



# 2023 ANNUAL REPORT

EXPANSION & GROWTH

# CONTENTS

CORPORATE INFORMATION	01
OUR BUSINESSES	02
COMPANY PROFILE	03
CHAIRMAN'S STATEMENT	04
FINANCIAL HIGHLIGHTS	07
FINANCIAL & OPERATIONAL REVIEW	08
BOARD OF DIRECTORS	10
MANAGEMENT TEAM	12
BUSINESS HIGHLIGHTS	13
SUSTAINABILITY REPORT	18
CORPORATE GOVERNANCE REPORT	35
FINANCIAL STATEMENTS	52
STATISTICS OF SHAREHOLDINGS	119
NOTICE OF ANNUAL GENERAL MEETING	121

This annual report has been prepared by MoneyMax Financial Services Ltd. (the “**Company**”) and has been reviewed by the Company’s sponsor, United Overseas Bank Limited (the “**Sponsor**”), for compliance with Rules 226(2)(b) and 753(2) of the Singapore Exchange Securities Trading Limited (the “**SGX-ST**”) Listing Manual Section B: Rules of Catalist. This annual report has not been examined or approved by the SGX-ST. The SGX-ST assumes no responsibility for the contents of this annual report, including the correctness of any of the statements or opinions made or reports contained in this annual report. The contact person for the Sponsor is Mr Lim Hoon Khiat, Senior Director, Equity Capital Markets, who can be contacted at 80 Raffles Place, #03-03 UOB Plaza 1, Singapore 048624, telephone: +65 6533 9898.



# CORPORATE INFORMATION

**MoneyMax Financial Services Ltd.** and its subsidiaries ("MoneyMax" or the "Group") is a leading financial services provider, retailer and trader of luxury products in South East Asia. The Group provides both pawnbroking services as well as secured financing services to its customers. Headquartered in Singapore and listed on the Catalyst Board of the Singapore Exchange Securities Trading Limited ("SGX-ST"), the Group currently has a network of 100 outlets across Singapore and Malaysia, making it one of the largest pawnbroking and retail chains in the region.

## Board of Directors

Dato' Sri Dr. Lim Yong Guan,  
Executive Chairman and CEO

Mr. Lim Yong Sheng,  
Non-Executive Director

Mr. Ng Cher Yan,  
Lead Independent Director

Mr. Khua Kian Kheng Ivan,  
Independent Director

Mr. Foo Say Tun,  
Independent Director

## Audit Committee

Mr. Ng Cher Yan, Chairman  
Mr. Khua Kian Kheng Ivan  
Mr. Foo Say Tun

## Nominating Committee

Mr. Khua Kian Kheng Ivan, Chairman  
Mr. Ng Cher Yan  
Mr. Foo Say Tun

## Remuneration Committee

Mr. Foo Say Tun, Chairman  
Mr. Ng Cher Yan  
Mr. Khua Kian Kheng Ivan

## Company Secretary

Mr. Goh Hoi Lai, CA Singapore

## Sponsor

United Overseas Bank Limited  
80 Raffles Place, UOB Plaza  
Singapore 048624

## Company Registration Number

200819689Z

## Registered Office

7 Changi Business Park Vista  
#01-01, SOOKEE HQ  
Singapore 486042

## Auditors

RSM SG Assurance LLP  
Public Accountants and Chartered Accountants  
8 Wilkie Road, #03-08 Wilkie Edge Singapore 228095

Audit Partner-in-Charge: Mr. Lee Mong Sheong (a member of  
the Institute of Singapore Chartered Accountants)  
Appointed since financial year ended 31 December 2021

## Share Registrar

B.A.C.S. Private Limited  
77 Robinson Road #06-03 Robinson 77  
Singapore 068896

## Principal Bankers

DBS Bank Limited  
Maybank Singapore Limited  
Oversea-Chinese Banking Corporation Limited  
RHB Bank Berhad  
Sing Investments & Finance Limited  
United Overseas Bank Limited

# OUR BUSINESSES



## PAWBROKING

MoneyMax Pawnshop provides short-term financing solutions, secured by pledged collateral articles such as gold, diamonds, gem-set jewellery and luxury timepieces.



## RETAIL & TRADING

MoneyMax Jewellery offers a diverse variety of brand-new gold jewellery, pre-loved luxury timepieces and branded bags.



## AUTOMOTIVE FINANCING

MoneyMax Leasing serves as the go-to-hub for flexible automotive financing solutions, for both car owners and dealerships.



## PROPERTY FINANCING

MoneyMax Financial Services provides financial loans to individuals and businesses in the form of secured collateral such as property.



## E-AUCTION

SG e-Auction revolutionises Live B2B online auctions for luxury goods, gold and diamond in Singapore, allowing real-time electronic bidding on an extensive range of merchandise.



## INSURANCE

MoneyMax Assurance Agency offers motor, travel, home and commercial insurance services, ensuring peace of mind for our clients.



MoneyMax Financial Services Ltd. ("MoneyMax" or the "Company", and together with its subsidiaries, the "Group") is a leading financial services provider, retailer, and trader of luxury products in Southeast Asia. The Group provides both pawnbroking services as well as secured financing services to its customers. Headquartered in Singapore and listed on the Catalist Board of the Singapore Exchange Securities Trading Limited ("SGX-ST"), the Group currently has a network of 100 outlets across Singapore and Malaysia, making it one of the largest pawnbroking and retail chains in the region.

As a customer-centric and innovative company, the Group is constantly exploring new opportunities to enhance customer experience and service standards in the pawnbroking industry. In 2015, the Group launched MoneyMax Online, making it Singapore's first pawnbroking chain to offer customers an online platform to shop, sell and appraise their valuables. In 2018, the Group ventured into the automotive financial services industry, providing one-stop solution for automotive ownership services through MoneyMax Leasing and MoneyMax Assurance Agency. In addition, the Group has expanded its secured lending business segment by diversifying into the provision of financing solutions for residential and commercial properties in Singapore, leveraging on the network and knowledge it has developed over the years in the financial services industry. MoneyMax is also a retailer of brand-new jewellery and offers a wide selection of gold, diamond and precious gemstone jewellery as well as preloved designer handbags and watches of popular luxury brands. With its diverse product offerings, MoneyMax has established itself as a one-stop shop for customers seeking pawnbroking, jewellery and luxury fashion items.

MoneyMax has also won multiple awards from the coveted Singapore Prestige Brands Award, including Overall Winner Award (Promising Brands – 2013) and The Most Popular Brand Award (Established Brands – 2015), and has been inducted into its prestigious Hall of Fame in 2015. MoneyMax is proud to be named by The Straits Times as one of "Singapore's Fastest Growing Companies 2020". MoneyMax Assurance Agency also had the honour to be a recipient of Income's Million Dollar Producer Award in 2022.



The picture shown is for illustrative purposes only, and does not represent the respective brands.

# CHAIRMAN'S STATEMENT



**"The stellar performance of the past financial year would not have been possible without the unwavering dedication of our people across our business segments."**

## Dear Shareholders,

On behalf of the board of directors (the "Board") of MoneyMax Financial Services Ltd. (the "Company", and together with its subsidiaries, the "Group"), I am pleased to present our annual report for the financial year ended 31 December ("FY") 2023.

The global economy was filled with uncertainties during FY2023. In the face of stubborn inflationary pressures, elevated interest rates had dampened consumer demand worldwide. Protracted geopolitical tensions and supply chain disruptions further contributed to a bleak outlook in general.

Shift in consumers' behaviour post the COVID-19 pandemic have nevertheless offered pockets of opportunities and new growth avenues for the Group. In this regard, our business teams continue to remain agile and proactive, and we hope to tap onto these opportunities as and when they arise to continue staying ahead of the curve.

Amidst these global uncertainties and challenges, I am proud to share that the Group had achieved another record-breaking financial performance in FY2023. The Group posted a higher revenue of S\$285.7 million in FY2023, representing an increase of S\$32.2 million or 12.7% from S\$253.5 million recorded in FY2022. This increase can be attributed to an increase in revenue across all our business segments. Likewise, our total assets also showed consistent growth, increasing by S\$115.8 million or 18.4% to S\$746.2 million as at 31 December 2023. Most importantly, the Group continued its trajectory of strengthening its bottom line, posting a record profit before tax of S\$32.0 million in FY2023, representing an increase of S\$2.3 million or 7.7% from S\$29.7 million recorded in FY2022.

## Anchoring Our Pillars of Growth

Our 3 business segments, namely pawnbroking, retail and trading of gold and luxury items, and secured lending continue to be the key pillars that the Group lays the foundation of its businesses on.

FY2023 was a significant year for the Group as we continued our efforts to expand our footprint in the pawnbroking industry across Singapore and Malaysia to better serve our customers. During FY2023, the Group added 2 highly accessible outlets at Sengkang Grand Mall and Compass One to our pawnbroking network in Singapore. We also continued to prioritise the enhancement of our brand equity through fresh retail concepts, delivering consistent quality in our products, and fostering positive customer experiences at every touchpoint.

Across the causeway in Peninsula Malaysia, our network of 29 traditional pawnshops continue to deliver improved performance in FY2023. In addition, the Group has to date successfully opened another 20 pawnshops under our "MoneyMax" brand in Malaysia. Strategically located across the country, these outlets are designed to provide our customers with an environment that is convenient and secure. I am also happy to share that our drive-through pawnshops in Malaysia have proven to be very popular with our customers, and of the 20 pawnshops under our "MoneyMax" brand, 11 have such drive-through services to enable us to serve the local communities in Malaysia from the comfort of their vehicles. The Group remains optimistic about the potential of our modern pawnbroking business concept in Malaysia and will continue to prioritise our investments as we look to scale the "MoneyMax" brand in the country.

Supported by stronger operational capabilities on an enlarged geographical scale, we believe that the Group is now primed to build on our position as one of the largest pawnbroking chains in the region.

Our automotive financing business has also continued to show sterling progress. Our focus and hard work over the past 5 years have seen the Group become a key player in this market. Internally, we will look to continue to streamline our processes and increase our efficiency to better serve our customers in the automotive industry. The Group continues to stand by its ethos of growing our business alongside the business of our partners, and our network of automotive dealership partners remains pivotal in our continued success. As before, we celebrated the achievements and success of our partners through our annual "Partners' Appreciation Night".

In addition to automotive financing, the Group also added real estate into the pool of asset class that we provide financial services for. This business unit aims to serve property owners in Singapore seeking to unlock the liquidity of their assets. The Group has identified this business unit as an important engine of our overall growth strategy in the medium term, and we will continue to allocate resources to support its development and drive its growth sustainably. With a clear vision of the path ahead, we believe that this business unit will be an important cornerstone of our secured lending business segment in the years to come.

# CHAIRMAN'S STATEMENT



## Giving Back to Our Communities

There is a growing recognition within the Group that we as an organisation can, and should, direct some of our focus towards creating meaningful social value and giving back to our local communities.

In addition to the usual community outreach programs that the Group participates in, I am pleased to share that we had launched our very own "MoneyMax Education Grant" in January 2023, which is aimed at supporting the education of our beneficiaries. This program is especially meaningful to the Group because it is not merely a bursary program to us, but also an initiative that symbolises a commitment towards our belief that education should be accessible to all.

I am also pleased to share that the Group had made an internal pledge to match every transaction in our retail stores in December 2023 with a donation to the Community Chest, with the final donation sum amounting to a total of S\$25,000. The organisation supports, amongst others, families in need of

assistance and children with special needs. In a similar vein, we have also continued to support other charities and welfare organisations in our steadfast commitment to generate social impact within our local communities.

## For Our Shareholders

The Board has proposed a one-tier tax exempt dividend of 1.00 Singapore cent per share for FY2023, subject to the approval of our shareholders at the forthcoming annual general meeting of the Company ("AGM").

## A Word of Appreciation

The stellar performance of the past financial year would not have been possible without the unwavering dedication of our people across our business segments. I would like to take this opportunity to extend my deepest appreciation to my colleagues for their unity, hard work and commitment in the past year.

It has also been more than a decade since we got listed on the Catalyst of the SGX-ST. As we embark on a Board renewal process, I would like to take this

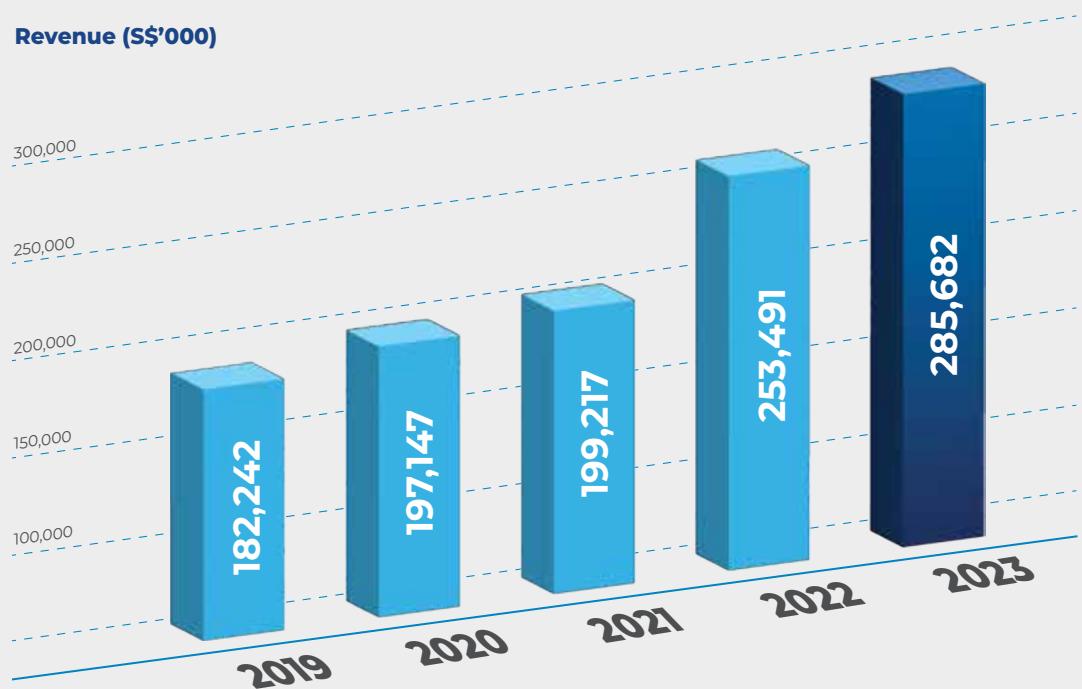
opportunity to thank our Independent Directors who will be stepping down from the Board after the AGM, namely, Mr Ng Cher Yan, Mr Ivan Khua, and Mr Foo Say Tun, for their dedication and leadership over the years. Each of these Independent Directors has served the Group with distinction and we look forward to the continued success of the Group with the foundations that they have helped to build.

Finally, my deepest gratitude to our customers, business partners, and shareholders for the unwavering support in the past year. It is our immense privilege to embark on another chapter with you by our side.

**Dato' Sri Dr. Lim Yong Guan BBM  
Executive Chairman and  
Chief Executive Officer**

# FINANCIAL HIGHLIGHTS

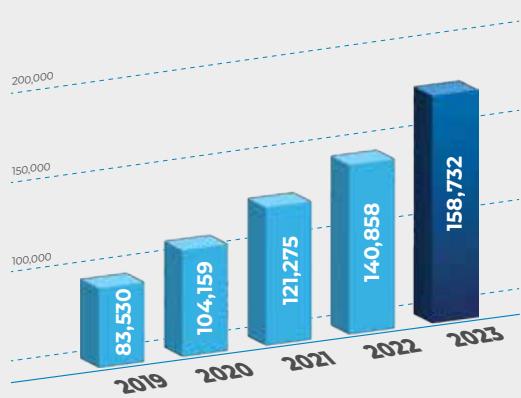
**Revenue (S\$'000)**



**Profit Before Tax (S\$'000)**



**Net Asset Value (S\$'000)**

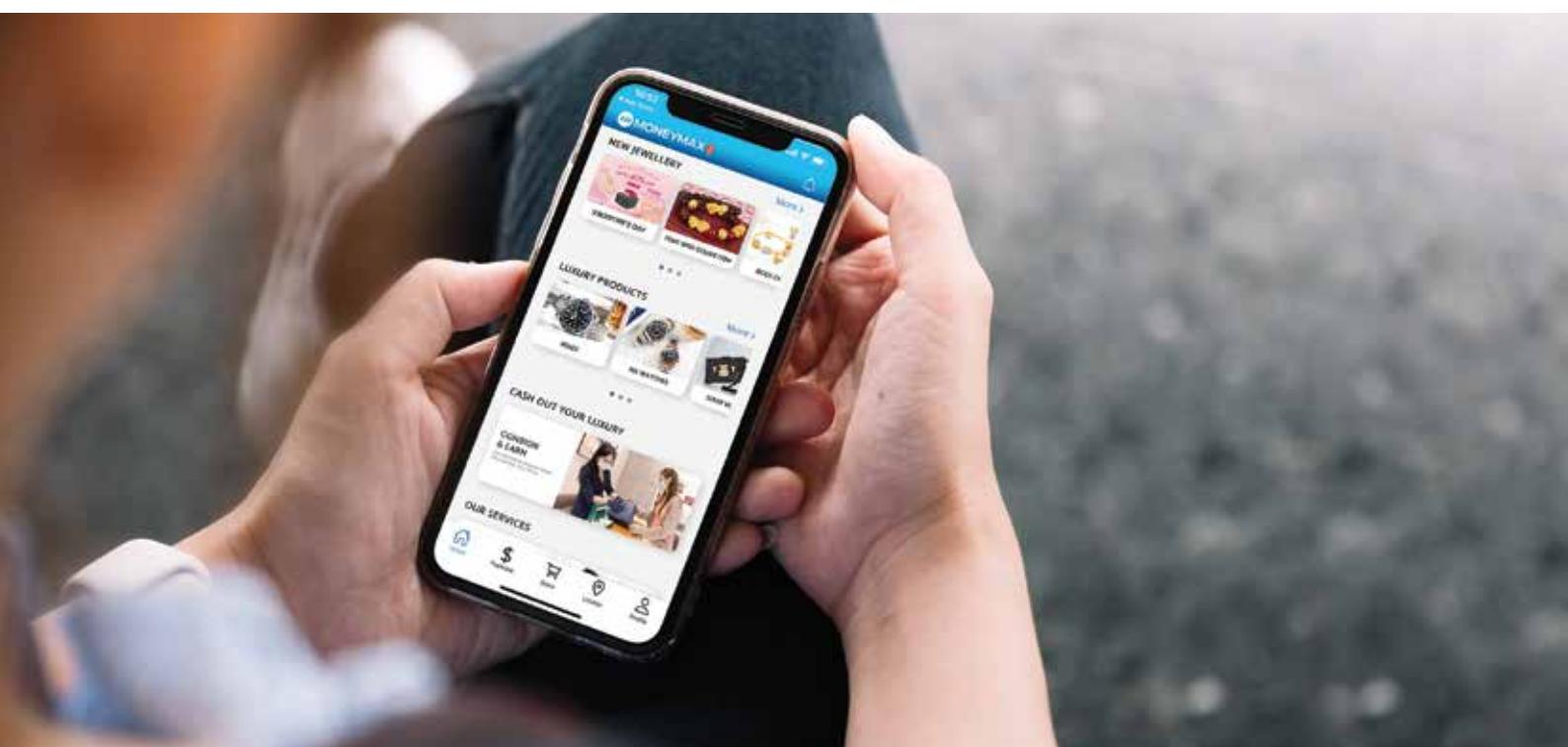


**Key Financial Information (S\$'000)**

Year	2019	2020	2021	2022	2023
<b>Revenue</b>	182,242	197,147	199,217	253,491	285,682
<b>Profit before tax</b>	12,620	26,764	25,447	29,745	32,031
<b>Profit net of tax</b>	9,566	22,249	21,126	23,783	25,176
<b>Net asset value</b>	83,530	104,159	121,275	140,858	158,732
<b>Earnings per share (S\$ cents)<sup>1</sup></b>	1.92	4.61	4.48	4.99	5.13

<sup>1</sup>For the purpose of comparison, earnings per share for prior corresponding years have been adjusted retrospectively for the 88,449,999 new ordinary shares issued pursuant to a bonus issue on 13 October 2021.

# FINANCIAL & OPERATIONAL REVIEW



## Consolidated Income Statement and Statement of Comprehensive Income

The Group achieved another year of strong performance in FY2023. Revenue in FY2023 grew by 12.7% as compared to FY2022 to S\$285.7 million. Profit net of tax in FY2023 grew by 5.9% as compared to FY2022 to S\$25.2 million.

Revenue increased by S\$32.2 million or 12.7% from S\$253.5 million in FY2022 to S\$285.7 million in FY2023. The increase was mainly due to higher revenue from the pawnbroking, retail and trading of gold and luxury items and secured lending segments.

Other income and gains decreased by S\$0.6 million or 37.1%, from S\$1.7 million in FY2022 to S\$1.1 million in FY2023. The decrease was mainly due to lower government grants received and absence of gain on disposal of fixed assets.

Material costs increased by S\$12.4 million or 7.6% from S\$162.8 million in FY2022 to S\$175.2 million in FY2023. The increase was in line with the increase in revenue from the retail and trading of gold and luxury items segment.

Employee benefits expenses increased by S\$4.4 million or 17.7% from S\$24.9 million in FY2022 to S\$29.3 million in FY2023. The increase was mainly due to increase in staff headcount to support the opening of new stores and salary increments during FY2023.

Depreciation and amortisation expenses decreased by S\$1.6 million or 12.3% from S\$13.1 million in FY2022 to S\$11.5 million in FY2023. The decrease was mainly due to lower depreciation expense of right-of-use assets arising from the remeasurement of leases which was partially offset by higher depreciation expense of property, plant and equipment arising from the new stores.

Finance costs increased by S\$9.6 million or 65.9% from S\$14.6 million in FY2022 to S\$24.2 million in FY2023. The increase was due to higher loans and borrowings and increased interest rate.

Other losses increased by S\$0.6 million or 109.8% from S\$0.6 million in FY2022 to S\$1.2 million in FY2023. The increase was mainly due to higher foreign exchange loss and a fair value loss on other finance assets at fair value through profit and loss.

Other expenses increased by S\$3.9 million or 40.5% from S\$9.5 million in FY2022 to S\$13.4 million in FY2023. The increase was mainly due to higher rental expenses due to remeasurement of leases which corresponds to the lower depreciation expense from right-of-use assets, advertising and promotional expenses, legal and professional fees.

As a result of the above, profit before income tax increased by S\$2.3 million or 7.7% from S\$29.7 million in FY2022 to S\$32.0 million in FY2023.

Income tax expense increased by S\$0.9 million or 15.0% from S\$6.0 million in FY2022 to S\$6.9 million in FY2023 mainly due to the increase in profit before tax, and non-recognition of deferred tax income for certain tax losses.

## Consolidated Statement of Financial Position

Non-current assets increased by S\$12.6 million or 6.3% from S\$199.4 million as at 31 December 2022 to S\$212.0 million as at 31 December 2023. The increase was mainly attributable to an increase in trade and other receivables, non-current of S\$12.9 million as a result of an increase in the secured lending business.

## FINANCIAL & OPERATIONAL REVIEW

Current assets increased by S\$103.2 million or 23.9% from S\$431.0 million as at 31 December 2022 to S\$534.2 million as at 31 December 2023. This was mainly due to an increase in trade and other receivables, current of S\$117.1 million as a result of an increase in pledged loan receivables and lease payment receivables offset by a decrease in inventories of S\$13.1 million.

Non-current liabilities decreased by S\$10.8 million or 8.0% from S\$135.1 million as at 31 December 2022 to S\$124.3 million as at 31 December 2023. This was mainly due to repayment of loans and borrowings, non-current of S\$11.7 million.

Current liabilities increased by S\$108.7 million or 30.7% from S\$354.4 million as at 31 December 2022 to S\$463.1 million as at 31 December 2023. This was mainly due to an increase in other financial liabilities, current of S\$100.0 million due to higher loans and bank borrowings, while the increase in trade and other payables of S\$10.5 million was due to higher loans from related parties.

Equity attributable to owners of the Company increased by S\$15.4 million or 11.7% from S\$131.2 million as at 31 December 2022 to S\$146.6 million as at 31 December 2023. The increase was mainly due to total comprehensive income attributable to owners of the parent of S\$19.8 million for FY2023, offset by the final dividend payment in respect of FY2022 of S\$4.4 million in FY2023.

### Consolidated Statement of Cash Flows

Net cash generated from operating activities before changes in working capital in FY2023 was S\$68.9 million. Net cash used in working capital amounted to S\$108.3 million. This was mainly due to an increase in trade and other receivables of S\$130.0 million offset by a decrease in inventories of S\$13.1 million and an increase in trade and other payable of S\$10.7 million. Net cash used in operating activities amounted to S\$46.7 million after deducting income tax paid of S\$7.2 million in FY2023.

Net cash used in investing activities in FY2023 amounted to S\$3.0 million, mainly due to the purchase of plant and equipment for new and existing stores.

Net cash generated from financing activities in FY2023 amounted to S\$42.6 million mainly due to an increase in loans and borrowings of S\$327.8 million, partially offset by dividends paid, interest expense paid, repayment of lease liabilities and repayment of loans and borrowings of S\$4.4 million, S\$24.2 million, S\$10.8 million and S\$245.7 million respectively.

As a result of the above, there was a net decrease of S\$7.1 million in cash and cash equivalents from a net cash balance of S\$19.5 million as at 31 December 2022 to S\$12.4 million as at 31 December 2023.





4

3

1



## BOARD OF DIRECTORS

### 2. Mr. Lim Yong Sheng

*Non-Executive Director, Co-Founder*

**Mr. Lim Yong Sheng** is one of our co-founders and was appointed as an Executive Director of the Company on 9 October 2008. He was re-designated as a Non-Executive Director of the Company on 6 August 2015 and was last re-elected on 27 April 2022.

Having accumulated more than 30 years of experience in the jewellery industry, Mr. Lim currently serves as the Executive Director and Group CEO of SK Jewellery Group Pte. Ltd. and is responsible for its strategic planning, overall management, business development and marketing strategies. Prior to his appointment as the Executive Director and Group CEO of SK Jewellery Group Pte. Ltd., Mr. Lim was the Head of Branding and Marketing and Executive Director of the Group, where he oversaw and spearheaded the marketing strategy and brand management for the Group. Mr. Lim currently serves as an independent director of Sarine Technologies Ltd., a company listed on the SGX-ST.

Mr. Lim obtained a Bachelor of Science in Electrical Engineering from the National University of Singapore.

### 3. Mr. Ng Cher Yan

*Lead Independent Director*

**Mr. Ng Cher Yan** was appointed as the Lead Independent Director of the Company on 27 June 2013. He was last re-elected on 27 April 2022. Mr. Ng has more than 30 years of experience in the areas of accounting and finance and is currently the managing partner of an accounting practice, Plus LLP.

Mr. Ng currently also serves as an independent director on the boards of several companies listed on the SGX-ST, namely, Samko Timber Limited, Serial Systems Ltd. and Vicplas International Limited. He was previously a non-executive director of Bull Will Co. Ltd, a company listed in Taiwan.

Mr. Ng holds a Bachelor of Accountancy degree from the National University of Singapore and is also qualified as a Chartered Accountant in Australia and New Zealand. He is a Fellow Member of the Institute of Singapore Chartered Accountants, as well as a member of the Chartered Accountants Australia and New Zealand. Mr. Ng was awarded the prestigious Pingat Bakti Masyarakat or the Public Service Medal in 2007 and was awarded the Bintang Bakti Masyarakat or the Public Service Star Award in 2016 for his various community services.



2

5

From left to right: Mr. Khua Kian Kheng Ivan, Mr. Ng Cher Yan, Dato' Sri Dr. Lim Yong Guan, Mr. Lim Yong Sheng, Mr. Foo Say Tun

#### 4. Mr. Khua Kian Kheng Ivan

*Independent Director*

**Mr. Khua Kian Kheng Ivan** was appointed as an Independent Director of the Company on 27 June 2013. He was last re-elected on 27 April 2022. Mr. Khua is currently the executive director of Hock Leong Enterprises Pte. Ltd. ("HLE"), where he oversees the financial, administrative, human resource and business development aspects of HLE's business and operations.

Prior to joining HLE, Mr. Khua worked with Rider Hunt Levett and Bailey, a consultancy firm, between 2000 and 2004. Mr. Khua also currently serves as an independent director of KSH Holdings Limited, and was previously the lead independent director of No Signboard Holdings Ltd, companies listed on the SGX-ST.

Mr. Khua holds a Diploma in Building (with Merit) from Singapore Polytechnic, and a Bachelor's degree in Building Construction Management (First Class Honours) from the University of New South Wales, Australia. He is also a member of the Singapore Institute of Arbitrators and the Singapore Institute of Directors. He was awarded the prestigious Pingat Bakti Masyarakat or the Public Service Medal in 2016.

#### 1. Dato' Sri Dr. Lim Yong Guan

*Executive Chairman and Chief Executive Officer, Co-Founder*

**Dato' Sri Dr. Lim Yong Guan** is one of our co-founders and was appointed as the Executive Chairman and CEO of our Group on 9 October 2008. He was last re-elected on 27 April 2023. Since the Group's establishment, Dr. Lim has been instrumental to the Group's growth and continued success. As the Executive Chairman and CEO, Dr. Lim is responsible for the overall management, operations, strategic planning, and business development of the Group. He is also responsible for, inter alia, driving the operational efficiency of the Group's work processes, monitoring the development and performance of the Group's business, and identifying new opportunities for the Group's expansion.

Dr. Lim serves as a committee member for the Singapore Pawnbrokers' Association. In addition, he is actively involved in community and grassroots activities. Dr. Lim serves as the Chairman for Bukit Merah Community Centre Management Committee and Hua Yan Buddhist Society. He also serves as the Board Chairman for Bukit Timah Seu Teck Sean Tong, Chairman for Theng Hai Huay Kuan and Vice Chairman for Radin Mas Citizens' Consultative Committee and Teochew Poit Ip Huay Kuan. He was awarded the prestigious Pingat Bakti Masyarakat or the Public Service Medal in 2015 and Bintang Bakti Masyarakat or the Public Service Star in 2021.

#### 5. Mr. Foo Say Tun

*Independent Director*

**Mr. Foo Say Tun** was appointed as an Independent Director of the Company on 27 June 2013. He was last re-elected on 27 April 2023. Mr. Foo was called to the Singapore Bar in 1995 and the Malaysian Bar in 1992. Mr. Foo was a lawyer practicing civil litigation, arbitration and corporate law.

Mr. Foo currently serves as an independent director on the boards of companies listed on the SGX-ST, namely, Eurosports Global Limited and Mary Chia Holdings Limited. He was previously the non-executive chairman and independent director of Jubilee Industries Holdings Ltd, and an independent director of Qingmei Group Holdings Limited, Sino Techfibre Limited and Fu Yu Corporation Limited, companies listed on the SGX-ST.

Mr. Foo holds a Bachelor of Laws degree from the University of East Anglia (UK), and was admitted to Middle Temple (UK) as a Barrister-at-Law in 1991.

# MANAGEMENT TEAM

## Mdm. Tan Yang Hong

### *Chief Operating Officer*

Mdm. Tan Yang Hong was appointed as the Chief Operating Officer of the Group on 1 October 2010. Mdm. Tan oversees the Group's operations, the Management Integrated Systems (MIS), human resources, management and general administration, as well as dealings with financial institutions and relevant authorities. She is also involved in determining and executing operational audit plans and schedules.

Mdm. Tan has more than 20 years of experience in the jewellery industry, and was responsible for human resource, operational and administrative matters of the SK Jewellery group from 1991 to 2012. She holds a Diploma in Electronics Engineering from Ngee Ann Polytechnic.

## Mr. Lim Chun Seng

### *Group General Manager*

Mr. Lim Chun Seng joined the Group in June 2018 as an Assistant Business Development Manager and helped to develop the Group's auction business as well as supporting initiatives for the Group's pawnbroking and jewellery segments. With the establishment of the Group's auto financing operations in 2019, he was appointed as Head – Auto Financing Operations on 1 July 2019 and as General Manager, MoneyMax Leasing Pte. Ltd. and MoneyMax Assurance Agency Pte. Ltd. in February 2021. He was promoted to General Manager of MoneyMax Leasing and MoneyMax Malaysia in February 2022 and was responsible for the management of the Group's auto financing and assurance agency and Malaysia pawnbroking business divisions, including overseeing the division's daily operations, recruitment and branding.

Mr. Lim was promoted to Group General Manager on 1 February 2023 and is responsible for managing and overseeing the Group's overall business and operational matters.

Mr. Lim graduated with a Bachelor of Laws from the University of Birmingham.

## Mdm. Chong Chit Bien

### *Chief Financial Officer*

Mdm. Chong Chit Bien was appointed as the Chief Financial Officer of the Group on 1 November 2021. Mdm. Chong is responsible for the Group's accounting and finance functions.

Mdm. Chong has more than 20 years of financial management experience in start-up, multinational and public listed companies. Prior to joining the Group, she was the Chief Financial Officer of SK Jewellery Group Pte. Ltd.. She had also previously held the position of co-founder and director, Finance, HR & Admin at Plover Trip Pte. Ltd., senior director (Finance and Accounting) at BCD Travel Singapore Pte. Ltd., Head of Finance at Fossil Singapore Pte. Ltd., and Senior Finance Manager at The Hour Glass Ltd.

Mdm. Chong holds a Bachelor of Commerce (Accounting) from University of Otago in New Zealand and is a member of CPA Australia.

## Mdm. Lim Liang Soh

### *Deputy General Manager - Pawnbroking & Retail*

Mdm. Lim Liang Soh was appointed as Head – Retail Operations of the Group on 1 October 2010. Since 2010, she has been managing the overall brand strategy and activities for the Group. Mdm. Lim was promoted to Deputy General Manager, Pawnbroking and Retail with effect from 1 June 2021. She manages the overall brand strategy and activities for the Group and is also responsible for overseeing the Group's operations, day-to-day business processes, controls, talent management and recruitment.

Mdm. Lim has more than 20 years of experience in the jewellery industry, and was responsible for human resource, operational and administrative matters of the SK Jewellery group from 1991 to 2012. She holds a Diploma in Chemical Process Technology from Singapore Polytechnic.



## BUSINESS HIGHLIGHTS



### CELEBRATING 90<sup>TH</sup> STORE IN SINGAPORE & MALAYSIA

MoneyMax proudly commemorates a significant milestone in its journey—the opening of our 90th store across Singapore and Malaysia on 7 May 2023. At the grand opening event, esteemed business partners, valued customers and long serving staff joined in to celebrate this achievement. Since establishing in 2008, the brand has been humbled by the unwavering support from our customers and the dedication of our team. As we mark this milestone, we reaffirm our commitment to delivering exceptional financial services and expanding our reach to cater to the evolving needs of customers.



### GOLD BAR COLLECTION

MoneyMax Jewellery is proud to present our 999.9 Gold Bar collection series such as the Prettigold Zodiac Series, Good Luck gold card and Huat-Ah gold card. Exclusively designed by MoneyMax Jewellery, the Gold Bar collection series has garnered significant attention online and quickly became popular among our customers, resulting in a notable increase in demand.

## BUSINESS HIGHLIGHTS

### EMPOWERING COMMUNITIES: MONEYMAX'S NEW PHILANTHROPIC ENDEAVOR

The MoneyMax Education Grant program represents a cornerstone of our community initiatives, aimed at providing financial support to underprivileged students in Singapore. During its inaugural phase, the program disbursed over S\$20,000 in education grants to over 100 bursary recipients, marking a significant milestone in our ongoing commitment to fostering accessible education. This initiative underscores MoneyMax's dedication to societal advancement by facilitating positive change and cultivating a culture of philanthropy.



### MONEYMAX LEASING PARTNERS APPRECIATION NIGHT

The Group remains steadfast in its pursuit of expanding its suite of comprehensive automotive financing solutions. Embodying this ethos, we invited our esteemed partners from the automotive dealership network for an enriching evening of camaraderie and appreciation during our MoneyMax Leasing Partners Appreciation Night. It was an occasion not only to celebrate but also to acknowledge their unwavering dedication to upholding exemplary service standards within the industry.





# 50 OUTLETS IN SINGAPORE





### AGGRESSIVE EXPANSION IN MALAYSIA

With 50 strategically positioned pawnshops, MoneyMax is making significant strides in Peninsular Malaysia, bolstering its reputation as a leading player in the pawnbroking sector through targeted expansion efforts. Today, MoneyMax has firmly entrenched itself as the leader in the drive-through pawnbroking landscape with 11 drive-through outlets across Malaysia.

The drive-through concept not only reaffirms our dedication to pioneering convenience but also underscores our relentless pursuit of customer satisfaction. Beyond mere transactions, our drive-through facilities offer a sanctuary of privacy, security, and efficiency, revolutionising the traditional pawnbroking experience and setting a new benchmark for industry standards.

