

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.



NAGACORP

金界控股有限公司

NAGACORP LTD.

金界控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 3918)

**ANNOUNCEMENT OF FINAL RESULTS
FOR THE YEAR ENDED 31 DECEMBER 2024**

Highlights for the financial year ended 31 December 2024 (the “Year” or “FY2024”) of NagaCorp Ltd. (the “Company”, together with its subsidiaries, the “Group”)

- Gross Gaming Revenue (“**GGR**”) for the Year increased by 5.5% to US\$542.9 million compared to US\$514.8 million for the financial year ended 31 December 2023 (the “**Previous Year**” or “**FY2023**”)
- Mass Market GGR for the Year increased by 17.2% to US\$395.0 million compared to US\$337.0 million in the Previous Year
- Mass Market and Premium VIP Market segments with a blended gross profit margin of 86% (FY2023: 84%), accounted for 94% of total gross profit for the Year
- Referral VIP Market GGR grew by 1.4% during the Year to US\$44.8 million compared to the Previous Year, contributed by a 4.6% increase in business volumes
- Net Profit for the Year decreased by 38.3% to US\$109.6 million compared to US\$177.7 million in the Previous Year, which was primarily attributable to a non-cash impairment loss of US\$89.1 million in respect of our Vladivostok Project recognised during the Year
- Basic earnings per share for the Year of US cents 2.48 compared to US cents 4.02 in the Previous Year
- Earnings Before Interest, Tax, Depreciation and Amortisation (“**EBITDA**”) amounted to US\$202.8 million during the Year compared to US\$295.3 million in the Previous Year. The drop was as a result of the non-cash impairment loss mentioned above

PART 1 - OPERATIONAL HIGHLIGHTS

1. Mass Market Continues to be the Primary Driver of the Company's Performance

	FY2024	FY2023	Increase/ (Decrease)
	US\$'000	US\$'000	%
Mass Market: Public			
Floor Tables			
– Buy-ins	1,326,109	1,167,149	13.6
– Win rate	20.3%	18.0%	
– Revenue	269,316	209,713	28.4
Mass Market:			
Electronic Gaming Machines (“EGM”)			
– Bills-in	2,607,655	2,459,930	6.0
– Win rate	7.2%	7.5%	
– Revenue	125,670	127,280	(1.3)

The Mass Market Tables segment achieved a 28.4% year-on-year (“YoY”) revenue growth, driven by the Company’s strategic initiatives and operational improvements. A significant factor was the 13.6% YoY increase in buy-ins, supported by the recovery in international visitation and the successful implementation of the high-limit gaming area at NagaWorld. This new zone was designed to attract Premium Mass customers with higher average spend and enhance table yield. In FY2024, Premium Mass customers contributed 33.9% of total Mass Market Tables GGR, a significant increase from 23.3% recorded in pre-pandemic financial year ended 31 December 2019 (“FY2019”). Additionally, the rollout of new side bet games on Mass Market Tables segment contributed to higher win rates. These efforts highlight the Company’s focus on refining product offerings and strengthening engagement with Premium Mass customers, laying a solid foundation for sustained growth.

The Mass Market EGM segment also posted a solid 6.0% YoY growth in bills-in, despite having already recovered to near-peak FY2019 levels. Combined, the Mass Market (including both Tables and EGM) contributed 70.2% of total revenue in FY2024. Notably, the Mass Market segment maintained the highest gross profit margin across all segments at 89.4% (net of 7% gaming tax), underscoring its critical role in driving the Company’s profitability and overall financial performance.

2. Premium VIP Market Maintains Positive Growth Trend

	FY2024 US\$'000	FY2023 US\$'000	Financial year ended 31 December 2022 ("FY2022") US\$'000
Premium VIP Market			
– Rollings	3,628,739	4,286,168	2,925,041
– Increase/(Decrease)	(15.3%)	46.5%	
– Compound Annual Growth Rate ("CAGR")	11.4%		

The Premium VIP Market experienced a 15.3% YoY decrease in business volumes in FY2024, following a significant 46.5% growth recorded in FY2023. Since FY2022, the segment has maintained a positive growth trajectory, achieving an 11.4% CAGR. The majority of Premium VIP customers are regional business owners, and the growth potential of this segment is supported by a 37.8% YoY increase in international business travellers to Cambodia in 2024, reaching 1.4 million visitors. The top five source markets for inbound business travel are China (41.9%), Vietnam (21.8%), Indonesia (8.2%), Thailand (5.3%) and Taiwan (3.4%).

Cambodia's robust economic performance further underpins this outlook. As one of the fastest-growing economies in the region, the country ranked third in Asia in 2024, with Gross Domestic Product ("GDP") growth projected at 5.5% for 2024 and 5.8% for 2025 (*Source: International Monetary Fund ("IMF") – World Economic Outlook, October 2024*). Additionally, investment activity has surged, with new and expansion projects approved in 2024 totaling US\$6.9 billion, a 40.2% YoY increase from 2023 (*Source: Khmer Times, 12 January 2025*). Given these favourable economic conditions and the continued growth in business-related travel, the Company is confident in the long-term sustainability and growth potential of the Premium VIP Market.

3. Financial Strength

The Company repaid the 2024 Senior Notes (as defined below) with a principal amount of US\$472.2 million on 6 July 2024. Since then, both Moody's Ratings and S&P Global have maintained the Company's outlook at stable. Except for the Shareholder's Loan (as defined below) in the principal amount of US\$70 million which will mature in May 2026, the Company has no other borrowings on its books. The Group's total cash and bank balances, including fixed deposits, stood at US\$120.6 million. Additionally, the Group reported net assets of US\$2.2 billion, resulting in a low total debt-to-equity ratio of 3.2%.

PART 2 – FINAL RESULTS FOR THE YEAR ENDED 31 DECEMBER 2024

The board of directors of the Company (the "**Board**") hereby announces the consolidated final results of the Group for the Year. The financial information of the Group for the Year contained in this announcement was prepared based on the audited consolidated financial statements of the Group for the Year.

CONSOLIDATED STATEMENT OF INCOME

For the year ended 31 December 2024

	<i>Notes</i>	2024 <i>US\$'000</i>	2023 <i>US\$'000</i>
Revenue	<i>2</i>	562,512	533,247
Gaming tax	<i>5</i>	(34,155)	(31,263)
Cost of sales		(71,671)	(80,348)
Gross profit		456,686	421,636
Other income		10,362	6,504
Administrative expenses		(70,460)	(44,407)
Other operating expenses		(196,619)	(185,057)
Impairment of property, plant and equipment		(48,852)	–
Impairment of prepayments for construction		(40,258)	–
Profit from operations		110,859	198,676
Finance costs	<i>3</i>	(572)	(20,708)
Profit before taxation	<i>4</i>	110,287	177,968
Income tax	<i>5</i>	(695)	(236)
Profit attributable to owners of the Company		109,592	177,732
Earnings per share (US cents)			
Basic	<i>7</i>	2.48	4.02
Diluted	<i>7</i>	2.48	4.02

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

For the year ended 31 December 2024

	2024	2023
	US\$'000	US\$'000
Profit for the year	109,592	177,732
Other comprehensive income for the year		
Item that may be reclassified subsequently to profit or loss		
– exchange differences from translation of foreign operations	<u>1,143</u>	<u>(2,413)</u>
Total comprehensive income attributable to the owners of the Company for the year	<u>110,735</u>	<u>175,319</u>

