Seatrium

STEERING AHEAD

ANNUAL REPORT 2024

This year's Annual Report, titled "**Steering Ahead**", builds on the nautical theme from the 2023 Annual Report "Making Waves", to convey the transformative journey by the Group to turn around our business, financials and operations.

The upward-facing logomark symbolises the Group's progressive vision, forward-thinking mindset, and strategic positioning towards a resilient future. The wave elements, which exude dynamism and movement, reflect Seatrium's continuous drive to advance business growth, unlock value and deliver sustainable returns.

Seatrium's integrated capabilities (showcased in our game-changing 30,000-tonne twin cranes, which enable safe and efficient integration of mega-structures in a single lift) enhance the Group's competitive edge as a global leader in the marine, offshore and energy industries

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CORPORATE PROFILE

Seatrium Limited provides innovative engineering solutions to the global offshore, marine and energy industries. Headquartered in Singapore, the Group has over 60 years of track record in the design and construction of offshore platforms, rigs, floaters and specialised vessels, as well as vessel repairs, upgrades and conversions.

The Group's key business segments include Oil & Gas, Offshore Wind, Repairs & Upgrades and Carbon Capture and Storage (CCS) & New Energies, with a growing focus on sustainable solutions to advance the global energy transition and maritime decarbonisation.

Seatrium is committed to delivering high standards of safety, quality and performance to its customers which include energy majors, renewable energy companies, transmission system operators, vessel owners & operators and shipping companies.

The Group's global footprint includes shipyards, engineering & technology centres and facilities in Singapore, Brazil, China, India, Indonesia, Japan, Malaysia, the Philippines, Norway, Saudi Arabia, the United Arab Emirates, the United Kingdom and the United States.

Oil & Gas

Offshore Wind

Repairs & Upgrades

CCS & New Energies

Artist's impression of the newbuild WTIV for Maersk Offshore Wind

CORE VALUES

SAFETY

A guiding principle behind everything we do

We promote a healthy and safe work environment for our employees, customers, partners and the community

SUSTAINABILITY

Committed to being a responsible corporate citizen

We prioritise Environmental, Social and Governance issues with a holistic view on sustainability to benefit all stakeholders

PEOPLE-FOCUSED

Where people are the priority because we care

We embrace diversity, foster mutual respect and make our people agenda a strategic business priority

CUSTOMER-CENTRICITY

Committed to our customers' success

We value our partnership with our customers and build lasting relationships to achieve shared purposes

INTEGRITY

Committed to doing the right things

We are trustworthy, accountable, principled and legally compliant in the conduct of our business

EXCELLENCE

Relentless pursuit of excellence

We drive performance excellence, quality, innovation and industry leadership relentlessly

2024 HIGHLIGHTS

Revenue	EBITDA	Net Profit
S$9.2 Billion	**S$627** Million	**S$157** Million

Net Order Book[1]	Underlying EBITDA[2]	Underlying Net Profit[2]
S$23.2 Billion	**S$771** Million	**S$200** Million

Return on Equity	Net Debt/EBITDA
2.5%	**1.1x**

1 As at the FY2024 full-year results announcement on 21 February 2025
2 Underlying figures exclude legal and corporate claims

DELIVERIES AND SAILAWAYS

Deliveries

Brassavola
Singapore's first membrane LNG bunker vessel for Mitsui O.S.K. Lines (MOL)

FPSO Bacalhau
FPSO topsides integration project for MODEC

Vali & Var
Two KFELS Super B Class jack-up rigs for Borr Drilling

FPU Salamanca
FPU refurbishment for Salamanca FPS Infra

FLNG Project
FLNG project for New Fortress Energy

Pluto Train 2 Project
LNG modules assembly for Bechtel

Sailaways

Sofia Offshore Converter Platform
1.4GW HVDC Offshore Converter Platform for RWE Renewables

Revolution Wind Offshore Substation Topsides
Two 440MW HVAC Offshore Substation topsides for Ørsted

Completions

Repairs & Upgrades
231 projects successfully completed

Diverse range of marine and offshore projects underway at Tuas Boulevard Yard

GLOBAL PRESENCE

Under the One Seatrium Global Delivery Model, the Group's operations are closely coordinated across different yards worldwide, supported by centralised engineering and integrated technology resources. The integration of our assets and workforce onto an efficient operating platform enables Seatrium to be a global player with end-to-end delivery capability in key continents. By effectively scaling our operations and harnessing our geographic advantage, the Group is well-positioned to deliver increasingly complex products and solutions to our customers.

Yard Facilities

14

Total Yard Area

~7.4 Million m²

Dry Docks

20

PAVING
THE WAY FORWARD

Building on Global Competencies and Capabilities

As a champion of the global energy transition, Seatrium navigates forward with a bold vision for a sustainable clean energy future driven by a sense of purpose, innovation and technological advancements. Together with our partners, we are embarking on an inspiring journey towards a greener tomorrow.

Renewables and Cleaner/Green Projects in Order Book	Revenue from Renewables and Cleaner/Green Projects	Total Wind Capacity from Past & Current Projects
34%	**S$2.1** Billion	**>13GW**

Seatrium is constructing three 2GW Offshore Converter Platforms for TenneT's offshore wind farms in The Netherlands to advance clean energy for a sustainable future

CHAIRMAN'S STATEMENT

> In appreciation of our shareholders' steadfast support in Seatrium, the Board has proposed a dividend of 1.5 cents per share, our first since 2017.

MARK GAINSBOROUGH
Chairman

Dear Shareholders,

FY2024 was a pivotal year for Seatrium as we embarked on our journey as a newly-formed company.

Despite macroeconomic uncertainties, robust economic growth in emerging economies has bolstered global energy demand. The world also saw continued commitment to achieving net zero, which drove demand for renewable energy and a greater focus on maritime decarbonisation.

Since our inception in 2023, the team has worked tirelessly to unify our people, processes, culture, and values into 'One Seatrium'. In so doing, we were able to execute projects across our business segments safely, diligently and efficiently, and ended the year with a decade-high order book. Over the past year or so, we streamlined our operational footprint, de-risked our balance sheet and improved liquidity. We are now laser-focused on the areas in which we will pursue growth, both strategically and opportunistically, and have established strategic enablers to achieve our goals.

Against this backdrop, we closed FY2024 with a revenue of S$9.2 billion, and an EBITDA that has almost tripled to S$627 million. I am pleased to share that for our first full financial year, we have recorded net profit of S$157 million, a significant turnaround from last year's net loss exceeding S$2 billion.

RETURNING VALUE TO SHAREHOLDERS: OUR FIRST DIVIDEND

In appreciation of our shareholders' steadfast support in Seatrium, the Board has proposed a final one-tier tax exempt ordinary dividend of 1.5 Singapore cents per share, our first since 2017, with due consideration of various factors including the Group's financial, operational and investment needs. The proposed final dividend, subject to your approval at the upcoming AGM, will be paid on 19 May 2025.

PURSUING RESPONSIBLE GROWTH

Seatrium is committed to driving sustainability through the integration of responsible practices into our global operations. Beyond playing a critical role in our clients' global energy transition, we are proactively minimising our environmental footprint. In 2024, we achieved a 30% reduction in Scope 1 and Scope 2 greenhouse gas emissions, moving us closer to our goal of a 40% reduction from 2008 levels by 2030. We will continue to explore various tools and solutions as we progress towards achieving our decarbonisation targets and adopting a pathway to net zero by 2050.

In early-2024, we announced separate in-principle agreements with the Brazilian authorities and the Attorney-General's Chambers in Singapore in relation to the legacy Operation Car Wash matter. Subsequently, Seatrium was informed by the Monetary Authority of Singapore and the Commercial Affairs Department of a joint investigation into offences potentially committed by the former Sembcorp Marine and/or its officers. Seatrium is cooperating fully with the relevant authorities and hopes to resolve these matters soon. We would like to assure shareholders that the Group has zero tolerance for fraud, bribery and corruption. Robust policies and procedures have been put in place to instil the highest standards of discipline, ethics, and compliance across our global operations.

Likewise, when it comes to our people, we uphold the highest standards of human rights and workplace equity. Aligned with the Dhaka Principles for Migration and Dignity, we protect the rights of our employees and demand the same from our partners and across our supply chain.

CHARTING OUR PATH FORWARD

Seatrium's vision is to be a global leader in offshore, marine and energy solutions. At our inaugural Investor Day in March 2024, we set out our strategy towards achieving sustainable and resilient growth, as well as financial targets for 2028. To build a profitable organisation that will remain resilient through cycles, we are focused on four key pillars – Oil & Gas, Offshore Wind, Repairs & Upgrades and Carbon Capture and Storage (CCS) & New Energies. Through this diversified, multi-pronged strategy, and with a unified Seatrium team and the strong support of our customers and business partners, we are committed to achieving our goals and delivering long-term value to all stakeholders.

To achieve our vision, we will reinforce our leadership in production assets, harnessing tailwinds in the oil & gas industry. By leveraging our strong track record and proprietary designs built up over decades, we will continue to secure newbuild contracts and extend our track record. Our progress in the offshore wind sector has been promising, and we will continue to enhance our market presence by forging stronger alliances with key partners, while exploring emerging opportunities in the floating wind sector.

With strategically located yards along major shipping lanes, we are well-positioned to provide repair and upgrade services for complex, high-value projects over the long term. Our targeted investments in CCS and new energy solutions, aligned with global decarbonisation goals, puts us at the forefront of looking at new innovative energy solutions and sowing the seeds today for profitable future revenue streams.

As we navigate an increasingly complex global landscape, we are keenly aware that geopolitical

Chairman and the management team engaging with our employees at Seatrium's inaugural Global Forum

CHAIRMAN'S STATEMENT

uncertainties and shifting market dynamics continue to shape the energy sector, reinforcing the urgency for countries to achieve energy security while balancing environmental sustainability and economic viability. The International Maritime Organization (IMO) has noted that despite recovering demand for offshore & marine services, supply chain disruptions continue to present challenges. With the industry grappling with these issues, we must remain agile and responsive to market changes.

Our diversified portfolio of energy solutions positions us favourably to capitalise on the accelerating demand for energy, ultimately driving long-term, sustainable growth. By leveraging our expertise and partnerships, and driving operational excellence, we will continue to create value for all stakeholders and strengthen our global position in the evolving energy ecosystem, building on our proud heritage with twice the scale and capacity. I am confident that Seatrium is well-poised to become a global champion in the offshore, marine and energy sectors.

ACKNOWLEDGEMENTS

Mr Lai Chung Han stepped down from his role as an Independent Director in June 2024. We are thankful for his active contribution as a member of the Board and the Corporate Social Responsibility Committee, and wish him all the best in his new role as Permanent Secretary (Development) at Singapore's Ministry of Finance.

On 1 March 2025, we welcomed Mr Eng Aik Meng, who brings extensive experience in the maritime, private equity and healthcare industries, as a Non-Executive and Non-Independent Director. Mr Nagi Hamiyeh, a Non-Executive and Non-Independent Director, will be stepping down from the Board at the upcoming AGM. With much appreciation, we thank Mr Hamiyeh for his years of guidance and stewardship.

I would like to express my deep appreciation to fellow directors for their wise counsel and dedication, which helped Seatrium to transform and deliver our first set of profitable results.

We are grateful to our shareholders, customers, business partners, suppliers and other stakeholders for their trust in and support of Seatrium. My fellow Directors and I would also like to thank all our employees globally for their dedication and diligence.

I look forward to another year of continued collaboration and shared success as we engineer a sustainable energy future together.

Sincerely,

MARK GAINSBOROUGH
Chairman

> "I would like to express my deep appreciation to fellow directors for their wise counsel and dedication, which helped Seatrium to transform and deliver our first set of profitable results."

CEO'S MESSAGE

> 2024 was a record year for Seatrium in which we achieved many firsts. Reflecting the trust and confidence from our customers, we grew our net order book to a decade high of S$23.2 billion.

CHRIS ONG
CEO

Dear Shareholders,

The energy transition and global push toward net zero were key drivers of economic activity in 2024, with increased investments in transition energy, green energy and infrastructure development. Leveraging our years of experience, and the synergies arising from our integration journey, we were able to seize the right opportunities to deliver a positive performance for FY2024.

RETURNING TO PROFITABILITY

In FY2024, our revenue grew 27% to S$9.2 billion, from S$7.3 billion last year, attributable to strong project execution and increased business activity in repairs and upgrades.

As part of our integration efforts, we improved operational efficiency and implemented cost optimisation initiatives across our global yards to successfully reduce our overheads. This, together with the divestment of non-core assets, allowed us to achieve a 166% growth in EBITDA to S$627 million for FY2024, from S$236 million for FY2023. Underlying EBITDA[1] for FY2024 was S$771 million, up 23% from S$628 million for FY2023.

FY2024 net profit amounted to S$157 million, a reversal from a net loss of S$2.0 billion for FY2023, supported by higher revenue, enhanced operational efficiencies, and the absence of exceptional items recognised in FY2023. FY2024 underlying net profit was S$200 million, compared to an underlying net loss of S$28 million last year.

We maintained a disciplined approach to capital management and continued to optimise our capital structure as we replaced short-term working capital loans with longer-tenor and committed facilities. As at 31 December 2024, Seatrium's net current assets stood at S$554 million, compared to S$55 million in the corresponding period.

Net leverage ratio improved to 1.1 times as at end-2024 from 3.2 times last year. Shareholders' Funds remained stable at S$6.3 billion as at 31 December 2024.

During the year, we secured a three-year Global Syndicated Bank Guarantee Facility of S$1.3 billion in aggregate, participated by ten financial institutions. The facility is the first-of-its-kind in the offshore & marine industry and will support Seatrium's future business needs. As we grow the business and win new contracts, we will exercise strict financial discipline to support long-term, sustainable growth.

DRIVING OPERATIONAL EXCELLENCE

We are committed to building a business that can deliver through-cycle, sustainable growth. To do so, we have expanded beyond the oil & gas sector into cleaner/green energy and new energy solutions. The value we bring to our customers lies in the deep engineering expertise that we have developed and honed over decades. As one integrated company, we are harnessing synergies from our global network of yards, engineering centres and technology centres via our One Seatrium Global Delivery Model to deliver increasingly complex solutions to our customers worldwide.

2024 was a record year for Seatrium in which we achieved many firsts. Reflecting the trust and confidence from our customers, we grew our net order book to a decade high of S$23.2 billion. Our robust order backlog, comprising 27 projects with deliveries extending to 2031, underpins revenue visibility in the coming years. We secured S$15.2 billion in new order wins from both new and repeat customers, including the newbuild P-84 and P-85 FPSOs for Petrobras, the Sparta FPU for Shell, and the Kaskida FPU for bp. In addition, we expanded our footprint in offshore wind with a third HVDC contract for TenneT

1 2024 Underlying figures exclude legal & corporate claims. 2023 Underlying figures exclude write-downs, provision for onerous contracts, legal & corporate claims, and merger expenses

CEO'S MESSAGE

Seatrium and Penta-Ocean Construction sign contract for a Heavy Lift Vessel for Japan's offshore wind market

and, in January 2025, a Heavy Lift Vessel for Japanese marine contractor, Penta-Ocean Construction. These developments underscore our ability to capture opportunities across the energy sector, while strengthening our leadership in the oil & gas segment.

In FY2024, we stayed laser-focused on project execution, delivering seven projects, including Singapore's first newbuild membrane LNG bunker vessel Brassavola, two jack-up rigs – Var and Vali, the Salamanca FPU, LNG production train Pluto Train 2, FPSO Bacalhau, and an FLNG project.

Reinforcing our market leadership in vessel repairs, upgrades and conversions, we continued to secure new contracts and deliver projects with varying complexities and requirements. The Repairs & Upgrades business segment marked steady growth in 2024, as we completed work on 231 vessels, with an increased revenue per vessel. During the year, we continued to deepen our partnerships with customers through securing favoured customer contracts. Beyond facilitating forward capacity planning, these contracts, a total of 22 signed to date, will augment our recurring income base.

ENGINEERING A LOW-CARBON FUTURE

Seatrium is actively diversifying our order book and expanding our track record in renewables and cleaner/green solutions. In FY2024, we grew our renewables and cleaner/green solutions net order book to S$7.9 billion – or 34% of total net order book – from S$6.3 billion for FY2023. Renewables and cleaner/green solutions contributed to S$2.1 billion in revenue for FY2024.

To date, we are executing various renewables projects, and these, together with our past projects, will contribute over 13GW of global wind capacity.

Seatrium plays an important role in greening the maritime industry, which is a key contributor to global carbon emissions. Through our technology

Seatrium completed the world's first full-scale, turnkey CCS retrofit on Solvang's ethylene carrier, Clipper Eris, which is set to capture up to 70% of CO_2 emissions using amine cleaning technology company, Aragon, we are advancing CO_2 purification and liquefaction systems, including the world's first CO_2 Handling Hub for CCB Energy in Norway. Our SEARA™ Onboard Carbon Capture System (OCCS) also integrates CO_2 capture, liquefaction, and storage. With our advanced technical know-how in upgrading and retrofitting vessels, we completed the world's first full-scale, turnkey CCS retrofit for Solvang. Following the vessel retrofit, Solvang's Clipper Eris will capture, liquefy, and store up to 70% of its carbon dioxide emissions, achieving one of the highest carbon reductions among marine vessels.

To support the world's transition to a low-carbon economy, we are actively partnering stakeholders to push industry frontiers. Some strategic partnerships that we have initiated during the year include MOUs with Singapore's Agency for Science, Technology and Research (A*STAR) to explore new energies and AI applications, and with ABS and DNV to accelerate decarbonisation and drive sustainable innovations in the offshore & marine industry. Meanwhile, our Ocean Lab partnership with the Technology Centre for Offshore and Marine, Singapore (TCOMS) will allow us to advance the design and operational performance of smart ocean systems and infrastructure.

BUILDING A SUSTAINABLE BUSINESS

At Seatrium, sustainability underpins every facet of our business. We aspire to be a positive force for change in the communities we operate in, as we create long-term value for all stakeholders.

Following the launch of Sustainability Vision 2030 in 2023, we established the Sustainable Finance Framework in July 2024, a major milestone in aligning our investments with our sustainability goals. Through the framework, we aim to support projects that prioritise environmental stewardship, social responsibility and long-term economic resilience.

A sustainable business also means having good governance. Despite legacy legal issues, we have put in place robust policies and procedures to instil the highest standards of compliance and corporate governance. To further our commitment to ethical business practices, our major operating entities globally achieved the ISO 37001 Anti-bribery Management Systems certification in 2024.

At Seatrium, our people are our greatest asset, and we are committed to nurturing and building a healthy, diverse, talented and inclusive workforce. To do so, we have placed the safety and well-being of employees amongst our top priorities. Despite our efforts, we lost two colleagues in 2024 due to workplace accidents. We are deeply saddened by these losses and have undertaken extensive investigations and remedial actions to prevent recurrence. The lessons learned from the two accidents have been channelled into our Journey Zero strategy, as we work towards reducing workplace fatalities to zero.

We hold ourselves to the highest international standards of human rights, ensuring that all our employees are treated with dignity and respect. In this regard, we reinforced this commitment with the launch of our Human Rights and Diversity, Equity and Inclusion Statement, setting clear expectations for an inclusive, fair, and ethical workplace. We will continue with our relentless efforts to foster a culture of respect, ensuring fair treatment, and driving meaningful change across our operations.

Our employees have been pivotal in shaping our business and impact on an international scale. Through the Seatrium Academy, our employees receive training in the five core competencies of engineering solutions; technology & digitalisation; quality, health, safety & environment; energy mix & renewables; and sustainability. We will continue to invest in training and employee development to grow and nurture our global talent pool.

In 2024, as a Group, we contributed over S$2.9 million to support various community-initiated events and corporate social responsibility programmes. Collectively, we volunteered over 10,000 hours to community activities globally, as part of our commitment to creating a positive impact on the communities we operate in.

STEERING AHEAD

In March 2024, we hosted our inaugural Investor Day during which we outlined our Group's longer term strategy and introduced our 2028 targets. As we progress towards these targets, we will continually engage the investment community to provide timely updates.

By 2028, we target to consistently achieve

≥S$1.0b	≥8.0%	2.0–3.0x
EBITDA	Return on Equity	Net Debt/EBITDA

CEO'S MESSAGE

Looking into 2025, the global macroeconomic landscape presents a complex blend of challenges and opportunities. Geopolitical tensions, particularly in key energy-producing regions, continue to influence market dynamics and supply chains. However, the global need to tackle the energy trilemma of security, sustainability and affordability remains paramount. These developments give rise to unique opportunities for Seatrium as a global leader in offshore, marine and energy solutions. Our dual focus on oil & gas and renewables solutions positions us favourably to capitalise on the accelerating demand for energy, ultimately driving long-term, sustainable growth.

To future-proof our business, we will continue to invest in digitalisation to improve our systems, services and products. As part of our Smart Yard initiative, we are leveraging smart video analytics, AI and digital twin technology augmented with real-time IoT to further improve operational efficiency.

From maritime decarbonisation to new energy solutions, Seatrium is at the forefront of the industry with our deep engineering capabilities and extensive track record. As we progress on our transformation journey, we will stay the course to fully realise the synergies and efficiencies envisioned when Seatrium was formed. By consolidating our strengths and resources and leveraging our One Seatrium Global Delivery Model, we will continue to scale our business to deliver sustained value for our shareholders.

On behalf of the management team, I would also like to express our heartfelt gratitude to our shareholders, customers, business partners, suppliers and other stakeholders for their trust in and support of Seatrium, as we focused on returning our business to profitability. Since our formation in 2023, we have worked tirelessly and dedicated ourselves to integrating two offshore & marine titans as one. I am grateful for our Board of Directors for their continuous guidance on this journey. I would also like to thank all my dedicated Seatrium colleagues globally for always delivering the best quality products and services to our customers.

We are only at the start of our journey. I look forward to making new waves as One Seatrium, growing the business sustainably, and ultimately delivering value to all our stakeholders.

Sincerely,

CHRIS ONG
CEO

Moving forward as One Seatrium: The Board and our employees at Seatrium's inaugural Global Forum

BOARD OF DIRECTORS

MARK GAINSBOROUGH, 66

Non-Executive/Independent Director
Chairman of the Board

Date of appointment as a Director: 28 February 2023
Date of last re-election: 26 April 2024
Length of service as a Director: 2 years 2 months

Chairman, Nomination and Remuneration Committee
Chairman, Transformation Committee
Member, Corporate Social Responsibility Committee

Mr Mark Gainsborough spent 39 years with Shell where he held various senior appointments, based in the UK, Turkey, Netherlands and Singapore. His last role with Shell was Executive Vice-President (EVP) and Head of Shell's new energies business. He was responsible for building positions in renewable power, energy storage, EV charging, hydrogen, biofuels and nature-based solutions. Prior to that, he was EVP of Global Commercial, leading Shell's global Lubricants, Bitumen, Jet Fuel, Marine Fuels and Sulphur businesses.

After retiring from Shell in 2020, he founded Low Carbon Advisors, a business that helps boards and CEOs navigate the path to net zero carbon emissions.

Mr Gainsborough is currently a board member of Husk Power Systems, a leading developer of mini-grids in India and Africa, an Independent Director at Green Mantra Technologies, a Canadian plastics recycling business, the Chairman of Snowfox Discovery, a UK-based natural hydrogen exploration company and a Director of NOA Group Holdings Proprietary Limited, a South African renewable energy independent power producer. He previously served on a number of advisory boards including Beyond Net Zero, an Energy Transition investment fund, and is currently a member of the United Overseas Bank (UOB) Sustainability Advisory Panel. His previous board roles include Greenko, one of the largest renewables developers in India. His past professional interests include the healthcare sector, serving for five years as a Non-Executive Director of one of UK's National Health Service Trusts. He has also served as the Vice President of the European Petroleum Industry Association. He currently chairs the board of a wildlife conservation charity based in South Africa.

Mr Gainsborough holds a Master's degree in Environmental Policy and a Bachelor of Science degree in Psychology from University College, London. He is a Fellow of the UK Energy Institute, a Fellow of the Royal Geographical Society and has been accorded a Senior Accredited Director by the Singapore Institute of Directors.

PRINCIPAL COMMITMENTS AND OTHER LISTED COMPANY DIRECTORSHIPS

Present directorships in other listed companies

Nil

Present principal commitments *(other than directorships in other listed companies)*

- Green Mantra Recycling Technologies Ltd. (Board Member)
- Husk Power Systems Inc. (Board Member)
- Low Carbon Advisors Pte. Ltd. (Chairman)
- NOA Group Holdings Proprietary Limited (Director)
- SnowFox Discovery Limited (Chairman)
- United Overseas Bank (UOB) Sustainability Advisory Panel (Member)

Past directorships in other listed companies and principal commitments *(for the last 5 years)*

- Beyond Net Zero Advisory Board (Member)
- Corvus Energy A.S. (Board Member)
- Greenko Energy Holdings (Board Member)
- Off The Line Vineyard Ltd. (Director)

BOARD OF DIRECTORS

YAP CHEE KEONG, 64
Non-Executive/Independent Director
Deputy Chairman

Date of appointment as a Director: 8 December 2021
Date of last re-election: 26 April 2023
Length of service as a Director: 3 years 4 months

Chairman, Audit and Risk Committee
Member, Nomination and Remuneration Committee
Member, Transformation Committee

Mr Yap Chee Keong currently sits on various boards including Shangri-La Asia Limited, Olam Group Limited, Sembcorp Industries Ltd, Ensign Infosecurity Pte. Ltd., PIL Pte. Ltd. and Singlife Holdings Pte Ltd. He was formerly the Executive Director of The Straits Trading Company and Chief Financial Officer of Singapore Power Group.

Mr Yap previously served on the board of Singapore's Accounting and Corporate Regulatory Authority (ACRA) and was a member of ACRA's Public Accountants Oversight Committee. He was a member of the working group convened by the Monetary Authority of Singapore (MAS), Singapore Exchange (SGX) and ACRA to review the Guidebook for Audit Committees in Singapore, as well as the panel convened by MAS, SGX, ACRA and the Singapore Institute of Directors, which formulated guidelines for board risk committees.

Mr Yap holds a Bachelor of Accountancy from the National University of Singapore and is a Fellow of the Institute of Singapore Chartered Accountants, CPA Australia and Singapore Institute of Directors.

PRINCIPAL COMMITMENTS AND OTHER LISTED COMPANY DIRECTORSHIPS

Present directorships in other listed companies

- Olam Group Limited
- Sembcorp Industries Ltd
- Shangri-La Asia Limited

Present principal commitments *(other than directorships in other listed companies)*

- Ensign Infosecurity Pte. Ltd. (Director)
- PIL Pte. Ltd. (Director)
- Professional Investment Advisory Service Pte Ltd (Chairman)
- Singlife Holdings Pte Ltd (Director)
- The Assembly of Christians of Singapore Ltd (Director)

Past directorships in other listed companies and principal commitments *(for the last 5 years)*

- Bayberry Limited (Director)
- Certis CISCO Security Pte Ltd (Director)
- Citibank Singapore Limited (Director)
- Maxeon Solar Technologies Ltd (Director)
- Mediacorp Pte Ltd (Director)

CHRIS ONG, 50

Executive/Non-Independent Director
Chief Executive Officer

Date of appointment as a Director: 28 February 2023
Date of last re-election: 26 April 2023
Length of service as a Director: 2 years 2 months

Member, Corporate Social Responsibility Committee
Member, Transformation Committee

Mr Chris Ong was appointed as an Executive Director and the CEO of the Company on 28 February 2023. He has been the CEO of Seatrium Offshore & Marine Limited (formerly Keppel Offshore & Marine Ltd) since 1 July 2017 and a Director of Seatrium (SG) Pte. Ltd. since 15 July 2024.

Mr Ong is a board member of the Maritime and Port Authority of Singapore, a member of the Board of Governors of both the Institute of Technical Education Board of Governors and the Global Centre for Maritime Decarbonisation, and a member of Singapore's Manufacturing, Trade and Connectivity Domain International Advisory Panel. He is the Chairman of the Singapore Institute of Technology Industry Advisory Committee. He is a council member of Stiftelsen Det Norske Veritas, and a member of DNV GL South East Asia and Pacific Technical Committee and American Bureau of Shipping Committee.

Mr Ong holds a Bachelor of Engineering (Electrical and Electronics) and a Master of Science (Electrical and Electronics Engineering) from the National University of Singapore and has completed Berkeley-Nanyang's Advanced Management Programme.

PRINCIPAL COMMITMENTS AND OTHER LISTED COMPANY DIRECTORSHIPS

Present directorships in other listed companies

Nil

Present principal commitments *(other than directorships in other listed companies)*

- Global Centre for Maritime Decarbonisation (Member of the Board of Governors)
- Institute of Technical Education (Member of the Board of Governors)
- Maritime and Port Authority of Singapore (Board Member)
- Singapore's Manufacturing, Trade and Connectivity Domain International Advisory Panel (Member)

Past directorships in other listed companies and principal commitments *(for the last 5 years)*

- Subsidiaries of Seatrium Limited

BOARD OF DIRECTORS

JAN HOLM, 56
Non-Executive/Independent Director

Date of appointment as a Director: 28 February 2023
Date of last re-election: 26 April 2023
Length of service as a Director: 2 years 2 months

Chairman, Corporate Social Responsibility Committee
Member, Audit and Risk Committee

Mr Jan Holm held significant roles in banking, shipping, oil & gas and nuclear industries, in the fields of business development, finance and general management.

Mr Holm was recently EVP of Seaborg Technologies where he was responsible for its Southeast Asia business. He previously worked in Maersk Group for 17 years in various positions, including CEO of Maersk Drilling in Singapore where he was responsible for its business in Asia. Prior to that, he worked in Danske Bank Group within finance and business development.

Mr Holm is Chairman of the board of Risk Intelligence A/S, a member of the advisory boards of Earth 300 Ventures Pte. Ltd., Avina Clean Hydrogen Inc., Kvasir Technologies Aps and BigYellowFish Technologies Pte. Ltd., as well as the Co-founder and Chairman of the board of Singapore-based think tank, Centre for Strategic Energy and Resources.

Mr Holm holds a Master of Science from Aarhus Business School and an Executive MBA from Copenhagen Business School. He has completed the Advanced Management Programme and the Asian International Executive Programme at INSEAD, where he also earned a certification as an international director, and a course in Circular Economy and Sustainability Strategies at Cambridge University. He has been accorded a Senior Accredited Director by the Singapore Institute of Directors.

PRINCIPAL COMMITMENTS AND OTHER LISTED COMPANY DIRECTORSHIPS

Present directorships in other listed companies

- Risk Intelligence A/S

Present principal commitments *(other than directorships in other listed companies)*

- Alexandra Road Ventures Pte. Ltd. (Director)
- Avina Clean Hydrogen Inc. (Advisory Board Member)
- BigYellowFish Technologies Pte. Ltd. (Advisory Board Member)
- Centre for Strategic Energy and Resources Limited (Director)
- Earth 300 Ventures Pte. Ltd. (Member of the Advisory Board)
- Kvasir Technologies Aps (Advisory Board Member)
- Low Carbon Advisors Pte. Ltd. (Advisor)
- Navozyme Pte. Ltd. (Board Member)
- Risk Intelligence Singapore Pte. Ltd. (Director)
- Sirius Venture Pte. Ltd. (Director)
- Union Marine Management Services Pte. Ltd. (Advisor)

Past directorships in other listed companies and principal commitments *(for the last 5 years)*

- Haush Ltd (Member of the Advisory Board)
- Maersk Group Companies (Board Member)
- Maersk Drilling Holdings Singapore Pte. Ltd. (CEO)
- Oceanway Holdings Pte. Ltd. (Director)
- Rov-Tech Pte. Ltd. (Director)
- Seaborg Singapore Pte. Ltd. (Director)
- Seaborg Technologies (Executive Vice President)

NAGI HAMIYEH, 56
Non-Executive/Non-Independent Director

Date of appointment as a Director: 28 February 2023
Date of last re-election: 26 April 2024
Length of service as a Director: 2 years 2 months

Member, Audit and Risk Committee
Member, Nomination and Remuneration Committee
Member, Transformation Committee

Mr Nagi Hamiyeh is currently Managing Director and Head of Europe, Middle East and Africa (EMEA) at Temasek. Previously, he led Temasek's portfolio development, natural resources, industrials, consumer and real estate investment teams and was Joint Head of enterprise development group, Joint Head of the investment group and Head of Africa and Middle East, Australia and New Zealand. He is also a director on the boards of Sembcorp Industries Ltd, Olam Group Limited, OFI Group Ltd and EM Topco Limited.

Mr Hamiyeh has over 30 years of experience in strategy, corporate finance, mergers and acquisitions, growth equity, private equity and public investing in multiple industries across the globe. Prior to joining Temasek in 2005, he was a banker with Credit Suisse First Boston's energy group. He began his career at Bain & Company.

Mr Hamiyeh holds a Master of Science in Civil and Environmental Engineering from Massachusetts Institute of Technology, as well as a Bachelor of Science in Civil Engineering from University of Texas.

PRINCIPAL COMMITMENTS AND OTHER LISTED COMPANY DIRECTORSHIPS

Present directorships in other listed companies

- Olam Group Limited
- Sembcorp Industries Ltd

Present principal commitments *(other than directorships in other listed companies)*

- EM Topco Limited (Director)
- OFI Group Ltd (Director)

Past directorships in other listed companies and principal commitments *(for the last 5 years)*

- Dream International BV (Director)
- Kyanite Investment Holdings Pte. Ltd. (Director)
- Kyanite Investment Holdings (I) Pte. Ltd. (Director)
- Lebanese International Finance Executives (Board Member)
- Olam Agri Holdings Pte. Ltd. (Director)
- Sheares Healthcare Group of Companies (Director)
- Sigma Healthcare Management (Director)
- Startree Investments Pte. Ltd. (Director)
- Tana Africa Capital (Director)
- Tana Africa Investment Managers (Board Member)

BOARD OF DIRECTORS

IEDA GOMES YELL, 68

Non-Executive/Independent Director

Date of appointment as a Director: 1 May 2023
Date of last re-election: 26 April 2024
Length of service as a Director: 2 years

Member, Corporate Social Responsibility Committee
Member, Transformation Committee

Ms Ieda Gomes Yell is an expert in the natural gas, energy and infrastructure industries with an international career spanning 35 years. She spent 14 years in senior leadership positions with BP plc, including President of BP Brazil and Vice President of New Ventures Integrated Supply and Trading. Before joining BP, she was CEO of Brazil's largest gas utility, the Sao Paulo Gas Company.

Ms Yell was Brazil's Veuve Clicquot Business Woman of the Year in 2001 and has an extensive experience as a non-executive director of various listed and private companies in Brazil, France and the United States.

Ms Yell is a Visiting Fellow of the Oxford Institute for Energy Studies, a Fellow of the Energy Institute, and a member of the Advisory Council of the Brazilian think tank FGV Energia, the Infrastructure Council of the Sao Paulo Federation of Industries (FIESP) and the Advisory Council of the Brazilian Chamber of Commerce in Great Britain.

Ms Yell holds a Bachelor of Science in Chemical Engineering from the Federal University of Bahia, a Master of Science in Energy from the University of Sao Paulo, and a Master of Environmental Engineering from the Polytechnic School of Lausanne. She has also obtained designation and formation in ESG by Competent Boards, and has been accorded a Senior Accredited Director by the Singapore Institute of Directors.

PRINCIPAL COMMITMENTS AND OTHER LISTED COMPANY DIRECTORSHIPS

Present directorships in other listed companies

Nil

Present principal commitments *(other than directorships in other listed companies)*

- Brazilian Chamber of Commerce in Great Britain (Member)
- Business Isle of Man (Cleantech Champion) (Director)
- Manx Utility Authority (Director)
- Sao Paulo Federation of Industries (Member)
- The Institute of Directors (United Kingdom) (Director)
- Women in Leadership in Latin America, Brazil (Council Member and Founder)

Past directorships in other listed companies and principal commitments *(for the last 5 years)*

- Bureau Veritas (France) (Director)
- Exterran Corporation (USA) (Director)
- InterEnergy Group (Nominee Director)
- Prumo Logistica (Brazil) (Director)
- Saint Gobain Group (France) (Director)

SARJIT SINGH GILL, 71

Non-Executive/Independent Director

Date of appointment as a Director: 1 June 2023
Date of last re-election: 26 April 2024
Length of service as a Director: 1 year 11 months

Member, Audit and Risk Committee

Mr Sarjit Singh Gill is a Senior Partner with Shook Lin & Bok. He is a Senior Counsel of the Supreme Court of Singapore since 1998. He has extensive experience in a broad range of litigation and arbitration matters, with a special focus on corporate and commercial disputes, banking-related disputes, shareholders' disputes, professional negligence and fraud. He also has an active international arbitration practice, having been involved in a significant number of complex arbitrations in Singapore and abroad.

Mr Gill is a member of the Life Imprisonment Review Board, The President's Pleasure Review Board and Long Imprisonment Review Board. He has also been appointed to serve as a member of the Singapore International Arbitration Centre (SIAC) Panel of Arbitrators and has served as a member of the Singapore International Mediation Centre Specialist Mediator Panel (Singapore) from 2020 to 2022. He is a board member of the Inland Revenue Authority of Singapore, as well as the Urban Redevelopment Authority. He is also a Non-Executive Director of Heliconia Capital Management Pte Ltd and served on the board of the Central Provident Fund from 2012 to 2018.

Mr Gill holds a Bachelor of Laws (Honours) from the National University of Singapore. He is an Advocate and Solicitor, Singapore (1977) as well as a Solicitor, England and Wales (2003).

PRINCIPAL COMMITMENTS AND OTHER LISTED COMPANY DIRECTORSHIPS

Present directorships in other listed companies

Nil

Present principal commitments *(other than directorships in other listed companies)*

- Heliconia Capital Management Pte Ltd (Director)
- Inland Revenue Authority of Singapore (Board Member)
- Life Imprisonment Review Board, The President's Pleasure Review Board and Long Imprisonment Review Board (Member)
- Shook Lin & Bok LLP (Senior Partner)
- Singapore International Arbitration Centre (SIAC) Panel of Arbitrators (Member)
- Urban Redevelopment Authority (Board Member)

Past directorships in other listed companies and principal commitments *(for the last 5 years)*

- Singapore International Mediation Centre Specialist Mediator Panel (Singapore)

BOARD OF DIRECTORS

ASTRID SKARHEIM ONSUM, 54
Non-Executive/Independent Director

Date of appointment as a Director: 1 September 2023
Date of last re-election: 26 April 2024
Length of service as a Director: 1 year 8 months

Member, Audit and Risk Committee

Ms Astrid Skarheim Onsum has close to 30 years of experience in the global maritime and energy sector. She previously held a range of executive and technical leadership roles, and worked at onshore as well as offshore construction sites. Her experience includes offshore oil and gas, renewable energy, mining, circular economy, digital solutions and software.

Ms Onsum was appointed by the Norwegian government in 2021 to provide advice on climate-friendly investments. She was previously CEO of NG (Norsk Gjenvinning ASA) Group. Prior to that, she spent the majority of her career with various Aker companies and was the CEO of Aker Offshore Wind ASA. She currently serves as a Non-Executive Director of Epiroc AB, Spoor AS and Downing Renewables and Infrastructure Trust Plc, and is a member of the advisory board of Airloom Energy Inc.

Ms Onsum holds a Master of Science in Mechanical Engineering from The Norwegian University of Science and Technology (NTNU). She has been accorded a Senior Accredited Director by the Singapore Institute of Directors.

PRINCIPAL COMMITMENTS AND OTHER LISTED COMPANY DIRECTORSHIPS

Present directorships in other listed companies

- Epiroc AB (Non-Executive Director and Audit Committee Member)
- Downing Renewables and Infrastructure Trust Plc (Non-Executive Director and Member of the Board Committees)

Present principal commitments *(other than directorships in other listed companies)*

- Airloom Energy Inc (Advisory Board Member)
- Spoor AS (Non-Executive Director)

Past directorships in other listed companies and principal commitments *(for the last 5 years)*

- Aker Offshore Wind ASA (CEO)
- Nordic Unmanned ASA (Chairperson and Director)
- Principle Power Inc (Director)
- The NG (Norsk Gjenvinning ASA) Group (CEO)
- The Norwegian Government 2021/2022 Expert Committee on Climate Friendly Investments (Member)

MARIEL VON SCHUMANN, 53

Non-Executive/Independent Director

Date of appointment as a Director: 1 October 2023
Date of last re-election: 26 April 2024
Length of service as a Director: 1 year 7 months

Member, Corporate Social Responsibility Committee
Member, Nomination and Remuneration Committee

Ms Mariel von Schumann has over 20 years of experience in leading management roles with deep knowledge of renewables, including manufacturing and servicing on-and-offshore wind turbines. She was the former Chief of Staff at Siemens AG, instrumental in the design and execution of the strategic transformation of the Siemens Group and responsible for a diverse portfolio of corporate functions and initiatives (including investor relations and government affairs). She is currently a member of the Supervisory Board of Agora Strategy Group and Chairperson of the Supervisory Board of Verti Versicherung AG.

Ms von Schumann holds a Bachelor of Arts in Economics and Management from ICHEC Brussels Management School and a Master in Economics and International Management from ESCP Business School.

PRINCIPAL COMMITMENTS AND OTHER LISTED COMPANY DIRECTORSHIPS

Present directorships in other listed companies

Nil

Present principal commitments *(other than directorships in other listed companies)*

- Agora Strategy Group (Member)
- Verti Versicherung AG (Chairperson)

Past directorships in other listed companies and principal commitments *(for the last 5 years)*

- Siemens Gamesa (Member of the Supervisory Board)
- Siemens India (Member of the Supervisory Board)

BOARD OF DIRECTORS

ENG AIK MENG, 55
Non-Executive/Non-Independent Director

Date of appointment as a Director: 1 March 2025
Date of last re-election: N.A.
Length of service as a Director: 1 month

Mr Eng Aik Meng has over 30 years of global business and operating experience in the healthcare and maritime industries, including a proven track record in private equity investments. He is currently Joint Head of Portfolio Development Group and Head of Operating Group at Temasek International (Pte) Ltd. Mr Eng is also a board member of 65 Equity Partners, a wholly owned subsidiary of Temasek Holdings which focuses on investing in established family-owned and entrepreneur-led businesses, as well as Singapore-listed SATS Ltd. He was previously a Senior Advisor with TPG Capital.

Prior to joining Temasek, Mr Eng was co-founder of TE Asia Healthcare Partners, a company largely funded by TPG Capital to spearhead specialty healthcare investments in Asia, and Group CEO of TE Healthcare Advisory Pte Ltd. Mr Eng successfully grew the business and exited it in 2024. Before joining the healthcare industry, Mr Eng spent 18 years with Neptune Orient Lines in various leadership roles.

Mr Eng holds a Bachelor of Accountancy from Nanyang Technological University and a Master of Business Administration from Harvard University.

PRINCIPAL COMMITMENTS AND OTHER LISTED COMPANY DIRECTORSHIPS

Present directorships in other listed companies

- SATS Ltd

Present principal commitments *(other than directorships in other listed companies)*

- Temasek International (Pte) Ltd (Joint Head, Portfolio Development Group, and Head, Operating Group)

Past directorships in other listed companies and principal commitments *(for the last 5 years)*

- TE Asia Healthcare Partners Pte. Ltd. (Director/Shareholder)
- TE Healthcare Advisory Pte. Ltd. (Director and Group CEO)

SENIOR MANAGEMENT

CHRIS ONG
Chief Executive Officer

ADRIAN TENG
Chief Financial Officer

CHOR HOW JAT
Chief Operating Officer

LEE CHAY HOON
Chief People Officer

LIM HOWE RUN
Chief Risk Officer

LOOI LEE HWA
General Counsel and Company Secretary

LIM SHIH HSIEN
Executive Vice President, Cyber IT & OT

AZIZ MERCHANT
Executive Vice President, Engineering, Technology & New Product Development

STEPHEN LU
Executive Vice President, Strategy

WILLIAM GU
Executive Vice President, Seatrium Energy (International)

MARLIN KHIEW
Executive Vice President, Seatrium Energy (Americas)

SAMUEL WONG
Executive Vice President, Seatrium Energy (Fixed Platforms)

ALVIN GAN
Executive Vice President, Repairs & Upgrades

SENIOR MANAGEMENT

CHRIS ONG
Chief Executive Officer

Please refer to Mr Ong's profile under the Board of Directors section.

ADRIAN TENG
Chief Financial Officer

Mr Adrian Teng oversees the Group's finance functions, which covers corporate finance, treasury, project accounting, financial reporting, taxation, investor relations and corporate communications.

Mr Teng brings over two decades of diverse international experience in strategy, finance, restructuring, operations and corporate services across developed and emerging markets.

Prior to his current appointment, he was Group CFO and COO of Clifford Capital Holdings. Before Clifford Capital, Mr Teng was Group Finance Director of Jardine Cycle & Carriage and Group Treasurer of Jardine Matheson. Previously, he spent over a decade in global restructuring and banking.

Mr Teng holds a Master of Science in Public Policy and Management from the School of Oriental and African Studies, University of London, a Master of Business Administration from the University of Illinois at Urbana Champaign, a Bachelor of Science from Creighton University, and the Executive Diploma in Directorship from the Singapore Management University. He has also completed the Stanford Executive Programme from Stanford University and the Asian Financial Leaders Programme. In addition, he holds the Certified Treasury Professional designation from The Association for Financial Professionals.

CHOR HOW JAT
Chief Operating Officer

Mr Chor How Jat oversees Seatrium's yard operations globally. As Chief Operating Officer, he leads the Group's operations across multiple sites globally and manages the operating system across the EPCI value chain to design and deliver complex commercial solutions. Mr Chor has vast experience in leading Commercial, Engineering, Operations, Workplace Health & Safety, Quality, Supply Chain, and Project Management departments.

Prior to his current appointment, Mr Chor was Chief Operating Officer and Managing Director (Conversions & Repairs) of Keppel Offshore & Marine. He sat on the boards of numerous subsidiaries of Keppel Offshore & Marine. In addition, Mr Chor is a member of the American Bureau of Shipping (ABS), The Marine Technical Committee (TMTC) of ABS, Singapore Technical Committee of Nippon Kaiji Kyokai and Lloyd's Register Southeast Asia Technical Committee (SEATC).

Mr Chor holds a Bachelor of Engineering (Honours) in Naval Architecture & Shipbuilding and Master of Science in Marine Technology from University of Newcastle Upon Tyne, UK. He has also attended the General Management Programme at Harvard Business School.

LEE CHAY HOON
Chief People Officer

Dr Lee Chay Hoon is responsible for the formulation and implementation of Seatrium's people strategy to achieve organisational goals. She leads the assessment and design of organisation development systems, global people management processes, and leadership and capabilities building to promote business excellence and competitive advantage.

Dr Lee has held various leadership and board appointments at Keppel Offshore & Marine, steered and worked with teams from over 10 countries. She has extensive experience working with customers, unions, government agencies, classification societies, research institutes and tertiary education institutions. Dr Lee was previously Associate Professor and Director of the Nanyang Fellows EMBA Programme at Nanyang Technological University, Singapore.

Dr Lee holds a Bachelor of Arts in Economics (Honours) from California State University, Northridge. She also holds a Master of Business Administration, a Master of Science in Quantitative Analysis, and a Doctor of Philosophy in Management from the University of Cincinnati. Dr Lee has also completed post-doctoral programmes from Harvard Business School, Center of Creative Leadership and University of Denver.

LIM HOWE RUN
Chief Risk Officer

Mr Lim Howe Run oversees the Group's risk functions which include risk management, compliance, integrated audit and security.

Prior to his current appointment, Mr Lim held various leadership positions with Singapore Power Limited in general management, mergers and acquisitions, investment stewardship, risk management and compliance. He was previously Head of Compliance and Operational Audit, Head of Strategic Investments, Head of Regulatory Management and Deputy CEO of SPI Australia Assets Pte Ltd.

Mr Lim holds a Bachelor of Engineering (Mechanical) from the National University of Singapore.

LOOI LEE HWA
General Counsel and Company Secretary

As General Counsel and Company Secretary, Mdm Looi Lee Hwa oversees legal compliance, corporate governance and corporate secretariate matters, and provides strategic legal guidance to the Group.

Mdm Looi brings a wealth of experience in corporate law, regulatory matters, mergers and acquisitions, capital market fundraising and commercial disputes resolution. She is a highly accomplished professional with over three decades of experience spanning multiple industries, including energy and renewables, shipping, manufacturing, and oil & gas.

Prior to joining Seatrium, she held senior positions as Group General Counsel in several major companies, including Sembcorp Industries Ltd, Neptune Orient Lines Ltd, and Chartered Semiconductor Manufacturing.

Mdm Looi holds a Bachelor of Laws (Honours) degree from the National University of Singapore and is admitted to the Bar as an advocate and solicitor of the Supreme Court of Singapore.

LIM SHIH HSIEN
Executive Vice President, Cyber IT & OT

Mr Lim Shih Hsien oversees the security, efficiency, and innovation of Seatrium's digital ecosystem, covering cybersecurity, IT (Information Technology), and OT (Operational Technology).

Mr Lim brings with him more than 25 years of experience in cybersecurity, IT and OT. Prior to his current appointment, he assumed various leadership positions in public and private sectors, driving digital innovation and transformation. His career achievements in Certis Group, SP Group, The Hong Kong Jockey Club and MOH Holdings Pte Ltd include developing robust cybersecurity strategies, overseeing IT systems, optimising OT initiatives, and managing technology risks.

Mr Lim has contributed his thought leadership at international platforms such as the World Economic Forum Centre for Cybersecurity & Electricity Industry Community, Hong Kong Health Authority, Gartner Research Board and Temasek Team8.

Mr Lim holds a Bachelor of Commerce in Information Systems (First Class Honours) from Curtin University of Technology, Perth, Western Australia and a Master of Science in Communications and Network Systems from the Nanyang Technological University. He has also completed the Leadership-in-Action Programme at Harvard University.

AZIZ MERCHANT
Executive Vice President, Engineering, Technology & New Product Development

Mr Aziz Merchant oversees the Engineering, Technology and New Product Development in offshore renewables, new energy, carbon capture solutions and green oil & gas.

Mr Merchant has over 25 years of extensive design & engineering experience in offshore oil & gas development projects and offshore & marine vessel designs, with over 100 international scientific patents granted or filed under his name. He has been an Adjunct Professor at the National University of Singapore since 2014.

Prior to his current appointment, Mr Merchant was Director of Engineering at Keppel Offshore & Marine and Executive Director at Keppel Marine & Deepwater Technology.

Mr Merchant holds a Bachelor of Engineering (First Class Honours) in Naval Architecture & Ocean Engineering from University of Glasgow and a Master of Science (MSc) in Naval Architecture from University College London. He had also attended the General Management Programme at Harvard Business School.

STEPHEN LU
Executive Vice President, Strategy

Dr Stephen Lu oversees the Group's strategy, corporate development, transformation, mergers and acquisitions, and sustainability functions.

Prior to his current appointment, Dr Lu was Director of the Portfolio Development Group at Temasek. He has extensive experience in strategy, business transformation, mergers and acquisitions, and corporate finance.

Before Temasek, Dr Lu was a management consultant at the Boston Consulting Group, focusing on private equity, infrastructure and energy industries.

Dr Lu holds a Doctor of Philosophy from the University of Cambridge, UK. He also holds a Master of Science from the National University of Singapore and University of Basel, and a Bachelor of Science (First Class Honours) from the University of Auckland.

SENIOR MANAGEMENT

WILLIAM GU
Executive Vice President,
Seatrium Energy (International)

Mr William Gu oversees the Seatrium Energy (International) business which covers the newbuilds and conversions of floating production systems such as FPSOs, FPUs, FSOs, FLNG facilities, near-shore LNG terminal solutions, semi-submersibles and jack-up rigs, drillships, and floating wind, carbon capture & storage and new energy floaters.

Mr Gu brings with him over 30 years of experience in the offshore & marine industry, playing a key role in establishing long-term partnerships with oil majors, as well as offshore vessel and rig owners.

Mr Gu holds a Bachelor of Engineering (Naval Architecture and Ocean Engineering) from Shanghai Jiao Tong University, China, and a Master of Science in Industrial and Systems Engineering from the National University of Singapore.

SAMUEL WONG
Executive Vice President,
Seatrium Energy (Fixed Platforms)

Mr Samuel Wong oversees the Seatrium Energy (Fixed Platforms) business, which covers International Renewables Offshore Substations and Oil & Gas Offshore Platforms.

Mr Wong has been with the Group for over 30 years. He was previously Vice President and Head of Offshore Platforms, focusing on products such as process, drilling, wellhead, power generation and accommodation platforms, offshore substations and LNG modules.

Mr Wong holds a Bachelor of Engineering (First Class Honours) in Marine Technology (Naval Architecture) from the University of Newcastle Upon Tyne, UK.

MARLIN KHIEW
Executive Vice President,
Seatrium Energy (Americas)

Mr Marlin Khiew oversees the Seatrium Energy (Americas) business which covers newbuilds and conversions of floating production systems such as FPSOs, TLWPs, FLNGs, FSRUs, FPUs amongst others. In 2024, Mr Khiew was appointed Chairman of the Executive Committee of the Singapore Business Federation (SBF) Latin America Business Group, as well as a member of the SBF Internationalisation Action Committee.

Prior to his current appointment, Mr Khiew held various management positions and was a commercial director at Keppel Offshore & Marine and its subsidiaries in Singapore, as well as in Brazil.

Mr Khiew holds a Bachelor of Applied Science (Mechanical Engineering with specialisation in Naval Architecture) from University of British Columbia, Canada. He had also attended the Advanced Management Programme at National University of Singapore Business School.

ALVIN GAN
Executive Vice President,
Repairs & Upgrades

Mr Alvin Gan leads the Repairs and Upgrades business, overseeing a broad portfolio of services that includes the repair, refurbishment, retrofitting, life extension and upgrading of vessels, offshore rigs, semi-submersibles and marine structures. His role also extends to EPC solutions for upgrades and conversions, e.g. FSRUs and FPSOs, with a focus on green technologies, energy efficiency, alternative fuels and low-carbon retrofitting solutions.

Mr Gan joined the Group in 1995 and held various roles in the repairs and upgrades business, with extensive experience in both operations and project management. He plays a key role in forging long-term partnerships with our customers in delivering innovative, high-quality solutions to meet the evolving needs of the marine and offshore industry.

Mr Gan holds a Bachelor of Engineering (Honours) in Naval Architecture and Offshore Engineering from the University of Strathclyde, UK.

CORPORATE STRUCTURE

Seatrium

Business Segments

Oil & Gas	Offshore Wind	Repairs & Upgrades	CCS & New Energies

ONE SEATRIUM GLOBAL DELIVERY MODEL

with 14 yards in Singapore and overseas

Supported by

Engineering

Centres of Excellence | Global Engineering Offices

Technology & New Product Development

Centres of Excellence | Centres of Innovation | Technology Companies

Corporate/Centralised Functions

- Cybersecurity, Operational & Information Technology
- Human Resources
- Integrated Risk, Compliance & Assurance
- Central Planning
- Supply Chain
- Finance, Treasury, Investor Relations & Corporate Communications
- Legal & Corporate Secretariat
- Strategy & Sustainability
- Security

Construction is in progress for P-78, the first of six Petrobras FPSOs built by Seatrium for deployment to Brazil

PROPELLING

GREATER VALUE

Leveraging Our Global Footprint to Deliver Value and Impact

At Seatrium, operational excellence underpins the way we work. Our One Seatrium Global Delivery Model integrates our diverse talents and resources, creating seamless end-to-end solutions tailored to meet our clients' evolving needs in both energy transition and energy security, and ultimately delivering value to our stakeholders.