As we forge ahead, guided by a vision of excellence and adaptability, MoneyMax remains poised to redefine the boundaries of success in the Malaysian market, continuously striving to exceed expectations and set new precedents in the realm of financial services.







# SUSTAINABILITY REPORT

- 19** Sustainability Board Statement
- 20** About The Report
- 20** Sustainability Governance
- 21** Stakeholder Engagement
- 22** Material Assessment And Material Topics
- 23** Sustainable Economic Growth
- 25** Ethical Business Conduct

- 27** Fair Employment Practices
- 29** Corporate Social Responsibility
- 30** Environmental Stewardship
- 31** TFCD Report
- 32** GRI Content Index
- 34** TFCD Content Index

# SUSTAINABILITY BOARD STATEMENT

The Board of Directors (the “**Board**”) is pleased to present MoneyMax Financial Services Ltd.’s (together with its subsidiaries, the “**Group**”) sustainability report (the “**Report**”) for the financial year ended 31 December 2023 (“**FY2023**”). This Report sets forth the sustainability performance and commitments the Group has made in this year.

As a leading financial service provider, retailer and trader of luxury products in South East Asia, the Group remains steadfast in our commitment to generating long-term value for our stakeholders. The Group continues to strive and maintain strong dedication in creating enduring value for our stakeholders. Achieving sustainable growth for the Group is anchored upon four main tenets, which are (i) to manage our businesses with financial prudence; (ii) to have customer-centricity be an entrenched ethos of the organisation; (iii) to build an inclusive and progressive workplace, and (iv) to maintain robust legal compliance and corporate governance frameworks to guide our business practices. Through the incorporation of these principles into the Group’s business strategy, the Board aims to guide the Group towards resilience and flexibility.

The Board holds overall responsibility for the Group’s sustainability matters and guides the Group on the integration of sustainable practices into the business strategy and operations. Additionally,

the Board oversees the Group’s comprehensive corporate governance practices, identifies material environmental, social and governance (“**ESG**”) topics. The Sustainability Governance Structure section of this Report will provide further details.

The Group acknowledges its responsibility in minimising its carbon footprint. As mentioned last year, the Group has participated in the LowCarbonSG program led by the Carbon Leadership Pricing Coalition Singapore. This participation enables the Group to utilise digital tools and receive guidance to track the carbon emissions in its operations and mitigate environmental impact in the future. As part of our TCFD recommendations disclosures this year, the LowCarbonSG program has assisted us in measuring and disclosing our carbon emissions.

We are excited to continue advancing and improving our sustainability efforts in the upcoming years. We want to express our gratitude to the management team, employees, partners, and all other stakeholders of the Group for their steadfast and valuable support thus far.

Sincerely,  
The Board of Directors



# ABOUT THE REPORT

***This Report discusses the Group's strategies, performance and targets for all sustainability issues identified for our business and stakeholders.***

## Reporting Framework

This Report was prepared with reference to the requirements and principles of the Global Reporting Initiative ("GRI") Universal Standards 2021. The decision to adopt the GRI Standards stems from their esteemed status as a global framework for disclosing an organisation's economic, environmental, and social impacts. Additionally, we have adopted some of the disclosure recommendations of the Task Force on Climate-related Financial Disclosures ("TCFD"), recognising them as a globally recognised set of disclosures for climate-related information.

In line with Rules 711A and 711B of the Singapore Exchange Securities Trading Limited Listing Manual Section B: Rules of Catalyst, this Report includes the primary components of a sustainability report on a 'comply or explain' basis. In FY2023, the Group has commenced a phased approach for the inclusion of the TCFD disclosures. The details of how the Group will progressively incorporate TCFD disclosures, presented in the form of an implementation timeline, can be found in the "TCFD Report" section of this Report.

## Reporting Scope and Period

The contents of this Report cover our operations in Singapore, which includes the Group's headquarters and the 50 outlets we have across the country, accounting for 89% of the Group's total revenue in FY2023. We hope to broaden our reporting scope to encompass our operations in Malaysia in the future.

This Report's reporting period is the financial year ended 31 December 2023 ("FY2023").

## Independent Assurance

The Group has not conducted any external assurance for this Report but will consider external assurance in coming financial years. The Group's internal auditors have conducted a review of the Group's sustainability reporting processes. All recommendations raised from the review are considered to ensure the accuracy of the data and information presented in this Report.

## Feedback

A soft copy of this Report is available on the Singapore Exchange Network ("SGXNET"). The Group is committed to hearing from all its stakeholders, and we welcome all feedback on this Report. To reach us, please contact us at [ir@moneymax.com.sg](mailto:ir@moneymax.com.sg).

# SUSTAINABILITY GOVERNANCE

The Board holds accountability for and oversees the Group's sustainability matters. It plays a crucial role in guiding the formulation of sustainability strategies and exercises oversight in identifying and managing the Group's material topics.

The Group has instituted a Sustainability Committee ("SR Committee") chaired by the Sustainability Coordinator ("SR Coordinator"). The SR Coordinator is responsible for organising biannual meetings of the SR Committee to assess the monitoring and management of the Group's material topics.

# STAKEHOLDER ENGAGEMENT



Successful stakeholder engagement is essential for the Group to gain a detailed understanding of the pertinent issues and concerns that warrant attention. This ensures that our sustainability approach is aligned with stakeholders' priorities and guarantees that stakeholders are kept informed about significant advancements in our sustainability strategy. Effective stakeholder engagement also enables us to stay current in our fast-evolving industry. The Group has identified six (6) key stakeholder groups, further detailed in the table below, and we actively engage them through a diverse range of communication channels.

	ENGAGEMENT CHANNELS	STAKEHOLDERS' EXPECTATIONS	OUR RESPONSES
<b>CUSTOMERS</b>	<ul style="list-style-type: none"> <li>Feedback channels, including social media platforms, emails, hotlines, in-store feedback forms</li> <li>Informal feedback sessions</li> </ul>	<ul style="list-style-type: none"> <li>Product offering</li> <li>Quality service</li> <li>Value-for-money products and services</li> <li>Customer safety</li> </ul>	<ul style="list-style-type: none"> <li>Launch of new products and tools for our customers</li> <li>Customer service trainings and orientations for new hires to maintain our service standard</li> </ul>
<b>SHAREHOLDERS</b>	<ul style="list-style-type: none"> <li>Annual general meetings</li> <li>Annual reports</li> <li>SGXNET announcements</li> <li>Shareholders' circulars</li> </ul>	<ul style="list-style-type: none"> <li>Financial performance</li> <li>Investment returns</li> <li>Transparency and timely reporting</li> </ul>	<ul style="list-style-type: none"> <li>Provide timely information to shareholders, in line with good corporate governance and disclosure practices</li> </ul>
<b>EMPLOYEES</b>	<ul style="list-style-type: none"> <li>Induction program for new employees</li> <li>Weekly town halls and meetings</li> <li>Regular company events</li> <li>Informal feedback channels</li> <li>Annual performance appraisal</li> </ul>	<ul style="list-style-type: none"> <li>Fair employment practices</li> <li>Recognition of efforts</li> <li>Opportunities to learn and grow</li> </ul>	<ul style="list-style-type: none"> <li>Provide job rotation and training opportunities to develop and upskill our employees</li> <li>Organise staff engagement activities to improve working relationships and allow for team bonding</li> </ul>
<b>BUSINESS PARTNERS</b>	<ul style="list-style-type: none"> <li>Regular meetings and dialogue sessions</li> </ul>	<ul style="list-style-type: none"> <li>Good relationship</li> <li>Fair market practices</li> <li>Timely payments</li> <li>Business prospects</li> </ul>	<ul style="list-style-type: none"> <li>Frequent communication and meetings with business partners</li> </ul>
<b>REGULATORY AUTHORITIES</b>	<ul style="list-style-type: none"> <li>Participation in discussions and consultations</li> <li>Regular reports to regulatory authorities</li> </ul>	<ul style="list-style-type: none"> <li>Accurate and timely reporting</li> <li>Compliance to local laws and regulations</li> </ul>	<ul style="list-style-type: none"> <li>Timely submission of reports to Registry of Pawn and Ministry of Law</li> </ul>
<b>LOCAL COMMUNITY</b>	<ul style="list-style-type: none"> <li>Community outreach activities</li> <li>Engagement with community projects and charities</li> </ul>	<ul style="list-style-type: none"> <li>Social responsibility</li> <li>Environmental responsibility</li> </ul>	<ul style="list-style-type: none"> <li>Participation in community programs to support the underprivileged</li> <li>Monetary donations to various charity organisations</li> </ul>

# MATERIAL ASSESSMENT AND MATERIAL TOPICS

Our material assessment was conducted following consultations with the Board, which holds the responsibility of reviewing and approving the Group's material topics. In support of the Board, the Group's senior management is tasked with executing the Group's sustainability plans, maintaining ongoing communication with the Board.

In FY2023, we revisited our list of material ESG factors for FY2022 and affirmed that these topics remain significant to our business and stakeholders. No new material topics have been identified. Below is the full list of our material topics, accompanied by their previously established FY2023 targets and an evaluation of our performance against these targets.

MATERIAL TOPICS	TARGETS FOR FY2023	PROGRESS FOR FY2023 TARGETS
<b>Sustainable Economic Growth</b>	We targeted to drive organic growth across various business units and enhance shareholders' value by actively investing in its regional pawnbroking network and enhancing our digital product and service offerings.	We have attained our targets. The Group's total revenue increased by 12.7% in FY2023 and is strategically positioned to meet and serve the growing market for financial services in the region.
<b>Consumer Experience and Product Responsibility</b>	We targeted to have zero complaints from the Consumer Association of Singapore in FY2023 so that we maintain service quality standards in accordance with the Consumer Protection (Fair Trading) Act (Cap. 52A) and reduce the number of complaints from customers received throughout the year.	We have attained our targets. There were no complaints received from the Consumer Association of Singapore, and we maintained service quality standards in accordance with the Consumer Protection (Fair Trading) Act (Cap. 52A) and received no complaints from customers in FY2023.
<b>Legal Compliance and Corporate Governance</b>	We targeted to have no material incidents of non-compliance with any laws and regulations governing our businesses.	We have attained our targets. There were no material incidents of non-compliance with any laws, rules and regulations governing our businesses in FY2023.
<b>Anti-Corruption and Anti-Fraud</b>	We targeted to have no whistleblowing reports received and have no material incidents of internal fraud or corruption.	We have attained our targets. There were no whistleblowing reports received and we had no material incidents of internal fraud or corruption in FY2023.
<b>Data Privacy</b>	We targeted to have no substantiated complaints from the Personal Data Protection Commission ("PDPC").	We have attained our targets. We did not receive any substantiated complaints from the PDPC in FY2023.
<b>Diversity and Equal Opportunities</b>	We targeted to receive no reports of gender or age discrimination from our employees.	We have attained our targets. We received zero (0) reports of gender or age discrimination from our employees in FY2023.
<b>Corporate Social Responsibility</b>	We targeted to enrich and strengthen the social bonds with local communities, thereby building community resilience.	We have attained our targets. We have made various donations and sponsorships, and collaborated with new and existing partners in FY2023.
<b>Environmental Stewardship</b>	We targeted to maintain our track record of having no incidents of non-compliance with environmental laws and to include quantitative disclosures on the Group's energy consumption and emissions after establishing our internal data collection methodology.	We have attained our targets. We maintained our track record of having zero (0) incidents of non-compliance with environmental laws and included quantitative disclosures on the Group's energy consumption and emissions in FY2023.

## SUSTAINABLE ECONOMIC GROWTH



Through our various businesses, the Group implements a multifaceted approach to foster sustainable economic growth within the region by:

1. Promoting financial inclusiveness in our communities
2. Creating jobs for our employees
3. Sourcing for goods from suppliers and engaging the services of various service providers
4. Supporting local communities
5. Making prompt tax payments to governments
6. Generating dividends for our shareholders

One of the Group's key missions is for every individual and business to be able to access affordable and responsible financial services tailored to their requirements. As a non-traditional financial service provider, the Group offers liquidity through alternative credit forms to parties that usually face limitations in conventional access to finance methods. With

asset-backed financial products, the Group aims to bridge the financing gap for local Small and Medium Enterprises ("SMEs") that encounter challenges in securing credit facilities. Providing essential working capital support not only ensures adequate cash flow for these SMEs but also enables them to seize new economic prospects, enhance capabilities, and expand their businesses.

The Group considers financial prudence key to preserving our competitive edge across our business. We hold weekly management meetings focusing on evaluating our business strategy in response to fast-evolving market conditions. Additionally, monthly financial reviews are conducted to allow management to discuss the best approach for the Group to optimise resource allocation going forward. Our robust financial management policies have proven to be instrumental in successfully navigating global challenges such as the Group's on-going post-pandemic recovery.

### Material Factors

Through the various channels of communication, the Group, together with our stakeholders, have identified the following ESG factors in accordance to the materiality matrix below to drive sustainable growth through our businesses.

### SUSTAINABILITY PILLARS



While the Board is responsible for reviewing and approving the reported information, including the Group's material topics, the Group's sustainability efforts are led by the senior management, who ensures that the Group's business objectives are in line with our commitment to sustainable development and maintains on-going communication with the Board. To equip the Board with the relevant sustainability knowledge, all the Directors have attended the mandatory sustainability training course.

# SUSTAINABLE ECONOMIC GROWTH

ECONOMIC FIGURES (IN S\$ MILLIONS)	FY2022	FY2023
<b>Economic Value Generated</b>		
Revenue	253.5	285.7
Other gains	1.7	1.1
<b>Economic Value Distributed</b>		
Material costs	162.8	175.2
Employee wages and benefits	24.9	29.3
Depreciation and amortization expenses	13.1	11.5
Finance costs	14.6	24.2
Other expenses and losses	10.0	14.5
Income tax expense	6.0	6.9
<b>Economic Value Retained</b>		
Net profit	23.8	25.2

## Performance

The Group's total revenue increased by 12.7%, from S\$253.5 million in FY2022 to S\$285.7 million in FY2023. The increase was mainly attributable to the growth in revenue contribution across all business segments, comprising the pawnbroking, retail and trading of gold and luxury items and secured lending segments. Our total economic value distributed amounted to S\$261.6 million. Please refer to pages 7 to 9 of the Annual Report for more details on our FY2023 financial performance.

### TARGET FOR FY2024

To capitalise on opportunities to strategically enhance our position as a dominant market player seeking to achieve sustainable long-term growth. The Group targets to drive organic growth across our various business segments and enhance shareholders' value, by actively investing in its regional pawnbroking network and enhancing our digital product and service offerings. The Group will continue to explore potential acquisition opportunities as and when they arise to further expand its business.

## Customer Experience and Product Responsibility

Customer centricity has consistently been a fundamental principle at the Group. The Group maintains a steadfast commitment to delivering unparalleled service quality to our customers. This commitment sets the Group apart within our industry, directly contributing to an expansion of market share and the potential for revenue growth across our businesses.

The trust placed in us by our customers and their families is of immense value. We acknowledge that this trust is vital in shaping the Group's long-term reputation and enhancing brand recognition. The Customer Service Department proactively monitors the monthly influx of customer complaints, conducting thorough investigations into their root causes. Following this, efforts are made to reach out to the customers, fostering amicable resolutions to the incidents. At the store level, specialised customer service training sessions are conducted for new hires, ensuring that they are adequately equipped with essential soft skills to meet the diverse needs of our customers.

### TARGET FOR FY2024

To achieve service excellence and minimise customer complaints by conducting customer service training for all outlet employees.

**Compliance and governance systems, which value and promote accountability and transparency, are vital for the success of all our business operations and sustainability initiatives.**

**Legal Compliance and Corporate Governance**

The sustainability and credibility of our businesses hinge on the establishment of good corporate governance practices. We are heavily regulated under the Pawnbrokers Act 2015, the Pawnbroking Rules 2015, the Secondhand Goods Dealers Act (Chapter 288A), the Anti-Money Laundering regulations and Precious Stones and Precious Metals (Prevention of Money Laundering and Terrorism Financing) Act 2019 in Singapore, as well as the Pawnbroking Act 1972 in Malaysia.

The Group's Risk and Compliance Department orchestrates an extensive compliance and governance program, integrating training, monitoring, and enforcement. This multifaceted program is designed to guarantee that our daily operations adhere rigorously to the prevailing regulatory requirements and legislation. In addition to routine assessments conducted by the Risk and Compliance team, our business processes undergo audits by independent third parties, and are subjected to unscheduled visits from the Ministry of Law. We are committed to equipping our employees with a thorough understanding of the fundamental regulatory frameworks applicable to our business units. Regular updates are

provided to ensure they stay informed about any changes or alterations in regulatory requirements.

The Group assumes a crucial responsibility in safeguarding the integrity of the financial system by systematically minimising the probability for facilitating financial crime across our business units. To enhance our efforts in mitigating the risk of money laundering and terrorism financing, we conduct customer due diligence checks with the assistance of an external solutions provider. Moreover, comprehensive internal policies, procedures, and controls, mandated across the firm, further contribute to our commitment to this cause.

**TARGET FOR FY2024**

1. To continue our record of having no material incidents of non-compliance with laws and regulations in the upcoming year.
2. To maintain effective corporate governance and accountability structures across the Group, to ensure regulatory compliance.



# ETHICAL BUSINESS CONDUCT

## Anti-Corruption and Anti-Fraud

The Group takes an unwavering stance against bribery and corruption. Our commitment to eradicating corruption is explicitly outlined in the Employee Handbook, ensuring that all employees are aware that the Group strictly does not tolerate corruption and that any reported incidents will undergo thorough investigation and be handled by the relevant authorities. We have an established monitoring and enforcement framework used to identify and prevent corrupt or fraudulent activities. The Risk and Compliance Department also conducts regular and spontaneous cash inspections at our outlets.

The Board actively oversees and guides our Group's internal controls and risk management systems. We have an established whistleblowing policy which allows employees and other stakeholders to report matters such as business misconduct, illegal activities, suspected fraud, or any other

dishonest activities directly to the Audit Committee ("AC"). They can be reassured of full confidentiality and protection from undue retaliation. All reports made to the AC in good faith will be promptly investigated. Appropriate measures will be taken if necessary and the Board will be fully notified accordingly.

### TARGET FOR FY2024

1. Aim to maintain zero (0) whistleblowing reports and zero (0) material incidents of fraud.
2. To strive working towards enhancing the Group's risk management strategy and control environment at the operational level, and adhere to the highest standards of professionalism, integrity, and ethics across the Group.

## Data Privacy

Protecting our information systems and data against service interruption and security breaches is extremely vital in our business. Given that the Group handles highly sensitive financial information, we place utmost importance on ensuring the protection of personal data for all relevant stakeholders. The Group expects all employees to adhere to the Group's data protection policies in all aspects in their work. Additionally, the Group strives to instil a culture of awareness and vigilance among our employees, emphasising the critical importance of securing the data of our customers, employees, and other stakeholders. Ensuring the fulfilment of these aspects is imperative for the Group to adequately comply with all relevant data protection laws, and for customers to confidently sustain their trust in the Group.

The Group has appointed a Data Protection Officer, whom together with our Information Technology/Management

Information Systems team, are responsible for initiating and upholding the Group's robust data protection policies. Additionally, they also conduct regular training sessions on the Personal Data Protection Act ("PDPA") for both new and existing employees.

In FY2023, a total of 288 employees underwent training and refresher courses on proper management of personal data, compared to 69 employees for FY2022.

### TARGET FOR FY2024

To uphold our record of no substantiated complaints from the PDPC for the foreseeable future and ensure that our information systems and data are protected against service interruption and security breaches.



*In pursuit of sustainable growth, the Group prioritises the establishment of an inclusive and forward-thinking workplace that inspires every employee to deliver their optimal performance.*



#### Diversity and Equal Opportunities

The Group's Human Resources Department is in charge of the design and implementation of comprehensive strategies for talent acquisition, development, and retention to foster an effective and diverse workforce. Moreover, adhering to the Tripartite Guidelines on Fair Employment Practices, the Group is dedicated to recruiting employees based on skills and experience, regardless of race, age, gender, religion, or ethnicity. The importance of treating all employees with respect is crucial for cultivating an

inclusive work environment within the Group.

#### Performance

As of 31 December 2023, the Group employed a total of 372 employees in Singapore, as compared to 353 employees as at 31 December 2022. Our workforce consists of employees spanning a wide age range, allowing us to tailor products and services to meet the diverse needs of consumers across various age groups. Women accounted for the majority of the Group's workforce (73.1%) and over half

of the top and middle management positions in the Group.

The Group maintains a strict stance of non-tolerance towards any form of discrimination, and we actively encourage employees to promptly report any instances of discrimination they may encounter to the Human Resources Department. In FY2023, we are pleased to have received zero (0) reports of gender or age discrimination from our employees.

#### Building a Culture of Empowerment

Our workforce constitutes our most valuable asset, and we strive to provide equal opportunities for job rotation and internal career advancement across various business units based on individual performance and capability indicators. We encourage open communication with our employees and actively gather feedback during the annual performance appraisal exercise to enhance staff retention

rates in the long term. Additionally, we continuously invest in our staff's professional development by offering training on a diverse range of topics throughout the year. This is aimed at refining skill sets and enhancing the overall productivity of our workforce.

The Group conducted a total of 54 training seminars in FY2023.

#### TARGET FOR FY2024

1. To continue to maintain zero (0) reports of discrimination.
2. To build a workplace that is not only inclusive and progressive, but also one that encourages employee growth and success.

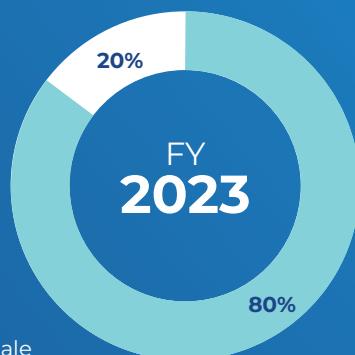
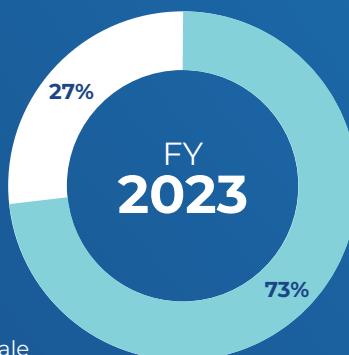
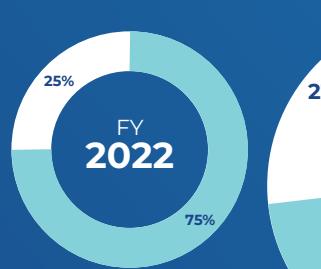


## FAIR EMPLOYMENT PRACTICES

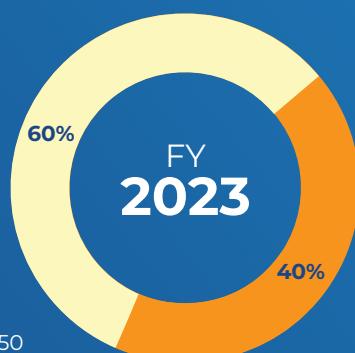
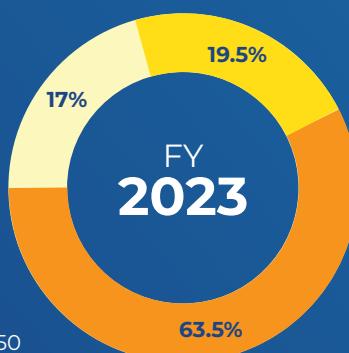
Our workplace diversity profile across gender and age for workforce and management are as follows:

EMPLOYEE CATEGORY	BY GENDER					
	MALE		FEMALE		TOTAL	
	FY2023	FY2022	FY2023	FY2022	FY2023	FY2022
Permanent Full-Time Employees	100	90	272	263	372	353

### STATISTICS FOR GENDER RATIO



### STATISTICS FOR AGE RATIO



## CORPORATE SOCIAL RESPONSIBILITY



The Group made a donation of S\$25,000 to the Community Chest.

**The well-being of our local communities is of utmost importance to the Group. We actively promote and encourage all our staff to contribute to the community through engagement in activities such as community service, making donations, and participating in fundraising initiatives.**

### Performance

In FY2023, the Group has given donations and sponsorships, and collaborated with the following partners:

- I. Donation to the United Overseas Bank Limited's annual Chinese New Year charity fund-raiser, which is held in support of the arts, children and educational causes. These include The Business Times Budding Artists Fund, The Straits Times School Pocket Money Fund, as well as My Digital Bootcamp by UOB and the Central Singapore Community Development Council.
- II. Donation to Sian Chay Medical Institution, which is a registered social service agency that provides free Traditional Chinese Medicine consultation and low-cost medicine and treatments for the community regardless of race or religion.
- III. Donation to the Marsiling Community Club's Gala Night, a fundraising event for the development of the new Marsiling Community Club.
- IV. Donation to the North East Community Development Council's Chi Chen Tan Compassion and Care Charity Dinner, which supports the council's efforts to benefit and bring joy to 25,000 unprivileged, needy families, elderly and students.

- V. Sponsorship for Bukit Merah Community Centre's 60th Anniversary Dinner as they bid a fond farewell to their beloved community centre as it neared closure.
- VI. Participated in Radin Mas Citizens' Consultative Committee's Habuan Distribution event, packing and delivering food and essential items to Muslim families residing in rented housing units within the Radin Mas Constituency.
- VII. Launched the inaugural MoneyMax Education Grant program with the aim of providing financial assistance to students from underprivileged backgrounds in Singapore to advance their education goals, encourage scholastic excellence, and promote a caring and sharing community. Over 100 students were awarded education grants as part of the inaugural batch of bursary recipients.

### TARGET FOR FY2024

To continue to enrich and strengthen the social bonds with local communities, thereby building community resilience.



MoneyMax Education Grant 2023



Habuan Distribution 2023.

# ENVIRONMENTAL STEWARDSHIP

*The Group is dedicated to contributing to the creation of a sustainable future for generations to come. We acknowledge that the reduction of the Group's carbon footprint holds benefits beyond environmental preservation, extending to decreased operating costs and an enhanced brand image.*

We have implemented measures to improve energy efficiency within the Group. Energy-efficient LED lighting systems have been installed across all our showrooms. Since FY2020, we have been utilising electricity from solar energy providers to power our Singapore headquarters. Additionally, over the years, we have decreased our use of petrol by gradually introducing more electric vehicles into our fleet of vehicles.

In FY2023, we have continued our "No Bag Day" campaign across all outlets, encouraging customers to forgo paper bags when conducting their purchases. This endeavour resulted in the conservation of a total of 13,005 paper bags in FY2023.

As a participant in the LowCarbonSG program, we have actively utilised the tools designed for achieving additional energy savings. We are pleased to report that we acquired the LowCarbonSG participant logo in the FY2023. The Group will also use the data collected to conduct useful comparisons for future reporting periods.

## TARGET FOR FY2024

Target to maximise the environmental efficiency of our operations and contribute towards a greener future for everyone.



**Governance**

The Board oversees and exercises supervision over all the Group's climate-related matters. The senior management team bears the responsibility for identifying, assessing, and managing climate-related risks and opportunities. Additionally, the senior management team will convene with the Board periodically to provide updates and engage in discussions regarding climate-related matters.

In FY2023, we started to assess our climate risks and opportunities and begun establishing the required governance structure and risk management practices. Our phased approach towards full adoption of TCFD recommendations is reflected in the implementation timeline below:

TCFD PILLAR	YEAR 1 (FY2023)	YEAR 2 (FY2024)	YEAR 3 (FY2025)
GOVERNANCE	<ul style="list-style-type: none"> <li>Described the governance structures, including Board oversight and the management's role.</li> </ul>		
STRATEGY		<ul style="list-style-type: none"> <li>Identify the climate-related risks and opportunities.</li> <li>Disclose our impacts in qualitative terms.</li> <li>Conduct qualitative scenario analysis.</li> </ul>	<ul style="list-style-type: none"> <li>Detailed scenario analysis with more quantitative outcomes.</li> <li>Disclose impacts in more quantitative terms.</li> </ul>
RISK MANAGEMENT		<ul style="list-style-type: none"> <li>Describe the processes for identifying and managing climate-related risks.</li> <li>Describe how processes for identifying, assessing and managing climate-related risks are integrated into the organisation's overall risk management.</li> </ul>	
METRICS AND TARGETS	<ul style="list-style-type: none"> <li>Disclosed Scope 1 and Scope 2 greenhouse gas emissions.</li> <li>Included metrics used for assessment.</li> </ul>	<ul style="list-style-type: none"> <li>Set targets in qualitative terms.</li> </ul>	<ul style="list-style-type: none"> <li>Include targets in quantitative terms.</li> </ul>

**Metrics and Targets**

Scope 1 and 2 greenhouse gas emissions

Given the increasing global emphasis on addressing climate change, there is a growing expectation from nations and consumers for companies to evaluate and mitigate their greenhouse gas ("GHG") emissions. Recognising this, we acknowledge the vital importance of quantifying our carbon footprint and implementing measures to control it.

FY2023 marks the first year the Group is disclosing quantitative GHG emissions data, and consequently, there is no comparative data for FY2022. We have also selected FY2023 as the baseline year for us to monitor and evaluate improvements to our GHG emissions performance moving forward. In computing our GHG emissions, we have applied the GHG Protocol Corporate Standard, a well-known and established standard developed by the World Resources Institute and the World Business Council for Sustainable Development.

We have also adopted the operational control method for our consolidation approach. Our Scope 2 emissions are attributable to our electricity usage, which is purchased from the national grid. We currently do not have information on our Scope 1 emissions as we did not track it. The Group will track Scope 1 emissions for disclosure in future reporting periods. The following table illustrates the Group's breakdown of GHG emissions for FY2023.

GHG EMISSIONS (SCOPE 2) PRODUCED IN FY2023		GHG EMISSIONS INTENSITY IN FY2023	
Source of Emissions	Amount of GHG Emissions in tonnes of CO <sub>2</sub> equivalent (tCO <sub>2</sub> e)	Metric used for intensity ratio calculations	Amount
Purchased electricity from national grid	722.5	Total Scope 2 GHG Emissions (tCO <sub>2</sub> e)	722.5
		Revenue (S\$ 'million)	285.7
		GHG Emissions intensity ratio (tCO <sub>2</sub> e/S\$ 'million)	2.5

# GRI CONTENT INDEX

## STATEMENT OF USE

MoneyMax Financial Services Ltd. has reported the information cited in this GRI content index for the period from 1 January 2023 to 31 December 2023 with reference to the GRI Standards.

## GRI 1 USED | GRI 1: Foundation 2021

GRI STANDARDS	DISCLOSURE TITLE	PAGE REF / REMARKS
<b>GENERAL DISCLOSURES</b>		
GRI 2: <b>General Disclosures 2021</b>	2-1 Organisational details	2 - 3
	2-2 Entities included in the organisation's sustainability reporting	20
	2-3 Reporting period, frequency and contact point	20
	2-4 Restatements of information	Not applicable
	2-5 External assurance	20
	2-6 Activities, value chain and other business relationships	2 - 3
	2-7 Employees	27 - 28
	2-8 Workers who are not employees	Not applicable
	2-9 Governance structure and composition	36 - 39
	2-10 Nomination and selection of the highest governance body	40 - 41
	2-11 Chair of the highest governance body	39 - 40
	2-12 Role of the highest governance body in overseeing the management of impacts	19
	2-13 Delegation of responsibility for managing impacts	23
	2-14 Role of the highest governance body in sustainability reporting	23
	2-15 Conflicts of Interest	35, 50 - 51 and 76 - 77
	2-16 Communication of critical concerns	47 - 48
	2-17 Collective knowledge of the highest governance body	23
	2-18 Evaluation of the performance of the highest governance body	41 - 42
	2-19 Remuneration policies	42 - 43
	2-20 Process to determine remuneration	42 - 43
	2-22 Statement on sustainable development strategy	19
	2-27 Compliance with laws and regulations	25 - 26
	2-28 Membership associations	25 - 26
	2-29 Approach to stakeholder engagement	21
	2-30 Collective bargaining agreements	Not applicable

# GRI CONTENT INDEX

GRI STANDARDS	DISCLOSURE		PAGE REF / REMARKS
<b>MATERIAL TOPICS</b>			
GRI 3: Material Topics 2021	3-1	Process to determine material topics	22
	3-2	List of material topics	22
<b>Sustainable Economic Growth - GRI 201: Economic Performance 2016</b>			
GRI 3: Material Topics 2021	3-3	Management of material topics	23 - 24
GRI 201: Economic Performance 2016	201-1	Direct economic value generated and distributed	24
<b>Customer Experience and Product Responsibility</b>			
GRI 3: Material Topics 2021	3-3	Management of material topics	24
<b>Legal Compliance and Corporate Governance</b>			
GRI 3: Material Topics 2021	3-3	Management of material topics	25
<b>Anti-Corruption and Anti-Fraud - GRI 205: Anti-Corruption 2016</b>			
GRI 3: Material Topics 2021	3-3	Management of material topics	26
	205-2	Communication and training about anti-corruption policies and procedures	26
	205-3	Confirmed incidents of corruptions and actions taken	26
<b>Data Privacy - GRI 418: Customer Privacy 2016</b>			
GRI 3: Material Topics 2021	3-3	Management of material topics	26
GRI 418: Customer Privacy 2016	418-1	Substantial complaints concerning breaches of customer privacy and losses of customer data	26
<b>Diversity and Equal Opportunity - GRI 405: Diversity and Equal Opportunity 2016</b>			
GRI 3: Material Topics 2021	3-3	Management of material topics	27
GRI 405: Diversity and Equal Opportunity 2016	405-1	Diversity of governance bodies and employees	10 - 11 and 27 - 28
<b>Corporate Social Responsibility - GRI 413: Local Communities 2016</b>			
GRI 3: Material Topics 2021	3-3	Management of material topics	29
GRI 413: Local Communities 2016	413-1	Operations with local community engagement, impact assessments, and development programs	29
<b>Environmental Stewardship</b>			
GRI 3: Material Topics 2021	3-3	Management of material topics	30

# TCFD CONTENT INDEX

DISCLOSURE FOCUS AREA	RECOMMENDED DISCLOSURE	PAGE REF / REMARKS
<b>GOVERNANCE</b>		
Disclose the organisation's governance around climate-related risks and opportunities.	a. Describe the board's oversight of climate-related risks and opportunities.	31
	b. Describe management's role in assessing and managing climate-related risks and opportunities.	31
<b>STRATEGY</b>		
Disclose the actual and potential impacts of climate-related risks and opportunities on the organisation's businesses, strategy and financial planning where such information is material.	a. Describe the climate-related risks and opportunities the organisation has identified over the short, medium and long term	To be incorporated by FY2025
	b. Describe the impact of climate-related risks and opportunities on the organisation's businesses, strategy and financial planning.	To be incorporated by FY2025
	c. Describe the resilience of the organisation's strategy, taking into consideration different climate-related scenarios, including a 2°C or lower scenario.	To be incorporated by FY2025
<b>RISK MANAGEMENT</b>		
Disclose how the organisation identifies, assesses and manages climate-related risks.	a. Describe the organisation's processes for identifying and assessing climate-related risks.	To be incorporated by FY2025
	b. Describe the organisation's processes for managing climate-related risks	To be incorporated by FY2025
	c. Describe how processes for identifying, assessing and managing climate-related risks are integrated into the organisation's overall risk management.	To be incorporated by FY2025
<b>METRICS AND TARGETS</b>		
Disclose the metrics and targets used to assess and manage relevant climate-related risks and opportunities where such information is material.	a. Disclose the metrics used by the organisation to assess climate-related risks and opportunities in line with its strategy and risk management process.	31
	b. Disclose Scope 1, Scope 2, and, if appropriate, Scope 3 greenhouse gas (GHG) emissions and the related risks.	31
	c. Describe the targets used by the organisation to manage climate-related risks and opportunities and performance against targets.	To be incorporated by FY2025

The Board is firmly committed to ensuring a high standard of corporate governance to protect the interests of shareholders of the Company (the “**Shareholders**”) and to enhance long-term Shareholders’ value.

This report describes the Group’s corporate governance structures and practices currently in place, with specific references made to the principles and guidelines of the Code of Corporate Governance 2018 (the “**Code**”) issued in August 2018 and Rule 710 of the Singapore Exchange Securities Trading Limited (“**SGX-ST**”) Listing Manual Section B: Rules of Catalyst (“**Catalist Rules**”).

The Board is pleased to report on the compliance by the Group with the Code. Such compliance is regularly reviewed to ensure transparency and accountability. Where there are deviations from the Code, appropriate explanations have been provided.

#### **Principle 1: The Board’s Conduct of Affairs**

*The company is headed by an effective Board which is collectively responsible and works with Management for the long-term success of the company.*

As at the date of this annual report, the Board comprises:

Dato’ Sri Dr. Lim Yong Guan, Executive Chairman and Chief Executive Officer (“**CEO**”)

Mr. Lim Yong Sheng, Non-Executive Director

Mr. Ng Cher Yan, Lead Independent Director

Mr. Khua Kian Kheng Ivan, Independent Director

Mr. Foo Say Tun, Independent Director

The Board provides effective leadership and direction to develop long-term value for Shareholders and other stakeholders. The Board oversees the business affairs of the Group and has the overall responsibility for reviewing the Group’s strategic plans and performance objectives, financial plans and annual budget, key operational initiatives, major funding and investment proposals, financial performance and corporate governance practices.