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

As at 31 December 2024

	<i>Notes</i>	2024 <i>US\$'000</i>	2023 <i>US\$'000</i>
Non-current assets			
Property, plant and equipment	<i>9</i>	1,979,877	2,016,155
Right-of-use assets		73,122	77,505
Intangible assets	<i>10</i>	57,046	59,763
Prepayments for acquisition, construction and fitting-out of property, plant and equipment		205,810	182,326
Promissory notes	<i>11</i>	–	5,576
		<u>2,315,855</u>	<u>2,341,325</u>
Current assets			
Consumables		2,283	2,344
Trade and other receivables	<i>12</i>	15,268	39,589
Promissory notes	<i>11</i>	5,870	–
Restricted bank balance and fixed deposits		175	19,217
Cash and cash equivalents		120,395	348,381
		<u>143,991</u>	<u>409,531</u>
Current liabilities			
Trade and other payables	<i>13</i>	166,947	169,376
Senior notes	<i>15</i>	–	471,021
Contract liabilities		6,969	6,793
Lease liabilities		4,468	3,977
Current tax liability		692	2,031
		<u>179,076</u>	<u>653,198</u>
Net current liabilities		<u>(35,085)</u>	<u>(243,667)</u>
Total assets less current liabilities		<u>2,280,770</u>	<u>2,097,658</u>
Non-current liabilities			
Other payables	<i>13</i>	6,925	15,641
Shareholder's loan	<i>16</i>	70,000	–
Contract liabilities		1,000	7,000
Lease liabilities		47,464	50,371
		<u>125,389</u>	<u>73,012</u>
NET ASSETS		<u>2,155,381</u>	<u>2,024,646</u>
CAPITAL AND RESERVES			
Share capital	<i>14</i>	55,288	55,288
Reserves		2,100,093	1,969,358
TOTAL EQUITY		<u>2,155,381</u>	<u>2,024,646</u>

Notes:

1. Basis of preparation and adoption of new or amendments to IFRS Accounting Standards

The consolidated financial statements for the Year have been prepared in accordance with International Financial Reporting Standards and International Accounting Standards (“IAS”) as issued by the International Accounting Standards Board and Interpretations (hereinafter collectively referred to as “IFRS Accounting Standards”). In addition, the consolidated financial statements include applicable disclosures required by the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “Stock Exchange” and the “Listing Rules”, respectively) and the Hong Kong Companies Ordinance.

The consolidated financial statements have been prepared under the historical cost basis.

Except as describe below, the consolidated financial statements have been prepared in accordance with the same accounting policies and the method of the computation adopted by the Group in the consolidated financial statements for the year ended 31 December 2023.

In the current year, the Group has applied, for the first time, the following amendments to IFRS Accounting Standards that are effective for the current accounting period of the Group.

Amendments to IFRS 16	Lease Liabilities in a Sale and Leaseback
Amendments to IAS 1	Classification of Liabilities as Current or Non-current
Amendments to IAS 1	Non-current Liabilities with Covenants
Amendments to IAS 7 and IFRS 7	Supplier Finance Arrangements

The Group has not applied any new or amendments to IFRS Accounting Standards that is not yet effective for the current year.

None of these amendments to IFRS Accounting Standards has a material impact on the Group’s financial statements.

2. Revenue

Revenue represents net house takings arising from casino operations and income from other operations and is recognised from contracts with customers.

	2024 US\$’000	2023 US\$’000
Casino operations - gaming tables	417,198	387,520
Casino operations - EGM	125,670	127,280
Hotel room income, sales of food and beverage and others	19,644	18,447
	<u>562,512</u>	<u>533,247</u>

3. Finance costs

	2024 US\$’000	2023 US\$’000
Interest expenses and amortisation of transaction costs relating to senior notes (Note 15)	20,451	39,730
Interest on shareholder’s loan (Note 16)	3,344	–
Interest on lease liabilities	5,406	5,797
Other interest expenses	572	524
	<u>29,773</u>	<u>46,051</u>
Less: Interest expenses capitalised into capital work in progress	(29,201)	(25,343)
	<u>572</u>	<u>20,708</u>

4. Profit before taxation

Profit before taxation is arrived at after (crediting)/charging:

	2024 <i>US\$'000</i>	2023 <i>US\$'000</i>
Interest income	(6,645)	(2,428)
Auditor's remuneration:		
– current year	938	877
– under provision in prior year	96	23
Amortisation of casino licence premium [#]	2,717	2,717
Depreciation [#]		
– Own assets	83,584	88,241
– Right-of-use assets	5,687	5,704
Exchange loss/(gain) [#]	2,081	(15)
Reversal of impairment loss on trade receivables	(1,620)	(1,500)
Impairment loss of other receivables	2,568	–
Write-off of trade receivables	1,620	–
Impairment of property, plant and equipment	48,852	–
Impairment of prepayments for construction	40,258	–
Loss/(gain) on disposal of property, plant and equipment	953	(260)
Short term lease expenses	3,042	3,008
Staff costs (including directors' remuneration) [#]		
– Salaries, wages and other benefits	102,047	87,902
– Contributions to defined contribution retirement scheme	503	508

[#] included in other operating expenses in the consolidated statement of income

5. Gaming tax and Income tax

(a) Gaming tax

The gaming tax of US\$34,155,000 for the Year (2023: US\$31,263,000) was levied on gross gaming revenue in accordance with the Law on the Management of the Commercial Gambling (the “Casino Law”) effective 1 January 2021.

	2024 <i>US\$'000</i>	2023 <i>US\$'000</i>
Gaming tax		
– Current year	<u>34,155</u>	<u>31,263</u>

(b) Income tax in the profit or loss represents:

	2024 <i>US\$'000</i>	2023 <i>US\$'000</i>
Current tax expenses		
– Current year	<u>695</u>	<u>236</u>

Income tax for the Year represents income tax on NagaWorld Limited Hotel and Entertainment Branch, the Group's branch registered in Cambodia and other Cambodian subsidiaries of the Company.

6. Dividends payable to owners of the Company attributable to the year

The Board does not recommend the payment of a dividend for the shareholders for the Year (2023: Nil).

7. Earnings per share

The calculation of basic earnings per share is based on the consolidated profit attributable to owners of the Company of US\$109,592,000 (2023: US\$177,732,000) and the weighted average number of shares of 4,422,990,160 (2023: 4,422,990,160) in issue during the Year.

There were no dilutive potential shares during the Year (2023: Nil).

8. Segment information

The Group manages its businesses by segments, which comprise a mixture of business activities (casino, hotel and entertainment). The Group has identified the following two main reportable segments in a manner consistent with the way in which information is reported internally to the Group's senior executive management (the "SEM") for the purpose of resource allocation and performance assessment.

- Casino operations: this segment comprises all gaming activities at both Naga 1 and Naga 2, Naga 3 and in Russia.
- Hotel and entertainment operations: this segment comprises the operations of leisure, hotel and entertainment activities.

(a) *Segment results, assets and liabilities*

The SEM monitors the results, assets and liabilities attributable to each reportable segment as follows:

Segment assets include all tangible, intangible and current assets. Segment liabilities include trade creditors, other creditors, unredeemed casino chips and other liabilities.

Revenue and expenses are allocated to the reportable segments with reference to revenue generated by those segments and expenses incurred by those segments or which would otherwise arise from the depreciation and amortisation of assets attributed to those segments.

	Casino operations <i>US\$'000</i>	Hotel and entertainment operations <i>US\$'000</i>	Total <i>US\$'000</i>
<i>Segment revenue:</i>			
Year ended 31 December 2023			
Timing of revenue recognition			
– At point in time	454,102	9,090	463,192
– Transferred over time	60,698	9,357	70,055
Revenue from external customers	514,800	18,447	533,247
Inter-segment revenue	(284)	5,376	5,092
Reportable segment revenue	<u>514,516</u>	<u>23,823</u>	<u>538,339</u>
Year ended 31 December 2024			
Timing of revenue recognition			
– At point in time	481,805	10,258	492,063
– Transferred over time	61,063	9,386	70,449
Revenue from external customers	542,868	19,644	562,512
Inter-segment revenue	(309)	4,869	4,560
Reportable segment revenue	<u>542,559</u>	<u>24,513</u>	<u>567,072</u>

	Casino operations <i>US\$'000</i>	Hotel and entertainment operations <i>US\$'000</i>	Total <i>US\$'000</i>
<i>Segment profit/(loss):</i>			
Year ended 31 December			
2023	326,622	(7,465)	319,157
2024	239,075	(23,499)	215,576
<i>Segment assets:</i>			
As at 31 December			
2023	2,522,151	626,188	3,148,339
2024	2,333,127	589,034	2,922,161
<i>Segment liabilities:</i>			
As at 31 December			
2023	(152,743)	(513,278)	(666,021)
2024	(129,175)	(551,325)	(680,500)
<i>Net assets:</i>			
As at 31 December			
2023	2,369,408	112,910	2,482,318
2024	2,203,952	37,709	2,241,661
<i>Other segment information:</i>			
Capital expenditure:			
Year ended 31 December			
2023	39,019	910	39,929
2024	92,510	9,335	101,845
Reversal of impairment loss on trade receivables:			
Year ended 31 December			
2023	(1,500)	–	(1,500)
2024	(1,620)	–	(1,620)