New Order Wins
S$15.2 Billion

Deliveries
7

Projects in Progress
27

KEY MILESTONES

Strike steel ceremony for Sparta FPU newbuild for Shell Offshore Inc

January

- Strike steel ceremony for Sparta FPU newbuild for Shell Offshore Inc (Shell)
- Delivered Brassavola, Singapore's first membrane newbuild LNG bunker vessel, to MOL

February

- Secured the world's first full-scale, turnkey CCS retrofit on Solvang's ethylene carrier, Clipper Eris
- Seatrium's subsidiary, LMG Marin, awarded engineering contract for integration of bound4blue eSAILs® onboard the Pacific Sentinel by Eastern Pacific Shipping
- Renewed five-year Favoured Customer Contract (FCC) agreement with GasLog LNG Services and Shell International Trading and Shipping Company (STASCO) for the repairs, refurbishment and upgrading of their LNG carriers
- Secured FCC agreement from TMS Cardiff Gas for the repairs and upgrades of its LNG carriers, including the refit of 17 LNG vessels

March

- Strike steel ceremony for P-83 FPSO topside modules for Petrobras
- Strike steel ceremony for FPSO Raia topsides fabrication project for Offshore Frontier Solutions, a MODEC Group company

April

- Received shareholders' approval for 20:1 Share Consolidation and S$100 million Share Buyback Programme at the 61st AGM held on 26 April 2024
- Secured major repairs and upgrades contracts with an aggregate value of S$350 million, covering FSRU conversions, LNG carrier and cruise ship repairs, and naval works
- Signed MOU with Shell Global Solutions International to explore and strengthen collaboration opportunities in floating production systems
- Signed MOU with Singapore's A*STAR to explore research opportunities in new energies and AI in offshore and marine applications

May

- Awarded contract from Petrobras for the construction of P-84 and P-85 FPSOs

- Delivery of Kingdom 2, the second LeTourneau Super 116E newbuild jack-up rig built by International Maritime Industries and Lamprell for ARO Drilling, in partnership with Seatrium LeTourneau which provided design, engineering, rig kit and project commissioning
- Clinched FCC agreement with Hyundai LNG Shipping, the Group's first long-term partnership agreement with a leading Korean LNG company, for the repairs and upgrades of its LNG carriers
- Signed three-year Technology Collaboration Agreement with American Bureau of Shipping (ABS) to accelerate maritime decarbonisation and energy transition

June

- Awarded third 2GW HVDC Offshore Converter Platform project by TenneT TSO (TenneT) for the Nederwiek 2 Offshore Wind Farm
- Commenced fabrication works for the major upgrade of offshore wind installation vessel, Sea Challenger, for Japan Offshore Marine
- Signed MOU with M1 to accelerate digital transformation with 5G connectivity in yard operations

July

- Secured a series of repairs and upgrades contracts with an aggregate value of S$180 million from various customers
- Clinched two-year FCC agreement from Teekay Shipping (Australia) for the repairs and upgrades of a vessel fleet under its Australia Defence Maritime Support Services Program

*MOU signing ceremony with A*STAR to advance new energies and AI for offshore & marine applications*

KEY MILESTONES

- Secured two-year FCC agreement with Angelicoussis Group, Greece's largest shipping company

- Successful completion of design, integration, commissioning, and operationalisation of Singapore's first hydrogen fuel cell onboard Penguin Tenacity alongside partners Shell, Penguin International, VINSSEN and Air Liquide, with AiP from Bureau Veritas

Var - the final unit in a series of five B Class jack-ups delivered to Borr Drilling

August

- Delivered Vali, the fourth jack-up rig for Borr Drilling, built to the KFELS Super B Class design

- Completed heaviest lift in the offshore wind industry with successful installation of the 13,000-tonne Offshore Converter Platform topside for RWE Renewables at the Sofia Offshore Wind Farm in the United Kingdom

- Sailaway of two 440MW HVAC Offshore Substation topsides for Ørsted to the Revolution Wind Offshore Wind Farm

- Strike steel ceremony for Errea Wittu FPSO topsides integration project for Offshore Frontier Solutions, a MODEC Group company

- Aragon, one of Seatrium's technology companies, selected as engineering partner for Greenstat's planned Hydrogen Production Facility in Kristiansand, Norway

September

- Strike steel ceremony for the first 2GW HVDC Offshore Converter Platform for TenneT's IJmuiden Ver Beta Offshore Wind Farm

- Strike steel ceremony for Jaguar FPSO topsides fabrication and integration project for Single Buoy Moorings Inc, a SBM Offshore company

October

- Secured multiple contracts for repairs and upgrades with a total value of S$100 million from various customers

November

- Delivered Var, the fifth and final jack-up rig for Borr Drilling, built to the KFELS Super B Class design

- Delivered refurbished Salamanca FPU to Salamanca FPS Infra

- Delivered Pluto Train 2 LNG modules assembly project to Bechtel

- Strike steel ceremony for P-84 FPSO for Petrobras

- Signed Letter of Intent with Penta-Ocean Construction to carry out early engineering works for a 5,000-tonne fully-revolving Heavy Lift Vessel

Completed major retrofit of Alaskan Frontier for Alaska Tanker Company

- Seatrium LeTourneau USA entered MOU with Cochin Shipyard to jointly design and supply critical equipment for jack-up rigs in the Indian market

- Aragon awarded engineering contract by CCB Energy for the CO_2 Handling Hub project at the Energy Park near Bergen, Norway

- Expanded Master Research Collaboration Agreement with the Technology Centre for Offshore and Marine, Singapore (TCOMS) to develop new cyber-physical capabilities to enhance performance and safety of floating energy production assets

- Achieved a single ISO 37001 Anti-bribery Management Systems certification covering Seatrium's operating companies globally

December

- Secured contract from bp (through BP Exploration and Production Inc) for the engineering, procurement, construction and commissioning of Kaskida FPU

- Completed the first milestone engineering, procurement, installation and commissioning turnkey lower carbon LNG fleet upgrade of Asia Vision, the first of four vessels, for Chevron Shipping Company

- Delivered FPSO Bacalhau, a topsides integration project for MODEC Offshore Production Systems (Singapore)

Artist's impression of Penta-Ocean Construction's Heavy Lift Vessel

AWARDS AND ACCOLADES

WORKPLACE SAFETY AND HEALTH (WSH) PERFORMANCE AWARDS

Recognition by the WSH Council to organisations that have implemented sound safety and health management systems across their worksites

Seatrium Admiralty Yard

Silver

SAFETY AND HEALTH AWARD RECOGNITION FOR PROJECTS (SHARP)

Recognition by the WSH Council for large-scale projects or worksites with outstanding safety and health performance, and workplace safety and health management systems

Seatrium Admiralty Yard

- bp Shipping Fleet Repairs & Upgrades
- Crux Topsides
- Excellence FSRU Repairs & Upgrades
- Ngujima-Yin FPSO Repairs & Upgrades
- GasLog LNG Fleet Repairs & Upgrades
- Lakam-Ha FPSO Repairs & Upgrades
- RSN LST Maintenance Programme
- Tangguh LNG Fleet Repairs & Upgrades
- US Navy Fleet Repairs & Upgrades

Seatrium Benoi Yard

- Energos Celsius FSRU Conversion
- Gimi FLNG Conversion
- One Guyana FPSO Module Fabrication

Seatrium Pioneer Yard

- One Guyana FPSO Docking & Integration
- Ørsted Greater Changhua Offshore Substation
- Ørsted Revolution Wind Offshore Substation
- P-78 FPSO Topsides

Seatrium Tuas Boulevard Yard

- FPSO Bacalhau Integration
- Brassavola LNG Bunker Vessel
- CMA CGA Lisbon Containership Repairs & Upgrades
- Deepwater Aquila Drillship Repairs & Upgrades
- Deepwater Titan Drillship Repairs & Upgrades
- Dhirubhai Deepwater KG2 Drillship Repairs & Upgrades
- GTA FPSO Tortue Repairs & Upgrades
- Noble Viking Drillship Repairs & Upgrades
- P-82 FPSO
- Shell Whale FPU Hull & Topsides
- Singapore Energy LNG Carrier Repairs & Upgrades
- WTIV Sturgeon Hull, Living Quarters & Legs

Seatrium Tuas Yard

- Alexandroupolis FSRU Conversion
- One Guyana FPSO Land Fabrication
- P-78 FPSO Topsides

WSH INNOVATION AWARDS

Recognition by the WSH Council to innovative projects and solutions with enhanced workplace, safety and health as well as operational improvements

Seatrium Admiralty Yard

Multi-purpose Crawler Bot

WSH AWARDS FOR SUPERVISORS

Recognition by the WSH Council to supervisors for improving the safety and health performance in their workplaces

Seatrium Admiralty Yard

Naing Lin Tun
Zaw Win Htwe

Seatrium won 37 awards from WSH Council for outstanding workplace, safety and health performance at the WSH Awards 2024

Seatrium received two Merit Awards for Systems & Management and Innovation & Design from Singapore Environment Council at the Singapore Environmental Achievement Awards 2024

SINGAPORE ENVIRONMENTAL ACHIEVEMENT AWARDS

Recognition by the Singapore Environment Council for Seatrium's commitment to integrating sustainability into its operations, products and solutions

- **Systems and Management Merit Award**
  Sustainability framework and management systems that effectively address sustainability risks and opportunities
- **Innovation and Design Merit Award**
  Floating Living Lab – Singapore's first floating energy storage system which significantly reduces carbon footprint and alleviates energy demand from the grid

AMERICAN BUREAU OF SHIPPING (ABS) AWARDS

Recognition awarded for Seatrium's outstanding contributions to the FPSO sector

- **FPSO Wins & Execution**
  Demonstrated expertise in delivery and execution of FPSO projects
- **FPSO Technology & Digital**
  Advancements in FPSO technology and digital initiatives

IES PRESTIGIOUS ENGINEERING ACHIEVEMENT AWARD 2024 (R&D)

Recognition by Institution of Engineers Singapore (IES) to Seatrium, TCOMS and NUS for developing a breakthrough Structural Digital Twin for jack-up platforms to improve operational safety, efficiency and support optimal asset life-cycle management

NTUC MAY DAY AWARDS 2024

Recognition by National Trades Union Congress (NTUC) for significant contributions of national impact and strong support of the labour movement

- **Partner of Labour Movement** – Simon Kuik

THE ASSET TRIPLE A TREASURISE (TREASURY, TRADE, SUPPLY CHAIN, RISK, ESG) AWARDS 2024 – BEST ESG SOLUTION, SINGAPORE

Recognition by The Asset to Seatrium and Oversea-Chinese Banking Corporation for their commitment to sustainability through sustainability-linked loans and green financing for projects that advance the global energy transition and maritime decarbonisation

FINANCEASIA AWARDS 2024 – BEST SUSTAINABLE FINANCE DEAL (SINGAPORE) HIGHLY COMMENDED AWARD

Recognition by FinanceAsia for a US$500 million credit facility with a sustainability conversion option secured for the Group's subsidiary Estaleiro Jurong Aracruz, demonstrating strong commitment to integrating sustainability in its business

BP BATAM INVESTMENT AWARD

Recognition by the Batam Development Authority (BP Batam) to Seatrium's subsidiary PT SMOE Indonesia for its commitment and contributions to the local economy and community through job creation and sustainable business practices

FINANCIAL REVIEW

The FY2024 financial results reflect the Group's first full-year performance following the completion of the combination with Keppel Offshore & Marine Ltd (now known as Seatrium Offshore & Marine Limited) on 28 February 2023.

FINANCIAL HIGHLIGHTS

For the financial year (S$ million)	2024	2023	Change (%)
Revenue	9,231	7,291	27
Earnings before Interest, Tax, Depreciation and Amortisation (EBITDA)	627	236	166
Net profit/(loss)	157	(2,017)	n.m.
Underlying[1] EBITDA	771	628	23
Underlying[1] net profit/(loss)	200	(28)	n.m.

Note:

1 2024 Underlying figures exclude legal & corporate claims. 2023 Underlying figures exclude write-downs, provision for onerous contracts, legal & corporate claims, and merger expenses

REVENUE

The Group generated revenue of S$9.2 billion for FY2024, a 27% increase year-on-year from S$7.3 billion for FY2023. This is attributable to a larger order book, strong project execution, and higher-value Repairs & Upgrades activities.

FY2024 revenue contribution was largely from six newbuild FPSOs for Petrobras, including P-84 and P-85 FPSOs, three 2GW HVDC offshore converter platforms, and Repairs & Upgrades. The Group commemorated TenneT's Beta offshore converter platform topside strike steel ceremony in September 2024 after 18 months of engineering and procurement work, marking the start of construction on the platform. FY2024 revenue also included FPSO topside modules fabrication and integration projects as well as newbuild FPU projects.

Repairs & Upgrades contributed to a steady revenue baseload with a positive trend towards higher value works. In FY2024, Repairs & Upgrades revenue grew 7% to S$1.1 billion, underpinned by higher revenue per vessel as compared with FY2023, despite fewer vessels worked on. Maritime decarbonisation and fleet rejuvenation continue to drive demand for this business.

EBITDA

Underlying EBITDA grew 23% to S$771 million for FY2024 driven by revenue growth, lower general & administrative costs and divestment of non-core assets and investments. The Group is making good progress towards its 2028 EBITDA target of more than S$1 billion. Reported EBITDA rose to S$627 million for FY2024 from S$236 million for FY2023.

FY2024 underlying figures exclude legal & corporate claims of S$144 million, a different basis from the FY2023 underlying figures which exclude exceptional items of S$2.1 billion, comprising non-cash write-downs of S$1.4 billion for surplus and non-core assets, excess and obsolete inventories arising from its strategic review, and S$0.7 billion pertaining to provisions for onerous contracts, legal and corporate claims, and merger expenses.
The Group has taken the view that provisions for contracts are part of ongoing operations, and are now included in FY2024 underlying figures.

NET PROFIT

The Group achieved its first full-year profit in FY2024. Underlying net profit was S$200 million, achieving a positive turnaround from an underlying net loss of S$28 million for FY2023. This is attributable to a higher underlying EBITDA and lower interest, depreciation and tax expenses.

CASH FLOW AND LIQUIDITY

Free cash flow (S$ million)	2024	2023	Change (%)
Net cash from operating activities	97	601	(84)
Capital expenditure	(100)	(116)	(14)
Proceeds from sale of property, plant and equipment	78	14	457
Proceeds from disposal of investments and dividends received	143	6	n.m.
Free cash flow	218	505	(57)

Net cash inflow from operating activities was S$97 million, as compared to S$601 million in the prior year, mainly due to higher working capital needs for ongoing projects, offset by lower interest expenses.

During the year, the Group divested Batangas Yard in the Philippines, investment in Golar Hilli and other non-core assets, which recycled capital for re-investments into enhancing capabilities, and secured a three-year S$1.3 billion Committed Global Syndicated Bank Guarantee Facility from 10 financial institutions to support future business growth.

Overall, free cash inflow for FY2024 was S$218 million compared with S$505 million for FY2023, as the decrease in net cash from operating activities was partially offset by proceeds from the sale of non-core assets and dividends received. As at 31 December 2024, the Group had adequate liquidity of over S$3.5 billion of cash and undrawn credit facilities to support its growth initiatives.

CAPITAL MANAGEMENT

Financial position	2024	2023	Change (%)
Shareholders' equity	6,338	6,395	(1)
Net debt	689	747	(8)
Net current assets	554	55	907
Net leverage ratio[1] (times)	1.1	3.2	n.m.
Net gearing ratio (times)	0.1	0.1	n.m.

In S$ million unless otherwise indicated

Note:
1 Net leverage ratio is defined as Net debt divided by EBITDA

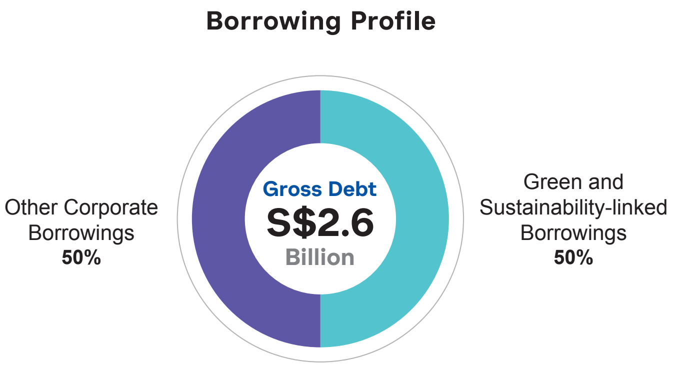
During the year, the Group strengthened its balance sheet by repaying and refinancing debt. New debt raised included a S$400 million green revolving loan facility. Consequently, as at end FY2024, net debt stood at S$689 million, an 8% reduction from last year's S$747 million.

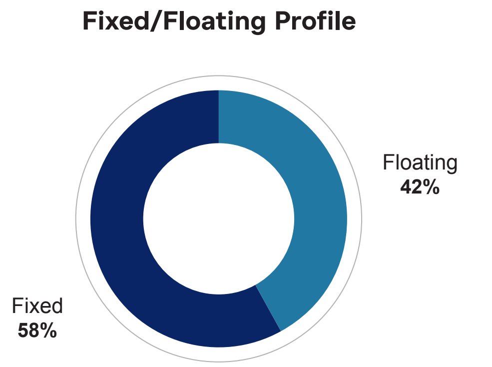
Net leverage ratio was 1.1 times as at end FY2024 compared to 3.2 times as at end FY2023 due to lower net debt and more than two-fold increase in EBITDA in FY2024.

The Group has also established its Sustainable Finance Framework (SFF) which provides overarching principles and guidelines on the execution and management of sustainability-linked financing transactions and use of proceeds as part of integrating sustainability into its financing strategy. The first sustainability framework in the offshore & marine industry to obtain an all-round "Strong" and "Very Strong" ratings, the SFF was developed in accordance with international sustainability principles and guidelines which include Key Performance Indicators and Sustainability Performance Targets that are material to the Group's sustainability strategy and business operations. With its SFF in place, the Group can continue to diversify its funding base by growing its sustainability-linked and green banking facilities, potentially enjoying lower financing costs.

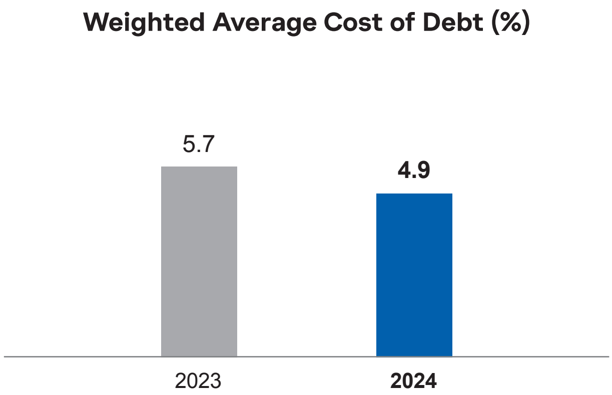
FINANCIAL REVIEW

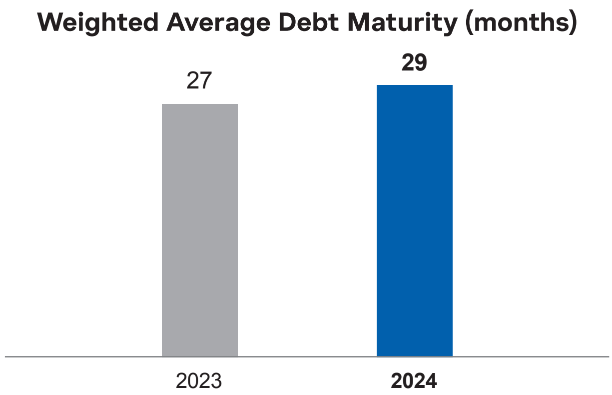
DEBT PROFILE





Gross debt was S$2.6 billion as at 31 December 2024 compared to S$3.0 billion as at 31 December 2023. The Group achieved its target of having 50% of its borrowings from sustainability-linked or green facilities ahead of time, solidifying its sustainability commitments. The overall debt portfolio in 2024 comprised 58% fixed rate debt and 42% floating rate debt. The Group will continue to actively monitor and manage the debt portfolio mix.





Weighted average cost of debt decreased to 4.9% as at end FY2024, compared with 5.7% at the end of the prior year.

Weighted average debt maturity profile has been extended to 29 months as at end FY2024, compared to 27 months at the end of the prior year.

SHAREHOLDER RETURNS

	2024	2023	Change (%)
Return on equity (%)	2.5	(39.7)	n.m.
Underlying return on equity (%)	3.1	(0.6)	n.m.
Earnings per share (Singapore cents)	4.6	(64.8)	n.m.
Dividend per share (Singapore cents)	1.5	-	n.m.

In 2024, the Group's underlying return on equity was 3.1% and earnings per share was 4.6 cents per share. The Board of Directors has proposed a dividend of 1.5 cents per share, amounting to a total dividend of S$51 million. This distribution reaffirms the Group's continued focus on generating positive long-term shareholder returns, while maintaining a disciplined approach to capital management.

FINANCIAL SUMMARY

	2024 S$'000	2023 S$'000	Change (%)
GROUP INCOME STATEMENT			
Revenue	9,230,702	7,291,488	27
Operating profit/(loss)	212,452	(1,572,649)	n.m.
Profit/(loss) before tax	190,515	(2,015,865)	n.m.
Net profit/(loss) attributable to owners of the Company	156,838	(2,016,717)	n.m.
GROUP BALANCE SHEET			
Total assets	17,483,338	16,227,041	8
Total liabilities	11,142,541	9,811,479	14
Net tangible assets	2,261,443	2,179,243	4
Equity attributable to owners of the Company	6,337,512	6,394,626	(1)
Non-controlling interests	3,285	20,936	(84)
Total equity	6,340,797	6,415,562	(1)
Cash and cash equivalents	1,941,555	2,270,240	(14)
Interest-bearing borrowings	2,631,104	3,017,172	(13)
FINANCIAL RATIOS			
Earnings per share (EPS)			
Basic (cents)	4.6	(64.8)*	n.m.
Diluted (cents)	4.6	(64.8)*	n.m.
Net asset value per share (cents)	187.2	187.5*	(0.2)
Net tangible assets per share (cents)	66.8	63.9*	5
Return on total assets (%)	2.2	(13.8)	n.m.
Return on equity (%)	2.5	(39.7)	n.m.
Net leverage ratio (times)	1.1	3.2	n.m.

* With the completion of the share consolidation of every 20 existing shares into one consolidated share on 9 May 2024, prior year comparatives for earnings per share were restated per SFRS(I) 1-33 through retrospective application of the consolidation factor of 20 to the weighted average number of shares.

OPERATIONS REVIEW

2024 was a year of transformation as the Group made significant progress in steering the business ahead through focusing on operational excellence to deliver our projects safely, on time and within budget, as well as growing our order book.

PROJECT DELIVERIES

The Group achieved seven deliveries, attesting to the effectiveness of the One Seatrium Global Delivery Model.

The delivered projects include:

- Brassavola – Singapore's first membrane dual-fuelled LNG bunker vessel designed and built for MOL
- Vali and Var – two KFELS Super B Class jack-up rigs delivered about a year ahead of schedule to Borr Drilling
- Salamanca FPU – a floating production unit refurbished for Salamanca FPS Infra for the Leon and Castile fields in the Keathley Canyon area
- Pluto Train 2 project – Modules assembly of LNG gas processing trains for Bechtel's onshore LNG facility on the Burrup Peninsula near Karratha, Western Australia
- FLNG project for New Fortress Energy
- FPSO Bacalhau – a topsides integration project for MODEC, one of the largest FPSOs to be delivered to Brazil for operations in the Santos Basin, and the first to be accorded a DNV Abate Notation for lower carbon operations.

Reinforcing its leading position in repairs and upgrades, Seatrium successfully completed and worked on 231 repairs and upgrades projects in 2024, including 49 low-carbon/energy-saving green vessel retrofits & solutions and environmental regulatory works, 60 LNG carriers/FSRUs, 19 cruise ships and yachts, 17 navy ships/naval works, seven offshore drilling vessels and a wide range of specialised vessels.

Notable projects completed in 2024 include the first milestone EPIC turnkey lower carbon LNG fleet upgrade of Asia Vision for Chevron Shipping Company; tanker repairs and upgrades for ConocoPhillips, Polar Tankers and Alaska Tanker Company; offshore refits for Velesto Energy, Zonda Drilling and Seadrill; roll-on/roll-off ferry repairs for Interislander; and maintenance works for naval vessels from USA, UK, Australia and Singapore. The Group also performed retrofits for a series of cruise ships, including six vessels operating under Carnival Corporation's various brands, as well as four cruise ships from the Royal Caribbean Group.

STRONG ORDER BOOK

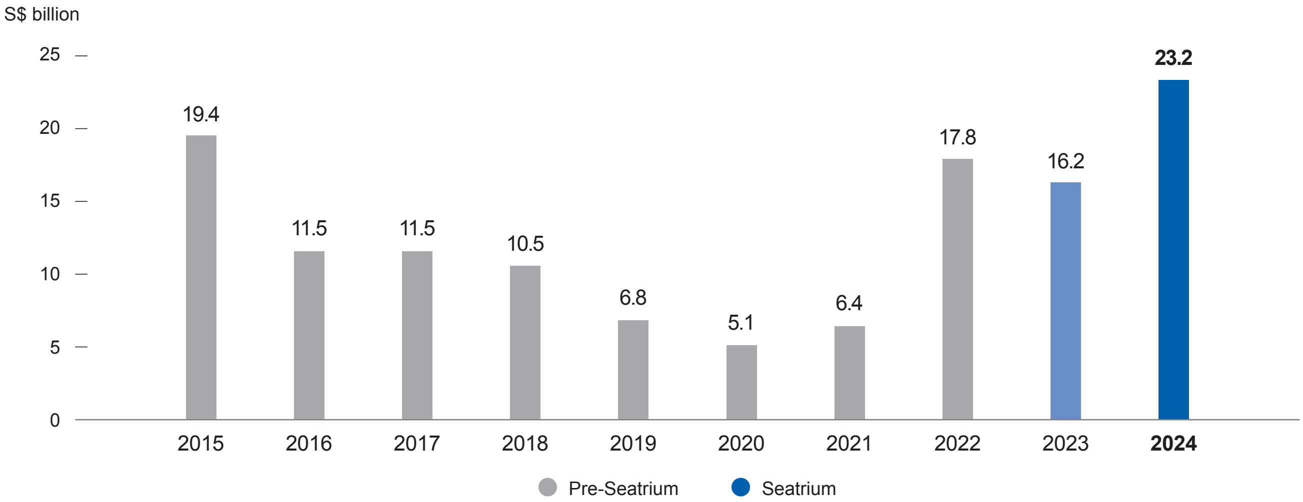
Year-to-date 2025, the Group's net order book stood at S$23.2 billion, underpinning strong revenue visibility. This represents a 43% increase from end-2023 and is the highest net order book in a decade.

About S$7.9 billion (34%) of the net order book are renewables and cleaner/green solutions, compared with S$6.3 billion as at end-2023, affirming the Group's commitment in advancing energy transition and maritime decarbonisation.

Seatrium remains focused on growing its business across diverse segments of the offshore, marine and energy value chain, from production floaters, offshore wind substations to repairs and upgrades.

Multiple marine and offshore projects in progress at Tuas Boulevard Yard in Singapore

Decade High Net Order Book at S$23.2 Billion



New Order Wins

In 2024 and year-to-date 2025, the Group secured new order wins of S$15.2 billion, driven by strong industry tailwinds and a successful track record.

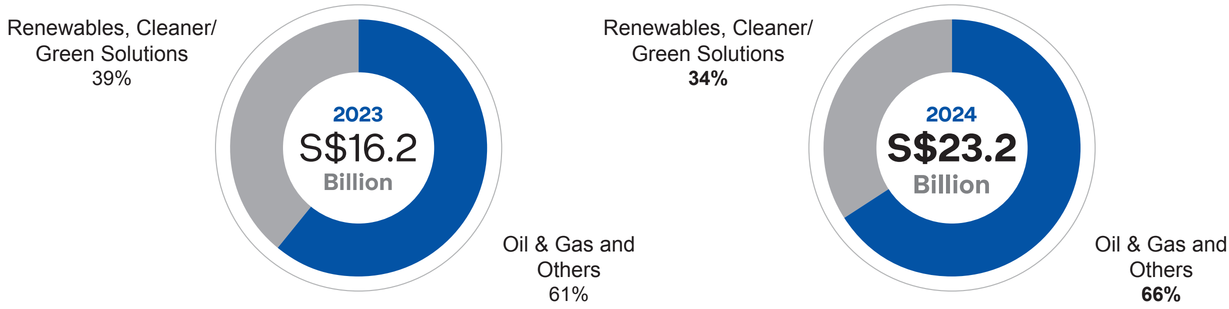
Following the award of the first two 2GW HVDC Offshore Converter Platforms in March 2023, the Group secured the third contract for the engineering, procurement, construction, transportation, installation, and commissioning of a 2GW HVDC Offshore Converter Platform for TenneT, as part of a consortium with GE Vernova, for the Nederwiek 2 Offshore Wind Farm in The Netherlands.

In addition, several new orders for floating production assets were secured by the Group in 2024. These include approximately S$11 billion in FPSO newbuild contracts awarded by Petrobras for P-84 and P-85 for the Atapu and Sépia fields in Brazil's Santos Basin. These new generation of FPSO platforms are characterised by a high production capacity that prioritise sustainable practices with innovative technologies. The P-84 and P-85 FPSOs will each have a production capacity of 225,000 bopd and gas processing capacity of 10 million cubic metres per day. Both FPSOs will incorporate advanced technologies such as zero routine flaring and venting, variable speed drives and measures to control emissions and capture CO_2, including an all-electric concept, to achieve a 30% reduction in greenhouse gas emissions intensity.

Delivery of FPSO Bacalhau to MODEC for Brazil's Santos Basin

OPERATIONS REVIEW

Net Order Book - Renewables and Cleaner/Green Solutions



Beyond FPSOs, the Group also secured newbuild orders for floating production units from energy majors bp and Shell. Under the turnkey construction contract from bp, the Group will perform engineering, procurement, construction and onshore commissioning work for Kaskida FPU. To be deployed in the Gulf of America, the FPU will have a production capacity of 80,000 bopd in the first phase of development.

The repeat order for the third floater newbuild from Shell for the Sparta FPU involves the construction and integration of the hull, topsides and living quarters. Replicating the success of the Vito and Whale FPUs, the 20,000-psi FPU is designed to produce 90,000 boepd, with capabilities for operating in harsh weather conditions in the Gulf of America.

Both FPU projects will leverage Seatrium's game-changing twin cranes, with a lifting capacity of 30,000 tonnes, enabling the topsides single-lift methodology to enhance safety, accelerate the integration process and achieve operational synergies.

Seatrium has secured a contract from bp to perform EPC work for the Kaskida FPU (Photo: Courtesy of EXMAR Offshore)

Commemorating the strike steel for IJmuiden Ver Beta 2GW HVDC Offshore Converter Platform, the first of three units for TenneT

Other floater contracts secured include the Errea Wittu FPSO topsides integration project for Offshore Frontier Solutions, a MODEC Group company, as well as the Jaguar FPSO project for Single Buoy Moorings Inc, a SBM Offshore company, involving the fabrication, installation and integration of topsides modules, riser, mooring and umbilical structures. Work is in progress following strike steel of both FPSO projects during the year. The vessels will be deployed to the Stabroek Block offshore Guyana, with Errea Wittu bound for the Uaru field and Jaguar destined for the Whiptail field.

Seatrium management hosting Petrobras' CEO and delegates during the P-78 FPSO inspection

In January 2025, the Group was awarded a contract by Japan-based Penta-Ocean Construction (POC) to carry out engineering, procurement and construction for a 5,000-tonne fully-revolving Heavy Lift Vessel project for the Japan wind market. The Heavy Lift Vessel will be capable of installing increasingly heavy monopile foundations required for the next generation of larger wind turbines.

The Group's subsidiary, Seatrium LeTourneau USA Inc (SLET), also inked an MOU with Cochin Shipyard to jointly design and supply critical equipment for jack-up rigs for the Indian market. Leveraging Cochin's extensive experience in ship construction and engineering and SLET's renowned technical expertise and design capabilities, this partnership aims to capitalise on opportunities for offshore drilling assets in India.

OPERATIONS REVIEW

Steady Progress for Ongoing Projects

With a strong focus on project execution and operational excellence, the Group achieved several key project milestones in 2024.

Affirming its expertise in offshore wind solutions, the Group achieved onshore completion and sailaway of RWE Renewables' 1.4GW HVDC Offshore Converter Platform. Notably, the Group accomplished the heaviest lift in offshore wind history in August 2024 with the successful installation of the 13,000-tonne topside for the Offshore Converter Platform at Sofia Offshore Wind Farm, which will power nearly 1.2 million UK homes with clean energy when completed.

The Group successfully sailed away two 440MW Offshore Substation topsides for Ørsted's Revolution Wind Offshore Wind Farm in USA, and completed the first steel cut of the IJmuiden Ver Beta 2GW HVDC Offshore Converter Platform, the first of three units for TenneT.

In 1Q2025, the Group marked the successful sailaway of an Offshore Substation to Ørsted's Greater Changhua 2b and 4 offshore wind farm for installation, integration and commissioning. The DolWin epsilon HVDC Offshore Converter Platform for TenneT is scheduled to sail out from Norway to German waters in 2Q2025. Work on the Empire Wind 1 Offshore Substation for Equinor is on track for onshore completion.

Steady progress was made in the construction of two wind turbine installation vessels in its order book. The Group has completed jacking trials and commenced field-specific installations for Charybdis, the first Jones Act-compliant WTIV built in the US, which is scheduled for delivery later this year. Newbuild works are in progress for the Sturgeon WTIV for Maersk Offshore Wind with outfitting of living quarters and legs installation ongoing.

During the year, several floater projects witnessed strike steel milestones, including the Sparta FPU newbuild, P-83 FPSO topsides and P-84 FPSO hull, and FPSO Raia topsides fabrication. Work is on track for the P-78 FPSO, the first of six FPSO newbuilds for Petrobras, with integration, testing and commissioning underway. A gas topsides project for a major energy company in Australia is also progressing as scheduled.

MARKET LEADER IN REPAIRS AND UPGRADES

In 2024, Seatrium secured multiple contracts for repairs and upgrades from various long-standing partners and regular customers, further strengthening the Group's position as a market leader in this segment.

Successfully installed 13,000-tonne topside for RWE Renewables' 1.4GW Offshore Converter Platform (left in picture) – the heaviest lift in the offshore wind industry – at the Sofia Offshore Wind Farm

Repairs and upgrades of Carnival Panorama cruise vessel for Carnival Cruise Line

Sailaway of MODEC's Pyrenees Venture FPSO after completing repairs and upgrades

Key projects include:
- The world's first full-scale turnkey CCS retrofit for Solvang's ethylene carrier Clipper Eris and the CCS retrofit of MOL's oil tanker Nexus Victoria
- Major upgrade of Japan Offshore Marine's WTIV Sea Challenger
- Conversion of three LNG carriers into FSRUs for Karpowership
- Maintenance and upgrade of MODEC's Pyrenees Venture FPSO
- Major remediation work for Chevron Thailand Exploration and Production, offshore refits for COSL Protector and McDermott and major repairs for Japan Drilling
- Cruise ship repairs for Paspaley Pearl from Paspaley Pearling Company and Le Jacques Cartier from Compagnie du Ponant, and a mega yacht retrofit project from the Middle East

Seatrium continued to enter into strategic agreements with its customers to facilitate forward capacity planning, foster joint value creation and support a steady flow of projects that contribute towards a recurring revenue base. In 2024, the Group signed four FCC agreements with several leading shipowners, namely TMS Cardiff Gas, Hyundai LNG Shipping, Angelicoussis Group and Teekay Shipping (Australia), to service their fleet of vessels. The Group also renewed a five-year FCC agreement with GasLog LNG Services and Shell International Trading and Shipping Company (STASCO).

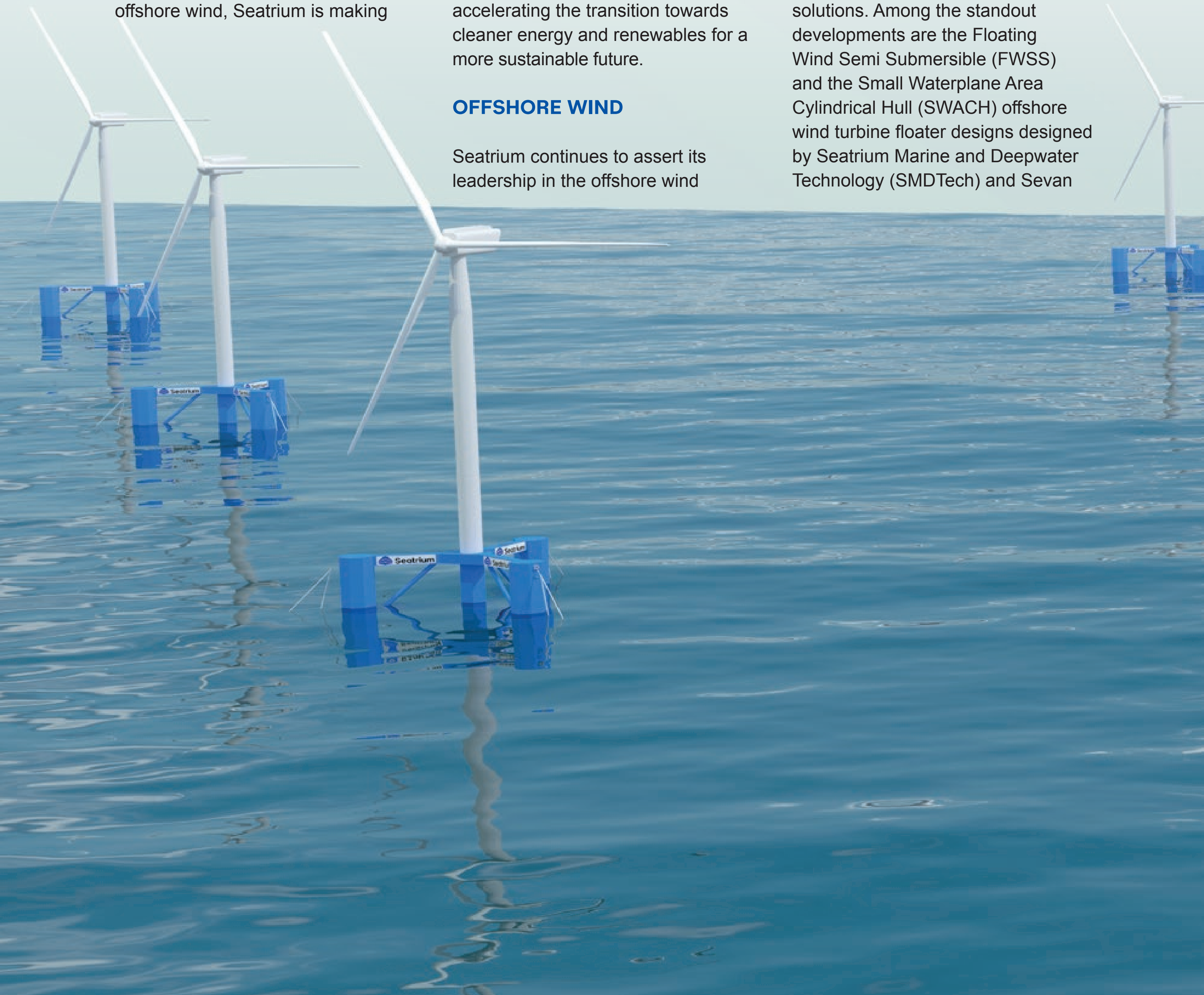
TECHNOLOGY REVIEW

Seatrium is committed to shaping the future of sustainable offshore and marine solutions across Offshore Wind; Carbon Capture, Utilisation and Storage (CCUS); New Energy; and Green Oil & Gas. By leveraging our Centres of Excellence and forging strategic collaborations with industry partners, we will continue to innovate to stay at the forefront of technology and sustainability.

Seatrium continues to make headway in advancing leading-edge floating wind solutions for deployment in harsher environments, developing innovative designs for enhanced sustainability, improved efficiency, and superior uptime. Beyond offshore wind, Seatrium is making significant strides in CCUS, as well as driving innovation in new energy solutions, including ammonia-to-power solutions, modular floating energy hubs and alternative fuel infrastructure. These achievements underscore the Group's focus on accelerating the transition towards cleaner energy and renewables for a more sustainable future.

OFFSHORE WIND

Seatrium continues to assert its leadership in the offshore wind sector by pushing the boundaries of engineering and design innovation. In 2024, the Group's innovative designs successfully secured several Approvals in Principle (AiP) – key milestones that underscore Seatrium's commitment to sustainable energy solutions. Among the standout developments are the Floating Wind Semi Submersible (FWSS) and the Small Waterplane Area Cylindrical Hull (SWACH) offshore wind turbine floater designs designed by Seatrium Marine and Deepwater Technology (SMDTech) and Sevan

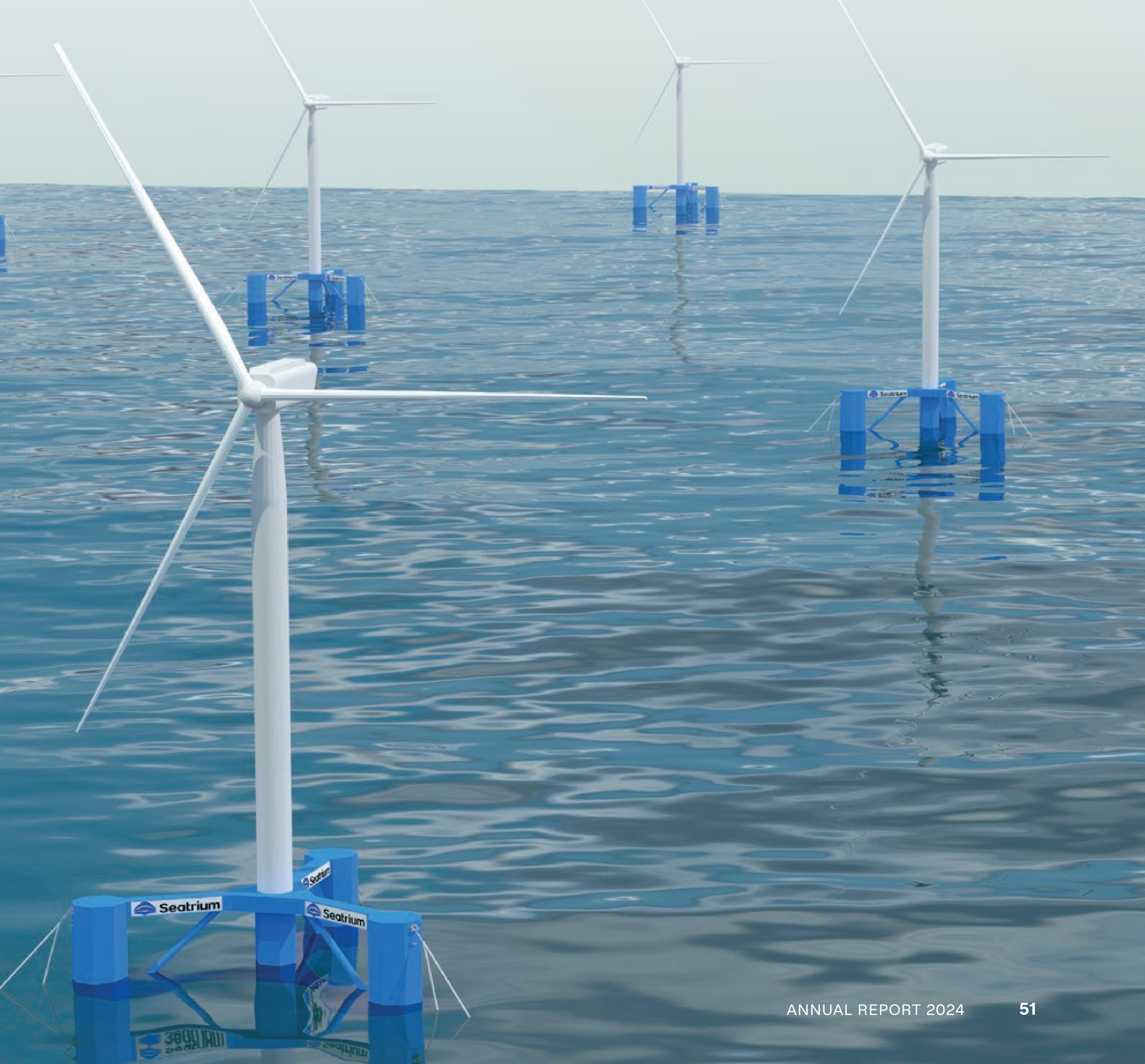


Seatrium's FWSS offshore wind turbine floater concept, which has achieved AiP from DNV, offers a flexible, scalable and cost-efficient solution for harnessing wind energy that minimises downtime and optimises energy capture

Deepwater Technology (Sevan DWT) respectively. Both of these designs received AiP from DNV, a testament to their robust engineering and compliance with international safety and performance standards.

The FWSS concept represents a significant evolution in offshore wind technology. Designed to operate efficiently in deeper waters, the FWSS platform offers a flexible and scalable solution for harnessing wind energy in regions where traditional fixed-bottom turbines are impractical. By leveraging advanced hydrodynamic modelling and innovative structural engineering, Seatrium has crafted a design that promises to minimise downtime, optimise energy capture, and reduce overall maintenance costs. Similarly, the SWACH design has been engineered with a focus on stability and efficiency; its cylindrical hull configuration enables excellent performance in rough sea conditions, an essential attribute when deploying turbines in harsh environmental wind farm sites.

Further reinforcing its offshore wind portfolio, Seatrium Offshore Technology (SOT) developed a dual pinion jacking system for 20MW WTIVs. This system, which also secured AiP from ABS, is designed to streamline the installation of wind turbines with a cost-effective solution, reducing installation time and ensuring precise positioning on the seabed. These combined advancements in offshore wind technology not only bolster Seatrium's reputation as an industry leader but also highlight its commitment to advancing the global energy transition through cutting-edge design and engineering.



The innovative SEARA™ Onboard Carbon Capture System, jointly developed by Aragon and Seatrium Eco Technology, integrates efficient CO_2 capture, liquefaction, purification, and storage technologies into a single compact solution

CCUS

In the critical domain of CCUS, Seatrium's technology company, Aragon, has made significant strides in 2024. Recognising the urgent need to mitigate carbon emissions, Aragon has focused its research and development efforts on advanced CO_2 purification and liquefaction systems. During the year, the Group filed a patent for these systems, which have been engineered to deliver integrated, seamless carbon capture solutions across a range of industrial applications.

A highlight of Aragon's achievements was winning an award to design the world's first CO_2 Handling Hub for CCB Energy at the Energy Park in Øygarden, Norway. This pioneering project establishes a centralised facility for processing captured carbon dioxide and preparing it for beneficial reuse or secure storage. Such innovations are vital to the global efforts aimed at reducing greenhouse gas emissions and transitioning to a low-carbon economy.

In parallel, Aragon successfully delivered, installed, and commissioned a CO_2 liquefaction unit container for Capsol Technologies' carbon capture plant in Vaxsjø, Sweden. This critical unit converts captured CO_2 into a liquid form, reducing its volume for easier transport and storage. Complementing these efforts, Seatrium Eco Technology (SET) and Aragon are collaboratively developing the SEARA™ Onboard Carbon Capture System (OCCS). This innovative system integrates efficient CO_2 capture, liquefaction, purification, and storage technologies into a single compact solution, ideally suited for maritime applications where onboard carbon capture can significantly reduce emissions in real time.

NEW ENERGY

As the global energy landscape evolves, Seatrium is strategically diversifying its portfolio by focusing on new energy solutions that support the transition to cleaner and more sustainable fuels. An exciting development in this area is the ammonia-to-power project executed on the Floating Living Lab. In a forward-thinking collaboration, SET partnered with A*STAR to explore the potential of ammonia as an alternative fuel for power generation.

Concept verification for this project was completed by ABS in 2024, marking a significant milestone on the path to commercial viability. The project is designed to provide flexible and efficient solutions for ammonia production and storage, accommodating a wide range of specifications and operational capacities. Ammonia, with its high energy density and zero carbon emissions when used as a fuel, offers tremendous promise as an alternative to fossil fuels. The Floating Living Lab serves as a dynamic testbed where advanced engineering solutions are rigorously evaluated, ensuring the technology can be scaled safely and efficiently for broader deployment. An implementation of this concept is the New Generation Energy Hub (NGEH) which leverages known technology in innovative ways to drive industrial-scale decarbonisation. It supports green electron production as part of a broader end-to-end solution for ammonia as a fuel. Designed to be scalable and modular, NGEH unlocks vast potential for sustainable energy applications.

Beyond the ammonia-to-power initiative, Seatrium is exploring additional new energy applications through innovative adaptations of its FPSO systems. These adaptations are designed to integrate emerging energy technologies, positioning Seatrium at the forefront of the clean energy revolution. By investing heavily in new energy research and development, the Group is broadening its technological capabilities while contributing substantially to global efforts aimed at reducing carbon emissions and promoting sustainable energy practices.

A consortium of industry leaders has signed an MOU with Seatrium to explore the feasibility of developing infrastructure to support ammonia as a marine fuel. The project includes the development of a zero-emission Ammonia Bunker Vessel (ABV). Other key initiatives by the Group include promoting an ammonia fuel supply chain, developing offshore facilities, and establishing an independent onshore storage and handling facility with loading and unloading capabilities. The ABV will be a semi-pressurised, fully refrigerated gas carrier designed for operations in the Port of Singapore, for which an AiP from a classification society has been secured.

GREEN OIL & GAS

In the realm of Green Oil & Gas, Seatrium has made significant progress with its generic FLNG systems, which are designed to transform natural gas processing and transportation. These systems offer versatile solutions that can operate effectively in both shallow and deep water conditions. For shallow-water applications, Seatrium has custom-designed a vessel suited for shallow water depths of up to 15m.

The shallow-water FLNG system incorporates a modularised topside design and employs a jetty mooring arrangement, ensuring operational flexibility and ease of maintenance. With a production capacity of 3.2 million tonnes per annum (MTPA), the design includes four LNG cargo tanks with a combined capacity of 176,000m^3, plus an additional tank reserved for future expansion. The vessel is powered by LM6000PF+ gas turbines and integrates sophisticated onboard systems for mercury removal, gas sweetening, dehydration, and heavy hydrocarbon removal, alongside inlet feed gas separation and fiscal metering. The design for this FLNG variant focuses on hydrodynamic and structural analysis to optimise performance.

Seatrium is shaping the future of cleaner energy solutions with its versatile FLNG systems that are adaptable for shallow and deep waters

TECHNOLOGY REVIEW

For deep-water applications, Seatrium has developed an FLNG concept, which utilises an external turret system, for operations in water depths of up to 600m. With a production capacity of three MTPA, the deep-water design incorporates LNG cargo tanks with a total capacity of 180,000m^3, divided equally among four tanks of 45,000m^3 each. Like its shallow-water counterpart, this FLNG system is equipped with multiple liquefaction trains, gas turbines, and integrated processing units that ensure the production of high-quality LNG. Ongoing studies – including parent ship evaluations, hull sizing, general arrangement planning, preliminary stability assessments, and hydrodynamic/mooring analyses – are underway to refine these designs and ensure their readiness for commercial deployment.

These advanced FLNG systems illustrate Seatrium's commitment to reducing the environmental impact of natural gas production while enhancing operational efficiency. By embracing modular designs and leveraging state-of-the-art processing technologies, Seatrium is setting new benchmarks in the Green Oil & Gas sector and paving the way for more sustainable offshore production practices.

CENTRES OF EXCELLENCE

A landmark moment in Seatrium's journey toward global innovation was the launch of its Centre of Excellence for Sustainable Solutions in Norway in 2024. This initiative is a cornerstone of the Group's strategic efforts to drive technological advancements and foster closer collaboration across its international operations. The Centre of Excellence is designed not only as a hub for cutting-edge research and development but also as a catalyst for strengthening ties between Seatrium's technology companies in Norway and Singapore.

The establishment of the Centre of Excellence in Norway marks a significant transformation within the organisation. In conjunction with this initiative, Sevan SSP was rebranded as Sevan DWT – a change that reflects the company's evolution into a multi-platform organisation. With this strategic alignment, Seatrium is equipped to address the diverse needs of both the offshore oil & gas industry and the rapidly growing renewable energy market.

Seatrium Offshore Technology, KSA, also serves as a strategic Centre of Excellence for potential projects in the Kingdom of Saudi Arabia.

Seatrium and ABS sign multi-year Technology Collaboration Agreement to accelerate decarbonisation and drive the energy transition towards a sustainable future

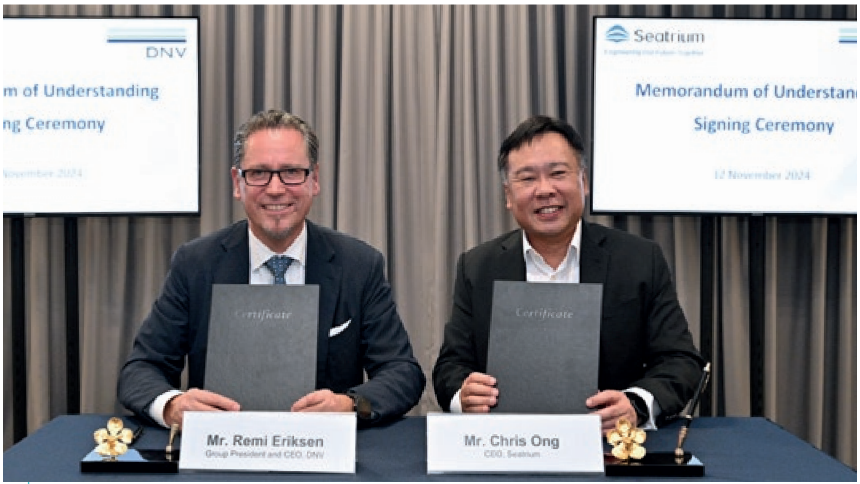
These Centres of Excellence are crucial as they provide the necessary infrastructure, expertise, and collaborative environment to tackle the multi-faceted challenges of energy transition and decarbonisation.

STRATEGIC COLLABORATIONS AND PARTNERSHIPS

Collaboration and strategic partnerships are central in Seatrium's approach to technological innovation and sustainable development. During the year, the Group entered into several key agreements that underscore its commitment to leveraging collective expertise to address complex industry challenges.

In April 2024, Seatrium inked an MOU with A*STAR. This collaboration was established to explore research opportunities in new energies and AI, with the aim of developing innovative products and engineering solutions for the offshore and marine sectors. By combining Seatrium's deep engineering expertise with A*STAR's cutting-edge research capabilities, the partnership is expected to enhance operational efficiencies, optimise performance, and open new avenues for digital transformation.

In March 2024, a Research Collaboration Agreement was signed between Seatrium and TCOMS for the development of the FWSS platform design. This agreement is pivotal in advancing the design and deployment of floating wind solutions and further solidified Seatrium's leadership in offshore wind technology. In addition, Seatrium signed a Technology Collaboration Agreement with ABS in May 2024. This collaboration is focused on accelerating decarbonisation and driving the energy transition through the development and commercialisation of green retrofit products and services. The agreement spans technologies including carbon capture, energy efficiency measures, and digital solutions, ensuring that Seatrium remains at the forefront of maritime innovation.

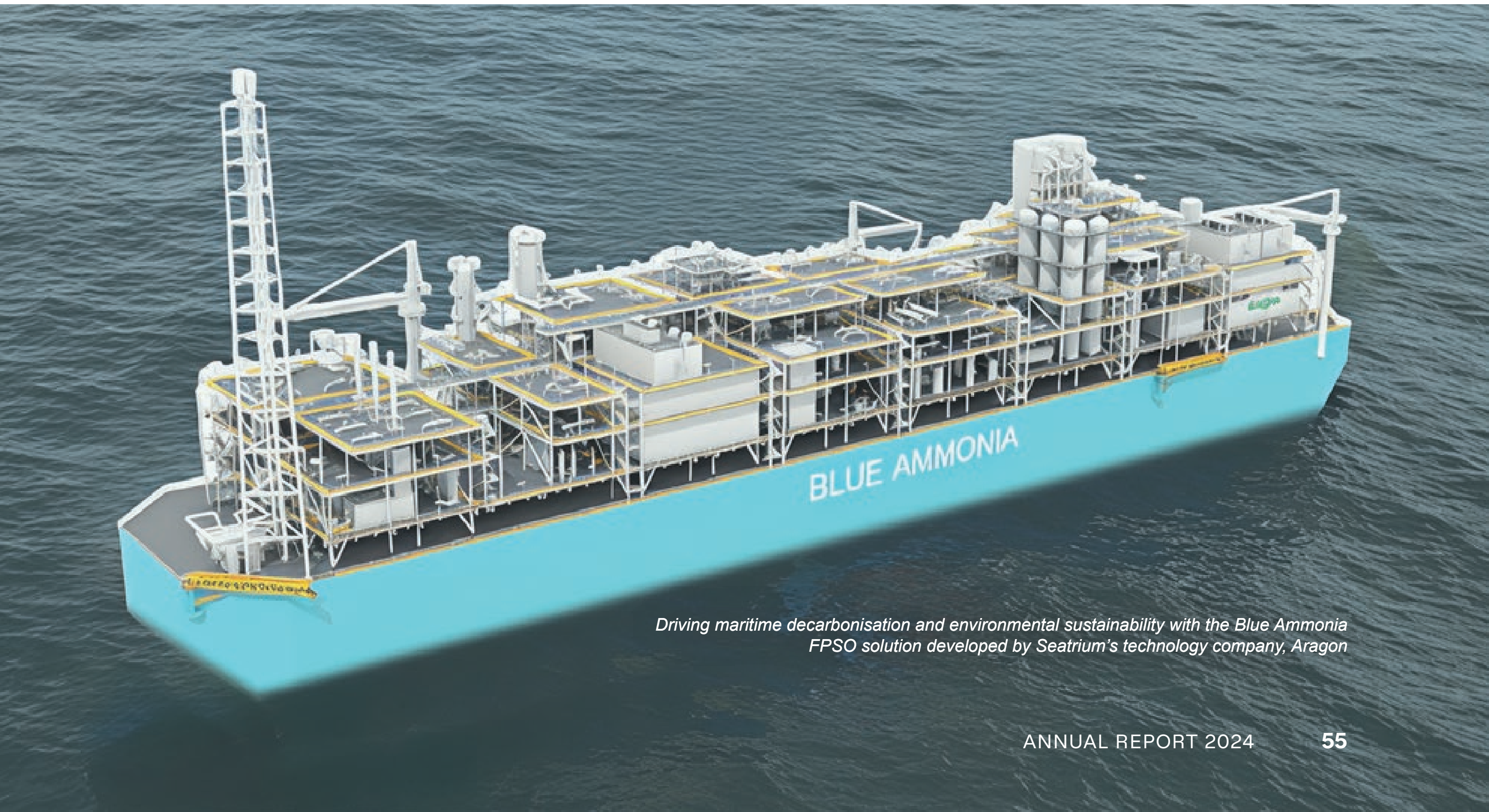


Seatrium and DNV are collaborating under an MOU to advance research and innovation in renewables, new energy and sustainable solutions

The Group also strengthened its collaboration with DNV by signing an MOU in November 2024. This agreement aims to optimise engineering processes, harness emerging technologies, and improve efficiencies in the fields of renewables, new energy, and sustainable solutions. Additionally, Seatrium has been actively partnering with M1, through Seatrium Digi, to drive digital transformation. This initiative focuses on implementing 5G technology and integrating IoT solutions across its operations, thereby enhancing connectivity and operational effectiveness throughout the organisation. Seatrium is also one of five pioneering organisations under Microsoft's AI Pinnacle Programme alongside the Home Team Science and Technology Agency, national HealthTech agency Synapxe, and other leading companies. The programme aims to raise AI adoption across supply chains, create clusters of AI users in respective industries, and ultimately boost work productivity.

Beyond these partnerships, Seatrium has placed a strong emphasis on academic collaborations to drive innovation and skills development. In August 2024, Seatrium and Nanyang Technological University (NTU) jointly launched a New Energy Laboratory and forged a workforce partnership. This initiative is designed to create a dynamic research environment that fosters the development of next generation maritime and energy technologies. Complementary to this, the Group has also revamped the Digital Learning Lab at the Institute of Technical Education (ITE) and is partnering the Singapore Institute of Technology (SIT) to establish a state-of-the-art Digital Learning Lab focused on maritime technologies.

These comprehensive collaborative efforts – which span industrial, academic, and digital spheres – reflect Seatrium's holistic approach to innovation. By uniting diverse expertise and resources, the Group is well-positioned to drive technological advancements required for sustainable energy solutions and to support the global push for decarbonisation.



Driving maritime decarbonisation and environmental sustainability with the Blue Ammonia FPSO solution developed by Seatrium's technology company, Aragon

DRIVING

GROWTH SYNERGIES

Defining Strategic Pathways for Resilience and Growth

At Seatrium, our people are our greatest assets. Embracing a diverse global talent pool, we harness our strengths in unity to drive engineering innovation and success. Together, we forge synergies that transform challenges into opportunities, fuelling our growth and paving the path to a more resilient organisation.

Employees	Engineers	Nationalities
>23,000	>4,000	29

Seatrium's diverse and talented workforce is key to its execution excellence, continuous progress and resilient growth

SUSTAINABILITY

At Seatrium, we are committed to integrating sustainability – from climate and nature to diversity, equity and inclusion, as well as human rights – into every facet of our business. We believe this forms the foundation of our business to achieve long-term success and resilience, enabling us to contribute positively to society and the environment while pursuing responsible business growth.

OUR SUSTAINABILITY APPROACH

Our sustainability strategy is centred on three core thrusts: (i) Operating a Responsible Business, (ii) Engineering a Sustainable Future, and (iii) Caring for Our People and Communities. These thrusts encompass eight material sustainability topics, identified through our comprehensive materiality assessment conducted in 2023, which remain critical to our business and operations.

OPERATING A RESPONSIBLE BUSINESS

ENGINEERING A SUSTAINABLE FUTURE

CARING FOR OUR PEOPLE AND COMMUNITIES

SUSTAINABILITY VISION 2030

Seatrium's Sustainability Vision 2030 and 2050 net zero ambition outline the Group's commitment to support the energy transition, reduce our carbon footprint, and create positive change in our local communities.