The principal functions of the Board include:

- Approving the broad policies, strategies and financial objectives of the Group and ensuring that the necessary resources are in place for the Group to meet its objectives;
- Overseeing the processes for evaluating the adequacy of internal controls, risk management systems, financial reporting and compliance to enable risks to be assessed and managed, including safeguarding of Shareholders’ interests and the assets of the Group;
- Reviewing the performance of the management and approving the nominations of Directors and appointment of key management personnel;
- Approving annual budgets, material funding, investment, divestment and capital expenditure proposals;
- Setting the Group’s values and principles (including ethical standards) and ensuring that the obligations to Shareholders and other stakeholders are met;
- Considers sustainability issues as part of its strategic formulation; and
- Assuming responsibility for corporate governance.

The Board exercises due diligence and independent judgement in dealing with the business affairs of the Group and works with the management to make objective decisions in the interests of the Group. In order to objectively discharge their duties and responsibilities at all times as fiduciaries in the interests of the Company, any Director facing conflicts of interest would recuse himself from discussion and decision involving the issue of conflict.

# CORPORATE GOVERNANCE REPORT

The Board has delegated certain responsibilities to the audit committee (the "AC"), the nominating committee (the "NC") and the remuneration committee (the "RC") of the Company (collectively, the "Board Committees"). The Board Committees operate under clearly defined terms of reference. The Board accepts that while the Board Committees have the authority to examine specific issues and will report back to the Board with their decisions and/or recommendations, the ultimate responsibility on all matters remains with the Board.

In order to keep Directors abreast of the Group's operations, the Directors are also kept updated on initiatives and developments on the Group's business, financial performance, position and prospects, amongst others, in Board and Board Committee meetings, as well as on an ongoing basis as soon as practicable. The management also keeps the Directors updated on relevant and strategic developments in the business, financial reporting standards and industry-related matters periodically to facilitate the discharge of their duties.

The Directors are also encouraged to be kept well-informed of developments in regulatory, legal, compliance and accounting frameworks that are of relevance to the Group with continual development through relevant training courses, seminars and workshops as relevant and/or applicable, at the Company's expense.

The Board meets at least 2 times a year to review and approve, *inter alia*, the half year and full year financial results of the Group. The Board also meets as warranted by circumstances to supervise, direct and control the Group's business and affairs as well as deliberate on key matters. The Executive Chairman and CEO keeps the Board updated through informal meetings and discussions to ensure the Board is aware of developments in the Group's business.

The attendance of the Directors at meetings of the Board and Board Committees, as well as the frequency of such meetings held during FY2023 is as follows:

	Board and Board Committees			
	Board	AC	NC	RC
<b>No. of meetings held</b>	2	2	1	1
<b>No. of meetings attended by the Directors</b>				
Dato' Sri Dr. Lim Yong Guan	2 <sup>(a)</sup>	2 <sup>(b)</sup>	1 <sup>(b)</sup>	1 <sup>(b)</sup>
Mr. Lim Yong Sheng	2	2 <sup>(b)</sup>	1 <sup>(b)</sup>	1 <sup>(b)</sup>
Mr. Ng Cher Yan	2	2 <sup>(a)</sup>	1	1
Mr. Khua Kian Kheng Ivan	2	2	1 <sup>(a)</sup>	1
Mr. Foo Say Tun	2	2	1	1 <sup>(a)</sup>

(a) Chairman of the respective Board or Board Committee

(b) Attendance by invitation

The Group has adopted guidelines setting forth matters that require Board's approval. Matters that require Board's approval include:

- Strategies and objectives of the Group;
- Annual budgets/forecasts;
- Announcement of half year and full year results, and release of annual reports;
- Issuance of securities;
- Declaration of interim dividends and proposed final dividends;
- Convening of Shareholders' meetings;
- Material acquisition/investment, divestment or capital expenditure;
- Corporate or financial restructuring and major funding proposals;
- Diversification of business; and
- Interested person transactions.

All Directors are required to declare their board representations. Given their full attendance at all the Board and Board Committee meetings, the Board is satisfied that the Directors are able to devote sufficient time and attention to the affairs of the Group.

The management ensures the provision of complete, adequate, and timely information to the Directors on an ongoing basis to enable them to make informed decisions to discharge their duties and responsibilities. To allow the Directors sufficient time to prepare for the meetings, all Board and Board Committee papers are provided to the Directors in advance. Any additional material or information requested by the Directors is promptly furnished.

The management ensures that proposals to the Board for approval provide background and explanatory information such as facts, resources needed, risk analysis and mitigation strategies, financial impact, regulatory implications, expected outcomes, conclusions and recommendations. The Board will seek clarification from management as and when needed. Employees and professional advisers who can provide additional insight into matters to be discussed will be present at the relevant time during the Board and Board Committee meetings.

To facilitate separate and independent access, the Directors have been provided with the phone numbers and email particulars of the following:

- key management personnel;
- the company secretary (the "**Company Secretary**");
- the external auditor (the "**External Auditor**");
- the internal auditors (the "**Internal Auditors**"); and
- other professional parties (where relevant).

Should Directors, whether as a group or individually, require independent professional advice, the Board will appoint a professional adviser and the cost of such professional advice will be borne by the Company. Directors are also updated on any changes or developments in laws, rules and/or regulations by the Company Secretary or other professional advisors at the Board and Board Committee meetings, as well as on an ongoing basis.

The appointment and removal of the Company Secretary is a matter for the Board to collectively approve.

#### **Principle 2: Board Composition and Guidance**

*The Board has an appropriate level of independence and diversity of thought and background in its composition to enable it to make decisions in the best interests of the company.*

The Board currently comprises 5 Directors namely, 1 Executive Director, 1 Non-Executive Director, and 3 Independent Directors.

The Independent Directors have each confirmed that they are independent in conduct, character and judgement and do not have any relationship with the other Directors, the Company, its related corporations, its Substantial Shareholders who has an interest or interests in one or more voting shares (excluding treasury shares) in the Company and the total votes attached to that share, or those shares, is not less than 5% of the total votes attached to all voting shares (excluding treasury shares) in the Company, or its officers that could interfere, or be reasonably perceived to interfere, with the exercise of their independent business judgement with a view to the best interests of the Group.

The 3 Independent Directors, namely Mr. Ng Cher Yan, Mr. Khua Kian Kheng Ivan and Mr. Foo Say Tun, were appointed on 27 June 2013.

On 11 January 2023, the SGX-ST amended the Catalist Rules pursuant to which, *inter alia*, Rule 406(3)(d)(iii) was deleted and a new Rule 406(3)(d)(iv) was included. Under Rule 406(3)(d)(iv) of the Catalist Rules, a director will not be independent if he has been a director of the issuer for an aggregate period of more than 9 years (whether before or after the listing). Such director may continue to be considered independent until the conclusion of the next annual general meeting of the issuer. Pursuant to the Transitional Practice Note 3 of the Catalist Rules, Rule 406(3)(d)(iv) of the Catalist Rules will take effect for an issuer's annual general meeting for the financial year ending on or after 31 December 2023, and during the period between 11 January 2023 and the date of the issuer's annual general meeting for the financial year ending on or after 31 December 2023 (the "**Transitional Period**"), directors who have served for more than 9 years can remain as independent directors so long as they meet the requirements under Rules 406(3)(d)(i) and 406(3)(d)(ii) of the Catalist Rules and have been re-elected. However, the person must resign from the board or be designated as a non-independent director no later than at the annual general meeting of the issuer for the financial year ending on or after 31 December 2023.

# CORPORATE GOVERNANCE REPORT

In view of the requirements under Rule 406(3)(d)(iv) of the Catalist Rules and given that the 3 Independent Directors as at the date of this report have served on the Board for more than 9 years, the Board, with the recommendations of the NC, will identify and appoint new Independent Directors to ensure that the composition of the Board and the Board Committees comply with the requirements under the Code and the Catalist Rules by the end of the Transitional Period.

Dato' Sri Dr. Lim Yong Guan (Executive Chairman and CEO) and Mr. Lim Yong Sheng (Non-Executive Director) are siblings. As our Executive Chairman is not independent, Independent Directors make up the majority of the Board, composition of which is in compliance with the Code.

The Board reviews the size and composition of the Board and Board Committees. While reviewing the composition of the Board and Board Committees, the Board takes into account the balance and diversity of the Directors' skills, competencies, experience and knowledge of the Group, other aspects of diversity such as gender and age, so as to avoid groupthink and foster constructive debate. These competencies include accounting and finance, business acumen, management experience, industry knowledge, strategic planning experience, familiarity with regulatory requirements and knowledge of risk management. As mentioned under Principle 5 below, the NC conducts an annual assessment of the performance of the Board as a whole with a view to achieve balance and diversity to ensure effectiveness.

The composition of the Board is reviewed on an annual basis by the NC to ensure that the Board has the appropriate mix of expertise and experience to enable the Management to benefit from a diverse perspective in reviewing the issues that are brought before the Board and to enable it to make decisions in the best interests of the Company.

Pursuant to provision 2.4 of the Code, the Board has adopted a Board Diversity Policy. Having regard to the guidelines in the Board Diversity Policy, the Board is committed to meeting the objectives identified below:

- (i) in designing the Board's composition, Board diversity has been considered from a wide range of aspects, including but not limited to age, gender, cultural and educational background, ethnicity, professional experience, skills, knowledge and length of service, and any other factors that the Board may consider relevant and applicable from time to time. Directors with technical, legal, financial, management and/or audit background will bring with them various extensive business experiences. High emphasis is placed on ensuring a balanced composition of skills and experience at the Board level in order to provide a range of perspectives, insights and challenges that enable the Board to discharge its duties and responsibilities effectively, support good decision making in view of the core businesses and strategy of the Group, and support succession planning and development of the Board.
- (ii) For achieving an optimal Board, additional measurable objectives/specific diversity targets may be set and reviewed from time to time to ensure their appropriateness. Such factors will be considered by the Board based on the Company's business model and specific needs and the ultimate decision will be based on merit, value and contribution that the selected candidates will bring to the Board.
- (iii) The Board is of the view that, while it is important to promote Board diversity in terms of gender, age and ethnicity, the normal selection criteria based on an effective blend of competencies, skills, extensive experience and knowledge to strengthen the Board should remain a priority. In addition to ensuring a balanced composition of skills and experience at the Board, the Board has deliberated the following:
  - Gender diversity

The Company does not set any specific target for the number of female Directors on the Board but will work towards having female Directors for future board renewal, if opportunity arises. The Company is committed to maintaining an environment of respect for people regardless of their gender in all business dealings and achieving a workplace environment free of harassment and discrimination on the basis of gender, physical or mental state, ethnicity, nationality, religion, age or family status. The same principle is applied to the selection of potential candidates for appointment to the Board in order to attract and retain women participation on the Board;

- Age diversity

The Company does not set any specific target for the Board's age diversity but will work towards having appropriate age diversity in the Board, if opportunity arises. The Company does not fix age limit for its Directors given that such Directors are normally reputed and experienced in the corporate world and could continue to contribute to the Board in steering the Company. The Board is fully committed to promoting age, diversity, valuing the contribution of its members regardless of age, and seek to eliminate age stereotyping and discrimination on age; and

- Ethnic diversity

The Company does not set any specific target for ethnic diversity on the Board but will work towards having appropriate ethnic diversity on the Board, if opportunity arises.

Any external search consultants, if required, engaged to assist the Board and/or the NC to search for candidates for appointment to the Board will be specifically directed to include candidates from diverse backgrounds. The decision on the selection of Director(s) to be appointed on the Board will ultimately be based on merit, and candidates will be considered against objective criteria, having due regard to the benefits of diversity balanced with the needs of the Board.

The Board has reviewed and is satisfied that the current size and composition of the Board and Board Committees are appropriate for effective decision making, having taken into consideration the nature and scope of the Group's operations, the balance and diversity of the Directors' skills, competencies, experience, and knowledge of the Group, among other factors. The Board is also of the view that the Directors possess as a group the necessary competencies and knowledge to lead and govern the Group effectively.

The Independent Directors constructively challenge and participate in setting strategies and goals for the Company and review, as well as monitor, the performance of management in the implementation of the agreed strategies and goals. The Independent Directors meet regularly on their own without the presence of the Executive Chairman and CEO, the Non-Executive Director and the management. The chairman of such meetings would provide feedback to the Executive Chairman and CEO and the Non-Executive Director after such meetings, whenever applicable.

In recommending a Director for re-election to the Board, the NC considers, *inter alia*, his/her performance and contributions to the Board (including attendance and participation at meetings, and time and effort accorded to the Group's business and affairs). All Directors submit themselves for re-nomination and re-election at regular intervals in accordance with the Company's Constitution ("Constitution"). Pursuant to Regulation 89 of the Constitution, one-third of the Board are to retire from office by rotation and be subject to re-election at the AGM and all Directors shall retire at least once in every 3 years.

Each member of the NC shall abstain from voting on any resolutions in respect of his nomination for re-election.

The NC has reviewed and recommended to the Board the nomination for the retirement and re-election of Mr. Ng Cher Yan and Mr. Khua Kian Kheng Ivan as Directors at the forthcoming AGM. Both Mr. Ng Cher Yan and Mr. Khua Kian Kheng Ivan have informed the NC and the Board that they will not be seeking for re-election as a Director at the forthcoming AGM. Accordingly, Mr. Ng Cher Yan will retire as the Lead Independent Director and cease to be the chairman of the AC and a member of the RC and the NC, and Mr. Khua Kian Kheng Ivan will retire as an Independent Director and cease to be the chairman of the NC and a member of the AC and the RC, following the conclusion of the forthcoming AGM.

In addition, Mr. Foo Say Tun has resigned and will cease to be an Independent Director, the chairman of the RC and a member of the AC and the NC, with effect from the conclusion of the forthcoming AGM. Accordingly, in identifying and appointing the new Independent Directors by the end of the Transitional Period, the NC and the Board will take into consideration the guidelines in the Board Diversity Policy and target to achieve the objectives as set out therein.

### **Principle 3: Chairman and CEO**

*There is a clear division of responsibilities between the leadership of the Board and Management, and no one individual has unfettered powers of decision-making.*

The Code advocates that there should be a clear division of responsibilities to ensure an appropriate balance of power, increased accountability, and greater capacity of the Board for independent decision making. Hence no one individual should represent a considerable concentration of power.

# CORPORATE GOVERNANCE REPORT

Dato' Sri Dr. Lim Yong Guan is the Executive Chairman and CEO of the Group. Dato' Sri Dr. Lim Yong Guan brings with him a wealth of experience and leads the Board to ensure its effectiveness. As the Executive Chairman and CEO, he assumes responsibility for the smooth functioning of the Board and ensures the adequate and timely flow of information between the management and the Board, sets the agenda for meetings, ensures sufficient allocation of time for thorough discussion of each agenda item, promotes a culture of openness and debate at the Board, facilitates the effective contribution of non-executive directors, and promotes high standards of corporate governance. In addition, he also assumes the responsibility for running the day-to-day business of the Group, ensures the implementation of policies and strategies across the Group as set by the Board, manages the management team and leads the development of the Group's future strategies including identifying and assessing risks and opportunities for the growth of its business and reviewing the performance of its existing business. Dato' Sri Dr. Lim Yong Guan also ensures effective communication with shareholders and other stakeholders.

The Board is of the view that it is in the best interests of the Group to adopt a single leadership structure, whereby the Chairman and the CEO is the same person, so as to ensure that the decision-making process of the Group could function expeditiously. All major proposals and decisions made by the Executive Chairman and CEO are discussed, reviewed and approved by the Board.

The Board has appointed Mr. Ng Cher Yan as the Lead Independent Director to provide leadership *in situations* where the Executive Chairman and CEO is conflicted. The Lead Independent Director will be available to Shareholders where they have concerns and for which contact through normal channels to the Executive Chairman and CEO or the Chief Financial Officer ("CFO") has failed to resolve or is inappropriate.

Further, as the AC, the RC and the NC consist of only Independent Directors, the Board believes that there are sufficient strong and independent elements and safeguards in place against an uneven concentration of power and authority in a single individual.

## Principle 4: Board Membership

*The Board has a formal and transparent process for the appointment and re-appointment of directors, taking into account the need for progressive renewal of the Board.*

The NC comprises 3 members, all of whom, including the chairman of the NC, are Independent Directors. The Lead Independent Director is a member of the NC.

Chairman: Mr. Khua Kian Kheng Ivan

Members: Mr. Ng Cher Yan  
Mr. Foo Say Tun

The NC is guided by its written terms of reference which stipulates that its principal roles include, *inter alia*, maintaining a formal and transparent process for the appointment of new Directors to the Board, determining the independence of the Directors and the appropriate size and composition of the Board and Board Committees, and reviewing and approving the appointment of key management personnel of the Group.

There is currently no concrete succession plan put in place by the Executive Chairman and CEO. Going forward and at the relevant time, the Executive Chairman and CEO will look into formulating such a plan in close consultation with the NC.

Key responsibilities of the NC include making recommendations to the Board on relevant matters such as the process for appointment or re-appointment of Directors, review of training and professional development programs for the Board and evaluating the performance of the Board, the Board Committees and each Director.

Each member of the NC shall abstain from voting on any resolutions in respect of his nomination for re-election.

The NC will be responsible for determining on an annual basis, and as and when circumstances require, whether or not a Director is independent as set out in the Code and the Catalist Rules, considering whether a Director has any existing business or professional relationship of a material nature with the Group, other Directors and/or Substantial Shareholders.

The NC, in its deliberations as to the independence of the Independent Directors, has reviewed, determined and confirmed the independence of the Independent Directors and the Board has concurred with the NC's confirmation.

The Company has established the following process for the selection and appointment of new Directors:

- The NC determines a suitable size of the Board and evaluates the balance and diversity of skills, competencies, experience, gender, age and knowledge of Directors required to add value and facilitate effective decision-making, after taking into consideration the scope and nature of the Group's operations;
- The NC considers various sources of seeking suitable candidate(s) or recommendations from, among others, Directors, business associates and advisers;
- Short-listed candidate(s) will be required to furnish their curriculum vitae stating in detail, among others, their qualification and working experience;
- The NC evaluates candidate(s) in areas of academic and professional qualifications, knowledge and experience in relation to the business of the Group, his/her independence (if applicable) and other present and past directorships; and
- The NC makes recommendation to the Board for approval. The Board is to ensure that the candidate is aware of the expectations and the level of commitment required.

New Directors are briefed on the Group's business, strategies, operations, organisation structures and governance practices to enable them to integrate into their new roles. The new Directors are also welcome to request further explanations, briefings or informal discussions on any aspects of the Group's operational or business issues from the management. The Company will make the necessary arrangements for site visits, briefings, informal discussions or explanations required by the new Directors.

All first-time Directors who have no prior experience as a director of a company listed on the SGX-ST are required to attend the mandatory training as prescribed in the Catalist Rules. Newly appointed Directors will be provided with a formal letter setting out their duties and obligations.

Key information regarding the Directors such as date of first appointment, date of last re-appointment, directorships or chairmanships both present and those held over the preceding 5 years in other listed companies and other principal commitments can be found on pages 10 and 11 of this annual report.

There is no maximum number of listed board representations and principal commitments currently prescribed by the Board as the Board is of the view that having multiple directorships and principal commitments does not prevent the Directors from discharging their duties as a Director effectively. The NC, at the relevant time, will look into reviewing and making a recommendation to the Board on the maximum number of listed board representations and principal commitments which any Director may hold.

When a Director has multiple board representations and principal commitments, the NC will consider whether the Director is able to adequately carry out his duties as a Director, taking into consideration the Director's number of listed board representations, the Director's other principal commitments, the roles and scope of responsibilities of these principal commitments and involvement in any other activities outside of these principal commitments, among other factors. The NC has reviewed and is satisfied that each Director has been able to devote sufficient time and attention to the affairs of the Group to adequately discharge his duties as a Director, notwithstanding his other board representations (if any).

No Director has appointed an alternate director in FY2023.

#### **Principle 5: Board Performance**

*The Board undertakes a formal annual assessment of its effectiveness as a whole, and that of each of its board committees and individual directors.*

The NC has established a review process to assess the performance and effectiveness of the Board as a whole and the Board Committees on an annual basis. The objective of the annual review is to identify areas for improvement and to implement appropriate action.

# CORPORATE GOVERNANCE REPORT

The Code advocates for the NC to recommend the objective performance criteria and the process for the evaluation of the contribution by the Executive Chairman and CEO and individual Directors to the Board. In view of the different aspects of the Board's decision-making and directions, not all Directors will be able to contribute equally to the decision-making due to their expertise and experience. The decision-making process and review are conducted in a collective and open manner, allowing the Board to maximise on individual Directors' knowledge and allow other Directors to raise their concerns. The Board is of the opinion that it is more effective to evaluate the Directors collectively as a Board and as individual Board Committees.

All the Directors are requested to complete a Board assessment checklist designed to seek their views on the various performance criteria so as to assess the overall performance and effectiveness of the Board and the Board Committees. The checklists were completed and submitted to the Company Secretary for collation and the consolidated responses were presented to the NC for review and discussion before making any recommendations to the Board. The performance criteria will not change from year to year unless they are deemed necessary and the Board is able to justify the changes. The key objective of the evaluation exercise is to obtain constructive feedback from each Director to continually improve the performance of the Board and Board Committees against short-term, long-term financial and non-financial performance indicators, identify areas for improvement and to implement appropriate action. The NC has reviewed the overall performance and effectiveness of the Board and the Board Committees for FY2023 and is of the view that the performance and effectiveness of the Board as a whole and the Board Committees have been satisfactory.

The NC will, at the relevant time, look into adopting guidelines for annual assessment of the contribution of the Executive Chairman and CEO, as well as of each Director, to the performance and effectiveness of the Board and Board Committees.

The NC may engage an external facilitator in conducting the assessment of the performance of the Board and the Board Committees. For FY2023, the NC did not engage any external facilitator.

## Principle 6: Procedures for Developing Remuneration Policies

*The Board has a formal and transparent procedure for developing policies on director and executive remuneration, and for fixing the remuneration packages of individual directors and key management personnel. No director is involved in deciding his or her own remuneration.*

The RC comprises 3 members all of whom, including the chairman of the RC, are Independent Directors.

Chairman: Mr. Foo Say Tun

Members: Mr. Ng Cher Yan  
Mr. Khua Kian Kheng Ivan

The principal responsibilities of the RC are to review and recommend, for the endorsement of the Board, the following:

- The framework of the remuneration packages for each Director and key management personnel. The framework covers all aspects of remuneration, including but not limited to, Directors' fees, salaries, allowances, bonuses, options, share-based incentives and awards and benefits-in-kind;
- The specific remuneration packages for each Director and key management personnel so as to ensure that the packages are competitive and sufficient to attract, retain and motivate the Directors and key management personnel to ensure the long-term success of the Group;
- The remuneration of employees related to the Directors, CEO and/or controlling Shareholders to ensure that their remuneration packages are in line with the Group's staff remuneration guidelines and commensurate with their respective job scope and level of responsibility; and
- The Group's obligations arising in the event of termination of the Executive Director and key management personnel's contracts of service to ensure that such contracts of service contain fair and reasonable termination clauses which are not overly generous.

The RC is guided by its written terms of reference which clearly set out its authority and duties.

Each member of the RC shall abstain from voting on any resolution in respect of his own remuneration package.

The RC may seek expert professional advice on remuneration matters as and when necessary. The expenses of such services shall be borne by the Company. For FY2023, the RC did not engage any external remuneration consultant.

**Principle 7: Level and Mix of Remuneration**

*The level and structure of remuneration of the Board and key management personnel are appropriate and proportionate to the sustained performance and value creation of the company, taking into account the strategic objectives of the company.*

The Group's remuneration structure for the Executive Chairman and CEO and key management personnel comprised both fixed and variable components. The fixed component is in the form of a monthly base salary. Any adjustment to the fixed monthly base salary takes into consideration the key management personnel's performance against key performance indicators, general economic environment conditions and prevailing inflation rates, among others. The variable component is in the form of a variable bonus that is linked to the Group's performance as well as the individual's performance. This is designed to align remuneration with the interests of Shareholders and link rewards to corporate and individual performance so as to promote the long-term success of the Group and ensure that the remuneration is appropriate to attract, retain and motivate the Directors to provide good stewardship of the Company and key management personnel to successfully manage the Company for the long term.

Performance conditions such as the financial performance and operations of the Group, as well as any other business objectives such as quality of service and adherence to corporate values and principles which may from time to time be determined by the Board are used to determine the variable component of the remuneration of the Executive Chairman and CEO and key management personnel.

For FY2023, the RC has reviewed the performance conditions for the Executive Chairman and CEO and key management personnel and has determined them to have been met.

The Company had previously adopted the MoneyMax Performance Share Plan on 25 July 2013 ("**2013 PSP**"), which was subject to a maximum period of 10 years and had expired on 24 July 2023. Since the inception of the 2013 PSP, no awards have been granted under the 2013 PSP. The Company proposes to adopt the MoneyMax Performance Share Plan 2024 ("**2024 PSP**") pursuant to Ordinary Resolution 7 as set out in the Notice of AGM to replace the 2013 PSP. Details of the 2024 PSP have been set out in the Appendix to this annual report.

Directors' fees are payable to the Non-Executive Directors, taking into account factors such as the level of contribution, effort and time spent and their scope of responsibilities. The Independent Directors are not over-compensated to the extent that their independence may be compromised. Directors' fees are recommended by the Board for approval of Shareholders at the AGM. The Group proposes that the Executive Chairman and CEO continues to receive an annual director fee from its Malaysian subsidiary in accordance with Malaysian law. Save for the above, the Executive Chairman and CEO does not receive any Directors' fees.

No Director is involved in deciding his own remuneration package.

There are no termination or retirement benefits that are granted to the Directors. The Company does not intend to use contractual provisions to allow the Company to reclaim incentive components of remuneration from the Executive Chairman and CEO and key management personnel in exceptional circumstances of misstatement of financial results, or of misconduct resulting in financial loss to the Group. The RC is of the view that the Executive Chairman and CEO owes a fiduciary duty and interest to the Company. The Company should be able to avail itself to remedies against the Executive Chairman and CEO in the event of such breach of fiduciary duties.

**Principle 8: Disclosure on Remuneration**

*The company is transparent on its remuneration policies, level and mix of remuneration, the procedure for setting remuneration, and the relationships between remuneration, performance and value creation.*

The Company's remuneration policy is one that seeks to attract, retain and motivate talent to achieve the Company's business vision and create sustainable value for its stakeholders. Total compensation is pegged to the achievement of organisational and individual performance objectives, and is benchmarked against relevant and comparative compensation in the market.

The remuneration (including salary, directors' fee, variable bonus and benefits-in-kind) of each of the Directors and key management personnel is linked to the financial performance of the Group and the individual's performance so as to promote long-term sustainability of the Group.

Short-term incentive scheme includes salary and variable bonus and are subject to annual review by the RC and to be approved by the Board. The long-term incentive scheme would be covered under the 2024 PSP when adopted.

# CORPORATE GOVERNANCE REPORT

Details on the remuneration of Directors and key management personnel for FY2023 are presented below.

## *Remuneration of Directors for FY2023*

Remuneration band	Directors' fee	Salary <sup>(1)</sup>	Benefits-in-kind	Variable bonus <sup>(1)</sup>	Total
<b>S\$2,750,000 to S\$3,00,000</b>					
Dato' Sri Dr. Lim Yong Guan	4.0%	23.0%	0.8%	72.2%	100.0%
<b>Up to S\$250,000</b>					
Mr. Lim Yong Sheng	100.0%	-	-	-	100.0%
Mr. Ng Cher Yan	100.0%	-	-	-	100.0%
Mr. Khua Kian Kheng Ivan	100.0%	-	-	-	100.0%
Mr. Foo Say Tun	100.0%	-	-	-	100.0%

## *Remuneration of key management personnel for FY2023*

Remuneration band	Salary <sup>(1)</sup>	Benefits-in-kind	Variable bonus <sup>(1)</sup>	Total
<b>S\$1,750,000 to S\$2,000,000</b>				
Mdm. Tan Yang Hong	21.8%	1.7%	76.5%	100.0%
<b>S\$250,000 to S\$300,000</b>				
Mdm. Chong Chit Bien	75.6%	-	24.4%	100.0%
<b>Up to S\$250,000</b>				
Mdm. Lim Liang Soh	71.4%	5.6%	23.0%	100.0%
Mr. Lim Chun Seng	75.5%	7.1%	17.4%	100.0%

### Note:

- (1) Inclusive of employer provident funds. Variable bonus for the Executive Chairman and CEO included profit sharing in accordance with the terms of his service agreement with the Company.

The aggregate remuneration paid to the Group's key management personnel (who are not Directors or the CEO) in FY2023 was approximately S\$2,487,000.

No compensation was paid or is to be paid in the form of share awards. There were no termination, retirement or post-employment benefits granted to the Directors and key management personnel in FY2023.

In considering the disclosure of remuneration of the Directors and key management personnel, the Board has regarded the industry conditions in which the Group operates as well as the sensitive nature of such information. The Board believes that full detailed disclosure of the remuneration of each Director and each key management personnel as recommended by the Code would be prejudicial to the Group's interest and hamper its ability to retain and nurture the Group's talent pool. The Board has instead presented such information in remuneration bands. However, in accordance with Rule 1204(10)(D) of the Catalist Rules, the exact amounts and breakdown of remuneration paid to each individual Director and the CEO will be disclosed in the Company's annual report with effect from the financial year ending 31 December 2024.

## CORPORATE GOVERNANCE REPORT

The Board is of the opinion that the information as disclosed above would be sufficient for Shareholders to have an adequate appreciation of the Group's compensation policies and practices and therefore does not intend to issue a separate remuneration report, the contents of which would be largely similar.

The names and breakdown of the total remuneration of employees who are Substantial Shareholders, or are immediate family members of a Director, the CEO or a Substantial Shareholder and whose remuneration exceeded S\$100,000 in FY2023 is set out below:

Name	Remuneration for FY2023
Mdm. Tan Yang Hong <sup>(1)</sup>	Between S\$1,750,001 and S\$1,800,000
Mdm. Lim Liang Soh <sup>(2)</sup>	Between S\$200,001 and S\$250,000
Mr. Lim Chun Seng <sup>(5)</sup>	Between S\$200,001 and S\$250,000
Mdm. Lim Liang Keng <sup>(3)</sup>	Between S\$150,001 and S\$200,000
Ms. Lau Wan Lin Elim <sup>(4)</sup>	Between S\$150,001 and S\$200,000
Ms. Lim Mei Ying <sup>(6)</sup>	Between S\$150,001 and S\$200,000

**Notes:**

- (1) Mdm. Tan Yang Hong is the spouse of Dato' Sri Dr. Lim Yong Guan (Executive Chairman and CEO) and sister-in-law of Mr. Lim Yong Sheng (Non-Executive Director) and Mdm. Lim Liang Eng (Substantial Shareholder).
- (2) Mdm. Lim Liang Soh is the sister of Dato' Sri Dr. Lim Yong Guan (Executive Chairman and CEO), Mr. Lim Yong Sheng (Non-Executive Director) and Mdm. Lim Liang Eng (Substantial Shareholder).
- (3) Mdm. Lim Liang Keng is the sister of Dato' Sri Dr. Lim Yong Guan (Executive Chairman and CEO), Mr. Lim Yong Sheng (Non-Executive Director) and Mdm. Lim Liang Eng (Substantial Shareholder).
- (4) Ms. Lau Wan Lin Elim is the daughter of Mdm. Lim Liang Eng (Substantial Shareholder) and niece of Dato' Sri. Dr. Lim Yong Guan (Executive Chairman and CEO) and Mr. Lim Yong Sheng (Non-Executive Director).
- (5) Mr. Lim Chun Seng is the son of Dato' Sri Dr. Lim Yong Guan (Executive Chairman and CEO), and nephew of Mr. Lim Yong Sheng (Non-Executive Director) and Mdm. Lim Liang Eng (Substantial Shareholder).
- (6) Ms. Lim Mei Ying is the daughter of Dato' Sri Dr. Lim Yong Guan (Executive Chairman and CEO), and niece of Mr. Lim Yong Sheng (Non-Executive Director) and Mdm. Lim Liang Eng (Substantial Shareholder).

Save as disclosed above, there is no other employee who is related to the Directors, the CEO or Substantial Shareholders and whose remuneration exceeded S\$100,000 in FY2023.

The Company had previously adopted the 2013 PSP, which was subject to a maximum period of 10 years and had expired on 24 July 2023. The Company proposes to adopt the 2024 PSP pursuant to Ordinary Resolution 7 as set out in the Notice of AGM to replace the 2013 PSP. If implemented, the 2024 PSP serves as a long-term incentive in the remuneration of the Executive Chairman and CEO, the Directors and employees, and forms an integral component of the Group's compensation scheme. It is designed to reward, retain and motivate employees and Directors to achieve superior performance to align the interests of employees and Directors with that of Shareholders. The 2024 PSP will be administered by the RC. The performance conditions used to determine the entitlements of the Executive Chairman and CEO, the Directors and employees under the 2024 PSP will include specific performance targets imposed by the Group, taking into account factors such as the performance, scope of responsibilities and contributions, years of service, existing remuneration, as well as the financial performance of the Group. Please refer to the Appendix to this annual report for further details of the 2024 PSP. If adopted, the 2024 PSP is subject to a maximum period of 10 years, and is expected to continue to be in force up to 26 April 2034.

# CORPORATE GOVERNANCE REPORT

## Principle 9: Risk Management and Internal Controls

*The Board is responsible for the governance of risk and ensures that Management maintains a sound system of risk management and internal controls, to safeguard the interests of the company and its shareholders.*

The Board determines the nature and extent of the significant risks that it is prepared to accept in achieving the Group's strategic objectives and value creation. In this regard, major strategic decisions are deliberated by the Board to ensure that identifiable risks are adequately managed.

The Board is responsible for the governance of risk and recognises the importance of maintaining a sound system of internal controls and risk management to safeguard Shareholders' interests and the Group's assets. It therefore acknowledges that it is responsible for reviewing the adequacy and effectiveness of the Group's internal controls (including financial, operational, compliance and information technology ("IT") controls) and risk management systems.

The management is responsible to the Board for the design, implementation and monitoring of the Group's internal controls and risk management systems and providing the Board with a basis to determine the Group's level of risk exposure, risk tolerance and risk policies.

The AC will ensure that a review of the effectiveness of the Group's internal controls (including financial, operational, compliance and IT controls) and risk management systems is conducted annually. In this respect, the AC will review the audit plans and the findings of the External Auditor and the Internal Auditors, and will ensure that the management follows up on the recommendations raised by the External Auditor and the Internal Auditors, if any, during the audit process.

Based on the internal control policies and procedures established and maintained by the Group, work performed by the External Auditor and the Internal Auditors and reviews performed by the AC and the management, the Board confirms that the internal controls (including financial, operational, compliance and IT controls) and risk management systems are adequate and effective for FY2023. The AC concurs with the Board's comments.

The Board has also received assurances from the Executive Chairman and CEO and the CFO, in respect of FY2023, that the financial records have been properly maintained and the financial statements give a true and fair view of the Group's operations and finances, and the Group's internal controls (including financial, operational, compliance and IT controls) and risk management systems are adequate and effective.

The Board notes that the internal controls and risk management systems established by the Company provide reasonable, but not absolute, assurance that the Group will not be adversely affected by any event that can be reasonably foreseen. Furthermore, the Board also acknowledge that no internal controls and risk management systems can provide absolute assurance in this regard, or absolute assurance against the occurrence of material errors, poor judgement in decision making, human errors, losses, fraud or other irregularities.

## Principle 10: Audit Committee

*The Board has an Audit Committee ("AC") which discharges its duties objectively.*

The AC comprises 3 members all of whom, including the chairman of the AC, are Independent Directors.

Chairman: Mr. Ng Cher Yan

Members: Mr. Khua Kian Kheng Ivan  
Mr. Foo Say Tun

The AC is guided by its terms of reference which stipulate that its principal functions include, *inter alia*, reviewing the Group's annual audit plans (internal and external), its internal controls and risk management systems, reviewing the assurance from the CEO and CFO on the financial records and financial statements, the adequacy, effectiveness, independence, scope and results of its external audit and its internal audit function, regulatory compliance matters, interested person transactions and financial results announcements. The AC is also responsible for making recommendations to the Board on the appointment, re-appointment or removal of the External Auditor and the Internal Auditors and their remuneration. The AC meets at least on a half-yearly basis to review any significant reporting issues and judgements so as to ensure the integrity of the financial statements of the Company and any announcements relating to the Company's financial performance.

The Board considers Mr. Ng Cher Yan, a fellow member with the Institute of Singapore Chartered Accountants and member of Chartered Accountants Australia and New Zealand, and who has extensive and practical financial knowledge and experience, well-qualified to chair the AC. The Board is of the view that the members of the AC are appropriately qualified in that they have sufficient accounting or related financial management expertise and experience to discharge the duties and responsibilities of the AC. No former partner or director of the External Auditor and the Internal Auditors is a member of the AC.