	Casino operations <i>US\$'000</i>	Hotel and entertainment operations <i>US\$'000</i>	Total <i>US\$'000</i>
Write-off of trade receivables:			
Year ended 31 December			
2023	–	–	–
2024	1,620	–	1,620
	<u>1,620</u>	<u>–</u>	<u>1,620</u>
Impairment loss on other receivables:			
Year ended 31 December			
2023	–	–	–
2024	2,568	–	2,568
	<u>2,568</u>	<u>–</u>	<u>2,568</u>
Impairment loss of property, plant and equipment:			
Year ended 31 December			
2023	–	–	–
2024	48,852	–	48,852
	<u>48,852</u>	<u>–</u>	<u>48,852</u>
Impairment loss of prepayments for construction:			
Year ended 31 December			
2023	–	–	–
2024	40,258	–	40,258
	<u>40,258</u>	<u>–</u>	<u>40,258</u>

Reconciliation of reportable segment revenue, profit, assets and liabilities to revenue, profit or loss, assets and liabilities per the consolidated financial statements is as follows:

	2024 <i>US\$'000</i>	2023 <i>US\$'000</i>
Revenue		
Reportable segment revenue	567,072	538,339
Elimination of inter-segment revenue	(4,560)	(5,092)
Consolidated revenue	562,512	533,247
Profit		
Reportable segment profit	215,576	319,157
Other revenue	4,727	22
Depreciation and amortisation	(91,988)	(96,662)
Unallocated head office and corporate expenses	(17,456)	(23,841)
Finance costs	(572)	(20,708)
Consolidated profit before taxation	110,287	177,968
Assets		
Reportable segment assets	2,922,161	3,148,339
Elimination of inter-segment assets	(468,834)	(444,741)
	2,453,327	2,703,598
Unallocated cash and bank balances and restricted bank balance	1,612	43,336
Unallocated corporate assets	4,907	3,922
Consolidated total assets	2,459,846	2,750,856
Liabilities		
Reportable segment liabilities	(680,500)	(666,021)
Elimination of inter-segment payables	468,834	444,741
	(211,666)	(221,280)
Shareholder's loan	(70,000)	–
Senior notes	–	(471,021)
Unallocated corporate liabilities	(22,799)	(33,909)
Consolidated total liabilities	(304,465)	(726,210)

(b) Geographical information

The Group's operations and activities are mainly located in Cambodia. As at 31 December 2024, the Group had non-current assets other than financial instruments and deferred tax assets located in Cambodia and Russia of US\$2,123,279,000 (31 December 2023: US\$2,054,167,000) and US\$192,576,000 (31 December 2023: US\$281,582,000), respectively.

(c) Information about major customers

During the current and prior years, there was no individual customer contributing 10% or more of the Group's revenue.

9. Property, plant and equipment

During the Year, the Group acquired property, plant and equipment totalling US\$101,876,000 (2023: US\$39,933,000).

During the Year, pursuant to the subscription agreement dated 14 April 2019 entered into between the Company and ChenLipKeong Fund Limited (the “**Subscriber**”), for the purpose of funding the development cost of the Naga 3 Project (the “**Subscription Agreement**”), an aggregate amount of US\$20,000,000 (2023: Nil) representing 50% of the value of the construction progress of the Naga 3 Project determined according to the terms of the guaranteed maximum sum design and build agreement was credited to other reserve. The Subscriber is directly and wholly owned by SAKAI PRIVATE TRUST COMPANY PTE. LTD. (“**The Sakai Trustee**”), in its capacity as the trustee of The Sakai Trust, a discretionary family trust set up by the late Tan Sri Dr Chen Lip Keong as the settlor for the benefit of himself and his family. Details of the Subscription Agreement are set out in the Company’s circular dated 22 July 2019.

During the Year, the Group recognised a total impairment loss of US\$89,110,000 (2023: Nil) on property, plant and equipment and prepayments for construction in relation to the Group’s gaming and resort project in Vladivostok, Russia (the “**Vladivostok Project**”). Such impairment was due to an increase in discount rate used for the purpose of determining the project present value and the lower business volume expected to be generated from the Vladivostok Project.

10. Intangible assets

The intangible assets comprise the casino licence premium and the extended exclusivity premium of the casino licence for the exclusivity period to the end of 2045 with cost of US\$123,002,000, less accumulated amortisation of US\$65,956,000 (31 December 2023: US\$63,239,000).

11. Promissory notes

On 6 September 2013, the Company entered into an investment agreement (the “**Investment Agreement**”) with certain Russian governmental authorities pursuant to which the Company agreed to invest at least 11.6 billion Russian Rubles (“**RUB**”) (approximately US\$350.0 million based on then current exchange rates), in the Vladivostok Project.

In accordance with the terms of the Investment Agreement including the requirement to obtain a bank guarantee, the Company’s Russian subsidiary Primorsky Entertainment Resorts City LLC (“**PERC**”) purchased promissory notes in RUB to provide collateral for the issuance of a bank guarantee from a Russian bank required under the Investment Agreement in previous years. The promissory notes in total of RUB400,000,000 (approximately US\$5,870,000 (31 December 2023: US\$5,576,000)) bear an interest of 6.8% per annum and the maturity date of which is 895 days until 30 July 2025.

12. Trade and other receivables

	2024 <i>US\$'000</i>	2023 <i>US\$'000</i>
Trade receivables	5,178	17,413
Less: Allowance for impairment loss	<u>(619)</u>	<u>(3,609)</u>
	4,559	13,804
Prepayments	4,249	5,727
Deposits and other receivables	9,028	20,058
Less: Allowance for impairment loss	<u>(2,568)</u>	<u>–</u>
	<u>15,268</u>	<u>39,589</u>

The ageing analysis of trade receivables (net of allowance for impairment losses) is as follows:

	2024 <i>US\$'000</i>	2023 <i>US\$'000</i>
Within 1 month	1,424	4,165
1 to 3 months	141	744
3 to 6 months	1,453	1,238
6 to 12 months	1,180	6,613
More than 1 year	<u>361</u>	<u>1,044</u>
	<u>4,559</u>	<u>13,804</u>

The following table reconciles the impairment loss of trade receivables for the year:

	2024 <i>US\$'000</i>	2023 <i>US\$'000</i>
At beginning of year	3,609	5,109
Reversal of impairment loss recognised	(1,620)	(1,500)
Bad debts written off	<u>(1,370)</u>	<u>–</u>
At end of year	<u>619</u>	<u>3,609</u>

The credit policy for gaming receivables is five to thirty days (2023: five to thirty days) from end of tour. The credit policy on non-gaming receivables is thirty days from end of month (2023: thirty days from end of month).

The following table reconciles the impairment loss of other receivables for the year:

	2024 <i>US\$'000</i>	2023 <i>US\$'000</i>
At beginning of year	–	–
Impairment loss recognised	<u>2,568</u>	<u>–</u>
At end of year	<u>2,568</u>	<u>–</u>

13. Trade and other payables

	2024 <i>US\$'000</i>	2023 <i>US\$'000</i>
Trade payables (<i>Note</i>)	18,805	14,337
Unredeemed casino chips	5,257	9,572
Deposits	5,592	17,131
Construction creditors	2,000	1,528
Interest payable	3,344	18,220
Payroll payable	18,277	13,236
Other taxes payable	45,211	31,052
Accruals and other creditors	29,112	31,540
Gaming tax payables	46,274	48,401
	<u>173,872</u>	<u>185,017</u>
Less: current portion	(166,947)	(169,376)
Non-current portion	<u>6,925</u>	<u>15,641</u>

Note:

Trade and other payables include trade creditors, the ageing analysis of which as at the end of the reporting year are set out below:

	2024 <i>US\$'000</i>	2023 <i>US\$'000</i>
Within 1 month or on demand	6,690	5,415
1 month to 3 months	11,419	7,256
3 months to 6 months	696	1,639
6 months to 1 year	–	27
Total	<u>18,805</u>	<u>14,337</u>

14. Share Capital

(i) Authorised:

	2024 <i>US\$'000</i>	2023 <i>US\$'000</i>
8,000,000,000 ordinary shares of US\$0.0125 each	<u>100,000</u>	<u>100,000</u>

(ii) Issued and fully paid:

	2024		2023	
	Number of Shares	US\$'000	Number of Shares	US\$'000
Issued and fully paid:				
Ordinary shares of US\$0.0125 each:				
As at 1 January	4,422,990,160	55,288	4,382,136,354	54,777
Issue and allotment of scrip shares	–	–	40,853,806	511
	<u>4,422,990,160</u>	<u>55,288</u>	<u>4,422,990,160</u>	<u>55,288</u>

The shareholders are entitled to receive dividends as declared from time to time and are entitled to one vote per share at general meetings of the Company. All shares rank equally with regard to the Company's residual assets.