Sustainability Vision 2030

OPERATING A RESPONSIBLE BUSINESS

40% of our annual net orderbook from renewables and cleaner/green projects

95% customer satisfaction in all projects

100% contracted responsible procurement spend in compliance with our codes of conduct

Uphold **HIGH STANDARDS** of corporate governance

ZERO TOLERANCE POLICY towards fraud, bribery and corruption

ENGINEERING A SUSTAINABLE FUTURE

40% reduction of Scope 1 & Scope 2 emissions from 2008 levels

ZERO harm to the environment

Adopt **NET-ZERO** pathway to 2050

Achieve **100%** compliance with product safety and health requirements

CARING FOR OUR PEOPLE AND COMMUNITIES

Build a **DIVERSE, EQUITABLE** and **INCLUSIVE** workplace

Achieve **22** training hours per employee per year

VISION ZERO incidence target

Workplace injury rate **BELOW** national benchmark

S$3 million annual investment for community engagement

>15,000 hours of participation in community projects and volunteering activities by employees

OUR STRATEGIC THRUSTS

Strategic Thrusts	Material Topics	Key Highlights
Operating a Responsible Business		
Operating our business responsibly with integrity, ethical and sustainable sourcing while actively creating long-term value for our stakeholders.	Compliance, Governance and Assurance Supply Chain Management Customer Alignment and Confidence	In 2024, Seatrium launched its Sustainable Finance Framework, marking a significant milestone in aligning our investments with our sustainability goals. We achieved 31% growth in revenue from renewable energy solutions from 2023 baseline, underscoring our commitment to drive the global energy transition. Additionally, Seatrium improved its Sustainalytics ESG Risk Rating category from high risk to medium risk, reflecting our continued progress in managing sustainability risks and dedication to long-term sustainable development.
Engineering a Sustainable Future		
Engineering innovative and sustainable solutions and running our operations sustainably, to mitigate our impact on climate change and biodiversity loss, and promote a circular economy.	Innovation and Sustainable Solutions Environmental Sustainability	The Group made significant progress in carbon management, reducing our emissions by 30% as we work towards a net zero future. Seatrium received a B score in the 2024 Carbon Disclosure Project (CDP) Climate Change Assessment, an improvement from 2023's B- score. As the stewardship of nature is an important focus area, we have pledged our commitment as an adopter of the Taskforce on Nature-related Financial Disclosures (TNFD).
Caring for Our People and Communities		
Caring for our employees, stakeholders and communities through socio-economic initiatives that promote diversity & inclusion, human rights, safety and well-being.	Our People Commitment Workplace Safety and Health Community Engagement	In 2024, we updated the material topic 'Human Capital and Rights' to 'Our People Commitment' to better reflect our ongoing dedication to fostering a supportive and inclusive work environment. Our newly-established Human Rights Council underscores our commitment to upholding human rights and diversity, equity and inclusion throughout our operations and supply chain. During the year, we harmonised our community engagement framework, guided by the ethos "Caring for Our Communities – With Our Hearts and Minds, We Make Waves, We Create Impact". This framework builds on three key objectives – Responsible, Care and Progress – to champion ocean conservation and nurture stronger connections within our communities.

SUSTAINABILITY

2024 SUSTAINABILITY HIGHLIGHTS

Operating a Responsible Business

Achieved
A rating in the
MSCI ESG ratings

Joint recipient of the prestigious
"Best ESG Solution"
(Singapore) at The Asset Triple A Treasurise Awards 2024

Constituent of the
FTSE4Good
Index Series for the
7th consecutive time

Achieved a single
ISO 37001
Anti-bribery Management Systems certification covering Seatrium and its major operating entities

Engineering a Sustainable Future

Renewables and cleaner/ green solutions account for **S$2.1 billion** of the Group's revenue

Achieved
30% reduction in emissions
(Scope 1 & 2) from 2008 levels

Invested
S$6.55 million for
Technology and Innovation

Recognised with **Merit Awards in System & Management and Innovation & Design** at the
25th Singapore Environmental Achievement Awards 2024

Caring for Our People and Communities

1 in 3
Board members
are women

Conferred **37 awards**
at the Workplace Safety and Health Awards 2024

>10,000
community hours

26.9 hours
of training per
employee globally

Contributed
S$2.95 million
in driving positive change to the local communities where we operate

OUR COMMITMENT TO HUMAN RIGHTS AND DIVERSITY, EQUITY AND INCLUSION

In 2024, Seatrium launched its Human Rights and Diversity, Equity and Inclusion Statement, reinforcing the Group's commitment to foster a more inclusive and equitable workplace. We are committed to fostering an inclusive workplace culture, protecting the rights of our employees, and promoting ethical practices throughout our supply chain.

SUSTAINABILITY REPORTING

Seatrium provides its sustainability disclosures through its annual Sustainability Report, with reference to the Global Reporting Initiative (GRI) Standards and SGX-ST Listing Rules 711B. In addition, we reference relevant indicators from the Sustainability Accounting Standards Board (SASB) framework and incorporate recommendations from the Task Force on Climate-related Financial Disclosures (TCFD) and the TNFD. The Group is currently integrating new standards issued by the International Sustainability Standards Board (ISSB) to further enhance its reporting practices and align with global sustainability standards.

PricewaterhouseCoopers LLP has been engaged to assure selected sustainability information. For more details on our disclosures, please read our Sustainability Report 2024.

Seatrium
Engineering Our Future Together

HUMAN RIGHTS AND DIVERSITY, EQUITY AND INCLUSION STATEMENT

As a leading global engineering solutions provider in the Marine, Offshore and Energy industries, Seatrium Limited (the "Group") recognises that people are at the core of our business. Our People-focused core value emphasises the importance of embracing diversity, fostering mutual respect and making our people agenda a strategic business priority. The Group is committed to uphold and respect human rights in our business and operations.

The Group builds a strong sense of belonging and organisational performance through our four key thrusts:

1. **Embracing Human Rights:** We are dedicated to the safety, health and welfare of our employees, aligning our employment practices with international and local laws. Our approach to human rights is informed and guided by the Dhaka Principles for Migration with Dignity. Our action plans support fair treatment, respect and the welfare of every individual in our organisation.
2. **Fair Employment and Equal Opportunities:** We are committed to fair employment practices and equal opportunities for all. The Group fosters a diverse and inclusive workplace where every individual can thrive and contribute based on merit, regardless of their background or identity.
3. **Career Development and Growth:** We prioritise the development of our employees' skills and knowledge by providing access to training, mentorship and professional growth opportunities. Embracing diversity and equity drives operational excellence, fosters innovation and increases employee engagement, contributing to our overall success.
4. **Care for Our Employees:** We appreciate all employees' contributions. By creating a nurturing environment, we demonstrate our commitment to a culture of care, making Seatrium a great place to work.

Seatrium is committed to creating a diverse, equitable and inclusive workplace that promotes openness and a strong sense of belonging in our organisation. We will promote fair treatment and equal access to opportunities for all employees, a workplace culture where people are treated with respect and without discrimination to contribute their abilities and potential.

As One Seatrium, we embrace our Group's core values and Codes of Conduct to promote a respectful, fair, inclusive and harmonious work environment.

Chris Ong
Chief Executive Officer
Seatrium Limited

Effective Date: 1st November 2024
(Revision 0)

Making positive waves in our communities globally - Contributing to the Wali Songo Orphanage in Batam through volunteer initiatives and donations

CORPORATE GOVERNANCE

Seatrium Limited (the "Company" and together with its subsidiaries, the "Group") is committed to upholding the highest level of corporate governance. Our unwavering ethos of doing right and good by all stakeholders underpins our business resilience and long-term success in the offshore, marine and energy industries.

This report describes the Company's corporate governance practices for the financial year ended 31 December 2024 ("FY2024") with reference to the Code of Corporate Governance 2018 (the "Code"). The Company has complied with the principles of the Code and substantially with all the provisions thereunder. Any deviations from compliance with the provisions of the Code are explained in this report.

CORE VALUES AND CODE OF CONDUCT

To strive for the highest standards of corporate performance and accountability, the Group has embedded corporate governance principles into its culture. This culture is in turn anchored on a clear set of core values, an effective leadership, a strong compliance culture, and a system of robust internal controls.

The Company has a set of Core Values and a Code of Conduct that all directors, employees and third-party representatives of the Company are required to observe and be guided by. Our Core Values act as our guiding compass, while our Code of Conduct guides our directors, employees and third-party representatives to carry out their duties and responsibilities to the highest standards of integrity. Our Code of Conduct is available on the Company's corporate website.

CORPORATE GOVERNANCE FRAMEWORK

(As at 31 December 2024)

As at 31 December 2024, the Board comprised nine members, of whom seven are independent directors, one is a non-executive and non-independent director and one is an executive director.

Board of Directors (the "Board")
(As at 31 December 2024)

Total number of Directors: 9

7 Independent Directors	1 Non-Executive and Non-Independent Director	1 Executive Director

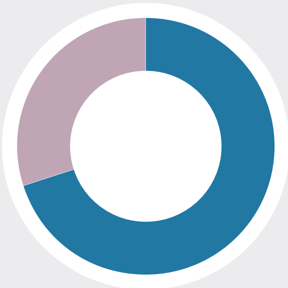
Chairman's Responsibilities	Board's Responsibilities
• Lead the Board to ensure effectiveness on all aspects of its role • Promote a culture of openness and debate in the Board • Encourage constructive discussions and relations within the Board and between the Board and Management • Facilitate effective contributions of non-executive Directors	• Set values, mission and vision statements • Provide oversight and guidance to Management • Set strategic objectives • Review Management's performance and remuneration • Establish a framework of prudent and effective internal controls • Integrate sustainability issues in decision making

BOARD DIVERSITY

In the 2025 Singapore Board Diversity Index, Seatrium was recognised as one of the companies that exhibit exemplary diversity standards across four or more categories. The Board composition in terms of gender, age, tenure, independence, culture, industry experience, domain knowledge and international experience, as at 31 December 2024, is as follows:

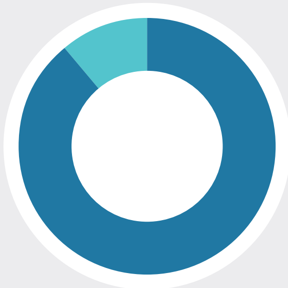
Gender Diversity (%)

1/3 of Board members are female



Male	67
Female	33

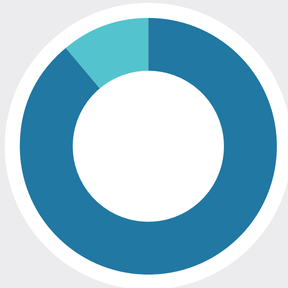
Age Spread (%)



>50 years old	89
30 - 50 years old	11

Tenure Mix (%)

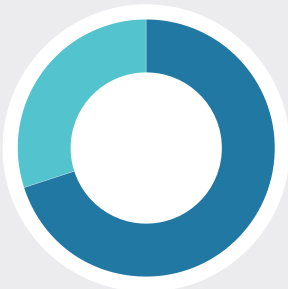
Directors' average length of service is 2 years 1 month



1 – 2 years	89
>2 years	11

Board Independence (%)

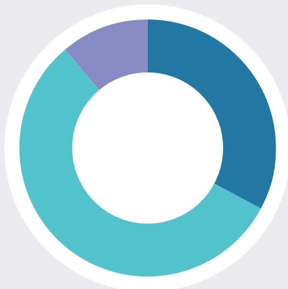
Independent directors represent 78% of the Board



7 Independent directors	78
2 Non-Independent directors	22

Culture Diversity (%)

More than 67% of directors are from non-majority cultural backgrounds



Asian	33
European	56
Others	11

International Experience

Majority of the Board has international/global experience

Diverse Domain Knowledge

Directors bring diverse domain knowledge in five or more areas

- Finance and Accounting
- Business and Management
- Legal
- Mergers & Acquisitions
- Risk
- Sustainability

Broad Industry Expertise

Directors contribute industry expertise from five or more segments

- Financials
- Energy
- Industrials
- Media
- Professional Services

CORPORATE GOVERNANCE

The Board has constituted the following Board committees to assist it in the discharge of its duties:

Audit and Risk Committee (5 members)

4 Independent Directors	1 Non-Executive and Non-Independent Director

Key Responsibilities

- Assist the Board in discharging its statutory and other responsibilities relating to internal controls, financial and accounting matters, and business and financial risk management
- Assist the Board in ensuring that Management maintain a sound system of risk management and internal controls to safeguard shareholders' interests as well as the Group's assets
- Determine the nature and extent of the significant risks that the Board is willing to take in achieving its strategic objectives
- Oversee and monitor the whistleblowing process

Nomination and Remuneration Committee (5 members)

3 Independent Directors	1 Non-Executive and Non-Independent Director	1 Co-opted member (non-director)

Key Responsibilities

- Assist the Board in evaluating the performance of Management and the Board, its committees and directors
- Review the profiles and independence of directors
- Make recommendations on directors' appointments and re-appointments
- Assist the Board in overseeing the remuneration of the Board and Management
- Set appropriate remuneration framework and policies (including long-term incentive schemes) to deliver annual and long-term performance of the Group

Corporate Social Responsibility Committee (5 members)

4 Independent Directors	1 Executive Director

Key Responsibilities

- Assist and support the Board in fulfilling its oversight over sustainability as well as workplace, safety and health ("WSH") matters

Transformation Committee (5 members)

3 Independent Directors	1 Non-Executive and Non-Independent Director	1 Executive Director

Key Responsibilities

- Drive and oversee the integration and transformation exercise of the Group

BOARD MATTERS

The Board's Conduct of Affairs

Principle 1
The Company is headed by an effective Board which is collectively responsible and works with Management for the long-term success of the Company.

The Board aims to create value for its shareholders and stakeholders, and drive the Group's long-term success. The Board holds Management accountable for its performance by focusing on the right business strategies, implementing a robust risk management framework, developing the desired culture within the organisation and building a strong management team to lead the organisation. It also aims to align the interests of the Board and Management with those of shareholders and balance the interests of all stakeholders.

The Board sets the appropriate tone-from-the-top for the Group on ethics and values to be observed when pursuing and undertaking its businesses and operations. The Group has also put in place a set of well-defined policies and procedures such as an anti-bribery and anti-corruption policy, a prevention of insider trading policy, a whistleblowing policy and a Code of Conduct to track and monitor corporate performance and ensure proper accountability within the Group.

Role and Responsibilities of the Board

The Board's primary function is to protect the Group's assets and oversee its business affairs. The Board is accountable to shareholders for the Group's long-term financial performance. It reviews and approves policies, annual budgets, major funding, investments and divestments, risk tolerance levels, and sustainability and material issues. The Board also approves the appointment of directors and decides the composition of Board committees and remuneration for the Board and Management.

The Board has established a clear matrix on matters that would require its approval, which is clearly communicated to Management in writing. These include financial authorisation and approval limits for operating and capital expenditures, procurement of goods and services, and acquisition and divestment of investments. The Board approves transactions exceeding certain threshold limits, while delegating authority for transactions below those limits to the Chief Executive Officer ("CEO") to optimise operational efficiency. These limits are subject to regular review for relevance and effectiveness.

Role and Responsibilities of Directors

Directors are fiduciaries of the Company and hold Management accountable for the financial and operating performance of the Group. All directors are expected to always act objectively in the best interests of the Company.

The Company's Constitution provides that a director shall not vote in respect of a proposal in which he has any personal material interests, directly or indirectly. Such a director shall also not be counted in the quorum at a meeting in relation to any resolution on which he is required to abstain from voting. When facing a conflict of interest or potential conflict of interest, directors are required to recuse themselves from discussions and decisions involving the issues of conflict.

Director Development and Training

The Board has established a policy on directors' training and development to ensure directors understand, meet and maintain appropriate competency requirements to perform and discharge their duties and responsibilities effectively. Directors are expected to understand the Group's business as well as their directorship duties (including their roles as executive, non-executive and independent directors).

The Board has a comprehensive orientation programme (including yard visits and visits to major vessels) for newly-appointed directors. As part of the programme, all newly-appointed directors are briefed on the Group's business activities, financial performance, governance policies and practices, enterprise risk management, regulatory regime and their duties as directors. This induction programme allows new directors to get acquainted with Management, thereby facilitating Board interaction and independent access to Management.

A director who has no prior experience as a director of an issuer listed on the Singapore Exchange Securities Trading Limited ("SGX-ST") is required to undergo training in the roles and responsibilities of a director of a listed issuer as prescribed by the SGX-ST, unless the Nomination and Remuneration Committee is of the view that training is not required because the director has other relevant experience, in which case the basis of the assessment will be disclosed.

The Company values ongoing professional development of its directors and provides them with opportunities to undergo training to develop and maintain their skills and knowledge at the Company's expense to enable them to serve effectively on, and contribute to, the Board. Each director is required to perform an annual self-assessment to identify his or her training needs and undertakes training in order to acquire the requisite competencies.

Site visits are also conducted periodically for directors to familiarise them with the operations of the various segments so as to enhance their understanding of the Company's business and improve their performance as Board or Board committee members. In FY2024, the directors attended a safety walk on board the Company's P-78 FPSO vessel and visited the Benoi yard and also overseas yards in Brazil, Indonesia, Norway and the United States.

In FY2024, the directors attended various training courses (conducted internally or externally), e-learning modules, web seminars and briefings on various topics, including but not limited to safety, sustainability, cybersecurity, AI and energy.

E-training was also conducted on Seatrium's Code of Conduct and its policies on personal data protection and cybersecurity. All the directors have attended training on sustainability matters mandated by the SGX-ST. Several directors also completed the Top Executive WSH Programme (TEWP) safety training conducted at NTUC LearningHub.

Directors also received an introductory briefing on the Singapore listing regulatory environment by an external legal adviser and training by an external trainer on AI fundamentals, the risks of AI and mitigation of such risks.

Each director was also invited to participate in the inaugural Seatrium Safety Convention 2024 and Global Forum 2024, which brought together the Board, Management and distinguished guests from Seatrium's valued partners to share their perspectives on landscape and importance of health and safety within the industry. Seatrium's employees from across the world also shared Seatrium's achievements, business insights, and strategies.

Ms Mariel von Schumann, who was appointed as a director with effect from 1 October 2023, has completed the prescribed training on the roles and responsibilities of a director of a listed issuer and the mandated sustainability training within one year from her date of appointment.

Mr Mark Gainsborough, Mr Jan Holm, Ms Ieda Gomes Yell and Ms Astrid Skarheim Onsum have also been accredited as a Senior Accredited Director by the Singapore Institute of Directors.

CORPORATE GOVERNANCE

Board Committees

The Board has established the following Board committees to assist it in discharging its stewardship and fiduciary obligations:

(a) Audit and Risk Committee (“ARC”)
(b) Nomination and Remuneration Committee (“NRC”)
(c) Corporate Social Responsibility Committee (“CSRC”)
(d) Transformation Committee (“TC”)

The role of the CSRC is to assist and support the Board in fulfilling its oversight over sustainability and WSH matters, which are important performance indicators for the Group. The Board, with guidance provided by the CSRC, adopts specific targets and key performance indicators relating to sustainability and climate related matters (including carbon management and reduction targets) and WSH matters. As disclosed above, some of the directors attended the inaugural Seatrium Safety Convention 2024 and Global Forum 2024. For more details, please refer to the Company’s Sustainability Report 2024.

The role of the TC is to assist and support the Board in driving and overseeing the integration, strategic transformation and cost optimisation initiatives of the Group. The Group was formed from the combination of two major offshore & marine companies in 2023. As such, integration and transformation are thus key to its success.

The roles and other details of the ARC and NRC are set out in other sections of this report.

The Board committees are formed with clear written terms of reference which set out their compositions, authorities and duties (including reporting back to the Board). These terms of reference are reviewed by the Board on a regular basis. Board approval is required for any change to these terms of reference.

The Board committees have the authority to investigate any activity within their respective terms of reference. They also have full access to and co-operation of Management, and full discretion to invite any director or executive officer to attend their meetings. The Board committees are also empowered and have authority to obtain advice and support from external advisers, as and when needed, at the expense of the Company.

As at 31 December 2024, the compositions of the Board and its Board committees were as follows:

Board	Audit and Risk Committee	Nomination and Remuneration Committee	Corporate Social Responsibility Committee	Transformation Committee
Mark Gainsborough (Chairman) (Independent director)		Chairman	Member	Chairman
Yap Chee Keong (Deputy Chairman) (Independent director)	Chairman	Member		Member
Chris Ong (CEO) (Executive director)			Member	Member
Nagi Hamiyeh (Non-Executive and Non-Independent director)	Member	Member		Member
Jan Holm (Independent director)	Member		Chairman	
Ieda Gomes Yell (Independent director)			Member	Member
Sarjit Singh Gill (Independent director)	Member			

Board	Audit and Risk Committee	Nomination and Remuneration Committee	Corporate Social Responsibility Committee	Transformation Committee
Astrid Skarheim Onsum (Independent director)	Member			
Mariel von Schumann (Independent director)		Member	Member	
Chan Wai Ching[1] (Non-Board member of NRC)		Co-opted member		
7 independent directors (including the Chairman) 1 non-executive and non-independent director 1 executive director	4 independent directors (including the ARC Chairman) 1 non-executive and non-independent director	3 independent directors (including the NRC Chairman) 1 non-executive and non-independent director 1 co-opted member (non-director)[1]	4 independent directors (including the CSRC Chairman) 1 executive director	3 independent directors (including the TC Chairman) 1 non-executive and non-independent director 1 executive director

Note:

(1) Ms Chan Wai Ching is not a director of the Company but has been co-opted as a member of the NRC. Provision 2.4 of the Code provides (inter alia) that the Board and Board committees should comprise directors who as a group provide the appropriate balance and mix of skills, knowledge, experience and diversity. Provision 4.2 of the Code provides that the Nominating Committee should comprise at least three directors, the majority of whom, including the Chairman, should be independent. Provision 6.2 of the Code provides that the Remuneration Committee should comprise at least three directors. All members of the Remuneration Committee should be non-executive directors, the majority of whom, including the Chairman, should be independent. Ms Chan is currently the Chief Corporate Officer and Head, Organisation & People at Temasek Holdings (Private) Limited, and is a leader in human resources. Although Ms Chan is not a director of the Company, given her extensive experience in human resources, she has provided and will continue to provide expertise and insights into organisational development, leadership as well as remuneration matters to the NRC, and contribute towards establishing formal and transparent processes and procedures for the appointment and re-appointment of directors, and for the development of policies on director and executive remuneration.

The profiles of the directors are set out on pages 17 to 26 of the Annual Report 2024.

Board Practices

The schedules of all Board meetings, Board committee meetings and the annual general meeting ("AGM") are planned more than one year in advance in consultation with the directors to ensure that there are no scheduling conflicts. The Board meets at least four times a year at regular intervals. Besides the scheduled meetings, the Board meets on an ad-hoc basis as warranted by particular circumstances. Directors are expected to attend and actively participate in Board and Board committee meetings. Directors who are unable to attend a Board or Board committee meeting in person may participate via telephone or video conference, as permitted by the Company's Constitution.

The Board also holds annual strategy meetings in person to interact with senior and middle management. At these meetings, the Board is briefed on developments in the markets in which the Group operates, is updated on trends, and has in-depth discussions on the Group's strategic direction. For FY2024, the annual strategy meeting was held in person in Singapore in August 2024.

The Board is also invited to participate in major key events organised by the Group such as public lectures, safety conventions and decarbonisation forums. This is with a view to ensuring that the Board and Management are aligned on the strategic thrust of the Group. This also helps the Board to keep abreast of the mega trends in the markets relating to the Group's business. For FY2024, the inaugural Seatrium Safety Convention 2024 and Global Forum 2024 were held in person in Singapore in November 2024 and were attended by the Board, Management, employees and distinguished guests from Seatrium's valued partners.

The attendance record of directors who held office during FY2024 at Board and Board committee meetings held during the period in which they were directors in FY2024, and at the AGM held during FY2024, is disclosed on the next page.

Director	Board	Audit and Risk Committee	Nomination and Remuneration Committee	Corporate Social Responsibility Committee	Transformation Committee
	No. of Meetings held: 11	**No. of Meetings held: 7**	**No. of Meetings held: 5**	**No. of Meetings held: 5**	**No. of Meetings held: 4**
	Attended	Attended	Attended	Attended	Attended
Mark Gainsborough	11/11	-	5/5	5/5	4/4
Yap Chee Keong	11/11	7/7	5/5	-	4/4
Chris Ong	11/11	-	-	5/5	4/4
Nagi Hamiyeh	9/11	4/7	4/5	-	3/4
Jan Holm(1)	11/11	7/7	-	5/5	1/1
Lai Chung Han(2)	8/8	-	-	2/3	1/1
Ieda Gomes Yell	10/11	-	-	5/5	4/4
Sarjit Singh Gill	11/11	7/7	-	-	-
Astrid Skarheim Onsum(3)	10/11	5/5	-	-	1/1
Mariel von Schumann(4)	11/11	-	3/3	5/5	1/1

Notes:
(1) Mr Jan Holm stepped down as a member of the TC on 1 March 2024.
(2) Mr Lai Chung Han stepped down as a member of the TC on 1 March 2024. He stepped down as a director of the Company on 30 June 2024. He was appointed as Permanent Secretary (Development) at the Ministry of Finance with effect from 1 July 2024.
(3) Ms Astrid Skarheim Onsum was appointed as a member of ARC and stepped down as a member of TC on 1 March 2024
(4) Ms Mariel von Schumann was appointed as a member of NRC and stepped down as a member of TC on 1 March 2024.

All the directors (including the Chairman of the Board and the respective Board committees and the CEO) of the Company holding office as at the date of the most recent AGM held on 26 April 2024 (i.e., Mr Mark Gainsborough, Mr Yap Chee Keong, Mr Chris Ong, Mr Nagi Hamiyeh, Mr Jan Holm, Mr Lai Chung Han (who has stepped down as a director with effect from 30 June 2024), Ms Ieda Gomes Yell, Mr Sarjit Singh Gill, Ms Astrid Skarheim Onsum and Ms Mariel von Schumann) attended the AGM.

Management provides directors with resources and access to complete, adequate and timely information prior to meetings and on an on-going basis to enable them to make informed decisions and discharge their duties and responsibilities. Directors are provided with electronic tablets which enable them to readily access Board and Board committee papers in advance of and during meetings. In addition, directors receive financial and operational performance, health and safety updates, analysts' reports, industry market updates, major projects tendered, progress updates on major projects, yard development updates and summaries of decisions made by Board committees on a quarterly basis. Board and Board committee papers and attachments with confidential information are sent to the directors using password encryption or are loaded on a secured digital platform, to enable secure access and to safeguard such confidential documents and information.

Directors have separate and independent access to the CEO, members of Management and the Company Secretary at all times. Management is present at Board meetings to address directors' queries or to provide further insights into matters concerned.

The Company Secretary attends all Board and certain Board committee meetings. She is responsible for ensuring that meeting procedures are followed and applicable rules and regulations complied with. The Company Secretary assists the Board in implementing and strengthening corporate governance policies and practices.

The appointment and removal of the Company Secretary is subject to the Board's approval.

When directors, either individually or as a group, require advice from external advisers in the furtherance of their duties, the Company Secretary will, upon approval by the Board, appoint external advisers to render such services at the Company's expense.

Board Composition and Guidance

Principle 2
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.

Board Independence

As at 31 December 2024, the Board comprised nine directors, of whom seven are independent directors, one is an executive director and one is a non-executive and non-independent director. Independent directors thus make up a majority of the Board (seven out of nine). All the directors are non-executive, save for Mr Chris Ong who is the CEO and an executive director, as at 31 December 2024.

The non-executive directors and/or independent directors meet without the presence of Management at least once annually and provide feedback to the Board and/or the Chairman after such meetings, as appropriate. In FY2024, four such meetings were held.

Board Diversity Policy, Targets, Timelines and Progress

The Company recognises and embraces the benefits of having a diverse Board, which include adopting a broader strategic perspective, avoiding groupthink, enhancing decision-making and ensuring effective governance. To this end, the Company maintains a Board Diversity Policy that addresses and takes into account gender, skills and experience, board independence, and other relevant aspects of diversity.

In line with the Company's Board Diversity Policy, the NRC reviews the size and composition of the Board and the Board committees from time to time, and seeks to ensure that (i) the size of the Board and the Board committees are conducive for effective discussion and decision-making, (ii) the Board and the Board committees have the requisite number and proportion of independent directors, and (iii) the directors as a group have a broad range of skills, experience and industry knowledge, and are diverse in age, gender and cultural background.

The Board has met the diversity targets set by the Company for FY2024, and will endeavour to maintain these diversity targets for the financial year ending 31 December 2025 ("FY2025"). These diversity targets are as follows:

(a) a majority of the Board members are independent directors;

(b) at least one Board member has extensive experience in the industry in which the Group operates;

(c) at least two Board members have relevant accounting or related financial management expertise or experience; and

(d) at least two Board members are female.

The Board is made up of members from diverse cultural backgrounds (in terms of ethnicity and nationality) and with varied industry experience and expertise (including but not limited to the core competencies of accounting, finance, legal and business management experience, as well as leadership experiences) which are important to the Group to provide effective stewardship and oversight of the Group and as the Group has to deal with different groups of stakeholders. Each director brings in different perspectives and ideas at Board discussions. As at 31 December 2024, three out of the nine Board members are female. The members of the Board are diverse, including Asian, Brazilian, European and Lebanese individuals, and residents of Singapore, France, United Kingdom, the Isle of Man, Norway and Germany. While striving for diversity, all Board nominations and appointments are ultimately made on the basis of merit, taking into account the skills, experience, independence and knowledge needed for the Board as a whole to be effective. The Board, taking into account the views of the NRC, considers that the Board is of an appropriate size, and as a group possesses an appropriate level of independence and balance of skills, knowledge, experience and gender mix to manage and contribute effectively to the Company.

The Board will seek to ensure a good balance between continuity and fresh perspectives, and will also review and determine the Board's size and composition regularly to stay appropriate and effective for the Group's operations and geographic footprint.

Chairman and Chief Executive Officer

Principle 3
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 Chairman and the CEO are separate persons, so as to ensure an appropriate balance of power, increased accountability, and greater capacity of the Board for independent decision making. The Chairman and the CEO are not related.

The Board has established and set out in writing the division of responsibilities between the Chairman and the CEO. The Chairman is a non-executive appointment and is separate from the office of the CEO. The Chairman leads the Board and is responsible for ensuring the Board's effectiveness and its governance processes, while the CEO is responsible for following through the Board's direction and managing the day-to-day business and operations.

The Chairman provides leadership and facilitates the Board's effectiveness in all aspects of its roles, both inside and outside the boardroom. This includes setting the agendas for Board meetings and ensuring sufficient time is allocated for thorough discussion of each agenda item. The Chairman also plays a pivotal role in fostering constructive dialogue between shareholders, the Board and Management.

The Chairman promotes an open environment for debate and ensures that the independent directors are able to speak freely and contribute effectively. He closely monitors the translation of the Board's decisions and directions into executive actions. He also exercises control over the quality and quantity of information between the Board and Management. In addition, he provides support, close oversight, guidance, advice and leadership to the CEO, while respecting his executive responsibility.

The CEO heads the Company's Management team and manages the Group's businesses and operations in accordance with the Group's policies. He provides oversight, guidance, advice and leadership to the Management team on executing the Board's decisions. The Management team meets regularly to discuss performance, business, operation, risk, compliance and other relevant issues.

As a majority of the Board comprises independent directors and there are sufficient channels of communication for shareholders to raise concerns to the Board (such as through the independent Chairman or the independent chairman of each of the respective Board committees), no lead independent director has been appointed.

Board Membership

Principle 4
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.

Nomination and Remuneration Committee

As at 31 December 2024, the NRC comprised five members, of whom three (including the NRC Chairman) are independent directors, one is a non-executive and non-independent director and one is a co-opted member (non-director):

Mr Mark Gainsborough (Chairman)
Mr Yap Chee Keong
Mr Nagi Hamiyeh
Ms Mariel von Schumann
Ms Chan Wai Ching[(1)]

Note:
(1) Ms Chan Wai Ching is not a director of the Company but has been co-opted as a member of the NRC. Provision 2.4 of the Code provides (inter alia) that the Board and Board committee should comprise directors who as a group provide the appropriate balance and mix of skills, knowledge, experience and diversity. Provision 4.2 of the Code provides that the Nominating Committee should comprise at least three directors, the majority of whom, including the Chairman, should be independent. Provision 6.2 of the Code provides that the Remuneration Committee should comprise at least three directors. All members of the Remuneration Committee should be non-executive directors, the majority of whom, including the Chairman, should be independent.

Ms Chan is currently the Chief Corporate Officer and Head, Organisation & People at Temasek Holdings (Private) Limited, and is a leader in human resources. Although Ms Chan is not a director of the Company, given her extensive experience in human resources, she has provided and will continue to provide expertise and insights into organisational development, leadership as well as remuneration matters to the NRC, and contribute towards establishing formal and transparent processes and procedures for the appointment and re-appointment of directors, and for the development of policies on director and executive remuneration.

The key responsibilities of the NRC in relation to Board membership and performance matters include the following:

- To review the composition of the Board and Board committees
- To identify, review and recommend Board appointments for the Board's approval, taking into account the experience, expertise, knowledge, skills and diversity of the candidates and the needs of the Board
- To review and recommend to the Board the re-appointment of directors, having regard to their performance, commitment and ability to contribute to the Board as well as their skill sets
- To review the Board's succession plans for directors, in particular, the appointment and/or replacement of the Chairman, the CEO and key management personnel
- To make recommendations for the Board's approval the objective performance criteria and process for the evaluation of the effectiveness of the Board as a whole and of each Board committee separately, as well as the contribution by the Chairman and each individual director to the Board
- To conduct a performance evaluation of the Board, the Board committees and individual directors on an annual basis
- To conduct an annual assessment of whether each director has sufficient time to discharge his responsibilities, taking into consideration other listed company board representations and principal commitments, if any
- To determine the independence of new and existing directors, and whether each new and/or existing director is a fit and proper person and is qualified for the office of director

- To review and recommend training and professional development programmes for the Board and directors, and to ensure that new directors are aware of their duties and obligations
- To make recommendations on the key performance indicators and Management's balanced scorecards

Rotation and Re-election of Directors

The NRC reviews and recommends to the Board the re-election of directors at each AGM.

Pursuant to Article 94 of the Company's Constitution, one-third of the directors for the time being (or, if their number is not a multiple of three, the number nearest to but not less than one-third) are required to retire from office by rotation at each AGM. The directors to retire in every year are those who have been longest in office since their last re-election or appointment and as between persons who became or were last re-elected directors on the same day, those to retire shall (unless they otherwise agree among themselves) be determined by lot. All directors (including the CEO) are also required to submit themselves for re-nomination and re-appointment at least once every three years. Retiring directors are eligible for re-election.

Pursuant to Article 100 of the Company's Constitution, all newly appointed directors may only hold office until the next AGM immediately following their appointment, and are eligible for re-election at such AGM.

Where a director is required to retire from office, the NRC will review the composition of the Board and take into account factors such as the retiring director's competencies, attendance and participation in Board and Board committee meetings, performance and contributions to the Board and competing time commitments, when deciding whether to recommend that director for re-election.

Mr Yap Chee Keong, Mr Chris Ong and Mr Jan Holm will be retiring by rotation under Article 94 of the Company's Constitution at the upcoming AGM to be held on 23 April 2025 ("2025 AGM") and, being eligible, have offered themselves for re-election at the 2025 AGM.

Mr Eng Aik Meng, who was appointed as a director after the 2024 AGM, will retire under Article 100 of the Company's Constitution and, being eligible, has offered himself for re-election at the 2025 AGM.

Additional information on the directors seeking re-election at the 2025 AGM is set out on pages 216 to 227 of the Annual Report 2024.

Changes to the Board after 31 December 2024

In line with the Company's plans for Board refreshment and renewal, the following changes to the Board took place, or will take place, after 31 December 2024:

- Mr Eng Aik Meng was appointed as a non-executive and non-independent director with effect from 1 March 2025; and
- Mr Nagi Hamiyeh will step down as a non-executive and non-independent director with effect from the conclusion of the 2025 AGM. He will concurrently relinquish his roles as a member of the ARC, NRC and TC.

Selection and Nomination Process for New Directors

The Board has put in place a process for the selection and appointment of new directors. The process is led by the NRC, which recognises that an effective and cohesive board requires the right balance of industry knowledge, experience, core competencies, skills and professional qualifications, as well as diversity (including having regard to the Board Diversity Policy and the diversity targets set thereunder).

When searching for potential candidates for appointment as directors, the NRC reviews the range of expertise, skills and attributes of the Board and its composition, so as to identify the competencies required and/or desired to supplement the Board's existing attributes, which is then used for identifying potential candidates for nomination. The NRC also conducts an assessment of the potential candidate's qualifications, attributes, capabilities, skills, age, past experience and independence.

In considering potential candidates for appointment as directors, the NRC also takes into consideration whether a candidate had previously served on the board of companies with adverse track records or a history of irregularities, and whether this would cast any doubt on his or her ability to act as a director of the Company.

The NRC may tap on or engage external third-party search firms to assist in identifying and shortlisting a broader slate of candidates for nomination as new directors for the Board's consideration.

The Board considers the NRC's recommendations before appointing a candidate as a director of the Company in accordance with the Company's Constitution. Upon appointment, the NRC also reviews and recommends to the Board the new director's appointment to the appropriate Board committee(s) after matching the director's skill set to the needs of each Board committee and taking into consideration an equitable distribution of responsibilities among Board members.

CORPORATE GOVERNANCE

Review of Directors' Independence

The NRC reviews annually, and as and when circumstances require, if a director is independent having regard to the Listing Manual of the SGX-ST and the Code, as well as any other salient factors.

To facilitate the NRC's review, all directors are required to submit an evaluation and disclosure form prior to his or her appointment as a director and thereafter, on an annual basis, which would state all the factors considered in determining if the director is independent, including the factors described in the Listing Manual of the SGX-ST and the Code.

Mr Nagi Hamiyeh and Mr Eng Aik Meng hold executive positions in Temasek International Pte Ltd ("TIPL"), which is a related corporation of a substantial shareholder of the Company. They are therefore considered to be non-executive and non-independent directors. The Board and the NRC are of the view that, save for Mr Nagi Hamiyeh, Mr Eng Aik Meng and Mr Chris Ong (who is the CEO and an executive director), none of the other directors have any relationship with the Company, its related corporations, its substantial shareholders or its officers that could interfere, or be reasonably perceived to interfere, with the exercise of each director's business judgment in the best interests of the Company. In particular, none of the other directors are or have been employed by the Company or any of its related corporations in the current or any of the past three financial years, and none of them have an immediate family member who is employed or has been employed by the Company or any of its related corporations in the current or any of the past three financial years, and whose remuneration was determined by the NRC. None of the directors have served for an aggregate period of more than nine years on the Board. All of the directors, save for Mr Nagi Hamiyeh, Mr Eng Aik Meng and Mr Chris Ong, are therefore considered to be independent directors. As disclosed in the section on "Changes to the Board after 31 December 2024" on page 71, Mr Nagi Hamiyeh will be stepping down as a director with effect from the conclusion of the 2025 AGM.

Review of Directors' Time Commitments

The NRC determines annually whether a director has been adequately carrying out his or her duties as a director, taking into account the number of other listed company directorships and principal commitments of the director. Each director is expected to allocate sufficient time and attention to the Company's affairs. The Board has adopted a policy to address directors' competing time commitments when they serve on multiple boards and have other principal commitments. In general, each director cannot hold more than four directorships in listed companies.

For FY2024, all directors met the guidelines set on the maximum number of listed company directorships that he or she may hold. The NRC has reviewed and is satisfied that the directors who held office as at 31 December 2024 had committed sufficient time and attention to the Company's affairs and had contributed meaningfully to the Group as evidenced by the attendance of the directors at the Board and Board committee meetings and the quality of the discussions at these meetings.

Information on each director's other listed company directorships and principal commitments is disclosed on pages 17 to 26 of the Annual Report 2024.

The Board does not encourage the appointment of alternate directors. No alternate director is currently appointed to the Board.

Succession Planning for Management

Succession planning is key to the Company's long-term organisational strategy, ensuring the Company's preparedness for the future and that it has the right leaders to drive Seatrium's success. The Company focuses on building a strong talent bench strength that enables it to meet evolving business demands. By identifying, nurturing and developing high-potential leaders, the Company ensures that Seatrium's leadership pipeline is robust and capable of taking on key management roles as the business grows and evolves.

As part of the Company's annual talent review process to identify high-potential employees, succession plans are discussed and finalised with inputs from Management. The NRC reviews the succession plans for Management to ensure alignment with Seatrium's long-term strategy and contingency planning to mitigate unforeseen changes. This disciplined approach allows for a thorough examination of the Company's organisational structure, talent bench strength and leadership pipeline, enabling the Company to assess both its current capabilities and future needs to achieve business outcomes.

Board Performance

Principle 5
The Board undertakes a formal annual assessment of its effectiveness as a whole, and that of each of its board committees and individual directors.

Using objective performance criteria and process which are recommended by the NRC and approved by the Board, the NRC assesses at least once annually whether the Board, Board committees and individual directors are performing effectively so as to identify steps for improvement. The Board believes that active participation and valuable contributions are essential to the overall effectiveness of the Board.

The evaluation of individual directors for FY2024 was conducted by the NRC. The NRC appraises the performance of each individual director based on criteria such as the director's attendance, preparedness, participation, industry and business knowledge, and contributions at Board meetings. The Chairman acts on the results of the performance evaluation. He proposes, where appropriate, new members to be appointed to the Board or seeks the resignation of directors.

The NRC also conducted an evaluation of the performance of the Board as a whole and of the Board committees for FY2024. The evaluation process involved (i) the use of an evaluation questionnaire, (ii) one-on-one interviews by the NRC Chairman to seek feedback and insights from each director, and (iii) discussion of evaluation results and recommendations, to analyse the performance of the Board and Board committees. The performance criteria for the Board and Board committees includes among others the Board's and Board committees' size, composition, independence, processes, information management and communication, strategy and implementation, management evaluation and succession, risk management and internal controls and directors' training. The results of the performance evaluation are vital to helping the Board and Board committees improve and perform to their maximum capability.

As part of the evaluation process, each director is required to submit a set of completed questionnaires directly to the Company Secretary who collates the responses and produces a summary report for the NRC. The NRC Chairman then conducts one-on-one interviews with each director and reports the qualitative feedback and insights received to the NRC. The NRC analyses the report and submits its findings on the results of the evaluation as well as recommendations to improve the effectiveness of the Board and Board committees to the Board for discussion.

Every director is required to participate and give feedback on a range of issues, including:

- Board's size, composition and processes
- Information access and quality of information provided to the Board
- Strategy formulation and implementation
- Innovation and transformation
- Monitoring of Group performance
- Key management personnel's performance evaluation, compensation and succession planning
- Stakeholder management
- Risk and crisis management
- Effectiveness of Board committees

Generally, the directors who sit on the various Board committees provide the inputs and assess the effectiveness of the Board committees.

The Board discusses the findings of the evaluation and recommends changes in response to the feedback given by the directors.

Based on the assessment for FY2024, the Board and the NRC have assessed the Board and Board committees to be effective as a whole. No external facilitator was used in the evaluation process for FY2024. The Board, upon the recommendation of the NRC, has appointed an independent external consultant, Korn Ferry, to conduct a comprehensive performance evaluation of the Board and the Board committees for FY2025.

As the Board would have completed a full three-year cycle in FY2025, the Board, upon the recommendation of the NRC, was of the view that it would be appropriate for an independent external consultant to evaluate the effectiveness of the Board and the Board committees as well as identify any gaps. The independent external consultant's evaluation will commence in mid-2025 and is expected to complete by end-2025.

REMUNERATION MATTERS

Procedures for Developing Remuneration Policies

Principle 6
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 composition and members of the NRC, as at 31 December 2024, are set out in the section "Nomination and Remuneration Committee" in this report.

The key responsibilities of the NRC in relation to remuneration matters include the following:

- To oversee the governance of the Group's remuneration policy (including share plans and other long-term incentive plans), including reviewing and making recommendations to the Board on the framework of remuneration for the Board and key management personnel

- To agree on the KPI or balanced scorecard as performance matrix for Management

- To oversee the remuneration of senior executives, including reviewing and making recommendations to the Board on the specific remuneration packages for the CEO and other key management personnel
- To oversee human capital plans to deepen core competencies, and the strength and leadership capabilities of Management
- To oversee the grant of incentives and annual variable bonus pool for Management
- To review the specific remuneration for each non-executive director and make recommendations to the Board for tabling of directors' remuneration at the AGM for shareholders' approval

The NRC considers all aspects of remuneration, including termination terms to ensure that they are fair and reasonable, and not overly generous.

On an annual basis, a comprehensive talent management programme and succession plans are presented to the NRC for review. The NRC reviews the succession plans for key and critical positions to align the business goals and the Group's human capital needs. This enables the Company to identify a talent pool to focus on and develop the identified successors to their full potential.

During FY2024, the Company engaged Willis Towers Watson Consulting (Singapore) Pte Ltd ("WTW") to advise the NRC on the remuneration of directors and senior executives. WTW is an independent external consultancy firm. There is no relationship between the Group and WTW that would affect the independence and objectivity of WTW.

The CEO was not present during all discussions relating to his remuneration, terms and conditions of service, and the review of his performance.

No NRC member or director was involved in the deliberations of his own remuneration, compensation or any form of benefits. The Board believes in the ability of the NRC to exercise considered judgment in its deliberations and act in the best interests of the Company.

Level and Mix of Remuneration

Principle 7
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.

Remuneration of Non-Executive Directors

The NRC ensures that the remuneration of non-executive directors is appropriate to the level of contribution, taking into account factors such as effort, time spent and responsibilities, and to attract, retain and motivate the directors to provide good stewardship of the Company.

The NRC reviews and recommends a framework to the Board for determining the remuneration of non-executive directors, including the Board Chairman.

Directors' Fees Framework

The Company has adopted the following directors' fees framework as detailed in the Company's Directors' Fee Policy as disclosed on the next page.

As provided in the Directors' Fees Policy of the Company, the fees payable to non-executive directors will typically comprise a cash component and a share component. Up to 30% of the aggregate directors' fees approved by shareholders for a particular financial year may be paid out in the form of restricted share awards under the Seatrium Restricted Share Plan 2020 ("RSP 2020"). The balance 70% is paid in cash.
A non-executive director who steps down before the delivery of the share component will receive all of his directors' fees (calculated on a pro-rata basis) in cash. The payment of directors' fees (both cash and the share components) is contingent upon shareholders' approval. Directors and their associates abstain from voting on any resolution(s) relating to their remuneration.

Under the RSP 2020, share awards granted to directors as part of directors' fees typically consist of the grant of fully paid shares outright with no performance and vesting conditions attached, but with a selling moratorium whereby each non-executive director is required to hold (as applicable) the equivalent of one year's Chairman all-in fee, Deputy Chairman all-in fee and non-executive director basic retainer fee, for the duration of his or her tenure as a director and for one year after he or she steps down as a director. Any excess may be disposed of as desired.

The actual number of shares to be awarded to each non-executive director shall be determined by reference to the volume-weighted average price of the Company's shares on the SGX-ST over the 14 trading days from (and including) the day on which the shares are first quoted ex-dividend after the AGM (or, if no final dividend is proposed at the AGM or the resolution to approve such final dividend is not approved at the AGM, over the 14 trading days immediately following the date of the AGM).

The directors' fees for FY2024 due to Mr Nagi Hamiyeh, who holds an executive position in TIPL, and Mr Lai Chung Han, who is a civil servant, for the period 1 January 2024 to 30 June 2024 were paid wholly in cash to TIPL and the Public Service Division respectively.

Description	Board	Audit and Risk Committee	Nomination and Remuneration Committee	Corporate Social Responsibility Committee	Transformation Committee
Board Chairman (all-in)(1)	S$600,000				
Deputy Board Chairman (all-in)(2)	S$500,000				
Basic Retainer Fee(3)	S$80,000				
Board Committee Chairman's Fee		S$50,000	S$35,000	S$35,000	S$50,000
Board Committee Member's Fee		S$30,000	S$20,000	S$20,000	S$30,000

Notes:
(1) The Chairman does not receive the basic retainer fee for directors, or any further fees or allowances for his services as chairman or member of any Board committees.
(2) The Deputy Chairman does not receive the basic retainer fee for directors, or any further fees or allowances for his services as chairman or member of any Board committees.
(3) The executive director does not receive the basic retainer fee for directors or any other Board fees.

Attendance Fees(1)(2)	Board Meeting	Board Committee Meeting and General Meeting
Teleconference	S$2,000	S$1,000
Home - City	S$5,000	S$2,500
In - Region(3)	S$8,000	S$4,000
Out - Region(3)	S$15,000	S$7,500

Notes:
(1) Only one attendance fee (the higher amount) is paid for multiple meetings held on the same day.
(2) The executive director does not receive any attendance fees for meetings.
(3) "In-region" attendance fees are paid when the travelling time from the director's home country to the country where the meeting is held is below 7 hours (one way), and "Out-region" attendance fees are paid when the travelling time is 7 hours or more (one way).

At the last AGM held on 26 April 2024, shareholders of the Company approved the payment of directors' fees of up to S$2,900,000 for FY2024. The total directors' fees for FY2024 amounted to S$2,480,667. The share component (30%) of the directors' fees (save in respect of Mr Nagi Hamiyeh and Mr Lai Chung Han) for FY2024 will be delivered in the form of restricted share awards under the RSP 2020 after the annual general meeting in year 2025 has been held and the cash component (70%) of the directors' fees for FY2024 was paid to the non-executive directors in FY2024.

The Company will be seeking shareholders' approval at the forthcoming 2025 AGM to be held on 23 April 2025 for payment of directors' fees for FY2025 of up to S$2,900,000 (same as the approved directors' fee for FY2024). Subject to shareholders' approval, the cash component of the directors' fees for FY2025 is intended to be paid half yearly in arrears and where applicable, the share component of the directors' fees for FY2025 is to be delivered after the annual general meeting in year 2026 has been held.

The amount of FY2025 directors' fees is computed based on/takes into account (i) a board size of ten directors (including nine non-executive directors) (the fees for a non-executive director who serves for less than the whole of FY2025 will be pro-rated accordingly, based on the length of his service during FY2025), (ii) full attendance by all of the non-executive directors based on the meeting schedule for year 2025, and (iii) a buffer to cater for any unforeseen circumstances, including, for example, unplanned, ad-hoc or additional meetings, additional appointments of directors to the Board and/or Board committees, and formation of any ad-hoc or additional Board committees. An executive director does not receive directors' fees and is remunerated as part of Management.

Remuneration for CEO and Senior Executives

The Group believes that its remuneration and reward system is aligned with the long-term interests and risk policies of the Group and that a competitive remuneration and reward system based on corporate and individual performance is important to attract, retain and incentivise the best talent. In determining corporate performance, the Group uses a balanced scorecard, which assesses the achievements of the Group.

Our FY2024 corporate balanced scorecard covers a comprehensive set of assessment perspectives:

- Financial & operational performance ("RUN" category with overall weightage of 60%) – Comprising financial and orderbook KPIs, project execution KPIs as well as safety- and sustainability-related metrics

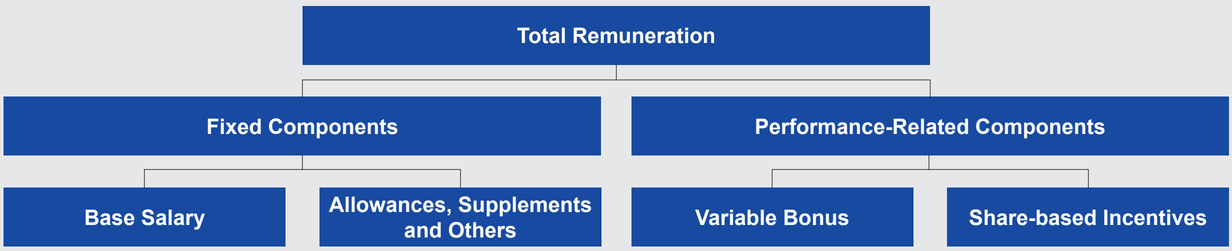
- Portfolio mix of orderbook in strategic business areas ("GROWTH" category with overall weightage of 10%)

- Transformational performance ("TRANSFORM" category with overall weightage of 10%) – Comprising transformation- and integration-related KPIs, including cost optimisation targets

- Strategic enablers ("ENABLE" category with overall weightage of 20%) – Comprising talent management and achievement of compliance-related objectives

The Company's remuneration and reward system for senior executives (including the CEO) is designed to ensure a competitive level of compensation to attract, retain and motivate employees to deliver high-level performance in accordance with the Company's established risk policies and to incentivise them to drive the long-term success of the Company. A significant and appropriate proportion of the senior executives' remuneration is structured so as to link rewards to corporate and individual performance.

Remuneration of Senior Executives



The remuneration for senior executives comprises fixed components and performance-related components.

Fixed Remuneration

Fixed remuneration includes annual basic salary, and where applicable, fixed allowances, an annual wage supplement and other emoluments. Base salaries of senior executives are determined by the scope, criticality and complexity of each role, equity against peers with similar responsibilities, experience and competencies and individual performance relative to market competitiveness of roles with similar responsibilities.

Annual Variable Bonuses

The annual variable bonus ("AVB") recognises the performance and contributions of the individual, while driving the achievement of key business results for the Company. To this end, the overall AVB budget for the Company is determined by the achievement level of the Company balanced scorecard, which includes KPIs relating to the Company's financial performance, safety, sustainability, succession planning and risk management. The AVB pool is distributed to individual employees according to their individual performance rating.

Share-based Incentives

The Company's share-based incentive plans are designed to motivate senior executives to continue striving for the Group's long-term shareholder value. In addition, the share-based incentive plans aim to align the interests of participants with the interests of shareholders, improve performance and achieve sustainable growth for the Company. To this end, the KPIs for share-based incentives include the Company's financial performance, absolute shareholder return and carbon emission reduction.

Following the completion of the review of the Group's remuneration framework to ensure alignment and consistency across the combined entity as part of the integration process, share-based incentives have resumed in FY2024. Details of the share-based incentives granted by the Company in FY2024 are set out on pages 97 to 100 of the Annual Report 2024.

Disclosure of Remuneration

Principle 8

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.

Information regarding the remuneration of each director (including the CEO) for FY2024 is set out on page 213 of the Annual Report 2024.

Mr Chris Ong, the CEO, as an executive director, does not receive directors' fees for serving as a member of the Board or the Board Committees and is remunerated as part of Management. As a lead member of Management, the CEO's compensation for FY2024 consisted of his salary, allowances, as well as bonuses and share-based incentives which are conditional upon meeting certain performance targets set by the NRC.

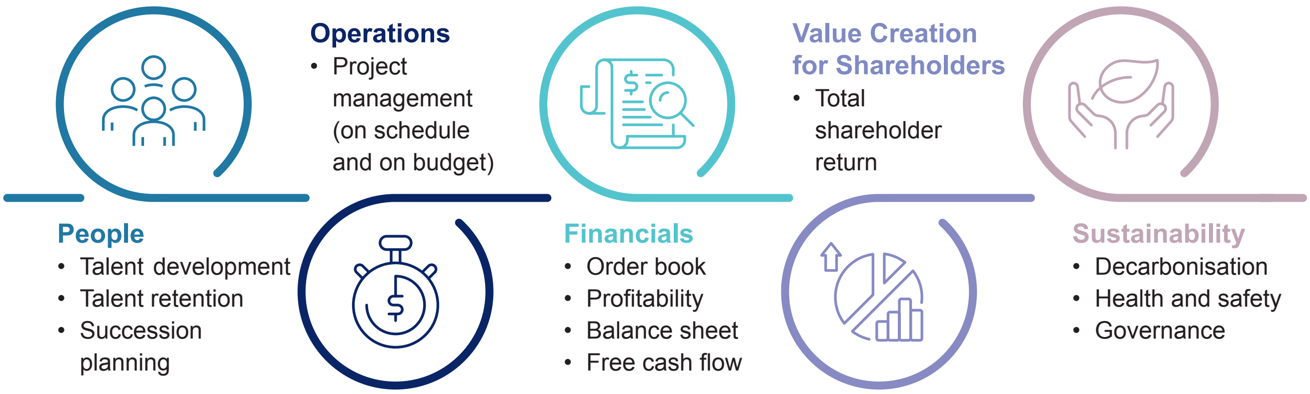
During FY2024, the Company's top five key management personnel (other than the CEO) are as follows:

Adrian Teng, Chief Financial Officer
Chor How Jat, Chief Operating Officer
Lim Howe Run, Chief Risk Officer
William Gu, EVP, Seatrium Energy (International)
Samuel Wong, EVP, Seatrium Energy (Fixed Platforms)

The FY2024 aggregate remuneration of the above-mentioned executives, comprising cash, benefits and share-based incentives (which are conditional upon meeting certain performance targets) received, is stated on page 213 of the Annual Report 2024.

No employee of the Group whose remuneration exceeded S$100,000 during FY2024 was a substantial shareholder of the Company, or an immediate family member of either a director, the CEO or a substantial shareholder of the Company, as at the end of FY2024.

MANAGEMENT INCENTIVES ALIGNED WITH TARGETS



Risk Management and Internal Controls

Principle 9
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 Company has in place a sound system of risk management and internal controls to safeguard shareholders' interests and the Group's assets. The ARC assists the Board in determining the nature and extent of the significant risks which the Company is willing to take in achieving its strategic objectives and value creation, and oversees, inter alia, the Group's risk management and internal controls and ensures that the system of risk management and internal controls maintained by Management is adequate and effective.

The composition and members of the ARC, as at 31 December 2024, are set out in the section "Audit and Risk Committee" on page 79 of this report.

Risk Management and Internal Controls

The key responsibilities of the ARC in relation to risk management and internal controls are as follows:

The Group adopts an Integrated Assurance Framework ("IAF"). This IAF helps the Group identify, assess and manage key risks in the challenging business environment that it operates in. Please refer to pages 85 to 89 of the Annual Report 2024 for more information on the Group's IAF.

The IAF is a management tool that guides the Board in forming an opinion on the adequacy and effectiveness of the system of risk management and internal controls. The IAF takes a risk-based approach in identifying key risk areas as well as corresponding processes and controls. Assessment is done to ensure adequate and effective controls are designed to mitigate the risks.

The Group has also established a business continuity management policy. The policy sets out the process by which the Board and Management are kept informed of corporate crises in a timely manner and according to their severity. Such crisis includes events that have, or are expected to have, a significant financial, reputational or other impact on the Group's business and operations.

The Board has assessed that, as at 20 February 2025, the Group did not have any exposure or nexus to any sanctions-related risks which are relevant and material to its operations. However, due to the current global environment, sanctions-related risks will be monitored on an ongoing basis. The Group has in place a sanctions and

Responsibilities of the ARC

- To assess and ensure the adequacy and effectiveness of the Group's risk management systems, framework, policies, procedures and processes. Such review can be carried out internally and/or with the assistance of external parties
- To review risk reports from Management which include the Group's risk profile, major risk exposures and material risk issues as well as Management's response and actions taken to monitor and control such exposures/issues
- To review and endorse the Group's risk appetite and risk tolerance limits for approval by the Board and to monitor their status (risks taken/accepted within set limits or otherwise, for which mitigation actions are to be provided) thereafter
- To review at least annually the adequacy and effectiveness of the Group's risk management and internal control systems (including financial, operational, compliance and information technology controls)

trade compliance policy to address and mitigate sanctions-related risks. This policy together with the Group's third-party due diligence policy set out the due diligence process applicable to all third-party representatives for identifying and assessing sanctions, trade compliance and other compliance-related risks to the Group.

Assurances to the Board

For FY2024, the Board has received assurances from the CEO and the CFO that as at 31 December 2024:

(a) the financial records were properly maintained and the financial statements gave a true and fair view of the Group's operations and finances; and

(b) the Company's risk management and internal control systems were adequate and effective.

The Board, with the concurrence of the ARC, is satisfied that the Group's internal controls (including financial, operational, compliance and information technology controls) and risk management systems were adequate and effective as at 31 December 2024 to meet the needs of the Group in the current business environment. There were no material weaknesses in the internal controls or risk management systems of the Group identified by the Board and the ARC as at 31 December 2024. For areas where room for improvements were identified, appropriate steps have been taken to address them.

The opinion was supported by Management's review and efforts to continuously strengthen the Group's risk-mitigating measures and internal controls, reports by the independent Group Integrated Audit Department ("GIA") and Group Risk Management departments, and statutory audits conducted by the external auditors.

The Board notes that the system of internal controls, due to its inherent limitations, can provide only reasonable but not absolute assurance regarding the achievement of their intended control objectives. In this regard, the Board is satisfied that if significant internal control failures or weaknesses were to arise, necessary actions would be swiftly taken to remedy them.

Audit Committee

Principle 10
The Board has an Audit Committee which discharges its duties objectively.