The AC meets with the External Auditor and the Internal Auditors, without the presence of the management at least once a year, and is not aware of any materially adverse findings for FY2023.

The role of the Internal Auditors is to assist the AC in ensuring that the controls are effective and functioning as intended, to undertake investigations as directed by the AC, to conduct regular audits of high risk areas and to report their findings to the AC for review by both the AC and the Board.

The internal audit function of the Company is outsourced to an external professional firm, CLA Global TS Risk Advisory Pte Ltd ("CLA"). CLA is recognised as an established mid-tier accounting firm for more than 25 years. CLA possesses vast experience in providing internal audits, risk management services and advisory services in the region. The current engagement team comprises 4 members and is led by Ms. Pamela Chen who has more than 15 years performing audits for listed companies.

The primary reporting line of the Internal Auditors is to the AC. The AC also decides on the appointment, termination and remuneration of the Internal Auditors.

The Internal Auditors have confirmed their independence to the AC. The AC is satisfied that the Internal Auditors are independent, effective and adequately resourced and is staffed with persons with the relevant qualifications and experience. The internal audit is carried out in accordance to the Standards for the Professional Practice of Internal Auditing adopted by the Institute of Internal Auditors in Singapore.

The Internal Auditors report directly to the AC and have unrestricted access to documents, records, properties and personnel of the Group. The Internal Auditors plan their internal audit schedules in consultation with the management and their plans are reviewed and approved by the AC. The results of the internal audit will be presented to and reviewed by the AC and the Board. The Internal Auditors had conducted a review of the effectiveness of the Group's internal controls and noted no material internal control weaknesses in FY2023.

The Board recognises that it is responsible for maintaining a system of internal controls to safeguard Shareholders' interests and the Group's businesses and assets while the management is responsible for establishing and implementing the internal control procedures in a timely and appropriate manner.

The AC reviews the independence of the External Auditor annually and evaluates the performance of the External Auditor. The AC is satisfied that based on the nature and extent of non-audit services provided to the Group by the External Auditor in FY2023, it would not prejudice the independence and objectivity of the External Auditor and has recommended the External Auditor's re-appointment as the external auditor of the Company to the Board for the financial year ending 31 December 2024. A breakdown of the fees for audit and non-audit services payable to the External Auditor in respect of FY2023 is set out in the Notes to the Financial Statements on page 84 of this annual report. The non-audit fees relate to tax advisory fees.

The Company confirms that it is in compliance with Rules 712 and 715 or 716 of the Catalist Rules.

The Group has put in place a whistle-blowing framework (the "**Whistle Blowing Policy**"), endorsed by the AC where the employees of the Group or any other person may, in confidence, raise concerns about possible corporate improprieties on matters of financial reporting or other matters. A dedicated secured email address has been set up to allow whistle-blowers to contact the Chairman of the AC directly.

Details of the Whistle Blowing Policy have been made available to all employees of the Group and well-defined processes and arrangements are in place to ensure independent investigation of issues or concerns raised; appropriate follow-up action, and that whistle blowers will be protected from reprisal within the limits of the law.

# CORPORATE GOVERNANCE REPORT

The AC reports to the Board on such matters at the Board meetings. Should the AC receive reports relating to serious offences and/or criminal activities relating to the Group, the AC and the Board have access to appropriate external advice where necessary.

There were no reported incidents pertaining to whistle blowing during FY2023.

## Principle 11: Shareholder Rights and Conduct of General Meetings

*The company treats all shareholders fairly and equitably in order to enable them to exercise shareholders' rights and have the opportunity to communicate their views on matters affecting the company. The company gives shareholders a balanced and understandable assessment of its performance, position and prospects.*

Shareholders are invited to participate effectively in and vote at the general meetings held by the Company. Shareholders are informed of general meetings through notices published in the Company's announcements and press releases via SGXNET and website as well as through reports/circulars sent to all Shareholders. Voting procedures are clearly explained to Shareholders at the general meetings of the Company before the resolutions are put to vote.

The Company will, to the best of its abilities, arrange the general meetings at the most convenient time to encourage Shareholders' participation. If needed, the Company will consider the use of other avenues of engaging Shareholders including webcasting meetings. The Company publishes minutes of general meetings of Shareholders on its corporate website as soon as practicable. The minutes record substantial and relevant comments or queries from Shareholders relating to the agenda of the general meeting, and responses from the Board and management.

The Board ensures that there are separate resolutions at general meetings on each distinct issue. Separate resolutions are proposed for substantially separate issues at Shareholders' meetings for approval. "Bundling" of resolutions is done only where the resolutions are interdependent and linked so as to form one significant proposal. Where the resolutions are "bundled", the Company explains the reasons and material implications in the notice of the meeting.

The Constitution allows a Shareholder to appoint up to 2 proxies to attend and vote instead of the Shareholder. A Shareholder who is a relevant intermediary may appoint more than 2 proxies to attend and vote at the general meetings of the Company.

Voting in absentia such as voting via email, electronic mail or facsimile at the general meetings may only be possible following careful study to ensure that integrity of the information and authentication of the identity of Shareholders through the web is not compromised.

All Directors, including the chairman of the Board, the AC, the NC and the RC, attend all general meetings to address issues raised by Shareholders. The External Auditor is also invited to attend the AGM and is available to assist the Directors in addressing any relevant queries raised by Shareholders relating to the conduct of the audit and the preparation of the contents of the External Auditor's report. All Directors have attended the AGM held in FY2023.

The forthcoming AGM will be held, in a wholly physical format, at SOOKEE HQ, located at 7 Changi Business Park Vista, Singapore 486042, at 10.00 a.m. on 26 April 2024. Shareholders will not be able to participate by way of electronic means at the forthcoming AGM.

Further information regarding the arrangements for the forthcoming AGM are set out in the Notice of AGM on pages 121 to 127 of this annual report.

Currently, the Company does not have a fixed dividend policy. Any declaration and payment of dividends in the future will depend on, *inter alia*, the Group's operating results, financial conditions, other cash requirements including capital expenditures, and other factors deemed relevant by the Directors. The Company has proposed a final tax exempt one-tier dividend of 1.00 Singapore cent per share in respect of FY2023 for the approval of Shareholders at the forthcoming AGM.

**Principle 12: Engagement with Shareholders**

*The company communicates regularly with its shareholders and facilitates the participation of shareholders during general meetings and other dialogues to allow shareholders to communicate their views on various matters affecting the company.*

The Board informs Shareholders of all major developments that may have a material impact on the Group on a timely basis. All of the Company's announcements are released via SGXNET, including the financial results, annual reports, distribution of dividends, notices, press releases, analyst briefings, presentations, announcements on acquisitions and other material developments. The Company does not practise selective disclosure of material information and price sensitive information is publicly released as soon as is practicable as required by the Catalyst Rules.

General meetings are the principal forum for dialogue with Shareholders. To promote a better understanding of Shareholders' views, the Board encourages Shareholders to participate during the Company's general meetings. At these meetings, Shareholders are able to engage the Board and the management on the Group's business activities, financial performance and other business-related matters. The Company could also gather views and address Shareholders' concerns at general meetings. The Company also maintains a corporate website, <http://www.moneymax.com.sg>, to provide Shareholders and potential investors' access to the Company's corporate announcements, press releases, annual reports and corporate information. In addition, the Company has designated its Customer Service department to facilitate all investor relations communications with Shareholders, analysts and media as well as to keep the investing public informed of the Group's corporate developments and financial performance.

**Principle 13: Engagement with Stakeholders**

*The Board adopts an inclusive approach by considering and balancing the needs and interests of material stakeholders, as part of its overall responsibility to ensure that the best interests of the company are served.*

The Company engages stakeholders through various channels to understand and address stakeholder concerns and feedback to manage stakeholder expectations and align the Company's interests.

The Company has identified its key stakeholders as its customers, investors, employees, business partners, regulatory authorities and community. The Company has identified material environmental, social and governance factors which are assessed to have significance on the Company's business processes. The Board reviews these factors annually. Please refer to pages 18 to 34 of this annual report for the Company's sustainability report in respect of FY2023.

The Company welcomes feedback from its stakeholders with regards to the Company's sustainability efforts. The stakeholders may send feedback to the Company at: [ir@moneymax.com.sg](mailto:ir@moneymax.com.sg).

**DEALING IN SECURITIES**

The Group has adopted a policy whereby the Directors and employees of the Group are prohibited from dealing in the securities of the Company while in possession of price-sensitive information as well as during the period commencing 1 month before the announcement of the Company's half year and full year results. The Directors and employees of the Group are to refrain from dealing in the Company's securities on short-term considerations.

The Directors and employees of the Group are also required to adhere to the provisions of the Securities and Futures Act 2001 of Singapore ("Securities and Futures Act"), the Companies Act 1967 of Singapore ("Companies Act"), the Catalyst Rules and any other relevant regulations with regard to their securities transactions.

Directors and employees of the Group are also expected to observe insider trading laws at all times even when dealing with securities within the permitted trading period.

**NON-SPONSOR FEES**

There were no non-sponsor fees paid to the Company's sponsor, United Overseas Bank Limited, in FY2023.

# CORPORATE GOVERNANCE REPORT

## INTERESTED PERSON TRANSACTIONS

The Group has established internal control policies to ensure that transactions with interested persons are properly reviewed and approved, and are conducted at arm's length commercial terms basis. Any Director, CEO and/or controlling Shareholder who is interested in a transaction will abstain and refrain from deliberating, discussing, making recommendations and approving the transaction.

The Group has obtained a general mandate from shareholders for interested person transactions at the annual general meeting of the Company held on 27 April 2023 ("IPT Mandate"). The following table sets out the interested person transactions entered into by the Group during FY2023:

		Aggregate value of all interested person transactions during FY2023 (excluding transactions conducted under the IPT Mandate pursuant to Rule 920 of the Catalist Rules)	Aggregate value of all interested person transactions conducted under the IPT Mandate pursuant to Rule 920 of the Catalist Rules
Name of Interested Person	Nature of relationship	S\$'000	
<b>Purchase of products</b>			
SK Jewellery Group Pte. Ltd. ("SKGPL") and its subsidiaries (the "SK Group")	An associate of the Lim Family Shareholders <sup>(1)</sup>	40	35
Sin Lian Pawnshop Pte Ltd	An associate of the Lim Family Shareholders <sup>(1)</sup>	-	1
<b>Sales of products</b>			
SK Group	An associate of the Lim Family Shareholders <sup>(1)</sup>	8	1,609
<b>Central support and payroll services</b>			
SK Group	An associate of the Lim Family Shareholders <sup>(1)</sup>	231	-
<b>Lease of premises</b>			
SK Group	An associate of the Lim Family Shareholders <sup>(1)</sup>	480	-
Soo Kee Investment Pte. Ltd. ("SKIPL")	An associate of the Lim Family Directors <sup>(2)</sup>	180	-
SK Properties Pte. Ltd. ("SKPPL")	An associate of the Lim Family Shareholders <sup>(3)</sup>	973	133
Citipath Sdn Bhd	An associate of the Lim Family Shareholders <sup>(4)</sup>	65	-

## CORPORATE GOVERNANCE REPORT

		Aggregate value of all interested person transactions during FY2023 (excluding transactions conducted under the IPT Mandate pursuant to Rule 920 of the Catalist Rules)	Aggregate value of all interested person transactions conducted under the IPT Mandate pursuant to Rule 920 of the Catalist Rules
Name of Interested Person	Nature of relationship	S\$'000	
<b><u>Car rental services</u></b>			
SK Group	An associate of the Lim Family Shareholders <sup>(1)</sup>	14	-
<b><u>Loan interest</u></b>			
SK Group	An associate of the Lim Family Shareholders <sup>(1)</sup>	394	-
Money Farm Pte. Ltd	A controlling shareholder of the Company ("Controlling Shareholder")	138	-
Dato' Sri Dr. Lim Yong Guan	A Director and a Controlling Shareholder, sibling of Mr. Lim Yong Sheng and Mdm. Lim Liang Eng	505	-
Mr. Lim Yong Sheng (together with Dato' Sri Dr. Lim Yong Guan, the "Lim Family Directors")	A Director and a Controlling Shareholder, sibling of Dato' Sri Dr. Lim Yong Guan and Mdm. Lim Liang Eng	136	-
Mdm. Lim Liang Eng (together with the Lim Family Directors, the "Lim Family Shareholders")	A Controlling Shareholder	109	-
Mdm. Tan Yang Hong	Spouse of Dato' Sri Dr. Lim Yong Guan	71	-
		<b>3,344</b>	<b>1,778</b>

### MATERIAL CONTRACTS

Save for those previously disclosed in the Company's offer document dated 25 July 2013 and the service agreement entered into between the Company and the Executive Chairman and CEO, there are no other material contracts of the Company and its subsidiaries involving the interests of the CEO, any Director or Controlling Shareholder which is either subsisting at the end of FY2023 or, if not then subsisting, entered into since the end of FY2022.

# **FINANCIAL STATEMENTS**

## **CONTENTS**

- 53** Statement by Directors
- 56** Independent Auditor's Report
- 62** Consolidated Statement of Profit or Loss  
and Other Comprehensive Income
- 63** Statements of Financial Position
- 64** Statements of Changes in Equity
- 66** Consolidated Statement of Cash Flows
- 67** Notes to the Financial Statements

# STATEMENT BY DIRECTORS

The directors of the company are pleased to present the accompanying financial statements of the company and of the group for the reporting year ended 31 December 2023.

## 1. Opinion of the directors

In the opinion of the directors,

- (a) the accompanying financial statements and the consolidated financial statements are drawn up so as to give a true and fair view of the financial position and performance of the company and, of the financial position and performance of the group for the reporting year covered by the financial statements or consolidated financial statements; and
- (b) at the date of the statement, there are reasonable grounds to believe that the company will be able to pay its debts as and when they fall due.

The board of directors approved and authorised these financial statements for issue.

## 2. Directors

The directors of the company in office at the date of this statement are:

Lim Yong Guan  
Lim Yong Sheng  
Ng Cher Yan  
Khua Kian Kheng Ivan  
Foo Say Tun

## 3. Directors' interests in shares and debentures

The directors of the company holding office at the end of the reporting year had no interest in shares in or debentures of the company or other related body corporate as recorded in the register of directors' shareholdings kept by the company under section 164 of the Singapore Companies Act 1967 (the "Act") except as follows:

Name of directors and companies in which interests are held	Direct Interest		Deemed Interest	
	At beginning of the reporting year	At end of the reporting year	At beginning of the reporting year	At end of the reporting year
<u>The company</u>				<u>Number of shares of no par value</u>
Lim Yong Guan	55,462,500	55,462,500	273,805,170	273,805,170
Lim Yong Sheng	47,850,000	47,850,000	269,846,835	269,846,835
Ng Cher Yan	31,250	31,250	-	-
Khua Kian Kheng Ivan	31,250	31,250	-	-
Foo Say Tun	31,250	31,250	-	-

By virtue of section 7 of the Act, Mr Lim Yong Guan and Mr Lim Yong Sheng are deemed to have an interest in the company and in all the related body corporates of the company.

The directors' interests as at 21 January 2024 were the same as those at the end of the reporting year.

## **STATEMENT BY DIRECTORS**

### **4. Arrangements to enable directors to acquire benefits by means of the acquisition of shares and debentures**

Neither at the end of the reporting year nor at any time during the reporting year did there subsist arrangements to which the company is a party, being arrangements whose objects are, or one of whose objects is, to enable directors of the company to acquire benefits by means of the acquisition of shares in or debentures of the company or any other body corporate.

### **5. Options**

During the reporting year, no option to take up unissued shares of the company or other body corporate in the group was granted.

During the reporting year, there were no shares of the company or other body corporate in the group issued by virtue of the exercise of an option to take up unissued shares.

At the end of the reporting year, there were no unissued shares under option.

### **6. Report of audit committee**

The members of the Audit Committee at the date of this statement are as follows:

Ng Cher Yan (Chairman)	(Independent and non-executive director)
Khua Kian Kheng Ivan	(Independent and non-executive director)
Foo Say Tun	(Independent and non-executive director)

The Audit Committee performs the functions specified by section 201B (5) of the Act, Listing Manual of the Singapore Exchange Securities Trading Limited ("SGX-ST") and the Code of Corporate Governance. Among other functions, it performed the following:

- Reviewed with the internal auditors, the scope of the internal audit plan and results of the internal audit procedures (including those relating to financial, operational and compliance controls and risk management);
- Reviewed with the company's independent external auditor, the audit plan, the results of the external audit procedures conducted, and internal control recommendations, if any, arising from the statutory audit;
- Reviewed the assistance provided by the company's officers to the internal and external auditors;
- Reviewed the financial information and annual financial statements of the group and the company prior to their submission to the Board of Directors of the company for adoption; and
- Reviewed the interested person transactions (as defined in Chapter 9 of the SGX-ST's Listing Manual Section B: Rules of Catalist).

Other functions performed by the Audit Committee are described in the Report on Corporate Governance included in the Annual Report of the company. It also includes an explanation of how the independent auditor's objectivity and independence are safeguarded where the independent auditor provides non-audit services.

The Audit Committee has recommended to the board of directors that the independent auditor, RSM SG Assurance LLP, be nominated for re-appointment as the independent auditor at the next annual general meeting of the company.

**7. Independent auditor**

RSM SG Assurance LLP has expressed willingness to accept re-appointment.

This audit firm was known as RSM Chio Lim LLP before 1 March 2024.

**8. Directors' opinion on the adequacy of internal controls**

Based on the internal controls established and maintained by the group, work performed by the internal and external auditors, and reviews performed by management, other committees of the board and the board, the board, with the concurrence of the Audit Committee, is of the opinion that the group's internal controls, (including financial, operational, compliance and information technology controls), and risk management systems were adequate and effective as at the reporting year end to address the risks that the group considers relevant and material to its operations.

**9. Subsequent developments**

There are no significant developments subsequent to the release of the group's and the company's preliminary financial statements, as announced on 27 February 2024, which would materially affect the group's and the company's operating and financial performance as of the date of this report.

On behalf of the directors

.....  
Lim Yong Guan  
Director

5 April 2024

.....  
Lim Yong Sheng  
Director

# INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF MONEYMAX FINANCIAL SERVICES LTD.

## Report on the audit of the financial statements

### Opinion

We have audited the accompanying financial statements of MoneyMax Financial Services Ltd. (the "company") and its subsidiaries (the "group"), which comprise the consolidated statement of financial position of the group and the statement of financial position of the company as at 31 December 2023, and the consolidated statement of profit or loss and other comprehensive income, statement of changes in equity and statement of cash flows of the group, and statement of changes in equity of the company for the reporting year then ended, and notes to the financial statements, including material accounting policy information.

In our opinion, the accompanying consolidated financial statements of the group and the statement of financial position and statement of changes in equity of the company are properly drawn up in accordance with the provisions of the Companies Act 1967 (the "Act") and Singapore Financial Reporting Standards (International) ("SFRS (I)") so as to give a true and fair view of the consolidated financial position of the group and the financial position of the company as at 31 December 2023 and of the consolidated financial performance, consolidated changes in equity and consolidated cash flows of the group and the changes in equity of the company for the reporting year ended on that date.

### Basis for opinion

We conducted our audit in accordance with Singapore Standards on Auditing ("SSAs"). Our responsibilities under those standards are further described in the auditor's responsibilities for the audit of the financial statements section of our report. We are independent of the company in accordance with the Accounting and Corporate Regulatory Authority ("ACRA") Code of Professional Conduct and Ethics for Public Accountants and Accounting Entities ("ACRA Code") together with the ethical requirements that are relevant to our audit of the financial statements in Singapore, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ACRA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

### Key audit matters ("KAMs")

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial statements of the current reporting year. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

#### (a) Assessment of expected credit loss on trade receivables and existence of pledged loan receivables

Refer to Notes 2A and 2B for the relevant accounting policy and key estimates used in the assessment of expected credit loss of trade receivables respectively, and Note 19 for the breakdown of trade receivables balance for the reporting year end.

The carrying amount of trade receivables amounted to \$599,466,000 (2022: \$469,042,000) which accounted for approximately 80% (2022: 74%) of the group's total assets as at the reporting year end. Trade receivables relate mainly to collateralised loans such as pledged loan receivables and lease payment receivables, whose values are secured by items such as gold, jewelleries, watches bags, and assets such as motor vehicles and properties. The carrying amount of trade receivables may not be recoverable in full in the event that a customer does not renew or redeem a pledged article within the agreed redemption period from the grant date of the loan, or in the event the customer defaults on loan repayment during the loan term, and the market value of the pledged items declines. Management applies judgement in determining the appropriate allowance for expected credit loss on trade receivables based upon an assessment of the collateral concerned, considering the authenticity of the collateral and articles, historical renewal / redemption rate and the fluctuation of gold market prices, historical default rates, past experience at collecting receipts, and forward looking information such as forecasts of future economic conditions.

**Key audit matters (cont'd)**

**(a) Assessment of expected credit loss on trade receivables and existence of pledged loan receivables (cont'd)**

Our procedures include:

*On pledged loan receivables:*

- (i) obtained an understanding of the internal controls with respect to the physical safeguards over pledged loan receivables;
- (ii) on a sampling basis, matched details on the open pawn tickets of pledged loan receivables to the physical pledged items during the year-end count of pledged items;
- (iii) assessed the independence, qualifications and competence of the gemologist and the watch valuer;
- (iv) on a sampling basis, compared the carrying values of selected non-gold pledges to their fair values assessed by the gemologist and the watch valuer;
- (v) reviewed the gold price index for the reporting year and compared the average value of gold pledges as at the reporting year end to the latest practicable market gold price subsequent to the reporting year end;
- (vi) compared the carrying values of collaterals to their subsequent forfeiture selling prices;
- (vii) reviewed the historical data on the renewal / redemption rate and historical default patterns; and
- (viii) assessed the adequacy of disclosures made in the financial statements.

*On leased payment receivables:*

- (i) obtained an understanding of management's process over the recoverability of outstanding lease payment receivables and evaluated management's assumptions used to estimate the allowance for impairment of lease payment receivables;
- (ii) on a sampling basis, reviewed hire purchase agreements entered into with hirees;
- (iii) assessed the reasonableness of lease payment receivables balance based on recomputation; and
- (iv) assessed the adequacy of disclosures made in the financial statements.

**(b) Impairment and existence of inventories**

Refer to Notes 2A and 2B for the relevant accounting policy and key estimates used in the valuation of inventories respectively, and Note 18 for the breakdown of inventory for the reporting year end.

The carrying amount of inventories amounted to \$68,647,000 (2022: \$81,760,000) which accounted for approximately 9% (2022: 13%) of the group's total assets as at the reporting year end. Inventories comprise mainly of gold, jewelleries, watches and bags. The cost of inventories may not be recoverable in full if their selling prices have declined. Management applies judgement in determining the appropriate allowance for inventories based upon an assessment of inventories concerned, considering the authenticity of inventories, future demand, future selling prices, rework cost and fluctuation of gold market prices and ageing analysis of inventories.

# INDEPENDENT AUDITOR'S REPORT

## Key audit matters (cont'd)

### (b) Impairment and existence of inventories (cont'd)

Our procedures include:

- (i) obtained an understanding of the internal controls with respect to the physical safeguards over inventories;
- (ii) on a sampling basis, attended and observed the year-end inventory count;
- (iii) assessed the independence, qualifications and competence of the gemologist and the watch valuer;
- (iv) compared the carrying value of selected non-gold inventories to their fair values assessed by the gemologist and watch valuer;
- (v) compared the carrying value of gold inventories for retails to their subsequent selling prices;
- (vi) reviewed the gold price index for the reporting year and compared the average cost of gold items as at the reporting year end to latest practicable market gold price subsequent to the reporting year end;
- (vii) reviewed the assumptions used in computing the rework cost for aged products; and
- (viii) assessed the adequacy of disclosures made in the financial statements.

### (c) Valuation of investment in equity interests of an unquoted entity

Refer to Notes 2A and 2B for the relevant accounting policy and key estimates used in the fair value assessment of other financial assets respectively, and Note 17 for the balance for the reporting year end.

The carrying amount of other financial assets amounted to \$6,653,000 (2022: \$6,881,000) which relates mainly to the company's 12.5% (2022: 12.5%) equity interests in Chongqing Zongshen Financial Leasing Company Limited (the "Investment"). As part of the investment arrangement, the company was also granted an option by the major shareholder of the Investment whereby the company has the right to sell to the major shareholder its equity interests in the Investment (the "Option").

The exercise price of the Option shall be based on the higher of the company's original capital contribution of approximately \$5,192,000 or the agreed market value at the time of exercise of the Option.

The company accounted for the Investment and the Option together as a hybrid instrument measured at fair value through profit or loss. To this end, management has engaged an external valuer to perform an independent valuation of this financial asset as at 31 December 2023. The fair value of \$5,852,000 (2022: \$5,852,000) was determined based on the adjusted net assets approach. As the Investment is an unquoted entity, the valuation involved significant management judgements.

Our procedures include:

- (i) assessed the independence, qualifications, and competence of the external valuer;
- (ii) with the assistance of our internal valuation specialists, assessed the appropriateness of the external valuer's valuation methodology, valuation models and the unobservable inputs of those models;
- (iii) performed cross-check of fair value against other valuation approaches to determine whether it is within the acceptable range; and
- (iv) assessed the adequacy of disclosures made in the financial statements.

**Key audit matters (cont'd)**

**(d) Impairment of goodwill**

Refer to Notes 2A and 2B for the relevant accounting policy and key estimates used in impairment assessment of goodwill respectively, and Note 15A for the key assumptions used in impairment testing of goodwill.

The group had goodwill of \$3,534,000 (2022: \$3,744,000) (via acquisitions of subsidiaries in Malaysia) allocated to several cash generating units ("CGUs") as at the reporting year end. Refer to Note 15A for the list of CGUs. Goodwill are tested for impairment annually. Management uses the value-in-use method to determine the recoverable amount of each CGU. The value-in-use calculation, which is based on discounted cash flows of each CGU, requires management to exercise significant judgement in projecting each CGU's pledges growth rate, forfeiture rates, growth rate of gross profit margin of forfeiture sales, operating expenses growth rates, discount rate and terminal value. Any shortfall of the recoverable amounts against the carrying amounts would be recognised as impairment losses.

Our procedures include:

- (i) challenged management's estimates used in the value-in-use model through our knowledge of the CGU's operations, their past performance, management's growth strategies and cost initiatives;
- (ii) with the assistance of our internal valuation specialists, assessed the appropriateness of management's valuation methodology, valuation models and the unobservable inputs of those models;
- (iii) compared inputs to the discount rates to regional indices and industry benchmarks; and
- (iv) assessed the adequacy of disclosures made in the financial statements.

**Other information**

Management is responsible for the other information. The other information comprises the information included in the annual report and statement by directors, but does not include the financial statements and our auditor's report thereon.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

**Responsibilities of management and directors for the financial statements**

Management is responsible for the preparation of financial statements that give a true and fair view in accordance with the provisions of the Act and the financial reporting standards, and for devising and maintaining a system of internal accounting controls sufficient to provide a reasonable assurance that assets are safeguarded against loss from unauthorised use or disposition; and transactions are properly authorised and that they are recorded as necessary to permit the preparation of true and fair financial statements and to maintain accountability of assets.

In preparing the financial statements, management is responsible for assessing the group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the group or to cease operations, or has no realistic alternative but to do so.

The directors' responsibilities include overseeing the group's financial reporting process.

# INDEPENDENT AUDITOR'S REPORT

## Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SSAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with SSAs, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- a) Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- b) Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the group's internal control.
- c) Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- d) Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the group to cease to continue as a going concern.
- e) Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- f) Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

We communicate with the directors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide the directors with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with the directors, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

## INDEPENDENT AUDITOR'S REPORT

### Report on other legal and regulatory requirements

In our opinion, the accounting and other records required by the Act to be kept by the company and by those subsidiary corporations incorporated in Singapore of which we are the auditors have been properly kept in accordance with the provisions of the Act.

The engagement partner on the audit resulting in this independent auditor's report is Lee Mong Sheong.

RSM SG Assurance LLP  
Public Accountants and  
Chartered Accountants  
Singapore

5 April 2024

Engagement partner - effective from year ended 31 December 2021

# CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

**Reporting Year Ended 31 December 2023**

	Notes	<b>Group</b>	
		<b>2023</b> <b>\$'000</b>	<b>2022</b> <b>\$'000</b>
<b>Revenue</b>			
Other income and gains	6	1,065	1,692
Material costs		(175,218)	(162,813)
Employee benefits expense	7	(29,291)	(24,888)
Depreciation and amortisation expense	13,14 & 15C	(11,461)	(13,068)
Other losses	6	(1,179)	(562)
Finance costs	8	(24,196)	(14,588)
Other expenses	9	(13,371)	(9,519)
<b>Profit before income tax</b>		<u>32,031</u>	<u>29,745</u>
Income tax expense	10	(6,855)	(5,962)
<b>Profit for the year</b>		<u>25,176</u>	<u>23,783</u>
 <b>Other comprehensive income</b>			
<i>Items that may be reclassified subsequently to profit or loss:</i>			
Exchange differences on translating foreign operations, net of tax	23A	(1,940)	(1,311)
Cash flow hedges, net of tax	23B	(940)	1,312
<b>Other comprehensive income for the year, net of tax</b>		<u>(2,880)</u>	<u>1</u>
<b>Total comprehensive income</b>		<u>22,296</u>	<u>23,784</u>
 Profit for the year attributable to:			
Owners of the parent		22,667	22,052
Non-controlling interests		2,509	1,731
		<u>25,176</u>	<u>23,783</u>
 Total comprehensive income attributable to:			
Owners of the parent		19,787	22,053
Non-controlling interests		2,509	1,731
		<u>22,296</u>	<u>23,784</u>
 <b>Earnings per share</b>			
		<u>2023</u> Cents	<u>2022</u> Cents
Basic and diluted	11	<u>5.13</u>	<u>4.99</u>

The accompanying notes form an integral part of these financial statements.

# STATEMENTS OF FINANCIAL POSITION

As at 31 December 2023

Notes	Group		Company	
	2023	2022	2023	2022
	\$'000	\$'000	\$'000	\$'000
<b>ASSETS</b>				
<b><u>Non-current assets</u></b>				
Property, plant and equipment	13	22,713	22,476	-
Right-of-use assets	14	12,843	12,144	-
Intangible assets	15	4,304	4,541	-
Investments in subsidiaries	16	-	-	119,436
Deferred tax assets	10	129	22	-
Other financial assets, non-current	17	6,653	6,881	5,853
Derivative financial instruments, non-current	28	303	1,145	-
Trade and other receivables, non-current	19	162,337	149,440	-
Other assets, non-current	20	2,738	2,736	-
<b>Total non-current assets</b>		<b>212,020</b>	<b>199,385</b>	<b>125,289</b>
				<b>95,144</b>
<b><u>Current assets</u></b>				
Inventories	18	68,647	81,760	-
Derivative financial instruments, current	28	124	414	-
Trade and other receivables, current	19	438,382	321,246	14,770
Other assets, current	20	8,548	6,671	97
Cash and cash equivalents	21	18,470	20,911	593
<b>Total current assets</b>		<b>534,171</b>	<b>431,002</b>	<b>15,460</b>
				<b>19,894</b>
<b>Total assets</b>		<b>746,191</b>	<b>630,387</b>	<b>140,749</b>
				<b>115,038</b>
<b>EQUITY AND LIABILITIES</b>				
<b><u>Equity</u></b>				
Share capital	22	56,144	56,144	56,144
Retained earnings		93,425	75,180	9,062
Other reserves	23	(2,977)	(97)	-
<b>Equity attributable to owners of the parent</b>		<b>146,592</b>	<b>131,227</b>	<b>65,206</b>
Non-controlling interests		<b>12,140</b>	<b>9,631</b>	-
<b>Total equity</b>		<b>158,732</b>	<b>140,858</b>	<b>65,206</b>
				<b>63,463</b>
<b><u>Non-current liabilities</u></b>				
Other financial liabilities, non-current	24	118,326	130,032	1,310
Lease liabilities, non-current	25	5,812	4,726	-
Deferred tax liabilities	10	207	329	-
<b>Total non-current liabilities</b>		<b>124,345</b>	<b>135,087</b>	<b>1,310</b>
				<b>1,858</b>
<b><u>Current liabilities</u></b>				
Income tax payable		3,992	4,348	127
Trade and other payables	26	65,963	55,480	43,578
Other financial liabilities, current	24	382,901	282,852	30,528
Lease liabilities, current	25	7,908	9,214	-
Other liabilities	27	2,350	2,548	-
<b>Total current liabilities</b>		<b>463,114</b>	<b>354,442</b>	<b>74,233</b>
<b>Total liabilities</b>		<b>587,459</b>	<b>489,529</b>	<b>75,543</b>
<b>Total equity and liabilities</b>		<b>746,191</b>	<b>630,387</b>	<b>140,749</b>
				<b>115,038</b>

The accompanying notes form an integral part of these financial statements.

# STATEMENTS OF CHANGES IN EQUITY

Reporting Year Ended 31 December 2023

<b>Group:</b>	<b>Attributable</b>					<b>Non-controlling interests</b> \$'000
	<b>Total equity</b> \$'000	<b>to parent sub-total</b> \$'000	<b>Share capital</b> \$'000	<b>Retained earnings</b> \$'000	<b>Other reserves</b> \$'000	
<b>Current year:</b>						
Opening balance at 1 January 2023	140,858	131,227	56,144	75,180	(97)	9,631
<b>Changes in equity:</b>						
Total comprehensive income for the year	22,296	19,787	-	22,667	(2,880)	2,509
Dividends paid (Note 12)	(4,422)	(4,422)	-	(4,422)	-	-
<b>Closing balance at 31 December 2023</b>						
	<b>158,732</b>	<b>146,592</b>	<b>56,144</b>	<b>93,425</b>	<b>(2,977)</b>	<b>12,140</b>
 <b>Previous year:</b>						
Opening balance at 1 January 2022	121,275	113,375	56,144	57,329	(98)	7,900
<b>Changes in equity:</b>						
Total comprehensive income for the year	23,784	22,053	-	22,052	1	1,731
Dividends paid (Note 12)	(4,201)	(4,201)	-	(4,201)	-	-
<b>Closing balance at 31 December 2022</b>						
	<b>140,858</b>	<b>131,227</b>	<b>56,144</b>	<b>75,180</b>	<b>(97)</b>	<b>9,631</b>

The accompanying notes form an integral part of these financial statements.

## STATEMENTS OF CHANGES IN EQUITY

**Reporting Year Ended 31 December 2023**

	Total equity \$'000	Share capital \$'000	Retained earnings \$'000
<b>Company:</b>			
<b>Current year:</b>			
Opening balance at 1 January 2023	63,463	56,144	7,319
<b>Changes in equity:</b>			
Total comprehensive income for the year	6,165	-	6,165
Dividends paid (Note 12)	(4,422)	-	(4,422)
<b>Closing balance at 31 December 2023</b>	<b>65,206</b>	<b>56,144</b>	<b>9,062</b>
<b>Previous year:</b>			
Opening balance at 1 January 2022	63,783	56,144	7,639
<b>Changes in equity:</b>			
Total comprehensive income for the year	3,881	-	3,881
Dividends paid (Note 12)	(4,201)	-	(4,201)
<b>Closing balance at 31 December 2022</b>	<b>63,463</b>	<b>56,144</b>	<b>7,319</b>

The accompanying notes form an integral part of these financial statements.

# CONSOLIDATED STATEMENT OF CASH FLOWS

Reporting Year Ended 31 December 2023

	Group	
	2023 \$'000	2022 \$'000
<b><u>Cash flows from operating activities</u></b>		
Profit before income tax	32,031	29,745
Adjustments for:		
Interest expense	24,196	14,588
Dividend income	-	(61)
Depreciation of property, plant and equipment	2,803	2,445
Depreciation of right-of-use assets	8,648	10,607
Amortisation of intangible assets	10	16
Fair value loss on other financial assets at FVTPL	228	-
Loss/(gain) on disposal of property, plant and equipment	1	(146)
Net effect of exchange rate changes in consolidating foreign operations	951	260
Operating cash flows before changes in working capital	68,868	57,454
Inventories	13,113	(8,518)
Trade and other receivables	(130,033)	(101,968)
Other assets	(1,879)	(1,982)
Trade and other payables	10,688	16,192
Other liabilities	(198)	(748)
Net cash flows used in operations	(39,441)	(39,570)
Income taxes paid	(7,249)	(6,068)
Net cash flows used in operating activities	(46,690)	(45,638)
<b><u>Cash flows from investing activities</u></b>		
Purchase of property, plant and equipment (Notes 13 and 21B)	(3,133)	(4,525)
Proceeds from disposal of property, plant and equipment	114	148
Acquisition of licences (Note 15B)	-	(307)
Dividend from other financial assets at FVTPL	-	61
Net cash flows used in investing activities	(3,019)	(4,623)
<b><u>Cash flows from financing activities</u></b>		
Increase in loans and borrowings	327,832	179,688
Loans and borrowings paid	(245,730)	(98,581)
Payments of principal portion of lease liabilities	(10,756)	(10,399)
Repayments of finance lease liabilities	(85)	(30)
Interest expense paid	(24,196)	(14,588)
Dividends paid (Note 12)	(4,422)	(4,201)
Net cash flows from financing activities	42,643	51,889
<b>Net (decrease)/increase in cash and cash equivalents</b>	<b>(7,066)</b>	<b>1,628</b>
Cash and cash equivalents, beginning balance	19,492	17,864
<b>Cash and cash equivalents, ending balance (Note 21A)</b>	<b>12,426</b>	<b>19,492</b>

The accompanying notes form an integral part of these financial statements.