15. Senior notes

On 6 July 2020 and 15 June 2021, the Company issued senior notes of an aggregate principal amount of US\$350 million and US\$200 million, respectively, with maturity on 6 July 2024 (the “**2024 Senior Notes**”). The 2024 Senior Notes bore interest at a rate of 7.95% per annum, payable semi-annually in arrears on 6 January and 6 July of each year, commencing on 6 January 2021. The 2024 Senior Notes were listed on the Singapore Exchange Securities Trading Limited and could not be converted into shares of the Company.

Please refer to the announcements of the Company dated 22 June 2020, 24 June 2020, 6 July 2020, 7 June 2021 and 15 June 2021 for details about the 2024 Senior Notes.

The obligations under the 2024 Senior Notes were secured by guarantees given by certain subsidiaries of the Company.

Following the cancellation of the repurchased 2024 Senior Notes with an aggregate principal amount of US\$77,845,000 during FY2022, the 2024 Senior Notes of an aggregate principal amount of US\$472,155,000 remained outstanding as at 31 December 2023. Upon the maturity of the 2024 Senior Notes on 6 July 2024, the Company fully redeemed the outstanding principal and interests of the 2024 Senior Notes.

In connection with the issue of the 2024 Senior Notes, ChenLipKeong Capital Limited (“**CLK Capital**”) has subscribed for the 2024 Senior Notes with principal amount of US\$45 million. CLK Capital is directly and wholly owned by The Sakai Trustee, in its capacity as the trustee of The Sakai Trust, which is in turn a controlling shareholder of the Company. The interest expenses payable to the related company for the Year amounted to US\$1,868,000 (2023: US\$3,578,000).

16. Shareholder's loan

On 17 October 2023, the Company entered into a loan agreement (the “**Loan Agreement**”) with CLK Capital (which is directly and wholly owned by The Sakai Trustee, in its capacity as the trustee of The Sakai Trust, which is in turn a controlling shareholder of the Company) to provide a loan of up to US\$80 million at an interest rate of 8% per annum to the Company for the purpose of refinancing and/or discharging part of the outstanding 2024 Senior Notes upon their maturity on 6 July 2024.

On 31 May 2024, the Company drew down US\$70 million of the Loan Agreement, which is repayable on or before the second anniversary of such advance pursuant to the Loan Agreement.

Please refer to the announcements of the Company dated 17 October 2023, 12 December 2023 and 2 June 2024 for details about the shareholder's loan.

PART 3 - MANAGEMENT DISCUSSION AND ANALYSIS

MARKET OVERVIEW

According to the IMF, the global economy has shown resilience as inflation continues to slow, largely supported by strong consumer demand. Global inflation is expected to fall from 6.7% in 2023 to 5.8% in 2024 and 4.3% in 2025 (*Source: IMF – World Economic Outlook, October 2024*). Following rapid economic growth and political stability, Cambodia leads the growth projection within the Association of Southeast Asian Nations (“**ASEAN**”), positioned as one of the fastest-growing economies in the region and ranking third in Asia in 2024. This growth was supported by effective leadership of the new Royal Government of Cambodia (“**RGC**”) and a promising recovery across diverse sectors, including tourism and trade (*Source: Khmer Times, 8 April 2024*). Cambodia’s real GDP growth is projected to be 5.5% for 2024 and 5.8% for 2025 (*Source: IMF – World Economic Outlook, October 2024*).

The overall financial results and performance of the Group were attributed to the following:

(a) Steady Business Recovery and Sustained Growth Trajectory

The Group recorded a steady increase in business volume recovery during the Year. This was driven by the ongoing recovery in leisure and business visitation to NagaWorld supported by the gradual recovery of tourism in Cambodia, together with a stable and self-sustaining business from the captive domestic market.

The average daily business volumes for the Mass Market saw a 8.2% YoY increase from US\$9.9 million to US\$10.7 million, representing a recovery rate of 89.1% compared to the pre-pandemic level of FY2019. This growth was primarily attributable to the stable and increasing headcount at NagaWorld, underscored by the resilience of the captive domestic market comprising a reasonably sized expatriate community. Furthermore, the recovery of international arrivals into Cambodia via the Phnom Penh International Airport, with a recovery rate of 84.6% in 2024 compared to 2019 further supported this positive trend.

In FY2024, average daily rollings of the Premium VIP Market recovered to 82.5% of the pre-pandemic level of FY2019. This performance was largely driven by the ongoing return of business travellers to Cambodia and conversion of some former Referral VIP players into direct Premium VIP players. The Group observed that business travellers typically have greater spending capacity and tend to stay for extended periods with frequent repeat visits.

The Mass Market and Premium VIP Market collectively contributed approximately 88.5% and 94.1% to the Group’s total revenue and gross profit respectively during the Year.

The average daily GGR for Referral VIP Market saw a YoY growth of 1.2% during the Year, supported by an improved rollings of 4.6%. Average daily rollings increased sequentially by 40.2% to US\$6.3 million in the second half of the Year (“**2H2024**”) compared to US\$4.5 million in the first half of the Year (“**1H2024**”). This sequential growth can be attributed to the ongoing gradual return of both leisure and business travellers visiting NagaWorld for high quality entertainment offerings. The Group will maintain its strategic focus on pursuing and working with reputable Referral VIP agents.

(b) Tourism Sector Drives Cambodia’s Economic Growth and Enhances International Appeal

The revitalisation of the tourism sector has been crucial to Cambodia’s economic recovery, with the continued increase in international arrivals driving economic resurgence and spurring growth. In an effort to bolster tourism, the RGC has been proactively working on various strategic initiatives aimed at revitalising the tourism sector, boosting flight capacity recovery, and positioning Cambodia as a competitive, sustainable, and inclusive leading global tourism destination. In July 2024, Cambodia’s Ministry of Tourism (the “**MOT**”) formed the Cambodia Tourism Marketing and Promotion Board (“**CTB**”) (comprising of 15 public and private institutions) tasked with spearheading international marketing efforts to elevate Cambodia’s profile and attract tourists to Cambodia’s top tourist destinations. Following the formation of the CTB, one of the key initiatives by the RGC, to promote overall tourism into Cambodia, includes the approval of a US\$50 million budget in an effort to attract more international tourists into the country over the next two years (*Source: Jianhua Daily, 13 July 2024*). The budget will be used to promote Cambodia’s tourism resources, strengthen overseas marketing activities and further position the country as a leading destination in ASEAN (*Source: China News, 27 July 2024*).

At the third Ministerial Meeting on tourism cooperation between Cambodia and Thailand in July 2024, five key collaborations were agreed upon, including the “Two Countries, One Destination” campaign, promoting quality tourism and tourism investments (*Source: Khmer Times, 2 & 20 July 2024*). As part of the CTB’s tourism promotion strategies, the MOT partnered with Visa Worldwide – a world leader in digital payment solutions – in September 2024 to support the growth of tourism in Cambodia and enhance its appeal to international tourists. Initiatives will include providing tourism data and insights, providing marketing support and assisting in digital transformation (*Source: Khmer Times, 11 September 2024*). The RGC consistently focuses on promoting Cambodian tourism across all destinations and has introduced measures such as reduced e-visa fees for both tourist and business travellers to attract more tourists and investors to Cambodia (*Source: Khmer Times, 30 December 2024*).