Audit and Risk Committee

As at 31 December 2024, the ARC comprised five non-executive directors, of whom four (including the ARC Chairman) are independent directors and one is a non-executive and non-independent director:

Mr Yap Chee Keong (Chairman)
Mr Nagi Hamiyeh
Mr Jan Holm
Mr Sarjit Singh Gill
Ms Astrid Skarheim Onsum

At least three members of the ARC (including the ARC Chairman) have recent and relevant accounting or related financial management expertise or experience.

The ARC does not comprise former partners or directors of the Company's existing auditing firm or auditing corporation who (a) ceased to be a partner or director of the auditing firm or auditing corporation for a prior period of less than two years; and in any case (b) have any financial interest in the auditing firm or auditing corporation.

Responsibilities of the ARC

The ARC is empowered and functions in accordance with the provisions of Section 201B of the Companies Act 1967, the Listing Manual of the SGX-ST and the Code. The ARC has the authority to investigate any activity within its terms of reference. It has full access to and co-operation of Management, and full discretion to invite any director or executive officer to attend its meetings.

The ARC also reviews and approves the enterprise risk management framework and compliance related issues within the Group.

Apart from the key responsibilities set out on pages 78 and 79 of the Annual Report 2024, the ARC's key responsibilities also include the following:

Financial Reporting	Internal Controls	Integrated Audit
• To review significant financial reporting issues and judgments so as to ensure the integrity of the Group's consolidated financial statements • To review the Group's consolidated financial statements and any related announcements relating to the Group's financial performance • To assess and challenge, where necessary, the accuracy, completeness and consistency of the consolidated financial statements (both final and interim), before they are submitted to the Board for approval • To review the assurances provided by the CEO and CFO that the financial records have been properly maintained, the financial statements give a true and fair view of the Group's operations and finances, and that the Group's internal controls and risk management systems are adequate and effective	• To review with the external and integrated auditors the adequacy of the Group's internal control and risk management systems in relation to significant internal control issues which are likely to have a material impact on the Group's operating results and/or financial position • To review the representation and opinion of Management on internal controls, and the results of work performed by the integrated and external auditors • To oversee and monitor whistleblowing, including review of the policies and procedures adopted by the Company for concerns about possible improprieties in financial reporting or other matters to be safely raised, independently investigated and appropriately followed up on • To commission and review the findings of investigations into matters where there is any failure of internal controls which has or is likely to have a material impact on the Group's operating results and/or financial position, and also into matters where there is any suspected fraud or irregularity, or infringement of any law, rule and regulation	• To review and approve the integrated audit charter and related policies • To review and approve the audit plans • To review and approve the appointment, termination and remuneration of the Chief Risk Officer ("CRO") and Head of GIA ("HIA") • To review the adequacy of staffing and qualification levels of the integrated audit function • To review the report on Interested Person Transactions ("IPTs") prepared by the GIA • To meet integrated auditors at least annually in the absence of Management to review the assistance given by the Group's officers to the integrated audit function and to determine that no restrictions have been placed on them by Management • To review, at least annually, the adequacy, effectiveness, independence, scope and results of the integrated audit function

External Audit		Interested Person Transactions ("IPTs")
• To review the audit plans of the external auditors • To review the statutory audit report prepared by the external auditors on the Group's full year consolidated financial statements and other reports relating to internal controls and Management's response and actions on any noted weaknesses • To review and assess annually the adequacy, effectiveness, independence, scope and results of the external audit • To recommend the appointment or re-appointment of the external auditors and their audit fees and terms of engagement to the Board	• To review and approve (prior to engagement) the non-audit services provided by the external auditors, and provide a confirmation in the Group's annual report that it has undertaken a review of these non-audit services and that such services, if any, have not affected the independence of the external auditors • To meet the external auditors at least annually in the absence of Management to review the assistance given by the Group's officers to the external auditors, to determine that no restrictions have been placed on them by Management	• To review and approve, if so required, IPTs in accordance with the requirements of the Listing Manual of the SGX-ST and the IPT mandate

ARC Procedures

During FY2024, the ARC carried out its duties in accordance with its terms of reference. The ARC met quarterly to review the half-year and full-year financial statements as well as the voluntary business updates for the first and third quarters of the financial year, assess the relevance and consistency of the accounting principles adopted and examine the significant financial reporting issues and judgments, so as to obtain reasonable assurance as to the integrity and fairness of the financial statements. The ARC Chairman reported all significant financial matters relating to the Group at the quarterly Board meeting. Management, external auditors and integrated auditors update the ARC as and when there are changes to the accounting standards and issues which have a direct impact on financial statements.

The ARC, through its quarterly meetings, reviewed and assessed the adequacy and effectiveness of internal control and risk management systems, based on updates by Management, integrated auditors and external auditors on the Group's risk mitigation measures and internal controls.

The Company has complied with Rules 712 and 715 of the Listing Manual of the SGX-ST in relation to the appointments of auditing firms for FY2024.

During the year under review, the ARC reviewed all the non-audit services provided to the Group by KPMG LLP ("KPMG"), the Company's external auditors. The ARC was satisfied that the independence of KPMG had not been impaired by the provision of these services. A breakdown of the fees for audit and non-audit services paid to KPMG for FY2024 can be found on page 163 of the Annual Report 2024.

The ARC discussed key audit matters for FY2024 with Management and the external auditors. The ARC concurred with the basis and conclusions included in the independent auditors' report with respect to the key audit matters. For more information on the key audit matters, please refer to pages 102 to 105 of the Annual Report 2024.

During FY2024, the ARC met with the external auditors and with the integrated auditors in each case without the presence of Management.

Integrated Audit Function

The GIA provides assurance to the ARC on the adequacy and effectiveness of risk management systems and internal controls. The HIA reports to the ARC and administratively to the CRO. The CRO also reports functionally to the ARC and administratively to the CEO. In consultation with the CEO, the ARC decides on the appointment, termination, and remuneration of the CRO and the HIA.

The GIA comprises professionals with relevant qualifications and experience. The ARC reviews the training and development opportunities provided to the GIA to ensure technical knowledge and skill sets remain current and relevant. The GIA has unfettered access to the ARC and all of the Company's documents, records, properties and personnel, and has an appropriate standing within the Company.

In line with leading practices, the GIA adopts the International Standards for the Professional Practice of Internal Auditing set out by the Institute of Internal Auditors ("IIA"), and all staff members are expected to observe, apply and uphold IIA Code of Ethics at all times. Quality assessment reviews ("QAR") are carried out at least once in five years by qualified professionals from an external organisation. The last external QAR was completed in 2022, and the GIA generally conforms with the IIA Standards.

The GIA adopts a risk-based approach to develop an annual audit plan with a focus on key risks which was reviewed and approved by the ARC. The reviews performed by the GIA are aimed at assisting the Board in promoting sound risk management, robust internal controls and good corporate governance, by assessing the design and operating effectiveness of controls that govern key business processes and risks identified in the Group's overall risk framework. Any material findings and remediation plans arising from audits will be escalated to Management and the ARC. During FY2024, there were no material weaknesses in the Group's internal controls and risk management systems that were identified by the Board or the ARC. Areas whereby controls could be further improved or enhanced were addressed by the respective functions. In relation to the Group's sustainability reporting process, an independent external consultant was engaged to provide assurance to the ARC and the GIA on the Sustainability Report 2024. The GIA reviews and follows up on all recommendations from the external consultant to ensure timely implementation by Management and reports the results to the ARC.

For FY2024, the ARC was satisfied that the GIA was independent and effective, and that the GIA had adequate resources and appropriate standing to discharge its function effectively.

Whistleblowing Policy

The Group has in place a whistleblowing policy which sets out the procedures for a whistleblower to make a report to the Company on misconduct or wrongdoing relating to the Group and/or its officers. This policy establishes various reporting channels through which concerns can be raised in confidence about possible improprieties in financial reporting or other matters such as suspected fraud, corruption, unethical practices or matters which may cause financial loss to the Group or damage the Group's reputation.

A global whistleblower reporting mechanism has also been put in place with the engagement of an independent and reputable third-party provider. This allows centralised reporting in multiple languages and toll-free channels, as well as anonymous reporting by whistleblowers.

The ARC oversees the Group's Whistleblowing Policy and is responsible for oversight and monitoring of whistleblowing. The Whistleblowing Advisory Committee ("WAC") assists the ARC with overseeing the whistleblowing process and any matters arising therefrom. Concerns reported via the independently managed whistleblowing reporting channels that the Group has established are received by the GIA. All reasonable steps will be taken to protect the confidentiality and identity of every whistleblower, subject to legal or regulatory requirements. Where the circumstances warrant an investigation, an independent team will be appointed to investigate such matters for appropriate resolution. Outcomes of independent investigations and any remedial actions will be reported to the WAC and ARC. Whistleblowers who act in good faith will not be subject to any detrimental or unfair treatment. Any reprisal suffered shall be received, reviewed and investigated in the same manner as a whistleblowing report.

The Group's Whistleblowing Policy is available on the Company's corporate website. The Group's Whistleblowing Policy and procedures for raising concerns are clearly communicated to employees and covered in the staff orientation programme and periodic refresher training on an ongoing basis.

SHAREHOLDER RIGHTS AND ENGAGEMENT

Shareholder Rights and Conduct of General Meetings

Engagement with Shareholders

Principle 11
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 provides shareholders a balanced and understandable assessment of its performance, position and prospects.

Principle 12
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.

Corporate Disclosure Policy

The Company is committed to upholding effective, timely, accurate and fair communications with all stakeholders, including analysts, investors and shareholders. Financial reports, earnings and other trade or price sensitive information are disseminated to shareholders through announcements via SGXNet, media releases, the Company's corporate website (www.seatrium.com), webcasts and earnings briefings.

The Company maintains a dedicated Investor Relations & Corporate Communications Department that engages regularly with investors and shareholders, including attending to their queries and concerns effectively and promptly. The Company treats all its shareholders fairly and equitably, and keeps them informed of its corporate activities, including changes in the Company or its business, on a timely, fair, and non-selective disclosure basis. This ensures that shareholders and prospective investors are provided with the information necessary to make well-informed investment decisions.

The Company announces its financial statements on a half-yearly basis, and provides voluntary business updates in between its half-yearly financial results. An earnings webcast is typically held for the half-year and full-year results.

Investor Engagement

The Company employs various platforms to effectively engage the investment community and other stakeholders. Engagement with stakeholders takes many forms, including results briefings, webcasts, emails, publications, investor conferences, meetings, and information on the Company's corporate website, as well as through yard visits. Presentation materials pertaining to the Company's half-yearly financial statements and voluntary business updates are also published on SGXNet and the Company's corporate website.

The Company has in place a comprehensive Investor Relations policy which allows for ongoing exchange of views to actively engage and promote regular, effective and fair communication with investors and shareholders. Due care is exercised in its investor and shareholder engagement in compliance with SGX-ST's rules on fair disclosure. Management engages with investors, analysts and the media regularly via in-person and virtual meetings, roadshows and industry conferences organised by major brokerage firms. In FY2024, Management met institutional investors from Singapore, Malaysia, Hong Kong, the UK, the USA and other locations.

The Company's mobile-friendly corporate website is regularly updated with the latest information. These include company announcements, half-yearly results and voluntary business updates, annual reports, investor events, stock information, investor presentation slides, as well as information on general meetings, including presentations and minutes.

All stakeholders may contact the Company's Investor Relations team via email (investor.relations@seatrium.com) or the phone with any queries or concerns.

More information on the Company's investor relations activities can be found on pages 92 to 94 of the Annual Report 2024.

General Meetings

The Company invites and encourages registered shareholders to participate in its general meetings. Notices of general meetings are issued to shareholders together with a proxy form which sets out instructions on the appointment of proxies. Notices of general meetings are also advertised in The Business Times and published on SGXNet and the Company's corporate website.

Shareholders who are unable to attend the general meeting may appoint up to two proxies to attend, speak and vote on the shareholder's behalf. Under the multiple proxy regime, 'relevant intermediaries' such as banks and nominee companies which provide custodial services for securities are allowed to appoint more than two proxies to participate in and vote at general meetings. This enables indirect investors, including CPF investors, to be appointed as proxies to participate in general meetings.

The Company tables separate resolutions for substantially separate issues at general meetings unless the issues are interdependent and linked so as to form one significant proposal. Where resolutions are "bundled", the reasons and material implications for doing so are set out in the notice of the general meeting.

Directors and Management are expected to attend general meetings to facilitate direct engagement and interaction with shareholders. External auditors are also present at such meetings to address shareholders' queries about the conduct of audit and the preparation and content of the auditors' report.

The Company conducts electronic poll voting for general meetings. Shareholders are also informed of the rules, including voting procedures, governing such general meetings. Votes cast for and against and the respective percentages on each resolution will be displayed live to shareholders/proxies after each poll is conducted. The total number of votes cast for or against the resolutions and the respective percentages are also announced on SGXNet and the Company's corporate website on the same day of the general meeting. All polls are conducted in the presence of independent scrutineers. Shareholders are also invited to put forth any questions they may have on the motions to be debated and decided upon.

Provision 11.4 of the Code provides for a company's constitution to allow for absentia voting at general meetings of shareholders. The Company's Constitution currently does not, however, permit shareholders to vote at general meetings in absentia (such as via mail, email or fax). The Company is of the opinion that despite the variation from Provision 11.4 of the Code, shareholders nevertheless have the opportunity to communicate their views on matters affecting the Company even when they are not in attendance at general meetings. For example, each shareholder is allowed to appoint up to two proxies to vote on his or her behalf at the meeting through proxy forms sent in advance. Institutional shareholders are allowed to appoint multiple proxies, so indirect investors who hold shares though nominee companies and custodian banks and CPF investors, may be appointed as proxies to attend, speak and vote at the AGM.

The Company Secretary prepares minutes of general meetings, which incorporate substantial and relevant comments or queries from shareholders relating to the agenda of the general meeting, and responses from the Board and Management. The Company publishes the minutes of general meetings on SGXNet and the Company's corporate website.

The Company will be holding its upcoming 2025 AGM in a hybrid format using virtual meeting technology, details of which are set out in the Notice of AGM. In addition to asking questions at the 2025 AGM itself, shareholders will also be given the opportunity to submit questions in advance of the 2025 AGM, and all substantial and relevant questions received from shareholders by the stipulated submission deadline will be responded to at least 48 hours prior to the closing date and time for the lodgement of instruments appointing a proxy(ies), through publication on SGXNet and the Company's corporate website. Any substantial and relevant questions or follow-up questions submitted after the submission deadline will be responded to either within a reasonable timeframe before the 2025 AGM, or at the 2025 AGM itself.

Dividend Policy

For FY2024, a final tax-exempt (one-tier) dividend of 1.5 cents per share will be proposed for shareholders' approval at the 2025 AGM. The Company currently does not have a fixed dividend policy. The form, frequency and amount of future dividends that the Board may recommend or declare in respect of any particular financial year or period will be subject to various factors including the Group's profit, cash position, working capital requirements, capital expenditure plans, investment opportunities and other factors as the Board may deem appropriate. The Company nevertheless clearly communicates and gives shareholders a balanced and understandable assessment of its performance, position and prospects through, inter alia, its financial statements which are announced on a half-yearly basis, and its voluntary business updates announced in between its half-yearly financial statements. Shareholders also have the opportunity to communicate their views during the Company's AGM, amongst others.

MANAGING STAKEHOLDER RELATIONSHIPS

Engagement with Stakeholders

Principle 13
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 adopts a comprehensive stakeholder engagement approach to identify and engage with its material stakeholder groups (which include individuals, groups of individuals or organisations that affect and/or could be affected by the Company's activities, products or services and associated performance) and to manage its relationships with such groups. The Company proactively reaches out through various communication channels and platforms to build strong relationships with internal and external stakeholders across its global operations.

The Company maintains a current corporate website (www.seatrium.com) to communicate and engage its stakeholders regularly, especially in material areas of focus. Materiality assessments, based on Sustainability Reporting guidelines/standards by SGX, Global Reporting Initiative ("GRI") and other globally recognised frameworks, are important aspects of the Company's sustainability strategy and reporting.

The Company's strategy and key areas of focus in relation to the management of stakeholder relationships can be found in the Sustainability (Stakeholders Engagement) section of the Company's corporate website, the Company's Sustainability Report 2024, and pages 58 to 61 of the Annual Report 2024.

DEALINGS IN SECURITIES

In line with the Listing Manual of the SGX-ST, the Company has in place a policy which prohibits dealings in the Company's securities during the blackout period by the Company and all of the Company's directors and employees. This blackout period commences one month before the announcement of the Company's half-year and full-year financial statements.

The policy also provides that directors and employees who are privy to any material unpublished price-sensitive information should not trade in the securities of the Company until the information is appropriately disseminated to the market, regardless of whether or not it is during the blackout period.

The policy also discourages trading on short-term considerations. In advance of each blackout period, a notice on the policy requirements and reminders will be sent to all directors and employees to remind them of their obligations under the insider trading laws.

INTERESTED PERSON TRANSACTIONS

Shareholders approved the renewal of a general mandate for IPTs at the AGM held on 26 April 2024. The IPT mandate sets out the levels and procedures for obtaining approval for each type of IPTs covered under the mandate. Information regarding the IPT mandate can be found on the Company's corporate website at www.seatrium.com.

All commercial units are required to be familiar with the IPT mandate and report any such transactions to their respective finance departments. The Group Finance department consolidates the IPTs and keeps a register of the Company's IPTs.

The GIA regularly reviews the IPTs entered into by the Group to verify the accuracy and completeness of the IPT disclosure and to determine whether the IPT reporting requirements under the SGX-ST listing rules have been adhered to. The report is submitted to ARC for review.

Detailed information on IPTs for FY2024 is found on pages 214 to 215 of the Annual Report 2024.

MATERIAL CONTRACTS

Save as disclosed in the "Interested Person Transactions" section on pages 214 to 215 of the Annual Report 2024 and the "Related Party Transactions" section on page 168 of the Annual Report 2024, no other material contracts involving the interests of the CEO, any director or controlling shareholder had been entered into by the Company or any of its subsidiaries since the end of the previous financial year and no such contracts subsisted as at 31 December 2024.

Note:
This Annual Report 2024 is to be read in conjunction with the Sustainability Report 2024.

RISK MANAGEMENT AND INTEGRATED ASSURANCE

Effectively managing risks is an integral part of Seatrium's business strategy to deliver sustainable long-term business growth. The Group has integrated risk management into every facet of its operations and decision-making processes, ensuring appropriate internal controls are in place to safeguard the interests of our stakeholders and address the complexities of an evolving business landscape.

INTEGRATED ASSURANCE FRAMEWORK (IAF)

The Group has implemented a comprehensive Integrated Assurance Framework across the Group's key markets. The IAF supports consistent and systematic identification, assessment, management, monitoring and reporting of material risks from strategic top-down and bottom-up perspectives by the Group. Adopting the Lines of Defence model, the IAF provides a holistic and robust basis of assurance on the adequacy and effectiveness of the Group's risk management and internal control systems.

The Group's risk management approach is underpinned by several key principles:

- **Holistic and Iterative Approach** – Evolving to remain aligned with the dynamic nature of Seatrium's operating environment and risk landscape drawing on new experiences, knowledge and analysis for the revision of process elements, actions and controls at each stage of the process.
- **Risk-Aware Culture** – Embedding risk management into corporate culture, daily operations and decision-making processes by setting the appropriate tone from the top and maintaining a consistent approach to handling and reporting material risks.
- **Accountability and Ownership** – Including and promoting various stakeholder inputs to manage risks across all commercial units, yards, functions and business entities, with Management's oversight and stewardship.

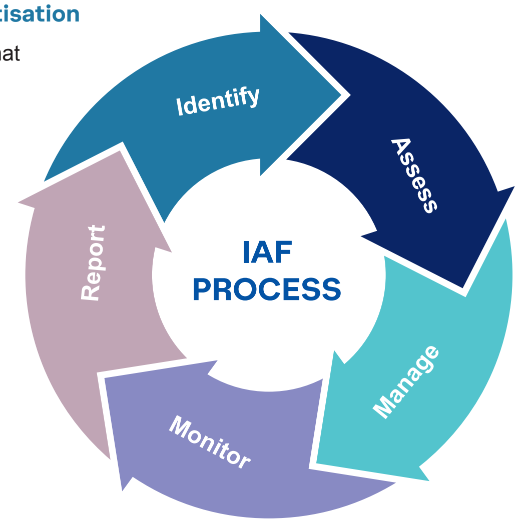
A five-step process is embedded in the IAF to ensure a systematic risk management approach across the organisation. The IAF aims to provide reasonable assurance against the Group's material risks rather than eliminate all potential risks.

1. Risk Identification & Prioritisation

- Identify and prioritise key risks that have an impact on business objectives

2. Risk Assessment

- Analyse risk drivers and consequences of key risks
- Assess likelihood and impact of key risks



3. Risk Management

- Identify and focus on key controls to mitigate likelihood and/or impact of key risks

4. Risk Monitoring

- Perform assurance activities including
  – Management Control Assessment
  – Audits conducted by Group Integrated Audit

5. Risk Reporting

- Periodic reporting and review of key trends, incident reporting and IAF dashboards

RISK MANAGEMENT AND INTEGRATED ASSURANCE

RISK GOVERNANCE AND ASSURANCE

The Board of Directors (Board) has overall responsibility for risk governance, including sustainability-related risks, setting the appropriate tone from the top, and providing direction for a strong risk management culture through policies and guidelines.

The ARC supports the Board's risk governance oversight by ensuring the implementation of adequate and effective risk management and internal control systems by Management, as well as overseeing the Group's audit and IAF processes. The ARC also reviews significant risk reports, including the Group's risk profile, and evaluates the responses and actions taken to mitigate and monitor material risk exposures. Other key responsibilities of the ARC include reviewing the Group's risk appetite, parameters and limits to guide risk-taking for approval by the Board, which sets out the nature and extent to which material risks are managed to achieve business and strategic objectives.

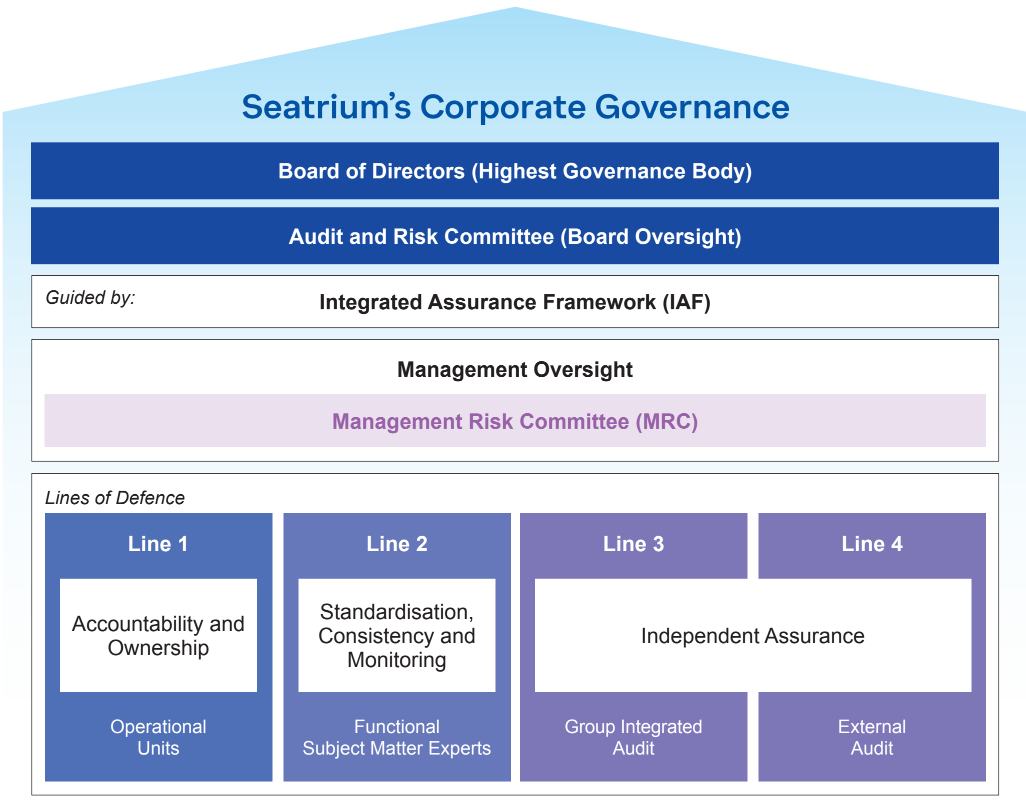
The Management Risk Committee (MRC), chaired by the CEO on a quarterly basis, is responsible for the execution of the risk management strategy across the Group as endorsed by the Board.

The MRC also ensures proactive identification, assessment, management, monitoring and reporting of material risks based on business and strategic objectives.

Leveraging on the IAF, the Group has embedded the Lines of Defence within its risk governance structure with assigned roles and responsibilities that provide an appropriate segregation of duties:

- **First line of defence** – Comprises the operational units that manages operational risks on a day-to-day basis. They are responsible for monitoring material changes in risk exposures and internal controls at the local level and reporting these changes on an ongoing basis. They are also required to comply with the Group's policies and procedures, as well as applicable laws and regulations.

- **Second line of defence** – Comprises the functional subject matter experts. In line with the Group's strategic and business objectives, they are responsible for formulating standardised and consistent policies and procedures, as well as ensuring compliance across the Group. The respective heads of corporate functions have been appointed as risk owners and are responsible for ensuring material risks in their respective domains are effectively monitored and mitigated.



- **Third line of defence** – The GIA function performs independent integrated audits to assess the effectiveness of internal controls maintained by the first and second lines of defence. GIA is also responsible for reporting the audit results and providing recommendations for control enhancement to Management and the ARC.

- **Fourth line of defence** – The Group's external auditors are responsible for reporting statutory audit results and providing an independent assessment of the Group's internal controls to the ARC.

MATERIAL RISKS AND OPPORTUNITIES

Material risks within the Group are classified into five categories: Strategic, Compliance, Operational/Business, Financial and Technology. The Group conducts an annual assessment of these material risks, evaluates their likelihood and potential impact on the business, and implements controls to mitigate them, factoring in its risk appetite and cost-benefit trade-off. Internal and external stakeholders are engaged by the Group to gather feedback and insights for a comprehensive understanding of the risks and opportunities, as well as challenges in implementing internal controls. The information is documented in an IAF risk register that undergoes regular reviews and updates.

Material risks and opportunities identified include, but are not limited to, those described in the following section.

Strategic Risks

Climate Change and Decarbonisation

Climate-related physical risks faced by the Group include threats such as rising sea levels, heat stress, extreme weather, as well as transition risks which may lead to additional emissions reporting obligations and higher carbon taxes.

While physical and transition risks present significant challenges and potential impacts in the areas of operations and sustainability, potential opportunities may arise from climate-related regulations and measures, including increased demand for greener products by customers that reduce environmental impact, improve operational performance and enhance energy efficiency.

Sustainability is at the core of Seatrium's operations, products and strategy. The Group is committed to its decarbonisation targets and has adopted a net zero pathway to 2050, which encompass sustainable sourcing, engineering innovative and sustainable solutions for customers, and running our operations sustainably. Through these, the Group aims to mitigate impact on climate change, prevent biodiversity loss and promote a circular economy. The Group stays updated on sustainability developments, monitors changes in climate regulations, and actively engages stakeholders to drive its sustainability goals and programmes.

Risk Categories	Material Risks	Risk Categories	Material Risks
Strategic	• Climate Change and Decarbonisation • Market and Competition	Financial	• Liquidity • Foreign Exchange and Interest Rate • Tax • Counterparty Default
Compliance	• Regulatory Compliance		
Operational/Business	• Health, Safety and Environment • Project Execution • Supply Chain	Technology	• Cybersecurity

RISK MANAGEMENT AND INTEGRATED ASSURANCE

Market and Competition

Various market forces and factors such as evolving competition and shifting customer preferences may affect the industry and business environment. Changes in the geopolitical landscape, such as the change in US government and the escalating Israel-Iran conflict, can weighed on the global economy, potentially impacting the Group's performance.

The Group continues to operate resiliently amidst these market uncertainties and challenges by focusing on execution excellence, developing new solutions and pursuing opportunities in cleaner offshore & marine, offshore renewables and new energy segments. The Group will remain vigilant in monitoring the market for any adverse developments and proactively adjust its strategies to stay competitive.

Compliance Risk

Regulatory Compliance

Given the fast-evolving regulatory landscape, it is crucial that the Group and its business partners comply with local and cross-border laws, rules and regulations. Failure to do so may lead to litigation, penalties, fines or revocation of business licences in the jurisdictions where the Group operates.

The Group adheres to all applicable laws and regulations in its day-to-day operations. Developments in international laws and regulations are closely monitored and assessed by the Group. All employees, vendors and suppliers must comply with the Group's applicable policies, procedures and standards of conduct. The Group regularly reviews and enhances its policies, as well as conducts compliance assurance activities to ensure regulatory requirements are met.

Operational/Business Risks

Health, Safety and Environment (HSE)

Safety is of paramount importance to Seatrium and is embedded in the Group's core values and culture. The Group adopts a zero-tolerance policy when it comes to fatalities, adverse health or environmental threats and security breaches arising from negligence or non-compliance with applicable HSE regulations and standard operating procedures.

Seatrium is relentless in its focus on creating and sustaining a healthy and safe work environment. A strong safety mindset is instilled in all employees and stakeholders to reinforce health and safety management and reporting processes as well as continuous improvement.

To advance towards its Workplace Safety and Health Zero Incidence goal, Seatrium has established a robust HSE integrated management system. The Group is guided by four key HSE strategic directions – Forefront Ownership, Performance DNA, Culture of Care and Technology Enabled – in the implementation of various initiatives across its operations.

Environmental management is another area of focus. The Group takes a proactive approach by monitoring its compliance with relevant environmental standards and implementing measures to mitigate impact on the environment and biodiversity.

Project Execution

Risk management is vital in all phases of a project, enabling the early identification and proactive management of operational risks. The Group adopts a structured approach to identify, assess, manage and monitor project-related risks. Additional focus and attention are given to projects involving new products and solutions, complex and high-value projects, as well as the deployment of new technologies.

Throughout each project's life-cycle, the execution timeline and progress status are closely monitored and reviewed to proactively address any concerns, including issues relating to costs, schedule and quality. Through a structured project risk management process, resources are optimally and effectively utilised across various projects, facilitating cost savings and timely delivery of projects in compliance with quality standards, safety requirements, and relevant laws and regulations.

Supply Chain

Amid global price inflation and geopolitical fragmentation, the Group may experience heightened costs from supply chain disruptions, which could impact project completion timelines and margins. To bolster supply chain resilience, the Group works closely with its suppliers, vendors and project partners to mitigate risks and minimise the impact on deliveries. Additionally, the Group has put in place proactive measures to minimise supply chain risks, such as active monitoring of shipments, assessing suppliers' delivery capabilities from alternative locations, reviewing our partners' business continuity plans, deploying expediting alternatives such as air freights, adjusting project construction schedules, and sourcing for alternative vendors. Looking ahead, we will continuously monitor and proactively manage the potential impact from geopolitical events.

Financial Risks

Liquidity

The Group ensures it has sufficient liquidity to meet its operational funding and debt servicing requirements by actively monitoring its cash flows and maintaining diverse sources of funding and financing. Treasury policies and financial authority limits, which are periodically reviewed, set out the parameters for the management of liquidity and financing.

Proactive steps were taken by the Group in 2024 to secure over S$2.2 billion in new loans, refinancing, and trade financing. Of this, S$0.4 billion are green facilities that support the Group's offshore renewable projects, decarbonisation efforts, green initiatives as well as investments in sustainable solutions and environmentally-friendly technology and practices within its operations.

Foreign Exchange (FX) and Interest Rate

The Group is exposed to foreign currency fluctuations from sales, purchases and monetary assets and liabilities in currencies other than its functional currency. It also faces interest rate fluctuations arising mainly from interest-bearing financial assets and debt obligations.

The Group actively monitors and manages FX and interest rate risks on a continual basis. FX contracts, interest rate swaps and various financial instruments are utilised to manage and hedge such exposures resulting from operating, financing and investing activities. These transactions must involve underlying assets or liabilities, and speculative transactions are not permitted. Foreign currency exposures are also hedged naturally by matching sales or purchases of assets or liabilities in the same currency and amount, where feasible.

Tax

The Group has adopted a tax governance framework which is published on its website. As part of the framework, the Group operates across multiple jurisdictions and is committed to adhering to applicable tax laws, rules and regulations. Changes in tax regulations or legislations could increase the Group's business costs and compliance obligations.

The Group proactively monitors global tax developments to assess their impact on operations and ensure full compliance. Additionally, material tax risks and disputes are monitored and reported with the appropriate financial statement disclosures made.

Counterparty Default

Managing counterparty default risk arising from customer receivables is a key area of focus. The Group thoroughly evaluates and actively monitors its customers' credit worthiness, financial position, past track record and portfolio of customers to mitigate default risk and financial stress. Potential adverse impacts from market and country risk events are also identified and reviewed.

Technology Risk

Cybersecurity

The growing prevalence and sophistication of cybersecurity attacks present a significant risk to the Group's operations. The Group's ongoing digital transformation efforts may be affected by such threats.

The Group is implementing a comprehensive multi-year cybersecurity maturity programme to effectively address and manage cybersecurity risks. The programme's initiatives aim to harden data access and governance, reduce overall attack surfaces, strengthen the resiliency of critical services and systems, automate cybersecurity operations, and improve employee awareness of prevailing cybersecurity threats. The Group's cybersecurity programme is closely aligned with the National Institute of Standards and Technology (NIST) Cybersecurity Framework (CSF), as well as ISO/IEC 27001 and ISA/IEC 62443 standards.

GROUP INTEGRATED AUDIT (GIA)

The GIA function, as the third line of defence, plays an instrumental role in strengthening and safeguarding the organisation.

The GIA conducts integrated audits focused on the Group's material risks identified through the IAF. In addition, GIA reviews the Management Control Assessments (MCA) maintained by first and second lines of defence to independently validate the adequacy and effectiveness of internal controls.

Through this integrated approach, GIA provides independent and objective assurance on the adequacy and effectiveness of the Group's internal controls (including financial, operational, compliance and information technology controls) and risk management systems.

COMPLIANCE

At Seatrium, Compliance is not just about following laws and regulations. We aim to build a strong compliance culture by living out our Code of Conduct and our Core Values. Our robust governance and risk management framework and processes enable Seatrium to build trust and confidence among our stakeholders, driving long-term sustainable value creation.

EFFECTIVE COMPLIANCE

Overview

At Seatrium, our business is guided by our Code of Conduct and Core Values. The Group complies with all laws and regulations in the countries in which we operate. We are committed to upholding the highest integrity at all times and adopt a zero-tolerance approach for fraud, bribery or corruption.

Governance Structure

The ARC supports the Board in its oversight of compliance and is responsible for maintaining a strong Compliance Programme Framework.

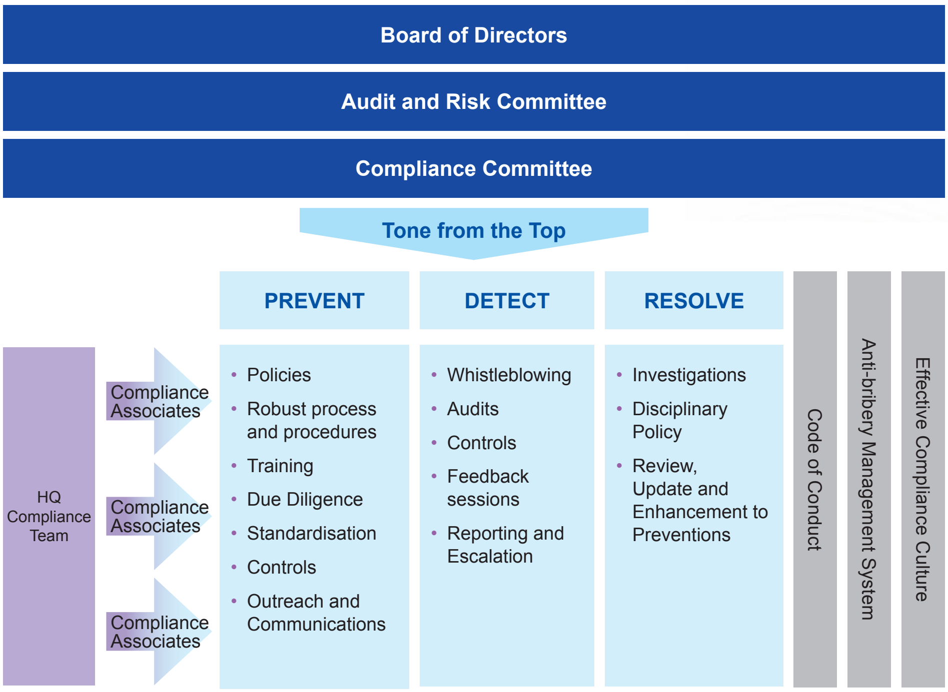
The Group's Compliance Charter sets out the objectives, authority, reporting, scope and responsibility of the Compliance function. The Head of the independent Compliance Function reports to the Chief Risk Officer, who has a direct reporting line to the ARC. A Compliance Committee comprising the most senior officers of the Company, with the Chief Executive Officer chairing it, provides direction, decision making and approvals related to the Compliance Programme. The ARC is updated on all activities of the Compliance Committee.

Compliance associates, reporting directly to the Head of the Independent Compliance function, are also appointed from each Business Unit to deepen compliance ownership within the Group. These compliance associates assist to implement the Compliance Programme in their Business Units and provide a feedback mechanism to the Compliance function.

Framework

Seatrium has in place a Compliance Programme Framework to ensure that a robust system is in place to prevent, detect and resolve compliance-related issues.

Seatrium's Compliance Programme Framework



The Board and management are committed to maintaining a strong compliance function which includes an experienced compliance team to effectively support compliance advisory and implement compliance programmes.

A Compliance Culture

The Group is committed to fostering a culture of compliance and ethical conduct. The Management sets the tone from the top by walking the talk. The Group has established various channels for stakeholders to voice concerns, such as its whistleblowing hotlines, and encourages a "Speak Up" culture. Business Units are required to incorporate compliance-related communications and/or discussions at the department level. Compliance Moments are included into the agenda at meetings, where relevant compliance topics and learnings are discussed. Since 2023, we have also conducted an annual Compliance Culture Survey as part of our Annual Training and Declaration exercise. The Group will continue to drive initiatives that promote a positive compliance-centric culture.

Policies and Procedures

Seatrium has in place a comprehensive set of compliance-related policies – covering Anti-bribery, Third Party Compliance Due Diligence (and approvals), Gifts and Hospitality, Sanctions and Trade Compliance, Sponsorships and Donations, amongst others. These policies undergo periodic reviews to ensure that they commensurate with Seatrium's business activities and risks, including but not limited to, jurisdictions where the Group operates. The policies are modified for stricter jurisdictional regulatory requirements where relevant. Active efforts are taken to communicate and avail the compliance policies, including translated versions, to all employees.

Training and Communications

Training is an integral part of our Compliance Programme framework. Various platforms, including customised training programmes and group-wide forums, are used to reinforce key messages. An annual e-learning training programme, mandatory for directors, officers and employees globally, has been conducted since 2023. The scope of training covers topics such as anti-bribery and corruption, conflicts of interest, whistleblowing, as well as areas specified in our Code of Conduct. To complete the training, directors, officers and employees are required to pass assessment tests, as well as formally declare any potential or actual conflicts of interest. Training is provided in multiple languages for industrial/general workers at our overseas locations. The Group continually enhances its programmes and curriculum, with a focus on developing training materials for employees and executing a robust compliance training plan. In 2024, the annual training and declaration were supplemented by monthly bite-sized Code of Conduct communications from the months of May to September.

Processes in Place

Risk-based due diligence processes are implemented to assess all third parties engaged by Seatrium. These include background checks as well as requirements for Third Party Associates to comply with the Group's Code of Conduct and mandatory compliance contractual clauses.

Compliance oversight is integrated into key processes, such as gifts and hospitality, agent fees, donations and sponsorships, and conflicts of interest. Seatrium aims to increase the effectiveness of its compliance measures by harnessing digitisation and data analytics.

Risk Assessment, Review and Monitoring

There is continuous development of compliance resources by the Group. Compliance is a key component of the Integrated Assurance Framework, allowing the Compliance team and Management to perform independent risk assessments to identify and mitigate key compliance risks.

ISO Certification

In 2024, Seatrium achieved a single group-wide ISO 37001 Anti-bribery Management Systems certification for its major operating entities, ensuring a single recognised management system and compliance programme is in place for the Group globally. The certification process includes (i) conduct of internal assessments and (ii) external audits by an accredited certification body conducted globally, which involve risk assessment exercises as well as a comprehensive review of our processes and controls.

INVESTOR RELATIONS

Seatrium is steadfast in its commitment to maintain timely, fair and transparent communications with its stakeholders. The Group takes a proactive approach to investor relations, actively engaging with the investment community to build trust and enhance their understanding of the company's business performance and strategy.

INVESTOR ENGAGEMENTS

In 2024, Seatrium's Management and Investor Relations (IR) team actively engaged shareholders, retail and institutional investors, analysts and the media, through in-person and virtual interactions, as part of its robust IR programme. These engagement platforms encompass earnings briefings, webcasts, teleconferences, yard visits, one-on-one and group meetings, as well as local and overseas investor conferences and non-deal roadshows.

CEO Chris Ong sharing Seatrium's business strategy with retail investors at Maybank Securities Investors' Night

Institutional investors touring Seatrium's state-of-the-art yard facilities as part of Morgan Stanley's Energy & Power Field Trip

INAUGURAL INVESTOR DAY

A key highlight of the year was the Group's inaugural Investor Day held on 15 March 2024 at its flagship Tuas Boulevard Yard in Singapore. At the hybrid event, Seatrium unveiled its 2028 targets and shared insights on the Group's multi-prong strategy in positioning the business towards profitable and resilient growth. Through various presentations, a panel discussion and yard tour, the investment community gained a deeper understanding of the Group's strategic roadmap to deliver long-term value creation to shareholders.

Engaging stakeholders at Seatrium's inaugural Investor Day 2024

Seatrium's 61st AGM, conducted in hybrid format for the first time, saw active participation by shareholders in-person and virtually

HALF-YEARLY RESULTS AND QUARTERLY BUSINESS UPDATES

In addition to the mandatory half-yearly results announcements, Seatrium continues to provide 1Q and 3Q interim business updates on a voluntary basis. Half-year and full-year earnings briefings are accessible through live webcasts. For the 1Q and 3Q interim business updates, teleconference briefings are held.

Management responding to questions from participants during the 1H2024 results webcast

61ST ANNUAL GENERAL MEETING (AGM)

Seatrium held its 61st Annual General Meeting (AGM), which was conducted in hybrid format for the first time, at Stephen Riady Auditorium@NTUC, NTUC Centre on 26 April 2024.

Shareholders, including CPF and SRS investors, actively participated in the Group's AGM by attending in person or virtually, raising questions in advance of and at the AGM; as well as voting at the AGM in person, through duly appointed proxy(ies), or by appointing the Chairman of the meeting as proxy to vote on behalf.

During the AGM, shareholders gained a better understanding of Seatrium's business operations through a briefing by the CEO on the Group's business performance, strategic direction and long-term targets.

The AGM concluded with all the resolutions – including the S$100 million Share Buyback Programme and the Proposed Share Consolidation – duly approved and passed by the shareholders.

SHARE CONSOLIDATION AND SHARE BUYBACK PROGRAMME

A series of corporate actions, aimed at reducing share price volatility, increasing market interest and enhancing attractiveness of the Company's shares, were undertaken during the year following shareholders' approval at the AGM.

Seatrium successfully established a S$100 million Share Buyback Programme on 29 April 2024. Funded out of existing cash, shares repurchased are held as treasury shares which can be deployed for the Group's existing employee share plans, used to pay the share component of the directors' fees, or cancelled against the Group's share capital. As at 26 February 2025,

INVESTOR RELATIONS

the Group has purchased 26.2 million shares from the market.

In addition, Seatrium completed a 20:1 Share Consolidation exercise in May 2024. At the commencement of the Share Consolidation effective trading date on 9 May 2024, the Group's issued share capital was S$8,583,467,093.10, comprising 3,411,858,914 Consolidated Shares (including 1,005,131 treasury shares), after disregarding fractional entitlements and aggregating the fractions of consolidated shares. Post-consolidation, Seatrium's stock code on the SGX-ST is now "5E2" (previously "S51").

INDEX INCLUSIONS

Seatrium is listed and traded on the Mainboard of the SGX-ST. It is a constituent of the Straits Times Index as well as major benchmark and ESG indices (not exhaustive):

- FTSE Global All Cap Ex-US Index
- FTSE4Good Index
- S&P Developed Ex-US Index
- S&P Developed Ex-North America & Korea Large Midcap ESG Index

INVESTOR COMMUNICATIONS

Seatrium's latest updates and business developments are communicated through SGXNet, the corporate website (www.seatrium.com), and its social media channel LinkedIn. The Group's corporate website features a dedicated IR section, where useful information such as financial highlights, stock data, analyst coverage, FAQs, and shareholder meeting circulars are accessible.

To stay abreast of the latest announcements, an email notification service is available for subscription via the IR section. To connect with the IR team, please reach out to investor.relations@seatrium.com.

Enquiries and feedback received from stakeholders are tracked and addressed, with pertinent feedback communicated to the Board and Management.

SHAREHOLDER DIVERSITY

As at 26 February 2025, Seatrium has 96,158 registered shareholders, including Temasek Holdings which is deemed to hold 37.9% of the Group's total shares. Public shareholders constitute 62.0% of the Group's shareholdings.

The Group's diverse shareholder base is well-spread globally across various geographies, including Singapore, Malaysia, Hong Kong Special Administration Region of the People's Republic of China, Japan, Australia, Europe, the UAE, the UK, the USA and Canada.

1Q2024	2Q2024	3Q2024	4Q2024
• Investor Day 2024	• 1Q2024 Business Update: Teleconference briefing for analysts and media	• 1H2024 Results: Live video webcast briefing	• 3Q/9M2024 Business Update: Teleconference briefing for analysts and media
• FY2023 Results: Live video webcast briefing	• Post-1Q2024 Business Update investor meeting (CGS International)	• Post-1H2024 Results investor meeting (CLSA)	• Post-3Q/9M2024 Business Update investor meeting (DBS)
• Post-FY2023 Results investor meeting (Macquarie Capital Securities)	• 61st AGM	• Kuala Lumpur Non-deal Roadshow (CGS International)	• Maybank Securities Investors Night
• DBS Pulse of Asia Conference 2024	• Establishment of S$100 million Share Buyback Programme	• USA Non-deal Roadshow (CLSA)	• Morgan Stanley 23rd Annual Asia Pacific Summit & Tuas Boulevard Yard site visit
	• Completion of 20:1 Proposed Share Consolidation	• London Non-deal Roadshow (UBS Securities)	• SIAS Corporate Governance Week - Corporate Governance Statement of Support 2024
	• HSBC Global Investment Summit 2024		

Seatrium maintained an active investor engagement calendar in 2024

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FINANCIAL STATEMENTS

OTHER INFORMATION

DIRECTORS' STATEMENT
Year ended 31 December 2024

We are pleased to submit this annual report to the members of Seatrium Limited (the "Company" and including subsidiaries, the "Group") together with the audited financial statements for the financial year ended 31 December 2024.

In our opinion:

(a) the financial statements set out on pages 106 to 212 are drawn up so as to give a true and fair view of the financial position of the Group and of the Company as at 31 December 2024, and the financial performance, changes in equity and cash flows of the Group for the year ended on that date in accordance with the provisions of the Singapore Companies Act 1967 (the "Act"), Singapore Financial Reporting Standards (International) and International Financial Reporting Standards; and

(b) at the date of this 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 ("the Board") has, on the date of this statement, authorised these financial statements for issue.

DIRECTORS

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

Mark Gainsborough	Chairman
Yap Chee Keong	Deputy Chairman
Chris Ong	CEO
Nagi Hamiyeh	
Jan Holm	
Ieda Gomes Yell	
Sarjit Singh Gill	
Astrid Skarheim Onsum	
Mariel von Schumann	
Eng Aik Meng	Appointed on 1 March 2025

DIRECTORS' INTERESTS

According to the register kept by the Company for the purposes of Section 164 of the Singapore Companies Act 1967, particulars of interests of directors who held office at the end of the financial year (including those held by their spouses and children) in shares, debentures, warrants and share options in the Company and its related corporations are as follows:

Name of director and corporation in which interests held	Direct interest			Deemed interest		
	At beginning of the year	At end of the year	At 21/01/2025	At beginning of the year	At end of the year	At 21/01/2025
Ordinary shares of the Company						
Mark Gainsborough	–	–	84,500	–	–	–
Yap Chee Keong[1]	2,083,085	188,654*	188,654*	–	–	–
Chris Ong	9,432,796	471,639*	471,639*	–	–	–
Nagi Hamiyeh	–	–	–	–	–	–
Jan Holm	–	34,700	34,700	–	–	–
Ieda Gomes Yell	–	–	26,300	–	–	–
Sarjit Singh Gill	741,636	51,681*	51,681*	–	–	–
Astrid Skarheim Onsum[2]	–	–	–	–	–	–
Mariel von Schumann	–	–	9,200	–	–	–

1 The shares are held in the name of DBS Nominees Pte Ltd.
2 The share component of Ms Astrid Skarheim Onsum's non-executive director's fees for the year ended 31 December 2023 have yet to be released pending the opening of a direct securities account with CDP.
* Share consolidation of every twenty (20) existing shares into one (1) consolidated share was completed on 9 May 2024.

DIRECTORS' STATEMENT
Year ended 31 December 2024

DIRECTORS' INTERESTS (Cont'd)

Name of director and corporation in which interests held	Direct interest		Deemed interest	
	At beginning of the year	At end of the year	At beginning of the year	At end of the year
Conditional share award				
Chris Ong				
1,547,000 performance shares to be delivered after 2026 (Note 1)	–	Up to 2,320,500	–	–
622,000 restricted shares to be delivered after 2024 (Note 2)	–	Up to 808,600	–	–

Note 1: The actual number to be delivered will depend on the achievement of set targets over a 3-year period from 1 January 2024 to 31 December 2026. Achievement of targets below threshold level will mean no performance shares will be delivered, while achievement up to 150% will mean up to 1.5 times the number of conditional performance shares awarded could be delivered.

Note 2: The actual number to be delivered will depend on the achievement of set targets over one financial year performance period from 1 January 2024 to 31 December 2024. Achievement of targets below threshold level will mean no restricted shares will be delivered, while achievement up to 130% will mean up to 1.3 times the number of conditional restricted shares awarded could be delivered.

Except as disclosed in this statement, no director who held office at the end of the financial year had interests in shares, debentures, warrants or share options of the Company, or of related corporations, either at the beginning of the financial year, or at the date of appointment if later, or at the end of the financial year.

There were no changes in any of the above mentioned interests in the Company between the end of the financial year and 21 January 2025.

Except as disclosed under the "Share-based Incentive Plans" section of this statement, neither at the end of, nor at any time during the financial year, was the Company a party to any arrangement whose objects are, or one of whose objects is, to enable the 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.

Except as disclosed in Notes 28 and 38(b) to the financial statements, since the end of the last financial year, no director has received or become entitled to receive, a benefit by reason of a contract made by the Company or a related corporation with the director, or with a firm of which he is a member, or with a company in which he has a substantial financial interest.

SHARE-BASED INCENTIVE PLANS

The Company's 2020 Performance Share Plan ("PSP 2020") and Restricted Share Plan ("RSP 2020") (collectively, the "2020 Share Plans") were approved and adopted by the shareholders at the Annual General Meeting of the Company ("AGM") held on 20 May 2020. The 2020 Share Plans have substantially the same terms as the 2010 Share Plans, save for the introduction of the new malus and clawback rights, the reduction in the limit on the number of shares which may be delivered pursuant to awards granted under the new share plans, amendments to take into account the changes to relevant legislation and the Listing Manual of the Singapore Exchange Securities Trading Limited (the "Listing Manual"), and changes to streamline and rationalise certain other provisions.

The Nomination and Remuneration Committee (the "Committee") of the Company has been designated as the Committee responsible for the administration of the Share Plans. The Committee comprises the following members:

Mark Gainsborough	Chairman
Yap Chee Keong	
Nagi Hamiyeh	
Mariel von Schumann	
Chan Wai Ching	(Non-director and co-opted member)

The RSP 2020 is the incentive scheme for directors and employees of the Group whereas the PSP 2020 is aimed primarily at key executives of the Group.

SHARE-BASED INCENTIVE PLANS (Cont'd)

Malus and Clawback Rights. The grant of each award, each release of shares, and each payment in lieu of shares which would otherwise have been released to the participant under the new share plans is subject to, and conditional upon, the Company's malus and clawback rights provided in the new share plans. Under these provisions, if certain exceptional circumstances occur in relation to a participant, the Committee can cancel all or part of any award to the extent not yet released, and exercise the right of clawback ("Clawback Right") in respect of shares which were released ("Released Shares") within the clawback period ("Clawback Period"), which is six years prior to the date on which the Committee makes the determination to exercise the Clawback Right ("Clawback Determination Date").

Number of Shares. The total number of shares which may be delivered pursuant to awards granted under the new share plans on any date, when added to the total number of new shares allotted and issued and/or to be allotted and issued, issued shares (including treasury shares) delivered and/or to be delivered, and shares released and/or to be released in the form of cash in lieu of shares, pursuant to awards granted under the new share plans, shall not exceed 5% of the total number of issued shares (excluding treasury shares and subsidiary holdings) on the date preceding the date of the relevant award. In contrast, the previous share plans provided for a maximum limit of 7% of the Company's issued shares (excluding treasury shares) on the date preceding the date of the relevant award. The Company is of the view that the reduced maximum limit of 5% will provide the Company with adequate means and flexibility to grant awards as incentive tools in a meaningful and effective manner to encourage staff retention and to align participants' interests more closely with those of shareholders.

The 2020 Share Plans are intended to increase the Company's flexibility and effectiveness in its continuing efforts to attract, retain and incentivise participants to higher standards of performance and encourage greater dedication and loyalty by enabling the Company to give recognition to past contributions and services; as well as motivating participants to contribute to the long-term prosperity of the Group. The 2020 Share Plans will strengthen the Company's competitiveness in attracting and retaining talented key senior management and senior executives.

The RSP 2020 is intended to apply to a broad base of senior executives as well as to the non-executive directors, while the PSP 2020 is intended to apply to a select group of key senior management. Generally, it is envisaged that the range of performance targets to be set under the RSP 2020 and the PSP 2020 will be different, with the latter emphasising stretched or strategic targets aimed at sustaining longer term growth.

The 2020 Share Plans will provide incentives to high performing key senior management and senior executives to excel in their performance and encourage greater dedication and loyalty to the Company. Through the 2020 Share Plans, the Company will be able to motivate key senior management and senior executives to continue to strive for the Group's long-term shareholder value. In addition, the 2020 Share Plans aim to foster a greater ownership culture within the Group which will align the interests of participants with the interests of shareholders, and to improve performance and achieve sustainable growth for the Company in the changing business environment.

The 2020 Share Plans use methods fairly common among major local and multinational companies to incentivise and motivate key senior management and senior executives to achieve pre-determined targets which create and enhance economic value for shareholders. The Company believes that the 2020 Share Plans will be effective tools in motivating key senior management and senior executives to strive to deliver long-term shareholder value.

While the 2020 Share Plans cater principally to Group executives, it is recognised that there are other persons who can make significant contributions to the Group through their close working relationship with the Group. Such persons include employees of associates over which the Company has operational control.

A participant's awards under the 2020 Share Plans will be determined at the sole discretion of the Committee. In considering an award to be granted to a participant, the Committee may take into account, *inter alia*, the participant's performance during the relevant period, and his capability, entrepreneurship, scope of responsibility and skill set.

Other information regarding the 2020 Share Plans is as follows:

(a) Performance Share Plan

Under the PSP 2020, the awards granted conditional on performance targets are set based on medium-term corporate objectives at the start of each rolling three-year performance qualifying period. A specific number of performance shares shall be awarded at the end of the three-year performance cycle depending on the extent of the achievement of the performance conditions established at the onset.

DIRECTORS' STATEMENT
Year ended 31 December 2024

SHARE-BASED INCENTIVE PLANS (Cont'd)

(a) Performance Share Plan (Cont'd)

In 2024, following the review of the performance targets, the performance levels will be calibrated based on Profit After Taxation and Minority Interests, Absolute Total Shareholder Return and Carbon Emission Reduction. A minimum threshold performance must be achieved to trigger an achievement factor, which in turn determines the number of shares to be finally awarded. Performance shares to be delivered will range between 0% to 150% of the conditional performance shares awarded.

To create alignment between senior management and other employees at the time of vesting, both PSP 2020 and RSP 2020 have in place a plan trigger. Under this trigger mechanism, the performance shares for the performance period will be vested to the senior management participants only if the threshold targets of restricted shares are met in at least two out of three of the performance periods subject to the achievement of the performance conditions for the respective performance periods.

Senior management participants are required to hold a minimum percentage of the shares released to them under the Performance Share Plan to maintain a beneficial ownership stake in the Group, for the duration of their employment or tenure with the Group. A maximum cap is set based on a multiple of the individual participant's annual base salary. Any excess can be sold off, but in the event of a shortfall, they have a two calendar year period to meet the minimum percentage requirement.

The details of the movement of the performance shares of the Company awarded during the year are as follows:

Performance Shares participants	At 1 January	Movements during the year Conditional performance shares awarded	At 31 December
2024			
Director of the Company			
Chris Ong	–	1,547,000	1,547,000
Key executives of the Group	–	4,763,000	4,763,000
	–	6,310,000	6,310,000

(b) Restricted Share Plan

Under the Restricted Share Plan, the awards granted conditional on performance targets will be set based on corporate objectives at the start of the one-year performance qualifying period. In 2024, following the review of the performance targets, the performance levels will be calibrated based on Operating Earnings before Interest, Taxes, Depreciation and Amortization.

A minimum threshold performance must be achieved to trigger an achievement factor, which in turn determines the number of shares to be finally awarded. Based on the criteria, restricted shares to be delivered will range from 0% to 130% of the conditional restricted shares awarded.

The senior management and managerial participants of the Group will be awarded restricted shares under the RSP 2020. A specific number of restricted shares shall be awarded at the end of the respective performance cycle depending on the extent of the achievement of the performance conditions established at the onset. There is a further vesting period of three years after the performance period, during which one-third of the awarded shares are released each year to managerial participants.

Senior management participants are required to hold a minimum percentage of the shares released to them under the Restricted Share Plan to maintain a beneficial ownership stake in the Group, for the duration of their employment or tenure with the Group. A maximum cap is set based on a multiple of the individual participant's annual base salary. Any excess can be sold off, but in the event of a shortfall, they have a two calendar year period to meet the minimum percentage requirement.

To align the interests of the non-executive directors with the interests of shareholders, up to 30% of the aggregate directors' fees approved by shareholders for a particular financial year may be paid out in the form of restricted share awards under the RSP 2020.

SHARE-BASED INCENTIVE PLANS (Cont'd)

(b) Restricted Share Plan (Cont'd)

These awards consist of the grant of fully paid shares outright with no performance and vesting conditions attached, but with a selling moratorium. Non-executive directors are required to hold shares (including shares obtained by other means) worth at least the value of their basic retainer fee of $80,000. Any excess may be disposed of as desired. A non-executive director can dispose of all his shares one year after leaving the Board.

The actual number of shares awarded to each non-executive director holding office at the time of the payment will be determined by reference to the volume-weighted average price of a share on the SGX-ST over the 14 trading days from (and including) the day on which the shares are first quoted ex-dividend after the AGM (or, if no final dividend is proposed at the AGM, or the resolution to approve the final dividend is not approved at the AGM, over the 14 trading days immediately following the date of the AGM). The number of shares to be awarded will be rounded down to the nearest hundred and any residual balance will be settled in cash. A non-executive director who steps down before the delivery of the share component will receive all of his director's fee in cash.