**31 December 2023**

**1. General**

The company is incorporated in Singapore with limited liability. The financial statements are presented in Singapore Dollar and they cover the company (referred to as "parent") and the subsidiaries. All financial information in these financial statements are rounded to the nearest thousand ("'\$000") except when otherwise indicated.

The board of directors approved and authorised these financial statements for issue on the date of the statement by directors. The directors have the power to amend and reissue the financial statements.

The principal activity of the company is that of investment holding. The principal activities of the subsidiaries are described in Note 34 to the financial statements.

The company is listed on the Catalist Board of the Singapore Exchange Securities Trading Limited ("SGX-ST").

The registered office is: 7 Changi Business Park Vista, #01-01, SOOKEE HQ, Singapore 486042. The company is situated in Singapore.

**Statement of compliance with financial reporting standards**

These financial statements have been prepared in accordance with the Singapore Financial Reporting Standards (International) ("SFRS (I)s") and the related Interpretations to SFRS (I) ("SFRS (I) INT") as issued by the Accounting Standards Committee under ACRA ("ASC"). They comply with the provisions of the Companies Act 1967 and with the International Financial Reporting Standards ("IFRSs") issued by the International Accounting Standards Board ("IASB").

**Basis of preparation of the financial statements**

The financial statements are prepared on a going concern basis under the historical cost convention except where a financial reporting standard requires an alternative treatment (such as fair values) as disclosed where appropriate in these financial statements. Disclosures are made on the accounting policy information relating to material transactions, other events or conditions if that information is material to the financial statements or is required by a financial reporting standard. It is regarded as material if users of the financial statements would need it to understand other material information in the financial statements. An account balance entity-specific accounting policy and other information is disclosed in the relevant respective account balances in the financial statements. Entity-specific accounting policy and other information that relates to more than one account balance or a class of material transactions is described below.

**Basis of presentation and principles of consolidation**

The consolidated financial statements include the financial statements made up to the end of the reporting year of the company and all of its subsidiaries. The consolidated financial statements are the financial statements of the group (the parent and its subsidiaries) presented as those of a single economic entity and are prepared using uniform accounting policies for like transactions and other events in similar circumstances. All significant intragroup balances and transactions are eliminated on consolidation. Subsidiaries are consolidated from the date the reporting entity obtains control of the investee. They are de-consolidated from the date that control ceases.

Changes in the group's ownership interest in a subsidiary that do not result in the loss of control are accounted for within equity as transactions with owners in their capacity as owners. The carrying amounts of the group's and non-controlling interests are adjusted to reflect the changes in their relative interests in the subsidiary. When the group loses control of a subsidiary, it derecognises the assets and liabilities and related equity components of the former subsidiary. Any gain or loss is recognised in profit or loss. Any investment retained in the former subsidiary is measured at fair value at the date when control is lost and is subsequently accounted for as equity investments financial assets in accordance with the financial reporting standard on financial instruments.

# NOTES TO FINANCIAL STATEMENTS

## 2A. Material accounting policy and other explanatory information

### Revenue and income recognition

The financial reporting standard on revenue from contracts with customers establishes a five-step model to account for revenue arising from contracts with customers. Revenue is recognised at an amount that reflects the consideration to which the entity expects to be entitled in exchange for transferring goods or services to a customer (which excludes estimates of variable consideration that are subject to constraints, such as right of return exists, trade discounts, volume rebates and changes to the transaction price arising from modifications), net of any related sales taxed and excluding any amounts collected on behalf of third parties. An asset (goods or services) is transferred when or as the customer obtains control of that asset. As a practical expedient, the effects of any significant financing component is not adjusted if the payment for the good or service will be within one year.

Revenue from the sales of gold and luxury items comprising unredeemed pledges is recognised at a point in time when the performance obligation is satisfied upon the transfer of the goods to the buyer, which generally coincides with delivery and acceptance of the pledged articles sold. Revenue is not recognised to the extent where there are significant uncertainties regarding recovery of the consideration due, associated costs or the possible return of goods.

Interest income from collateral loan services is recognised on a time-proportion basis using the effective interest method.

Interest income from hire purchases is recognised over the term of the hire purchases using the Rule 78 (sum of digits) method which approximates the effective interest method. The balance of such charges at the end of the reporting year is carried forward as unearned charges.

Rental income is recognised on a time-proportion basis that takes into account the effective yield on the assets on a straight-line basis over the lease term. Dividend income from equity instruments is recognised only when the entity's right to receive payment of the dividend is established; and the amount of the dividend can be measured reliably.

### Government grants

Government grants are recognised at fair value when there is a reasonable assurance that the conditions attaching to them will be complied with and that the grants will be received. Grants in recognition of specific expenses are recognised in profit or loss on a systematic basis over the periods necessary to match them with the related costs that they are intended to compensate.

### Employee benefits

Contributions to a defined contribution retirement benefit plan are recorded as an expense as they fall due. The entity's legal or constructive obligation is limited to the amount that it is obligated to contribute to an independently administered fund (such as the Central Provident Fund in Singapore, a government managed defined contribution retirement benefit plan). For employee leave entitlement the expected cost of short-term employee benefits in the form of compensated absences is recognised in the case of accumulating compensated absences, when the employees render service that increases their entitlement to future compensated absences; and in the case of non-accumulating compensated absences, when the absences occur. A liability for bonuses is recognised where the entity is contractually obliged or where there is constructive obligation based on past practice.

### Borrowing costs

Borrowing costs are interest and other costs incurred in connection with the borrowing of funds and are recognised as an expense in the period in which they are incurred. Interest expense is calculated using the effective interest rate method.

**2A. Material accounting policy and other explanatory information (cont'd)**

**Foreign currency transactions**

The functional currency is the Singapore dollar as it reflects the primary economic environment in which the entity operates. Transactions in foreign currencies are recorded in the functional currency at the rates ruling at the dates of the transactions. At each end of the reporting year, recorded monetary balances and balances measured at fair value that are denominated in non-functional currencies are reported at the rates ruling at the end of the reporting year and fair value measurement dates respectively. All realised and unrealised exchange adjustment gains and losses are dealt with in profit or loss except when a gain or loss on a non-monetary item is recognised in other comprehensive income, any exchange component of that gain or loss is recognised in other comprehensive income. The presentation is in the functional currency.

**Translation of financial statements of other entities**

Each company in the group determines the appropriate functional currency as it reflects the primary economic environment in which the relevant reporting entity operates. In translating the financial statements of such a company for incorporation in the consolidated financial statements in the presentation currency, the assets and liabilities denominated in other currencies are translated at end of the reporting year rates of exchange and the income and expense items for each statement presenting profit or loss and other comprehensive income are translated at average rates of exchange for the reporting year. The resulting translation adjustments (if any) are recognised in other comprehensive income and accumulated in a separate component of equity until the disposal of that relevant reporting company.

**Income tax**

Tax expense (tax income) is the aggregate amount included in the determination of profit or loss for the reporting year in respect of current tax and deferred tax. Current income tax is the expected tax payable on the taxable income for the reporting year; calculated using rates enacted or substantively enacted at the statements of financial position date; and inclusive of any adjustment to income tax payable or recoverable in respect of previous reporting years.

Deferred tax is recognised using the liability method; based on temporary differences between the carrying amounts of assets and liabilities in the financial statements and their respective income tax bases; and determined using tax rates that have been enacted or substantively enacted by the reporting year end date and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled. A deferred tax amount is recognised for all temporary differences, unless the deferred tax amount arises from the initial recognition of an asset or liability in a transaction which (i) is not a business combination; and (ii) at the time of the transaction, affects neither accounting profit nor taxable profit (tax loss). A deferred tax liability or asset is recognised for all taxable temporary differences associated with investments in subsidiaries, except where the reporting entity is able to control the timing of the reversal of the taxable temporary difference and it is probable that the taxable temporary difference will not reverse in the foreseeable future or for deductible temporary differences, they will not reverse in the foreseeable future and they cannot be utilised against taxable profits.

**Property, plant and equipment**

Property, plant and equipment are carried at cost on initial recognition and after initial recognition at cost less any accumulated depreciation and any accumulated impairment losses. Depreciation is provided on a straight-line method to allocate the gross carrying amounts of the assets less their residual values over their estimated useful lives of each part of an item of these assets. The annual rates of depreciation are as follows:

Properties	-	2.5%
Leasehold improvements	-	Over lease term (18% to 80%)
Plant, fixture and fittings	-	20% to 100%

An asset is depreciated when it is available for use until it is derecognised even if during that period the item is idle. Fully depreciated assets still in use are retained in the financial statements.

# NOTES TO FINANCIAL STATEMENTS

## 2A. Material accounting policy and other explanatory information (cont'd)

### Property, plant and equipment (cont'd)

The gain or loss arising from the derecognition of an item of property, plant and equipment is recognised in profit or loss. The residual value and the useful life of an asset is reviewed at least at each end of the reporting year and, if expectations differ significantly from previous estimates, the changes are accounted for as a change in an accounting estimate, and the depreciation charge for the current and future periods are adjusted.

Cost includes acquisition cost, borrowing cost capitalised and any cost directly attributable to bringing the asset or component to the location and condition necessary for it to be capable of operating in the manner intended by management. Subsequent costs are recognised as an asset only when it is probable that future economic benefits associated with the item will flow to the entity and the cost of the item can be measured reliably. All other repairs and maintenance are charged to profit or loss when they are incurred.

Cost also includes the initial estimate of the costs of dismantling and removing the item and restoring the site on which it is located, the obligation for which an entity incurs either when the item is acquired or as a consequence of having used the item during a particular period for purposes other than to produce inventories during that period. See Note 27 on provisions.

### Right-of-use assets

The right-of-use assets are accounted and presented as if they were owned such as property, plant and equipment. The annual rate of depreciation is as follows:

Retail outlets - Over lease term (18% to 80%)

### Leases of lessee

A lease conveys the right to use an asset (the underlying asset) for a period of time in exchange for consideration. Where a lease arrangement is identified, a liability to the lessor is recognised as a lease obligation calculated at the present value of minimum unavoidable lease payments. A corresponding right-of-use asset is recorded. Lease payments are apportioned between finance costs and reduction of the lease liability so as to reflect the interest on the remaining balance of the liability. Finance charges are recorded as a finance cost. Leases with a term of 12 months or less and leases for low value are not recorded as a liability and lease payments are recognised as an expense in profit or loss on a straight-line basis over the lease term.

### Leases of lessor

For a lessor a lease is classified as either an operating lease or a finance lease. A lease is classified as an operating lease if it does not transfer substantially all the risks and rewards incidental to ownership of an underlying asset. Operating leases are for rental income. A lease is classified as a finance lease if it transfers substantially all the risks and rewards incidental to ownership of an underlying asset and it is presented in its statement of financial position as a receivable at an amount equal to the net investment in the lease. For a finance lease the finance income is recognised over the lease term, based on a pattern reflecting a constant periodic rate of return on the lessor's net investment in the lease.

### Intangible assets

An identifiable non-monetary asset without physical substance is recognised as an intangible asset at acquisition cost if it is probable that the expected future economic benefits that are attributable to the asset will flow to the entity and the cost of the asset can be measured reliably. After initial recognition, an intangible asset with finite useful life is carried at cost less any accumulated amortisation and any accumulated impairment losses. An intangible asset with an indefinite useful life is not amortised. An intangible asset is regarded as having an indefinite life when, based on an analysis of all of the relevant factors, there is no foreseeable limit to the period over which the asset is expected to generate net cash inflows for the entity.

**2A. Material accounting policy and other explanatory information (cont'd)**

**Intangible assets (cont'd)**

The amortisable amount of an intangible asset with finite useful life is allocated on a systematic basis over the best estimate of its useful life from the point at which the asset is ready to use. The useful lives are as follows:

Lease assignment fees	-	Over lease term (33%)
Customer lists	-	20%
License	-	Not amortised

Identifiable intangible assets acquired as part of a business combination are initially recognised separately from goodwill if the asset's fair value can be measured reliably, irrespective of whether the asset had been recognised by the acquire before the business combination. An intangible asset is considered identifiable only if it is separable or if it arises from contractual or other legal rights, regardless of whether those rights are transferable or separable from the entity or from other rights and obligations.

**Subsidiaries**

A subsidiary is an entity including unincorporated and special purpose entity that is controlled by the group and the group is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee. The existence and effect of substantive potential voting rights that the group has the practicable ability to exercise (that is, substantive rights) are considered when assessing whether the group controls another entity. In the company's separate financial statements, an investment in a subsidiary is accounted for at cost less any allowance for impairment in value. Impairment loss recognised in profit or loss for a subsidiary is reversed only if there has been a change in the estimates used to determine the asset's recoverable amount since the last impairment loss was recognised. The carrying value and the net book value of the investment in a subsidiary are not necessarily indicative of the amount that would be realised in a current market exchange.

**Business combinations**

A business combination is a transaction or other event which requires that the assets acquired and liabilities assumed constitute a business. It is accounted for by applying the acquisition method of accounting. The cost of a business combination includes the fair values, at the date of exchange, of assets given, liabilities incurred or assumed, and equity instruments issued by the acquirer, in exchange for control of the acquiree. The acquisition-related costs are expensed in the periods in which the costs are incurred and the services are received except for any costs to issue debt or equity securities are recognised in accordance with the financial reporting standard on financial instruments.

As of the acquisition date, the acquirer recognises, separately from goodwill, the identifiable assets acquired, the liabilities assumed and any non-controlling interest in the acquiree measured at acquisition date fair values as defined in and that meet the conditions for recognition under the financial reporting standard on business combinations. If there is gain on bargain purchase, for the gain on bargain purchase a reassessment is made of the identification and measurement of the acquiree's identifiable assets, liabilities and contingent liabilities and the measurement of the cost of the business combination and any excess remaining after this reassessment is recognised immediately in profit or loss.

Business combinations are initially accounted for on a provisional basis until they are finalised within one year from the acquisition date. The fair value of assets acquired, liabilities and contingent liabilities assumed are initially estimated by management by taking into consideration all available information at the reporting date. Fair value adjustments on the finalisation of the business combination accounting is retrospective to the period combination occurred and may have an impact on the assets and liabilities, depreciation and amortisation reported.

Goodwill and fair value adjustments resulting from the application of purchase accounting at the date of acquisition are treated as assets and liabilities of the foreign entity and are recorded at the exchange rates prevailing at the acquisition date and are subsequently translated at the period end exchange rate.

# NOTES TO FINANCIAL STATEMENTS

## 2A. Material accounting policy and other explanatory information (cont'd)

### Non-controlling interests

The non-controlling interest is equity in a subsidiary not attributable, directly or indirectly, to the reporting entity as the parent. The non-controlling interest is presented in the consolidated statement of financial position within equity, separately from the equity of the owners of the parent. For each business combination, any non-controlling interest in the acquiree (subsidiary) is initially measured either at fair value or at the non-controlling interest's proportionate share of the acquiree's identifiable net assets. Where the non-controlling interest is measured at fair value, the valuation techniques and key model inputs used are disclosed in the relevant Note. Profit or loss and each component of other comprehensive income are attributed to the owners of the parent and to the non-controlling interests. Total comprehensive income is attributed to the owners of the parent and to the non-controlling interests even if this results in the non-controlling interests having a deficit balance.

### Goodwill

Goodwill is an asset representing the future economic benefits arising from other assets acquired in a business combination that are not individually identified and separately recognised. Goodwill is recognised as of the acquisition date measured as the excess of (a) over (b); (a) being the aggregate of; (i) the consideration transferred which generally requires acquisition date fair value; (ii) the amount of any non-controlling interest in the acquiree measured in accordance with the financial reporting standard on business combinations (measured either at fair value or as the non-controlling interest's proportionate share of the acquiree's net identifiable assets); and (iii) in a business combination achieved in stages, the acquisition date fair value of the acquirer's previously held equity interest in the acquiree; and (b) being the net of the acquisition date amounts of the identifiable assets acquired and the liabilities assumed measured in accordance with the financial reporting standard on business combinations.

After initial recognition, goodwill acquired in a business combination is measured at cost less any accumulated impairment losses. Goodwill is not amortised. Irrespective of whether there is any indication of impairment, goodwill and also any intangible asset with an indefinite useful life or any intangible asset not yet available for use are tested for impairment at least annually. Goodwill impairment is not reversed in any circumstances.

For the purpose of impairment testing and since the acquisition date of the business combination, goodwill is allocated to each cash-generating unit, or groups of cash-generating units that are expected to benefit from the synergies of the combination, irrespective of whether other assets or liabilities of the acquiree were assigned to those units or groups of units. Each unit or group of units to which the goodwill is so allocated represents the lowest level within the entity at which the goodwill is monitored for internal management purposes and is not larger than a segment.

### Inventories

Inventories are measured at the lower of cost (specific identification method) and net realisable value. Net realisable value is the estimated selling price in the ordinary course of business less the estimated costs of completion and the estimated costs necessary to make the sale. A write down on cost is made where the cost is not recoverable or if the selling prices have declined. Cost includes all costs of purchase, costs of conversion and other costs incurred in bringing the inventories to their present location and condition.

### Financial instruments

Recognition and derecognition of financial instruments:

A financial asset or a financial liability is recognised when, and only when, the entity becomes party to the contractual provisions of the instrument. All other financial instruments (including regular-way purchases and sales of financial assets) are recognised and derecognised, as applicable, using trade date accounting or settlement date accounting. A financial asset is derecognised when the contractual rights to the cash flows from the financial asset expire or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred or in which the entity neither transfers nor retains substantially all of the risks and rewards of ownership and it does not retain control of the financial asset. A financial liability is removed from the statement of financial position when, and only when, it is extinguished, that is, when the obligation specified in the contract is discharged or cancelled or expires.

**2A. Material accounting policy and other explanatory information (cont'd)**

**Financial instruments (cont'd)**

At initial recognition the financial asset or financial liability is measured at its fair value plus or minus, in the case of a financial asset or financial liability not at fair value through profit or loss, transaction costs that are directly attributable to the acquisition or issue of the financial asset or financial liability.

Categories of financial assets and financial liabilities:

The financial reporting standard on financial instruments four categories of financial assets and two categories for liabilities At the end of the reporting year, the reporting entity had the following categories financial assets and liabilities:

- Financial asset classified as measured at amortised cost: A financial asset is measured at amortised cost if it meets both of the following conditions and is not designated as at fair value through profit or loss ("FVTPL"), that is (a) the asset is held within a business model whose objective is to hold assets to collect contractual cash flows; and (b) the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. Typically trade and other receivables, bank and cash balances are classified in this category.
- Financial asset that is an equity investment measured at fair value through other comprehensive income ("FVTOCI"): On initial recognition of an equity investment that is not held for trading, an irrevocable election may be made to present subsequent changes in fair value in OCI. This election is made on an investment-by-investment basis. Fair value changes are recognised in OCI but dividends are recognised in profit or loss unless the dividend clearly represents a recovery of part of the cost of the investment. The gain or loss that is presented in OCI includes any related foreign exchange component arising on non-monetary investments (eg, equity instruments). On disposal, the cumulative fair value changes are not recycled to profit or loss but remain in reserves within equity. The weighted average or specific identification method is used when determining the cost basis of equities being disposed of.
- Financial asset that is a debt asset instrument classified as measured at FVTOCI: A debt asset instrument is measured at FVTOCI only if it meets both of the following conditions and is not designated as at FVTPL, that is (a): the asset is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets; and (b) the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. Financial assets are not reclassified subsequent to their initial recognition, except when, and only when, the reporting entity changes its business model for managing financial assets (expected to be rare and infrequent events). The previously recognised gains, losses, or interest cannot be restated. When these financial assets are derecognised, cumulative gains or losses previously recognised in other comprehensive income are reclassified to profit or loss.
- Financial asset classified as measured at FVTPL: All other financial assets are classified as measured at FVTPL. In addition, on initial recognition, management may irrevocably designate a financial asset as measured at FVTPL if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise from measuring assets or liabilities or recognising the gains and losses on them on different bases.
- Financial liabilities are classified as at FVTPL in either of the following circumstances: (1) the liabilities are managed, evaluated and reported internally on a fair value basis; or (2) the designation eliminates or significantly reduces an accounting mismatch that would otherwise arise. All other financial liabilities are carried at amortised cost using the effective interest method. Reclassification of any financial liability is not permitted.

**Cash and cash equivalents**

For the statement of cash flows, cash and cash equivalents includes cash and cash equivalents less cash subject to restriction and bank overdrafts payable on demand that form an integral part of cash management. Cash equivalents are short-term, highly liquid investments that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

# NOTES TO FINANCIAL STATEMENTS

## 2A. Material accounting policy and other explanatory information (cont'd)

### Derivative financial instruments

A derivative financial instrument is a financial instrument with all three of the following characteristics (a) its value changes in response to the change in a specified interest rate, financial instrument price, commodity price, foreign exchange rate, index of prices, credit ratings or other variable, provided in the case of a non-financial variable that the variable is not specific to a party to the contract; (b) it requires no initial net investment or an initial net investment that is smaller than would be required for other types of contracts that would be expected to have a similar response to changes in market factors; and (c) it is settled at a future date. The derivatives are initially recognised at fair value at the date a derivative contract is entered into and are subsequently classified as measured at FVTPL.

Certain derivatives held for risk management as well as certain non-derivative financial instruments might be designated as hedging instruments in qualifying hedging relationships. Hedge accounting is used only when the following conditions at the inception of the hedge are satisfied: (a) The hedging instrument and the hedged item are clearly identified. (b) Formal designation and documentation of the hedging relationship is in place. Such hedge documentation includes the hedge strategy, the method used to assess the hedge's effectiveness. (c) The hedge relationship is expected to be highly effective throughout the life of the hedge based on the principle of an economic relationship. Hedge effectiveness is the extent to which changes in the fair value or the cash flows of the hedging instrument offset changes in the fair value or the cash flows of the hedged item (for example, when the hedged item is a risk component, the relevant change in fair value or cash flows of an item is the one that is attributable to the hedged risk). The above documentation is subsequently updated at each end of the reporting year in order to assess whether the hedge is still expected to be highly effective over the remaining life of the hedge. Hedge accounting is used for (1) Fair value hedge; (2) Cash flow hedge; and (3) Hedge of a net investment in a foreign operation. If the hedge is terminated, no longer meets the criteria for hedge accounting or is revoked, the adjusted carrying amount of a hedged financial instrument for which the effective interest method is used is amortised to profit or loss. The applicable derivatives and other hedging instruments used are described below in the notes to the financial statements.

### Fair value measurement

The fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. When measuring the fair value of an asset or a liability, market observable data to the extent possible is used. If the fair value of an asset or a liability is not directly observable, an estimate is made using valuation techniques that maximise the use of relevant observable inputs and minimise the use of unobservable inputs (eg by use of the market comparable approach that reflects recent transaction prices for similar items, discounted cash flow analysis, or option pricing models refined to reflect the issuer's specific circumstances).

Inputs used are consistent with the characteristics of the asset or liability that market participants would take into account. The entity's intention to hold an asset or to settle or otherwise fulfil a liability is not taken into account as relevant when measuring fair value.

Fair values are categorised into different levels in a fair value hierarchy based on the degree to which the inputs to the measurement are observable and the significance of the inputs to the fair value measurement in its entirety: Level 1 fair value measurements are those derived from quoted prices (unadjusted) in active markets for identical assets or liabilities. Level 2 fair value measurements are those derived from inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (ie as prices) or indirectly (ie derived from prices). Level 3 fair value measurements are those derived from valuation techniques that include inputs for the asset or liability that are not based on observable market data (unobservable inputs). Transfers between levels of the fair value hierarchy are recognised at the end of the reporting period during which the change occurred.

The carrying values of current financial instruments approximate their fair values due to the short-term maturity of these instruments and the disclosures of fair value are not made when the carrying amount of current financial instruments is a reasonable approximation of the fair value. The fair values of non-current financial instruments may not be disclosed separately unless there are significant differences at the end of the reporting year and in the event the fair values are disclosed in the relevant notes to the financial statements. The recurring measurements are made at each reporting year end date.

**2A. Material accounting policy and other explanatory information (cont'd)**

**Other specific material accounting policy information and other explanatory information**

These are disclosed at the relevant notes to financial statements.

**2B. Critical judgements, assumptions and estimation uncertainties**

Disclosures on material information about the assumptions management made about the future, and other major sources of estimation uncertainty at the end of the reporting year, that have a significant risk of resulting in a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below. These estimates and assumptions are periodically monitored to ensure they incorporate all relevant information available at the date when financial statements are prepared. However, this does not prevent actual figures differing from estimates.

Impairment of inventories:

A review is made on inventory for decline in net realisable value below cost and an allowance is recorded against the inventory balance for any such decline. The review requires management to consider the future demand for the products. In any case, the realisable value represents the best estimate of the recoverable amount and is based on the acceptable evidence available at the end of the reporting year and inherently involves estimates regarding the future expected realisable value. The usual consideration in determining the realisable value includes authenticity of inventories, age of the inventories, future demand and future selling prices of inventories, rework cost and fluctuation of gold market prices. In general, such an evaluation process requires significant management judgement and may materially affect the carrying amount of inventories at the end of the reporting year. Possible changes in these estimates could result in revisions to the stated value of the inventories. The carrying amount of inventories at the end of the reporting year is disclosed in Note 18.

Expected credit loss of trade receivables:

The group assesses at the end of each reporting year whether there is any objective evidence that the trade receivables are impaired. Trade receivables relate mainly to pledged loan receivables and lease payment receivables, and these are secured by pledges of goods, chattels and assets such as motor vehicles and properties. The carrying amount of the pledged loan and lease payment receivables may not be recoverable in full in the event that a customer does not renew or redeem a pledged article within the agreed redemption period from the grant date of the loan, and the market value of the pledged article has declined or a customer defaults the loan payments and the market value of the assets has declined. The determination of the appropriate allowance for expected credit loss on trade receivables requires management to consider factors such as the significant decline in values of collaterals, the authenticity of the collaterals or probabilities of default or significant delay in payments by pledgers or customers. The carrying amounts of the trade receivables at the end of the reporting year are disclosed in Note 19.

Investment in equity interests of unquoted entity:

The fair value of this financial instrument is not based on quoted price in an active market. Therefore, there is significant measurement uncertainty involved in the measurement of fair value. Management has engaged an external valuer to perform an independent valuation of this investment as at 31 December 2023. The fair value was determined based on the adjustment net assets approach. The fair value is disclosed in Note 17.

Assessing the impairment of goodwill:

Goodwill is assessed annually for impairment. This assessment is complex and requires significant management's judgement in determining the forecasted revenue growth and profit margins for each cash generating unit ("CGU"), taking into account their knowledge of the local market conditions, economic and legal environment in which the CGUs operate, as well as changes to the market interest rates. The disclosures about goodwill are included in Note 15A on intangible assets, which explains that small changes in the key assumptions used could give rise to an impairment of the goodwill balance in the future. Actual outcomes could vary from these estimates.

# NOTES TO FINANCIAL STATEMENTS

## 2B. Critical judgements, assumptions and estimation uncertainties (cont'd)

Measurement of impairment of investments in subsidiaries:

Where a subsidiary is in net equity deficit and or has suffered losses, a test is made whether the investment has suffered any impairment. This measurement requires significant judgement. An estimate is made for the future profitability of the subsidiaries, and the financial health of and near-term business outlook of the subsidiaries, including factors such as industry and sector performance, and operational and financing cash flow. It is impracticable to disclose the extent of the possible effects. It is reasonably possible, based on existing knowledge, that outcomes within the next reporting year that are different from assumptions could require a material adjustment to the carrying amount of the investment. The carrying amount of the investments in subsidiaries as at the end of the reporting year is disclosed in Note 16.

De facto control of subsidiary:

The group entered into an agreement with a third party, which the group and the third party owns 51% and 49% of the voting shares, to establish and operates SG e-Auction Pte. Ltd. ("SG e-Auction"). According to this agreement and the fact that the group has power to govern the financial and operational matters of SG e-Auction, rights to variables returns and the ability to affect amount of returns, the group recognises SG e-Auction as a subsidiary. Accordingly, the results of SG e-Auction are consolidated within the group.

Assessment of impairment of right-of-use assets:

Significant judgement is applied by management when determining impairment of the right-of-use asset. Impairment is assessed for separable parts of leased buildings that have been or will be vacated in the near future. The impairment is sensitive to changes in estimated future expected sub-lease income and sub-lease period. Judgement is also involved when determining whether sub-lease contracts are financial or operational, as well as when determining lease term for contracts that has extension or termination options. The amount at the end of the reporting year are disclosed in Note 14.

## 3. Related party relationships and transactions

The financial reporting standard on related party disclosures requires the reporting entity to disclose: (a) related party relationships, transactions and outstanding balances, including commitments, including (b) relationships between parents and subsidiaries irrespective of whether there have been transactions between those related parties. A party is related to a party if the party controls, or is controlled by, or can significantly influence or is significantly influenced by the other party.

### 3A. Members of a group

Name	Relationship	Country of incorporation
Money Farm Pte. Ltd.	Immediate and ultimate parent company	Singapore

Related companies in these financial statements include the member of the above group of companies.

The ultimate controlling parties are Lim Yong Guan, Lim Yong Sheng, who are directors of the company and Lim Liang Eng, who is the shareholder of the company.

### 3B. Related party transactions

There are transactions and arrangements between the reporting entity and related parties and the effects of these on the basis determined between the parties are reflected in these financial statements. The related party balances and transfer of resources, services or obligations if any are unsecured, without fixed repayment terms and interest or charge unless stated otherwise.

## NOTES TO FINANCIAL STATEMENTS

**3. Related party relationships and transactions (cont'd)**

**3B. Related party transactions (cont'd)**

Intragroup transactions and balances that have been eliminated in these consolidated financial statements are not disclosed as related party transactions and balances below.

In addition to the information disclosed elsewhere in the notes to the financial statements, other related party transactions include the following:

Material related party transactions:

	<b>Group</b>	
	<b>2023</b> \$'000	<b>2022</b> \$'000
<u>Parent company</u>		
Interest expense	(204)	(117)
<u>Other related parties</u>		
Sales of pre-owned luxury items	1,617	33
Purchase of pre-owned luxury items	(76)	(84)
Rental expense	(2,428)	(2,394)
Central support services	(216)	(216)
Interest expense	(899)	(429)
Outsourced payroll services	(14)	(15)
<u>Directors</u>		
Interest expense	(1,074)	(781)

The related parties and the group have common directors.

**3C. Key management compensation**

	<b>Group</b>	
	<b>2023</b> \$'000	<b>2022</b> \$'000
Salaries and other short-term employee benefits	5,462	5,070

The above amounts are included under employee benefits expense. Included in the above amounts are the following items:

	<b>Group</b>	
	<b>2023</b> \$'000	<b>2022</b> \$'000
Remuneration of directors of the company	2,659	2,486
Fees to directors of the company <sup>(a)</sup>	316	320

<sup>(a)</sup> Included in fees to directors of the company is an amount of \$111,000 (2022: \$115,000) paid by a subsidiary.

Further information about the remuneration of individual directors is provided in the Report on Corporate Governance.

## NOTES TO FINANCIAL STATEMENTS

### 3. Related party relationships and transactions (cont'd)

#### 3C. Key management compensation (cont'd)

Key management personnel include the directors and those persons having authority and responsibility for planning, directing and controlling the activities of the group, directly or indirectly. The above amounts do not include compensation, if any, of certain key management personnel and directors of the company received compensation from related parties in their capacity as directors and or executives of those related parties.

#### 3D. Other receivables from and other payables to related parties

The trade transactions and the related trade receivables and payables balances arising from sales and purchases of goods and services are disclosed elsewhere in the notes to the financial statements.

The movements in other receivables from and (other payables to) related parties are as follows:

	<b>Group and Company</b>	
	<b>2023</b>	<b>2022</b>
	<b>\$'000</b>	<b>\$'000</b>
<u>Other payables to parent company:</u>		
Balance at beginning of the year	(3,400)	(1,400)
Amounts paid in and settlement of liabilities on behalf of the group	(305)	(2,000)
Balance at end of the year (Note 26)	<u>(3,705)</u>	<u>(3,400)</u>
 <u>Other payables to directors:</u>		
Balance at beginning of the year	(16,290)	(17,290)
Amounts paid out and settlement of liabilities on behalf of directors	2,800	3,000
Amounts paid in and settlement of liabilities on behalf of the group	(980)	(2,000)
Balance at end of the year (Note 26)	<u>(14,470)</u>	<u>(16,290)</u>
 <u>Other related parties:</u>		
Balance at beginning of the year	(20,428)	(10,806)
Amounts paid in and settlement of liabilities on behalf of the group - net	(10,425)	(9,622)
Balance at end of the year	<u>(30,853)</u>	<u>(20,428)</u>
Presented in the statement of financial position as follows:		
Other receivables (Note 19)	520	415
Other payables (Note 26)	<u>(31,373)</u>	<u>(20,843)</u>
	<u>(30,853)</u>	<u>(20,428)</u>

## NOTES TO FINANCIAL STATEMENTS

**3. Related party relationships and transactions (cont'd)**

**3D. Other receivables from and other payables to related parties (cont'd)**

	<b>Company</b>	
	<b>2023</b>	<b>2022</b>
	<b>\$'000</b>	<b>\$'000</b>
<u>Subsidiaries:</u>		
Balance at beginning of the year	4,652	18,395
Amounts paid in and settlement of liabilities on behalf of the company - net	(11,607)	(21,243)
Dividend received	7,500	7,500
Balance at end of the year	<u>545</u>	<u>4,652</u>
Presented in the statement of financial position as follows:		
Other receivables (Note 19)	8,166	10,852
Other payables (Note 26)	(7,621)	(6,200)
	<u>545</u>	<u>4,652</u>
<u>Other payables to other related parties:</u>		
Balance at beginning of the year	(14,000)	(7,000)
Amounts paid in and settlement of liabilities on behalf of the company - net	-	(7,000)
Balance at end of the year (Note 26)	<u>(14,000)</u>	<u>(14,000)</u>

**4. Financial information by operating segments**

The reporting entity discloses financial and descriptive information about its consolidated reportable segments. Reportable segments are operating segments or aggregations of operating segments that meet specified criteria. Operating segments are components about which separate financial information is available that is evaluated regularly by the chief operating decision maker to allocate resources and in assessing performance. Generally, financial information on segments is reported on the same basis as is used internally for evaluating operating segment performance and deciding how to allocate resources to operating segments. Disclosure of information about operating segments, products and services, the geographical areas, and the major customers are made as required by SFRS(I) 8 Operating Segments. This disclosure standard has no impact on the reported financial performance or financial position of the reporting entity.

**4A. Information about reportable segment profit or loss, assets and liabilities**

For management monitoring and financial reporting purposes, the group is organised into three major operating segments, namely:

- i) Pawnbroking;
- ii) Retail and trading of gold and luxury items; and
- iii) Secured lending

## NOTES TO FINANCIAL STATEMENTS

### 4. Financial information by operating segments (cont'd)

#### 4A. Information about reportable segment profit or loss, assets and liabilities (cont'd)

Other operations include provision of other support services.

Such a structural organisation is determined by the nature of risks and returns associated with each business segment and it defines the management structure as well as the internal reporting system. It represents the basis on which the management reports the primary segment information that is available and that is evaluated regularly by the chief operating decision maker in deciding how to allocate resources and in assessing the performance. They are managed separately because each business requires different strategies.

Inter-segment sales are measured on the basis that the entity actually used to price the transfers. Internal transfer pricing policies of the group are as far as practicable based on market prices. The accounting policies of the operating segments are the same as those used by the reporting entity.

Segment results, assets and liabilities include items directly attributable to a segment as well as those that can be allocated on a reasonable basis. Unallocated items comprise mainly income tax recoverable, provision for taxation, deferred tax liabilities and deferred tax assets.

Capital expenditure comprises additions to property, plant and equipment.