At the ASEAN Tourism Forum in January 2025, the MOT highlighted its ongoing efforts to diversify the tourism market while maintaining Cambodia’s position as a leading destination. In 2024, ASEAN recorded approximately 123 million international arrivals, marking a 30.6% YoY increase compared to 2023 (*Source: Phnom Penh Post, 28 January 2025*). This growth highlights the expanding potential of the ASEAN tourism market. In 2024, Cambodia welcomed 6.7 million international arrivals, surpassing the pre-pandemic level with a recovery rate of 101.4%. Among major Asian countries (Cambodia, Vietnam, Thailand, Singapore, Malaysia, Indonesia, Philippines, Korea and Japan), Cambodia ranks 2nd in terms of recovery of international arrivals behind Japan. The majority of Cambodia arrivals came from border-crossings out of Thailand and Vietnam (excluding these countries, the recovery rate for Cambodia was approximately 61.4%).

While visitation from China is still recovering, there are encouraging signs of improvement. Visitation from China accelerated in 2024, wherein 1H2024 growth was 45.2% while 2H2024 growth was 64.3% compared to the corresponding periods in the previous year (*Source: MOT*).

In response to growing travel demand, most airlines have resumed services, expanded capacity, and launched new direct flights into Cambodia. As of 17 March 2025, there was a 21.1% increase in weekly international direct flights into Cambodia stood at 585 flights, compared to 1H2024. This includes a 33.1% increase in weekly direct flights from Greater China cities such as Beijing, Changsha, Chengdu, Chongqing, Fuzhou, Guangzhou, Haikou, Kunming, Nanning, Sanya, Shanghai, Shenzhen, Xi'An, Xiamen, Zhengzhou, Macau, Taipei and Hong Kong and a 18.6% increase in weekly direct flights from Southeast Asia reaching 165 and 383 flights respectively, compared to 1H2024. With more airlines entering the market (including 7 weekly direct flights from Dubai and Qatar respectively and 2 weekly direct flights from India) and existing operators expanding their operations by introducing new routes, total direct weekly flights into Cambodia from Southeast Asia, South Korea and Greater China have recovered to about 84.7%, 77.8% and 39.8% respectively, compared to the pre-pandemic levels in 2019 (*Source: Cambodia airports, airline websites, and Company internal data*).

NagaWorld, as the only integrated resort in Phnom Penh, continues to benefit from the ongoing recovery of tourism. As the economy continues to expand, NagaWorld is well-positioned to capitalise on the influx of both leisure and business travellers.

(c) Foreign Direct Investment (“FDI”) Expansion and Global Trade Diversification Accelerate Cambodia’s Economic Development and Growth

On 16 May 2024, Moody’s Ratings upgraded its outlook on Cambodia to stable, citing the country’s improving external positioning, supported by a reduction in trade deficits, gradual recovery in tourism and FDI inflows (*Source: Moody’s Ratings Credit Opinion, 16 & 23 May 2024*). Again, Moody’s Ratings and S&P Global revised the Company’s outlook to stable on 6 June 2024 and 6 August 2024 respectively (*Source: Moody’s Ratings Credit Opinion, 6 June 2024; S&P Global Credit Research, 6 August 2024*). Cambodia’s evolving investment environment in recent years has positioned it as one of the most appealing destinations for foreign investors and businesses, with a growing economy, modern infrastructure, and rapid urbanisation. According to FDI Standouts Watchlist 2024 by FDI Intelligence, Cambodia ranked first among the top 10 emerging markets exhibiting the strongest investment momentum for 2024 and expected to be Southeast Asia’s fastest-growing economy. This ranking was attributed to Cambodia’s robust and consistent GDP growth, low inflation rate, and rapid expansion in FDI (*Source: Khmer Times, 22 May 2024*). According to the Council for Development of Cambodia, the country witnessed a surge in investment projects with the approval of new and expansion projects totalling US\$6.9 billion in 2024, up 40.2% YoY from investment recorded in 2023 (*Source: Khmer Times, 12 January 2025*). In 2024, China continued to be Cambodia’s largest investment source, amounting to US\$3.4 billion or 49.8% of the total foreign investment for the Year (*Source: Khmer Times, 14 January 2025*).

The ongoing commitment to fostering robust bilateral relations between Cambodia and other regional partners will encourage more businesses to expand into Cambodia, resulting in a rise in business visitation and business migration. Such visitation will continue to provide NagaWorld with a growing source of higher spending customers looking for quality entertainment and gaming.

Since becoming a member of the Regional Comprehensive Economic Partnership in January 2022, Cambodia has continued to benefit from free trade, greater market access, and increased bilateral trade and FDI. These trade agreements have played a key role in strengthening diplomatic relations among member countries, promoting a more integrated and interconnected region and easing travel restrictions, which has in turn boosted leisure and business travel. Cambodia's growing diversification of export markets is aligned with a significant increase in trade volume, reaching US\$54.7 billion in 2024, an increase of 16.9% YoY (*Source: Khmer Times, 11 January 2025*). As Cambodia continues to capitalise on the advantages of these trade agreements, it is poised to broaden and diversify its market reach, fostering long-term economic growth by attracting new FDI and businesses seeking to establish a stronger presence in the region.

(d) Maintaining Adequate Liquidity for Business Operations

As of 31 December 2024, the Group had cash and deposits of US\$120.6 million. On 31 May 2024, the Company drew down the loan amount of US\$70 million at an interest rate of 8% per annum which is repayable on or before the second anniversary of such advance pursuant to the Loan Agreement with CLK Capital (the “**Shareholder’s Loan**”) for the purpose of discharging part of the outstanding 2024 Senior Notes upon their maturity on 6 July 2024. CLK Capital is directly and wholly owned by The Sakai Trustee (in its capacity as the trustee of The Sakai Trust), which is in turn a controlling shareholder of the Company.

Subsequently, the Company fully repaid the outstanding principal amount of US\$472.2 million on the 2024 Senior Notes together with the interest accrued to the maturity date. Following the full repayment of the 2024 Senior Notes, the Company does not have any debt obligations, other than the outstanding Shareholder’s Loan.

(e) Rising Shareholdings via Southbound Trading under Shanghai-Hong Kong Stock Connect and Shenzhen-Hong Kong Stock Connect (the “Stock Connect”) Continue to Improve Share Liquidity

Since being added to the Southbound trading under the Stock Connect on 13 March 2023, the trading of the Company’s shares through the Stock Connect has been trending upward. As of 14 March 2025, the total shareholdings of the Company held through the Stock Connect were 41.8 million shares, representing approximately 0.94% of the Company’s total issued shares. This highlights the success of the Stock Connect programme in drawing more Mainland China investors to trade the Company’s shares via the Southbound trading. As the only foreign gaming operator eligible for Southbound trading, the Company believes that its share liquidity will continue to improve, benefiting from access to a sizable pool of domestic investors in Mainland China.

(f) Corporate Social Responsibility (“CSR”) Initiatives and Corporate Level Performances

NagaWorld’s commitment to making a positive impact in the community is driven by NagaWorld Kind Hearts (“**NKH**”), the Company’s CSR arm. Since 2014, NKH has organised over 730 activities, with the invaluable participation of employees who have contributed more than 43,000 volunteer hours. Aligned with the United Nations Sustainable Development Goals (“**UN SDGs**”) and Cambodia’s vision for sustainable development, its efforts focus on four key areas: Education Enhancement, Community Engagement, Sports Development, and Environmental Care.

The Company believes that investing in education is investing in the future of a nation. NKH is committed to creating sustainable change in its communities through various CSR initiatives. NKH has initiated the stationery set distribution project at schools and non-governmental organisations (“NGO”), benefitting over 175,000 underprivileged students across 13 provinces and cities since 2014. During the Year, NKH donated 55 computer sets, benefitting 3,749 children from 10 NGO and schools. To further empower youth, the Youth @ Risk programme was launched, sponsoring up to 70 marginalised youth to participate in a 20-month boarding programme designed to equip them with life skills and employability competencies.

NagaWorld supports community welfare through various engagement initiatives aimed at fostering meaningful connections and building a brighter future for all. During the Year, the Company supported the local arts scene by hosting A Beautiful Evening of Music with the Angkor Youth Orchestra Association (“ANYO”), marking a significant milestone in ANYO’s nearly two-decade journey of advancing classical music in Cambodia. Held at the Nations Arts Bayon Academy (NABA) Theatre in NagaWorld, the event welcomed an audience of 1,000, including 180 children and young adults from 5 NGO. Since 2014, the Fire Safety Awareness programme has donated 399 fire extinguishers and provided fire safety demonstrations, benefitting over 50,000 community members. Festive celebrations were also organised to bring cheer and joy to underprivileged children.

