato' Sri CHUA Chwee Lee (CAI Shuili), Ms. JEE Wee Jene and Mr. SOH Cheng Joo; the non-executive Director 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 will remain on the "Latest Listed Company Information" page of the website of the Stock Exchange at [www.hkexnews.hk](http://www.hkexnews.hk) for at least seven days from the day of its posting. This announcement will also be published on the website of our Company at <https://metatechnologies.com.sg/>.*