The details of the movement of the restricted shares of the Company awarded during the year are as follows:

		Movements during the year			
Restricted Shares participants	**At 1 January**	**Conditional restricted shares awarded**	**Conditional restricted shares released**	**Conditional restricted shares lapsed**	**At 31 December**
2024					
Directors of the Company					
Mark Gainsborough	–	84,500	–	–	84,500
Yap Chee Keong	–	84,500	(84,500)	–	–
Chris Ong	–	622,000	–	–	622,000
Jan Holm	–	34,700	(34,700)	–	–
Ieda Gomes Yell	–	26,300	–	–	26,300
Sarjit Singh Gill	–	14,600	(14,600)	–	–
Astrid Skarheim Onsum	–	13,800	–	–	13,800
Mariel von Schumann	–	9,200	–	–	9,200
Other executives	–	18,467,000	–	(402,000)	18,065,000
	–	19,356,600	(133,800)	(402,000)	18,820,800
2023					
Director of the Company					
Yap Chee Keong	–	1,103,600	(1,103,600)	–	–

In 2024, there were 19,356,600 (2023: 1,103,600) restricted shares awarded and 402,000 (2023: Nil) restricted shares that lapsed under the RSP. During the year, there were 133,800 (2023: 1,103,600) restricted shares released to non-executive directors as part of their directors' fees. The restricted shares were released via the issuance of treasury shares.

The total number of restricted shares outstanding, including awards achieved but not released, as at 31 December 2024, was 18,820,800 (2023: Nil).

All restricted shares forming part of the share component of the non-executive directors' fees for the financial year ended 31 December 2023 have been released, save in respect of Ms Astrid Skarheim Onsum, whose shares have yet to be released pending the opening of a direct securities account with CDP.

(c) Maximum Number of Shares Issuable

The maximum number of performance shares and restricted shares which could be delivered, when aggregated with the number of new shares issued and issuable in respect of all options granted, is within the 5% limit of the share capital of the Company on the day preceding the relevant date of the grant.

DIRECTORS' STATEMENT
Year ended 31 December 2024

AUDIT AND RISK COMMITTEE

The members of the Audit and Risk Committee during the year and at the date of this statement are:

Yap Chee Keong	Chairman
Nagi Hamiyeh	
Jan Holm	
Sarjit Singh Gill	
Astrid Skarheim Onsum	

The Audit and Risk Committee held seven meetings during the financial year. In performing its functions, the Audit and Risk Committee met with the Company's external and internal auditors to discuss the scope of their work, the results of their examination and evaluation of the Company's internal accounting control system.

The Audit and Risk Committee performs the functions specified in Section 201B of the Act, the Listing Manual, and the Code of Corporate Governance.

The Audit and Risk Committee also reviewed the following:

- assistance provided by the Company's officers to external and internal auditors;
- financial statements of the Group (including results announcements) prior to submission to the Board;
- interested person transactions (as defined in Chapter 9 of the Listing Manual);
- internal audit plans and internal audit reports; and
- whistle-blowers' disclosures.

The Audit and Risk Committee has full access to the management and is given the resources required for it to discharge its functions. It has full authority and the discretion to invite any director or executive officer to attend its meetings. The Audit and Risk Committee also recommends the appointment of the external auditors and reviews the level of audit and non-audit fees.

The Audit and Risk Committee is satisfied with the independence and objectivity of the external auditors, KPMG LLP and has recommended to the Board that KPMG LLP be nominated for re-appointment as the auditors of the Company at the forthcoming AGM of the Company.

In appointing our auditors for the Company, subsidiaries and significant associates, we have complied with Rules 712 and 715 of the Listing Manual.

AUDITORS

The auditors, KPMG LLP, have indicated their willingness to accept re-appointment.

On behalf of the Board

M. Gainsborough

Mark Gainsborough
Chairman

Chris Ong
Director

Singapore
7 March 2025

INDEPENDENT AUDITORS' REPORT
Year ended 31 December 2024

Members of the Company
Seatrium Limited

REPORT ON THE AUDIT OF THE FINANCIAL STATEMENTS

Opinion

We have audited the accompanying financial statements of Seatrium Limited (the "Company") and its subsidiaries (the "Group"), which comprise the balance sheets of the Group and the Company as at 31 December 2024, the consolidated income statement, consolidated statement of comprehensive income, consolidated statement of changes in equity and consolidated statement of cash flows of the Group for the year then ended, and notes to the financial statements, including material accounting policy information, as set out on pages 106 to 212.

In our opinion, the accompanying consolidated financial statements of the Group and the balance sheet of the Company are properly drawn up in accordance with the provisions of the Companies Act 1967 ('the Act'), Singapore Financial Reporting Standards (International) ('SFRS(I)s') and IFRS Accounting Standards as issued by the International Accounting Standards Board ('IFRS Accounting Standards') 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 2024 and of the consolidated financial performance, consolidated changes in equity and consolidated cash flows of the Group for the 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 *Auditors' responsibilities for the audit of the financial statements* section of our report. We are independent of the Group in accordance with the Accounting and Corporate Regulatory Authority *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

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 period. 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.

Valuation of non-financial assets

(Refer to Notes 13 and 42 to the financial statements: Goodwill of $3,821,757,000)

Risk:

The goodwill on consolidation of Seatrium Offshore & Marine Limited has been allocated to certain operating shipyards (hereafter the "cash-generating units" ("CGU's")) within the "Rigs & floaters, repairs & upgrades, offshore platforms and specialised shipbuilding" segment. The assessment of recoverable amount of the CGU's is premised on the Enterprise Value, as determined using the discounted cash flows technique (the "DCF").

Key drivers of the DCF are forecast order book and estimated margins. These inputs and assumptions are affected by cost budgeting and amongst others, macro-economic and geopolitical forces and energy transition which could significantly impact the recoverable amount. Goodwill is impaired if the recoverable amounts of the CGU's are below the carrying amounts.

Our response:

We assessed the Group's process activities of defining a CGU, and how goodwill has been allocated to the CGU's.

We reviewed the key assumptions and estimates embedded in the DCF. With respect to the forecast order book and margins, we assessed the approved budgets against secured and unsecured orders together with industry analyst reports on outlook of offshore marine projects. The margins assumed over the forecast periods were compared with historical information, adjusted for current market conditions and planned yard efficiencies.

INDEPENDENT AUDITORS' REPORT
Year ended 31 December 2024

Our findings:

The Group has a documented process to define CGU and allocate goodwill.

The forecast order book is reasonable in light of secured and unsecured orders and market outlook; and the expected margins assumed are within a reasonable range. The derived recoverable amounts exceed the CGU's net assets. Owing to the risk of estimation uncertainties in determining the recoverable amount, any unfavourable changes to the assumptions could have a material effect on recoverability of goodwill.

Contract revenue with customers

(Refer to Notes 10, 12, 21, 22, 27 and 42 to the financial statements: Revenue of $9,230,702,000, cost of sales of $8,940,018,000, trade receivables of $1,543,446,000, contract assets of $3,528,985,000, contract liabilities of $1,635,097,000, onerous contract provision of $69,578,000)

Risk:

The Group's contract revenue arises principally from multi-year engineering, procurement and construction ("EPC") contracts.

Determination of number of performance obligations and measurement of stage of completion of contract performance and margin including change orders require management judgement. Incremental revenue from change orders is recognised after customers approve the orders measured from fee approved or expected fee value estimated by management. Any subsequent change order value affects profit or loss in the period of change and future periods. Similarly, any inaccurate project costing throughout the EPC contract can affect profit or loss in future periods. Any EPC project loss foreseen is recorded on an immediate basis.

Our response:

We reviewed the Group's process activities over the approval of EPC project budget costing (also the "project costs"), management's re-forecast of contract revenue and project costs including change order(s), and measurement of stage of completion for percentage of completion accounting (collectively, the "POC accounting") used in contract revenue and margin recognition.

The terms and conditions of customer contracts including contract modifications were reviewed for proper identification of performance obligations. The work status of EPC contracts together with the stage of completion of physical activities (the "output method") agreed by customers were assessed for POC accounting. Where contracts were found to be onerous, we checked the reasonableness of loss provisions created.

We also assessed the adequacy of disclosures covering estimation uncertainties surrounding POC accounting.

Our findings:

The Group has a documented process for POC accounting. Accurate identification of performance obligations and measurement of stage of completion in fulfilling these obligations are critical for POC accounting. Where an onerous contract is identified, a reasonably estimated loss provision is recognised.

The disclosures of areas of judgement and risk of estimation uncertainties surrounding POC accounting included in financial statements were found to be appropriate.

Other Information

Management is responsible for the other information contained in the annual report. Other information is defined as all information in the annual report other than the financial statements and our auditors' report thereon.

We have obtained all other information prior to the date of this auditors' report.

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 identified above when it becomes available 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, SFRS(I)s and IFRS Accounting 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.

Auditors' 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 auditors' 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:

- 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 controls.

- Obtain an understanding of internal controls 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 controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

- 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 auditors' 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 auditors' report. However, future events or conditions may cause the Group to cease to continue as a going concern.

- 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.

- Plan and perform the group audit to obtain sufficient appropriate audit evidence regarding the financial information of the entities or business units within the Group as a basis for forming an opinion on the group financial statements. We are responsible for the direction, supervision and review of the audit work performed for purposes of the group audit. We remain solely responsible for our audit opinion.

INDEPENDENT AUDITORS' REPORT
Year ended 31 December 2024

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 controls 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 auditors' 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.

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 auditors' report is Kenny Tan Choon Wah.

KPMG LLP
Public Accountants and
Chartered Accountants

Singapore
7 March 2025

BALANCE SHEETS
As at 31 December 2024

	Note	Group 2024 $'000	Group 2023 $'000	Company 2024 $'000	Company 2023 $'000
Non-current assets					
Property, plant and equipment	4	3,923,175	4,081,038	253	604
Right-of-use assets	5	539,658	628,669	–	266
Investment properties	6	–	–	862	2,473
Investments in subsidiaries	7	–	–	8,959,228	8,227,199
Interests in associates and joint ventures	8	191,956	180,267	–	–
Other financial assets	9	42,329	114,605	–	–
Trade and other receivables	10	319,287	467,049	–	1,970,000
Intangible assets	13	4,076,069	4,215,383	133	133
Deferred tax assets	14	251,835	220,052	–	26,349
		9,344,309	9,907,063	8,960,476	10,227,024
Current assets					
Inventories	15	232,350	192,116	–	–
Trade and other receivables	10	2,410,452	1,159,213	1,607,175	261,454
Contract costs	16	1,587	20,043	–	–
Contract assets	12	3,528,985	2,619,080	–	–
Tax recoverable		8,117	5,057	–	–
Assets held for sale	17	227	2,950	227	–
Other financial assets	9	15,756	51,279	–	–
Cash and cash equivalents	18	1,941,555	2,270,240	26,879	57,618
		8,139,029	6,319,978	1,634,281	319,072
Total assets		17,483,338	16,227,041	10,594,757	10,546,096
Current liabilities					
Trade and other payables	19	4,726,832	4,136,950	187,894	63,643
Contract liabilities	21	1,635,097	433,757	–	–
Provisions	22	745,218	858,954	82,790	159,124
Other financial liabilities	23	111,603	16,159	–	–
Current tax payable		65,606	31,109	12,167	11,366
Interest-bearing borrowings	24	257,477	743,381	–	–
Lease liabilities		43,358	45,037	–	–
		7,585,191	6,265,347	282,851	234,133
Net current assets		553,838	54,631	1,351,430	84,939
Non-current liabilities					
Deferred tax liabilities	14	68,706	98,399	38	–
Provisions	22	588,283	683,769	–	79,169
Other financial liabilities	23	80,566	73	–	–
Interest-bearing borrowings	24	2,373,627	2,273,791	–	–
Lease liabilities		444,878	488,723	–	–
Other long-term payables	19	1,290	1,377	–	–
		3,557,350	3,546,132	38	79,169
Total liabilities		11,142,541	9,811,479	282,889	313,302
Net assets		6,340,797	6,415,562	10,311,868	10,232,794
Equity attributable to owners of the Company					
Share capital	25	8,753,920	8,753,920	8,753,920	8,753,920
Other reserves	26	(271,506)	(58,913)	(55,327)	(25,640)
Revenue reserve		(2,144,902)	(2,300,381)	1,613,275	1,504,514
		6,337,512	6,394,626	10,311,868	10,232,794
Non-controlling interests	34	3,285	20,936	–	–
Total equity		6,340,797	6,415,562	10,311,868	10,232,794

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

CONSOLIDATED INCOME STATEMENT
Year ended 31 December 2024

	Note	Group 2024 $'000	Group 2023 $'000
Revenue	27	9,230,702	7,291,488
Cost of sales		(8,940,018)	(7,500,829)
Gross profit/(loss)		290,684	(209,341)
Other operating income/(expenses), net		242,291	(997,824)
General and administrative expenses		(320,523)	(365,484)
Operating profit/(loss)	28	212,452	(1,572,649)
Finance income	29	138,521	196,235
Finance costs	29	(263,071)	(288,184)
Non-operating items	30	82,430	(358,321)
Share of results of associates and joint ventures, net of tax	31	20,183	7,054
Profit/(loss) before tax		190,515	(2,015,865)
Tax expense	32	(34,616)	(13,868)
Profit/(loss) for the year		155,899	(2,029,733)
Profit/(loss) attributable to:			
Owners of the Company		156,838	(2,016,717)
Non-controlling interests	34	(939)	(13,016)
Profit/(loss) for the year		155,899	(2,029,733)
Earnings per share (cents)	35		
Basic		4.61	(64.77)*
Diluted		4.59	(64.77)*

* *With the completion of the share consolidation of every twenty (20) existing shares into one (1) consolidated share on 9 May 2024, prior year comparatives for earnings per share were restated in accordance with SFRS(I) 1-33 through retrospective application of the consolidation factor of 20 to the weighted average number of shares.*

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

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME
Year ended 31 December 2024

	Note	Group 2024 $'000	Group 2023 $'000
Profit/(loss) for the year		155,899	(2,029,733)
Other comprehensive income			
Items that may be reclassified subsequently to profit or loss:			
Foreign currency translation differences for foreign operations		(54,338)	(13,628)
Net change in fair value of cash flow hedges		(161,511)	(3,338)
Net change in fair value of cash flow hedges transferred to profit or loss		19,810	(14,907)
		(196,039)	(31,873)
Items that may not be reclassified subsequently to profit or loss:			
Net change in fair value of equity investments at fair value through other comprehensive income (FVOCI)		4,389	(2,246)
Other comprehensive income for the year, net of tax	33	(191,650)	(34,119)
Total comprehensive income for the year		(35,751)	(2,063,852)
Total comprehensive income attributable to:			
Owners of the Company		(31,197)	(2,050,908)
Non-controlling interests	34	(4,554)	(12,944)
Total comprehensive income for the year		(35,751)	(2,063,852)

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

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

Year ended 31 December 2024

	Attributable to owners of the Company										
	Share capital $'000	Reserve for own shares $'000	Capital reserves $'000	Currency translation reserve $'000	Share-based payments reserve $'000	Hedging reserve $'000	Fair value reserve $'000	Revenue reserve $'000	Total $'000	Non-controlling interests $'000	Total equity $'000
Group											
At 1 January 2024	8,753,920	(2,693)	(2,041)	(37,217)	(25,995)	11,279	(2,246)	(2,300,381)	6,394,626	20,936	6,415,562
Total comprehensive income for the year											
Profit for the year	–	–	–	–	–	–	–	156,838	156,838	(939)	155,899
Other comprehensive income											
Foreign currency translation differences for foreign operations	–	–	–	(50,723)	–	–	–	–	(50,723)	(3,615)	(54,338)
Net change in fair value of cash flow hedges	–	–	–	–	–	(161,511)	–	–	(161,511)	–	(161,511)
Net change in fair value of cash flow hedges transferred to profit or loss	–	–	–	–	–	19,810	–	–	19,810	–	19,810
Net change in fair value of equity investments at FVOCI	–	–	–	–	–	–	4,389	–	4,389	–	4,389
Realisation of reserve upon disposal of other financial asset	–	–	–	–	–	–	1,359	(1,359)	–	–	–
Total other comprehensive income for the year	–	–	–	(50,723)	–	(141,701)	5,748	(1,359)	(188,035)	(3,615)	(191,650)
Total comprehensive income for the year	–	–	–	(50,723)	–	(141,701)	5,748	155,479	(31,197)	(4,554)	(35,751)
Transactions with owners of the Company, recognised directly in equity											
Purchase of treasury shares	–	(43,476)	–	–	–	–	–	–	(43,476)	–	(43,476)
Issue of treasury shares	–	274	–	–	–	–	–	–	274	–	274
Share-based payments	–	–	–	–	13,515	–	–	–	13,515	–	13,515
Dividends paid by subsidiaries to non-controlling interests	–	–	–	–	–	–	–	–	–	(13,328)	(13,328)
Others	–	–	3,770	–	–	–	–	–	3,770	231	4,001
Total transactions with owners	–	(43,202)	3,770	–	13,515	–	–	–	(25,917)	(13,097)	(39,014)
At 31 December 2024	8,753,920	(45,895)	1,729	(87,940)	(12,480)	(130,422)	3,502	(2,144,902)	6,337,512	3,285	6,340,797

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

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
Year ended 31 December 2024

	Attributable to owners of the Company										
	Share capital $'000	Reserve for own shares $'000	Capital reserves $'000	Currency translation reserve $'000	Share-based payments reserve $'000	Hedging reserve $'000	Fair value reserve $'000	Revenue reserve $'000	Total $'000	Non-controlling interests $'000	Total equity $'000
Group											
At 1 January 2023	4,074,215	(1)	(1,683)	(23,517)	(25,995)	29,524	–	(283,188)	3,769,355	19,036	3,788,391
Total comprehensive income for the year											
Loss for the year	–	–	–	–	–	–	–	(2,016,717)	(2,016,717)	(13,016)	(2,029,733)
Other comprehensive income											
Foreign currency translation differences for foreign operations	–	–	–	(13,700)	–	–	–	–	(13,700)	72	(13,628)
Net change in fair value of cash flow hedges	–	–	–	–	–	(3,338)	–	–	(3,338)	–	(3,338)
Net change in fair value of cash flow hedges transferred to profit or loss	–	–	–	–	–	(14,907)	–	–	(14,907)	–	(14,907)
Net change in fair value of equity investments at FVOCI	–	–	–	–	–	–	(2,246)	–	(2,246)	–	(2,246)
Total other comprehensive income for the year	–	–	–	(13,700)	–	(18,245)	(2,246)	–	(34,191)	72	(34,119)
Total comprehensive income for the year	–	–	–	(13,700)	–	(18,245)	(2,246)	(2,016,717)	(2,050,908)	(12,944)	(2,063,852)
Transactions with owners of the Company, recognised directly in equity											
Purchase of treasury shares	–	(2,829)	–	–	–	–	–	–	(2,829)	–	(2,829)
Issue of treasury shares	–	137	–	–	–	–	–	–	137	–	137
New shares issuance from acquisition of subsidiaries	4,679,705	–	–	–	–	–	–	–	4,679,705	14,999	4,694,704
Others	–	–	(358)	–	–	–	–	(476)	(834)	(155)	(989)
Total transactions with owners	4,679,705	(2,692)	(358)	–	–	–	–	(476)	4,676,179	14,844	4,691,023
At 31 December 2023	8,753,920	(2,693)	(2,041)	(37,217)	(25,995)	11,279	(2,246)	(2,300,381)	6,394,626	20,936	6,415,562

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

CONSOLIDATED STATEMENT OF CASH FLOWS

Year ended 31 December 2024

	Group	
	2024	2023
	$'000	$'000
Cash flows from operating activities		
Profit/(loss) for the year	155,899	(2,029,733)
Adjustments for:		
Finance income	(138,521)	(196,235)
Finance costs	263,071	288,184
Depreciation of property, plant and equipment, and right-of-use assets	273,870	315,811
Amortisation of intangible assets	140,891	140,483
Share of results of associates and joint ventures, net of tax	(20,183)	(7,054)
Gain on disposal of property, plant and equipment, net	(52,130)	(4,875)
Gain on termination of lease liabilities	(1,743)	–
Gain on disposal of assets held for sale	(307)	–
Fair value changes on investments at fair value through profit or loss (FVTPL)	(15,838)	25,577
Share-based payment expenses	13,515	–
Write-down of property, plant and equipment and right-of-use assets	–	1,144,328
Write-down of intangible assets	–	87,607
Write-down of investment in associates	–	16,961
Reversal of assumption of liabilities on behalf of a joint venture	(11,000)	–
Provision for onerous contracts, net	113,162	208,949
Provision for legal claims	–	258,930
(Write-back of)/provision for corporate claims	(82,430)	82,430
(Write-back of)/provision for restoration cost, net	(12,526)	9,421
Property, plant and equipment written off	314	3,748
(Write-back)/write-down of inventories, net	(295)	120,783
Impairment losses on trade receivables and contract assets, net	8,637	4,816
Tax expense	34,616	13,868
Operating profit before working capital changes	669,002	483,999
Changes in:		
Inventories	(39,939)	20,572
Contract costs	18,456	27,611
Contract assets	(909,055)	(255,359)
Contract liabilities	1,201,340	(855,715)
Trade and other receivables	(1,104,154)	847,539
Trade and other payables	666,307	840,101
Cash generated from operations	501,957	1,108,748
Provisions utilised	(255,629)	(502,691)
Interest income received	102,049	270,399
Interest paid	(199,249)	(252,134)
Tax paid	(51,781)	(23,519)
Net cash generated from operating activities	97,347	600,803

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

CONSOLIDATED STATEMENT OF CASH FLOWS

Year ended 31 December 2024

	Group	
	2024	**2023**
	$'000	**$'000**
Cash flows from investing activities		
Purchase of property, plant and equipment[a]	(100,328)	(115,859)
Proceeds from sale of property, plant and equipment	77,782	14,456
Proceeds from disposal of other investments	100,652	–
Proceeds from capital reduction of an associate	5,672	5,403
Proceeds from disposal of asset held for sale	3,188	–
Purchase of intangible assets	(1,283)	(497)
Acquisition of subsidiaries, net of cash acquired[b]	(359)	750,043
Dividends received	34,091	807
Distribution from other investments	647	–
Purchase of other investments	(153)	–
Net cash generated from investing activities	119,909	654,353
Cash flows from financing activities		
Proceeds from borrowings	2,507,873	459,806
Repayment of borrowings	(2,923,476)	(1,476,445)
Purchase of treasury shares	(43,476)	(2,829)
Payment of lease liabilities	(51,702)	(52,039)
Dividends paid to non-controlling interests of subsidiaries	(13,328)	–
Net cash used in financing activities	(524,109)	(1,071,507)
Net (decrease)/increase in cash and cash equivalents	(306,853)	183,649
Cash and cash equivalents at beginning of the year	2,270,240	2,090,843
Effect of exchange rate changes on balances held in foreign currencies	(21,832)	(4,252)
Cash and cash equivalents at end of the year (Note 18)	1,941,555	2,270,240

Significant non-cash transactions

(a) During the year, purchase of property, plant and equipment includes payment of $4,219,000 that arose from 2023 accrued capital expenditure (2023: excludes accrued capital expenditure of $5,970,000).

(b) During the year, the Group acquired 100% interests in Seatrium Digital Pte. Ltd. (formerly known as Keppel Digi Pte. Ltd.) for $400,000.

In 2023, the Group issued new shares to Keppel Ltd ("KL", formerly known as Keppel Corporation Limited) as consideration for the acquisition of 100% of the shares and voting interests in Seatrium Offshore & Marine Ltd (also "Seatrium O&M"). See Note 44 for details.

(c) During the year, the Group recognised a gain of $19,963,000 from the settlement of balances with KL, the previous vendor of Seatrium O&M.

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

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2024

These notes form an integral part of the financial statements.

The financial statements were authorised for issue by the Board of Directors on 7 March 2025.

1 DOMICILE AND ACTIVITIES

Seatrium Limited is a company incorporated in the Republic of Singapore and has its registered office at 80 Tuas South Boulevard, Singapore 637051, and whose shares are publicly traded on the Mainboard of the Singapore Exchange. These financial statements as at and for the year ended 31 December 2024 comprise the Company and its subsidiaries (together referred to as the "Group" and individually as "Group entities") and the Group's interests in associates and joint ventures.

The principal activities of the Company are investment holding and the provision of management services. The principal activities of the Group are the provision of innovative engineering solutions to the global offshore, marine and energy industries.

2 BASIS OF PREPARATION

2.1 Going concern basis of accounting

The consolidated financial statements have been prepared on a going concern basis, which assumes that the Group will be able to meet its debt obligations as and when they fall due within the next twelve months.

As at 31 December 2024, the Group recorded net current assets of $553,838,000 (31 December 2023: $54,631,000), and also generated positive operating cash flows of $97,347,000 (2023: $600,803,000) for the current year.

The Group had secured $0.6 billion of refinancing and new committed loans during the year. With approximately $3.5 billion of cash and undrawn credit facilities available on an aggregated basis, the Group has adequate liquidity to settle current borrowings as they fall due.

The continuing use of the going concern assumption in the preparation of the financial statements is appropriate.

2.2 Statement of compliance

The financial statements are prepared in accordance with the Singapore Financial Reporting Standards (International) (SFRS(I)s) and International Financial Reporting Standards (IFRSs). SFRS(I)s are issued by the Accounting Standards Council, which comprise standards and interpretations that are equivalent to IFRSs issued by the International Accounting Standards Board. All references to SFRS(I)s and IFRSs are subsequently referred to as SFRS(I)s in these financial statements unless otherwise specified.

Changes to material accounting policies during the year are described in Note 47.

2.3 Basis of measurement

The financial statements have been prepared on the historical cost basis except as otherwise described in the notes below.

2.4 Functional and presentation currency

The financial statements are presented in Singapore dollars, which is the Company's functional currency. All financial information presented in Singapore dollars has been rounded to the nearest thousand ($'000), unless otherwise stated.

2.5 Use of estimates and judgements

The preparation of the financial statements in conformity with SFRS(I)s requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised prospectively.

2 BASIS OF PREPARATION (Cont'd)

2.5 Use of estimates and judgements (Cont'd)

Information about significant areas of estimation uncertainty and critical judgements in applying accounting policies that have the most significant effect on the amounts recognised in the financial statements is discussed in Note 42.

3 MATERIAL ACCOUNTING POLICIES

The accounting policies set out below have been applied consistently to all periods presented in these financial statements except as explained in Note 47, which addresses changes in accounting policies. Since the Group adopted Disclosure of Accounting Policies (Amendments to IAS 1 and IFRS Practice Statement 2) from 1 January 2023, only disclosure of 'material', rather than 'significant' accounting policies are included in this set of financial statements.

The accounting policies have been applied consistently by Group entities.

3.1 Basis of consolidation

(i) Business combinations

Acquisitions from 1 January 2020

The Group accounts for business combinations using the acquisition method when the acquired set of activities and assets meets the definition of a business and control is transferred to the Group. In determining whether a particular set of activities and assets is a business, the Group assesses whether the set of assets and activities acquired includes, at a minimum, an input and substantive process and whether the acquired set has the ability to produce outputs.

The Group has an option to apply a 'concentration test' that permits a simplified assessment of whether an acquired set of activities and assets is not a business. The optional concentration test is met if substantially all of the fair value of the gross assets acquired is concentrated in a single identifiable asset or group of similar identifiable assets.

Acquisitions from 1 January 2017

Business combinations were accounted for using the acquisition method as at the acquisition date, which is the date on which control is transferred to the Group. Control is the power to govern the financial and operating policies of an entity so as to obtain benefits from its activities. In assessing control, the Group takes into consideration potential voting rights that are currently exercisable.

Deferred consideration comprises obligations to pay specific amounts at future dates. Deferred consideration is recognised and measured at fair value at the acquisition date and included in the consideration transferred. The unwinding of any interest element of deferred consideration is recognised in profit or loss.

The consideration transferred does not include amounts related to the settlement of pre-existing relationships. Such amounts are generally recognised in profit or loss.

Costs related to the acquisition, other than those associated with the issue of debt or equity securities, that the Group incurs in connection with a business combination are expensed as incurred.

Any contingent consideration payable is recognised at fair value at the acquisition date and included in the consideration transferred. If the contingent consideration is classified as equity, it is not re-measured and settlement is accounted for within equity. Otherwise, subsequent changes to the fair value of the contingent consideration are recognised in profit or loss.

Acquisitions before 1 January 2017

As part of the transition to SFRS(I), the Group elected not to restate those business combinations that occurred before the date of transition to SFRS(I), i.e. 1 January 2017. Goodwill arising from acquisitions before 1 January 2017 has been carried forward from the previous FRS framework as at the date of transition.

NOTES TO THE FINANCIAL STATEMENTS
Year ended 31 December 2024

3 MATERIAL ACCOUNTING POLICIES (Cont'd)

3.1 Basis of consolidation (Cont'd)

***(i) Business combinations** (Cont'd)*

Acquisitions prior to 1 January 2010

All business combinations were accounted for using the purchase method. Under the purchase method, the cost of an acquisition is measured at the fair value of the assets given, equity instruments issued and liabilities incurred or assumed at the date of exchange, plus costs directly attributable to the acquisition. The excess of the Group's interest in the net fair value of the identifiable assets, liabilities and contingent liabilities over the cost of acquisition is credited to profit or loss in the period of the acquisition.

(ii) Non-controlling interests

For non-controlling interests that are present ownership interests and entitle their holders to a proportionate share of the acquiree's net assets in the event of liquidation, the Group elects on a transaction-by-transaction basis whether to measure them at fair value, or at the non-controlling interests' proportionate share of the recognised amounts of the acquiree's identifiable net assets, at the acquisition date. All other non-controlling interests are measured at acquisition-date fair value, unless another measurement basis is required by SFRS(I).

Changes in the Group's interest in a subsidiary that do not result in a loss of control are accounted for as transactions with owners in their own capacity as owners and therefore no adjustments are made to goodwill and no gain or loss is recognised in profit or loss.

Adjustments to non-controlling interests arising from transactions that do not involve the loss of control are based on a proportionate amount of net assets of the subsidiary.

Prior to 1 January 2010, goodwill was recognised on the acquisition of non-controlling interests in a subsidiary, which represented the excess of the cost of the additional investment over the carrying amount of the interest in the net assets acquired at the date of the transaction.

(iii) Subsidiaries

Subsidiaries are those entities that are controlled by the Group. The Group controls an entity when it is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity.

The financial statements of subsidiaries are included in the consolidated financial statements from the date that control commences until the date control ceases. The accounting policies of subsidiaries have been changed when necessary to align them with the policies adopted by the Group.

Non-controlling interests are that part of the net results of operations and of net assets of a subsidiary attributable to the interests which are not owned directly or indirectly by the equity holders of the Company. They are shown separately in the consolidated statement of comprehensive income, statement of changes in equity and balance sheet. Total comprehensive income is attributed to the non-controlling interests based on their respective interests in a subsidiary even if this results in the non-controlling interests having a deficit balance.

(iv) Loss of control

Upon the loss of control, the Group derecognises the assets and liabilities of the subsidiary, any non-controlling interests and the other components of equity related to the subsidiary. Any surplus or deficit arising on the loss of control is recognised in profit or loss. If the Group retains any interest in the previous subsidiary, then such interest is measured at fair value at the date that control is lost. Subsequently, it is accounted for as an equity-accounted investee or as financial asset at fair value through other comprehensive income depending on the level of influence retained.

3 MATERIAL ACCOUNTING POLICIES (Cont'd)

3.1 Basis of consolidation (Cont'd)

(v) Associates

Associates are those entities in which the Group has significant influence, but not control or joint control, over the financial and operating policies of these entities.

The existence and effect of potential voting rights that are presently exercisable or presently convertible are considered when assessing whether the Group has significant influence over another entity. Significant influence is presumed to exist when the Group holds 20% or more of the voting power of another entity.

Associates are accounted for using the equity method of accounting from the date that significant influence commences until the date that significant influence ceases and are recognised initially at cost. The cost of investments includes transaction costs. When the Group's share of losses exceeds its interest in an equity-accounted investee, the carrying amount of the investment (including any other unsecured receivables, that in substance, form part of the Group's net investment in the associate) is reduced to zero, and the recognition of further losses is discontinued except to the extent that the Group has an obligation or made payments on its behalf to satisfy obligations of the associate that the Group has guaranteed or otherwise committed on behalf of.

The excess of the Group's interest in the net fair value of the identifiable assets, liabilities and contingent liabilities over the cost of acquisition is credited to profit or loss in the period of the acquisition. Where the audited financial statements are not available, the share of results is arrived at from unaudited management financial statements made up mainly to the end of the accounting year to 31 December.

(vi) Joint ventures

A joint venture is an arrangement in which the Group has joint control, whereby the Group has rights to the net assets of the arrangement.

The existence and effect of potential voting rights that are presently exercisable or presently convertible are considered when assessing whether the Group has joint control over the entity.

Joint ventures are accounted for using the equity method of accounting from the date that joint control commences until the date that joint control ceases.

The excess of the Group's interest in the net fair value of the identifiable assets, liabilities and contingent liabilities over the cost of acquisition is credited to profit or loss in the period of the acquisition. Where the audited financial statements are not available, the share of results is arrived at from unaudited management financial statements made up mainly to the end of the accounting year to 31 December.

(vii) Transactions eliminated on consolidation

All intra-group balances, transactions, and unrealised income and expenses arising from intra-group transactions, are eliminated in preparing the consolidated financial statements. Unrealised gains arising from transactions with associates and joint ventures are eliminated against the investment to the extent of the Group's interest in the investee. Unrealised losses are eliminated in the same way as unrealised gains, but only to the extent that there is no evidence of impairment.

(viii) Accounting for subsidiaries, associates and joint ventures

Investments in subsidiaries, associates and joint ventures are measured in the Company's balance sheet at cost less accumulated impairment losses.

NOTES TO THE FINANCIAL STATEMENTS
Year ended 31 December 2024

3 MATERIAL ACCOUNTING POLICIES (Cont'd)

3.2 Foreign currencies

(i) Foreign currency transactions and balances

Transactions in foreign currencies are translated into the respective functional currencies of Group entities at exchange rates at the dates of the transactions. At each reporting date:

- Foreign currency monetary assets and liabilities are retranslated to the functional currency using exchange rates at that date;
- Non-monetary assets and liabilities in a foreign currency that are measured in terms of historical cost are translated using exchange rate at the date of the transaction; and
- Non-monetary assets and liabilities denominated in foreign currencies that are measured at fair value are retranslated to the functional currency at exchange rates at the date the fair value was determined.

Foreign currency differences arising from the settlement or from translation of monetary items are recognised in profit or loss.

Foreign currency differences arising on retranslation are recognised directly in profit or loss, except for the following differences which are recognised in other comprehensive income arising on the retranslation of:

- Equity instruments designated at fair value through other comprehensive income (FVOCI);
- A financial liability designated as a hedge of net investment in a foreign operation to the extent that the hedge is effective; or
- Qualifying cash flow hedges to the extent the hedges are effective.

(ii) Foreign operations

The results and financial positions of foreign operations (none of which has the currency of a hyperinflationary economy) that have a functional currency different from the presentation currency are translated into the presentation currency as follows:

- Assets and liabilities are translated at exchange rates ruling at the date of the balance sheet;
- Revenues and expenses are translated at average exchange rates; and
- All resulting foreign currency differences are taken to foreign currency translation reserve in other comprehensive income.

Goodwill (except those relating to acquisitions of foreign operations prior to 1 January 2004) and fair value adjustments arising from the acquisition of foreign operations are translated to the presentation currency for consolidation at the rates of exchange ruling at the balance sheet date. Goodwill arising from the acquisition of foreign operations prior to 1 January 2004 were translated at foreign exchange rates ruling at the dates of the transactions.

Foreign currency differences are recognised in other comprehensive income, and presented in foreign currency translation reserve (translation reserve) in equity. However, if the foreign operation is a non-wholly-owned subsidiary, then the relevant proportionate share of the translation difference is allocated to non-controlling interests. When a foreign operation is disposed of such that control, significant influence or joint control is lost, the cumulative amount in the translation reserve related to that foreign operation is reclassified to profit or loss as part of the gain or loss on disposal. When the Group disposes of only part of its interest in a subsidiary that includes a foreign operation while retaining control, the relevant proportion of the cumulative amount is reattributed to non-controlling interests. When the Group disposes of only part of its investment in an associate or joint venture that includes a foreign operation while retaining significant influence or joint control, the relevant proportion of the cumulative amount is reclassified to profit or loss.

3 MATERIAL ACCOUNTING POLICIES (Cont'd)

3.2 Foreign currencies (Cont'd)

(ii) Foreign operations (Cont'd)

When the settlement of a monetary item receivable from or payable to a foreign operation is neither planned nor likely to occur in the foreseeable future, foreign exchange gains and losses arising from such a monetary item that are considered to form part of a net investment in a foreign operation are recognised in other comprehensive income, and are presented in translation reserve in equity.

(iii) Net investment in a foreign operation

Foreign currency differences arising from monetary items that in substance form part of the Company's net investment in a foreign operation are recognised in the Company's profit or loss. Such differences are reclassified to foreign currency translation reserve in the consolidated statement of comprehensive income and are released to the consolidated income statement upon disposal of the investment as part of the gain or loss on disposal.

3.3 Property, plant and equipment

(i) Owned assets

Property, plant and equipment are measured at cost less accumulated depreciation and accumulated impairment losses. Cost includes expenditure that is directly attributable to the acquisition of the asset.

The cost of self-constructed assets includes the cost of materials, direct labour and any other costs directly attributable to bringing the assets to a working condition for their intended use, the cost of dismantling and removing the items and restoring the site on which they are located and capitalised borrowing costs.

Cost may include transfers from equity of any gain or loss on qualifying cash flow hedges of foreign currency purchases of property, plant and equipment. Purchased software that is integral to the functionality of the related equipment is capitalised as part of that equipment.

Where an item of property, plant and equipment comprises major components having different useful lives, they are accounted for as separate items of property, plant and equipment.

(ii) Subsequent expenditure

Subsequent expenditure relating to property, plant and equipment is recognised in the carrying amount of the asset when it is probable that future economic benefits, in excess of the originally assessed standard of performance of the existing asset, will flow to the Group and its costs can be measured reliably. The costs of day-to-day servicing of property, plant and equipment are recognised as an expense when incurred.

Certain items of property, plant and equipment are subject to overhauls at regular intervals. The inherent components of the initial overhaul are determined based on the costs of the next overhaul and are separately depreciated in order to reflect the estimated intervals between two overhauls. The costs of the overhauls subsequently incurred are capitalised as additions and the carrying amounts of the replaced components are written off to profit or loss.

(iii) Disposals

Gains or losses arising from the retirement or disposal of property, plant and equipment are determined as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in profit or loss on the date of retirement or disposal.

(iv) Provision for restoration costs

A provision is recognised for the costs expected to be incurred to dismantle, remove and restore the asset upon expiry of the lease agreement. The estimated costs form part of the cost of the property, plant and equipment and are depreciated over the useful life of the asset.

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2024

3 MATERIAL ACCOUNTING POLICIES (Cont'd)

3.3 Property, plant and equipment (Cont'd)

(v) Depreciation

Depreciation is based on the cost of an asset less its residual value. Significant components of individual assets are assessed and if a component has a useful life that is different from the remainder of that asset, that component is depreciated separately. Depreciation is recognised as an expense in profit or loss on a straight-line basis over their estimated useful lives of each component of an item of property, plant and equipment, unless it is included in the carrying amount of another asset. Depreciation is recognised from the date that the property, plant and equipment are installed and are ready for use, or in respect of internally constructed assets, from the date that the asset is completed and ready for use. Leased assets are depreciated over the shorter of the lease term and their useful lives unless it is reasonably certain that the Group will obtain ownership by the end of the lease term.

The estimated useful lives for the current and comparative years are as follows:

Leasehold land	Lease period of 3 to 60 years
Buildings	3 to 60 years
Quays and dry docks	3 to 65 years
Marine vessels*	2 to 25 years
Cranes and floating docks	3 to 30 years
Plant, machinery and tools	1 to 65 years
Motor vehicles	3 to 15 years
Furniture and office equipment	1 to 25 years
Utilities and fittings	2 to 30 years
Computer equipment	1 to 10 years

* *Marine vessels include dry-docking expenditure.*

The assets' depreciation methods, useful lives and residual values, if not insignificant, are reviewed annually and adjusted if appropriate.

No depreciation is provided on freehold land or construction-in-progress.

Fully depreciated assets are retained in the financial statements until they are no longer in use.

3.4 Intangible assets

(i) Goodwill

Goodwill represents the excess of:

- the fair value of the consideration transferred; plus
- the recognised amount of any non-controlling interests in the acquiree; plus
- if the business combination is achieved in stages, the fair value of the pre-existing equity interest in the acquiree, less the net amount recognised (generally fair value) of the identifiable assets acquired and liabilities assumed (collectively, the "fair value net assets").

When the fair value net assets exceed the consideration, negative goodwill is recognised immediately in profit or loss.

Goodwill is measured at cost less accumulated impairment losses.

Goodwill that arises upon the acquisition of subsidiaries is included in intangible assets.

Goodwill on acquisition of associates and joint ventures is included in investments in associates and joint ventures, respectively. An impairment loss on such investments is not allocated to any asset, including goodwill, that forms part of the carrying amount of the investments.

Goodwill is tested for impairment on an annual basis in accordance with Note 3.11.

3 MATERIAL ACCOUNTING POLICIES (Cont'd)

3.4 Intangible assets (Cont'd)

(ii) Customer relationships and contracts

Customer relationships and contracts are measured at cost less accumulated amortisation and accumulated impairment losses. Amortisation is recognised in profit or loss on a straight-line basis over the estimated useful lives of 20 years for customer relationships. For customer contracts, it is amortised and recognised in profit or loss according to milestone revenues accorded over an estimated contract period of 6 years.

(iii) Intellectual property rights

Intellectual property rights are measured at cost less accumulated amortisation and accumulated impairment losses. Amortisation is recognised in profit or loss on a straight-line basis over the estimated useful lives ranging from 10 to 15 years.

(iv) Research and development

Expenditure on research activities, undertaken with the prospect of gaining new scientific or technical knowledge and understanding, is recognised in profit or loss as incurred.

Development activities involve a plan or design for production of new or substantially improved products and processes. Development expenditure is capitalised only if development costs can be measured reliably, the product or process is technically and commercially feasible, future economic benefits are probable, and the Group intends to and has sufficient resources to complete development and to use or sell the asset. The expenditure capitalised includes the cost of materials and direct labour that are directly attributable to preparing the asset for its intended use. Other development expenditure is recognised in profit or loss as incurred.

Capitalised development expenditure is measured at cost less accumulated amortisation and accumulated impairment losses.

(v) Subsequent expenditure

Subsequent expenditure on capitalised intangible assets is capitalised only when it increases the future economic benefits embodied in the specific asset to which it relates. All other expenditure is expensed as incurred.

(vi) Amortisation

Amortisation is recognised in profit or loss on a straight line basis over the estimated useful lives of intangible assets, other than goodwill, from the date that they are available for use.

Due to the nature of designs under development, judgement is applied in deciding the point at which the asset is deemed available for use.

Amortisation methods, useful lives and residual values are reviewed at the end of each reporting period and adjusted if appropriate.

3.5 Financial assets

(i) Recognition and initial measurement

Trade receivables are initially recognised when they are originated. All other financial assets are initially recognised when the Group becomes a party to the contractual provisions of the instruments.

A financial asset (unless it is a trade receivable without a significant financing component) is initially measured at fair value plus, in the case of financial asset not carried at fair value through profit or loss, transaction costs that are directly attributable to its acquisition or issue. A trade receivable without a significant financing component is initially measured at the transaction price.

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2024

3 MATERIAL ACCOUNTING POLICIES (Cont'd)

3.5 Financial assets (Cont'd)

(ii) Classification and subsequent measurement

Financial assets

On initial recognition, a financial asset is classified as measured at: amortised cost, fair value through other comprehensive income (FVOCI) or fair value through profit or loss (FVTPL).

Financial assets are not reclassified subsequent to their initial recognition unless the Group changes its business model for managing financial assets, in which case all affected financial assets are reclassified on the first day of the first reporting period following the change in the business model.

Financial assets 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 FVTPL:

- it is held within a business model whose objective is to hold assets to collect contractual cash flows; and
- its contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Equity investments at FVOCI

On initial recognition of an equity investment that is not held for trading, the Group may irrevocably elect on initial recognition to present subsequent changes in fair value in other comprehensive income. This election is made on an investment-by-investment basis. The Group's equity investments are classified as FVOCI.

Financial assets at FVTPL

All other financial assets not classified as at amortised cost or FVOCI as described above are measured at FVTPL. This includes derivative financial assets and certain other financial assets. On initial recognition, the Group may irrevocably designate a financial asset that otherwise meets the requirements to be measured at amortised cost or at FVOCI, as at FVTPL, if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise.

Business model assessment

The Group makes an assessment of the objective of a business model in which an asset is held because this best reflects the way the business is managed and information is provided to management. The information considered includes:

- the stated policies and objectives for the respective financial assets and the operation of those policies in practice;
- how the performance of the respective financial assets is evaluated and reported to the Group's management;
- the risks that affect the performance of the business model and how those risks are managed; and
- the frequency, volume and timing of disposals of investments in prior periods, the reasons for such disposals and its expectations about future activity.

Transfers of financial assets to third parties in transactions that do not qualify for derecognition are not considered sales for this purpose, consistent with the Group's continuing recognition of the assets.

Financial assets that are held for trading or are managed and whose performance is evaluated on a fair value basis are measured at FVTPL.

3 MATERIAL ACCOUNTING POLICIES (Cont'd)

3.5 Financial assets (Cont'd)

(ii) Classification and subsequent measurement (Cont'd)

Assessment of whether contractual cash flows are solely payments of principal and interest

For the purpose of this assessment, 'principal' is defined as the fair value of the financial asset on initial recognition. 'Interest' is defined as consideration for the time value of money and for the credit risk associated with the principal amount outstanding during a particular period of time and for other basic lending risks and costs (e.g. liquidity risk and administrative costs), as well as profit margin.

In assessing whether the contractual cash flows are solely payments of principal and interest, the Group considers the contractual terms of the instrument. This includes assessing whether the financial asset contains a contractual term that could change the timing and amount of contractual cash flows such that it would not meet this condition. In making this assessment, the Group considers:

- contingent events that would change the amount or timing of cash flows;
- prepayment features; and
- terms that limit the Group's claim to cash flows from specified assets (e.g. non-recourse features).

A prepayment feature is consistent with the solely payments of principal and interest criterion if the prepayment amount substantially represents unpaid amounts of principal and interest on the principal amount outstanding, which may include reasonable additional compensation for early termination of the contract. Additionally, for a financial asset acquired at a discount or premium to its contractual par amount, a feature that permits or requires prepayment at an amount that substantially represents the contractual par amount plus accrued (but unpaid) contractual interest (which may also include reasonable additional compensation for early termination) is treated as consistent with this criterion if the fair value of the prepayment feature is insignificant at initial recognition.

Subsequent measurement and gains and losses

Financial assets at FVTPL

These assets are subsequently measured at fair value. Net gains and losses, including any interest or dividend income, are recognised in profit or loss. For derivatives designated as hedging instruments, see Note 9.

Financial assets at amortised cost

The assets are subsequently measured at amortised cost using the effective interest method. The amortised cost is reduced by impairment losses. Interest income, foreign exchange gains and losses and impairment losses are recognised in profit or loss. Any gain or loss on derecognition is recognised in profit or loss.

Equity investments at FVOCI

These assets are subsequently measured at fair value. Dividends are recognised as income in profit or loss unless the dividend clearly represents a recovery of part of the cost of investment. Other net gains and losses are recognised in OCI and are never reclassified to profit or loss.

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2024

3 MATERIAL ACCOUNTING POLICIES (Cont'd)

3.5 Financial assets (Cont'd)

(iii) Derecognition

The Group derecognises a financial asset 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 either:
  - substantially all of the risks and rewards of ownership of the financial asset are transferred; or
  - the Group neither transfers nor retains substantially all of the risks and rewards of ownership and it does not retain control of the financial asset.

Transferred assets are not derecognised when the Group enters into transactions whereby it transfers assets recognised in its balance sheet, but retains either all or substantially all of its risks and rewards of the transferred assets.

(iv) Offsetting

Financial assets and financial liabilities are offset and the net amount is presented in the balance sheets, when and only when, there is a currently enforceable legal right to set off the recognised amounts and there is an intention to settle on a net basis, or to realise the assets and settle the liabilities simultaneously.

(v) Cash and cash equivalents

Cash and cash equivalents comprise cash balances and bank deposits. For the purpose of the statement of cash flows, cash and cash equivalents are presented net of bank overdrafts which are repayable on demand. Bank overdrafts are shown within interest-bearing borrowings in current liabilities on the balance sheet.

3.6 Impairment of financial assets and contract assets

The Group recognises loss allowances for expected credit losses ("ECLs") on:

- financial assets measured at amortised cost; and
- contract assets (as defined in SFRS(I) 15).

Loss allowance of the Group are measured on either of the following bases:

- 12-month ECLs: these are ECLs that result from default events that are possible within the 12 months after the reporting date (or for a shorter period if the expected credit life of the instrument is less than 12 months); or
- Lifetime ECLs: these are ECLs that result from all possible default events over the expected life of a financial instrument or contract asset.

Simplified Approach

The Group applies the simplified approach to provide for ECLs for all trade receivables and contract assets. The simplified approach requires the loss allowance to be measured at an amount equal to lifetime ECLs.

General Approach

The Group applies the general approach to provide for ECLs on all other financial instruments. Under the general approach, the loss allowance is measured at an amount equal to 12-month ECLs at initial recognition.

At each reporting date, the Group assesses whether the credit risk of a financial instrument has increased significantly since initial recognition. When credit risk has increased significantly since initial recognition, loss allowance is measured at an amount equal to lifetime ECLs.

3 MATERIAL ACCOUNTING POLICIES (Cont'd)

3.6 Impairment of financial assets and contract assets (Cont'd)

When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating ECLs, the Group considers reasonable and supportable information that is relevant and available without undue costs or effort. This includes both quantitative and qualitative information and analysis, based on the Group's historical experience and informed credit assessment that includes forward-looking information.

If the credit risk has not increased significantly since initial recognition or if the credit quality of the financial instruments improves such that there is no longer a significant increase in credit risk since initial recognition, loss allowance is measured at an amount equal to 12-month ECLs.

The Group considers a financial asset to be in default when:

- the debtor is unlikely to pay its credit obligations to the Group in full, without recourse by the Group to actions such as realising security (if any is held); or

- the financial asset remains outstanding for more than the reasonable range of past due days, taking into consideration historical payment track records, current macroeconomics situation as well as the general industry trend.

The Group considers a contract asset to be in default when the customer is unlikely to pay its contractual obligations to the Group in full, without recourse by the Group to actions such as realising security (if any is held).

The maximum period considered when estimating ECLs is the maximum contractual period over which the Group is exposed to credit risk.

Measurement of ECL

ECLs are probability-weighted estimates of credit losses. Credit losses are measured at the present value of all cash shortfalls (i.e. the difference between the cash flows due to the entity in accordance with the contract and the cash flows that the Group expects to receive). ECLs are discounted at the effective interest rate of financial asset.

Credit-impaired financial assets

At each reporting date, the Group assesses whether financial assets carried at amortised cost are credit-impaired. A financial asset is "credit-impaired" when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred.

Evidence that a financial asset is credit-impaired includes the following observable data:

- breach of contract such as a default or past due outstanding for more than the reasonable range of past due days, taking into consideration historical payment track records, current macroeconomics situation as well as the general industry trend;

- the restructuring of a loan or advance by the Group on terms that the Group would not consider otherwise;

- it is probable that the debtor will enter bankruptcy or other financial reorganisation or is having significant financial difficulty; or

- the disappearance of an active market for a security because of financial difficulties.

Presentation of loss allowance for ECLs in the balance sheet

Loss allowances for financial assets measured at amortised cost are deducted from the gross carrying amount of these assets.

NOTES TO THE FINANCIAL STATEMENTS
Year ended 31 December 2024

3 MATERIAL ACCOUNTING POLICIES (Cont'd)

3.6 Impairment of financial assets and contract assets (Cont'd)

Write-off

The gross carrying amount of a financial asset is written off (either partially or in full) to the extent that there is no realistic prospect of recovery. This is generally the case when the Group determines that the debtor does not have assets or sources of income that could generate sufficient cash flows to repay the amounts subject to the write-off. However, financial assets that are written off could still be subject to enforcement activities in order to comply with the Group's procedures for recovery of amounts due.

3.7 Derivatives

Derivatives are used to manage exposures to foreign exchange and interest rate risks arising from operational, financing and investment activities. Derivatives are not used for trading purposes. However, derivatives that do not qualify for hedge accounting are accounted for at fair value through profit or loss.

Derivatives are recognised initially at fair value; attributable transaction costs are recognised in profit or loss as incurred. Subsequent to initial recognition, derivatives are re-measured at fair value and any changes in its fair value are recognised immediately in profit or loss. However, where derivatives qualify for hedge accounting, recognition of any resultant changes in the fair value depends on the nature of the item being hedged as described in Note 3.8.

3.8 Hedging activities

At inception or upon reassessment of the arrangement, the Group documents, at the inception of the transaction, the relationship between the hedging instruments and hedged items, together with the methods that will be used to assess the effectiveness of the hedge relationship as well as its risk management objective and strategies for undertaking various hedge transactions. The Group also documents its assessment, both at hedge inception and on an ongoing basis, the economic relationship between the hedged item and the hedging instrument, including whether the derivatives designated as hedging instruments are highly effective in offsetting changes in fair value or cash flows of the hedged items.

(i) Fair value hedges

Where a derivative hedges the changes in fair value of a recognised asset or liability or an unrecognised firm commitment (or an identified portion of such asset, liability or firm commitment), any gain or loss on the hedging instrument is recognised in profit or loss. The hedged item is also measured at fair value in respect of the risk being hedged, with any changes recognised in profit or loss.

(ii) Cash flow hedges

Where a derivative is designated as a hedge of the variability in cash flows attributable to a particular risk associated with a recognised asset or liability, or a highly probable forecast transaction that could affect profit or loss, the effective portion of changes in the fair value of the derivative is recognised directly in other comprehensive income and presented in the hedging reserve in equity. The ineffective portion of changes in the fair value of the derivative is recognised immediately in profit or loss.

When the forecast transaction subsequently results in the recognition of a non-financial asset or non-financial liability, the associated cumulative gain or loss is reclassified from equity and included in the initial cost or other carrying amount of the non-financial asset or liability. If a hedge of a forecast transaction subsequently results in the recognition of a financial asset or financial liability, the associated changes in fair value that were recognised directly in other comprehensive income are reclassified into profit or loss in the same period or periods during which the asset acquired or liability assumed affects profit or loss.

When the hedged item is a non-financial asset, the amount accumulated in equity is retained in other comprehensive income and reclassified to profit or loss in the same period or periods during which the non-financial item affects profit or loss. In other cases as well, the amount accumulated in equity is reclassified to profit or loss in the same period that the hedged item affects profit or loss.

3 MATERIAL ACCOUNTING POLICIES (Cont'd)

3.8 Hedging activities (Cont'd)

***(ii) Cash flow hedges** (Cont'd)*

If the hedging instrument no longer meets the criteria for hedge accounting, expires or is sold, terminated or exercised, or the designation is revoked, then hedge accounting is discontinued prospectively. When hedge accounting for cash flow hedges is discontinued, the amount that has been accumulated in the hedging reserve and the cost of hedging reserve remains in equity until, for a hedge of a transaction resulting in recognition of a non-financial item, it is included in the non-financial item's cost on its initial recognition or, for other cash flow hedges, it is reclassified to profit or loss in the same period or periods as the hedged expected future cash flows affect profit or loss. If the forecast transaction is no longer expected to occur, then the balance in equity is reclassified to profit or loss.

3.9 Inventories

Inventories consist mainly of steel and other materials used for ship and rig repair, building and conversion and are measured at the lower of cost and net realisable value.

Cost is calculated using the weighted average cost formula and comprises all costs of purchase, costs of conversion and other costs incurred in bringing the inventories to their present location and condition.

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.

When inventories are sold, the carrying amount of those inventories is recognised as an expense in the period in which the related revenue is recognised.

The amount of any allowance for write-down of inventories to net realisable value and all losses of inventories are recognised as an expense in the period the write-down or loss occurs. The amount of any reversal of any allowance for write-down of inventories, arising from an increase in net realisable value, is recognised as a reduction in the amount of inventories recognised as an expense in the period in which the reversal occurs.

3.10 Contract Assets and Contract Liabilities

For contracts where the customer is invoiced on a milestone payment schedule or over the period of the contract, a contract asset is recognised if the value of the contract work transferred by the Group exceed the receipts from the customer, and a contract liability is recognised if the receipts from the customer exceed the value of the contract work transferred by the Group.

3.11 Impairment of non-financial assets

The carrying amounts of the Group's non-financial assets, other than inventories and deferred tax assets, are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated. For goodwill and intangible assets that have indefinite useful lives or that are not yet available for use, the recoverable amount is estimated each year at the same time. An impairment loss is recognised if the carrying amount of an asset or its related cash generating unit exceeds its estimated recoverable amount. A cash generating unit is the smallest identifiable asset group that generates cash flows that largely are independent from other assets and groups. Impairment losses are recognised in profit or loss unless it reverses a previous revaluation that was credited to equity, in which case it is charged to equity. Impairment losses recognised in respect of cash generating units are allocated first to reduce the carrying amount of any goodwill allocated to the cash generating unit (group of cash generating units) and then, to reduce the carrying amount of the other assets in the cash generating unit (group of cash generating units) on a *pro rata* basis.

Goodwill, intangible assets with indefinite useful lives and intangible assets not yet available for use are tested for impairment annually and as and when indicators of impairment occur.

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2024

3 MATERIAL ACCOUNTING POLICIES (Cont'd)

3.11 Impairment of non-financial assets (Cont'd)

(i) Calculation of recoverable amount

The recoverable amount of an asset or cash generating unit is the greater of its value in use and its fair value less costs of disposal. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset or cash generating unit. For the purpose of impairment testing, assets that cannot be tested individually are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or cash generating units.

Subject to an operating segment ceiling test, for the purposes of goodwill impairment testing, cash generating units to which goodwill has been allocated are aggregated so that the level at which impairment testing is performed reflects the lowest level at which goodwill is monitored for internal reporting purposes. Goodwill acquired in a business combination is allocated to groups of cash generating units that are expected to benefit from the synergies of the combination.

(ii) Reversals of impairment

An impairment loss in respect of goodwill is not reversed, even if it relates to an impairment loss recognised in an interim period that would have been reduced or avoided had the impairment assessment been made at a subsequent reporting or balance sheet date. In respect of other assets, impairment losses recognised in prior periods are assessed at each reporting date for any indications that the loss has decreased or no longer exists.

An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the assets' carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised.

Goodwill that forms part of the carrying amount of an investment in an associate or joint venture is not recognised separately, and therefore is not tested for impairment separately. Instead, the entire amount of the investment in an associate or joint venture is tested for impairment as a single asset when there is objective evidence that the investment in an associate or joint venture may be impaired.

3.12 Non-derivative financial liabilities

Financial liabilities (including liabilities designated at fair value through profit or loss) are recognised initially on the trade date, which is the date that the Group becomes a party to the contractual provisions of the instrument.