NagaWorld maintains its long-standing commitment as a dedicated corporate supporter of Cambodian athletes. NagaWorld was the first company to forge a sponsorship agreement with the National Olympic Committee of Cambodia in 2011. This agreement encompasses a wide range of major sporting events, including the Southeast Asian Games (SEA Games), Asia Games, and the Olympics. During the Year, NagaWorld sponsored the 4th National Games, held from 29 October to 8 November 2024. NagaWorld Football Club (“**NagaWorld FC**”) celebrated the achievements of its women’s team captain who made history by becoming the first Cambodian woman to score in the AFC Women’s Champions League during her loan to a team in Laos for the playoff tournament. NagaWorld FC also won the inaugural eCambodian Premier League 2024/25, hosted a football clinic and collaborated with NKH to organise a U-18 Mini Football tournament at its home stadium, Kampong Speu Stadium, to nurture young talent and promote physical education.

In support of Cambodia’s goal to achieve 60% forest cover by 2050, NKH planted nearly 3,500 tree saplings across four provinces during the Year, involving over 400 participants. NKH also promoted environmental awareness through cleanup activities, waste management workshops, and the Soap for Hope project to recycle used hotel soap. Since 2017, over 1,660kg of soap has been recycled and given to 725 families, promoting waste reduction, sustainability, and personal hygiene awareness. In November 2024, NagaWorld signed a Memorandum of Understanding with the Ministry of Education, Youth and Sport to launch a 7-month waste management and recycling competition across 68 secondary schools in Phnom Penh.

This year, NagaWorld’s CSR efforts received significant recognition, including the Social Empowerment and Green Leadership awards at the Asia Responsible Enterprise Awards (AREA), the Platinum Award for “Best in Cambodia” for the fourth consecutive year at the 16th Global CSR & Environmental, Social, and Governance (“ESG”) Summit and Awards™, and Gold, Silver, and Bronze Stevie® Awards in the “CSR Programme of the Year in Asia, Australia and New Zealand” category at the 21st Annual International Business Awards®. NagaWorld remains the only Cambodian company to have won three Gold Stevie® Awards in this category, reaffirming its leadership in CSR excellence.

At the corporate level, in June 2024, the Company was awarded the coveted Most Honoured Company in the Small & Mid-Cap and Asia (ex-Mainland China) categories and an Honoured Company in the Asia (ex-Japan) category by the renowned financial publication *Institutional Investor* for exceptional leadership and investor relations, including “Best Investor Relations”, “Best IR Team”, “Best CFO”, “Best IR Professional”, “Best Overall ESG” and “Best Company Board of Directors” under the Gaming & Lodging sector. This recognition was part of *Institutional Investor*’s 2024 Asia (ex-Japan) Executive Team rankings survey as voted by the buy-side and sell-side investment community, which are regarded globally as the financial industry’s benchmark for excellence.

The Group is dedicated to generating long-term value for all stakeholders and continuously pursues excellence by fostering sustainable growth of its business.

BUSINESS REVIEW

Table 1: Performance Highlights

For the Year and FY2023:

	2024 <i>US\$’000</i>	2023 <i>US\$’000</i>	Increase/ (Decrease) %
Mass Market: Public Floor Tables			
– Buy-ins	1,326,109	1,167,149	14
– Win rate	20.3%	18.0%	
– Revenue	269,316	209,713	28
Mass Market: EGM			
– Bills-in	2,607,655	2,459,930	6
– Win rate	7.2%	7.5%	
– Revenue	125,670	127,280	(1)
Premium VIP Market			
– Rollings	3,628,739	4,286,168	(15)
– Win rate	3.7%	3.8%	
– Revenue	103,079	133,636	(23)
Referral VIP Market			
– Rollings	1,980,980	1,893,855	5
– Win rate	2.3%	2.3%	
– Revenue	44,803	44,171	1
Gross Gaming Revenue	542,868	514,800	5
Net Gaming Revenue	480,330	443,450	8

Mass Market (Public Floor Tables and EGM)

During the Year, the Group observed a continuing increase in the Mass Market business volumes for Public Floor Tables and EGM by 13.6% and 6.0% YoY respectively. The increase in business volumes was attributed to the stable visitation by a reasonably sized expatriate community, visitors from ASEAN and to some extent the ongoing recovery of Chinese visitors patronising NagaWorld in search of entertainment. As the business environment continues to normalise, the footfall in the Mass Market areas continues to see a gradual improvement and recovery.

The NagaWorld Rewards loyalty program continues to enable the Group to understand its customers' profile, create targeted marketing promotions and roll out customer development initiatives to increase the frequency of visitation and gaming spend.

Premium VIP Market

During the Year, the Premium VIP Market saw a 15.3% YoY decrease in rollings to US\$3.6 billion with a win rate of 3.7%. This translated into a 22.9% YoY decrease in Premium VIP Market revenue to US\$103.1 million during the Year.

Referral VIP Market

During the Year, the Referral VIP Market segment saw a 4.6% YoY increase in rollings to US\$2.0 billion with a win rate of 2.3%. This translated into a 1.4% YoY increase in Referral VIP Market revenue to US\$44.8 million during the Year.

Non-Gaming - Hotel, F&B and Entertainment

During the Year, non-gaming revenue increased by 6.5% YoY, which was mainly attributable to the increase in visitation, international events held on the property, and improved hotel occupancy.

Revenue and Gross Profit Analysis Table 2(a)

2024	Revenue		Gross Profit		Gross Profit Margin
	US\$'m	%	US\$'m	%	%
Mass Market	395.0	70	353.0	77	89
Premium VIP Market	103.1	18	76.9	17	75
Referral VIP Market	44.8	8	10.5	2	23
Non-Gaming	19.6	4	16.3	4	83
Total	562.5	100	456.7	100	81

Table 2(b)

2023	Revenue		Gross Profit		Gross Profit Margin
	US\$'m	%	US\$'m	%	%
Mass Market	337.0	63	299.4	71	89
Premium VIP Market	133.6	25	96.4	23	72
Referral VIP Market	44.2	8	10.4	2	24
Non-Gaming	18.4	4	15.4	4	84
Total	533.2	100	421.6	100	79

The Group recorded a gross profit of US\$456.7 million for the Year. The overall gross profit margin improved marginally to 81% (2023: 79%) as a result of the higher revenue contribution from Mass Market, which continued to maintain a stable gross profit margin of 89% (2023: 89%).

Administrative and Other Operating Expenses (Before Impairment Losses, Depreciation and Amortisation)

Administrative and other operating expenses before impairment losses, depreciation and amortisation were US\$172.5 million during the Year (2023: US\$134.3 million), representing an increase of US\$38.2 million or 28.5% YoY. The increase in administrative and other operating expenses was mainly due to higher staff salaries and bonus during the Year.

Finance Costs

During the Year, the Group incurred finance costs, after interest capitalisation, of US\$0.6 million (2023: US\$20.7 million) for the interest expenses and transaction costs relating to the 2024 Senior Notes (detailed in Note 15) and the shareholder's loan (detailed in Note 16).

Net Profit

Net profit attributable to the shareholders, or net profit, was US\$109.6 million (2023: US\$177.7 million) for the Year. Net profit margin for the Year was 19.5% (2023: 33.3%).

Basic earnings per share was US cents 2.48 (HK cents 19.22) for the Year and US cents 4.02 (HK cents 31.16) for FY2023.

FINANCIAL REVIEW

Pledge of Assets

In previous years, in accordance with the terms of the Investment Agreement in respect of development of the Vladivostok Project, the Company's Russian subsidiary PERC purchased promissory notes amounted to RUB400,000,000 (approximately US\$5,870,000) to provide collateral for the issuance of a bank guarantee from a Russian bank required under the Investment Agreement.

Contingent Liabilities

Prior to the promulgation of the Casino Law, NAGAWORLD LIMITED, a wholly-owned subsidiary of the Company, paid monthly gaming and non-gaming obligation payments to the Ministry of Economy and Finance of Cambodia ("MOEF"). Additional obligation payments (if any), other than those paid during prior years, are subject to the future development in this matter and instructions from the MOEF. Other than the additional obligation payments, there were no other contingent liabilities as at 31 December 2024.