Segment information about these businesses is presented below:

	Retail and trading of gold and luxury items						Group \$'000
	Pawn broking \$'000	Secured lending \$'000	Others \$'000	Elimination \$'000	Note		
<b>2023:</b>							
<b>Revenue by segment</b>							
Revenue from external customers	63,976	196,099	25,108	499	-		285,682
Inter-segment sales	36,908	-	5	1	(36,914)	A	-
<b>Results</b>							
Segment results	27,509	10,304	19,156	9,129	(9,871)	B	56,227
Finance costs	(10,890)	(2,118)	(9,098)	(3,707)	1,617		(24,196)
<b>Profit before income tax</b>	<b>16,619</b>	<b>8,186</b>	<b>10,058</b>	<b>5,422</b>	<b>(8,254)</b>		<b>32,031</b>
Income tax expense	(3,733)	(1,547)	(1,399)	(176)	-		(6,855)
<b>Profit, net of tax</b>	<b>12,886</b>	<b>6,639</b>	<b>8,659</b>	<b>5,246</b>	<b>(8,254)</b>		<b>25,176</b>
Segment assets	379,048	98,623	278,880	58,484	(68,973)	C	746,062
Unallocated assets							129
<b>Total group assets</b>							<b>746,191</b>
Segment liabilities	241,222	62,795	234,350	81,772	(36,879)	D	583,260
Unallocated liabilities							4,199
<b>Total group liabilities</b>							<b>587,459</b>
Capital expenditure	2,425	778	56	-	-		3,259
Depreciation and amortisation	4,695	6,271	26	469	-		11,461

## NOTES TO FINANCIAL STATEMENTS

**4. Financial information by operating segments (cont'd)**

**4A. Information about reportable segment profit or loss, assets and liabilities (cont'd)**

Segment information about these businesses is presented below (cont'd):

	Pawn broking \$'000	Retail and trading of gold and luxury items \$'000	Secured lending \$'000	Others \$'000	Elimination \$'000	Note	Group \$'000
<b>2022:</b>							
<b>Revenue by segment</b>							
Revenue from external customers	50,904	184,759	17,220	608	-		253,491
Inter-segment sales	32,436	-	6	3	(32,445)	A	-
<b>Results</b>							
Segment results	19,899	12,304	13,428	5,606	(6,904)	B	44,333
Finance costs	(6,982)	(1,185)	(5,511)	38	(948)		(14,588)
<b>Profit before income tax</b>							
Income tax expense	12,917	11,119	7,917	5,644	(7,852)		29,745
<b>Profit, net of tax</b>							
	(2,967)	(1,817)	(1,209)	31	-		(5,962)
	9,950	9,302	6,708	5,675	(7,852)		23,783
<b>Segment assets</b>							
Segment assets	335,844	100,297	199,038	57,977	(62,791)	C	630,365
Unallocated assets							22
<b>Total group assets</b>							<b>630,387</b>
<b>Segment liabilities</b>							
Segment liabilities	222,887	62,352	174,675	73,381	(48,443)	D	484,852
Unallocated liabilities							4,677
<b>Total group liabilities</b>							<b>489,529</b>
<b>Capital expenditure</b>							
Capital expenditure	2,585	1,946	32	-	-		4,563
Depreciation and amortisation	6,681	5,868	26	493	-		13,068

**Notes**

- A. Inter-segment revenues are eliminated.
- B. The following items are deducted from segment profit to arrive at profit before income tax presented in the consolidated statement of profit or loss and other comprehensive income:

	2023 \$'000	2022 \$'000
Profit from inter-segment sales	9,871	6,904

- C. The following items are deducted from segment assets to arrive at total assets reported in the consolidated statements of financial position:

	2023 \$'000	2022 \$'000
Inter-segment balances	68,914	62,718
Unrealised profit on unsold inventories	59	73
<b>Total</b>	<b>68,973</b>	<b>62,791</b>

## NOTES TO FINANCIAL STATEMENTS

### 4. Financial information by operating segments (cont'd)

#### 4A. Information about reportable segment profit or loss, assets and liabilities (cont'd)

D. The following items are deducted from segment liabilities to arrive at total liabilities reported in the consolidated statements of financial position:

	2023 \$'000	2022 \$'000
Inter-segment balances	36,879	48,443

#### Geographical information

	Revenue		Non-current assets	
	2023 \$'000	2022 \$'000	2023 \$'000	2022 \$'000
Singapore	253,914	232,480	203,440	191,680
Malaysia	31,768	21,011	8,451	7,683
	<u>285,682</u>	<u>253,491</u>	<u>211,891</u>	<u>199,363</u>

Revenues are attributed to countries on the basis of the customer's location, irrespective of the origin of the goods and services.

The non-current assets are analysed by the geographical area in which the assets are located. The non-current assets exclude deferred tax assets.

#### Information about major customers

	2023 \$'000	2022 \$'000
Top 1 customer	71,869	50,027
Top 2 customers	<u>73,485</u>	<u>50,105</u>

The major customers are from wholesale trading of gold and luxury items segment.

### 5. Revenue

#### 5A. Classification by type of goods or services

	Group	
	2023 \$'000	2022 \$'000
Interest income - collateral loan services	48,917	40,651
Interest income - motor loans	18,101	14,199
Retail and trading of gold and luxury items	209,883	195,012
Others	8,781	3,629
	<u>285,682</u>	<u>253,491</u>

## NOTES TO FINANCIAL STATEMENTS

**5. Revenue (cont'd)**

**5B. Classification by duration of contracts**

	<b>Group</b>	<b>2023</b>	<b>2022</b>
		<b>\$'000</b>	<b>\$'000</b>
Short-term contracts - less than 12 months		268,033	238,987
Long-term contracts - over 12 months		17,649	14,504
		<u>285,682</u>	<u>253,491</u>

**5C. Classification by timing of revenue recognition**

	<b>Group</b>	<b>2023</b>	<b>2022</b>
		<b>\$'000</b>	<b>\$'000</b>
Point in time		217,173	198,223
Over time		68,509	55,268
		<u>285,682</u>	<u>253,491</u>

The customers are mainly individuals and wholesalers based in Singapore and Malaysia.

**6. Other income and gains and (other losses)**

	<b>Group</b>	<b>2023</b>	<b>2022</b>
		<b>\$'000</b>	<b>\$'000</b>
Dividend income		-	61
Rental income (Note 30)		195	112
Foreign exchange losses		(344)	(146)
Government grants		482	911
Fair value loss on other financial assets at FVTPL (Note 17)		(228)	-
(Loss)/gain on disposal of property, plant and equipment		(1)	146
Loss on collateral loan services		(12)	(12)
Provision for doubtful debts (Note 19)		(567)	(330)
Reversal of provision of bad debts (Note 19)		146	-
Bad debts written off		(27)	(74)
Miscellaneous income		190	373
Other minor gains		52	89
Net		<u>(114)</u>	<u>1,130</u>
Presented in profit or loss as:			
Other income and gains		1,065	1,692
Other losses		(1,179)	(562)
Net		<u>(114)</u>	<u>1,130</u>

## NOTES TO FINANCIAL STATEMENTS

### 7. Employee benefits expense

Group	2023 \$'000	2022 \$'000
Short term employee benefits expense	26,876	22,869
Contributions to defined contribution plan	2,415	2,019
	<u>29,291</u>	<u>24,888</u>

### 8. Finance costs

Group	2023 \$'000	2022 \$'000
Interest expense on loans and borrowings	23,570	14,108
Interest on lease liabilities	626	480
	<u>24,196</u>	<u>14,588</u>

### 9. Other expenses

The major components include the following:

Group	2023 \$'000	2022 \$'000
Advertisement and promotions	1,425	850
Central support services	216	216
Merchant bank commission	1,267	1,741
Insurance	775	647
Telephone and utility charges	1,020	872
Audit fees to the independent auditor of the company	248	226
Audit fees to the other independent auditors	46	69
Other fees to the independent auditor of the company	<u>53</u>	<u>88</u>

## NOTES TO FINANCIAL STATEMENTS

### 10. Income tax expense

#### 10A. Components of income tax expense recognised in profit or loss include:

	Group	
	2023 \$'000	2022 \$'000
<u>Current income tax expense:</u>		
Current income tax expense	6,958	6,135
(Over) / under adjustments in respect of prior periods	(30)	98
Withholding tax	(35)	(198)
Subtotal	6,893	6,035
<u>Deferred tax income:</u>		
Deferred tax income	(38)	(73)
Subtotal	(38)	(73)
Total income tax expense	6,855	5,962

The income tax in profit or loss varied from the amount of income tax amount determined by applying the Singapore income tax rate of 17.0% (2022: 17.0%) to profit or loss before income tax as a result of the following differences:

	Group	
	2023 \$'000	2022 \$'000
Profit before income tax	32,031	29,745
Income tax expense at the above rate	5,445	5,056
Effect of different tax rates in different country	490	428
Income not subject to tax	(293)	(448)
Expenses not deductible for tax purposes	1,398	535
Deferred tax assets not recognised	22	578
Tax exemptions and rebates	(142)	(87)
Withholding tax	(35)	(198)
(Over)/under adjustments in respect of prior periods	(30)	98
Total income tax expense	6,855	5,962

There are no income tax consequences of dividends to owners of the company.

#### 10B. Deferred tax income recognised in profit or loss includes:

	Group	
	2023 \$'000	2022 \$'000
Difference between book value over tax value of property, plant and equipment	(28)	33
Provision	(10)	5
Tax losses carryforwards	-	(111)
Total deferred income tax income recognised in profit or loss	(38)	(73)

## NOTES TO FINANCIAL STATEMENTS

### 10. Income tax expense (cont'd)

#### 10C. Deferred tax balance in the statement of financial position:

	Group	
	2023 \$'000	2022 \$'000
Difference between book value over tax value of property, plant and equipment	(108)	(80)
Provisions	(16)	(6)
Tax losses carryforwards	(73)	(73)
Subtotal	(197)	(159)
<i>Deferred tax assets recognised in other comprehensive income:</i>		
Cash flow hedges	119	(148)
Net balance	(78)	(307)
Presented in the statement of financial position as follows:		
Deferred tax assets	129	22
Deferred tax liabilities	(207)	(329)
Net balance	(78)	(307)

It is impracticable to estimate the amount expected to be settled or used within one year.

The realisation of the future income tax benefits from tax loss carryforwards and temporary differences from capital allowance is available for an unlimited future period subject to the conditions imposed by law including the retention of majority shareholders as defined.

### 11. Earnings per share

The following table illustrates the numerators and denominators used to calculate basic and diluted earnings per share of no par value:

	Group	
	2023 \$'000	2022 \$'000
Numerators: earnings attributable to equity		
Profit attributable to owners of the parent, net of tax	22,667	22,052
Denominators: weighted average number of equity shares	No.: '000	No.: '000
Basic and diluted	442,250	442,250

The weighted average number of equity shares refers to shares in issue outstanding during the reporting period.

The basic earnings per share ratio is based on the weighted average number of ordinary shares outstanding during each reporting year. Both basic and diluted earnings per share are the same as there are no dilutive potential ordinary shares outstanding during the reporting period.

## NOTES TO FINANCIAL STATEMENTS

### 12. Dividends on equity shares

	Rate per share - cents		Company	
	2023	2022	2023 \$'000	2022 \$'000
<b><i>Declared and paid during the financial year:</i></b>				
First and final tax exempt (one-tier) dividend	1.00	0.95	4,422	4,201
<b><i>Proposed but not recognised as a liability as at 31 December:</i></b>				
First and final tax exempt (one-tier) dividend	1.00	1.00	4,422	4,422

### 13. Property, plant and equipment

Group:	Properties \$'000	Leasehold improvements \$'000	Plant, fixture and fittings \$'000	Total \$'000
<u>Cost:</u>				
<i>At 1 January 2022</i>				
Foreign exchange adjustments	18,712	11,223	8,617	38,552
Additions	(11)	(140)	(94)	(245)
Disposals	-	2,300	2,263	4,563
<i>At 31 December 2022</i>	<i>18,701</i>	<i>13,383</i>	<i>10,268</i>	<i>42,352</i>
Foreign exchange adjustments	(10)	226	(539)	(323)
Additions	-	2,010	1,249	3,259
Disposals	-	(398)	(31)	(429)
<i>At 31 December 2023</i>	<i>18,691</i>	<i>15,221</i>	<i>10,947</i>	<i>44,859</i>
<u>Accumulated depreciation:</u>				
At 1 January 2022	853	9,540	7,773	18,166
Foreign exchange adjustments	-	(129)	(90)	(219)
Depreciation for the year	468	1,183	794	2,445
Disposals	-	-	(516)	(516)
<i>At 31 December 2022</i>	<i>1,321</i>	<i>10,594</i>	<i>7,961</i>	<i>19,876</i>
Foreign exchange adjustments	-	(126)	(93)	(219)
Depreciation for the year	466	1,397	940	2,803
Disposals	-	(297)	(17)	(314)
<i>At 31 December 2023</i>	<i>1,787</i>	<i>11,568</i>	<i>8,791</i>	<i>22,146</i>
<u>Carrying amount:</u>				
At 1 January 2022	17,859	1,683	844	20,386
At 31 December 2022	17,380	2,789	2,307	22,476
<i>At 31 December 2023</i>	<i>16,904</i>	<i>3,653</i>	<i>2,156</i>	<i>22,713</i>

Certain items are under finance lease agreements (Note 25).

A fixed and floating charge has been placed on property, plant and equipment with a carrying amount of \$22,438,000 (2022: \$22,066,000) as security for bank borrowings (Note 24).

# NOTES TO FINANCIAL STATEMENTS

## 14. Right-of-use assets

The right-of-use assets in the statement of financial position are as follows:

	<b>Retail outlets</b> <b>\$'000</b>
<u>Group:</u>	
<u>Cost:</u>	
At 1 January 2022	45,577
Foreign exchange adjustments	(106)
Additions	4,993
Re-measurement	(124)
Disposals	(880)
At 31 December 2022	<u>49,460</u>
Foreign exchange adjustments	(118)
Additions	10,833
Re-measurement	(1,420)
Disposal	(27,723)
At 31 December 2023	<u>31,032</u>
<u>Accumulated depreciation:</u>	
At 1 January 2022	27,644
Foreign exchange adjustments	(59)
Depreciation for the year	10,607
Re-measurement	4
Disposals	(880)
At 31 December 2022	<u>37,316</u>
Foreign exchange adjustments	(52)
Depreciation for the year	8,648
Disposals	(27,723)
At 31 December 2023	<u>18,189</u>
<u>Carrying amount:</u>	
At 1 January 2022	<u>17,933</u>
At 31 December 2022	<u>12,144</u>
At 31 December 2023	<u>12,843</u>

## 15. Intangible assets

	<b>Group</b>	
	<b>2023</b> <b>\$'000</b>	<b>2022</b> <b>\$'000</b>
Goodwill (Note 15A)	3,534	3,744
Licenses (Note 15B)	770	787
Other intangible assets (Note 15C)	-	10
Total	<u>4,304</u>	<u>4,541</u>

## NOTES TO FINANCIAL STATEMENTS

### 15. Intangible assets (cont'd)

#### 15A. Goodwill

	Group	
	2023 \$'000	2022 \$'000
<u>Cost:</u>		
Balance at beginning of the year	3,744	3,982
Foreign currency translation adjustments	(210)	(238)
Balance at end of the year	3,534	3,744

Goodwill is allocated to cash-generating units ("CGU") or groups of CGUs for the purpose of impairment testing. Each of those CGU represents the group's investment in subsidiaries as follows:

<u>Name of CGUs</u>	Group	
	2023 \$'000	2022 \$'000
Easimine group of companies <sup>(a)</sup>	834	884
Kedai Pajak Heng Soon Sdn. Bhd.	345	365
Pajak Gadai T&M Sdn. Bhd.	171	181
Pajak Gadai Money Mine Sdn. Bhd.	173	183
Pajak Gadai Malim Maju Sdn. Bhd.	97	102
Pajak Gadai Semabok Sdn. Bhd.	151	162
Pajak Gadai Hen Teck Sdn. Bhd.	95	101
Pajak Gadai Pasir Gudang Sdn. Bhd.	130	138
Pajak Gadai Rengit Sdn. Bhd.	127	134
Pajak Gadai Simpang Renggam Sdn. Bhd.	123	131
Pajak Gadai Bukit Mertajam Sdn. Bhd.	140	148
Pajak Gadai Bukit Gambir Sdn. Bhd.	130	138
Pajak Gadai Senai Sdn. Bhd.	173	182
Pajak Gadai Pagoh Sdn. Bhd.	147	156
Pajak Gadai Kulai Sdn. Bhd.	170	181
Pajak Gadai Masai Sdn. Bhd.	158	167
Pajak Gadai Sungai Petani Sdn. Bhd.	176	185
Pajak Gadai Butterworth Sdn. Bhd.	166	176
Various subsidiaries <sup>(b)</sup>	28	30
	3,534	3,744

<sup>(a)</sup> This relates to subsidiaries, MS 1 Infinite Sdn. Bhd., MS 2 Infinite Sdn. Bhd., MS 3 Infinite Sdn. Bhd., MS 4 Infinite Sdn. Bhd., MS 5 Infinite Sdn. Bhd., MS 10 Infinite Sdn. Bhd., Easigram (Pandan) Sdn. Bhd., Easigram (Batu Pahat) Sdn. Bhd., Pajak Gadai Pure Merit Sdn. Bhd. and Pajak Gadai Aeon Fountain Sdn. Bhd.

<sup>(b)</sup> This relates to various subsidiaries, Pajak Gadai Poh San Sdn. Bhd., Pajak Gadai Poh Guan Sdn. Bhd., Pajak Gadai Poh Fook Sdn. Bhd. and Pajak Gadai Poh Mei Sdn. Bhd.

The goodwill was tested for impairment at the end of the reporting year except for various subsidiaries. An impairment loss is the amount by which the carrying amount of an asset or a CGU exceeds its recoverable amount. The recoverable amount of an asset or a CGU is the higher of its fair value less costs of disposal or its value in use. The recoverable amounts of CGUs have been measured based on value in use method.

# NOTES TO FINANCIAL STATEMENTS

## 15. Intangible assets (cont'd)

### 15A. Goodwill (cont'd)

The value in use was measured by management. The key assumptions for the value in use calculations are discount rates and pledged loan growth rates as follows. The value in use is a recurring fair value measurement (Level 3). The quantitative information about the value in use measurement using significant unobservable inputs for the CGU are consistent with those used for the measurement last performed and is analysed as follows:

Valuation technique and unobservable inputs	Range (weighted average)	
	2023	2022
Discounted cash flow method:		
Pledged loan growth rates <sup>(i)</sup>	Refer below	Refer below
Terminal growth rates <sup>(ii)</sup>	2.3%	2.3%
Pre-tax cost of debts <sup>(i)</sup>	6.8%	6.6%
Debts to pledged loans ratio <sup>(i)</sup>	80.0%	80.0%
Pre-tax discount rates <sup>(iii)</sup>	15.3%	15.3%
Operating expenses growth rates <sup>(i)</sup>	2% - 5%	2% - 5%
Cash flow forecasts <sup>(i)</sup>	5 years	5 years

- (i) Estimated based on most recent financial budgets and plans approved by management that derived from historical trend.
- (ii) Estimated based on industry growth forecasts and not exceeding the average long-term growth rate for the relevant markets.
- (iii) Management's estimated discount rates using pre-tax discount rates that reflect current market assessments at the risks specific to the CGUs.

Name of the CGUs	2023	2022
<u>Pledged loan growth rates (per annum)</u>		
Easimine group of companies	11.0% - 20.0%	2.0% - 29.0%
Kedai Pajak Heng Soon Sdn. Bhd.	13.3% - 23.3%	5.0%
Pajak Gadai T&M Sdn. Bhd.	31.8% - 41.8%	13.0% - 23.0%
Pajak Gadai Money Mine Sdn. Bhd.	17.1% - 27.1%	18.0% - 28.0%
Pajak Gadai Malim Maju Sdn. Bhd.	26.9% - 36.9%	23.0% - 33.0%
Pajak Gadai Semabok Sdn. Bhd.	24.1% - 34.1%	27.0% - 37.0%
Pajak Gadai Hen Teck Sdn. Bhd.	5.0%	5.0%
Pajak Gadai Pasir Gudang Sdn. Bhd.	13.0% - 23.0%	19.0% - 29.0%
Pajak Gadai Rengit Sdn. Bhd.	9.4% - 19.4%	18.0% - 28.0%
Pajak Gadai Simpang Renggam Sdn. Bhd.	17.4% - 27.4%	18.0% - 28.0%
Pajak Gadai Bukit Mertajam Sdn. Bhd.	14.2% - 24.2%	10.0% - 20.0%
Pajak Gadai Bukit Gambir Sdn. Bhd.	5.0%	5.0%
Pajak Gadai Senai Sdn. Bhd.	5.0%	15.0%
Pajak Gadai Pagoh Sdn. Bhd.	5.0%	10.0%
Pajak Gadai Kulai Sdn. Bhd.	0.0%	5.0%
Pajak Gadai Masai Sdn. Bhd.	5.0%	5.0%
Pajak Gadai Sungai Petani Sdn. Bhd.	43.0% - 53.0%	27.0% - 37.0%
Pajak Gadai Butterworth Sdn. Bhd.	22.0% - 32.0%	22.0% - 32.0%

The sensitivity analysis below has been determined based on reasonably possible changes of each significant assumption on the CGUs as of the end of the reporting year, assuming if all other assumptions were held constant.

If the estimated pledged loan and terminal growth rates at the end of the reporting year had been 10% less favourable than management's estimates at the end of the reporting year, no impairment allowance would be recognised because the carrying amount of all CGUs was lower than their revised estimated recoverable amount.

## NOTES TO FINANCIAL STATEMENTS

### 15. Intangible assets (cont'd)

#### 15A. Goodwill (cont'd)

If the debts to pledged loan ratio at the end of the reporting year had been revised from 80% to 75% at the end of the reporting year, no impairment allowance would be recognised because the carrying amount of all CGUs would still be lower than their revised estimated recoverable amount.

If the estimated pre-tax discount rate applied to the discounted cash flows has been revised from 15.30% to 16.30%, no impairment allowance would be recognised because the carrying amount of all CGUs would still be lower than their revised estimated recoverable amount.

No impairment allowance was recognised because the carrying amount of all CGUs was lower than their recoverable amount.

#### 15B. Licenses

	Group	
	2023	2022
	\$'000	\$'000
<u>Cost:</u>		
Balance at beginning of the year	787	480
Additions	-	307
Foreign currency translation adjustments	(17)	-
Balance at end of the year	770	787

Moneylending licence and pawnbroking licences were acquired when the group acquired the subsidiaries, S.E. Investments Pte. Ltd. (now known as MoneyMax Funding Pte. Ltd.) in 2021 and EZ Path Sdn. Bhd. in 2022. These licenses are not amortised and the amount is not material to the group.

#### 15C. Other intangible assets

Group:	Lease assignment fees \$'000	Customer lists \$'000	Total \$'000
<u>Cost:</u>			
At 1 January 2022	1,500	774	2,274
Foreign exchange adjustments	-	(41)	(41)
At 31 December 2022	1,500	733	2,233
Foreign exchange adjustments	-	(36)	(36)
At 31 December 2023	1,500	697	2,197
<u>Accumulated amortisation:</u>			
At 1 January 2022	1,500	748	2,248
Amortisation for the year	-	16	16
Foreign exchange adjustments	-	(41)	(41)
At 31 December 2022	1,500	723	2,223
Amortisation for the year	-	10	10
Foreign exchange adjustments	-	(36)	(36)
At 31 December 2023	1,500	697	2,197
<u>Carrying amount:</u>			
At 1 January 2022	-	26	26
At 31 December 2022	-	10	10
At 31 December 2023	-	-	-

# NOTES TO FINANCIAL STATEMENTS

## 16. Investments in subsidiaries

	Company	
	2023	2022
	\$'000	\$'000
<u>Unquoted equity shares at cost:</u>		
Balance at beginning of the year	89,291	65,376
Additions during the year	30,145	23,915
Balance at the end of the year	<u>119,436</u>	<u>89,291</u>

The listing of and information on the subsidiaries are given in Note 34.

## 17. Other financial assets

	Group		Company	
	2023	2022	2023	2022
	\$'000	\$'000	\$'000	\$'000
<u>Unquoted equity shares:</u>				
Investment at fair value through profit or loss	6,653	6,881	5,853	5,853
<u>Movements during the year:</u>				
Fair value at beginning of the year	6,881	6,867	5,853	5,853
Decrease in fair value through profit or loss (Note 6)	(228)	-	-	-
Exchange differences	-	14	-	-
Fair value at end of the year	<u>6,653</u>	<u>6,881</u>	<u>5,853</u>	<u>5,853</u>

In 2016, the company entered into an agreement with three outside parties to establish Chongqing Zongshen Financial Leasing Company Limited ("Chongqing Zongshen Financial Leasing"), a company incorporated in the People's Republic of China ("PRC"), for the purpose of undertaking a financial leasing business. Pursuant to the agreement, the company will subscribe for 12.5% of the equity interests (unquoted) in Chongqing Zongshen Financial Leasing for RMB25,000,000 (the "Investment").

As part of this arrangement, the company also entered into a supplementary agreement with all the above parties pursuant to which the major shareholder of Chongqing Zongshen Financial Leasing granted a put option to the company whereby the company has the right to sell to the major shareholder of Chongqing Zongshen Financial Leasing, at their sole discretion, all or part of their equity interests in Chongqing Zongshen Financial Leasing (the "Option"). The Option is exercisable on 1 January 2018 and shall be valid for as long as the company holds the equity interests in Chongqing Zongshen Financial Leasing, and the exercise price shall be based on the higher of the company's original capital contribution and the agreed market value at the time of exercise.

The company has designated this entire hybrid (combined) instrument as at fair value through profit or loss with a carrying value of \$5,852,000 (2022: \$5,852,000). The fair value of the financial asset (Level 3) was determined by an independent external valuer based on the adjusted net asset approach. There is no transfer between Level 2 to Level 3 during the year. Significant increases (decreases) in adjusted net asset in isolation would result in a significantly higher (lower) fair value measurement.

In 2020, the group entered into an agreement with an outside party vendor to acquire 3% equity interest of Link Gold Tec & Co. Ltd. ("Link Gold") for a cash consideration of RMB5,000,000. Link Gold is a company incorporated in the PRC, whose principal business activities are those of R&D and supply of automated gold self-recovery machine which uses automated intelligence technology in place of the traditional modes of gold collection and direct dealing with refineries, and functions as a collection point for used gold. The management is of the view that the cost of the investment approximates its fair value (Level 3) with a carrying value of \$801,000 (2022: \$1,029,000).

## NOTES TO FINANCIAL STATEMENTS

### 18. Inventories

	Group	
	2023 \$'000	2022 \$'000
Finished goods	68,647	81,760
Inventories are stated after movements in allowance as follows:		
Balance at beginning and end of the year	8	8

A fixed and floating charge has been placed on inventories with a carrying value of \$68,488,000 (2022: \$80,792,000) as security for bank borrowings (Note 24).

### 19. Trade and other receivables

	Group		Company	
	2023 \$'000	2022 \$'000	2023 \$'000	2022 \$'000
<u>Trade receivables:</u>				
Outside parties	600,420	469,575	-	-
Less allowance for impairment	(954)	(533)	-	-
Subsidiaries	-	-	6,604	8,538
Sub-total	599,466	469,042	6,604	8,538
<u>Other receivables:</u>				
Outside parties	653	1,134	-	2
Subsidiaries (Note 3)	-	-	8,166	10,852
Related parties (Note 3)	520	415	-	-
Advances	80	95	-	-
Sub-total	1,253	1,644	8,166	10,854
Total trade and other receivables	600,719	470,686	14,770	19,392
Presented in statement of financial position as:				
Current	438,382	321,246	14,770	19,392
Non-current	162,337	149,440	-	-
	600,719	470,686	14,770	19,392
Movements in above allowance on trade receivables:				
Balance at beginning of the year	533	234	-	-
Charged for trade receivables to profit or loss included in other losses	567	330	-	-
Reversed for trade receivables to profit or loss included in other gains	(146)	-	-	-
Impairment allowance written off	-	(31)	-	-
Balance at end of the year	954	533	-	-

Trade receivables from outside parties relate mainly to collateralised loans such as pledged loan receivables and lease payment receivables (Note 19A). Pledged loans receivables from pawnbrokerage are secured by pledges of goods and chattels. The quantum of loans granted to customers is based on a portion of the value of articles pledged. In the event that a customer does not renew or redeem a pledged article within the agreed redemption period from the grant date of the loan, the pledged article will be disposed of by a sale by auction or forfeited, in accordance with the provisions of the Pawnbrokers Act in the local jurisdictions. Lease payment receivables are secured by collateral of the leased assets.

## NOTES TO FINANCIAL STATEMENTS

### 19. Trade and other receivables (cont'd)

The pledged loans receivables bear fixed interest ranging from 0.70% to 2.00% (2022: 0.95% to 2.00%) per month.

A fixed and floating charge has been placed on trade and other receivables with a carrying value of \$562,359,000 (2022: \$464,529,000) as security for bank borrowings (Note 24).

Trade receivables which are secured by pledges of goods, chattels, and assets are assessed for expected credit loss based on the estimated market value of the pledged goods, chattels and assets such as motor vehicles and properties. The group also assess probability of default based on historical non-renewal and non-redemption and adjusts for forward-looking macroeconomic data, such as those obtained from the monitoring process of the volatility of market prices of gold.

Other receivables are normally with no fixed terms and therefore there is no maturity. Other receivables are subject to the expected credit loss model under the financial reporting standard on financial instruments. These receivables can be graded as low risk individually and are considered to have low credit risk. At the end of the first reporting period, a loss allowance is recognised at an amount equal to 12 month expected credit losses because there has not been a significant increase in credit risk since initial recognition. No loss allowance is necessary. At each subsequent reporting date, an evaluation is made whether there is a significant change in credit risk by comparing the debtor's credit risk at initial recognition (based on the original, unmodified cash flows) with the credit risk at the reporting date (based on the modified cash flows). Adjustment to the loss allowance is made for any increase or decrease in credit risk.

### 19A. Lease payment receivables

<u>Group:</u>	<b>Minimum payments \$'000</b>	<b>Finance charges \$'000</b>	<b>Present value \$'000</b>
<u>2023:</u>			
Minimum lease payments receivable:			
Due within 1 year	111,189	(13,799)	97,390
Due within 2 to 5 years	171,117	(22,537)	148,580
Due over 5 years	14,728	(656)	14,072
Total	<u>297,034</u>	<u>(36,992)</u>	<u>260,042</u>
<u>2022:</u>			
Minimum lease payments receivable:			
Due within 1 year	62,129	(12,352)	49,777
Due within 2 to 5 years	152,171	(22,215)	129,956
Due over 5 years	20,374	(890)	19,484
Total	<u>234,674</u>	<u>(35,457)</u>	<u>199,217</u>

The average lease term ranges from less than 1 year to 7 years (2022: 1 to 7 years). The interest rate inherent in the lease is fixed at the contract date for the lease terms. The weighted average interest rate is 2.03% - 6.50% (2022: 2.00% - 6.00%) per annum. The carrying amount is a reasonable approximation of fair value (Level 3).

All leases are on a fixed repayment basis and no arrangements have been entered into for contingent rental receipts. The obligations under hire purchase agreements are secured by the lessee's charge over the leased assets.

## NOTES TO FINANCIAL STATEMENTS

### 20. Other assets

	Group		Company	
	2023 \$'000	2022 \$'000	2023 \$'000	2022 \$'000
<b><u>Non-current:</u></b>				
Deferred commission expenses <sup>(a)</sup>	2,738	2,736	-	-
Sub-total	2,738	2,736	-	-
<b><u>Current:</u></b>				
Prepayments	2,086	1,388	95	47
Deposits	4,383	3,587	-	32
Deferred commission expenses <sup>(a)</sup>	1,991	1,389	-	-
Others	88	307	2	3
Sub-total	8,548	6,671	97	82
Total	11,286	9,407	97	82

<sup>(a)</sup> The deferred commission expenses pertain to the commission expenses paid for securing the hire purchase arrangements. The deferred commission expenses are amortised over the contract's tenor.

### 21. Cash and cash equivalents

	Group		Company	
	2023 \$'000	2022 \$'000	2023 \$'000	2022 \$'000
<i>Not restricted in use</i>				
Cash on hand and in bank	18,470	20,911	593	420

The interest earning balances are not significant.

A fixed and floating charge has been placed on cash and bank balances with a carrying value at \$17,065,000 (2022: \$18,804,000) as security for bank borrowings (Note 24).

#### 21A. Cash and cash equivalents in the statement of cash flows:

	Group	
	2023 \$'000	2022 \$'000
Amount as shown above	18,470	20,911
Bank overdrafts (Note 24)	(6,044)	(1,419)
Cash and cash equivalents for statement of cash flows purposes at end of the year	12,426	19,492

#### 21B. Non-cash transactions:

- a. Included in additions to leasehold improvements (Note 13) is an amount of \$126,000 (2022: \$38,000) being provision for restoration costs capitalised (Note 27).
- b. The additions and re-measurement to right-of-use assets (Note 14) relating to retail outlets with a total cost of \$9,413,000 (2022: \$4,869,000) were recognised with corresponding increase in lease liabilities (Note 25).

## NOTES TO FINANCIAL STATEMENTS

### 21. Cash and cash equivalents (cont'd)

#### 21C. Reconciliation of liabilities arising from financing activities:

	At beginning of year \$'000	Cash flows \$'000	Non-cash changes \$'000	At end of year \$'000
<u>2023:</u>				
Other lease liabilities	13,544	(10,756)	10,621 <sup>(a)</sup>	13,409
Loans and borrowings	411,465	82,102	1,616 <sup>(b)</sup>	495,183
Finance lease liabilities	396	(85)	-	311
Derivative financial instruments	(1,559)	-	1,132 <sup>(c)</sup>	(427)
Total liabilities from financing activities	<u>423,846</u>	<u>71,261</u>	<u>13,369</u>	<u>508,476</u>
<u>2022:</u>				
Other lease liabilities	19,309	(10,399)	4,634 <sup>(a)</sup>	13,544
Loans and borrowings	329,272	81,107	1,086 <sup>(b)</sup>	411,465
Finance lease liabilities	-	(30)	426 <sup>(d)</sup>	396
Derivative financial instruments	21	-	(1,580) <sup>(c)</sup>	(1,559)
Total liabilities from financing activities	<u>348,602</u>	<u>70,678</u>	<u>4,566</u>	<u>423,846</u>
(a)	Additions and foreign exchange adjustments			
(b)	Foreign exchange movements.			
(c)	Unrealised fair value losses / (gains) of derivative financial instruments.			
(d)	Hire purchase additions			

### 22. Share capital

	Group and Company			
	Number of shares issued		Share capital	
	2023 '000	2022 '000	2023 \$'000	2022 \$'000
Ordinary shares of no par value:				
Balance at beginning and end of the reporting year	<u>442,250</u>	<u>442,250</u>	<u>56,144</u>	<u>56,144</u>

The ordinary shares of no par value are fully paid, carry one vote each and have no right to fixed income. The company is not subject to any externally imposed capital requirements.

#### Capital management:

The objectives when managing capital are: to safeguard the reporting entity's ability to continue as a going concern, so that it can continue to provide returns for owners and benefits for other stakeholders, and to provide an adequate return to owners by pricing the sales commensurately with the level of risk. The management sets the amount of capital to meet its requirements and the risk taken. There were no changes in the approach to capital management during the reporting year. The management manages the capital structure and makes adjustments to it where necessary or possible in the light of changes in conditions and the risk characteristics of the underlying assets. In order to maintain or adjust the capital structure, the management may adjust the amount of dividends paid to owners, return capital to owners, issue new shares, or sell assets to reduce debt. Adjusted capital comprises all components of equity (that is, share capital and reserves) less other amounts recognised in the statement of equity relating to cash flow hedges.

## NOTES TO FINANCIAL STATEMENTS

### 22. Share capital (cont'd)

In order to maintain its listing on the Singapore Stock Exchange, the company has to have share capital with a free float of at least 10% of the shares. The company met the capital requirement on its initial listing and the rules limiting treasury share purchases mean it will continue to satisfy that requirement, as it did throughout the reporting year. Management receives a report from the share registrars frequently on substantial share interests showing the non-free float to ensure continuing compliance with the 10% limit throughout the reporting year.

The management monitors the capital on the basis of the debt-to-capital ratio. This ratio is calculated as net debt / adjusted capital (as shown below). Net debt is calculated as total borrowings less cash and cash equivalents.

	2023 \$'000	2022 \$'000
<b>Group:</b>		
Net debt:		
All current and non-current borrowings including lease liabilities	514,947	426,824
Less: cash and cash equivalents (Note 21)	<u>(18,470)</u>	<u>(20,911)</u>
Net debt	<u>496,477</u>	<u>405,913</u>
Adjusted capital:		
Total equity	158,732	140,858
Less: amounts accumulated in equity relating to cash flow hedges (Note 23B)	<u>(354)</u>	<u>(1,294)</u>
Balance at end of the year	<u>158,378</u>	<u>139,564</u>
Debt-to-capital ratio	<u>313%</u>	<u>291%</u>

There are significant borrowings but these are secured by specific assets. The increase in the debt-to-capital ratio for the reporting year resulted primarily from the increased borrowings during the year.