The Group classifies financial liabilities as measured at amortised cost or FVTPL. A financial liability is classified as at FVTPL if it is classified as held-for-trading, it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognised in profit or loss. Directly attributable transaction costs are recognised in profit or loss as incurred.

The Group derecognises a financial liability when its contractual obligations are discharged, cancelled or expired. The Group also derecognises a financial liability when its terms are modified and the cash flows of the modified liability are substantively different, in which case a new financial liability based on the modified terms is recognised at fair value.

Financial assets and liabilities are offset and the net amount presented in the balance sheets when, and only when, the Group has a legal right to offset the amounts and intends either to settle on a net basis or to realise the asset and settle the liability simultaneously.

The Group classifies non-derivative financial liabilities into the other financial liabilities category. Such financial liabilities are recognised initially at fair value plus any directly attributable transaction costs. Subsequent to initial recognition, these financial liabilities are measured at amortised cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognised in profit or loss. Other financial liabilities comprise loans and borrowings, bank overdrafts, and trade and other payables.

Bank overdrafts that are repayable on demand and form an integral part of the Group's cash management are included as a component of cash and cash equivalents for the purpose of the statement of cash flows.

3 MATERIAL ACCOUNTING POLICIES (Cont'd)

3.13 Employee benefits

(i) Defined contribution plans

A defined contribution plan is a post-employment benefit plan under which an entity pays fixed contributions into a separate entity and will have no legal or constructive obligation to pay further amounts. Obligations for contributions to defined contribution plans are recognised as an expense in profit or loss as incurred. If the contribution payable to the scheme for service received before the balance sheet date exceeds the contribution already paid, the deficit payable to the scheme is recognised as a liability after deducting the contribution already paid. If the contribution already paid exceeds the contribution due for services received before the balance sheet date, then excess is recognised as an asset to the extent that the prepayment will lead to, for example, a reduction in future payment or a cash refund.

(ii) Long-term employee benefits

The Group's net obligation in respect of long-term employee benefits is the amount of future benefit that employees have earned in return for their service in the current and prior periods. That benefit is discounted to determine its present value. Long-term employee benefits are reported in "other long-term payables".

(iii) Short-term employee benefits

Short-term employee benefit obligations are measured on an undiscounted basis and are expensed as the related employment service is provided.

The amount expected to be paid is accrued when the Group has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

(iv) Staff retirement benefits

Retirement benefits payable to certain categories of employees upon their retirement are provided for in the financial statements based on their entitlement under the staff retirement benefit plan or, in respect of unionised employees of a subsidiary who joined on or before 31 December 1988, based on an agreement with the union.

The Group's net obligation in respect of retirement benefits is the amount of future benefit that employees have earned in return for their service in the current and prior periods. The obligation is calculated using the projected future salary increase and is discounted to its present value and the fair value of any related assets is deducted.

(v) Equity and equity-related compensation benefits

Performance Share Plan

The fair value of equity-related compensation is measured using the Monte Carlo simulation method as at the date of the grant. The method involves projecting future outcomes using statistical distributions of key random variables including the share prices and volatility of returns. This model takes into account the probability of achieving the performance conditions in the future.

The fair value of the compensation cost is measured at grant date and amortised over the service period to which the performance criteria relates and the period during which the employees become unconditionally entitled to the shares. In estimating the fair value of the compensation cost, market-based performance conditions are taken into account. From 2014 onwards, awards granted have both market-based and non-market-based performance conditions. The compensation cost is charged to profit or loss with a corresponding increase in equity on a basis that fairly reflects the manner in which the benefits will accrue to the employee under the plan over the service period to which the performance period relates, irrespective of whether this performance condition is satisfied.

The share-based payments reserve relating to the performance shares released is transferred to share capital when new shares are issued. When treasury shares are issued, the cost of treasury shares is transferred to share-based payments reserve.

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2024

3 MATERIAL ACCOUNTING POLICIES (Cont'd)

3.13 Employee benefits (Cont'd)

***(v) Equity and equity-related compensation benefits** (Cont'd)*

Restricted Share Plan

Similar to the Performance Share Plan, the fair value of equity-related compensation is measured using the Monte Carlo simulation method as at the date of the grant. The method involves projecting future outcomes using statistical distributions of key random variables including the share prices and volatility of returns. This model takes into account the probability of achieving the performance conditions in the future.

The fair value of the compensation cost is measured at grant date and are then amortised over the service period to which the performance criteria relates and the period during which the employees become unconditionally entitled to the shares. Awards granted have non-market based performance conditions. The compensation cost is charged to profit or loss with a corresponding increase in equity on a basis that fairly reflects the manner in which the benefits will accrue to the employee under the plan over the service period to which the performance period relates.

At the balance sheet date, the Company revises its estimates of the number of performance-based restricted shares that the employees are expected to receive based on the achievement of non-market performance conditions and the number of shares ultimately given. It recognises the impact of the revision of the original estimates in employee expense and in a corresponding adjustment to equity over the remaining vesting period.

The share-based payments reserve relating to the restricted shares released is transferred to share capital when new shares are issued. When treasury shares are issued, the cost of treasury shares is transferred to share-based payments reserve.

In the Company's separate financial statements, the fair value of performance shares and restricted shares granted to employees of its subsidiaries is recognised as an increase in the cost of the Company's investment in subsidiaries, with a corresponding increase in equity over the vesting period.

3.14 Provisions

A provision is recognised if, as a result of a past event, the Group has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. If the effect is material, provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The unwinding of the discount is recognised as finance cost.

3.15 Tax expense

Tax expense comprises current and deferred tax. Current tax and deferred tax are recognised in profit or loss except to the extent that it relates to business combinations, or to items recognised directly in equity, in which case it is recognised in equity or in other comprehensive income.

The Group has determined that interest and penalties related to income taxes, including uncertain tax treatments, do not meet the definition of income taxes, and therefore accounted for them under SFRS(I) 1-37 *Provisions, Contingent Liabilities and Contingent Assets*.

Current tax is the expected tax payable or receivable on the taxable income or loss for the year, measured using tax rates enacted or substantively enacted at the reporting date, and any adjustment to tax payable in respect of previous years. The amount of current tax payable or receivable is the best estimate of the tax amount expected to be paid or received that reflects uncertainty related to income taxes, if any.

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2024

3 MATERIAL ACCOUNTING POLICIES (Cont'd)

3.15 Tax expense (Cont'd)

Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. Deferred tax is not recognised for:

- temporary differences on the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit or loss;
- temporary differences related to investments in subsidiaries and joint ventures to the extent that the Group is able to control the timing of the reversal of the temporary difference and it is probable that they will not reverse in the foreseeable future; and
- taxable temporary differences arising on the initial recognition of goodwill.

Temporary differences in relation to a right-of-use asset and a lease liability for a specific lease are regarded as a net package (the lease) for the purpose of recognising deferred tax.

The measurement of deferred tax reflects the tax consequences that would follow the manner in which the Group expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities. Deferred tax is measured at the tax rates that are expected to be applied to the temporary differences when they reverse, based on the laws that have been enacted or substantively enacted by the reporting date. Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets and they relate to taxes levied by the same tax authority on the same taxable entity, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realised simultaneously.

Deferred tax assets are recognised for unused tax losses, tax credits and deductible temporary differences, to the extent that it is probable that future taxable profits will be available against which they can be used. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realised; such reductions are reversed when the probability of future taxable profits improves.

Unrecognised deferred tax assets are reassessed at each reporting date and recognised to the extent that it has become probable that future taxable profits will be available against which they can be used.

3.16 Share capital

Ordinary shares are classified as equity.

Incremental costs directly attributable to the issuance of new ordinary shares and share options are deducted against the share capital account, net of any tax effects.

Where the Company's ordinary shares are repurchased (treasury shares), the consideration paid, excluding any directly attributable incremental costs, is deducted from equity attributable to the Company's equity holders and presented as reserve for own shares within equity, until they are cancelled, sold or reissued.

When treasury shares are cancelled, the cost of treasury shares is deducted against the share capital account, if the shares are purchased out of capital of the Company, or against the accumulated profits of the Company, if the shares are purchased out of profits of the Company.

When treasury shares are subsequently sold or reissued pursuant to the Share-based Incentive Plans, the cost of the treasury shares is reversed from the reserve for own shares account and the realised gain or loss on sale or reissue, net of any directly attributable incremental transaction costs and related tax, is recognised as a change in equity of the Company. No gain or loss is recognised in profit or loss.

3.17 Dividends

Dividends on ordinary shares are recognised when they are approved for payments. Dividends on ordinary shares classified as equity are accounted for as movements in revenue reserve.

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2024

3 MATERIAL ACCOUNTING POLICIES (Cont'd)

3.18 Revenue

(i) Contract revenue

The Group builds specialised assets for customers through fixed price contracts. Contracts relating to services for ship and rig repair, building, conversion and overhaul represents a single performance obligation ("PO"), due to the inter-dependence of services provided in these contracts.

Revenue is recognised when the control over the specialised asset has been transferred to the customer and performance obligations are fulfilled. At contract inception, the Group assesses whether the Group transfers control of the asset over time or at a point in time by determining if its performance creates an asset with an alternative use to the Group and the Group has an enforceable right to payment for performance completed to date for ship and rig building and conversion, or where the Group's performance creates or enhances an asset that the customer controls as the asset is being created or enhanced for ship and rig repairs and overhaul.

The specialised asset has no alternative use for the Group due to contractual restriction, and the Group has enforceable rights to payment arising from the contractual terms. For these contracts, revenue is recognised over time by reference to the Group's progress towards completing the construction of the specialised asset. The stage of completion is typically assessed by reference to surveys of work performed (output method), which commensurate with the pattern of transfer of control to the customer.

For certain contracts where the Group does not have enforceable right to payment, revenue is recognised only when the completed specialised asset is delivered to the customers and the customers have accepted it in accordance with the contract. On signing of the contract, customers are usually required to make an advance payment that is non-refundable if the contract is cancelled. The advance payment is presented as contract liability. No financing component has been recognised on these advance payments as the payment terms are for reasons other than financing. Where extended payment terms are granted to customers, interest is charged and recognised as finance income.

The period between the transfer of the promised goods and payment by the customer may exceed one year. For such contracts, the Group recognises a financing component using a discount rate that reflects this as a separate financing transaction with the customer at contract inception. If the period between transfer and payment is one year or less, the Group elects the practical expedient not to adjust for significant financing component.

Transaction price is the amount of consideration in the contract to which the Group expects to be entitled to in exchange for transferring the promised goods or services. The transaction price may be fixed or variable, and is adjusted for time value of money if the contract includes a significant financing component. When consideration is variable, the estimated amount is included in the transaction price to the extent that it is highly probable that a significant reversal of the cumulative revenue will not occur when the uncertainty associated with the variable consideration is resolved.

Estimates of revenues, costs or extent of progress toward completion are revised if circumstances change. Any resulting increases or decreases in estimated revenues or costs are reflected in profit or loss in the period in which the circumstances that give rise to the revision become known by management.

Certain contracts include standard warranty terms as guarantee on the performance of the asset. The warranty is recognised as a provision, based on estimated claims made from historical data, from known and expected warranty work and contractual obligation for further work to be performed after completion. The warranty expense incurred could be higher or lower than the provision made.

The Group accounts for modifications to the scope and price of a contract as separate contracts if the modification adds distinct goods or services at their stand-alone selling prices. For contract modifications that add distinct goods or services but not at their stand-alone selling prices, the Group combines the remaining consideration in the original contract with the consideration promised in the modification to create a new transaction price that is then allocated to all remaining performance obligations to be satisfied. For contract modifications that do not add distinct goods or services, the Group accounts for the modifications as continuation of the original contract and recognises as a cumulative adjustment to revenue at the date of modification.

3 MATERIAL ACCOUNTING POLICIES (Cont'd)

3.18 Revenue (Cont'd)

(i) Contract revenue (Cont'd)

The customer is invoiced on a milestone payment schedule. If the value of the goods transferred by the Group exceeds the payments received, a contract asset is recognised. The contract asset is transferred to receivables when the entitlement to payment becomes unconditional. If the payments received exceed the value of the goods transferred, a contract liability is recognised.

For costs incurred in fulfilling the contract which are within the scope of another SFRS(I) (e.g. Inventories), these have been accounted for in accordance with those other SFRS(I). If these are not within the scope of another SFRS(I), the Group will capitalise these as contract costs only if (a) these cost relate directly to a contract or an anticipated contract which the Group can specifically identify; (b) these costs generate or enhance resources of the Group that will be used in satisfying (or in continuing to satisfy) performance obligations in the future; and (c) these costs are expected to be recovered. Otherwise, such costs are recognised as an expense immediately.

Capitalised contract costs are subsequently amortised on a systematic basis as the Group recognises the related revenue over time. An impairment loss is recognised in profit or loss to the extent that the carrying amount of capitalised contract costs exceeds the expected remaining consideration less any directly related costs not yet recognised as expenses.

(ii) Income on goods sold and services rendered

Revenue from goods sold and services rendered in the ordinary course of business is recognised when the Group satisfies a performance obligation ("PO") by transferring control of a promised good or service to the customer. Revenue recognised is the amount of the transaction price allocated to the satisfied PO.

The transaction price is allocated to each PO on the basis of the relative stand-alone selling prices of the promised goods or services and excludes goods and services or other sales taxes. Trade discounts or variable considerations are allocated to one or more, but not all, of the POs if they relate specifically to those POs.

Transaction price is the amount of consideration in the contract to which the Group expects to be entitled to in exchange for transferring the promised goods or services. The transaction price may be fixed or variable, and is adjusted for time value of money if the contract includes a significant financing component. When consideration is variable, the estimated amount is included in the transaction price to the extent that it is highly probable that a significant reversal of the cumulative revenue will not occur when the uncertainty associated with the variable consideration is resolved.

No revenue is recognised if there are significant uncertainties regarding recovery of the consideration due, associated costs or the possible return of goods.

Revenue may be recognised at a point in time or over time following the satisfaction of the PO. If a PO is satisfied over time, revenue is recognised based on the percentage of completion reflecting the progress towards complete satisfaction of the PO.

(iii) Charter hire and rental income

Charter hire and rental income receivable under operating leases is recognised in profit or loss on a straight-line basis over the term of the lease. Lease incentives granted are recognised as an integral part of the total rental income, over the term of the lease. Contingent rentals are recognised as income in the accounting period in which they are earned.

3.19 Dividend and finance income

Dividend income is recognised in profit or loss on the date that the Group's right to receive payment is established.

Finance income is recognised in profit or loss as it accrues, using the effective interest rate method.

NOTES TO THE FINANCIAL STATEMENTS
Year ended 31 December 2024

3 MATERIAL ACCOUNTING POLICIES (Cont'd)

3.20 Leases

At inception of a contract, the Group assesses whether a contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

(i) As a lessee

At commencement or on modification of a contract that contains a lease component, the Group allocates the consideration in the contract to each lease component on the basis of its relative stand-alone prices. However, for the leases of property, the Group has elected not to separate non-lease components and account for the lease and non-lease components as a single lease component.

The Group recognises a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received.

The right-of-use asset is subsequently depreciated under the straight-line method from the commencement date to the end of the lease term, unless the lease transfers ownership of the underlying asset to the Group by the end of the lease term or the cost of the right-of-use asset reflects that the Group will exercise a purchase option. In that case the right-of-use asset will be depreciated over the useful life of the underlying asset, which is determined on the same basis as those of property and equipment. In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain remeasurements of the lease liability.

The right-of-use asset is subsequently stated at cost less accumulated depreciation and impairment losses, except for right-of-use assets that meet the definition of investment property and are carried at fair value.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the lessee's incremental borrowing rate. Generally, the Group uses the lessee's incremental borrowing rate as the discount rate.

The Group determines the lessee's incremental borrowing rate by obtaining interest rates from various external financing sources and makes certain adjustments to reflect the terms of the lease and type of the asset leased.

Lease payments included in the measurement of the lease liability comprise the following:

- fixed payments, including in-substance fixed payments;
- variable lease payments that depend on an index or a rate, initially measured using the index or rate as at the commencement date;
- amounts expected to be payable under a residual value guarantee; and
- the exercise price under a purchase option that the Group is reasonably certain to exercise, lease payments in an optional renewal period if the Group is reasonably certain to exercise an extension option, and penalties for early termination of a lease unless the Group is reasonably certain not to terminate early.

The lease liability is measured at amortised cost under the effective interest method. It is remeasured when there is a change in future lease payments arising from a change in an index or rate, if there is a change in the Group's estimate of the amount expected to be payable under a residual value guarantee, if the Group changes its assessment of whether it will exercise a purchase, extension or termination option or if there is a revised in-substance fixed lease payment.

3 MATERIAL ACCOUNTING POLICIES (Cont'd)

3.20 Leases (Cont'd)

***(i) As a lessee** (Cont'd)*

When the lease liability is remeasured in this way, a corresponding adjustment is made to the carrying amount of the right-of-use asset, or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

Where the basis for determining future lease payments changes as required by interest rate benchmark reform, the Group remeasures the lease liability by discounting the revised lease payments using the revised discount rate that reflects the change to an alternative benchmark interest rate.

Short-term leases and leases of low-value assets

The Group has elected not to recognise right-of-use assets and lease liabilities for leases of low-value assets and short-term leases, including IT equipment. The Group recognises the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

(ii) As a lessor

At inception or on modification of a contract that contains a lease component, the Group allocates the consideration in the contract to each lease component on the basis of their relative stand-alone prices.

When the Group acts as a lessor, it determines at lease inception whether each lease is a finance lease or an operating lease.

To classify each lease, the Group makes an overall assessment of whether the lease transfers substantially all of the risks and rewards incidental to ownership of the underlying asset. If this is the case, then the lease is a finance lease; if not, then it is an operating lease. As part of this assessment, the Group considers certain indicators such as whether the lease is for the major part of the economic life of the asset.

If an arrangement contains lease and non-lease components, then the Group applies SFRS(I) 15 to allocate the consideration in the contract.

The Group recognises lease payments received under operating leases in profit or loss on a straight-line basis over the lease term.

3.21 Finance costs

Finance costs comprise of interest expense on borrowings, amortisation of capitalised transaction costs and transaction costs written off. Interest expense and similar charges are expensed in profit or loss in the period using the effective interest method, except to the extent that they are capitalised as being directly attributable to the acquisition, construction or production of a qualifying asset. The interest component of finance lease payments is recognised in profit or loss using the effective interest method. Termination of interest rate swaps are recognised in profit or loss.

In calculating interest income and expense, the effective interest rate is applied to the gross carrying amount of the asset (when the asset is not credit-impaired) or to the amortised cost of the liability. However, for financial assets that have become credit-impaired subsequent to initial recognition, interest income is calculated by applying the effective interest rate to the amortised cost of the financial asset. If the asset is no longer credit-impaired, then the calculation of interest income reverts to the gross basis.

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2024

3 MATERIAL ACCOUNTING POLICIES (Cont'd)

3.22 Earnings per share

The Group presents basic and diluted earnings per share ("EPS") data for its ordinary shares. Basic EPS is calculated by dividing the profit or loss attributable to owners of the Company by the weighted average number of ordinary shares outstanding during the year, adjusted for own shares held. Diluted EPS is determined by adjusting the profit or loss attributable to owners of the Company and the weighted average number of ordinary shares outstanding, adjusted for own shares held, for the effects of all dilutive potential ordinary shares.

3.23 Segment reporting

An operating segment is a component of the Group that engages in business activities from which it may earn revenues and incur expenses, including revenues and expenses that relate to transactions with any of the Group's other components. All operating segments' operating results are reviewed regularly by the Group's CEO to make decisions about resources to be allocated to the segment and assess its performance, and for which discrete financial information is available.

Segment capital expenditure is the total cost incurred during the year to acquire property, plant and equipment, and intangible assets other than goodwill.

3.24 Intra-group financial guarantee in the separate financial statements

Financial guarantees are financial instruments issued by the Company that require the issuer to make specified payments to reimburse the holder for the loss it incurs because a specified debtor fails to meet payment when due in accordance with the original or modified terms of a debt instrument. These financial guarantee contracts were previously accounted for as insurance contracts. With the transition of SFRS(I) 4 on Insurance Contract to SFRS(I) 17 since the beginning of 1 January 2023, the Group has elected to apply SFRS(I) 9, on a contract-by-contract basis, to account for its financial guarantees issued.

Under SFRS(I) 9, financial guarantees issued are initially measured at fair value. Subsequently, they are measured at the higher of the loss allowance determined in accordance with SFRS(I) 9 and the amount initially recognised less, when appropriate, the cumulative amount of income recognised in accordance with the principles of SFRS(I) 15.

ECLs are a probability-weighted estimate of credit losses. ECLs are measured for financial guarantees issued as the expected payments to reimburse the holder less any amounts that the Company expects to recover.

Liabilities arising from financial guarantees are included within 'interest-bearing borrowings'.

3.25 Fair value measurement

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 in the principal or in its absence, the most advantageous market to which the Group has access at that date.

The best evidence of the fair value of a financial instrument at initial recognition is normally the transaction price, that is, the fair value of the consideration given or received. When available, the Group measures the fair value of an instrument using the quoted price in an active market for that instrument.

If there is no quoted price in an active market, then the Group uses valuation techniques that maximise the use of relevant observable inputs and minimise the use of unobservable inputs. The chosen valuation technique incorporates all of the factors that market participants would take into account in pricing a transaction.

The Group recognises transfers between levels of the fair value hierarchy as of the end of the reporting period during which the change has occurred.

4 PROPERTY, PLANT AND EQUIPMENT

	Land and buildings							
	Freehold $'000	Leasehold $'000	Construction-in-progress $'000	Docks and quays $'000	Marine vessels[1] $'000	Plant, machinery and tools $'000	Others[2] $'000	Total $'000
Group								
Cost								
Balance at 1 January 2023	756,094	1,013,267	346,367	1,453,092	322,671	1,783,020	221,203	5,895,714
Translation adjustments	(9,837)	(3,381)	(4,428)	(4,979)	(7,422)	(3,307)	(360)	(33,714)
Additions	75	11,476	70,446	12,047	3,917	19,184	4,684	121,829
Reclassifications	55,973	15,150	(128,432)	21,718	15,913	14,726	4,952	–
Reclassification from/(to) assets held for sale[3]	–	17,937	3,401	20,618	(6,501)	25,141	–	60,596
Transfer from other category of assets[6]	–	–	–	–	11,931	–	2,328	14,259
Disposals	(604)	–	–	(133)	(2,897)	(44,689)	(6,403)	(54,726)
Write-off from register[5]	–	(46,759)	(2,016)	(34,273)	(113)	(11,478)	(5,427)	(100,066)
Acquisitions through business combinations	17,804	391,956	75,080	258,996	256,094	213,075	11,295	1,224,300
Balance at 31 December 2023	819,505	1,399,646	360,418	1,727,086	593,593	1,995,672	232,272	7,128,192
Balance at 1 January 2024	819,505	1,399,646	360,418	1,727,086	593,593	1,995,672	232,272	7,128,192
Translation adjustments	(3,937)	(13,384)	(37,096)	(5,224)	(1,459)	(20,689)	(1,813)	(83,602)
Additions	3,113	502	57,021	771	3,303	25,337	10,281	100,328
Reclassifications	3,523	2,932	(24,291)	3,779	45	6,344	7,668	–
Reclassification to assets held for sale	(472)	(15,799)	–	–	–	–	(118)	(16,389)
Transfer from other category of assets[6]	–	–	–	–	27,744	–	1,125	28,869
Disposals[7]	(12,787)	(33,184)	(163,901)	(16,577)	(20,206)	(111,176)	(9,094)	(366,925)
Write-off from register[5]	(35,970)	(18,118)	–	(42,778)	–	(117,832)	(5,219)	(219,917)
Acquisitions through business combinations	–	–	–	–	–	–	103	103
Balance at 31 December 2024	772,975	1,322,595	192,151	1,667,057	603,020	1,777,656	235,205	6,570,659

NOTES TO THE FINANCIAL STATEMENTS
Year ended 31 December 2024

4 PROPERTY, PLANT AND EQUIPMENT (Cont'd)

	Land and buildings							
	Freehold $'000	Leasehold $'000	Construction-in-progress $'000	Docks and quays $'000	Marine vessels[1] $'000	Plant, machinery and tools $'000	Others[2] $'000	Total $'000
Group								
Accumulated depreciation and impairment losses								
Balance at 1 January 2023	55,123	340,056	–	330,341	200,035	938,374	171,698	2,035,627
Translation adjustments	(553)	(1,749)	(351)	132	(4,970)	(2,024)	(344)	(9,859)
Depreciation for the year	20,988	48,081	–	39,940	21,719	84,072	16,599	231,399
Reclassifications	–	84	–	–	–	(85)	1	–
Reclassification from/(to) assets held for sale[3]	–	17,807	–	19,733	(3,585)	23,926	–	57,881
Transfer from other category of assets[6]	–	–	–	–	3,888	–	2,328	6,216
Disposals	(243)	–	–	(133)	(2,897)	(35,614)	(6,258)	(45,145)
Write-off from register[5]	–	(46,725)	–	(34,188)	(112)	(9,232)	(5,355)	(95,612)
Write-down[4]	35,555	160,719	218,544	187,994	141,207	118,431	4,197	866,647
Balance at 31 December 2023	110,870	518,273	218,193	543,819	355,285	1,117,848	182,866	3,047,154
Balance at 1 January 2024	110,870	518,273	218,193	543,819	355,285	1,117,848	182,866	3,047,154
Translation adjustments	(1,075)	(9,123)	(49,174)	(3,757)	(265)	32,076	(1,722)	(33,040)
Depreciation for the year	23,034	44,141	–	32,022	19,577	68,737	11,566	199,077
Reclassifications	–	(2,951)	(2,559)	218	(5,047)	3,666	6,673	–
Reclassification to assets held for sale	(245)	(15,799)	–	–	–	–	(118)	(16,162)
Transfer from other category of assets[6]	–	–	–	–	10,206	–	1,125	11,331
Disposals[7]	(8,951)	(22,853)	(163,892)	(16,577)	(20,206)	(100,405)	(8,389)	(341,273)
Write-off from register[5]	(35,970)	(17,827)	(220)	(42,778)	–	(117,743)	(5,065)	(219,603)
Balance at 31 December 2024	87,663	493,861	2,348	512,947	359,550	1,004,179	186,936	2,647,484
Carrying amounts								
At 1 January 2023	700,971	673,211	346,367	1,122,751	122,636	844,646	49,505	3,860,087
At 31 December 2023	708,635	881,373	142,225	1,183,267	238,308	877,824	49,406	4,081,038
At 31 December 2024	685,312	828,734	189,803	1,154,110	243,470	773,477	48,269	3,923,175

4 PROPERTY, PLANT AND EQUIPMENT (Cont'd)

	Docks $'000	Plant, machinery and tools $'000	Others[2] $'000	Total $'000
Company				
Cost				
Balance at 1 January 2023	13,551	2,240	38,154	53,945
Additions	–	–	249	249
Transfer from other category of assets[6]	–	–	2,328	2,328
Disposals	–	–	(6)	(6)
Write-off	(13,551)	(2,240)	(3,627)	(19,418)
Balance at 31 December 2023	–	–	37,098	37,098
Balance at 1 January 2024	–	–	37,098	37,098
Additions	–	–	28	28
Balance at 31 December 2024	–	–	37,126	37,126
Accumulated depreciation				
Balance at 1 January 2023	13,551	2,236	37,460	53,247
Depreciation for the year	–	1	335	336
Transfer from other category of assets[6]	–	–	2,328	2,328
Disposals	–	–	(2)	(2)
Write-off	(13,551)	(2,237)	(3,627)	(19,415)
Balance at 31 December 2023	–	–	36,494	36,494
Balance at 1 January 2024	–	–	36,494	36,494
Depreciation for the year	–	–	379	379
Balance at 31 December 2024	–	–	36,873	36,873
Carrying amounts				
At 1 January 2023	–	4	694	698
At 31 December 2023	–	–	604	604
At 31 December 2024	–	–	253	253

(1) Marine vessels includes dry-docking expenditure.

(2) Others comprise motor vehicles, furniture and office equipment, utilities and fittings, and computer equipment.

(3) In 2023, assets held for sale of $20,043,000 were reclassified to property, plant and equipment as the sale did not materialise caused by event not foreseen at point of conditional sale.

(4) In 2023, post-combination of Seatrium Limited and Seatrium O&M, management undertook a strategic review of its business focus, operational footprint, and assets required to support its strategy of building a profitable and resilient business going forward ("Strategic Review"), and identified core assets which would bring synergies to the Group, as well as non-core assets which were found as surplus to its operations (damaged or redundant or obsolete).

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2024

4 PROPERTY, PLANT AND EQUIPMENT (Cont'd)

Surplus and non-core assets

Certain shipyards – local and overseas (or the cash-generating units, also the "CGU") and assets deployed in these CGUs were identified as non-core assets. Those assets would not contribute to the Group's mid to long-term business plans caused by assets duplication and changes in business strategies post-combination with Seatrium O&M; and hence resulted in "excess capacity". Those assets include damaged assets that were beyond economic repair, or the costs and effort of repairing those assets were higher than the expected benefits to be reaped; or obsolete assets that faced technical or commercial obsolescence arising from changes or improvements in projection or from a change in market demand for the product or service output of those assets.

During the Group's Strategic Review, the Group wrote down $552,235,000 of property, plant and equipment, $51,319,000 of right-of-use assets (refer to Note 5), and $87,607,000 of intangible assets (refer to Note 13) which were charged to "Other operating expenses" in 2023's profit of loss.

During the year, management re-estimated the recoverable amounts and found no additional impairment loss nor reversal of impairment losses previously recognised was needed.

Yards identified for eventual closure

Certain yards were identified for eventual closure after concluding the specific projects that were deployed therein. Correspondingly, the Group expected a decrease in future economic benefits from limited use of those yards.

An assessment of recoverable amount for those affected yards faced with impairment triggers was prepared. Those yards consisted of a yard in Singapore and another yard in Group's overseas operation ("Delayed yards") serving certain customer contracts operating within a group sub-contracting model. In 2023, a value-in-use was prepared for the Delayed yards with the cash flow projections adjusted for inter-company transactions discounted at a discount rate of 9.8%. The recoverable amount was found to be below the carrying amounts of non-financial assets deployed in these delayed yards. Accordingly, write-downs of $314,412,000 to property, plant and equipment and $226,362,000 (refer to Note 5) to right-of-use assets were charged to "Other operating expenses" in 2023's profit of loss.

Following management's continuous re-assessment of the Group's business execution plans during the year, the Delayed yards are now separate economic units. As such, the recoverable amounts of these delayed yards have been individually re-estimated. The value-in-use calculation for each Delayed yard was based on cash flow projections derived from latest business plans including the most recent 5-year financial budgets approved by the Board. The cash flow projections reflect the plan to cease operations in future to make way for the return of land leases. Discount rates applied to the cash flow projections of the Singapore and overseas yards were 9.8% and 13.7%, respectively.

(5) In 2024 and 2023, the Group wrote off certain property, plant and equipment items from its register for assets that had been damaged, fully depreciated or obsolete.

(6) During the year, four marine vessels and office equipment (2023: two marine vessels and a computer equipment) were transferred from right-of-use assets to property, plant and equipment after the purchase option was exercised.

(7) The construction-in-progress disposed during the year relates to an incomplete floating dock sold for scrap value.

5 RIGHT-OF-USE ASSETS AND LEASES

As a lessee

The Group leases assets including land and buildings and tugboats. Information about leases for which the Group is a lessee is presented below.

Right-of-use assets	Land and buildings[(1)] $'000	Marine vessels[(2)] $'000	Plant and machinery $'000	Others[(3)] $'000	Total $'000
Group					
Balance at 1 January 2023	172,566	42,285	–	1,000	215,851
Translation adjustments	2,156	7	(10)	(8)	2,145
Additions during the year	87,577	80	–	388	88,045
Depreciation charge for the year	(79,656)	(3,822)	(108)	(826)	(84,412)
Remeasurement adjustments	8,102	–	–	–	8,102
Reclassification from assets held for sale[(7)]	14,412	–	–	–	14,412
Transfer to other category of assets[(4)]	–	(8,043)	–	–	(8,043)
Acquisitions through business combinations	695,446	1,217	282	267	697,212
Modification adjustment on early return of lease[(5)]	(26,962)	–	–	–	(26,962)
Write-down[(6)]	(277,681)	–	–	–	(277,681)
Balance at 31 December 2023	595,960	31,724	164	821	628,669
Balance at 1 January 2024	595,960	31,724	164	821	628,669
Translation adjustments	(15,236)	(31)	(1)	8	(15,260)
Additions during the year	23,439	59	–	66	23,564
Depreciation charge for the year	(70,982)	(3,035)	(104)	(672)	(74,793)
Remeasurement adjustments	(1,792)	–	–	–	(1,792)
Transfer to other category of assets[(4)]	–	(17,538)	–	–	(17,538)
Termination of lease	(3,192)	–	–	–	(3,192)
Balance at 31 December 2024	528,197	11,179	59	223	539,658

	Others[(3)] $'000	Total $'000
Company		
Balance at 1 January 2023	796	796
Depreciation charge for the year	(530)	(530)
Balance at 31 December 2023	266	266
Balance at 1 January 2024	266	266
Depreciation charge for the year	(266)	(266)
Balance at 31 December 2024	–	–

(1) The leases for land and buildings typically run for a period of 1 to 30 years with option to renew for an additional period of the same duration after the end of the contract term. The Group has determined that it is reasonably certain to exercise the extension option for certain leases.

(2) The Group leases tugboats with lease terms of 8 years, with option to purchase at the end of the lease term. The Group has determined that it is reasonably certain to exercise the purchase option.

(3) Others comprise furniture and office equipment.

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2024

5 RIGHT-OF-USE ASSETS AND LEASES (Cont'd)

(4) During the year, four (2023: two) marine vessels were transferred to property, plant and equipment after the purchase option was exercised at the end of lease term.

(5) In 2023, $26,962,000 of carrying value was written down to reflect right-of-use land lease earmarked for early return to Singapore Government by 2025 at $Nil value.

(6) In 2023, assets were written down during the Group's Strategic Review. These assets were leasehold land and buildings from Delayed yards of $226,362,000 (refer to Note 4) and another $51,319,000 from surplus non-core assets (refer to Note 4).

(7) In 2023, assets held for sale of $14,412,000 were reclassified to right-of-use assets as the sale did not materialise caused by event not foreseen at point of conditional sale.

During the year, there were no additional provision for restoration costs towards right-of-use assets (2023: $55,774,000) (Note 22).

	2024 $'000	2023 $'000
Group		
Amounts recognised in profit or loss		
Interest on lease liabilities	29,195	27,170
Expenses relating to short-term leases	3,843	3,946
Expenses relating to leases of low-value assets, excluding short-term leases of low-value assets	1,148	1,249
Amounts recognised in the statement of cash flows		
Total cash outflow for leases	73,293	71,406

Extension options

Some leases contain extension options exercisable by the Group before the end of the non-cancellable contract period. The extension options held are exercisable by the Group and not by the lessors. The Group assesses at lease commencement date whether it is reasonably certain to exercise the options. The Group reassesses whether it is reasonably certain to exercise the options if there is a significant event or significant changes in circumstances within its control.

Except for the leases whose measurements were already extended to the exercise of options for the extended lease terms, there were no other leases embedded with extension option.

As a lessor

The Group leases out its marine vessels and has classified these arrangements as operating leases, because they do not transfer substantially all risks and rewards incidental to ownership of the vessels.

The table below sets out the maturity analysis of lease payments, showing the undiscounted lease payments to be received after the reporting date:

	2024 $'000	2023 $'000
Within 1 year	56,944	61,775
Between 1 to 5 years	145,245	180,621
	202,189	242,396

6 INVESTMENT PROPERTIES

	Owned assets $'000	Right-of-use assets $'000	Total $'000
Company			
Cost			
Balance at 1 January 2023	60,004	228,176	288,180
Disposals	(468)	–	(468)
Write-off	(49,565)	–	(49,565)
Modification adjustment on early return of lease [1]	–	(44,812)	(44,812)
Balance at 31 December 2023	9,971	183,364	193,335
Disposals	(156)	–	(156)
Reclassification to assets held for sale	(472)	–	(472)
Balance at 31 December 2024	9,343	183,364	192,707
Accumulated depreciation			
Balance at 1 January 2023	55,977	199,218	255,195
Depreciation for the year	1,306	1,996	3,302
Disposals	(220)	–	(220)
Write-off	(49,565)	–	(49,565)
Modification adjustment on early return of lease [1]	–	(17,850)	(17,850)
Balance at 31 December 2023	7,498	183,364	190,862
Depreciation for the year	1,308	–	1,308
Disposals	(80)	–	(80)
Reclassification to assets held for sale	(245)	–	(245)
Balance at 31 December 2024	8,481	183,364	191,845
Carrying amounts			
At 1 January 2023	4,027	28,958	32,985
At 31 December 2023	2,473	–	2,473
At 31 December 2024	862	–	862

(1) Refer to footnote 5 of Note 5.

Investment properties held by the Company comprise owned assets and land leases held as right-of-use assets. They are leased to group entities in carrying out the Group's principal activities and are accordingly, reclassified as property, plant and equipment and right-of-use assets at Group.

The following amounts are recognised in profit or loss:

	Company	
	2024 $'000	2023 $'000
Rental income	1,675	1,872
Operating expenses arising from rental of investment properties	(1,303)	(1,469)

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7 INVESTMENTS IN SUBSIDIARIES

	Note	Company 2024 $'000	Company 2023 $'000
Unquoted shares, at cost			
Balance at 1 January		8,227,199	3,585,686
Add: acquisitions through business combinations	(a)	–	4,679,705
Add: capital injection		720,186	26,342
Add: cost of share-based payment issued to employees of subsidiaries		11,843	–
Less: write-down	(b)	–	(64,534)
Balance at 31 December		8,959,228	8,227,199

(a) In 2023, the Group acquired 100% of the shares and voting interests in Seatrium O&M from KL and issued new shares to KL as consideration. Details of the acquisition are set out in Note 44.

(b) In 2023, arising from the Group's Strategic Review, assets of certain investees were written down on basis of being surplus or damaged or obsolete (the "surplus assets") (refer to Note 4). Accordingly, the subsidiaries that carried those surplus assets were found to have impairment trigger. The equity value of these subsidiaries was assessed to be $Nil as these entities were loss-making and in net liability position at 31 December 2023 without any positive cash flows expected in future years following completion of the Group's Strategic Review. An impairment loss of $64,534,000 was recorded in profit or loss in 2023.

During the year, the Company appraised the carrying amounts of subsidiaries and found no additional impairment loss nor reversal of previously recognised impairment losses is needed.

8 INTERESTS IN ASSOCIATES AND JOINT VENTURES

	Group 2024 $'000	Group 2023 $'000
Interests in associates	193,525	171,255
Less: allowance for impairment loss	(20,491)	(17,303)
	173,034	153,952
Interests in joint ventures	18,922	26,315
	191,956	180,267

In 2024, the Group received dividends of $5,371,000 (2023: $807,000) from its investments in associates and joint ventures.

Associates

The Group has a number of associates that are individually immaterial to the Group. All are equity accounted. Summarised financial information of associates presented in aggregate, representing the Group's share, is as follows:

	2024 $'000	2023 $'000
Carrying amount	173,034	153,952
Profit for the year	25,400	8,977
Other comprehensive income	(2,262)	(6,217)
Total comprehensive income	23,138	2,760

8 INTERESTS IN ASSOCIATES AND JOINT VENTURES (Cont'd)

Joint ventures

The Group has a number of joint ventures that are individually immaterial to the Group. All are equity accounted. Summarised financial information of joint ventures presented in aggregate, representing the Group's share, is as follows:

	2024 $'000	2023 $'000
Carrying amount	18,922	26,315
Loss for the year	(5,217)	(1,923)
Other comprehensive income	(273)	(68)
Total comprehensive income	(5,490)	(1,991)

9 OTHER FINANCIAL ASSETS

	Group	
	2024 $'000	2023 $'000
(a) Non-current assets		
Financial assets at fair value through other comprehensive income:		
– Unquoted equity shares	29,899	25,332
Financial assets at fair value through profit or loss:		
– Unquoted equity shares	–	55,350
– Unquoted bonds	–	17,690
Cash flow hedges:		
– Forward foreign currency contracts	12,430	16,233
	42,329	114,605
(b) Current assets		
Financial assets at fair value through other comprehensive income:		
– Quoted equity shares	705	3,020
Cash flow hedges:		
– Forward foreign currency contracts	15,051	45,754
– Interest rate swaps	–	1,713
Financial assets at fair value through profit or loss:		
– Forward foreign currency contracts	–	792
	15,756	51,279

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10 TRADE AND OTHER RECEIVABLES

	Note	2024			2023		
		Non-current $'000	Current $'000	Total $'000	Non-current $'000	Current $'000	Total $'000
Group							
Trade receivables		–	1,543,446	1,543,446	–	532,642	532,642
Loan receivables	(a)	280,858	161,028	441,886	441,951	120,789	562,740
Amounts due from related parties	11	16,000	26,140	42,140	9,500	31,598	41,098
Staff loans	(b)	42	64	106	30	87	117
Interest receivable		–	6,001	6,001	–	1,088	1,088
Deposits		–	8,653	8,653	–	7,385	7,385
Sundry receivables	(c)	23,496	59,787	83,283	16,650	121,918	138,568
Unbilled receivables		–	63,315	63,315	–	29,796	29,796
Recoverable		–	32,850	32,850	–	115,163	115,163
		320,396	1,901,284	2,221,680	468,131	960,466	1,428,597
Loss allowance		(1,123)	(35,193)	(36,316)	(1,204)	(26,337)	(27,541)
Financial assets at amortised cost		319,273	1,866,091	2,185,364	466,927	934,129	1,401,056
Prepayments and advances		14	482,088	482,102	122	166,948	167,070
GST refundable		–	62,273	62,273	–	58,136	58,136
		319,287	2,410,452	2,729,739	467,049	1,159,213	1,626,262
Company							
Amounts due from related parties	11	17,600	1,601,861	1,619,461	1,988,000	245,488	2,233,488
Staff loans		–	2	2	–	–	–
Deposits		–	138	138	–	71	71
Recoverable		–	2	2	–	8,727	8,727
		17,600	1,602,003	1,619,603	1,988,000	254,286	2,242,286
Loss allowance		(17,600)	–	(17,600)	(18,000)	–	(18,000)
Financial assets at amortised cost		–	1,602,003	1,602,003	1,970,000	254,286	2,224,286
Prepayments and advances		–	5,012	5,012	–	6,073	6,073
GST refundable		–	160	160	–	1,095	1,095
		–	1,607,175	1,607,175	1,970,000	261,454	2,231,454

10 TRADE AND OTHER RECEIVABLES (Cont'd)

(a) Loan receivables

These receivables were loans extended to a customer, after partial payment made on delivery of vessels. Under a restructured loan agreement, repayment is settled on quarterly instalment basis with accrued interest for five years from delivery dates. The loan receivable of $347,998,000 (2023: $441,996,000) is therefore secured on the completed project assets delivered and $93,888,000 (2023: $120,744,000) is unsecured. Both bear fixed interest at 4.5% (2023: 4.5%) per annum, and are repayable up to 2027.

(b) Staff loans

Staff loans are unsecured and bear interest rates ranging from at 8% to 10% (2023: 8% to 10%) per annum.

(c) Sundry receivables

Of the outstanding sundry receivables, a sum of $46,924,000 previously owed by a former related corporation who utilised the Group Tax Relief availed by a subsidiary was settled during the year.

The impairment losses are as follows:

	2024			2023		
	Gross $'000	Impairment $'000	Total $'000	Gross $'000	Impairment $'000	Total $'000
Group						
Trade receivables	1,543,446	(17,099)	1,526,347	532,642	(14,539)	518,103
Loan receivables	441,886	(1,123)	440,763	562,740	(1,204)	561,536
Amounts due from related parties	42,140	(15,848)	26,292	41,098	(10,361)	30,737
Sundry receivables	62,226	(2,246)	59,980	138,568	(1,437)	137,131
	2,089,698	(36,316)	2,053,382	1,275,048	(27,541)	1,247,507

The Group's and the Company's exposure to credit and currency risks for trade and other receivables are disclosed in Note 39.

11 AMOUNTS DUE FROM RELATED PARTIES

	Note	Associates and joint ventures		Related companies		Total	
		2024 $'000	2023 $'000	2024 $'000	2023 $'000	2024 $'000	2023 $'000
Group							
Amounts due from (net of loss allowance):							
– Trade	(a)	9,908	20,063	377	465	10,285	20,528
– Non-trade	(b)	7	709	–	–	7	709
– Loans and advances	(c)	16,000	9,500	–	–	16,000	9,500
		25,915	30,272	377	465	26,292	30,737
Amount due within 1 year (net of loss allowance)		(9,915)	(20,772)	(377)	(465)	(10,292)	(21,237)
	10	16,000	9,500	–	–	16,000	9,500

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11 AMOUNTS DUE FROM RELATED PARTIES (Cont'd)

	Note	Subsidiaries 2024 $'000	Subsidiaries 2023 $'000
Company			
Amounts due from (net of loss allowance):			
– Trade	(a)	68,505	57,341
– Non-trade	(b)	181,940	94,989
– Loans and advances	(c)	1,351,416	2,063,158
		1,601,861	2,215,488
Amount due within 1 year (net of loss allowance)		(1,601,861)	(245,488)
	10	–	1,970,000

(a) The trade amounts due from related parties are unsecured, repayable on demand and interest-free.

(b) The non-trade amounts due from related parties comprise mainly payments made on their behalf which are unsecured, repayable on demand and interest-free.

(c) At the Group level, $16,000,000 (2023: $9,500,000) relates to loan to a joint venture which is unsecured, bears interest rates ranging from 9.49% to 11.02% per annum (2023: 9.02% to 11.07%). Of this loan, $11,000,000 is repayable in 2026 and $5,000,000 is repayable in 2027 (2023: $4,500,000 is repayable in 2026 and $5,000,000 is repayable in 2027).

At the Company level, the current outstanding loans and advances mainly relate to loans to subsidiaries of $1,351,416,000 (2023: $93,158,000). All loans and advances are unsecured, and repayable on demand, splitting into interest-bearing portion of $679,466,000 (2023: $93,158,000), with interest rates ranging from 4.89% to 5.20% (2023: 4.50% to 5.24%) per annum; and non-interest-bearing portion of $671,950,000 (2023: $Nil). Previously, the loans to subsidiaries of $1,970,000,000 were non-current, unsecured, and bore interest rates ranging from 4.93% to 5.25% per annum.

12 CONTRACT ASSETS

The contract assets mainly relate to the Group's rights to consideration for milestones work continuously transferred to customers under terms of long-term contracts for ship and rig building, conversion and repair & upgrades. Upon billing, the contract assets are transferred to trade receivables.

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

	2024 $'000	2023 $'000
Transfer from contract assets recognised at the beginning of the year to receivables	(2,395,018)	(246,777)
Recognition of revenue, net of sums recognised in receivables	3,344,525	2,072,934
Acquisitions through business combinations	850	2,066,958
Transfer from contract assets recognised at the date of acquisition to receivables	–	(1,570,232)

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13 INTANGIBLE ASSETS

	Goodwill $'000	Customer relationships and contracts $'000	Club memberships $'000	Intellectual property rights $'000	Designs under development $'000	Total $'000
Group						
Cost						
Balance at 1 January 2023	14,219	–	601	346,921	10,858	372,599
Translation adjustments	–	–	–	(219)	–	(219)
Additions	–	–	–	–	497	497
Reclassifications	–	–	–	3,961	(3,961)	–
Acquisitions through business combinations	3,816,181	452,241	–	–	–	4,268,422
Balance at 31 December 2023	3,830,400	452,241	601	350,663	7,394	4,641,299
Balance at 1 January 2024	3,830,400	452,241	601	350,663	7,394	4,641,299
Translation adjustments	(625)	–	–	579	–	(46)
Additions	261	–	–	–	1,283	1,544
Balance at 31 December 2024	3,830,036	452,241	601	351,242	8,677	4,642,797
Accumulated amortisation and impairment losses						
Balance at 1 January 2023	2,208	–	468	195,218	–	197,894
Translation adjustments	–	–	–	(68)	–	(68)
Amortisation for the year	–	111,113	–	29,370	–	140,483
Write-down	6,071	–	–	81,536	–	87,607
Balance at 31 December 2023	8,279	111,113	468	306,056	–	425,916
Balance at 1 January 2024	8,279	111,113	468	306,056	–	425,916
Translation adjustments	–	–	–	(79)	–	(79)
Amortisation for the year	–	135,783	–	5,108	–	140,891
Balance at 31 December 2024	8,279	246,896	468	311,085	–	566,728
Carrying amounts						
At 1 January 2023	12,011	–	133	151,703	10,858	174,705
At 31 December 2023	3,822,121	341,128	133	44,607	7,394	4,215,383
At 31 December 2024	3,821,757	205,345	133	40,157	8,677	4,076,069

NOTES TO THE FINANCIAL STATEMENTS
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13 INTANGIBLE ASSETS (Cont'd)

	Club memberships	
	2024	**2023**
	$'000	**$'000**
Company		
Cost		
Balance at 1 January and 31 December	601	601
Accumulated impairment losses		
Balance at 1 January and 31 December	468	468
Carrying amounts		
At 1 January and 31 December	133	133

Amortisation

Of the amortisation expense of intangible assets, $140,888,000 (2023: $140,480,000) is charged to cost of sales.

Goodwill

During the previous year, the Group recognised goodwill of $3,816,181,000 on acquisition of Seatrium Offshore & Marine Limited.

Goodwill recognised is then allocated to groups of Operating CGUs within the Group's rigs & floaters, repairs & upgrades, offshore platforms and specialised shipbuilding operating segment. The goodwill reflects the synergies created by these centrally managed and monitored group of Operating CGUs which are integrated as one economic unit. Please refer to Note 42 for details.

Customer relationships and contracts

During the previous year, the Group recognised customer relationships and contracts of $452,241,000 on acquisition of Seatrium Offshore & Marine Limited.

Intellectual property rights

Intellectual property rights relate to internally developed engineering designs and acquired patents for the Jurong Espadon Drillship, Satellite Services Platform offshore designs, re-deployable modularised LNG and LPG solutions, and geostationary cylindrical hull design.

Impairment test assessment

Previously, the Group made certain strategic investments with an aim of broadening and deepening the Group's proprietary design and engineering capabilities, resulting in emergence of certain intangible assets. Those enhanced capabilities were meant to support the Group's strategy of products diversification and provide innovative solutions across the offshore and marine value chain – both within and outside the oil and gas sector.

With completion of recent Strategic Review post-combination of Seatrium O&M, together with limited product demand as observed historically, certain intangible assets were no longer deemed strategic that would benefit the Group's revised business plans and long-term strategic growth plans. Accordingly, $87,607,000 of non-core intangible assets were written down and charged to prior year's profit or loss.

14 DEFERRED TAX ASSETS AND LIABILITIES

	At 1 January 2023 $'000	Recognised in profit or loss (Note 32) $'000	Recognised in other comprehensive income (Note 33) $'000	Acquired in business combinations (Note 44) $'000	Translation adjustments/ Others $'000	At 31 December 2023 $'000	Recognised in profit or loss (Note 32) $'000	Recognised in other comprehensive income (Note 33) $'000	Translation adjustments/ Others $'000	At 31 December 2024 $'000
Group										
Deferred tax liabilities										
Property, plant and equipment	49,056	(58,244)	–	78,050	(108)	68,754	(15,825)	–	–	52,929
Right-of-use assets*	34,216	17,699	–	29,049	(32)	80,932	(5,206)	–	(11)	75,715
Other financial assets	3,084	–	(9,375)	12,440	(68)	6,081	(1,158)	(4,160)	239	1,002
Unutilised tax losses, capital and investment allowances	–	–	–	–	–	–	643	–	–	643
Intangible assets	20,612	(38,109)	–	76,881	–	59,384	(18,262)	–	(1)	41,121
Provisions	–	(1,523)	–	7,476	–	5,953	(704)	–	(1)	5,248
Lease liabilities*	–	(8)	–	6,968	475	7,435	(395)	–	(1,276)	5,764
Other items	1,588	129	–	261	(28)	1,950	107	–	(14)	2,043
	108,556	(80,056)	(9,375)	211,125	239	230,489	(40,800)	(4,160)	(1,064)	184,465
Deferred tax assets										
Property, plant and equipment	(5,422)	(12,478)	–	(100)	80	(17,920)	2,270	–	20	(15,630)
Right-of-use assets*	(4,880)	(172)	–	(440)	31	(5,461)	(35)	–	13	(5,483)
Trade and other receivables	(287)	(443)	–	–	4	(726)	705	–	1	(20)
Trade and other payables	(1,405)	(136)	–	(60)	1	(1,600)	(1,887)	–	2	(3,485)
Unutilised tax losses, capital and investment allowances	(148,004)	22,317	–	(26,902)	(1,819)	(154,408)	(46,207)	–	5,009	(195,606)
Provisions	(44,232)	24,509	–	(70,992)	86	(90,629)	34,286	–	175	(56,168)
Other financial liabilities	–	(2)	–	(365)	23	(344)	6	(12,210)	16	(12,532)
Lease liabilities*	(48,492)	13,631	–	(34,921)	23	(69,759)	(2,706)	–	6	(72,459)
Other items	(9,277)	(1,057)	–	(931)	(30)	(11,295)	5,074	–	10	(6,211)
	(261,999)	46,169	–	(134,711)	(1,601)	(352,142)	(8,494)	(12,210)	5,252	(367,594)
Net deferred tax (assets)/ liabilities	(153,443)	(33,887)	(9,375)	76,414	(1,362)	(121,653)	(49,294)	(16,370)	4,188	(183,129)
Company										
Deferred tax liabilities										
Property, plant and equipment	62	41	–	–	–	103	(65)	–	–	38
Right-of-use assets*	5,059	(5,014)	–	–	–	45	(45)	–	–	–
	5,121	(4,973)	–	–	–	148	(110)	–	–	38
Deferred tax assets										
Provisions	(26,804)	307	–	–	–	(26,497)	26,497	–	–	–
Lease liabilities*	(7,339)	7,339	–	–	–	–	–	–	–	–
	(34,143)	7,646	–	–	–	(26,497)	26,497	–	–	–
Net deferred tax (assets)/ liabilities	(29,022)	2,673	–	–	–	(26,349)	26,387	–	–	38

* The Group has adopted Amendments to SFRS(1)1-12: *Deferred tax related to Assets and Liabilities arising from a Single Transaction* since 1 January 2023.

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14 DEFERRED TAX ASSETS AND LIABILITIES (Cont'd)

Deferred tax liabilities and assets are set off when there is a legally enforceable right to set off current tax assets against current tax liabilities and when the deferred taxes relate to the same taxation authority. The amounts determined after appropriate offsetting included in the balance sheets are as follows:

	Group		Company	
	2024	**2023**	**2024**	**2023**
	$'000	**$'000**	**$'000**	**$'000**
Deferred tax liabilities	68,706	98,399	38	–
Deferred tax assets	(251,835)	(220,052)	–	(26,349)
	(183,129)	(121,653)	38	(26,349)

As at 31 December 2024, a deferred tax liability of $15,650,000 (2023: $12,926,000) arising from undistributed retained earnings of overseas subsidiaries of $129,709,000 (2023: $111,210,000) has not been recognised because the Group controls the dividend policy.

Set out below presents the unrecognised deferred tax assets by nature of items.

	Group	
	2024	**2023**
	$'000	**$'000**
Deductible temporary differences	164,473	238,969
Tax losses	2,455,294	2,732,474
Capital allowances	279,370	338,849
	2,899,137	3,310,292

The deductible temporary differences, carry-forward tax losses and capital allowances do not expire under current tax legislations.

No deferred tax assets have been recognised due to the following circumstances:

(a) Where they qualify for offset against tax liabilities of member companies within the Group under the Loss Transfer System of Group Relief but terms of transfer have not been agreed; and

(b) Where it is uncertain that future taxable profit, subject to tax provisions and agreement by the relevant tax authorities of various jurisdictions that subsidiaries of the Group can utilise the carry-forward tax benefits.

During the year, the Group recognised deferred tax credit of $49,294,000 (2023: utilised deferred tax credit of $33,887,000) relating to unutilised tax losses, investment allowances and deductible temporary differences.

The recognition of such deferred tax assets is premised on Group's ability to generate future taxable profits in the foreseeable future against which the deferred tax assets will be utilised. The Group has subsidiaries generating taxable profits to utilise these tax losses and credits. The Group has relied on the financial forecast of these subsidiaries but forecasts are however subject to estimation uncertainties.

Information about the sources of estimation uncertainty are disclosed in Note 42(d).

15 INVENTORIES

	Group	
	2024	2023
	$'000	$'000
Raw materials	208,677	168,359
Finished goods	23,673	23,757
	232,350	192,116

In 2024, raw materials and changes in finished goods included as cost of sales amounted to $3,362,675,000 (2023: $2,341,606,000). A net write-back of inventories of $295,000 relating to raw materials is included in current year's cost of sales. In 2023, there was a write-down of inventories to net realisable value of $120,783,000 relating to raw materials included in cost of sales. Of the write-downs, $101,781,000 refers to drilling and marine equipment for mega drilling projects. Following the Strategy Review performed in 2023, the Group decided not to focus on mega drilling projects.

16 CONTRACT COSTS

	Group	
	2024	2023
	$'000	$'000
Contract costs		
– Costs to obtain and fulfil contracts	1,587	20,043

Under SFRS(I) 15, costs incurred relating to contracts with customers have been capitalised for future performance obligations. These costs are recoverable and amortised to profit or loss when related revenue is recognised. An amortisation of $56,059,000 (2023: $215,942,000) was charged to profit or loss.

17 ASSETS HELD FOR SALE

	Group		Company	
	2024	2023	2024	2023
	$'000	$'000	$'000	$'000
Property, plant and equipment	227	2,950	227	–

18 CASH AND CASH EQUIVALENTS

		Group		Company	
	Note	2024	2023	2024	2023
		$'000	$'000	$'000	$'000
Fixed deposits	(a)	1,374,590	1,325,376	10,000	–
Cash and bank balances	(b)	566,965	944,864	16,879	57,618
Cash and cash equivalents		1,941,555	2,270,240	26,879	57,618

(a) Fixed deposits with local and overseas banks of the Group earned interest at rates ranging from 0.13% to 12.20% (2023: 0.01% to 13.72%) per annum. In 2024, fixed deposits with local banks of the Company earn interest at the rate of 2.35% per annum.

(b) Of the Group's cash and bank balances, $25,005,000 (2023: $27,313,000) were placed with a bank under the cash pooling arrangement centrally managed by the Company. During the year, the cash pooling balances earned interest rates ranging from 0.57% to 3.4% (2023: 0.85% to 1.0%) per annum, which are also the effective interest rates. The remaining bank balances earned interest at floating rates on daily bank deposit rates of up to 5.15% (2023: up to 5.0%) and up to 3.5% (2023: up to 3.5%) per annum for Group and Company respectively, which are also the effective interest rates.

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19 TRADE AND OTHER PAYABLES

		Note	Group 2024 $'000	Group 2023 $'000	Company 2024 $'000	Company 2023 $'000
(a)	**Current liabilities**					
	Trade and accrued payables[1]		4,584,392	3,979,622	10,762	18,803
	Amounts due to related parties					
	– Trade	20	6,314	5,202	141,118	27,432
			4,590,706	3,984,824	151,880	46,235
	Deposits received		37,727	21,104	32	32
	GST payables		2,385	4,566	–	–
	Interest payable		20,180	17,203	–	–
	Other creditors		72,165	97,509	49	46
	Deferred grant income		2,615	3,076	–	–
	Accrued capital expenditure		998	8,284	–	–
	Amounts due to related parties					
	– Non-trade	20	56	384	35,933	17,330
			136,126	152,126	36,014	17,408
	Total		4,726,832	4,136,950	187,894	63,643
(b)	**Non-current liabilities**					
	Other long-term payables[2]		1,290	1,377	–	–

(1) The assumption of liabilities for and on behalf of a joint venture was extinguished during the year.