Exchange Rate Risk

The Group's income is earned principally in US\$. The Group's expenditure is paid principally in US\$ and to a lesser extent in Cambodian Riel and RUB. The Group therefore does not have any significant exposure to foreign currency risk and therefore has not entered into any currency hedging transactions.

Liquidity, Financial Resources and Gearing

All figures quoted in this section are as at 31 December 2024, unless stated otherwise.

The Group had total cash and bank balances (including restricted bank balance and fixed deposits) of US\$120.6 million (31 December 2023: US\$367.6 million). The cash and bank balances were mainly denominated in US\$.

The Group had net current liabilities of US\$35.1 million (31 December 2023: US\$243.7 million). The Group had net assets of US\$2.2 billion (31 December 2023: US\$2.0 billion).

As at 31 December 2024, the Group's gearing ratio calculated as total debts less cash and bank balances (including restricted bank balance and fixed deposits) divided by equity, is not applicable as the Group's cash and bank balances (including restricted bank balance and fixed deposits) were more than the Group's debts (31 December 2023: 5.1%).

Capital and Reserves

As at 31 December 2024, the capital and reserves attributable to owners of the Company was US\$2.2 billion (31 December 2023: US\$2.0 billion).

Trade Receivables and Credit Policy

The Group continues to monitor changes in trade receivables. Net trade receivables decreased from US\$13.8 million to US\$4.6 million during the Year.

During the Year, the Group reversed provision of impairment loss previously recognised of US\$1.6 million (2023: US\$1.5 million).

The Group has adhered to strict credit policies implemented since 2009. From time to time, the Group will review its policies to ensure that they are competitive and are in line with the Group's risk management strategy. During the Year, the credit policy for gaming receivables was five to thirty days from end of tour while the credit policy on non-gaming receivables remained as thirty days from end of month.

Non-IFRS Accounting Standards Measures

To supplement our consolidated financial statements, which are presented in accordance with the IFRS Accounting Standards, the Company also assesses the operating performance based on a measure of EBITDA as an additional financial measure. We believe that such non-IFRS Accounting Standards measure facilitates comparisons of operating performance from time to time by eliminating potential impacts of items that our management does not consider to be indicative of our operating performance. We believe that such measure provides useful information to investors and others in understanding and evaluating our consolidated results of operations in the same manner as it helps our management. EBITDA does not have a standardised meaning prescribed by IFRS Accounting Standards and therefore may not be comparable to similar financial information presented by other issuers. The use of such non-IFRS Accounting Standards measure has limitations as an analytical tool, and should not be considered in isolation from, or as a substitute for analysis of our results of operations or financial conditions as reported under IFRS Accounting Standards.

The table below presents a reconciliation of profit attribute to owners of the Company to EBITDA.

	2024	2023
	US\$'000	US\$'000
Profit attributable to owners of the Company	109,592	177,732
Income tax	695	236
Finance costs	572	20,708
Depreciation		
– Own assets	83,584	88,241
– Right-of-use assets	5,687	5,704
Amortisation of casino licence premium	2,717	2,717
EBITDA	202,847	295,338

EMPLOYEES

As at 31 December 2024, the Group employed a total work force of 6,062 (31 December 2023: 6,038), stationed in Cambodia, China, Hong Kong, Malaysia, Thailand, the United States and Russia. The remuneration and staff costs for the Year were US\$102.6 million (2023: US\$88.4 million).

EMPLOYEE BENEFITS

Salaries, annual bonuses, paid annual leave, contributions to a defined contribution retirement scheme and cost to the Group of non-monetary benefits are accrued in the Year in which the associated services are rendered by employees of the Group. Where payment or settlement is deferred and the effect of such would be material, these amounts are stated at their present value. The Company has adopted a share option scheme and a share award scheme as an incentive for the directors, senior management, employees of the Group and other eligible participants. The share award scheme was terminated by the Board on 27 December 2024. The Group also provides and arranges on-the-job training for the employees.

SIGNIFICANT INVESTMENTS HELD AND MATERIAL ACQUISITIONS AND DISPOSALS OF SUBSIDIARIES, ASSOCIATES AND JOINT VENTURES

There were no significant investments held nor were there any material acquisitions and disposals of subsidiaries, associates and joint ventures during the Year. There has been no material update in relation to the Naga 3 Project and the Vladivostok Project during the Year.

EVENTS AFTER THE REPORTING PERIOD

No major events that might affect the Group have occurred subsequent to the end of the Year and up to the date of this announcement.

SUSTAINABILITY AND ESG

Developments in the Sustainability Reporting Regime in Hong Kong

To support a global baseline on sustainability reporting for capital markets and maintaining Hong Kong's position as a leading hub for green and sustainable finance, the Hong Kong government launched a roadmap for developing a sustainability reporting ecosystem on 10 December 2024. The roadmap entails a phased approach for publicly accountable entities, which includes listed issuers, to adopt the Hong Kong Sustainability Disclosure Standards (“**HK SDS**”). As part of the phased implementation of these disclosure standards for listed issuers, the Stock Exchange also announced New Climate Requirements in April 2024.

Given these developments, the Company has expanded its sustainability-related and climate-related disclosures in the Year’s sustainability report. The Company has voluntarily adopted the New Climate Requirements, ahead of the Stock Exchange’s effective date of 1 January 2025. In addition, the Company made disclosures based on the “Casinos & Gaming” industry standard of the Sustainability Accounting Standards Board (SASB) Standards. These enhancements will provide decision-useful information for users of the Company’s financial and sustainability reports.

ESG Highlights

The Company’s five-pronged sustainability framework has been pivotal in creating long-term value for its stakeholders and understanding its positive and negative impacts. Centred on the Company’s corporate mission – Pursuit of Excellence in Our People, Product and Profits – its sustainability framework is aligned with the UN SDGs and supports Cambodia’s national climate action plans and policies.

Environmental

The Company implemented several initiatives in 2024 to accelerate the achievement of its environmental commitments. These included a climate action plan, external verification for its greenhouse gases (GHG) inventory according to ISO 14064 (Greenhouse gases), commissioning an energy audit for Naga 2 and disclosing Scope 3 Category 1 emissions from Purchased Goods and Services for the first time. A compulsory online training course on environmental awareness was launched for all staff of the Group to enhance the workforce’s understanding of climate change impacts and the Company’s environmental goals and targets.

For its environmental efforts, the Company was honoured to receive recognition as an Environment Leader from the EuroCham Cambodia ESG Contest and Awards 2024.

Social

The Company’s human capital strategy is anchored on four foundational pillars – Start with Us, Engage with Us, Grow with Us and Stay with Us. These pillars have been the cornerstones of the Company’s success in attracting and developing talent.

On gender diversity, women (50.2%) and men (49.8%) were fairly equally represented across the 6,062-strong workforce in 2024. Over 205,000 training hours were achieved, averaging 34 hours per employee. To bolster employee representation and engagement, the Company held the 6th Mandate Shop Stewards Election, which saw the appointment of 118 Shop Stewards. During the Year, two Shop Stewards meetings were held with the newly elected committee.

The Company is proud to have received two prestigious awards in 2024 for its commitment to people development and workplace digitalisation. It clinched the “Investment in People” award from the Asia Responsible Enterprise Awards 2024 and the “HR Innovation” award from the HR Excellence Awards (Singapore edition) 2024.

Governance

The Board continued to provide overall leadership and oversight of the Group's ESG risks and opportunities, as set out in the Company's Sustainability Governance Structure. During the two Board meetings held in 2024, the Board discussed sustainability-related matters, such as the progress of the 2030 environmental targets and the regulatory developments in sustainability reporting.

The Sustainability Steering Committee oversees the integration of sustainability in operations and monitors ESG-related work plans, performance and reporting.

To build capacity and keep pace with global and regulatory developments in climate change and sustainability reporting, the Board, the Sustainability Steering Committee and the senior management attended a ESG training workshop conducted by an external consultant in June 2024.

PROSPECTS

Cambodia's economy has demonstrated resilience in the post-pandemic recovery, supported by the sustained growth of the tourism and manufacturing sectors, despite external challenges arising from geopolitical tensions and the impact of a global economic slowdown.