### 23. Other reserves

	Group	
	2023 \$'000	2022 \$'000
Foreign currency translation reserve (Note 23A)	(3,331)	(1,391)
Hedging reserve (Note 23B)	354	1,294
Total at the end of the year	<u>(2,977)</u>	<u>(97)</u>

All reserves classified on the face of the statements of financial position as retained earnings represent past accumulated earnings and are distributable. The other reserves are not available for cash dividends unless realised.

#### 23A. Foreign currency translation reserve

	Group	
	2023 \$'000	2022 \$'000
At beginning of the year	(1,391)	(80)
Exchange differences on translating foreign operations	<u>(1,940)</u>	<u>(1,311)</u>
At end of the year	<u>(3,331)</u>	<u>(1,391)</u>

The foreign currency translation reserve accumulates all foreign exchange differences.

## NOTES TO FINANCIAL STATEMENTS

### 23. Other reserves (cont'd)

#### 23B. Hedging reserve

	Group	
	2023 \$'000	2022 \$'000
At beginning of the year	1,294	(18)
Cash flow hedge (losses) / gains from interest rate swaps	(1,133)	1,580
Deferred tax thereon	193	(268)
At end of the year	<u>354</u>	<u>1,294</u>

The hedging reserve accumulates after tax gains / (losses) on cash flow hedges.

### 24. Other financial liabilities

	Group		Company	
	2023 \$'000	2022 \$'000	2023 \$'000	2022 \$'000
<u>Non-current:</u>				
Financial instruments with floating interest rates:				
Revolving loans (secured) (Note 24A)	103,420	111,173	1,310	1,858
Term loans (secured) (Note 24B)	<u>14,906</u>	<u>18,859</u>	<u>-</u>	<u>-</u>
Subtotal	<u>118,326</u>	<u>130,032</u>	<u>1,310</u>	<u>1,858</u>
<u>Current:</u>				
Financial instruments with floating interest rates:				
Bank overdrafts (secured) (Note 24A)	6,044	1,419	-	-
Revolving loans (secured) (Note 24A)	348,504	275,468	9,048	6,580
Commercial papers (unsecured) (Note 24C)	21,480	-	21,480	-
Term loans (secured) (Note 24B)	<u>6,873</u>	<u>5,965</u>	<u>-</u>	<u>-</u>
Subtotal	<u>382,901</u>	<u>282,852</u>	<u>30,528</u>	<u>6,580</u>
Total	<u>501,227</u>	<u>412,884</u>	<u>31,838</u>	<u>8,438</u>

The non-current portion is repayable as follows:

	Group	
	2023 \$'000	2022 \$'000
Due within 2 - 5 years	108,908	118,711
Due over 5 years	<u>9,418</u>	<u>11,321</u>
	<u>118,326</u>	<u>130,032</u>

**24. Other financial liabilities (cont'd)**

The range of floating interest rates paid were as follows:

	Group		Company	
	2023 %	2022 %	2023 %	2022 %
Bank overdrafts (secured) (Note 24A)	5.00 - 7.57	5.00 - 6.32	-	-
Bank revolving loans and term loans (secured) (Note 24A & 24B)	1.84 - 7.35	1.53 - 7.52	3.25 - 6.80	3.25 - 6.41
Commercial papers (unsecured) (Note 24C)	<u>5.20 - 5.50</u>	<u>-</u>	<u>5.20 - 5.50</u>	<u>-</u>

**24A. Bank overdrafts and revolving loans (secured)**

Revolving loans have maturities between one month to six months or any other period agreed by the banks.

Revolving loans are at floating rates of interest. However, as described in Note 28, interest rate swaps have been entered into with the objective to convert some of these loans to fixed rates.

The carrying amounts approximate their fair values due to their short term nature or that they are floating rate instruments that are frequently re-priced to market interest rates.

The bank agreements for the revolving loans and overdrafts provide among other matters for the following:

1. Debenture incorporating a fixed and floating charge over present and future assets of certain subsidiaries;
2. Corporate guarantee from the company and certain subsidiaries;
3. Assignment of insurance policies;
4. An all monies facilities agreement of a subsidiary;
5. Subordination of advances from a subsidiary and a director of certain subsidiaries;
6. Personal guarantee granted by a non-controlling shareholder; and
7. Master and recourse block discounting agreement and assignment of hire purchase agreements.

**24B. Term loans (secured)**

The term loans are at floating rates of interest and will be matured between 2024 to 2040. The carrying amounts of the term loans approximate their fair values due to their short term nature or that they are floating rate instruments that are frequently re-priced to market interest rates.

The bank agreements for the term loans provide among other matters for the following:

1. Debenture incorporating a fixed and floating charge over present and future assets of certain subsidiaries;
2. Corporate guarantee from the company;
3. Assignment of insurance policies; and
4. Mortgage over properties (Note 13).

**24C. Commercial Papers**

The company has a \$100 million multi-tranche unsecured commercial paper facility programme.

At 31 December 2023, the balance comprised a \$8,720,000 364-day commercial paper (Series 003) with maturity on 24 April 2024 and a \$12,760,000 four-month commercial paper (Series 005) with maturity on 15 March 2024.

# NOTES TO FINANCIAL STATEMENTS

## 25. Lease liabilities

Lease liabilities are presented in the statement of financial position as follows:

	<b>Group</b>	
	<b>2023</b>	<b>2022</b>
	<b>\$'000</b>	<b>\$'000</b>
<u>Non-current:</u>		
Finance lease liability	226	311
Other lease liabilities	5,586	4,415
Sub-total	5,812	4,726
<u>Current:</u>		
Finance lease liability	85	85
Other lease liabilities	7,823	9,129
Sub-total	7,908	9,214
Total	13,720	13,940

A summary of the maturity analysis of lease liabilities is disclosed in Note 31E. Total cash outflows from leases are shown in the statement of cash flows. The related right-of-use assets are disclosed in Note 14.

Movements of lease liabilities for the reporting year are as follows:

	<b>Group</b>	
	<b>2023</b>	<b>2022</b>
	<b>\$'000</b>	<b>\$'000</b>
Total lease liabilities at beginning of the year		
Additions	10,833	4,993
Accretion of interests	626	480
Lease payments - principal portion paid	(10,841)	(10,399)
Lease payments - interest portion paid	(626)	(480)
Foreign exchange adjustments	(212)	37
Total lease liabilities at end of the year	13,720	13,940

There are restrictions or covenants imposed by the leases to sublet the asset to another party. Unless permitted by the owner, the right-of-use asset can only be used by the lessee. Typically the leases are non-cancellable. Some leases contain an option to extend the lease for a further term. For leases over properties the leases require those properties in a good state of repair and return the properties in their original condition at the end of the lease. Insurance and maintenance fees on right-of-use assets are usually required under the lease contracts.

The lease liability above does not include the short-term leases of less than 12 months and leases of low-value underlying assets. Variable lease payments which do not depend on an index or a rate or based on a percentage of revenue are not included from the initial measurement of the lease liability and the right-of-use assets.

Lease liabilities under operating leases are secured by the right-of-use assets because these will revert to the lessor in the event of default. Lease payments to be made under reasonably certain extension options are also included in the measurement of the liability.

Certain leases of \$311,000 (2022: \$396,000) are secured by a legal charge over the leased assets. The effective interest for finance lease is about 1.99% (2022: 1.99%) per annum. Finance leases are on a fixed repayment basis and no arrangements have been entered into for contingent rental payments. The carrying amounts of the finance lease liabilities approximate their fair values.

## NOTES TO FINANCIAL STATEMENTS

### 25. Lease liabilities (cont'd)

Subsequent to initial measurement, the liability will be reduced for payments made and increased for interest. It is re-measured to reflect any reassessment or modification, or if there are changes to in-substance fixed payments. When the lease liability is re-measured, the corresponding adjustment is reflected in the right-of-use asset, or profit and loss if the right-of-use asset is already reduced to zero.

There were no future cash outflows to which the lessee is potentially exposed that are not reflected in the measurement of lease liabilities above.

Apart from the disclosures made in other Notes to the financial statements, amounts relating to leases include the following:

	Group	
	2023 \$'000	2022 \$'000
Income from subleasing right-of-use assets	252	99

### 26. Trade and other payables

	Group		Company	
	2023 \$'000	2022 \$'000	2023 \$'000	2022 \$'000
<u>Trade payables:</u>				
Outside parties and accrued liabilities	5,758	5,399	3,672	3,196
Sub-total	5,758	5,399	3,672	3,196
<u>Other payables:</u>				
Outside parties and accrued liabilities	10,657	9,548	110	51
Parent company (Note 3) <sup>(d)</sup>	3,705	3,400	3,705	3,400
Subsidiaries (Note 3)	-	-	7,621	6,200
Related parties (Note 3) <sup>(a)(b)</sup>	31,373	20,843	14,000	14,000
Directors (Note 3) <sup>(c)</sup>	14,470	16,290	14,470	16,290
Sub-total	60,205	50,081	39,906	39,941
Total trade and other payables	65,963	55,480	43,578	43,137

<sup>(a)</sup> Included in the balance is an amount of \$2,910,000 (2022: \$3,084,000) owing to the non-controlling interest which is unsecured, non-interest bearing and repayable on demand.

<sup>(b)</sup> Included in the balance is a loan from a related party of \$14,000,000 (2022: \$14,000,000) which bears interest at 5.5% (2022: 4.5%) per annum and is repayable on demand.

<sup>(c)</sup> Advances from directors are interest bearing at 5.5% (2022: 4.5%) per annum and are repayable on demand.

<sup>(d)</sup> Included in the balance is a loan from parent company of \$3,705,000 (2022: \$3,400,000) which bears interest at 5.5% (2022: 4.5%) per annum and is repayable on demand.

# NOTES TO FINANCIAL STATEMENTS

## 27. Other liabilities

	Group	
	2023 \$'000	2022 \$'000
Deposits received	1,164	1,335
Provision for restoration costs <sup>(a)</sup>	1,183	1,211
Other liabilities	3	2
Total	2,350	2,548
Movements in above provision:		
At beginning of the year	1,211	1,213
Additions	126	50
Utilisation	(120)	(15)
Foreign exchange adjustments	(34)	(37)
At end of the year	1,183	1,211

<sup>(a)</sup> The provision is based on the present value of costs to be incurred to remove leasehold improvements from leased properties. The estimate is based on quotations from external contractors. The unexpired lease terms range from less than 1 year to 8 years. The unwinding of discount is not material.

## 28. Derivative financial instruments

	Group	
	2023 \$'000	2022 \$'000
Interest rate swaps (Note 28A)	427	1,559

Derivatives are initially recognised at fair value on the date a derivative contract is entered into and are subsequently re-measured to their fair value at each reporting date with the gain or loss recognised immediately in profit or loss except where the derivatives qualify for cash flow hedge accounting or hedges of net investment in a foreign operation, in which case recognition of any resultant gain or loss depends on the nature of the item being hedged.

## 28A. Interest rate swaps

	Group	
	2023 \$'000	2022 \$'000
Assets - Contracts with positive fair values:		
Derivatives designated as hedging instruments:		
Cash flow hedge - Interest rate swaps	427	1,559
Presented in statement of financial position as:		
Current	124	414
Non-current	303	1,145
	427	1,559

## NOTES TO FINANCIAL STATEMENTS

### **28. Derivative financial instruments (cont'd)**

#### **28A. Interest rate swaps (cont'd)**

The notional amount of the interest rate swaps was \$30,000,000 (2022: \$50,000,000). They are designed to convert floating rate borrowings at 5.00% to 7.27% per annum (2022: 3.41% to 5.00%) to fixed rate exposure for the next two to three years at 2.59% to 3.07% per annum (2022: 2.59% to 3.07%). Information on the maturities of the loans is provided in Note 24.

The gross amount of all notional values for contracts that have not yet been settled or cancelled, is not necessarily a measure or indication of market risk, as the exposure of certain contracts may be offset by that of other contracts.

The interest rate swaps are not traded in an active market. As a result, their fair values are based on valuation model provided by financial institutions using market observable inputs (Level 3).

### **29. Contingent liabilities**

#### **Guarantees**

The company has provided corporate guarantees to bank for an aggregate amount of \$419,791,000 (2022: \$374,249,000) in respect of bank borrowings of certain subsidiaries (Note 24).

### **30. Operating lease income commitments - as lessor**

At the end of the reporting year, the total of future minimum lease receivables committed under non-cancellable operating leases are not material.

	Group		Company	
	2023 \$'000	2022 \$'000	2023 \$'000	2022 \$'000
Not later than one year	683	286	-	-
Later than one year and not later than five years	350	4	-	-
Rental income for the year	195	112	6	54

Operating lease income commitments are for sub-lease rental receivables from outside parties and a subsidiary for the retail outlet premises and office premise respectively. The lease rental terms range from one to five years and are not subject to an escalation clause.

# NOTES TO FINANCIAL STATEMENTS

## 31. Financial instruments: information on financial risks

### 31A. Categories of financial assets and financial liabilities

The following table categorises the carrying amount of financial assets and liabilities recorded at the end of the reporting year:

	Group		Company	
	2023 \$'000	2022 \$'000	2023 \$'000	2022 \$'000
<u>Financial assets:</u>				
Financial assets at amortised costs	619,189	491,597	15,363	19,812
Financial assets at fair value through profit or loss	6,653	6,881	5,853	5,853
Financial assets at fair value through other comprehensive income	427	1,559	-	-
	<u>626,269</u>	<u>500,037</u>	<u>21,216</u>	<u>25,665</u>
<u>Financial liabilities:</u>				
Financial liabilities at amortised costs	580,910	482,304	75,416	51,575
	<u>580,910</u>	<u>482,304</u>	<u>75,416</u>	<u>51,575</u>

Further quantitative disclosures are included throughout these financial statements.

### 31B. Financial risk management

The main purpose for holding or issuing financial instruments is to raise and manage the finances for the entity's operating, investing and financing activities. There are exposures to the financial risks on the financial instruments such as credit risk, liquidity risk and market risk comprising interest rate, currency risk and price risk exposures. Management has certain practices for the management of financial risks. However these are not formally documented in written form. The guidelines include the following:

1. Minimise interest rate, currency, credit and market risks for all kinds of transactions.
2. Maximise the use of "natural hedge": favouring as much as possible the natural off-setting of sales and costs and payables and receivables denominated in the same currency and therefore put in place hedging strategies only for the excess balance (if necessary). The same strategy is pursued with regard to interest rate risk.
3. All financial risk management activities are carried out and monitored by senior management staff.
4. All financial risk management activities are carried out following acceptable market practices.
5. When appropriate consideration is given to entering into derivatives or any other similar instruments solely for hedging purposes.

There have been no changes to the exposures to risk; the objectives, policies and processes for managing the risk and the methods used to measure the risk.

The chief executive officer who monitors the procedures reports to the board.

### 31C. Fair values of financial instruments

See Note 2A on accounting policy. The analyses of financial instruments that are measured subsequent to initial recognition at fair value, grouped into Levels 1 to 3 are disclosed in the relevant notes to the financial statements. These include the material financial instruments stated at amortised cost and at fair value in the statement of financial position. The carrying values of current financial instruments approximate their fair values due to the short-term maturity of these instruments. The disclosures of fair value are not made when the carrying amount of current financial instruments is a reasonable approximation of the fair value.

**31. Financial instruments: information on financial risks (cont'd)**

**31D. Credit risk on financial assets**

Financial assets subject to concentrations of credit risk and failures by counterparties to discharge their obligations in full or in a timely manner arise principally from cash balances with banks, receivables and other financial assets. The general approach in the financial reporting standard on financial instruments is applied to measure expected credit losses ("ECL") allowance on financial assets the ECL allowance. On initial recognition, a day-1 loss is recorded equal to the 12 month ECL unless the assets are considered credit impaired. The ECL allowance for debt assets is recognised at an amount equal to the lifetime ECL if the credit risk on that financial instrument has increased significantly since initial recognition. However, for trade receivables that do not contain a material financing component or when the reporting entity applies the practical expedient of not adjusting the effect of a material financing component, the simplified approach in calculating ECL is applied.

Under the simplified approach, the loss allowance is recognised at an amount equal to lifetime ECL at each reporting date using historical loss rates for the respective risk categories and incorporating forward-looking estimates. Lifetime ECL may be estimated individually or collectively. For the credit risk on the financial assets an ongoing credit evaluation is performed on the financial condition of the debtors and any loss is recognised in profit or loss. Reviews and assessments of credit exposures in excess of designated limits are made. Renewals and reviews of credits limits are subject to the same review process.

Cash and cash equivalents as disclosed in Note 21 are amounts with less than 90 days maturity. Cash and cash equivalents are also subject to the impairment requirements of the standard on financial instruments. There was no identified impairment loss.

**31E. Liquidity risk - financial liabilities maturity analysis**

The following table analyses the non-derivative financial liabilities by remaining contractual maturity (contractual and undiscounted cash flows):

<u>Group:</u>	<u>Less than 1 year</u>	<u>1 - 5 years</u>	<u>Over 5 years</u>	<u>Total</u>
<u>Non-derivative financial liabilities:</u>	<u>\$'000</u>	<u>\$'000</u>	<u>\$'000</u>	<u>\$'000</u>
<u>2023:</u>				
Gross borrowing commitments	413,551	121,877	12,765	548,193
Gross lease liabilities	7,819	6,597	37	14,453
Trade and other payables	<u>67,733</u>	-	-	67,733
At end of the year	<u>489,103</u>	<u>128,474</u>	<u>12,802</u>	<u>630,379</u>
<u>2022:</u>				
Gross borrowing commitments	295,580	127,487	13,140	436,207
Gross lease liabilities	9,338	4,568	46	13,952
Trade and other payables	<u>56,996</u>	-	-	56,996
At end of the year	<u>361,914</u>	<u>132,055</u>	<u>13,186</u>	<u>507,155</u>

## NOTES TO FINANCIAL STATEMENTS

### 31. Financial instruments: information on financial risks (cont'd)

#### 31E. Liquidity risk - financial liabilities maturity analysis (cont'd)

	Less than 1 year \$'000	1 - 5 years \$'000	Total \$'000
<u>Company:</u>			
<u>Non-derivative financial liabilities:</u>			
<u>2023:</u>			
Gross borrowing commitments	32,231	1,356	33,587
Trade and other payables	45,348	-	45,348
At end of the year	<u>77,579</u>	<u>1,356</u>	<u>78,935</u>
<u>2022:</u>			
Gross borrowing commitments	6,580	1,858	8,438
Trade and other payables	44,653	-	44,653
At end of the year	<u>51,233</u>	<u>1,858</u>	<u>53,091</u>

The undiscounted amounts on the borrowings with fixed and floating interest rates are determined by reference to the conditions existing at the reporting date.

The liquidity risk refers to the difficulty in meeting obligations associated with financial liabilities that are settled by delivering cash or another financial asset. It is expected that all the liabilities will be settled at their contractual maturity. The average credit period taken to settle trade payables is about 60 days (2022: 60 days). The classification of the financial assets is shown in the statement of financial position as they may be available to meet liquidity needs and no further analysis is deemed necessary. In order to meet such cash commitments the operating activity is expected to generate sufficient cash inflows. In addition, the financial assets are held for which there is a liquid market and that are readily available to meet liquidity needs.

The following table analyses the derivative financial liabilities by remaining contractual maturity (contractual undiscounted cash flows):

	Less than 1 year \$'000	1 - 5 years \$'000	Total \$'000
<u>Group:</u>			
<u>Derivative financial assets:</u>			
<u>2023:</u>			
Net settled:			
Interest rate swaps	<u>124</u>	<u>303</u>	<u>427</u>
<u>2022:</u>			
Net settled:			
Interest rate swaps	<u>414</u>	<u>1,145</u>	<u>1,559</u>

The above amounts disclosed in the maturity analysis are the contractual undiscounted cash flows and such undiscounted cash flows differ from the amount included in the statement of financial position. When the counterparty has a choice of when an amount is paid, the liability is included on the basis of the earliest date on which it can be required to pay.

**31. Financial instruments: information on financial risks (cont'd)**

**31F. Interest rate risk**

Interest rate risk arises on interest-bearing financial instruments. The interest from financial assets including cash balances is not material. The following table analyses the breakdown of the significant financial instruments by type of interest rate:

	<b>Group</b>	
	<b>2023</b>	<b>2022</b>
	<b>\$'000</b>	<b>\$'000</b>
<b>Financial liabilities with interest:</b>		
Fixed rate	53,883	229,919
Floating rate	493,240	230,593
Total at end of the year	<u>547,123</u>	<u>460,512</u>

The floating rate debt instruments are with interest rates that are re-set at regular intervals. The interest rates are disclosed in Note 24. When considered appropriate, in order to manage the interest rate risk, interest rate swaps are entered into to mitigate the fair value risk relating to fixed-interest assets or liabilities and the cash flow risk related to variable interest rate assets and liabilities.

Sensitivity analysis:

	<b>Group</b>	
	<b>2023</b>	<b>2022</b>
	<b>\$'000</b>	<b>\$'000</b>
A hypothetical variation in floating interest rates at the end of reporting year by 100 basis points with all other variables held constant, would have an increase / decrease in pre-tax profit for the year by the following amounts:		
Financial liabilities	<u>4,932</u>	<u>2,306</u>

The analysis has been performed for floating interest rate over a year for financial instruments. The impact of a change in interest rates on floating interest rate financial instruments has been assessed in terms of changing of their cash flows and therefore in terms of the impact on profit or loss. The hypothetical changes in basis points are not based on observable market data (unobservable inputs).

**31G. Foreign currency risk**

Foreign exchange risk arises on financial instruments that are denominated in a foreign currency, i.e. in a currency other than the functional currency in which they are measured. For the purpose of this financial reporting standard on financial instruments: disclosures, currency risk does not arise from financial instruments that are non-monetary items or from financial instruments denominated in the functional currency.

The group and the company is not exposed to significant foreign currency risk.



**MONEYMAX**  
MONEYMAX FINANCIAL SERVICES LTD

銀  
豐

(Company Registration No: 200819689Z)  
(Incorporated in the Republic of Singapore)

---

**CORRIGENDUM TO THE ANNUAL REPORT FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2023**

---

The board of directors (the “**Board**”) of MoneyMax Financial Services Ltd. (the “**Company**”, and together with its subsidiaries, the “**Group**”) refers to the Company’s annual report for the financial year ended 31 December 2023 (“**2023 Annual Report**”).

The Board would like to correct certain information disclosed under note 31F to the financial statements on page 107 of the 2023 Annual Report, which will be replaced by the revised note 31F to the financial statements set out in the Appendix 1 to this announcement.

Save for the amended note 31F to the financial statements, all other information contained in the 2023 Annual Report remains unchanged.

---

**By Order of the Board**

Dato’ Sri Dr. Lim Yong Guan  
Executive Chairman and Chief Executive Officer

19 April 2024

---

*This announcement has been prepared by the Company and has been reviewed by the Company's sponsor, United Overseas Bank Limited (the "Sponsor"), for compliance with Rules 226(2)(b) and 753(2) of the Singapore Exchange Securities Trading Limited (the "SGX-ST") Listing Manual Section B: Rules of Catalist.*

*This announcement has not been examined or approved by the SGX-ST. The SGX-ST assumes no responsibility for the contents of this announcement, including the correctness of any of the statements or opinions made or reports contained in this announcement.*

*The contact person for the sponsor is Mr. Lim Hoon Khiat, Senior Director, Equity Capital Markets, who can be contacted at 80 Raffles Place, #03-03 UOB Plaza 1, Singapore 048624, telephone: +65 6533 9898.*

## APPENDIX 1

### 31F. Interest rate risk

Interest rate risk arises on interest-bearing financial instruments. The interest from financial assets including cash balances is not material. The following table analyses the breakdown of the significant financial instruments by type of interest rate:

	Group	
	2023 \$'000	2022 \$'000
Financial liabilities with interest:		
Fixed rate	224,966	229,919
Floating rate	<u>322,157</u>	<u>230,593</u>
Total at end of the year	<u>547,123</u>	<u>460,512</u>

The floating rate debt instruments are with interest rates that are re-set at regular intervals. The interest rates are disclosed in Note 24. When considered appropriate, in order to manage the interest rate risk, interest rate swaps are entered into to mitigate the fair value risk relating to fixed-interest assets or liabilities and the cash flow risk related to variable interest rate assets and liabilities.

#### Sensitivity analysis:

	Group	
	2023 \$'000	2022 \$'000
A hypothetical variation in floating interest rates at the end of reporting year by 100 basis points with all other variables held constant, would have an increase / decrease in pre-tax profit for the year by the following amounts:		
Financial liabilities	<u>3,222</u>	<u>2,306</u>

The analysis has been performed for floating interest rate over a year for financial instruments. The impact of a change in interest rates on floating interest rate financial instruments has been assessed in terms of changing of their cash flows and therefore in terms of the impact on profit or loss. The hypothetical changes in basis points are not based on observable market data (unobservable inputs).

## **NOTES TO FINANCIAL STATEMENTS**

### **32. Changes and adoption of financial reporting standards**

For the current reporting year the ASC issued amendment to FRS 1 and Practice Statement 2 on disclosures of material accounting policy and other explanatory information. Immaterial information need not be disclosed. Disclosures should not obscure material accounting policy information (such as material information being obscured, or information regarding a material item, transaction or other event is scattered throughout the financial statements, etc). In addition, the ASC issued certain new or revised financial reporting standards.

<b>SFRS (I) No.</b>	<b>Title</b>
SFRS(I) 1-8	Definition of Accounting Estimates - Amendments to
SFRS(I) 1-12	Deferred Tax related to Assets and Liabilities arising from a Single Transaction - Amendments to

### **33. New or amended standards in issue but not yet effective**

For the future reporting years the ASC issued certain new or revised financial reporting standards. The transfer to the applicable new or revised standards from the effective dates is not expected to result in any material modification of the measurement methods or the presentation in the financial statements for the following reporting year from the known or reasonably estimable information relevant to assessing the possible impact that application of the new or revised standards may have on the entity's financial statements in the period of initial application. Those applicable to the reporting entity for future reporting years are listed below.

<b>SFRS (I) No.</b>	<b>Title</b>	<b>Effective date for periods beginning on or after</b>
SFRS(I) 1-1	Presentation of Financial Statements- amendment relating to Classification of Liabilities as Current or Non-current	1 Jan 2024

## NOTES TO FINANCIAL STATEMENTS

### 34. Listing of and information on subsidiaries

The listing of and information on the subsidiaries are given below.

<b>Name of subsidiaries, country of incorporation, place of operations and principal activities and independent auditors</b>	<b>Cost in books of company</b>		<b>Effective percentage of equity held</b>	
	<b>2023 \$'000</b>	<b>2022 \$'000</b>	<b>2023 %</b>	<b>2022 %</b>
<u>Held by the company:</u>				
MoneyMax Pawnshop Pte. Ltd. <sup>(a)</sup> Singapore Pawn brokerage	19,014	19,014	100	100
MoneyMax Group Pte. Ltd. <sup>(a)</sup> Singapore Pawn brokerage	19,477	19,477	100	100
MoneyMax Pte. Ltd. <sup>(a)</sup> Singapore Pawn brokerage	12,618	12,618	100	100
MoneyMax Express Pte. Ltd. <sup>(a)</sup> Singapore Pawn brokerage	7,725	7,725	100	100
MoneyMax Jewellery Pte. Ltd. <sup>(a)</sup> Singapore Retail and trading of gold and jewellery items	4,042	3,542	100	100
MoneyMax Properties Pte. Ltd. <sup>(a)</sup> Singapore Properties owning	29	29	100	100
MoneyMax Holdings Pte. Ltd. <sup>(a)</sup> Singapore Investment holding	+	+	100	100
MoneyMax Investment Pte. Ltd. <sup>(a)(e)</sup> Singapore Money lending	+	-	100	-
MoneyMax Leasing Pte. Ltd. <sup>(a)</sup> Singapore Finance leasing	20,000	10,000	100	100
MoneyMax Assurance Agency Pte. Ltd. <sup>(a)</sup> Singapore Insurance agency services	25	25	100	100
MoneyMax Credit Pte. Ltd. <sup>(a)</sup> Singapore Money lending	2,000	2,000	100	100

## NOTES TO FINANCIAL STATEMENTS

### 34. Listing of and information on subsidiaries (cont'd)

Name of subsidiaries, country of incorporation, place of operations and principal activities and independent auditors	Cost in books of company		Effective percentage of equity held	
	2023 \$'000	2022 \$'000	2023 %	2022 %
<u>Held by the company: (cont'd)</u>				
MoneyMax Capital Pte. Ltd. <sup>(b)</sup> Singapore Investment holding (Verity Partners)	+  	+  	100  	100  
Sin Wang Jewellery Pte. Ltd. <sup>(b)</sup> Singapore Dormant (Verity Partners)	+  	+  	100  	100  
Moneymax Funding Pte Ltd <sup>(b)</sup> (fka SE Investment Pte. Ltd. Singapore Money lending (Unity Assurance PAC)	2,380  	480  	100  	100  
MoneyMax Pawnshop Sdn. Bhd. <sup>(b)</sup> Malaysia Dormant (FS Wong & Co., Malaysia)	+  	+  	100  	100  
MoneyMax Jewellery Sdn. Bhd. <sup>(b)</sup> Malaysia Dormant (FS Wong & Co., Malaysia)	+  	+  	100  	100  
Cash Online Sdn. Bhd. <sup>(c)</sup> Malaysia Investment holding	32,094  	14,349  	100  	100  
MoneyMax Malaysia Sdn. Bhd. <sup>(b)</sup> Malaysia Investment holding (ChengCo PLT)	32  	32  	100  	100  
<u>Held by MoneyMax Holdings Pte. Ltd.</u>				
SG e-Auction Pte. Ltd. <sup>(a)(d)</sup> Singapore Online auction platform	  	  	51  	51  
<u>Held by Cash Online Sdn. Bhd.</u>				
Easimine Group Sdn. Bhd. <sup>(c)</sup> Malaysia Investment holding	  	  	51  	51  
Yong Mei Group Sdn. Bhd. <sup>(c)</sup> Malaysia Investment holding	  	  	51  	51  

## NOTES TO FINANCIAL STATEMENTS

**34. Listing of and information on subsidiaries (cont'd)**

<b>Name of subsidiaries, country of incorporation, place of operations and principal activities and independent auditors</b>	<b>Effective percentage of equity held</b>	
	<b>2023</b> <b>%</b>	<b>2022</b> <b>%</b>
<u>Held by Cash Online Sdn. Bhd. (cont'd)</u>		
Guan Sang Group Sdn. Bhd. <sup>(c)</sup> Malaysia Investment holding	51	51
MoneyMax (Southern) Sdn. Bhd. <sup>(b)</sup> Malaysia Investment holding (ChengCo PLT)	100	100
Kedai Emas Pretti Gold Sdn. Bhd. <sup>(b)</sup> Malaysia Retail and trading of gold and jewellery items (ChengCo PLT)	100	100
<u>Held by Easimine Group Sdn. Bhd.</u>		
Easigram Group Sdn. Bhd. <sup>(c)</sup> Malaysia Investment holding	51	51
Easigold Group Sdn. Bhd. <sup>(c)</sup> Malaysia Investment holding	51	51
<u>Held by Easigram Group Sdn. Bhd.</u>		
MS 1 Infinite Sdn. Bhd. <sup>(c)</sup> Malaysia Pawn brokerage	51	51
MS 2 Infinite Sdn. Bhd. <sup>(c)</sup> Malaysia Pawn brokerage	51	51
MS 3 Infinite Sdn. Bhd. <sup>(c)</sup> Malaysia Pawn brokerage	51	51
MS 4 Infinite Sdn. Bhd. <sup>(c)</sup> Malaysia Pawn brokerage	51	51
MS 5 Infinite Sdn. Bhd. <sup>(c)</sup> Malaysia Pawn brokerage	51	51
MS 10 Infinite Sdn. Bhd. <sup>(c)</sup> Malaysia Pawn brokerage	51	51

## NOTES TO FINANCIAL STATEMENTS

### 34. Listing of and information on subsidiaries (cont'd)

Name of subsidiaries, country of incorporation, place of operations and principal activities and independent auditors	Effective percentage of equity held	
	2023 %	2022 %
<u>Held by Easigram Group Sdn. Bhd. (cont'd)</u>		
Easigram (Pandan) Sdn. Bhd. <sup>(c)</sup>	51	51
Malaysia		
Pawn brokerage		
Easigram (Batu Pahat) Sdn. Bhd. <sup>(c)</sup>	51	51
Malaysia		
Pawn brokerage		
<u>Held by Easigold Group Sdn. Bhd.</u>		
Pajak Gadai Pure Merit Sdn. Bhd. <sup>(c)</sup>	51	51
Malaysia		
Pawn brokerage		
Pajak Gadai Aeon Fountain Sdn. Bhd. <sup>(c)</sup>	51	51
Malaysia		
Pawn brokerage		
Kedai Pajak Heng Soon Sdn. Bhd. <sup>(c)</sup>	51	51
Malaysia		
Pawn brokerage		
Pajak Gadai Poh Heng Sdn. Bhd. <sup>(c)</sup>	51	51
Malaysia		
Pawn brokerage		
Pajak Gadai T&M Sdn. Bhd. <sup>(c)</sup>	51	51
Malaysia		
Pawn brokerage		
Pajak Gadai Money Mine Sdn. Bhd. <sup>(c)</sup>	51	51
Malaysia		
Pawn brokerage		
Pajak Gadai Malim Maju Sdn. Bhd. <sup>(c)</sup>	51	51
Malaysia		
Pawn brokerage		
Pajak Gadai Semabok Sdn. Bhd. <sup>(c)</sup>	51	51
Malaysia		
Pawn brokerage		
EZ Path Sdn. Bhd. <sup>(c)</sup>	51	51
Malaysia		
Investment holding		

## NOTES TO FINANCIAL STATEMENTS

**34. Listing of and information on subsidiaries (cont'd)**

<b>Name of subsidiaries, country of incorporation, place of operations and principal activities and independent auditors</b>	<b>Effective percentage of equity held</b>	
	<b>2023 %</b>	<b>2022 %</b>
<u>Held by Easigold Group Sdn. Bhd. (cont'd)</u>		
Ez Path (1) Sdn. Bhd. <sup>(c)</sup> Malaysia Pawn brokerage	51	51
Ez Path (2) Sdn. Bhd. <sup>(c)</sup> Malaysia Pawn brokerage	51	51
Ez Path (3) Sdn. Bhd. <sup>(c)</sup> Malaysia Pawn brokerage	51	51
Ez Path (4) Sdn. Bhd. <sup>(c)</sup> Malaysia Pawn brokerage	51	51
Ez Path (5) Sdn. Bhd. <sup>(c)</sup> Malaysia Pawn brokerage	51	51
Ez Path (6) Sdn. Bhd. <sup>(c)</sup> Malaysia Pawn brokerage	51	51
Ez Path (7) Sdn. Bhd. <sup>(c)</sup> Malaysia Pawn brokerage	51	51
Ez Path (8) Sdn. Bhd. <sup>(c)</sup> Malaysia Pawn brokerage	51	51
<u>Held by Yong Mei Group Sdn. Bhd.</u>		
Pajak Gadai Pagoh Sdn. Bhd. <sup>(c)</sup> Malaysia Pawn brokerage	51	51
Pajak Gadai Hen Teck Sdn. Bhd. <sup>(c)</sup> Malaysia Pawn brokerage	51	51

## NOTES TO FINANCIAL STATEMENTS

### 34. Listing of and information on subsidiaries (cont'd)

Name of subsidiaries, country of incorporation, place of operations and principal activities and independent auditors	Effective percentage of equity held	
	2023 %	2022 %
<u>Held by Yong Mei Group Sdn. Bhd. (cont'd)</u>		
Pajak Gadai Pasir Gudang Sdn. Bhd. <sup>(c)</sup> Malaysia Pawn brokerage	51	51
Pajak Gadai Rengit Sdn. Bhd. <sup>(c)</sup> Malaysia Pawn brokerage	51	51
Pajak Gadai Simpang Renggam Sdn. Bhd. <sup>(c)</sup> Malaysia Pawn brokerage	51	51
Pajak Gadai Senai Sdn. Bhd. <sup>(c)</sup> Malaysia Pawn brokerage	51	51
Pajak Gadai Masai Sdn. Bhd. <sup>(c)</sup> Malaysia Pawn brokerage	51	51
Pajak Gadai Kulai Sdn. Bhd. <sup>(c)</sup> Malaysia Pawn brokerage	51	51
Pajak Gadai Bukit Gambir Sdn. Bhd. <sup>(c)</sup> Malaysia Pawn brokerage	51	51
<u>Held by Guan Sang Group Sdn. Bhd.</u>		
Pajak Gadai Bukit Mertajam Sdn. Bhd. <sup>(c)</sup> Malaysia Pawn brokerage	51	51
Pajak Gadai Poh San Sdn. Bhd. <sup>(b)</sup> Malaysia Pawn brokerage (FS Wong & Co., Malaysia)	51	51
Pajak Gadai Poh Guan Sdn. Bhd. <sup>(b)</sup> Malaysia Pawn brokerage (FS Wong & Co., Malaysia)	51	51
Pajak Gadai Poh Fook Sdn. Bhd. <sup>(b)</sup> Malaysia Pawn brokerage (FS Wong & Co., Malaysia)	51	51