(2) Other long-term payables include deferred grant income from governments.

The Group's and Company's exposure to currency and liquidity risks related to trade and other payables are disclosed in Note 39.

20 AMOUNTS DUE TO RELATED PARTIES

	Note	Associates and joint ventures 2024 $'000	Associates and joint ventures 2023 $'000	Related companies 2024 $'000	Related companies 2023 $'000	Total 2024 $'000	Total 2023 $'000
Group							
Amounts due to:							
– Trade	19	3,213	5,058	3,101	144	6,314	5,202
– Non-trade	19	56	384	–	–	56	384
		3,269	5,442	3,101	144	6,370	5,586

	Note	Subsidiaries 2024 $'000	Subsidiaries 2023 $'000
Company			
Amounts due to:			
– Trade	19	141,118	27,432
– Non-trade	19	35,933	17,330
		177,051	44,762

The trade and non-trade amounts due to related parties are unsecured, repayable on demand and interest-free.

21 CONTRACT LIABILITIES

	Group 2024 $'000	Group 2023 $'000
Current liabilities		
Contract liabilities	1,635,097	433,757

The contract liabilities primarily relate to advances received from customers for which revenue is materially recognised over time.

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

	2024 $'000	2023 $'000
Revenue recognised that was included in contract liabilities balance at beginning of the year	(404,201)	(555,037)
Increases due to cash received, excluding amounts recognised as revenue during the year	1,644,957	337,933
Acquisitions through business combinations	–	703,671
Revenue recognised that was included in contract liabilities balance at the date of acquisition	–	(687,949)

22 PROVISIONS

	Retirement gratuities $'000	Warranty $'000	Restoration costs $'000	Onerous contract $'000	Legal $'000	Total $'000
Group						
Balance at 1 January 2024	2,375	73,389	792,126	103,136	571,697	1,542,723
Translation adjustments	(94)	(56)	(1,921)	572	(50)	(1,549)
Provision made during the year	638	36,534	–	135,857	343	173,372
Provision reversed during the year	(504)	(26,888)	(12,526)	(22,695)	(82,430)	(145,043)
Provision utilised during the year	(71)	(12,150)	(85,043)	(147,292)	(11,073)	(255,629)
Unwind of discount on restoration costs	–	–	21,672	–	–	21,672
Reclassification	–	–	(1,775)	–	(270)	(2,045)
Balance at 31 December 2024	2,344	70,829	712,533	69,578	478,217	1,333,501
Provisions due:						
– within 1 year	680	70,829	125,914	69,578	478,217	745,218
– after 1 year but within 5 years	443	–	14,487	–	–	14,930
– after 5 years	1,221	–	572,132	–	–	573,353
	2,344	70,829	712,533	69,578	478,217	1,333,501

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22 PROVISIONS (Cont'd)

	Retirement gratuities $'000	Warranty $'000	Restoration costs $'000	Onerous contract $'000	Legal $'000	Total $'000
Group						
Balance at 1 January 2023	636	39,389	246,216	1	–	286,242
Translation adjustments	153	(496)	155	(1,179)	–	(1,367)
Provision made during the year	2,217	27,983	84,085	208,949	399,077	722,311
Provision reversed during the year	–	(11,787)	(12,122)	–	–	(23,909)
Provision utilised during the year	(631)	(5,337)	(18,327)	(478,396)	–	(502,691)
Unwind of discount on restoration costs	–	–	16,555	–	–	16,555
Reclassification[(1)]	–	–	11,284	–	–	11,284
Assumed in a business combination	–	23,637	464,280	373,761	172,620	1,034,298
Balance at 31 December 2023	2,375	73,389	792,126	103,136	571,697	1,542,723
Provisions due:						
– within 1 year	605	73,389	110,127	103,136	571,697	858,954
– after 1 year but within 5 years	70	–	114,839	–	–	114,909
– after 5 years	1,700	–	567,160	–	–	568,860
	2,375	73,389	792,126	103,136	571,697	1,542,723

	Restoration costs		Legal		Total	
	2024 $'000	2023 $'000	2024 $'000	2023 $'000	2024 $'000	2023 $'000
Company						
Balance at 1 January	155,863	157,669	82,430	–	238,293	157,669
Provision made during the year	–	–	–	82,430	–	82,430
Provision reversed during the year	(7,726)	(409)	(82,430)	–	(90,156)	(409)
Provision utilised during the year	(69,283)	(16,116)	–	–	(69,283)	(16,116)
Unwind of discount on restoration costs	3,936	3,435	–	–	3,936	3,435
Reclassification[(1)]	–	11,284	–	–	–	11,284
Balance at 31 December	82,790	155,863	–	82,430	82,790	238,293
Provisions due:						
– within 1 year	82,790	76,694	–	82,430	82,790	159,124
– after 1 year but within 5 years	–	79,169	–	–	–	79,169
	82,790	155,863	–	82,430	82,790	238,293

(1) A yard at Tanjong Kling Road is presently undergoing restoration and planned for early return to the Singapore Government by 2025. At 31 December 2023, the remaining lease liabilities of this yard were transferred to provision for restoration costs.

Warranty

Provision for warranties relates to contracts with period warranty terms. The warranty cost was estimated from historical warranty data associated with similar projects and adjusted by weighting all possible outcomes by their associated probabilities.

Restoration costs

Restoration costs relate to cost of dismantling and removing assets and restoring the premises to the original condition as stipulated in the operating lease agreements. The Group expects to incur the liability upon termination of the land leases.

22 PROVISIONS (Cont'd)

Legal

(i) Arising from the business combination in 2023, the Group assumed certain potential claims relating to a rig contract. In view of commercial sensitivity, the Group was unable to disclose the name of the customer or the amount of the potential claims, as allowed in SFRS(I) 1-37 Paragraph 92 as it will prejudice seriously the position of the Group. The original contract value was adjusted for cost escalations. The validity of the contract value adjustments was subsequently challenged.

(ii) **Legal claims**

In February 2024, the Company reached in-principle settlement agreements with the Brazilian authorities in relation to the Car Wash investigations where the Company agreed in principle to a settlement payment totalling R$670,699,731.73 (equivalent to approximately S$182,430,000[(1)]).

The in-principle settlement agreements are subject to certain approval processes in Brazil.

In March 2024, the Company agreed to enter into a deferred prosecution agreement (the "DPA") with the Singaporean authorities. The Company agreed to pay a penalty of US$110,000,000 where up to a maximum of US$53,000,000 of the payments to the Brazilian authorities will be credited, resulting in a final amount of US$57,000,000 (equivalent to approximately S$76,500,000).

The DPA remains subject to the Attorney-General's Chambers' agreement and approval of the General Division of the High Court in Singapore.

For the financial year ended 31 December 2023 ("FY2023"), the Company made provisions of S$182,430,000 and S$76,500,000 for the Brazilian in-principle settlement and the financial penalty to the Singapore authorities respectively; and decided to maintain the same level of provisions after considered movements in inflation rates and currency rates between Singapore dollar and Brazilian real and other expenses.

In June 2024, the Monetary Authority of Singapore and the Commercial Affairs Department informed that they are conducting a joint investigation into offences potentially committed by the former Sembcorp Marine Ltd ("SCM") and/or its officers in connection with Operation Car Wash.

The Company continues to assist in the investigations and will make appropriate announcements in the event of any material developments. For the financial year ended 31 December 2024, no further provision was made as there were no material developments.

(1) The in-principle settlement amount is subject to both inflation and currency adjustment until the date of the Company's payment of the settlement amount.

(iii) **Corporate claim**

Pursuant to the merger of SCM and Keppel Offshore & Marine Ltd in February 2023, the parties agreed that for a period of up to 24 months from the completion of the merger, SCM would indemnify Keppel Ltd ("KL") for claims against SCM in respect of SCM's discussions with the Brazilian authorities on the Car Wash investigations, subject to certain minimum and maximum amounts. Accordingly, the Company made a provision of S$82.4 million for the indemnity for the financial year ended 31 December 2023, and made an announcement explaining this provision on 26 February 2024.

The agreements with the Brazilian authorities were expected to be finalised and signed within a period of 3 months from the 26 February 2024 announcement and in any event, by the end of the financial year end 31 December 2024. However, based on various reasons beyond Seatrium's control, there has been delay despite Seatrium's efforts to have the agreements finalised.

As there were no binding and legally enforceable agreements signed with the Brazilian authorities before the expiry of KL's indemnity on 28 February 2025, the Company has reversed the legal provision of S$82.4 million.

Note 40 has separately disclosed the receipt of KL's notice of claim.

NOTES TO THE FINANCIAL STATEMENTS
Year ended 31 December 2024

23 OTHER FINANCIAL LIABILITIES

	Group 2024 $'000	Group 2023 $'000
(a) Current liabilities		
Cash flow hedges:		
– Forward foreign currency contracts	85,435	6,574
– Interest rate swaps	1,839	72
Financial liabilities at fair value through profit or loss:		
– Forward foreign currency contracts	24,329	9,513
	111,603	16,159
(b) Non-current liabilities		
Cash flow hedges:		
– Forward foreign currency contracts	76,191	73
– Interest rate swaps	4,375	–
	80,566	73

24 INTEREST-BEARING BORROWINGS

	Group 2024 $'000	Group 2023 $'000
Current liabilities		
Unsecured term loans		
– Floating rate	249,599	570,501
– Fixed rate	685	165,686
Secured term loans		
– Fixed rate	7,193	7,194
	257,477	743,381
Non-current liabilities		
Unsecured term loans		
– Floating rate	1,993,534	1,886,156
– Fixed rate	327,213	327,552
Secured term loans		
– Fixed rate	52,880	60,083
	2,373,627	2,273,791
	2,631,104	3,017,172

24 INTEREST-BEARING BORROWINGS (Cont'd)

Effective interest rates and maturity of liabilities

	Group	
	2024	**2023**
	%	**%**
Floating rate loans	2.38 – 6.12	5.00 – 7.32
Fixed rate loans	2.38 – 14.00	2.13 – 14.00
Floating rate bonds	–	6.85 – 7.63
Fixed rate notes	3.85	3.85

	Group	
	2024	**2023**
	$'000	**$'000**
Within 1 year	257,477	743,381
After 1 year but within 5 years	2,347,893	1,916,734
After 5 years	25,734	357,057
Total borrowings	2,631,104	3,017,172

(i) $500,000,000 floating rate bonds

On 27 February 2023, Seatrium O&M satisfied a pre-business combination condition to issue floating rate bonds in a single tranche for an aggregate principal of $500,000,000 to fund the partial redemption of perpetual securities issued by subsidiaries, Seatrium New Energy Limited and Seatrium Energy (Americas) Pte. Ltd. (formerly known as Seatrium O&G (Americas) Limited) previously held by KL.

On combination of Seatrium O&M, the Group assumed interest-bearing borrowings of $500,000,000 from those floating rate bonds. On 18 August 2023, the Company entered into a deed of guarantee in favour of holders of bonds for payment obligations of Seatrium O&M under the bonds from (and including) the date of execution of the Deed of Guarantee.

The details of the bonds are as follows:

Issuer	:	Seatrium Offshore & Marine Limited
Guarantor	:	Seatrium Limited
Bondholder	:	DBS Bank Ltd
Principal	:	$500,000,000
Maturity date	:	27 February 2026
Interest payment dates	:	27 February and 27 August in each year
Interest rate	:	Compounded SORA + 4% per annum (Pre-guarantee) Compounded SORA + 3.1% per annum (Post-guarantee)
Undertakings	:	Customary undertakings such as use of proceeds and lawful compliance with obligations under agreement

On 27 May 2024, as part of the Company's proactive capital management efforts to optimize its borrowing cost and debt profile, Seatrium O&M fully redeemed those floating rate bonds and cancelled them thereafter.

(ii) $2,000,000,000 medium term notes under Multicurrency Multi-issuer Debt Issuance Programme

On 18 August 2014, the Company updated its $2,000,000,000 Multicurrency Multi-issuer Debt Issuance Programme (the "Programme") to include perpetual securities as one of the debt instruments under the Programme.

Under the updated Programme, the Company, together with its subsidiaries - Jurong Shipyard Pte Ltd, Seatrium Repairs and Upgrades Pte. Ltd. and Seatrium Energy Fixed Platforms Pte. Ltd. (formerly known as Seatrium Fixed Platforms Pte. Ltd.) ("Issuing Subsidiaries"), may from time to time issue notes (the "Notes") and/or perpetual securities (the "Perpetual Securities", and together with the Notes, the "Securities") denominated in Singapore dollars and/or any other currency as the relevant Issuer and the relevant dealer may agree. The obligations in respect of Securities issued by the Issuing Subsidiaries will be unconditionally and irrevocably guaranteed by the Company.

NOTES TO THE FINANCIAL STATEMENTS
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24 INTEREST-BEARING BORROWINGS (Cont'd)

(ii) $2,000,000,000 medium term notes under Multicurrency Multi-issuer Debt Issuance Programme (Cont'd)

In 2014, Jurong Shipyard Pte Ltd issued the following medium-term notes under the Programme:

	Nominal interest rate	Year of issue	Year of maturity	Principal amount $'000
S$ medium term notes	3.85%	2014	2029	325,000

Reconciliation of movements of liabilities to cash flows arising from financing activities

	Interest-bearing borrowings $'000	Lease liabilities $'000	Total $'000
Group			
Balance at 1 January 2023	3,088,696	268,689	3,357,385
Cash flows			
Cash payments*	(1,476,445)	(71,406)	(1,547,851)
Cash proceeds	459,806	–	459,806
Non-cash items			
Additions	–	49,942	49,942
Capitalised borrowing costs	14,779	27,170	41,949
Foreign exchange movement	(8,063)	6,345	(1,718)
Assumed in a business combination	938,399	291,266	1,229,665
Lease modification(1)	–	(26,962)	(26,962)
Reclassification(2)	–	(11,284)	(11,284)
Balance at 31 December 2023	3,017,172	533,760	3,550,932
Balance at 1 January 2024	3,017,172	533,760	3,550,932
Cash flows			
Cash payments*	(2,923,476)	(73,293)	(2,996,769)
Cash proceeds	2,507,873	–	2,507,873
Non-cash items			
Additions	–	22,207	22,207
Capitalised borrowing costs	31,569	29,195	60,764
Foreign exchange movement	(2,034)	(18,703)	(20,737)
Termination of lease	–	(4,930)	(4,930)
Balance at 31 December 2024	2,631,104	488,236	3,119,340

* Cash payments include $21,591,000 (2023: $19,367,000) of interest paid for lease liabilities.

(1) In 2023, the Group returned part of the land at Tanjong Kling Road to the Singapore Government ahead of expiry of lease term.

(2) The yard at Tanjong Kling Road is presently undergoing restoration and planned for early return to the Singapore Government by 2025. Accordingly, the remaining lease liabilities were transferred to provision for restoration costs.

25 SHARE CAPITAL

	Group and Company No. of ordinary shares 2024	2023*
Issued and fully paid, with no par value:		
Balance at 1 January	3,411,858,914	1,569,455,268
Issued in business combination	–	1,842,403,646
Balance at 31 December	3,411,858,914	3,411,858,914

* Prior year comparatives for ordinary shares were restated per SFRS(I) 1-33 through retrospective application of the consolidation factor of 20 to the number of shares.

The holders of ordinary shares (excluding treasury shares) are entitled to receive dividends as declared from time to time and are entitled to one vote per share at meetings of the Company. All shares (excluding treasury shares) rank equally with regard to the Company's residual assets.

On 28 February 2023, ordinary shares were issued to KL and its shareholders as consideration for the acquisition of Seatrium O&M (see Note 44).

26 OTHER RESERVES

	Note	Group 2024 $'000	Group 2023 $'000	Company 2024 $'000	Company 2023 $'000
Distributable					
Reserve for own shares	(a)	(45,895)	(2,693)	(45,895)	(2,693)
Non-distributable					
Currency translation reserve	(b)	(87,940)	(37,217)	–	–
Share-based payments reserve	(c)	(12,480)	(25,995)	(10,392)	(23,907)
Hedging reserve	(d)	(130,422)	11,279	–	–
Fair value reserve	(e)	3,502	(2,246)	–	–
Capital reserves	(f)	1,729	(2,041)	960	960
		(271,506)	(58,913)	(55,327)	(25,640)

(a) Reserve for own shares comprises cost of the Company's shares held by the Company. As at 31 December 2024, the Company holds 25,803,331 (2023: 1,005,131) of its own shares as treasury shares. Prior year comparatives for ordinary shares were restated per SFRS(I) 1-33 through retrospective application of the consolidation factor of 20 to the number of shares.

(b) The foreign currency translation reserve comprises foreign exchange differences arising from translation of the financial statements of foreign operations whose functional currencies are different from that of the presentation currency of the Group.

(c) Share-based payments reserve comprises the cumulative value of services received from employees recorded on grant of equity-settled share options, performance shares and performance based restricted shares. The expense for service received is recognised over the performance period and/or vesting period.

(d) Hedging reserve comprises the effective portion of the cumulative net change in the fair value of cash flow hedging instruments relating to hedged transactions that have not yet occurred.

(e) Fair value reserve comprises mainly cumulative fair value gains or losses arising from financial assets designated at fair value through other comprehensive income.

(f) Capital reserves comprises mainly reserves arising from acquisition and disposals of non-controlling interests that do not result in a change of control.

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27 REVENUE

Revenue represents sales from various activities described in Note 1 and Note 43, including revenue recognised on contracts from rigs & floaters, repairs & upgrades, offshore platforms and specialised shipbuilding.

	Group	
	2024	**2023**
	$'000	**$'000**
Contract revenue	9,184,441	7,257,677
Charter hire income	44,793	31,625
Sale of goods	1,468	2,186
	9,230,702	7,291,488

(a) Disaggregation of revenue from contracts with customers

In the following table, revenue from contracts with customers is disaggregated by primary geographical markets, major product and service lines and timing of revenue recognition. The table also includes a reconciliation of the disaggregated revenue with the Group's reportable segments (see Note 45).

	Reportable segments			
	Rigs & floaters, Repairs & upgrades, Offshore platforms and Specialised shipbuilding $'000	**Ship chartering $'000**	**Others $'000**	**Total $'000**
Primary geographical markets				
2024				
Singapore	490,672	8,343	1,468	500,483
Rest of Asia, Australia & India	708,209	–	–	708,209
Rest of Middle East & Africa	168,566	–	–	168,566
United Kingdom	126,876	–	–	126,876
Norway	111,187	–	–	111,187
The Netherlands	602,990	–	–	602,990
Rest of Europe	428,684	–	–	428,684
Brazil	5,271,682	36,450	–	5,308,132
U.S.A.	1,267,757	–	–	1,267,757
Other countries	7,818	–	–	7,818
Total	9,184,441	44,793	1,468	9,230,702
2023				
Singapore	478,968	22,550	2,186	503,704
Rest of Asia, Australia & India	599,247	–	–	599,247
Middle East & Africa	111,991	–	–	111,991
United Kingdom	189,611	–	–	189,611
Norway	325,542	–	–	325,542
The Netherlands	234,170	–	–	234,170
Rest of Europe	631,957	–	–	631,957
Brazil	3,794,703	9,075	–	3,803,778
U.S.A.	880,322	–	–	880,322
Other countries	11,166	–	–	11,166
Total	7,257,677	31,625	2,186	7,291,488

27 REVENUE (Cont'd)

(a) Disaggregation of revenue from contracts with customers (Cont'd)

	Reportable segments			
	Rigs & floaters, Repairs & upgrades, Offshore platforms and Specialised shipbuilding $'000	Ship chartering $'000	Others $'000	Total $'000
Major product and service lines				
2024				
Ship and rig building or conversion	6,368,267	–	–	6,368,267
Repair, maintenance and related services	1,103,973	–	–	1,103,973
Offshore platforms	1,508,298	–	–	1,508,298
Specialised shipbuilding	75,517	–	–	75,517
Charter hire	–	44,793	–	44,793
Sale of goods	–	–	1,468	1,468
Others	128,386	–	–	128,386
Total	9,184,441	44,793	1,468	9,230,702
Timing of revenue recognition				
Control transferred over time	9,124,399	44,793	–	9,169,192
Control transferred at a point in time	60,042	–	1,468	61,510
Total	9,184,441	44,793	1,468	9,230,702
2023				
Ship and rig building or conversion	4,978,258	–	–	4,978,258
Repair, maintenance and related services	1,071,935	–	–	1,071,935
Offshore platforms	1,063,946	–	–	1,063,946
Specialised shipbuilding	49,713	–	–	49,713
Charter hire	–	31,625	–	31,625
Sale of goods	–	–	2,186	2,186
Others	93,825	–	–	93,825
Total	7,257,677	31,625	2,186	7,291,488
Timing of revenue recognition				
Control transferred over time	7,182,275	31,625	–	7,213,900
Control transferred at a point in time	75,402	–	2,186	77,588
Total	7,257,677	31,625	2,186	7,291,488

(b) Transaction price allocated to remaining performance obligation

The following table includes revenue expected to be recognised in the future related to performance obligations that are unsatisfied or partially unsatisfied at reporting date:

	Estimated based on expected project progress			
Reportable segments	Within the next 12 months $'000	Between 1 to 5 years $'000	More than 5 years $'000	Total $'000
2024				
Rigs & floaters, Repairs & upgrades, Offshore platforms and Specialised shipbuilding	7,513,863	15,353,114	349,730	23,216,707
2023				
Rigs & floaters, Repairs & upgrades, Offshore platforms and Specialised shipbuilding	7,886,304	8,122,880	180,736	16,189,920

The Group applies the practical expedient in paragraph 121 of SFRS(I) 15 and does not disclose information about remaining performance obligations that have an original expected duration of one year or less, as allowed by SFRS(I) 15.

NOTES TO THE FINANCIAL STATEMENTS
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28 OPERATING PROFIT/LOSS

Detailed below are the key amounts recognised in arriving at operating profit/loss:

	Note	Group 2024 $'000	Group 2023 $'000
Amortisation of intangible assets	13	140,891	140,483
Audit fees paid/payable			
– auditors of the Company		2,464	3,700
– other member firms of KPMG International		1,083	834
Non-audit fees paid/payable			
(i) Audit-related services ("ARS")			
– auditors of the Company		38	42
– other member firms of KPMG International		4	4
(ii) Non-ARS			
– auditors of the Company		818	175
– other member firms of KPMG International		39	21
Impairment losses on trade receivables and contract assets, net		8,637	4,816
Depreciation of property, plant and equipment, and right-of-use assets	4, 5	273,870	315,811
Fair value changes on investments at fair value through profit or loss (FVTPL)		(15,838)	25,577
Foreign currency exchange loss/(gain), net		12,719	(102,531)
Gain on disposal of property, plant and equipment, net		(52,130)	(4,875)
Write-down of property, plant and equipment	4	–	866,647
Write-down of right-of-use assets	5	–	277,681
Write-down of intangible assets		–	87,607
(Write-back of)/provision for restoration costs, net		(12,526)	9,421
(Write-back)/write-down of inventories, net	15	(295)	120,783
Property, plant and equipment written off		314	3,748
Government grants		(7,869)	(11,348)
Gain on disposal of assets held for sale		(307)	–
Reversal of assumption of liabilities on behalf of a joint venture		(11,000)	–
Staff costs			
– Salaries and bonus		1,053,024	967,228
– Defined contribution plan		78,215	50,040
– Equity-settled share-based payments		13,515	–
– Directors' fees		2,505	4,737
– Other employee benefits		78,652	87,454

29 FINANCE INCOME AND FINANCE COSTS

	Group 2024 $'000	Group 2023 $'000
Finance income		
Interest income from:		
– Trade receivables and contracts with customers	44,608	131,424
– Fixed deposits and bank balances	63,733	44,531
– Associates and joint ventures	1,668	2,206
Dividend income from debt and equity investments	28,512	18,074
	138,521	196,235
Finance costs		
Interest expense on lease liabilities	29,195	27,170
Interest paid and payable to bank and note holders	177,375	229,680
Amortisation of loans transaction costs	34,829	14,779
Unwinding of discount on site restoration costs	21,672	16,555
	263,071	288,184

30 NON-OPERATING ITEMS

	Note	Group 2024 $'000	Group 2023 $'000
Provision for legal claims	22	–	258,930
(Write-back of)/provision for corporate claims	22	(82,430)	82,430
Write-down of investment in associates	(a)	–	16,961
		(82,430)	358,321

(a) In 2023, after equity-accounting, the Group wrote down the investments in certain associates to $Nil, caused by loss events triggered by sustained financial losses suffered by those associates and liquidation procedure that followed thereafter.

31 SHARE OF RESULTS OF ASSOCIATES AND JOINT VENTURES

	Note	Group 2024 $'000	Group 2023 $'000
Share of profit before tax for the year		23,933	10,289
Share of tax for the year		(3,750)	(3,235)
	32	20,183	7,054

32 TAX EXPENSE

	Note	Group 2024 $'000	Group 2023 $'000
Current tax expense			
Current year		94,099	45,177
(Over)/under provided in prior years		(10,189)	2,578
		83,910	47,755
Deferred tax credit			
Movements in temporary differences		(83,021)	(28,099)
Under/(over) provided in prior years		7,230	(5,788)
Reversal of previously recognised deferred tax assets		26,497	–
		(49,294)	(33,887)
Tax expense		34,616	13,868
Reconciliation of effective tax rate			
Profit/(loss) for the year		155,899	(2,029,733)
Tax expense		34,616	13,868
Share of results of associates and joint ventures	31	(20,183)	(7,054)
Profit/(loss) before share of results of associates and joint ventures, and tax expense		170,332	(2,022,919)
Tax calculated using Singapore tax rate of 17% (2023: 17%)		28,956	(343,896)
Exempt income, capital gains and tax incentives/concessions		(45,370)	(34,931)
Effect of different tax rates in foreign jurisdictions		6,740	(149,420)
Tax adjustment on changes in undistributed profits from foreign entities		(120,532)	(90,527)
Effect on utilisation of deferred tax assets not previously recognised		(115,985)	(803)
Non-deductible expenses		222,674	512,214
Over provided in prior years		(2,959)	(3,210)
Reversal of previously recognised deferred tax assets		26,497	–
Deferred tax assets on unutilised tax losses, capital allowances and deductible temporary differences not recognised		33,577	124,191
Others		1,018	250
Tax expense		34,616	13,868

As at 31 December 2024, certain subsidiaries have unutilised tax losses, capital and investment allowances of $2,899,137,000 (2023: $3,310,292,000) that have not been recognised and are available for set-off against future taxable income subject to tax provisions and agreement by relevant tax authorities of the various jurisdictions.

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2024

33 OTHER COMPREHENSIVE INCOME

Tax effects relating to each component of other comprehensive income are set out below:

	2024			2023		
	Before tax $'000	Tax expense $'000	Net of tax $'000	Before tax $'000	Tax expense $'000	Net of tax $'000
Group						
Items that may be reclassified subsequently to profit or loss:						
Foreign currency translation differences for foreign operations	(54,338)	–	(54,338)	(13,628)	–	(13,628)
Net change in fair value of cash flow hedges	(173,583)	12,072	(161,511)	(14,600)	11,262	(3,338)
Net change in fair value of cash flow hedges transferred to profit or loss	15,507	4,303	19,810	(13,020)	(1,887)	(14,907)
	(212,414)	16,375	(196,039)	(41,248)	9,375	(31,873)
Items that may not be reclassified subsequently to profit or loss:						
Net change in fair value of equity investments at fair value through other comprehensive income (FVOCI)	4,394	(5)	4,389	(2,246)	–	(2,246)
Other comprehensive income	(208,020)	16,370	(191,650)	(43,494)	9,375	(34,119)

34 NON-CONTROLLING INTERESTS

There are no subsidiaries with material non-controlling interests for the financial years ended 31 December 2024 and 31 December 2023.

35 EARNINGS PER SHARE

(a) Basic earnings per share

Basic earnings per share is calculated by dividing the profit attributable to owners of the Company of $156,838,000 (2023: loss attributable to owners of the Company of $2,016,717,000) by the weighted average number of ordinary shares outstanding of 3,405,046,000 (2023: 3,113,709,000) as follows:

	Note	Group 2024 $'000	Group 2023 $'000
Profit/(loss) attributable to owners of the Company		156,838	(2,016,717)
		No. of shares '000	**No. of shares* '000**
Weighted average number of ordinary shares			
Issued ordinary shares at 1 January	25	3,411,859	1,569,455
Effect of performance shares and restricted shares released		67	28
Effect of own shares held		(6,880)	(365)
Effect of shares issued related to a business combination[1]		–	1,544,591
Weighted average number of ordinary shares during the year		3,405,046	3,113,709

(1) Weighted for the period from combination date of Seatrium O&M to the reporting date.

* Prior year comparatives for ordinary shares were restated per SFRS(I) 1-33 through retrospective application of the consolidation factor of 20 to the weighted average number of shares.

35 EARNINGS PER SHARE (Cont'd)

(b) Diluted earnings per share

Diluted earnings per share is calculated by dividing the profit attributable to owners of the Company of $156,838,000 (2023: loss attributable to owners of the Company of $2,016,717,000) by the weighted average number of ordinary shares outstanding after adjustment for the effects of all dilutive potential ordinary shares of 3,419,790,000 (2023: 3,113,709,000) as follows:

	Group	
	2024	**2023**
	$'000	**$'000**
Profit/(loss) attributable to owners of the Company	156,838	(2,016,717)
	No. of shares	**No. of shares***
	'000	**'000**
Weighted average number of ordinary shares (diluted)		
Weighted average number of ordinary shares used in the calculation of basic earnings per share	3,405,046	3,113,709
Effect of dilutive shares	14,744	–^
Weighted average number of ordinary shares during the year	3,419,790	3,113,709

^ As at 31 December 2023, the potential ordinary shares from the Company's share-based incentive plans were excluded from the diluted weighted average number of ordinary shares calculation as the conversion to ordinary shares would decrease loss per share. As such, the effect was considered anti-dilutive.

* Prior year comparatives for ordinary shares were restated per SFRS(I) 1-33 through retrospective application of the consolidation factor of 20 to the weighted average number of shares.

For the purpose of calculating diluted earnings per ordinary share, the weighted average number of ordinary shares outstanding is adjusted for the effects of dilutive potential ordinary shares. The dilutive potential ordinary shares of the Company are performance shares and restricted shares.

36 DIVIDENDS

Subject to approval by shareholders at the next Annual General Meeting, the directors have proposed a final ordinary one-tier tax-exempt dividend of 1.5 cents per share (2023: Nil) amounting to an estimated net dividend of $50,791,000 (2023: $Nil) in respect of the year ended 31 December 2024, based on the number of issued shares as at 31 December 2024.

The proposed dividend of 1.5 cents (2023: Nil) per share has not been included as a liability in the current year's financial statements.

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2024

37 SHARE-BASED INCENTIVE PLANS

(a) Performance Share Plan

Fair value of Performance Shares

The fair values of the performance shares are estimated using a Monte Carlo simulation methodology at the grant dates.

The fair values of performance shares granted during the year are as follows:

Date of grant	31 May 2024
Fair value at measurement date	$1.412
Assumptions under the Monte Carlo model	
Share price	$1.76
Expected volatility	42.799%
Risk-free interest rate	3.336%
Expected dividend	0.993%

The expected volatility is based on the historical volatility over the most recent period that is close to the expected life of the performance shares.

During the year, the Group charged $1,730,000 (2023: $Nil) to profit or loss based on the fair value of performance shares at grant date being expensed over the vesting period.

(b) Restricted Share Plan

Fair value of Restricted Shares

The fair values of the restricted shares are estimated using a Monte Carlo simulation methodology at the grant dates.

The fair values of restricted shares granted during the year are as follows:

Date of grant	31 May 2024
Fair value at measurement date	$1.727
Assumptions under the Monte Carlo model	
Share price	$1.76
Expected volatility	42.799%
Risk-free interest rate	3.336% - 3.617%
Expected dividend	0.993%

The expected volatility is based on the historical volatility over the most recent period that is close to the expected life of the restricted shares.

During the year, the Group charged $11,785,000 (2023: $Nil) to profit or loss based on fair value of restricted shares at grant date being expensed over the vesting period.

38 RELATED PARTIES

(a) Related party transactions

In addition to those disclosed elsewhere in the financial statements, the Group had the following outstanding balances and significant transactions with related parties during the year:

	Outstanding balances Group		Significant transactions Group	
	2024	2023	2024	2023
	$'000	$'000	$'000	$'000
Related corporations				
Sales	377	426	3,687	4,781
Purchases	(3,101)	(144)	(10,418)	(35,356)
Finance income	–	–	–	4,583
Finance costs	–	–	–	(4,740)
Others	–	–	1,142	11
Associates and joint ventures				
Sales	9,905	–	2,073	1,159
Purchases	(3,249)	(641)	(25,556)	(26,218)
Rental income	–	–	246	211
Finance income	–	29	1,668	2,206
Others	(30)	(4,417)	2,256	248

(b) Compensation of key management personnel

As at 31 December 2024, the Group considers the directors of the Company (including the Chief Executive Officer), the Chief Financial Officer, the Chief Operating Officer, the Chief Risk Officer, the Executive Vice President, Seatrium Energy (International) and the Executive Vice President, Seatrium Energy (Fixed Platforms) of the Company to be key management personnel in accordance with SFRS(I) 1-24 *Related Party Disclosures*.

As at 31 December 2023, the Group considers the directors of the Company (including the Chief Executive Officer), the Acting Group Finance Director, the Chief Operating Officer, the Chief Risk Officer, the Executive Vice President, Seatrium Energy, Floating Solutions and the Executive Vice President, Seatrium Energy, Fixed Solutions of the Company to be key management personnel in accordance with SFRS(I) 1-24 *Related Party Disclosures*.

These persons have the authority and responsibility for planning, directing and controlling the activities of the Group.

The key management personnel compensation is as follows:

	Group	
	2024	2023
	$'000	$'000
Directors' fees and remuneration	7,737	4,001
Other key management personnel remuneration		
– Short-term employee benefits	4,653	4,171
– Post-employment benefits	76	–
– Share based payments	4,717	–

Remuneration includes salary (which includes allowances, fees and other emoluments) and bonuses (which includes AWS, discretionary bonus and performance targets bonus).

In addition to the above, the Company provides medical benefits to all employees including key management personnel.

The Group adopts an incentive compensation plan, which is tied to the attainment of company and individual performance goals for its key executives.

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2024

39 FINANCIAL INSTRUMENTS

Financial risk management objectives and policies

The Group's activities expose it to market risk (including interest rate risk, foreign currency risk and price risk), credit risk and liquidity risk.

As part of the Group's Enterprise Risk Management framework, the Group's treasury policies and financial authority limits are documented and reviewed periodically. The policies set out the parameters for management of Group liquidity, counterparty risk, foreign exchange and derivative transactions and financing.

The Group utilises foreign exchange contracts, interest rate swaps and various financial instruments to manage exposures to interest rate and foreign exchange risks arising from operating, financing and investment activities. Exposures to foreign currency risks are also hedged naturally by a matching sale or purchase of a matching asset or liability of the same currency and amount where possible. All such transactions must involve underlying assets or liabilities and no speculative transactions are allowed.

The financial authority limits seek to limit and mitigate transactional risks by setting out the threshold of approvals required for the entry into contractual obligations and investments.

(a) Market risk

Market risk is the risk that changes in market prices, such as interest rates, foreign exchange rates and prices will affect the Group's income or the value of its holdings of financial instruments. The objective of market risk management is to manage and reduce market risk exposures within acceptable parameters.

(i) Interest rate risk

The Group's exposure to market risk for changes in interest rate environment relates mainly to its debt obligations.

The Group's policy is to maintain an efficient and optimal interest cost structure using a mix of fixed and variable rate debts and long-term and short-term borrowings.

The Group's risk management policy is to ensure that at least 50% of its debt portfolio is at fixed interest rates. This is achieved partly by entering into fixed-rate instruments and partly by borrowing at a floating rate and using interest rate swaps to hedge the variability in cash flows attributable to the floating interest rates.

The Group designates the interest rate swaps in their entirety to hedge its interest rate risk and applies a hedge ratio of 1:1. The Group determines the existence of an economic relationship between the hedging instrument and hedged item based on the reference interest rates, tenors, repricing dates and maturities and the notional or par amounts. The Group assesses whether the derivative designated in each hedging relationship is expected to be and has been effective in offsetting changes in cash flows of the hedged item by looking at the critical terms.

In these hedge relationships, the main source of ineffectiveness is the effect of the counterparties' and the Group's own credit risk on the fair value of the swaps, which is not reflected in the change in fair value of the hedged cash flows attributable to the change in interest rates.

Hedging relationships that are impacted by IBOR reform may experience ineffectiveness because of a timing mismatch between the hedged item and the hedging instrument regarding IBOR transition. For further details, see 'Managing interest rate benchmark reform and associated risks' below.

At 31 December 2024, the Group had interest rate swaps with an aggregate notional amount of $1,136,760,000 (2023: $501,315,000). The Group receives a variable interest rate and pays a fixed rate interest ranging from 4.54% to 5.94% (2023: 2.13% to 6.04%) per annum on the notional amount. Of the Group's interest-bearing borrowings, approximately 58% (2023: approximately 52%) were not subjected to interest rate repricing risk.

39 FINANCIAL INSTRUMENTS (Cont'd)

(a) Market risk (Cont'd)

(i) Interest rate risk (Cont'd)

Sensitivity analysis

It is estimated that 50 basis points ("bp") change in interest rate at the reporting date would increase/(decrease) equity and profit before tax by the following amounts. This analysis assumes that all other variables, in particular foreign currency rates, remain constant.

	Profit before tax		Equity	
	50 bp Increase $'000	**50 bp Decrease $'000**	**50 bp Increase $'000**	**50 bp Decrease $'000**
Group				
31 December 2024				
Variable rate financial instruments	(4,462)	4,462	5,196	(5,253)
31 December 2023				
Variable rate financial instruments	(6,733)	6,733	1,062	(1,079)
Company				
31 December 2024				
Variable rate financial instruments	50	(50)	–	–
31 December 2023				
Variable rate financial instruments	286	(286)	–	–

(ii) Foreign currency risk

The Group operates globally and is exposed to currency risk on sales, purchases and borrowings that are denominated in a currency other than the respective functional currencies of the Company and its subsidiaries. The currencies in which these transactions are primarily denominated in are Singapore dollars ("SGD"), United States dollars ("USD"), Euros ("EUR"), Pounds sterling ("GBP") and Brazilian Real ("BRL"). Such risks are hedged either by forward foreign currency contracts in respect of actual or forecasted currency exposures which are reasonably certain or hedged naturally by a matching sale or purchase of a matching asset or liability of the same currency and amount.

The Group's risk management policy is to hedge 50% to 100% of its estimated net foreign currency exposure in respect of its forecasted project cash inflows and outflows over the lifespans of the projects.

The Group designates the forward foreign currency contracts in their entirety to hedge its foreign currency risk and applies a hedge ratio of 1:1. The Group determines the existence of an economic relationship between the hedging instrument and hedged item based on the currency, amount and timing of their respective cash flows. The Group assesses whether the derivative designated in each hedging relationship is expected to be and has been effective in offsetting changes in cash flows of the hedged item by looking at the critical terms.

In these hedge relationships, the main sources of ineffectiveness may be due to:

- the effect of the counterparties' and the Group's own credit risk on the fair value of the forward foreign currency contracts, which is not reflected in the change in fair value of the hedged cash flows attributable to change in exchange rates; and
- changes in the timing of the hedged transactions.

NOTES TO THE FINANCIAL STATEMENTS
Year ended 31 December 2024

39 FINANCIAL INSTRUMENTS (Cont'd)

(a) Market risk (Cont'd)

(ii) Foreign currency risk (Cont'd)

The summary of quantitative data about the Group's exposure to foreign currency risk as provided to the management of the Group based on its risk management policy is as follows:

	SGD $'000	USD $'000	EUR $'000	GBP $'000	BRL $'000	Others $'000	Total $'000
Group							
31 December 2024							
Financial assets							
Cash and cash equivalents	8,423	1,597,596	201,438	3,732	7,552	16,137	1,834,878
Trade and other receivables	1,264	5,036,208	97,919	5,361	32,350	9,987	5,183,089
Other financial assets	–	–	–	–	–	29	29
	9,687	6,633,804	299,357	9,093	39,902	26,153	7,017,996
Financial liabilities							
Trade and other payables	(90,995)	(2,626,478)	(245,605)	(11,743)	(92,254)	(42,267)	(3,109,342)
Interest-bearing borrowings	(63)	(1,761,071)	–	–	–	–	(1,761,134)
Lease liabilities	(2,712)	(6,769)	–	–	–	–	(9,481)
	(93,770)	(4,394,318)	(245,605)	(11,743)	(92,254)	(42,267)	(4,879,957)
Net financial (liabilities)/assets	(84,083)	2,239,486	53,752	(2,650)	(52,352)	(16,114)	2,138,039
Add: Contract assets	–	998,930	248,083	8,598	–	58,588	1,314,199
Add/(less): Firm commitments and highly probable forecast transactions in foreign currencies	(2,078)	1,454,550	513,583	(69,796)	(2,305,538)	(657,196)	(1,066,475)
Add/(less): Foreign currency forward contracts	–	(4,252,254)	(415,992)	–	989,594	717,989	(2,960,663)
Net currency exposure	(86,161)	440,712	399,426	(63,848)	(1,368,296)	103,267	(574,900)
31 December 2023							
Financial assets							
Cash and cash equivalents	2,861	302,113	395,696	1,297	18,062	3,510	723,539
Trade and other receivables	7,466	1,949,993	12,528	4,385	22,507	17,878	2,014,757
Other financial assets	–	55,350	–	–	–	513	55,863
	10,327	2,307,456	408,224	5,682	40,569	21,901	2,794,159
Financial liabilities							
Trade and other payables	(86,424)	(321,523)	(109,397)	(2,587)	(147,528)	(46,362)	(713,821)
Interest-bearing borrowings	(63)	(460,771)	–	–	–	–	(460,834)
Lease liabilities	(6,250)	(20,238)	–	–	–	–	(26,488)
	(92,737)	(802,532)	(109,397)	(2,587)	(147,528)	(46,362)	(1,201,143)
Net financial (liabilities)/assets	(82,410)	1,504,924	298,827	3,095	(106,959)	(24,461)	1,593,016
Add: Contract assets	–	2,358,416	118,035	11,290	–	358	2,488,099
Add/(less): Firm commitments and highly probable forecast transactions in foreign currencies	(256)	1,021,823	483,930	(46,519)	(343,306)	(133,371)	982,301
Add/(less): Foreign currency forward contracts	–	(3,970,216)	(43,901)	–	365,105	(14,921)	(3,663,933)
Net currency exposure	(82,666)	914,947	856,891	(32,134)	(85,160)	(172,395)	1,399,483

39 FINANCIAL INSTRUMENTS (Cont'd)

(a) Market risk (Cont'd)

(ii) Foreign currency risk (Cont'd)

The Company's gross exposure to foreign currencies is as follows:

	USD $'000	EUR $'000	Others $'000	Total $'000
Company				
31 December 2024				
Financial assets				
Cash and cash equivalents	241	–	–	241
Trade and other receivables	–	–	40	40
	241	–	40	281
Financial liabilities				
Trade and other payables	(137)	–	–	(137)
Net financial assets	104	–	40	144
31 December 2023				
Financial assets				
Cash and cash equivalents	6,659	–	–	6,659
Trade and other receivables	40	–	8,504	8,544
	6,699	–	8,504	15,203
Financial liabilities				
Trade and other payables	(13)	(3)	(12)	(28)
Net financial assets/(liabilities)	6,686	(3)	8,492	15,175

Sensitivity analysis

A 10% strengthening of the following currencies against the functional currencies of the Company and its subsidiaries at the balance sheet date would have increased/(decreased) equity and profit before tax by the amounts shown below. The analysis assumes that all other variables, in particular interest rates, remain constant and ignores any impact of firm commitments (not subject to fair value hedges) and highly probable forecast transactions in foreign currencies. The analysis is performed on the same basis for 2023.

	Group		Company	
	Equity $'000	Profit before tax $'000	Equity $'000	Profit before tax $'000
2024				
SGD	–	(8,408)	–	–
USD	(316,816)	270,243	–	10
EUR	(26,677)	20,433	–	–
GBP	–	595	–	–
BRL	78,722	(5,235)	–	–
Others	59,205	4,247	–	4
2023				
SGD	–	(8,241)	–	–
USD	(220,232)	267,396	–	669
EUR	(3,812)	41,686	–	–
GBP	–	1,439	–	–
BRL	30,304	(10,696)	–	–
Others	(1,163)	(2,410)	–	849

A 10% weakening of the above currencies against the functional currencies of the Company and its subsidiaries at the balance sheet date would have equal but opposite effects on the above currencies to the amounts shown above, on the basis that all other variables remain constant.

NOTES TO THE FINANCIAL STATEMENTS
Year ended 31 December 2024

39 FINANCIAL INSTRUMENTS (Cont'd)

(a) Market risk (Cont'd)

(iii) Cash flow hedges

At the reporting date, the Group held the following instruments to hedge exposures to changes in foreign currency and interest rates:

	Forward contract rate $	Interest rate %	Maturity Within 1 year $'000	Between 1 to 5 years $'000	More than 5 years $'000
2024					
Foreign currency risk					
Forward foreign currency contracts (Buy/Sell)					
– SGD/USD	0.75 – 0.78	–	1,031,896	164,227	–
– EUR/SGD	1.42 – 1.45	–	88,420	258,781	–
– SGD/EUR	0.69 – 0.70	–	362,185	944,668	–
– EUR/USD	1.09 – 1.13	–	484,439	417,940	–
– USD/EUR	0.88 – 0.93	–	99,436	198,433	–
– SGD/AUD	1.08 – 1.15	–	11,944	–	–
– BRL/USD	0.16 – 0.19	–	295,504	362,482	–
– RMB/USD	0.14 – 0.15	–	228,117	353,920	–
Interest rate risk					
Interest rate swaps					
– Float-to-fixed	–	4.54 – 5.94	736,760	400,000	–
2023					
Foreign currency risk					
Forward foreign currency contracts (Buy/Sell)					
– SGD/USD	0.72 – 0.78	–	1,760,587	606,745	–
– EUR/SGD	1.44 – 1.47	–	143,828	–	–
– SGD/EUR	0.69 – 0.69	–	103,821	362,185	–
– EUR/USD	1.07 – 1.12	–	288,184	6,937	–
– USD/EUR	0.93 – 0.93	–	16,844	–	–
– SGD/AUD	1.05 – 1.08	–	4,711	10,210	–
– BRL/USD	0.18 – 0.19	–	269,905	95,200	–
Interest rate risk					
Interest rate swaps					
– Float-to-fixed	–	2.13 – 6.04	300,000	201,315	–

The amounts at the reporting date relating to items designated as hedged items were as follows:

	Cash flow hedge reserve for continuing hedges $'000
2024	
Foreign currency risk	
Sales receipts and payments	(82,285)
Interest rate risk	
Variable rate borrowings	(4,964)
2023	
Foreign currency risk	
Sales receipts and payments	52,617
Highly probable purchases	166
Interest rate risk	
Variable rate borrowings	1,669

39 FINANCIAL INSTRUMENTS (Cont'd)

(a) Market risk (Cont'd)

(iii) *Cash flow hedges (Cont'd)*

The amounts related to items designated as hedging instruments and hedge ineffectiveness were as follows:

	2024				During the year 2024				
	Nominal amount $'000	Assets $'000	Liabilities $'000	Line item in the balance sheet where the hedging instrument is included	Change in value of hedging instrument recognised in OCI $'000	Hedge ineffective-ness recognised in profit or loss $'000	Line item in profit or loss that includes hedge ineffectiveness	Amount reclassified from hedging reserve to profit or loss $'000	Line item affected in profit or loss because of the reclassification
Foreign currency risk									
Forward foreign currency contracts	5,302,392	27,481	(161,626)	Other financial assets, Other financial liabilities	(155,721)	(7,705)	Other operating income, Other operating expenses	28,358	Other operating income, Other operating expenses
Interest rate risk									
Interest rate swaps	1,136,760	–	(6,214)	Other financial assets, Other financial liabilities	(5,790)	–	Other operating income, Other operating expenses	(843)	Other operating income, Other operating expenses

	2023				During the year 2023				
	Nominal amount $'000	Assets $'000	Liabilities $'000	Line item in the balance sheet where the hedging instrument is included	Change in value of hedging instrument recognised in OCI $'000	Hedge ineffective-ness recognised in profit or loss $'000	Line item in profit or loss that includes hedge ineffectiveness	Amount reclassified from hedging reserve to profit or loss $'000	Line item affected in profit or loss because of the reclassification
Foreign currency risk									
Forward foreign currency contracts	3,669,157	61,987	(6,647)	Other financial assets, Other financial liabilities	14,528	9,703	Other operating income, Other operating expenses	(24,393)	Other operating income, Other operating expenses
Interest rate risk									
Interest rate swaps	501,315	1,713	(72)	Other financial assets, Other financial liabilities	(17,866)	–	Other operating income, Other operating expenses	(217)	Other operating income, Other operating expenses

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Year ended 31 December 2024

39 FINANCIAL INSTRUMENTS (Cont'd)

(a) Market risk (Cont'd)

(iii) Cash flow hedges (Cont'd)

The following table provides a reconciliation by risk category of components of equity and analysis of OCI items, net of tax, resulting from cash flow hedge accounting:

	$'000
Cash flow hedge reserve	
Balance at 1 January 2023	29,524
Changes in fair value:	
Foreign currency risk	4,065
Interest rate risk	(18,665)
Amount reclassified to profit or loss:	
Foreign currency risk	(12,758)
Interest rate risk	(262)
Tax on movements on reserves during the year	9,375
Balance at 31 December 2023	11,279
Balance at 1 January 2024	11,279
Changes in fair value:	
Foreign currency risk	(166,743)
Interest rate risk	(6,840)
Amount reclassified to profit or loss:	
Foreign currency risk	16,522
Interest rate risk	(1,015)
Tax on movements on reserves during the year	16,375
Balance at 31 December 2024	(130,422)

(b) Credit risk

The Group monitors its exposure to credit risks arising from sales to trade customers on an on-going basis, and credit evaluations are done on customers that require credit. The credit quality of customers is assessed after taking into account its financial position and past experience with the customers.

The Group only deals with pre-approved customers and financial institutions with good credit rating. To minimise the Group's counterparty risk, the Group enters into derivative transactions only with creditworthy institutions. Cash and fixed deposits are placed in banks and financial institutions with good credit rating.

The Group assumes that credit risk of a financial asset has increased significantly when the financial asset remains outstanding for more than the reasonable range of past due days, taking into consideration historical payment track records, current macroeconomics situation as well as the general industry trend.

The Group's and the Company's maximum exposure to credit risk, before taking into account any collateral held, is the carrying amount of each financial asset, including derivatives, in the balance sheets.

The aggregated carrying amount of trade receivables and contract assets from the Group's two most significant customers was $3,601,252,000 as at 31 December 2024 (2023: $2,514,621,000). At the Company level, there were no concentration of credit risk with any counterparties.

39 FINANCIAL INSTRUMENTS (Cont'd)

(b) Credit risk (Cont'd)

The Group's and the Company's maximum exposure to credit risk for financial assets at amortised cost and contract assets at the balance sheet date is as follows:

		Group		Company	
	Note	2024 $'000	2023 $'000	2024 $'000	2023 $'000
By business activity					
Rigs & floaters, repairs & upgrades, offshore platforms and specialised shipbuilding		5,237,419	3,424,493	–	–
Ship chartering		18,327	18,088	–	–
Others		458,603	577,555	1,602,003	2,224,286
		5,714,349	4,020,136	1,602,003	2,224,286
Financial assets at amortised cost and contract assets					
Non-current*	10, 12	319,273	466,927	–	1,970,000
Current	10, 12	5,395,076	3,553,209	1,602,003	254,286
		5,714,349	4,020,136	1,602,003	2,224,286

* *Not past due.*

The age analysis of financial assets at amortised cost and contract assets for the Group and Company is as follows:

	Gross 2024 $'000	Impairment 2024 $'000	Gross 2023 $'000	Impairment 2023 $'000
Group				
Not past due	4,991,057	1,525	3,653,430	1,348
Past due 0 to 3 months	506,679	160	208,092	13
Past due 3 to 6 months	48,381	165	68,122	213
Past due 6 to 12 months	127,573	909	12,021	266
More than 1 year	76,976	33,558	106,016	25,705
	5,750,666	36,317	4,047,681	27,545
Company				
Not past due	1,487,258	17,600	2,188,853	18,000
Past due 0 to 3 months	14,176	–	17,600	–
Past due 3 to 6 months	12,929	–	16,402	–
Past due 6 to 12 months	62,873	–	19,431	–
More than 1 year	42,367	–	–	–
	1,619,603	17,600	2,242,286	18,000

Expected credit loss (ECL) assessment for customers with credit ratings (or equivalent)

The Group allocates exposure from key customers to a credit risk grade based on data that is determined to be indicative of the risk of loss (including but not limited to external ratings if available, audited financial statements to calculate the internal risk rating using the Altman Z-score method, and available press information about customers) and applying experienced credit judgement. Credit risk grades are defined using qualitative and quantitative factors that are indicative of the risk of default and are aligned to external credit rating definitions from Standards and Poor's.

ECL rate is calculated based on probabilities of default and loss given default. Lifetime probabilities of default for individual customers are based on external ratings from Bloomberg L.P. adjusted for time horizon of the credit exposure, or historical data supplied by Standards and Poor's for each credit rating. The Group monitors changes in credit risk through on-going review of customer credit worthiness and by tracking published external credit ratings.

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Year ended 31 December 2024

39 FINANCIAL INSTRUMENTS (Cont'd)

(b) Credit risk (Cont'd)

Loss rates are adjusted for current conditions and the Group's view of economic conditions over the expected lives of the receivables only if these factors have a significant impact to the credit loss.

The following table provides information about the exposure to credit risk and ECLs for financial assets at amortised cost and contract assets for customers with credit ratings (or equivalent):

	Credit impaired	Gross carrying amount $'000	Loss allowance $'000	Net carrying amount $'000
2024				
Group				
Receivables measured at lifetime ECL				
– Trade receivables	Yes	869	869	–
– Trade receivables and contract assets	No	5,388,799	21,407	5,367,392
Company				
Receivables measured at lifetime ECL				
– Trade receivables	No	–	–	–
2023				
Group				
Receivables measured at lifetime ECL				
– Trade receivables	Yes	1,528	1,528	–
– Trade receivables and contract assets	No	3,409,182	11,285	3,397,897
Company				
Receivables measured at lifetime ECL				
– Trade receivables	No	–	–	–

Expected credit loss assessment for customers (allowance matrix)

The Group uses an allowance matrix to measure the ECLs of trade receivables for customers not allocated specific credit ratings, which comprises large number of small balances.

Loss rates are calculated using a "roll rate" method based on the probability of a receivable progressing through succession stages of delinquency to write-off.

Loss rates are based on actual credit loss experience over the past 5 years adjusted for current conditions and the Group's view of economic conditions over the expected lives of the receivables only if these factors have a significant impact to the credit loss.

The following table provides information about the exposure to credit risk and ECLs for financial assets at amortised cost and contract assets for customers with no credit rating or no representative credit rating or equivalent:

39 FINANCIAL INSTRUMENTS (Cont'd)

(b) Credit risk (Cont'd)

	Credit impaired	Weighted average loss rate %	Gross carrying amount $'000	Loss allowance $'000	Net carrying amount $'000
2024					
Group					
Not past due	No	0.54	279,728	1,511	278,217
Past due 0 to 3 months	No	–	6,892	–	6,892
Past due 3 to 6 months	No	0.15	18,225	27	18,198
Past due 6 to 12 months	No	3.69	21,333	788	20,545
More than 1 year	No	33.64	34,820	11,715	23,105
Total			360,998	14,041	346,957
Company					
Not past due	No	1.18	1,487,258	17,600	1,469,658
Past due 0 to 3 months	No	–	14,176	–	14,176
Past due 3 to 6 months	No	–	12,929	–	12,929
Past due 6 to 12 months	No	–	62,873	–	62,873
More than 1 year	No	–	42,367	–	42,367
Total			1,619,603	17,600	1,602,003
2023					
Group					
Not past due	No	0.22	555,198	1,205	553,993
Past due 0 to 3 months	No	0.07	17,838	12	17,826
Past due 3 to 6 months	No	0.05	6,049	3	6,046
Past due 6 to 12 months	No	5.59	4,558	255	4,303
More than 1 year	No	24.86	53,328	13,257	40,071
Total			636,971	14,732	622,239
Company					
Not past due	No	0.82	2,188,853	18,000	2,170,853
Past due 0 to 3 months	No	–	17,600	–	17,600
Past due 3 to 6 months	No	–	16,402	–	16,402
Past due 6 to 12 months	No	–	19,431	–	19,431
More than 1 year	No	–	–	–	–
Total			2,242,286	18,000	2,224,286

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Year ended 31 December 2024

39 FINANCIAL INSTRUMENTS (Cont'd)

(b) Credit risk (Cont'd)

Movements in the allowance for impairment of financial assets at amortised cost and contract assets are as follows:

	Group Lifetime ECL $'000
Balance at 1 January 2023	26,156
Currency translation difference	(87)
Impairment loss recognised:	
– Financial assets for which credit risk has increased significantly since initial recognition but that are not credit-impaired	892
– Financial assets that are credit-impaired at the reporting date (but that are not purchased or originated credit-impaired)	1,528
– Remaining financial assets	7,630
Loss allowance written back	(5,234)
Allowance utilised	(3,340)
Balance at 31 December 2023	27,545
Balance at 1 January 2024	27,545
Currency translation difference	(51)
Impairment loss recognised:	
– Financial assets for which credit risk has increased significantly since initial recognition but that are not credit-impaired	2,439
– Financial assets that are credit-impaired at the reporting date (but that are not purchased or originated credit-impaired)	869
– Remaining financial assets	11,208
Loss allowance written back	(674)
Allowance utilised	(5,019)
Balance at 31 December 2024	36,317

The total net impairment loss of $8,637,000 (2023: $4,816,000) have been recognised in "general and administrative" expenses.

Non-trade amounts due from subsidiaries

The Company held non-trade receivables from its subsidiaries of $181,940,000 (2023: $94,989,000). These balances are amounts lent to subsidiaries to satisfy short-term funding requirements. The Company uses an approach that is based on an assessment of qualitative and quantitative factors that are indicative of the risk of default. There is no significant increase in credit risk for these exposures. Therefore impairment on these balances has been measured on the 12 month expected credit loss basis; and the amount of the allowance is insignificant.

39 FINANCIAL INSTRUMENTS (Cont'd)

(c) Liquidity risk

The Group manages its liquidity risk with the view to maintaining a healthy level of cash and cash equivalents appropriate to the operating environment and expected cash flows of the Group. Liquidity requirements are maintained within the credit facilities established and are adequate and available to the Group to meet its obligations. The Group will continue to take steps to manage cost, cash flows and gearing to address its financial position. While the majority of contracts and new orders are secured on progressive payment terms, future new orders may result in increased working capital needs.