The tourism sector is one of the significant contributors to Cambodia's GDP growth fuelling the country's rapid economic development and transformation. Efforts in rejuvenating Cambodia's tourism sector are already underway including the expansion of flight routes, increased collaboration with neighbouring countries, ongoing infrastructure improvements and travel visa facilitation measures. The RGC continues to actively promote the country's tourism potential and has been in talks with various countries to introduce direct flights and launch new routes between Cambodia and countries such as the Philippines, Japan, Turkey, Australia, Abu Dhabi, Germany and several European nations (*Source: Khmer Times, 12 March 2024, 23 March 2024, 18 July 2024, 28 November 2024, 29 January 2025 & 5 March 2025; Phnom Penh Post, 7 March 2025*). The under-construction Phnom Penh Techo Takhmao International Airport is nearing completion and is expected to be operational in 2025 with capacity for up to 13 million passengers annually during the first phase of operation, anticipating the ability to facilitate and drive more leisure and business travellers to Cambodia (*Source: Khmer Times, 24 February 2025*). This new large-scale airport is part of the RGC's long-term strategy to position Cambodia as a world-class tourist destination and propel the capital city's growth through infrastructure advancements, along with the introduction of new routes and destinations. The RGC aims to attract up to 7.5 million international arrivals in 2025 and expects to grow that visitation further once the new Phnom Penh international airport officially opens in 2025 (*Source: Khmer Times, 27 January 2025*).

The RGC has been developing joint action plans and implementing several strategies to attract international tourists. For example, trade relations between Cambodia and Thailand have been significantly expanded as a result of a strategic partnership between the two countries. As part of this partnership and to enhance bilateral relations, the RGC remains committed to attracting more investment from Thailand by exploring various opportunities, with both countries continuing to pursue the Plus-One strategy by attracting private sector investments, aiming to achieve bilateral trade of US\$15 billion by 2025 (*Source: Khmer Times, 20 September 2024*). This solid trade partnership will further deepen bilateral relations between the two countries and encourage more businesses to invest and expand into Cambodia, leading to an increase in business visitation to Cambodia. Additionally, as part of the strategy to attract more international tourists, Cambodia is considering Thailand's proposal labeled "Six Countries, One Destination" (6-in-1), a travel visa plan aimed at promoting tourism and economic collaboration between Cambodia, Brunei, Laos, Malaysia, Vietnam and Thailand. The expectation is that a single visa for multiple countries will boost regional tourism with seamless travel between the countries making it more attractive for international tourists who seek multicultural experiences and exploration of multiple destinations in ASEAN (*Source: Khmer Times, 23 October 2024*).

The launch of the "Year of People-to-People Exchanges" in the beginning of 2024 between China and Cambodia has been injecting stronger vitality into the development of bilateral relations in the areas of culture, tourism and economy. With these comprehensive and distinctive mechanisms, Cambodia remains optimistic that investment and tourism between the two countries will further improve, by attracting more Chinese tourists and investors (*Source: Khmer Times, 11 April 2024*). In addition to the "China Ready" strategy of targeting Chinese tourists, Cambodia is also actively engaging in the ASEAN Tourism initiative and showcasing Cambodia's diverse tourism offerings to expand its presence in both the ASEAN and international tourism markets (*Source: Khmer Times, 15 January 2025*). As Cambodia continues its path of recovery with ongoing regional tourism collaboration and travel exhibitions, the country's tourism sector is poised to maintain its upward trajectory and become a leading tourism destination in Southeast Asia.

In a similar effort to enhance people-to-people ties, tourism and cultural relations between South Korea and Cambodia, the RGC has also engaged with South Korea in proposing several initiatives to boost trade and tourism between the two countries by promoting direct flights between Siem Reap and major South Korea provinces such as Incheon, Busan, Jeju, and the south-western Korean county of Muan (*Source: Khmer Times, 20 May 2024, 1 November 2024 & 18 December 2024*).

The RGC aims to become a middle-income country by 2030 and a high-income country by 2050 (*Source: Khmer Times, 16 October 2024*). The transition into a digitised economy and adoption of rapidly emerging digital technologies is crucial for achieving this goal with improved connectivity and digital literacy. In this regard, the demand for data centres will continue to rise to support Cambodia's digital innovation and rapid socio-economic development, ensure reliable data access, and foster a conducive business environment. As part of the digitalisation plan, Cambodia's National Data Centre is expected to be fully operational by 2025, set to improve the country's administrative services and fully digitise Cambodia's operations (*Source: Asian Telecom, 12 January 2024; Knight Frank – Navigating the Data Centre Landscape in Cambodia, December 2024*). The future of Cambodia's data centres looks promising with private and public sector investments supporting its growth. Additionally, Cambodia's strategic location in Southeast Asia makes it an ideal hub for regional data centres and an attractive destination for multinational corporations. With the country's ongoing political and social stability, the RGC's proactive approach to attracting FDI, alongside advancements in digital infrastructure and business facilitation are expected to attract more international companies establishing operations in Cambodia, further boosting the country's economic growth and development.

The Group remains optimistic about its long-term growth prospects with Cambodia’s ongoing economic recovery and political stability demonstrating strong fundamentals for its continued expansion in the years ahead. NagaWorld, as the only integrated resort in Phnom Penh, will continue to thrive by attracting more visitors seeking entertainment and luxurious lifestyle offerings at competitive prices and value. The development of Naga 3 as a leading tourism asset for Cambodia aligns with the RGC’s broader vision and commitment in bolstering the tourism sector. This initiative positions Naga 3 as a key contributor to the regional tourism landscape, showcasing a shared dedication to elevating the global presence of Cambodia’s tourism.

PART 4 – CORPORATE GOVERNANCE AND OTHER CORPORATE INFORMATION

FINAL DIVIDEND

The Board does not recommend the payment of final dividend for the Year (2023: Nil) to the shareholders.

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

Upon the maturity of the 2024 Senior Notes on 6 July 2024, the Company fully repaid the outstanding principal amount of US\$472.2 million of the 2024 Senior Notes together with the interest accrued up to the maturity date.

Save as disclosed above, the Company did not redeem any of its listed securities nor did the Company or any of its subsidiaries purchase or sell any of such securities (including sale of treasury shares, if any) during the Year. Furthermore, the Company did not hold any treasury shares (as defined under the Listing Rules) as at 31 December 2024.

COMPLIANCE WITH CORPORATE GOVERNANCE CODE

The directors of the Company (the “**Directors**”), having reviewed the corporate governance practices of the Company and considered, amongst other things, the findings of reviews conducted by the independent professional parties, confirmed that the Company has applied the principles, and complied with all the applicable code provisions as set out in the Corporate Governance Code contained in Appendix C1 to the Listing Rules for the Year.

COMPLIANCE WITH MODEL CODE FOR SECURITIES TRANSACTIONS BY DIRECTORS

The Company has adopted the Model Code for Securities Transactions by Directors of Listed Issuers (the “**Model Code**”) as set out in Appendix C3 to the Listing Rules as the code of conduct in respect of transactions in securities of the Company by the Directors. Having made specific enquiry, the Company confirms that the Directors have complied with the required standard set out in the Model Code regarding securities transactions by Directors for the Year.

AUDIT COMMITTEE

The final results for the Year have been reviewed by the audit committee of the Board, which was of the opinion that the preparation of such results complied with the applicable accounting standards and requirements and that adequate disclosure has been made.

PUBLICATION OF FINAL RESULTS ANNOUNCEMENT AND ANNUAL REPORT

This announcement is available for viewing on the Company's website at www.nagacorp.com and the website of Hong Kong Exchanges and Clearing Limited at www.hkexnews.hk. The annual report of the Company for the Year will be published on the above websites and despatched to the shareholders by post or by electronic means in due course.

By Order of the Board
NagaCorp Ltd.
Philip Lee Wai Tuck
Executive Deputy Chairman and Executive Director

Hong Kong, 25 March 2025

As at the date of this announcement, the Directors are:

Executive Directors

Mr. Chen Yiy Fon and Mr. Philip Lee Wai Tuck

Non-executive Directors

Mr. Timothy Patrick McNally and Ms. Lam Yi Lin

Independent Non-executive Directors

Mr. Lim Mun Kee, Mr. Michael Lai Kai Jin and Mr. Leong Choong Wah

For the purpose of this announcement, amounts denominated in US\$ have been converted to HK\$ and RUB at the respective exchange rates of US\$1.0 to HK\$7.75 (as at 31 December 2023: HK\$7.75) and US\$1.0 to RUB101.68 (as at 31 December 2023: RUB89.69).