## NOTES TO FINANCIAL STATEMENTS

**34. Listing of and information on subsidiaries (cont'd)**

Name of subsidiaries, country of incorporation, place of operations and principal activities and independent auditors	Effective percentage of equity held	
	2023 %	2022 %
<u>Held by Guan Sang Group Sdn. Bhd. (cont'd)</u>		
Pajak Gadai Poh Mei Sdn. Bhd. <sup>(b)</sup> Malaysia Pawn brokerage (FS Wong & Co., Malaysia)	51	51
Pajak Gadai Sungai Petani Sdn. Bhd. <sup>(c)</sup> Malaysia Pawn brokerage	51	51
Pajak Gadai Butterworth Sdn. Bhd. <sup>(c)</sup> Malaysia Pawn brokerage	51	51
<u>Held by MoneyMax (Southern) Sdn. Bhd.</u>		
Pajak Gadai MoneyMax (Taman Daya Sagu) Sdn. Bhd. <sup>(b)</sup> Malaysia Pawn brokerage (ChengCo PLT)	100	100
Pajak Gadai MoneyMax (Larkin) Sdn. Bhd. <sup>(b)</sup> Malaysia Pawn brokerage (ChengCo PLT)	100	100
Pajak Gadai MoneyMax (Skudai) Sdn. Bhd. <sup>(b)</sup> Malaysia Pawn brokerage (ChengCo PLT)	100	100
Pajak Gadai MoneyMax (Kulai) Sdn. Bhd. <sup>(b)</sup> Malaysia Pawn brokerage (ChengCo PLT)	100	100
Pajak Gadai MoneyMax (Bandar Baru Uda) Sdn. Bhd. <sup>(b)</sup> Malaysia Pawn brokerage (ChengCo PLT)	100	100
Pajak Gadai MoneyMax (Masai) Sdn. Bhd. <sup>(b)</sup> Malaysia Pawn brokerage (ChengCo PLT)	100	100
Pajak Gadai MoneyMax (Taman Daya) Sdn. Bhd. <sup>(b)</sup> Malaysia Pawn brokerage (ChengCo PLT)	100	100

## NOTES TO FINANCIAL STATEMENTS

**34. Listing of and information on subsidiaries (cont'd)**

<b>Name of subsidiaries, country of incorporation, place of operations and principal activities and independent auditors</b>	<b>Effective percentage of equity held</b>	
	<b>2023 %</b>	<b>2022 %</b>
<u>Held by MoneyMax (Southern) Sdn. Bhd. (cont'd)</u>		
Pajak Gadai MoneyMax (Senai) Sdn. Bhd. <sup>(b)</sup> Malaysia Pawn brokerage (ChengCo PLT)	100	100
Pajak Gadai MoneyMax (Kluang) Sdn. Bhd. <sup>(b)</sup> Malaysia Pawn brokerage (ChengCo PLT)	100	100
Pajak Gadai MoneyMax (Batu Pahat) Sdn. Bhd. <sup>(b)</sup> Malaysia Pawn brokerage (ChengCo PLT)	100	100
Pajak Gadai MoneyMax (Muar) Sdn. Bhd. <sup>(b)</sup> Malaysia Pawn brokerage (ChengCo PLT)	100	100
Pajak Gadai MoneyMax (Tun Aminah) Sdn. Bhd. <sup>(b)</sup> Malaysia Pawn brokerage (ChengCo PLT)	100	100
Pajak Gadai MoneyMax (Sungai Way) Sdn. Bhd. <sup>(b)</sup> Malaysia Pawn brokerage (ChengCo PLT)	100	100
Pajak Gadai MoneyMax (Seri Orkid) Sdn. Bhd. <sup>(b)</sup> Malaysia Pawn brokerage (ChengCo PLT)	100	100
Pajak Gadai MoneyMax (Segamat) Sdn. Bhd. <sup>(b)</sup> Malaysia Pawn brokerage (ChengCo PLT)	100	100
Pajak Gadai MoneyMax (Bayan Lepas) Sdn. Bhd. <sup>(b)</sup> Malaysia Pawn brokerage (ChengCo PLT)	100	100

## NOTES TO FINANCIAL STATEMENTS

**34. Listing of and information on subsidiaries (cont'd)**

<b>Name of subsidiaries, country of incorporation, place of operations and principal activities and independent auditors</b>	<b>Effective percentage of equity held</b>	
	<b>2023 %</b>	<b>2022 %</b>
<u>Held by MoneyMax (Southern) Sdn. Bhd. (cont'd)</u>		
Pajak Gadai MoneyMax (Pandan1) Sdn. Bhd. <sup>(b)</sup> Malaysia Pawn brokerage (ChengCo PLT)	100	100
Pajak Gadai MoneyMax (Jasin) Sdn. Bhd. <sup>(b)</sup> Malaysia Pawn brokerage (ChengCo PLT)	100	100
Pajak Gadai MoneyMax (Prai) Sdn. Bhd. <sup>(b)</sup> Malaysia Pawn brokerage (ChengCo PLT)	100	100
Pajak Gadai MoneyMax (Bukit Mertajam) Sdn. Bhd. <sup>(b)</sup> Malaysia Pawn brokerage (ChengCo PLT)	100	100
MoneyMax (N6) Sdn. Bhd. <sup>(b)(e)</sup> Malaysia Investment holding (ChengCo PLT)	100	-
MoneyMax (N7) Sdn. Bhd. <sup>(b)(e)</sup> Malaysia Investment holding (ChengCo PLT)	100	-
MoneyMax (N8) Sdn. Bhd. <sup>(b)(e)</sup> Malaysia Investment holding (ChengCo PLT)	100	-
MoneyMax (N9) Sdn. Bhd. <sup>(b)(e)</sup> Malaysia Investment holding (ChengCo PLT)	100	-
MoneyMax (N10) Sdn. Bhd. <sup>(b)(e)</sup> Malaysia Investment holding (ChengCo PLT)	100	-

## NOTES TO FINANCIAL STATEMENTS

### 34. Listing of and information on subsidiaries (cont'd)

Name of subsidiaries, country of incorporation, place of operations and principal activities and independent auditors	Effective percentage of equity held	
	2023 %	2022 %
<u>Held by MoneyMax (Southern) Sdn. Bhd. (cont'd)</u>		
MoneyMax (S6) Sdn. Bhd. <sup>(b)(e)</sup>	100	-
Malaysia		
Investment holding		
(ChengCo PLT)		
MoneyMax (S7) Sdn. Bhd. <sup>(b)(e)</sup>	100	-
Malaysia		
Investment holding		
(ChengCo PLT)		
MoneyMax (S8) Sdn. Bhd. <sup>(b)(e)</sup>	100	-
Malaysia		
Investment holding		
(ChengCo PLT)		
MoneyMax (S9) Sdn. Bhd. <sup>(b)(e)</sup>	100	-
Malaysia		
Investment holding		
(ChengCo PLT)		
MoneyMax (S10) Sdn. Bhd. <sup>(b)(e)</sup>	100	-
Malaysia		
Investment holding		
(ChengCo PLT)		

+ Amount less than \$1,000.

(a) Audited by RSM SG Assurance LLP in Singapore, a member firm of RSM International.

(b) Audited by firms of accountants other than member firms of RSM International of which RSM SG Assurance LLP in Singapore is a member. Their names are indicated above.

(c) Audited by RSM Malaysia, a member firm of RSM International.

(d) The group recognises the company as a subsidiary as it has control over the financial and operational matters.

(e) Incorporated during the year.

As is required by Rule 716 of the Listing Manual of the Singapore Exchange Securities Trading Limited, the Audit Committee and the Board of Directors of the company have satisfied themselves that the appointment of different auditor for certain of its overseas subsidiaries would not compromise the standard and effectiveness of the audit of the group.

## STATISTICS OF SHAREHOLDINGS

**AS AT 14 MARCH 2024**

Number of shares issued	:	442,249,999 shares
Class of shares	:	Ordinary shares
Voting Rights	:	1 vote for each ordinary share
Number of treasury shares and subsidiary holdings	:	Nil

### DISTRIBUTION OF SHAREHOLDINGS

Size of shareholdings	No. of shareholders	%	No. of shares	%
1 - 99	10	1.00	475	0.00
100 - 1,000	24	2.41	10,683	0.00
1,001 - 10,000	456	45.78	1,479,475	0.33
10,001 - 1,000,000	486	48.80	33,374,685	7.55
1,000,001 and above	20	2.01	407,384,681	92.12
Total	996	100.00	442,249,999	100.00

### SHAREHOLDING HELD IN HANDS OF PUBLIC

As at 14 March 2024, approximately 12.09% of the issued ordinary shares of the Company is held in the hands of the public as defined in the Listing Manual Section B: Rules of Catalist of the Singapore Exchange Securities Trading Limited (the "Catalist Rules"). Accordingly, Rule 723 of the Catalist Rules is complied with.

### TWENTY LARGEST SHAREHOLDERS

No.	Name	No. of shares	%
1	Money Farm Pte Ltd	269,846,835	61.02
2	Lim Yong Guan	55,462,500	12.54
3	Lim Yong Sheng	47,850,000	10.82
4	Lim Liang Eng	5,437,500	1.23
5	Tan Yang Hong	3,958,335	0.90
6	Moh Tser Loong Alvin	3,743,700	0.85
7	DBS Nominees Pte Ltd	2,378,800	0.53
8	Lim Liang Keng	2,083,335	0.47
9	Lim Liang Soh	2,083,335	0.47
10	Lim Liang Cheng	1,964,250	0.44
11	Toh Ong Tiam	1,456,175	0.33
12	Poh Boon Kher Melvin (Fu Wenke Melvin)	1,362,100	0.31
13	Lew Tuan Tat	1,361,375	0.31
14	HSBC (Singapore) Nominees Pte Ltd	1,297,700	0.29
15	Kok Sip Chon	1,276,250	0.29
16	Tan Yong Jin	1,276,250	0.29
17	Lee Mee Ing	1,200,000	0.27
18	CGS-CIMB Securities (Singapore) Pte Ltd	1,195,050	0.27
19	Sik Ley Boy	1,089,700	0.25
20	Phillip Securities Pte Ltd	1,061,491	0.24
	Total	407,384,681	92.12

# STATISTICS OF SHAREHOLDINGS

## SUBSTANTIAL SHAREHOLDERS

as recorded in the Register of Substantial Shareholders

Name of shareholder	Direct interest		Deemed interest	
	No. of shares	%	No. of shares	%
Money Farm Pte. Ltd. <sup>(1)</sup>	269,846,835	61.02	-	-
Lim Yong Guan <sup>(2), (3), (4)</sup>	55,462,500	12.54	273,805,170	61.91
Lim Yong Sheng <sup>(3), (4)</sup>	47,850,000	10.82	269,846,835	61.02
Lim Liang Eng <sup>(3), (4)</sup>	5,437,500	1.23	269,846,835	61.02

### Notes:

- (1) Money Farm Pte. Ltd. is an investment holding company. All of the equity interest in Money Farm Pte. Ltd. is collectively held by Lim Yong Guan, Lim Yong Sheng and Lim Liang Eng.
- (2) Lim Yong Guan is deemed interested in the 3,958,335 shares held by his spouse, Tan Yang Hong by virtue of Section 164 (15) of the Companies Act 1967.
- (3) Lim Yong Guan, Lim Yong Sheng and Lim Liang Eng are siblings.
- (4) Lim Yong Guan, Lim Yong Sheng and Lim Liang Eng and their associates are entitled to exercise all the votes attached to the voting shares in Money Farm Pte. Ltd. As such, pursuant to Section 4 of the Securities and Futures Act 2001, each of them is deemed to be interested in the shares which Money Farm Pte. Ltd. holds in the Company.

# NOTICE OF ANNUAL GENERAL MEETING

**NOTICE IS HEREBY GIVEN** that the annual general meeting ("AGM") of MoneyMax Financial Services Ltd. (the "Company") will be held at 7 Changi Business Park Vista, #01-01, SOOKEE HQ, Singapore 486042 on Friday, 26 April 2024 at 10.00 a.m. (Singapore time) to transact the following business:

## ORDINARY BUSINESS

1. To receive and adopt the directors' statement and the audited financial statements of the Company for the financial year ended 31 December 2023 ("FY2023") together with the auditor's report thereon. Resolution 1
2. To declare a final one-tier tax exempt dividend of 1.0 Singapore cent per ordinary share for FY2023. Resolution 2
3. To note the retirement of Mr. Khua Kian Kheng Ivan as a director of the Company ("Director"), who is retiring pursuant to Regulation 89 of the constitution of the Company ("Constitution") and will not be seeking for re-election as a Director.  
*[See Explanatory Note (i)]*
4. To note the retirement of Mr. Ng Cher Yan as a Director, who is retiring pursuant to Regulation 89 of the Constitution and will not be seeking for re-election as a Director.

*[See Explanatory Note (ii)]*

5. To approve the Directors' fees of S\$205,427 for the financial year ending 31 December 2024, payable quarterly in arrears. Resolution 3
6. To re-appoint Messrs RSM SG Assurance LLP as the independent auditor of the Company and to authorise the Directors to fix their remuneration. Resolution 4

*[See Explanatory Note (iii)]*

## SPECIAL BUSINESS

To consider and, if thought fit, to pass the following resolutions as Ordinary Resolutions, with or without amendments:

7. Authority to allot and issue shares in the capital of the Company ("Shares") Resolution 5

That pursuant to Section 161 of the Companies Act 1967 of Singapore ("Act") and Rule 806 of the Singapore Exchange Securities Trading Limited ("SGX-ST") Listing Manual Section B: Rules of Catalyst ("Catalist Rules"), the Directors be authorised and empowered to:

- (a) (i) allot and issue Shares whether by way of rights, bonus or otherwise; and/or  
(ii) make or grant offers, agreements or options (collectively, "Instruments") that might or would require Shares to be issued, including but not limited to the creation and issue of (as well as adjustments to) options, warrants, debentures or other instruments convertible into Shares,  
at any time and upon such terms and conditions and for such purposes and to such persons as the Directors may in their absolute discretion deem fit; and
- (b) (notwithstanding the authority conferred by this Resolution may have ceased to be in force) issue Shares in pursuance of any Instruments made or granted by the Directors while this Resolution was in force,

# NOTICE OF ANNUAL GENERAL MEETING

provided that:

- (1) the aggregate number of Shares (including Shares to be issued in pursuance of the Instruments, made or granted pursuant to this Resolution) to be issued pursuant to this Resolution shall not exceed one hundred per centum (100%) of the total number of issued Shares (excluding treasury shares and subsidiary holdings) (as calculated in accordance with sub-paragraph (2) below), of which the aggregate number of Shares to be issued other than on a pro rata basis to shareholders of the Company ("Shareholders") shall not exceed fifty per centum (50%) of the total number of issued Shares (excluding treasury shares and subsidiary holdings) (as calculated in accordance with sub-paragraph (2) below);
- (2) (subject to such calculation as may be prescribed by the SGX-ST) for the purpose of determining the aggregate number of Shares that may be issued under sub-paragraph (1) above, the percentage of the total number of issued Shares (excluding treasury shares and subsidiary holdings) shall be based on the total number of issued Shares (excluding treasury shares and subsidiary holdings) at the time of the passing of this Resolution, after adjusting for:
  - (a) new Shares arising from the conversion or exercise of any convertible securities or share options or vesting of share awards which were issued and are outstanding or subsisting at the time this Resolution is passed; and
  - (b) any subsequent bonus issue, consolidation or subdivision of Shares;
- (3) in exercising the authority conferred by this Resolution, the Company shall comply with the provisions of the Catalist Rules for the time being in force (unless such compliance has been waived by the SGX-ST) and the Constitution; and
- (4) unless revoked or varied by the Company in a general meeting, such authority shall continue in force until the conclusion of the next AGM of the Company or the date by which the next AGM of the Company is required by law to be held, whichever is earlier.

[See Explanatory Note (iv)]

## 8. The Proposed Renewal of the IPT General Mandate

Resolution 6

That:

- (a) pursuant to Chapter 9 of the Catalist Rules, approval be and is hereby given for the Company, its subsidiaries and associated companies which are considered to be "entities at risk" (as defined in the Catalist Rules) to enter into the Mandated IPTs (as defined in the appendix to the Company's annual report for FY2023 dated 9 April 2024 (the "Appendix")) with any of the Mandated Interested Persons (as defined in the Appendix) provided that such transactions are on normal commercial terms and in accordance with the review procedures set out in the Appendix;
- (b) the audit committee ("AC") of the Company be and is hereby authorised to take such action as it deems proper in respect of such procedures and/or to modify or implement such procedures as may be necessary to take into consideration any amendment to Chapter 9 of the Catalist Rules which may be prescribed by the SGX-ST from time to time;

## NOTICE OF ANNUAL GENERAL MEETING

- (c) unless revoked or varied by the Shareholders in a general meeting, the authority conferred by this Resolution shall continue to be in force until the next AGM of the Company or the date by which the next AGM of the Company is required by law to be held, whichever is earlier; and
- (d) the Directors and/or any of them be and are hereby authorised to complete and do all such acts and things (including executing such documents as may be required) as they and/or he may consider necessary, expedient, incidental or in the interests of the Company to give effect to the transactions contemplated and/or authorised by this Resolution.

*[See Explanatory Note (v)]*

### 9. The Proposed Adoption of the MoneyMax Performance Share Plan 2024

Resolution 7

That:

- (a) the performance share plan to be known as the "MoneyMax Performance Share Plan 2024" ("PSP"), the rules and details of which have been set out in the Appendix, be and is hereby approved and adopted; and
- (b) the Directors be and are hereby authorised:
  - (i) to establish and administer the PSP;
  - (ii) to modify and/or alter the PSP at any time and from time to time, provided that such modification and/or alteration is effected in accordance with the rules of the PSP;
  - (iii) subject to the provisions of the Act and the Constitution, to grant awards ("**Awards**") in accordance with the rules of the PSP and to allot and issue from time to time such number of new Shares and/or transfer such number of treasury shares as may be required to be delivered pursuant to the vesting of such Awards, provided that the aggregate number of Shares which may be issued and/or transferred pursuant to the vesting of Awards on any date, when aggregated with the total number of Shares issued and/or transferred in respect of all Awards granted, and all options and awards granted under any other share-based incentive scheme(s) implemented by the Company and for the time being in force, shall not exceed 15% of the total number of Shares (excluding treasury shares and subsidiary holdings) on the day preceding the date on which the Award is granted; and
  - (iv) to complete and to do all such acts and things (including executing all such documents as may be required and to approve any amendments or modifications to any such documents) as they and/or he/she may consider necessary, desirable or expedient to give effect to this Resolution.

*[See Explanatory Note (vi)]*

### 10. To transact any other business which may be properly transacted at an annual general meeting.

# NOTICE OF ANNUAL GENERAL MEETING

## Explanatory Notes:

- (i) Mr. Khua Kian Kheng Ivan will not be seeking re-election and will retire as a Director at the conclusion of the forthcoming AGM of the Company. Upon his retirement, Mr. Khua Kian Kheng Ivan will relinquish his position as an Independent Director, chairman of the nominating committee ("NC") and a member of the AC and the remuneration committee ("RC") of the Company. The Board, with the recommendations of the NC, will identify and appoint new Independent Directors to ensure that the composition of the Board and the Board committees of the Company comply with the requirements under the Code of Corporate Governance 2018 ("Code") and the Catalist Rules by the date of the forthcoming AGM of the Company.
- (ii) Mr. Ng Cher Yan will not be seeking re-election and will retire as a Director at the conclusion of the forthcoming AGM of the Company. Upon his retirement, Mr. Ng Cher Yan will be relinquishing his position as the Lead Independent Director, chairman of the AC and a member of the NC and the RC. The Board, with the recommendations of the NC, will identify and appoint new Independent Directors to ensure that the composition of the Board and the Board committees of the Company comply with the requirements under the Code and the Catalist Rules by the date of the forthcoming AGM of the Company.
- (iii) Messrs RSM Chio Lim LLP, the independent auditor of the Company, has changed its name to "RSM SG Assurance LLP" with effect from 1 March 2024.
- (iv) Resolution 5, if passed, will empower the Directors, from the date of the forthcoming AGM of the Company until the date the next AGM of the Company is held or is required by law to be held, whichever is the earlier, to allot and issue Shares and convertible securities in the Company. The number of Shares and convertible securities, which the Directors may allot and issue under this Resolution shall not exceed 100% of the total number of issued Shares (excluding treasury shares and subsidiary holdings) at the time of passing of this Resolution. For allotment and issue of Shares and convertible securities other than on a pro-rata basis to all Shareholders, the aggregate number of Shares and convertible securities to be allotted and issued shall not exceed 50% of the total number of issued Shares (excluding treasury shares and subsidiary holdings). This authority will, unless previously revoked or varied at a general meeting, expire at the next AGM of the Company.
- (v) Resolution 6 relates to the proposed renewal of the mandate for interested person transactions. Resolution 6, if passed, will allow the Company, its subsidiaries and associated companies to enter into the Mandated IPTs with certain Mandated Interested Persons (each as defined in the Appendix). Please refer to the Appendix for further details.
- (vi) Resolution 7, if passed, will empower the Directors to offer and grant Awards and to allot and issue Shares pursuant to the vesting of Awards in accordance with the rules of the PSP as set out in the Appendix as well as the provisions set forth in the Act and the Catalist Rules. Please refer to the Appendix for more information relating to the proposed adoption of the PSP.

# NOTICE OF ANNUAL GENERAL MEETING

## NOTICE OF RECORD DATE AND DIVIDEND PAYMENT DATE

**NOTICE IS HEREBY GIVEN** that, subject to Shareholders' approval for the proposed final one-tier tax exempt dividend of 1.0 Singapore cent per Share for FY2023 ("Final Dividend") at the forthcoming AGM of the Company to be held on 26 April 2024, the Share Transfer Books and Register of Members of the Company will be closed on 15 May 2024 at 5.00 p.m. ("Record Date") for the purpose of determining members' entitlements to the Final Dividend.

Duly completed registrable transfers received by the Company's Share Registrar, B.A.C.S. Private Limited, at 77 Robinson Road, #06-03 Robinson 77, Singapore 068896 up to 5.00 p.m. on 15 May 2024 will be registered to determine Shareholders' entitlement to the Final Dividend.

Members whose Securities Accounts with The Central Depository (Pte) Limited are credited with Shares at 5.00 p.m. on 15 May 2024 will be entitled to the Final Dividend.

Subject to the approval of Shareholders at the forthcoming AGM of the Company, payment of the Final Dividend will be made on 24 May 2024.

### By Order of the Board

GOH HOI LAI  
Company Secretary

Date: 9 April 2024

### **Notes:**

#### *Format of AGM and Access to Documents*

1. The forthcoming AGM will be held, in a **wholly physical format**, at 7 Changi Business Park Vista, #01-01, SOOKEE HQ, Singapore 486042 on Friday, 26 April 2024 at 10.00 a.m.. There will be no option for Shareholders to participate virtually.
2. Printed copies of this notice of AGM, the accompanying proxy form, and the form to request for a physical copy of the Company's annual report for FY2023 will be sent by post to members. These documents, together with the Company's annual report for FY2023 and the Appendix, have also been published and may be accessed at the Company's website at <https://moneymax.com.sg/shareholders-meetings/> and the SGX-ST's website. Printed copies of the Company's annual report for FY2023 and the Appendix will not be sent to members. If members wish to receive a printed copy of the Company's annual report for FY2023 and the Appendix, please complete the request form and return it to the Company no later than 16 April 2024.
3. Shareholders will need to register in person at the registration counter(s) outside the AGM venue on the day of the AGM. Registration will commence at 9.00 a.m. on that day. Please bring along your NRIC/passport to enable the Company to verify your identity.

#### *Appointment of Proxy(ies)*

4. (a) A member who is not a relevant intermediary is entitled to appoint not more than two (2) proxies. Where such member's instrument appointing a proxy(ies) appoints more than one (1) proxy, the proportion of the shareholding concerned to be represented by each proxy shall be specified in the instrument.  
  
(b) A member who is a relevant intermediary is entitled to appoint more than two (2) proxies, but each proxy must be appointed to exercise the rights attached to a different Share or Shares held by such member. Where such member's instrument appointing a proxy(ies) appoints more than two (2) proxies, the number and class of Shares in relation to which each proxy has been appointed shall be specified in the instrument.

## NOTICE OF ANNUAL GENERAL MEETING

"Relevant intermediary" has the meaning ascribed to it in Section 181 of the Act.

A member who wishes to appoint a proxy(ies) must complete the instrument appointing a proxy(ies) before submitting it in the manner set out below.

5. A proxy need not be a member of the Company. A member may choose to appoint the Chairman of the AGM as his/her/its proxy.
6. The instrument appointing a proxy(ies) must be submitted to the Company in the following manner:
  - (a) if submitted electronically, be submitted via email to [main@zicoholdings.com](mailto:main@zicoholdings.com); or
  - (b) if submitted personally or by post to the Company's Share Registrar, B.A.C.S. Private Limited, at 77 Robinson Road, #06-03 Robinson 77, Singapore 068896,

and in each case, must be lodged or received (as the case may be) by 10.00 a.m. on 23 April 2024, being no later than 72 hours before the appointed time for holding the AGM.

Members are strongly encouraged to submit completed proxy forms electronically via email to [main@zicoholdings.com](mailto:main@zicoholdings.com) to ensure that they are received by the Company by the stipulated deadline.

Completion and submission of the instrument appointing a proxy(ies) by a Shareholder will not prevent him/her from attending, speaking and voting at the AGM if he/she so wishes. The appointment of the proxy(ies) for the AGM will be deemed to be revoked if the Shareholder attends the AGM in person, and in such event, the Company reserves the right to refuse to admit any person or persons appointed under the relevant instrument appointing a proxy(ies) to the AGM.

7. CPF and SRS investors:
  - (a) may vote at the AGM if they are appointed as proxies by their respective CPF Agent Banks or SRS Operators, and should contact their respective CPF Agent Banks or SRS Operators if they have any queries regarding their appointment as proxies; or
  - (b) may appoint the Chairman of the AGM as proxy to vote on their behalf at the AGM, in which case they should approach their respective CPF Agent Banks or SRS Operators to submit their votes.

### *Submission of Questions*

8. Shareholders, including CPF and SRS investors, may submit substantial and relevant questions related to the resolutions to be tabled for approval at the AGM in advance of the AGM, in the following manner:
  - (a) via email to the Company at [ir@moneymax.com.sg](mailto:ir@moneymax.com.sg); or
  - (b) by post to the Company's Share Registrar, B.A.C.S. Private Limited, at 77 Robinson Road, #06-03 Robinson 77, Singapore 068896.

When submitting questions by email or by post, Shareholders should also provide the Company with the following details:

- (i) Shareholder's full name;
- (ii) Shareholder's address; and
- (iii) the manner in which the Shareholder holds Shares (e.g. via CDP, CPF or SRS) for verification purposes.

All questions submitted in advance of the AGM via any of the above channels must be received by 10.00 a.m. on 17 April 2024 ("Deadline").

## NOTICE OF ANNUAL GENERAL MEETING

9. The Company will endeavour to address all substantial and relevant questions received from Shareholders by the Deadline by publishing its responses to such questions on the Company's website at <https://moneymax.com.sg/shareholders-meetings/> and on the SGX-ST's website prior to the AGM. The Company will address any subsequent clarifications sought, or substantial and relevant follow up questions received after the Deadline either within a reasonable timeframe before the AGM, or at the AGM itself. Where substantially similar questions are received, the Company will consolidate such questions and consequently not all questions may be individually addressed.
10. Shareholders, including CPF and SRS investors, and duly appointed proxies and representatives can also ask the Chairman of the AGM substantial and relevant questions related to the resolutions to be tabled for approval at the AGM, at the AGM itself.
11. The Company will publish the minutes of the AGM on the Company's website and the SGX-ST's website within one (1) month from the conclusion of the AGM.

### **Personal Data Privacy:**

By submitting an instrument appointing a proxy(ies) and/or representatives to attend, speak and vote at the AGM and/or any adjournment thereof, a member of the Company (i) consents to the collection, use and disclosure of the member's personal data by the Company (or its agents) for the purpose of the processing and administration by the Company (or its agents) of proxies and representatives appointed for the AGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the AGM (including any adjournment thereof), and in order for the Company (or its agents) to comply with any applicable laws, listing rules, regulations and/or guidelines (collectively, the "**Purposes**"), (ii) warrants that where the member discloses the personal data of the member's proxy(ies) and/or representative(s) to the Company (or its agents), the member has obtained the prior consent of such proxy(ies) and/or representative(s) for the collection, use and disclosure by the Company (or its agents) of the personal data of such proxy(ies) and/or representative(s) for the Purposes, and (iii) agrees that the member will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the member's breach of warranty.

*This page has been intentionally left blank.*

# MONEYMAX FINANCIAL SERVICES LTD.

Company Registration No.: 200819689Z  
(Incorporated in the Republic of Singapore)

# PROXY FORM

**Important:**

1. The annual general meeting ("AGM" or the "Meeting") will be held, in a wholly physical format, at 7 Changi Business Park Vista, #01-01, SOOKEE HQ, Singapore 486042 on Friday, 26 April 2024 at 10.00 a.m. **There will be no option for shareholders to participate virtually.**
2. Please read the notes overleaf which contains instructions on the appointment of proxy(ies).
3. This proxy form is not valid for use by CPF and SRS investors and shall be ineffective for all intents and purposes if used or purported to be used by them.
4. CPF and SRS investors should contact their respective CPF Agent Banks or SRS Operators to submit their votes.
5. By submitting an instrument appointing a proxy(ies), a member accepts and agrees to the personal data privacy terms set out in the Notice of AGM dated 9 April 2024.

\*I/We \_\_\_\_\_ (Name), \*NRIC/Passport/Company Registration No. \_\_\_\_\_

of \_\_\_\_\_ (Address)

being a \*member/members of Moneymax Financial Services Ltd. (the "Company") hereby appoint:

Name	NRIC/Passport No.	Proportion of shareholdings	
		No. of Shares	%
<b>Address</b>			

\*and/or (delete as appropriate)

Name	NRIC/Passport No.	Proportion of shareholdings	
		No. of Shares	%
<b>Address</b>			

or failing whom the Chairman of the AGM as \*my/our proxy, to attend, speak and vote for \*me/us on \*my/our behalf at the AGM to be held at 7 Changi Business Park Vista, #01-01, SOOKEE HQ, Singapore 486042 on Friday, 26 April 2024 at 10.00 a.m. and at any adjournment thereof.

\*I/We direct \*my/our proxy/proxies to vote for or against the Resolutions proposed at the Meeting as indicated hereunder. If no specific direction as to voting is given or in the event of any other matter arising at the Meeting and at any adjournment thereof, the \*proxy/proxies will vote or abstain from voting at \*his/her/their discretion.

No.	ORDINARY RESOLUTIONS	Number of Votes For <sup>(1)</sup>	Number of Votes Against <sup>(1)</sup>	Number of Votes to Abstain <sup>(1)</sup>
<b>ORDINARY BUSINESS</b>				
1.	To receive and adopt the Directors' statement and audited financial statements of the Company for the financial year ended 31 December 2023 ("FY2023") together with the auditor's report thereon.			
2.	To declare a final one-tier tax exempt dividend of 1.0 Singapore cent per ordinary share ("Share") for FY2023.			
3.	To approve Directors' fees of S\$205,427 for the financial year ending 31 December 2024, payable quarterly in arrears.			
4.	To re-appoint Messrs RSM SG Assurance LLP as the independent auditor of the Company and to authorise the Directors to fix their remuneration.			
<b>SPECIAL BUSINESS</b>				
5.	To authorise the Directors to allot and issue Shares.			
6.	To approve the renewal of the IPT General Mandate.			
7.	To approve the adoption of the MoneyMax Performance Share Plan 2024.			

<sup>(1)</sup> Voting will be conducted by poll. If you wish to exercise all your votes "For" or "Against" or to abstain from voting on the resolution in respect of all your votes, please tick "J" in the relevant box provided. Alternatively, please indicate the number of votes "For", "Against" or "Abstain" in the relevant boxes provided. If no specific direction as to voting is given or in the event of any other matter arising at the AGM and at any adjournment thereof, the \*proxy/proxies will vote or abstain from voting at \*his/her/their discretion.

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2024

Total number of Shares in:	No. of Shares
(a) CDP Register	
(b) Register of Members	

Signature(s) of Member(s)  
or, Common Seal of Corporate Member(s)

Contact Number/ Email Address of Member(s)



**NOTES :**

1. Please insert the total number of Shares held by you. If you have Shares entered against your name in the Depository Register (maintained by The Central Depository (Pte) Limited), you should insert that number of Shares. If you have Shares registered in your name in the Register of Members, you should insert that number of Shares. If you have Shares entered against your name in the Depository Register and Shares registered in your name in the Register of Members, you should insert the aggregate number of Shares. If no number is inserted, the instrument appointing a proxy or proxies shall be deemed to relate to all the Shares held by you.
2. A member who is not a Relevant Intermediary is entitled to appoint not more than two (2) proxies to attend, speak and vote on his/her/its behalf at the AGM. A member of the Company which is a corporation is entitled to appoint its authorised representative or proxy to vote on its behalf. Where such member appoints two (2) proxies, the proportion of his shareholding to be represented by each proxy shall be specified. If no proportion is specified, the Company shall be entitled to treat the first named proxy as representing the entire number of shares entered against his name in the Depository Register and any second named proxy as an alternate to the first named.
3. A member who is a Relevant Intermediary is entitled to appoint more than two (2) proxies to attend, speak and vote at the AGM but each proxy must be appointed to exercise the rights attached to a different share or shares held by such member. Where such member appoints more than two (2) proxies, the number and class of shares in relation to which each proxy has been appointed shall be specified in the form of proxy. Please note that if any of your shareholdings are not specified in the list provided by the intermediary to the Company, the Company may have the sole discretion to disallow the participation of the said proxy at the forthcoming AGM.

\*Relevant Intermediary has the meaning ascribed to it in Section 181 of the Companies Act 1967 of Singapore.

4. A proxy need not be a member of the Company. A member may choose to appoint the Chairman of the Meeting as his/her/its proxy.
5. The instrument appointing a proxy(ies) must be submitted to the Company in the following manner:
  - (a) if submitted electronically, be submitted via email to [main@zicoholdings.com](mailto:main@zicoholdings.com); or
  - (b) if submitted personally or by post, be lodged with the Company's Share Registrar, B.A.C.S. Private Limited, at 77 Robinson Road, #06-03 Robinson 77, Singapore 068896,in each case, must be lodged or received (as the case may be), by 10.00 a.m. on 23 April 2024, being no later than 72 hours before the appointed time for holding the AGM.  
Members are strongly encouraged to submit completed proxy forms electronically via email to [main@zicoholdings.com](mailto:main@zicoholdings.com) to ensure that they are received by the Company by the stipulated deadline.
6. The instrument appointing a proxy(ies) must be under the hand of the appointor or of his attorney duly authorised in writing. Where the instrument appointing a proxy(ies) is executed by a corporation, it must be executed either under its seal or under the hand of an officer or attorney duly authorised. Where the instrument appointing a proxy(ies) is executed by an attorney on behalf of the appointor, the letter or power of attorney or a duly certified copy thereof must be lodged with the instrument.
7. A corporation which is a member may authorise by resolution of its directors or other governing body such person as it thinks fit to act as its representative at the Meeting, in accordance with Section 179 of the Companies Act 1967 of Singapore.
8. Completion and return of the proxy form by a member will not prevent him/her from attending, speaking and voting at the AGM if he/she so wishes. The appointment of the proxy(ies) for the AGM will be deemed to be revoked if the member attends the AGM in person and in such event, the Company reserves the right to refuse to admit any person or persons appointed under the relevant instrument appointing a proxy(ies) to the AGM.
9. The Company shall be entitled to reject an instrument appointing a proxy(ies) which is incomplete, improperly completed, illegible or where the true intentions of the appointer are not ascertainable from the instructions of the appointer specified in the instrument (including any related attachment). In addition, in the case of a member whose Shares are entered in the Depository Register, the Company may reject an instrument appointing a proxy(ies) if the member, being the appointer, is not shown to have Shares entered against his name in the Depository Register as at 72 hours before the time appointed for holding the AGM, as certified by The Central Depository (Pte) Limited to the Company.

**Personal Data Privacy:**

By submitting an instrument appointing a proxy, the member accepts and agrees to the personal data privacy terms set out in the Notice of AGM dated 9 April 2024.





**MONEYMAX FINANCIAL SERVICES LTD.**

*(Incorporated in the Republic of Singapore on 9th October 2008)*  
Company Registration No. 200819689Z

7 Changi Business Park Vista, #01-01 SOOKEE HQ, Singapore 486042

**Tel:** 65-6812 2777 | **Fax:** 65-6812 2700

**[www.moneymax.com.sg](http://www.moneymax.com.sg)**