The table below analyses the maturity profile of the Group's and Company's financial instruments (including derivatives) based on contractual undiscounted cash inflows/(outflows), including estimated interest payments and excluding the impact of netting agreements:

		Cash flows			
	Carrying amount	Contractual cash flows	Less than 1 year	Between 1 and 5 years	Over 5 years
	$'000	$'000	$'000	$'000	$'000
Group					
31 December 2024					
Derivative financial liabilities					
Interest rate swaps	(6,214)	(9,295)	(5,309)	(3,986)	–
Forward foreign currency contracts	(185,955)				
– Inflow		4,403,628	2,630,682	1,772,946	–
– Outflow		(4,589,583)	(2,740,446)	(1,849,137)	–
Derivative financial assets					
Interest rate swaps	–	–	–	–	–
Forward foreign currency contracts	27,481				
– Inflow		2,166,703	1,023,439	1,143,264	–
– Outflow		(2,139,222)	(1,008,389)	(1,130,833)	–
Non-derivative financial liabilities					
Trade and other payables*#	(4,644,471)	(4,644,471)	(4,644,471)	–	–
Interest-bearing borrowings#	(2,651,284)	(2,981,550)	(399,404)	(2,554,089)	(28,057)
Lease liabilities	(488,236)	(1,010,810)	(62,328)	(220,424)	(728,058)
	(7,948,679)	(8,804,600)	(5,206,226)	(2,842,259)	(756,115)

* *Excludes deposits received, Goods and Services Tax and deferred grant income.*

\# *For the purposes of presentation of this liquidity table, the carrying amount of trade and other payables excludes finance costs payable while the interest-bearing borrowings include finance costs payable.*

NOTES TO THE FINANCIAL STATEMENTS
Year ended 31 December 2024

39 FINANCIAL INSTRUMENTS (Cont'd)

(c) Liquidity risk (Cont'd)

	Carrying amount $'000	Cash flows Contractual cash flows $'000	Less than 1 year $'000	Between 1 and 5 years $'000	Over 5 years $'000
Group					
31 December 2023					
Derivative financial liabilities					
Interest rate swaps	(72)	(148)	(148)	–	–
Forward foreign currency contracts	(16,160)				
– Inflow		1,955,923	1,811,026	144,897	–
– Outflow		(1,972,083)	(1,827,113)	(144,970)	–
Derivative financial assets					
Interest rate swaps	1,713	1,643	981	662	–
Forward foreign currency contracts	62,779				
– Inflow		2,913,871	1,979,157	934,714	–
– Outflow		(2,851,092)	(1,932,611)	(918,481)	–
Non-derivative financial liabilities					
Trade and other payables*#	(4,090,732)	(4,090,732)	(4,090,732)	–	–
Interest-bearing borrowings#	(3,034,375)	(3,330,809)	(784,676)	(2,172,373)	(373,760)
Lease liabilities	(533,760)	(1,088,597)	(63,727)	(259,992)	(764,878)
	(7,610,607)	(8,462,024)	(4,907,843)	(2,415,543)	(1,138,638)

* *Excludes deposits received, Goods and Services Tax and deferred grant income.*

For the purposes of presentation of this liquidity table, the carrying amount of trade and other payables excludes finance costs payable while the interest-bearing borrowings include finance costs payable.

	Carrying amount $'000	Cash flows Contractual cash flows $'000	Less than 1 year $'000	Between 1 and 5 years $'000	Over 5 years $'000
Company					
31 December 2024					
Non-derivative financial liabilities					
Trade and other payables*	(187,862)	(187,862)	(187,862)	–	–
Corporate guarantees	–	(2,576,593)	(2,576,593)	–	–
	(187,862)	(2,764,455)	(2,764,455)	–	–
31 December 2023					
Non-derivative financial liabilities					
Trade and other payables*	(63,611)	(63,611)	(63,611)	–	–
Corporate guarantees	–	(2,796,575)	(2,796,575)	–	–
	(63,611)	(2,860,186)	(2,860,186)	–	–

* *Excludes deposits received.*

39 FINANCIAL INSTRUMENTS (Cont'd)

(c) Liquidity risk (Cont'd)

The following table indicates the periods in which the cash flow associated with derivatives that are cash flow hedges are expected to impact profit or loss and the fair value of the related hedging instruments:

		Cash flows		
	Carrying amount	**Contractual cash flows**	**Less than 1 year**	**Between 1 and 5 years**
	$'000	**$'000**	**$'000**	**$'000**
Group				
31 December 2024				
Derivative financial liabilities				
Interest rate swaps	(6,214)	(9,295)	(5,309)	(3,986)
Forward foreign currency contracts	(161,626)			
– Inflow		3,891,964	2,119,018	1,772,946
– Outflow		(4,053,590)	(2,204,453)	(1,849,137)
Derivative financial assets				
Interest rate swaps	–	–	–	–
Forward foreign currency contracts	27,481			
– Inflow		2,166,703	1,023,439	1,143,264
– Outflow		(2,139,222)	(1,008,389)	(1,130,833)
	(140,359)	(143,440)	(75,694)	(67,746)
31 December 2023				
Derivative financial liabilities				
Interest rate swaps	(72)	(148)	(148)	–
Forward foreign currency contracts	(6,647)			
– Inflow		1,218,562	1,073,665	144,897
– Outflow		(1,225,209)	(1,080,239)	(144,970)
Derivative financial assets				
Interest rate swaps	1,713	1,643	981	662
Forward foreign currency contracts	61,987			
– Inflow		2,417,094	1,482,380	934,714
– Outflow		(2,355,107)	(1,436,626)	(918,481)
	56,981	56,835	40,013	16,822

(d) Estimation of fair values

Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows:

- Level 1 – Fair values are measured based on quoted prices (unadjusted) from active markets for identical financial instruments.
- Level 2 – Fair values are measured using inputs, other than those used for Level 1, that are observable for the financial instruments either directly (prices) or indirectly (derived from prices). These include forward pricing and swap models utilising present value calculations using inputs such as observable foreign exchange rates (forward and spot rates), interest rate curves and forward rate curves and discount rates that reflects the credit risks of various counterparties.
- Level 3 – Fair values are measured using inputs which are not based on observable market data (unobservable input).

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2024

39 FINANCIAL INSTRUMENTS (Cont'd)

(d) Estimation of fair values (Cont'd)

Securities

The fair value of financial assets at fair value through profit or loss, and fair value through other comprehensive income, is based on quoted market prices (bid price) in an active market at the balance sheet date without any deduction for transaction costs. If the market for a quoted financial asset is not active, and for unquoted financial assets, the Group establishes fair value by using other valuation techniques.

Derivatives

The fair value of forward exchange contracts is accounted for based on the difference between the contractual price and the current market price.

The fair value of interest rate swaps is the indicative amount that the Group is expected to receive or pay to terminate the swap with the swap counterparties at the balance sheet date.

Non-derivative non-current financial assets and liabilities

Fair values determined for non-derivative non-current financial assets and liabilities are calculated based on discounted expected future principal and interest cash flows at the market rate of interest at the reporting date. This includes determination for fair value disclosure purpose as well.

Other financial assets and liabilities

The carrying amounts of financial assets and liabilities with a maturity of less than one year (including trade and other receivables, cash and cash equivalents, and trade and other payables) are assumed to approximate their fair values because of the short period to maturity. All other financial assets and liabilities are discounted to determine their fair values.

For financial instruments that are not actively traded in the market, the fair value is determined by independent third party or using valuation techniques where applicable. The Group may use a variety of methods and make assumptions that are based on existing market conditions at each balance sheet date. Quoted market prices or dealer quotes for similar instruments are used to estimate the fair value for medium term notes for disclosure purpose. Other techniques, such as estimated discounted cash flows, are used to determine the fair value for the remaining financial instruments. Where discounted cash flow techniques are used, the management will estimate the future cash flows and use relevant market rate as the discount rate at the balance sheet date.

Non-current amount due from related parties

Fair values are calculated based on discounted expected future principal and interest cash flows at the market rate of interest at the reporting date.

Fair value hierarchy

The following table sets forth by level within the fair value hierarchy of the financial assets and liabilities that were accounted for at fair value on a recurring basis as of 31 December 2024. These financial assets and liabilities are classified in their entirety based on the lowest level of input that is significant to the fair value measurement. The assessment of the significance of a particular input to the fair value measurement requires judgement, and may affect the valuation of assets and liabilities and their placement within the fair value hierarchy levels.

39 FINANCIAL INSTRUMENTS (Cont'd)

(d) Estimation of fair values (Cont'd)

Financial assets and liabilities carried at fair value

	Fair value measurement using:			
	Level 1 $'000	**Level 2 $'000**	**Level 3 $'000**	**Total $'000**
Group				
At 31 December 2024				
Financial assets at fair value through other comprehensive income	705	–	29,899	30,604
Derivative financial assets	–	27,481	–	27,481
Derivative financial liabilities	–	(192,169)	–	(192,169)
Total	705	(164,688)	29,899	(134,084)
At 31 December 2023				
Financial assets at fair value through other comprehensive income	3,020	–	25,332	28,352
Financial assets at fair value through profit or loss	–	17,690	55,350	73,040
Derivative financial assets	–	64,492	–	64,492
Derivative financial liabilities	–	(16,232)	–	(16,232)
Total	3,020	65,950	80,682	149,652

In 2024 and 2023, there were no transfers between the different levels of the fair value hierarchy.

*Assets and liabilities not carried at fair value but for which fair values are disclosed**

	Fair value measurement using:			
	Level 1 $'000	**Level 2 $'000**	**Level 3 $'000**	**Total $'000**
Group				
At 31 December 2024				
Interest-bearing borrowings	–	(2,363,480)	–	(2,363,480)
At 31 December 2023				
Interest-bearing borrowings	–	(2,245,369)	–	(2,245,369)

* *Excludes financial assets and liabilities whose carrying amounts measured on the amortised cost basis that approximate their fair values due to their short-term nature, frequent repricing, and/or where the effect of discounting is immaterial.*

The following table presents the reconciliation of financial instruments measured at fair value based on significant unobservable inputs (Level 3).

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Year ended 31 December 2024

39 FINANCIAL INSTRUMENTS (Cont'd)

(d) Estimation of fair values (Cont'd)

	2024 $'000	2023 $'000
Group		
Balance at 1 January	80,682	2,642
Currency alignment	792	(580)
Additions	153	–
Disposal	(56,018)	–
Fair value gain/(losses)	4,290	(2,784)
Assumed in a business combination	–	81,404
Balance at 31 December	29,899	80,682

The following table presents the valuation techniques and key inputs that were used to determine the fair value of financial instruments categorised under Level 3 of the fair value hierarchy.

	Fair value $'000	Valuation techniques	Unobservable inputs	Range of unobservable inputs
Group				
At 31 December 2024				
Unquoted funds	18,607	Net asset value	Net asset value*	Not applicable
Unquoted equity shares	11,292	Discounted cash flow ("DCF")	Discount rate	9% - 10%
At 31 December 2023				
Unquoted funds	13,546	Net asset value	Net asset value*	Not applicable
Unquoted equity shares	67,136	Discounted cash flow ("DCF")	Discount rate	9% - 20%

* *Fair value of unquoted funds is determined by reference to the underlying assets value of the investee companies, which comprise mainly investments stated at fair value.*

39 FINANCIAL INSTRUMENTS (Cont'd)

(e) Fair value versus carrying amounts

The fair values of financial assets and liabilities, together with the carrying amounts shown in the balance sheets are as follows:

	Note	Mandatorily at FVTPL $'000	Fair value – hedging instruments $'000	FVOCI – Quoted equity shares $'000	FVOCI – Unquoted equity shares $'000	Financial assets at amortised cost $'000	Other financial liabilities $'000	Total carrying amount $'000	Fair value $'000
Group									
At 31 December 2024									
Cash and cash equivalents	18	–	–	–	–	1,941,555	–	1,941,555	1,941,555
Trade and other receivables*	10	–	–	–	–	2,185,364	–	2,185,364	2,150,503
Financial assets at fair value through other comprehensive income									
– Quoted equity shares	9(b)	–	–	705	–	–	–	705	705
– Unquoted equity shares	9(a)	–	–	–	29,899	–	–	29,899	29,899
Cash flow hedges									
– Forward foreign currency contracts	9(a)&(b)	–	27,481	–	–	–	–	27,481	27,481
		–	27,481	705	29,899	4,126,919	–	4,185,004	4,150,143
Trade and other payables**	19	–	–	–	–	–	4,664,651	4,664,651	4,664,651
Cash flow hedges									
– Forward foreign currency contracts	23(a)&(b)	–	161,626	–	–	–	–	161,626	161,626
– Interest rate swaps	23(a)&(b)	–	6,214	–	–	–	–	6,214	6,214
Financial liabilities at fair value through profit or loss									
– Forward foreign currency contracts	23(a)	24,329	–	–	–	–	–	24,329	24,329
Interest-bearing borrowings									
– Short-term borrowings	24	–	–	–	–	–	257,477	257,477	257,198
– Long-term borrowings	24	–	–	–	–	–	2,373,627	2,373,627	2,363,480
		24,329	167,840	–	–	–	7,295,755	7,487,924	7,477,498

* *Excludes Goods and Services Tax.*

** *Excludes deposits received, advance payment from customers, Goods and Services Tax and deferred grant income.*

NOTES TO THE FINANCIAL STATEMENTS
Year ended 31 December 2024

39 FINANCIAL INSTRUMENTS (Cont'd)

(e) Fair value versus carrying amounts (Cont'd)

	Note	Mandatorily at FVTPL $'000	Fair value – hedging instruments $'000	FVOCI – Quoted equity shares $'000	FVOCI – Unquoted equity shares $'000	Financial assets at amortised cost $'000	Other financial liabilities $'000	Total carrying amount $'000	Fair value $'000
Group									
At 31 December 2023									
Cash and cash equivalents	18	–	–	–	–	2,270,240	–	2,270,240	2,270,240
Trade and other receivables*	10	–	–	–	–	1,401,056	–	1,401,056	1,401,056
Financial assets at fair value through other comprehensive income									
– Quoted equity shares	9(b)	–	–	3,020	–	–	–	3,020	3,020
– Unquoted equity shares	9(a)	–	–	–	25,332	–	–	25,332	25,332
Cash flow hedges									
– Forward foreign currency contracts	9(a)&(b)	–	61,987	–	–	–	–	61,987	61,987
– Interest rate swaps	9(b)	–	1,713	–	–	–	–	1,713	1,713
Financial assets at fair value through profit or loss									
– Unquoted equity shares	9(a)	55,350	–	–	–	–	–	55,350	55,350
– Unquoted bonds	9(a)	17,690	–	–	–	–	–	17,690	17,690
– Forward foreign currency contracts	9(b)	792	–	–	–	–	–	792	792
		73,832	63,700	3,020	25,332	3,671,296	–	3,837,180	3,837,180
Trade and other payables**	19	–	–	–	–	–	4,107,935	4,107,935	4,107,935
Cash flow hedges									
– Forward foreign currency contracts	23(a)&(b)	–	6,647	–	–	–	–	6,647	6,647
– Interest rate swaps	23(a)	–	72	–	–	–	–	72	72
Financial liabilities at fair value through profit or loss									
– Forward foreign currency contracts	23(a)	9,513	–	–	–	–	–	9,513	9,513
Interest-bearing borrowings									
– Short-term borrowings	24	–	–	–	–	–	743,381	743,381	743,118
– Long-term borrowings	24	–	–	–	–	–	2,273,791	2,273,791	2,245,369
		9,513	6,719	–	–	–	7,125,107	7,141,339	7,112,654

* *Excludes Goods and Services Tax.*

** *Excludes deposits received, advance payment from customers, Goods and Services Tax and deferred grant income.*

39 FINANCIAL INSTRUMENTS (Cont'd)

(e) Fair value versus carrying amounts (Cont'd)

	Note	Financial assets at amortised cost $'000	Other financial liabilities $'000	Total carrying amount $'000	Fair value $'000
Company					
At 31 December 2024					
Cash and cash equivalents	18	26,879	–	26,879	26,879
Trade and other receivables*	10	1,602,003	–	1,602,003	1,602,003
		1,628,882	–	1,628,882	1,628,882
Trade and other payables**	19	–	187,862	187,862	187,862
At 31 December 2023					
Cash and cash equivalents	18	57,618	–	57,618	57,618
Trade and other receivables*	10	2,224,286	–	2,224,286	2,224,286
		2,281,904	–	2,281,904	2,281,904
Trade and other payables**	19	–	63,611	63,611	63,611

* *Excludes Goods and Services Tax.*
** *Excludes deposits received.*

(f) Capital management

The Group aims to maintain a sound capital base so as to maintain investor, creditor and market confidence and to sustain future development and growth of its businesses, while at the same time maintaining an appropriate dividend policy to reward shareholders. The Group monitors Economic Value Added attributable to shareholders, which the Group defines as net operating profit after tax less capital charge excluding non-controlling interests. Management also monitors the level of dividends paid to ordinary shareholders.

The Group seeks to maintain a balance between the higher returns that might be possible with higher levels of borrowings and the advantages and security afforded by a sound capital position. Capital is defined as equity attributable to the equity holders. The Group's debt to capitalisation ratio as at the balance sheet date was as follows:

	Group 2024 $'000	Group 2023 $'000
Debt	2,631,104	3,017,172
Total equity	6,340,797	6,415,562
Total debt and equity	8,971,901	9,432,734
Debt-to-capitalisation ratio	0.29	0.32

There were no changes in the Group's approach to capital management during the year.

The Group is required to maintain consolidated net borrowings to consolidated net assets (less dividends, goodwill and other intangible assets) ratio of not more than 1.75.

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2024

39 FINANCIAL INSTRUMENTS (Cont'd)

(g) Managing interest rate benchmark reform and associated risks

A fundamental review and reform of major interest rate benchmarks is being undertaken globally, including the replacement of some interbank offered rates (IBORs) with alternative nearly risk-free rates (referred as 'IBOR reform') as new benchmarks. Since the previous year, all affected financial instruments have effectively transitioned to the new benchmark rates or to an appropriate fallback rate.

Hedge accounting

The Group's hedged items and hedging instruments as at the reporting date are indexed to SORA and SOFR. The benchmark rates are quoted each day and the cash flows are exchanged with counterparties as usual.

Over 2022 to 2023, the Group replaced its SOR and LIBOR interest rate swaps with economically equivalent swaps referencing SORA and SOFR and modified its loans in hedging relationships indexed to SOR and LIBOR to reference SORA and SOFR.

Therefore, there is no longer uncertainty about when and how replacement may occur with respect to the relevant hedged items and hedging instruments. As a result, the Group no longer applies the Phase 1 Amendments to SFRS(I) 9 on Interest Rate Benchmark Reform to those hedging relationships.

The following table shows the total amounts of unreformed contracts and those with appropriate fallback language. The amounts of financial assets and liabilities are shown at their carrying amounts and derivatives are shown at their nominal amounts.

	SOR		LIBOR	
	Total amount of unreformed contracts $'000	Amount with appropriate fallback clause $'000	Total amount of unreformed contracts $'000	Amount with appropriate fallback clause $'000
Group				
31 December 2024				
Financial liabilities				
Secured bank loans	–	–	–	–
31 December 2023				
Financial liabilities				
Secured bank loans	–	400,000	–	–

40 CONTINGENT LIABILITIES

The Group is subject to various litigation, regulatory and arbitration matters in the normal course of business.

The Group rigorously defends the claims and, in the opinion of management, the resolution of these matters will not have a material effect on the financial position of the Group.

Civil action by EIG funds

In February 2018, Seatrium O&M was served a summons by eight investment funds (“Plaintiffs”) managed by EIG Management Company, LLC (“EIG”). The civil action was commenced in the United States District Court for the Southern District of New York on the basis that Seatrium O&M had allegedly violated the Racketeer Influenced and Corrupt Organizations Act (“RICO”). In April 2018, the Plaintiffs added, among other things, a state law claim for aiding and abetting fraud. In May 2020, the Court dismissed the Plaintiffs’ civil RICO conspiracy claim but denied Seatrium O&M’s motion to dismiss the Plaintiff's claim on aiding and abetting fraud. Consequently, the Plaintiffs sought US$221,000,000 plus punitive damages, interest, attorney’s fees, costs and disbursements, based on the remaining claim for aiding and abetting fraud.

In late September 2021, the Plaintiffs and Seatrium O&M each served a motion for summary judgment, seeking judgment on the abovementioned claim which the Plaintiffs had quantified at approximately US$820,000,000 in aggregate, including approximately US$442,000,000 in punitive damages and US$157,000,000 as pre-judgment interest.

Based on the advice of Seatrium O&M’s lawyers, there is low probability in the counterparty being awarded damages in a summary judgment. Owing to the uncertain outcome of the trial, the lawyers have expressed no opinion as to the likelihood of an unfavourable outcome or as to the potential amount of loss.

Separately, KL and Seatrium O&M had entered into an indemnity agreement in 2023, where KL would indemnify Seatrium O&M for any liability in excess of a stipulated sum agreed by both parties.

On 21 March 2024, a summary judgment was entered in favour of Seatrium O&M, dismissing the entire case brought by EIG. EIG has filed an appeal and the hearing is expected to take place in second half of 2025.

Corporate claim

In December 2024, KL issued a notice of claim pursuant to the indemnity as described in Note 22. Seatrium is contesting the claim of S$82.4 million and shall therefore treat the claim as a contingent liability.

Performance guarantees

The Company has provided performance guarantees of $22,846,145,000 (2023: $16,499,352,000) to subsidiaries in respect of their performance on contracts with customers. Under SFRS(I) 17, the Company has assessed that the future cash outflows is remote and risk adjustment for non-financial risk is immaterial. No liabilities were therefore recognised in the Company’s separate financial statements.

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2024

40 CONTINGENT LIABILITIES (Cont'd)

Corporate guarantees

	2024 $'000	2023 $'000
Company		
Unsecured corporate guarantees granted in respect of:		
– Term loans by subsidiaries	330,000	315,000
– Revolving credit facilities by subsidiaries	1,921,593	1,656,575
– Bonds issued by subsidiaries	325,000	825,000

As at 31 December 2024, the Company has provided guarantees to banks to secure external borrowings of its wholly-owned subsidiaries, Jurong Shipyard Pte Ltd and Seatrium Financial Services Pte. Ltd. (31 December 2023: Jurong Shipyard Pte Ltd, Estaleiro Jurong Aracruz Ltda and Seatrium Financial Services Pte. Ltd.). These financial guarantee contracts are accounted for as financial instruments.

The principal risk to which the Company is exposed to is credit risk in connection with guarantee contracts it has issued. The credit risk represents the loss that would be recognised upon a default by the parties to which the guarantees were given on behalf of. To mitigate these risks, management continually monitors the risk and has established processes including performing credit evaluations of the parties it is providing the guarantees on behalf of.

There are no terms and conditions attached to the guarantee contracts that would have a material effect on the amount, timing and uncertainty of the Company's future cash flows.

Estimates of the Company's obligation arising from financial guarantee contracts may be affected by future events, which cannot be predicted with any certainty. The assumptions made may well vary from actual experience so that the actual liability may vary considerably from the best estimates. As of balance sheet date, there is no provision made in respect of the obligations as the Company believes it is remote that these corporate guarantees will be called upon.

41 COMMITMENTS

Commitments not provided for in the financial statements are as follows:

	Group		Company	
	2024 $'000	2023 $'000	2024 $'000	2023 $'000
Approved capital commitment:				
– Approved capital expenditure commitment	26,574	27,340	–	8

42 SIGNIFICANT ACCOUNTING ESTIMATES AND JUDGEMENTS

Estimates, assumptions concerning the future and judgements are made in the preparation of the financial statements. They affect the application of the Group's accounting policies, reported amounts of assets, liabilities, income and expenses, and disclosures made. They are assessed on an on-going basis and are based on experience and relevant factors, including expectations of future events that are believed to be reasonable under the circumstances.

Key sources of estimation uncertainty

The key assumptions concerning the future and other key sources of estimation uncertainty at the balance sheet date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below.

Information on other significant areas of estimation uncertainty and critical judgements in applying accounting policies that have the most significant effect on the amounts recognised in the financial statements are described in the following notes:

(a) Impairment assessment of goodwill

In 2023, the Group recognised goodwill of $3,816,181,000 on acquisition of Seatrium Offshore & Marine Limited.

Post-combination, management undertook a strategic review of its business focus, operational footprint, and assets required to support its new strategy of building a profitable and resilient business going forward ("Strategic Review"); and identified core assets (also known as "Core CGUs") for business integration to reap benefits and synergies for the Group, as well as surplus assets (or the "Non-core assets") to its operations.

Goodwill recognised is then allocated to groups of Core CGUs together with the Delayed yards that remained in operation (collectively, the "Operating CGUs") at reporting date serving the Rigs & floaters, repairs & upgrades, offshore platforms and specialised shipbuilding operating segment. The goodwill reflects the future benefits and synergies created within these Operating CGUs, integrating as one unit, to be centrally managed and monitored. The allocation of goodwill may however change in future periods depending on re-organisation of these Operating CGUs, as the Group continues with its business integration plans.

This goodwill, together with the carrying values of non-financial assets deployed in the Operating CGUs, (refer to Note 4) were then tested for impairment.

The recoverable amount is determined based on value-in-use calculation using cash flow projections derived from the most recent financial budgets approved by the Board of Directors for the next five years, and extrapolated at a terminal value growth rate thereafter.

The estimated recoverable amount of the Operating CGUs is in excess of the carrying amounts of qualifying net assets including goodwill on consolidation. Accordingly, no impairment of goodwill was necessary at reporting date.

The key assumptions used in the estimation of recoverable amount are as follows:

Discount rate

The discount rate was 8.0% (2023: 8.2%). The discount rate was estimated based on weighted-average cost of capital, adjusted for a risk premium to reflect both the increased risk of investing in equities and the systematic risk of the Operating CGUs and weighted the Group's cost of debt and equity to reflect its capital structure.

The discount rate applied for impairment testing will be re-assessed each year based on management's current best estimate.

Terminal value growth rate

Terminal value growth rate determined at 3.35% (2023: 3.25%) is benchmarked against the long-term projected nominal GDP growth rate of developed countries, and Singapore's long-term inflation rate and long-term nominal GDP growth rate.

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2024

42 SIGNIFICANT ACCOUNTING ESTIMATES AND JUDGEMENTS (Cont'd)

***Key sources of estimation uncertainty** (Cont'd)*

(a) Impairment assessment of goodwill (Cont'd)

Cash flows

The cash flows are projected based on the Group's past experience, estimate of pipeline revenue, market observable data surrounding the state-owned and international oil majors' capital commitments and projected capital expenditures in oil and gas production and exploration activities, market expectations and developments for contract order prices, and demands for production solutions (or the "forecast order book"). The Group is also pivoting to focus on floating oil and LNG solutions and offshore renewable projects.

Forecasted margins are projected with reference to historical experience of project costs budget and planned efficiencies from repeated project types, and synergies from enhanced capabilities and labour pool.

Capital expenditure was estimated based on the Group's past experience and planned maintenance and replacement of existing assets. Management assumes replacement capital expenditure throughout the cash flow periods.

Sensitivity to changes in assumptions

Management has identified that a reasonably possible change in the following key assumptions could cause the carrying amount to exceed the recoverable amount.

	Change required for carrying amount to equal the recoverable amount	
	2024	**2023**
Group		
Discount rate; or	3.9%; or	1.9%; or
Terminal value growth rate; or	3.4%; or	2.8%; or
Terminal year gross margin	4.5%.	2.8%.
Assuming all things remain constant		

(b) Recoverable amounts of non-financial assets (excluding goodwill) for write-down

During the Group's strategic review, judgement was applied in considering the technological, market, economic or legal environment in which the Group operates, and evidence of obsolescence or physical damage and changes to the expected usage of the Group's assets as a result of change in business focus.

Information about the write-downs of surplus non-core assets, and separate impairment allowance of Delayed yards together with assumptions applied thereto are included in Note 4.

(c) Acquisition of subsidiary

In 2023, the Group made a significant acquisition, as disclosed in Note 44. In accounting for a business combination, estimates were required in performing the purchase price allocation of the fair values of identifiable assets acquired and liabilities (including contingent liabilities) assumed, and consideration transferred. The Group has used provisional amounts of purchase price allocation for the accounting of acquisition of subsidiary, and has a one year measurement period from acquisition date to complete the acquisition accounting. Fair value adjustments may arise on the completion of final purchase price allocation due to the estimation uncertainty involved.

The provisional amounts were finalised during the year without any further significant adjustments.

42 SIGNIFICANT ACCOUNTING ESTIMATES AND JUDGEMENTS (Cont'd)

Key sources of estimation uncertainty *(Cont'd)*

(d) Taxes

Current tax

The Group is subject to taxes in numerous jurisdictions. Significant judgement is involved in determining the group-wide provision for taxes. In determining the amount of current and deferred taxes, the Group takes into account the impact of uncertain tax positions and whether additional taxes and interest may be due.

There are certain transactions and computation for which the ultimate tax determination is uncertain during the ordinary course of business. The Group recognises liabilities for expected tax issues based on estimates of whether additional taxes will be due. The Group believes that its accruals for tax liabilities are adequate for all open years based on its assessment of many factors, including interpretations of tax law and prior experience. This assessment relies on estimates and assumptions and may involve a series of judgements about future events. Where the final tax outcome of these matters is different from the amounts that were initially recorded, such differences will impact the taxes and deferred tax provisions in the period in which such determination is made. The tax expense is disclosed in Note 32.

Deferred tax assets

Certain subsidiaries of the Group have tax benefits arising from unutilised tax losses, tax credits and deductible temporary differences, which are available for set-off against future taxable profits. Of these, the utilisation of these tax benefits, for which deferred tax asset was recognised, is presumed on the ability of the Group's subsidiaries to generate taxable profits in the foreseeable future.

International tax reform – Pillar Two model rules

The Organization for Economic Co-operation and Development has proposed a global minimum tax of 15% of reported profits (Pillar Two) that has been agreed upon in principle by over 140 countries. During 2024, many countries took steps to incorporate Pillar Two model rule concepts into their domestic laws. Although the model rules provide a framework for applying the minimum tax, countries may enact Pillar Two slightly differently than the model rules and/or on different timelines. Singapore has substantially enacted new legislation to implement a domestic minimum top-up tax and the income inclusion rule from financial year starting 1 January 2025. While the Group continues to monitor legislative developments, the Group does not anticipate Pillar Two to have a material impact on the Group's long-term financial position.

(e) Depreciation of property, plant and equipment

Property, plant and equipment are depreciated on a straight-line basis over their estimated useful lives. Management estimates the useful lives of these property, plant and equipment to be within 1 to 65 years. The carrying amounts of the Group's property, plant and equipment are set out in Note 4. Changes in the expected level of usage and technological developments could impact the economic useful lives and the residual values of these assets; therefore future depreciation charges could be revised.

(f) Provisions and contingent liabilities

Estimates of the Group's obligations arising from contracts that exist as at balance sheet date may be affected by future events, which cannot be predicted with any certainty. The assumptions and estimates are made based on management's knowledge and experience and may vary from actual experience so that the actual liability may vary considerably from the best estimates.

Warranty

The provision for warranty is based on estimates from known and expected warranty work and contractual obligations for further work to be performed after completion. The warranty expense incurred could be higher or lower than the provision made. Movements in provision for warranty are detailed in Note 22.

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2024

42 SIGNIFICANT ACCOUNTING ESTIMATES AND JUDGEMENTS (Cont'd)

***Key sources of estimation uncertainty** (Cont'd)*

(f) Provisions and contingent liabilities (Cont'd)

Site restoration costs

The provision for site restoration costs arising from operating leases is based on best estimate of the costs to be incurred beyond the 12 months period provided by external consultants and the scope of works to be agreed with the lessors. Given the complexities involved in carrying out the restoration work on certain sites in the longer run, the actual costs may vary from the estimate.

Contingent liabilities

Where it is not probable that an outflow of economic benefits will be required, or the amount cannot be estimated reliably, the obligation is disclosed as a contingent liability, unless the probability of outflow of economic benefits is remote.

Possible obligations, whose existence will only be confirmed by the occurrence or non-occurrence of one or more future events are also disclosed as contingent liabilities unless the probability of outflow of economic benefits is remote.

Disclosure of contingent liabilities is detailed in Note 40.

(g) Determination of net realisable value of inventories

The net realisable value of inventories is estimated by reference to contract prices. However, such net realisable value may not be the actual realisable value, arising from contract modifications, if any, which may result in other variable considerations. Such contract modifications may significantly affect the eventual realisable value of inventories; and there is a significant risk of resulting in a material adjustment to the carrying amounts of inventories in future periods.

(h) Determination of the appropriate rate to discount lease payments

The Group is required to exercise considerable judgement in determining the discount rate by taking into account the nature of the underlying assets and the terms and conditions of the leases, at both the commencement date and the effective date of any lease modification.

(i) Impairment assessment of the Company's investment in subsidiaries

Determining whether investments in subsidiaries are impaired requires an estimate of the recoverable amount of the subsidiaries. Estimating the recoverable amount requires the Company to make an estimate of the future cash flows expected from its investment and of an appropriate discount rate in order to calculate the present value of these cash flows. The forecasts used to estimate the future cash flows are subject to the risks noted in the impairment assessments of the Group's shipyards operated by these subsidiaries.

Arising from the Group's Strategic Review as described in Note 4, assets of certain investees were written down on basis of being surplus or damaged or obsolete. Accordingly, the cost of investment in these investees were assessed for impairment and the Company recognised a write-down of $64,534,000 in 2023.

42 SIGNIFICANT ACCOUNTING ESTIMATES AND JUDGEMENTS (Cont'd)

Critical accounting judgements in applying the Group's accounting policies

In the process of applying the Group's accounting policies, management has made certain judgements, apart from those involving estimations, which have significant effect on the amounts recognised in the financial statements.

(a) Revenue recognition and assessment of risk of foreseeable losses on long-term construction contracts

The Group has generally assessed its contracts relating to services for ship and rig repair, building, conversion and overhaul as a single performance obligation due to the inter-dependence of services provided in these contracts.

Significant judgement is required in determining whether the performance obligations are distinct. Such considerations include the Group's assessment of whether the customer can benefit from the good or service either on its own or together with other resources that are readily available to the customers and the Group's promise to transfer the good or service to the customer is separately identifiable from other promises in the contracts.

For contracts with variable considerations (such as change orders, liquidated damages or discounts), the Group has applied judgement in determining the transaction price for the recognition of revenue. Such judgement includes (i) assessment of the evaluation of any potential risks and factors which may affect the timely completion of the project as well as the quality of the output delivered to the customer (ii) expected outcomes from contract terms negotiation with customers.

The Group has recognised revenue on construction contracts, rigs & floaters, repairs & upgrades and offshore platforms based on the percentage of completion method in proportion to the stage of completion. The percentage of completion is assessed by reference to surveys of work performed. Significant judgement is required in determining the appropriate stage of completion for revenue recognition; and likewise, judgement is required in determining the triggering point of suspension of revenue recognition when it is no longer probable that inflow of economic benefits associated with the contracts will occur. Such considerations include the Group's assessment of the credit-worthiness of customers and an evaluation of the contract performance obligations discharged by the customers.

The Group conducts critical review of all its long-term construction contracts regularly. Allowance is made where necessary to account for onerous contracts. To determine the total costs, the Group monitors and reviews constantly the progress of all long-term construction contracts taking into consideration all inputs from both internal project managers and external customers. The review includes evaluating any potential risks and factors which may affect the contract price and timely completion of the construction contracts. The review also encompasses the cost analysis process whereby both actual costs incurred and future costs to complete are critically examined.

(b) Contract costs – fulfilment costs

For ship and rig building contracts with customers, the costs incurred during the construction phase are recognised as an asset (i.e. contract costs – fulfilment). Upon fulfilment of the performance obligation and recognition of revenue, these costs will be recognised in profit or loss. Significant judgement is required to determine if the contract costs recognised are expected to be recovered. Such judgement includes assessment of the evaluation of any potential risks and factors which may affect the customer ability to take delivery of the ship and rig. The review also encompasses the analysis of the industry outlook and the customers' financial health.

(c) Impairment of financial assets and contract assets

The Group follows the guidance of SFRS(I) 9 *Financial Instruments* in recognising loss allowances for expected credit losses on financial assets and contract assets.

The loss allowances for financial assets and contract assets are based on assumptions about risk of default and expected loss rates to be applied for the respective category of the financial assets and contract assets. The Group uses judgement in making these assumptions and selecting the input to the impairment calculation including credit default ratings, evaluation of the Group's past history of loss rate, existing market conditions as well as forward looking estimates at the end of each reporting period. The Group also evaluates, among other factors, financial restructuring (where relevant), credit-worthiness and financial health of and near-term business outlook of its customers, including factors such as industry and sector performance, changes in technology and operational and financing cash flows.

NOTES TO THE FINANCIAL STATEMENTS
Year ended 31 December 2024

42 SIGNIFICANT ACCOUNTING ESTIMATES AND JUDGEMENTS (Cont'd)

Critical accounting judgements in applying the Group's accounting policies *(Cont'd)*

(c) Impairment of financial assets and contract assets (Cont'd)

For certain financial assets and contract assets, the Group has a right to repossess or retain title, and to re-sell the assets delivered in the event of default by the customer. The Group has assessed and considered the value of the repossessed assets and applied a range of probability weighted possible outcomes in determining the expected credit loss.

In assessing the segmenting of the customers for the loss allowance, judgement is involved in determining the credit-worthiness and financial health of its customers whose conditions are subject to changes, which may require changes in the customers' segmentation, which in turn may affect the level of loss allowance in future periods.

The carrying amounts of financial assets and contract assets are disclosed in the following notes:

- Note 9 – Other financial assets
- Note 10 – Trade and other receivables
- Note 12 – Contract assets

(d) Exercise of extension option, purchase option and termination option

In determining the lease term, the Group considers all facts and circumstances that create an economic incentive to exercise an extension option, purchase option or option to terminate. Extension options (or periods after an optional termination date) are only included in the lease term if the lease is reasonably certain to be extended (or not terminated). Potential future cash outflows are not included in the lease liability if it is not reasonably certain that the leases will be extended (or not terminated) or that purchase options will be exercised. The assessment is reviewed if a significant event or a significant change in circumstances that is within the control of the lessee occurs and affects this assessment.

(e) Hedging accounting relationships

The Group determines whether an economic relationship exists between the cash flows of the hedged item and hedging instrument based on an evaluation of the qualitative characteristics of these items and the hedged risk that is supported by quantitative analysis. The Group considers whether the critical terms of the hedged item and hedging instrument closely align when assessing the presence of an economic relationship. The Group evaluates whether the cash flows of the hedged item and the hedging instrument respond similarly to the hedged risk, such as the benchmark interest rate or foreign currency. The Group further supports this qualitative assessment by using regression analysis to assess whether the hedging instrument is expected to be and has been highly effective in offsetting changes in the present value of the hedged item.

(f) Capitalisation of development costs

Significant managerial judgement and detailed evaluation is required to determine whether it is appropriate to capitalise or to continue to carry costs associated with the development of engineering designs for offshore solutions on the balance sheet. Such costs remain on the balance sheet while additional review and feasibility studies are performed on the designs. All such carried costs are subject to regular technical, commercial and management review on at least an annual basis to confirm the continued intent to develop. Where there is no longer an intention to continue the development, the costs are immediately expensed. The Group remains committed to developing the engineering designs and expects to carry the capitalised costs on its balance sheet.

The carrying amount of engineering designs under development is included in Note 13. When available for use, the costs capitalised will be reclassified within intangible assets and commence amortisation.

43 GROUP ENTITIES

Details of the Group's subsidiaries, associates and joint ventures are as follows:

Name of company	Place of incorporation and business	Principal activities	Effective equity held by the Group 2024 %	2023 %
Subsidiaries				
Gravifloat AS[2]	Norway	Engineering and related services	56	56
Joint Shipyard Management Services Pte Ltd[1]	Singapore	Managing dormitories	56	56
Jurong Shipbuilders Private Limited[1]	Singapore	Investment holding	100	100
Jurong Shipyard Pte Ltd[1]	Singapore	Ship and rig repair, building, conversion and related services	100	100
Marine Housing Services Pte. Ltd.[4]	Singapore	Amalgamated with Seatrium (SG) Pte. Ltd. on 5 June 2024	–	100
Nantong Seatrium Technology and Trading Development Co., Ltd[3]	People's Republic of China	Trade facilitation, distribution of goods, provision of services, and consultancy across diverse industries and markets	100	100
PPL Shipyard Pte Ltd[1]	Singapore	Rig building, repair and related services	100	100
Seatrium (SG) Pte. Ltd.[1]	Singapore	Ship and rig repair, building, conversion, offshore engineering and related services	100	100
Seatrium Financial Services Pte. Ltd.[1]	Singapore	Acting as the finance and treasury centre for the Group	100	100
Seatrium Offshore & Marine Limited[1]	Singapore	Investment holding company	100	100
SML Shipyard Pte Ltd[1]	Singapore	Ship repair and related services	100	100
Subsidiaries of Jurong Shipyard Pte Ltd				
Dolphin Rig 1 Pte. Ltd.[1]	Singapore	Provision of marine/offshore engineering and shipbuilding services	100	100
Dolphin Rig 2 Pte. Ltd.[1]	Singapore	Provision of marine/offshore engineering and shipbuilding services	100	100
Dolphin Rig 3 Pte. Ltd.[1]	Singapore	Provision of marine/offshore engineering and shipbuilding services	100	100
Dolphin Rig 4 Pte. Ltd.[1]	Singapore	Provision of marine/offshore engineering and shipbuilding services	100	100
Dolphin Rig 5 Pte. Ltd.[1]	Singapore	Provision of marine/offshore engineering and shipbuilding services	100	100
Dolphin Rig 6 Pte. Ltd.[1]	Singapore	Provision of marine/offshore engineering and shipbuilding services	100	100
Dolphin Rig 7 Pte. Ltd.[1]	Singapore	Provision of marine/offshore engineering and shipbuilding services	100	100
Estaleiro Jurong Aracruz Ltda[2]	Brazil	Ship and rig repair, building, conversion and related services	100	100
Jurong do Brasil Prestacao de Servicos Ltda[2]	Brazil	Ship and rig repair, building, conversion and related services	100	100
Jurong Netherlands B.V.[4]	Netherlands	Investment holding	100	100
Jurong Offshore Pte. Ltd.[1]	Singapore	Investment holding	100	100
Polar 1 Construcao Naval SPE Ltda[2]	Brazil	Construction of large vessels, maintenance and repair of vessels and floating structures, shipping activities and engineering services	100	100
Seatrium Engineering Penang Sdn. Bhd.[2]	Malaysia	Render services for engineering	100	100
Seatrium SSP Inc[4]	United States of America	In the process of termination of business registration	100	100

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43 GROUP ENTITIES (Cont'd)

Name of company	Place of incorporation and business	Principal activities	Effective equity held by the Group 2024 %	Effective equity held by the Group 2023 %
Subsidiaries of PPL Shipyard Pte Ltd				
Baker Marine Pte Ltd(4)	Singapore	Amalgamated with Seatrium Offshore Technology Pte. Ltd. on 21 February 2024	–	100
Baker Marine Services (HK) Limited(4)	Hong Kong	In the process of deregistration	100	100
Baker Marine Technology Inc.(4)	United States of America	De-registered from the business registry on 2 October 2024	–	100
Subsidiaries, associates and joint ventures of Seatrium (SG) Pte. Ltd.				
Aquarius Brasil B.V.(3)	Netherlands	Shipowner	100	100
Aragon AS(2)	Norway	Process design and engineering	50	50
Bulk Trade Pte Ltd(4)	Singapore	Amalgamated with Seatrium (SG) Pte. Ltd. on 12 January 2024	–	100
HiLoad LNG AS(4)	Norway	Amalgamated with Sevan Deepwater Technology AS on 28 Nov 2024	–	100
JPL Industries Pte Ltd(1)	Singapore	Processing and distribution of copper slag	85.8	85.8
Karimun Shiprepair & Engineering Pte Ltd(1)	Singapore	Investment holding	100	100
LMG Marin AS(2)	Norway	Ship design and engineering	100	100
LMG Marin France(3)	France	Ship design and engineering	60	60
LMG Oilcraft AS(4)	Norway	Ship design and engineering	100	100
Midcon Designer Sp. z o.o.(4)	Poland	Ship design and engineering	72.4	72.4
Pegasus Marine & Offshore Pte. Ltd.(4)	Singapore	Amalgamated with Seatrium Repairs & Upgrades Pte. Ltd. on 1 November 2024	–	100
PT Karimun Sembawang Shipyard(3)	Indonesia	Ship repair and related services	100	100
PT SMOE Indonesia(2)	Indonesia	Engineering, construction and fabrication of offshore structures	90	90
Seatrium Eco Pte. Ltd.(4)	Singapore	Amalgamated with Seatrium Eco Technology Pte. Ltd. on 1 April 2024	–	100
Seatrium Eco Technology Pte. Ltd. (fka. Seatrium Eco R&D Pte. Ltd.)(1)	Singapore	Research and development, holding of patents	100	100
Seatrium Eco Technology Pte. Ltd.(4)	Singapore	Amalgamated with Seatrium Eco Technology Pte. Ltd. on 1 April 2024	–	100
Seatrium Contractors Pte. Ltd.(4)	Singapore	In the process of liquidation	100	100
Seatrium Digital Pte. Ltd. (fka. Keppel Digi Pte. Ltd.)(1)	Singapore	Research and experimental development of digitalisation and automation industrial applications	100	–
Seatrium Energy (Fixed Platforms) Pte. Ltd. (fka. Seatrium Fixed Platforms Pte. Ltd.)(1)	Singapore	Engineering, construction and fabrication of offshore structures	100	100
Seatrium Marine Services Pte. Ltd.(1)	Singapore	Provision of tugging and sea transportation services	100	100
Seatrium Energy (International) Pte. Ltd. (fka. Seatrium O&G (International) Pte. Ltd.)(1)	Singapore	Ship and rig building, conversion and related services	100	100
Seatrium Offshore Renewable Services Ltd(3)	United Kingdom	Design, engineering, fabrication and installation of offshore platforms, modules and structures for the oil, gas and renewable energy industry	100	100
Seatrium Repairs & Upgrades Pte. Ltd.(1)	Singapore	Ship repair and related services	100	100

43 GROUP ENTITIES (Cont'd)

Name of company	Place of incorporation and business	Principal activities	Effective equity held by the Group 2024 %	Effective equity held by the Group 2023 %
Subsidiaries, associates and joint ventures of Seatrium (SG) Pte. Ltd. *(Cont'd)*				
Seatrium Solutions Pte. Ltd.[(1)]	Singapore	Provision of management and technical services	100	100
Seatrium Specialised Shipbuilding Pte. Ltd.[(1)]	Singapore	Shipbuilding, ship repair and related services	100	100
Sembawang Shipyard (S) Pte Ltd[(4)]	Singapore	Amalgamated with Seatrium Repairs & Upgrades Pte. Ltd. on 1 November 2024	–	100
Sembmarine Kakinada Limited[(4)]	India	Divested on 11 June 2024	–	35.8
SES Marine Services (Pte) Ltd[(1)]	Singapore	Marine services	100	100
Sevan Deepwater Technology AS (fka.Sevan SSP AS)[(2)]	Norway	Design, development, engineering and consulting related to offshore solutions	100	100
Shenzhen Chiwan Offshore Petroleum Engineering Company Ltd[(3)]	People's Republic of China	Equipment inspection, repair and maintenance services for oil reconnoiter and exploitation in South China Sea	35	35
Straits Overseas Pte. Ltd.[(1)]	Singapore	Investment holding and engineering, construction and fabrication of offshore marine structures	100	100
Subsidiaries and associates of Seatrium Offshore & Marine Limited				
Asian Lift Pte Ltd[(3)]	Singapore	Provision of heavy-lift equipment and related services	50	50
Atwin Offshore & Marine Pte Ltd[(3)]	Singapore	Investment holding company	30	30
FELS Offshore Pte Ltd[(1)]	Singapore	Holding of long-term investments	100	100
Green Scan Pte Ltd[(4)]	Singapore	Amalgamated with Alpine Engineering Services Pte Ltd on 20 May 2024	–	100
Hygrove Investments Limited[(4)]	British Virgin Islands	Holding of long-term investments	100	100
Keppel FELS Energy Manila, Inc.[(4)]	Philippines	Dissolved on 23 January 2025	–	100
KS Investments Pte Ltd[(1)]	Singapore	Holding of long-term investments	100	100
Seatrium Housing Pte. Ltd.[(1)]	Singapore	Amalgamated with Seatrium (SG) Pte. Ltd. on 31 May 2024	–	100
Seatrium Marine & Deepwater Technology Pte. Ltd.[(1)]	Singapore	Research and experimental development on deepwater engineering	100	100
Seatrium New Energy Limited[(1)]	Singapore	Construction, fabrication and repair of offshore production facilities and drilling rigs, power barges, specialised vessels and other offshore production facilities	100	100
Seatrium Energy (Americas) Pte. Ltd. (fka. Seatrium O&G (Americas) Limited)[(1)]	Singapore	Ship repairing, shipbuilding and conversion	100	100
Seatrium Offshore & Marine Technology Centre Pte. Ltd.[(1)]	Singapore	Research and development on marine and offshore engineering	100	100
Seatrium Offshore Technology Pte. Ltd.[(1)]	Singapore	Production of jacking systems	100	100
Seatrium Offshore Technology Arabia Limited.[(3)]	Saudi Arabia	Repairs, architectural engineering activities and related technical consultancy services	100	–
Seatrium Sea Scan Pte. Ltd.[(1)]	Singapore	Trading and installation of hardware, industrial, marine and building related products, leasing and provision of services	100	100

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43 GROUP ENTITIES (Cont'd)

Name of company	Place of incorporation and business	Principal activities	Effective equity held by the Group 2024 %	2023 %
Subsidiaries of FELS Offshore Pte Ltd				
Angra Propriedades & Administracao Ltda(2)	Brazil	Holding of long-term investments and property management	100	100
AzerFELS Pte Ltd(1)	Singapore	Holding of long-term investments	68	68
Benniway Pte Ltd(4)	Singapore	Amalgamated with FELS Offshore Pte Ltd on 22 April 2024	–	100
Bintan Offshore Fabricators Pte Ltd(3)	Singapore	Offshore engineering and construction business	60	60
Caspian Shipyard Company LLC(4)	Azerbaijan	In the process of liquidation	51	51
Delporton Navegacao e Participacoes Ltda(4)	Brazil	Engineering, construction, manufacturing and repair of offshore platforms and vessels	100	100
Estaleiro BrasFELS Ltda(2)	Brazil	Engineering, construction and fabrication of platforms for the oil and gas sector, shipyard works and other general business activities	100	100
FSTP Brasil Ltda(2)	Brazil	Procurement of equipment and materials for the construction of offshore production facilities	75	75
FSTP Pte Ltd(1)	Singapore	Project management, engineering and procurement	75	75
Greenwood Pte Ltd(1)	Singapore	Holding of long-term investments	100	100
Guanabara Navegacao Ltda(2)	Brazil	Ship owning	100	100
Seatrium AmFELS Mexico Engineering, SA de CV(4)	Mexico	Provision of engineering and drafting services	100	100
Seatrium AmFELS, Inc.(4)	United States of America	Construction and repair of offshore drilling rigs and offshore production facilities	100	100
Seatrium FELS Brasil Investments Ltda(4)	Brazil	Holding of long-term investments	100	100
Seatrium FELS Brasil Navegacao Ltda(4)	Brazil	Ship owning	100	100
Seatrium FELS Brasil SA(2)	Brazil	Engineering, construction and fabrication of platforms for the oil and gas industry	100	100
Seatrium Engineering Shenzhen Co., Ltd(3)	People's Republic of China	Marine and offshore engineering services	100	100
Seatrium Engineering Wuhan Co., Ltd(3)	People's Republic of China	Marine and offshore engineering services	100	100
Seatrium Offshore Technology Middle East FZE (fka. Seatrium Letourneau Middle East FZE)(2)	United Arab Emirates	Oilfield equipment trading, service and repair	100	100
Seatrium Letourneau USA, Inc(4)	United States of America	Design and license of various offshore rigs and platforms	100	100
Keppel MexFELS, SA de CV(4)	Mexico	In the process of liquidation	100	100
Seatrium Engineering Kuala Lumpur Sdn. Bhd.(3)	Malaysia	Marine and offshore engineering services	100	100
Seatrium Engineering Mumbai Private Limited(3)	India	Marine and offshore engineering services	100	100
Seatrium Offshore & Marine USA, Inc(4)	United States of America	Offshore and marine-related services	100	100
Seatrium Singmarine Brasil Ltda(2)	Brazil	Shipbuilding	100	100

43 GROUP ENTITIES (Cont'd)

Name of company	Place of incorporation and business	Principal activities	Effective equity held by the Group 2024 %	Effective equity held by the Group 2023 %
Subsidiaries of FELS Offshore Pte Ltd *(Cont'd)*				
KV Enterprises B.V.[4]	Netherlands	Holding of long-term investments	100	100
KV Ventus B.V.[4]	Netherlands	Investment holding company	100	100
KVE Administradora de Bens Imoveis Ltda[2]	Brazil	Holding of long-term investments and property management	100	100
KVE Investments B.V.[4]	Netherlands	Project management services	100	100
Lindel Pte Ltd[1]	Singapore	Project management, engineering and procurement	100	100
Navegantes Administracoes de Bens Moveis e Imoveis Ltda[4]	Brazil	Shipbuilding	100	100
Offshore Wind 1 Pte Ltd[1]	Singapore	Chartering of ships, barges and boats with crew	100	100
OWEC Tower AS[4]	Norway	Offshore engineering and construction	100	100
Prismatic Services Limited[4]	British Virgin Islands	Project procurement	100	100
PT Bintan Offshore[3]	Indonesia	Offshore engineering and construction	60	60
Regency Steel Japan Limited[4]	Japan	Sourcing, fabricating and supply of specialised steel components	51	51
Renewables Assets Partners Pte Ltd[4]	Singapore	In the process of liquidation	100	100
Seatrium ACE Pte. Ltd.[1]	Singapore	Chartering of ships, barges and boats with crew	100	100
Associates of FELS Offshore Pte Ltd				
Blue Tern Holding AS[2]	Norway	Owning and leasing of multi-purpose self-elevating platforms	49	49
BPP Cables Limited[4]	United Kingdom	Design and supply of subsea power cables and consultancy service for deepwater cables	30	30
Deepwater Marine Technology LLC[4]	Cayman Islands	Acquiring and holding of intellectual property rights relating to offshore structures	50	50
FloaTec de Mexico SA de CV[4]	Mexico	Procurement	50	50
FloaTEC LLC[4]	United States of America	Terminated in the State of Texas on 1 October 2024	–	50
Floatec Offshore Servicos de Petroleo Do Brasil Ltda[4]	Brazil	Operating of oil rigs	50	50
FloaTEC Singapore Pte Ltd[3]	Singapore	Manufacturing and repair of oil rigs	50	50

NOTES TO THE FINANCIAL STATEMENTS
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43 GROUP ENTITIES (Cont'd)

Name of company	Place of incorporation and business	Principal activities	Effective equity held by the Group 2024 %	2023 %
Subsidiaries of KS Investments Pte Ltd				
Alpine Engineering Services Pte Ltd(1)	Singapore	Marine contracting	100	100
Batangas Topside Fabricators, Inc.(4)	Philippines	In the process of dissolution	100	100
Blastech Abrasives Pte Ltd(4)	Singapore	Amalgamated with Alpine Engineering Services Pte Ltd on 8 April 2024	–	100
Blue Ocean Solutions Pte Ltd(4)	Singapore	Manufacture and repair of marine engines and ship parts	70	70
Gas Technology Development Pte Ltd(4)	Singapore	In the process of liquidation	100	100
Kagp Bauan Inc.(4)	Philippines	In the process of dissolution	62.5	62.5
Kagp Bauan Land Inc.(4)	Philippines	In the process of dissolution	100	100
Keppel Batangas Shipyard, Inc(4)	Philippines	In the process of dissolution	98.8	98.8
Seatrium Nantong Heavy Industry Co., Ltd(2)	People's Republic of China	Engineering and construction of specialised vessels	100	100
Seatrium Nantong Shipyard Co., Ltd(2)	People's Republic of China	Engineering and construction of specialised vessels	100	100
Seatrium Philippines Marine, Inc(2)	Philippines	Shipbuilding and repairing	99	99
Seatrium Subic Shipyard, Inc(2)	Philippines	Shipbuilding and repairing	78	78
Seatrium Singmarine Pte. Ltd.(1)	Singapore	Shipbuilding and repairing	100	100
Associates and joint venture of KS Investments Pte Ltd				
Arab Heavy Industries PJSC(4)	United Arab Emirates	In the process of liquidation	33	33
Consort Land, Inc.(2)	Philippines	Property owners	24	24
Dyna-Mac Keppel Philippines Inc(4)	Philippines	In the process of dissolution	40	40
FueLNG Pte Ltd(3)	Singapore	Provide end-to-end LNG bunkering supply solution	50	50
Keppel Smit Oversea Pte. Ltd.(3)	Singapore	Investment holding company	51	51
Nakilat - Keppel Offshore & Marine Ltd(2)	Qatar	Ship repairing	20	20
PV Keez Pte Ltd(3)	Singapore	Chartering of ships, barges and boats with crew	20	20

(1) Audited by KPMG LLP, Singapore
(2) Audited by member firms of KPMG International in the respective countries
(3) Audited by other firms and not significant
(4) These companies are not required to be audited under the laws of their country of incorporation and not significant

44 ACQUISITION OF SUBSIDIARIES

(i) Acquisition of a subsidiary

During the year, the Group had acquired 100% interests in Seatrium Digital Pte. Ltd. (formerly known as Keppel Digi Pte. Ltd.).

Details of the consideration transferred, the fair values of the assets acquired and liabilities assumed, and the effects on cash flows of the Group, at the acquisition date, are as follows:

	2024 $'000
Effect on cash flows of the Group	
Cash paid	(400)
Cash and cash equivalents in subsidiary acquired	41
Cash outflow on acquisition	(359)
Identifiable assets acquired and liabilities assumed[1]	
Property, plant and equipment	103
Trade and other receivables	42
Contract assets	850
Cash and cash equivalents	41
Total assets	1,036
Trade and other payables	897
Total liabilities	897
Total identifiable net assets	139
Add: Goodwill acquired	261
Consideration transferred for the businesses	400

[1] The above fair values of identifiable assets acquired and liabilities assumed have been determined on provisional basis as of 31 December 2024.

(ii) Acquisition of Seatrium O&M

On 28 February 2023, the Group acquired 100% of the shares and voting interests in Seatrium O&M from KL.

As consideration for its acquisition of Seatrium O&M, the Group issued new shares to KL and its shareholders representing 54% of the shares in the Group.

For the ten months ended 31 December 2023, Seatrium O&M contributed revenue of $3,880,629,000 and loss of $980,373,000 to the Group's results. If the acquisition had occurred on 1 January 2023, management estimated that the consolidated revenue and loss for twelve months ended 31 December 2023 would have been $7,921,954,000 and $2,308,743,000 respectively.

NOTES TO THE FINANCIAL STATEMENTS
Year ended 31 December 2024

44 ACQUISITION OF SUBSIDIARIES (Cont'd)

(ii) Acquisition of Seatrium O&M (Cont'd)

Details of the consideration transferred, the fair values of the assets acquired and liabilities (including contingent liabilities) assumed, the non-controlling interests recognised and the effects on cash flows of the Group, at the acquisition date, are as follows:

	2023 $'000
Purchase consideration	
Equity instruments issued (36,848,072,918 ordinary shares)	4,679,705
Consideration transferred for the businesses	4,679,705
Effect on cash flows of the Group	
Cash paid	–
Cash and cash equivalents in subsidiaries acquired	742,854
Cash inflow on acquisition	742,854
Identifiable assets acquired and liabilities assumed[1]	
Property, plant and equipment	1,161,678
Right-of-use assets	697,212
Intangible assets	452,241
Interests in associates and joint ventures	204,142
Other financial assets	126,589
Trade and other receivables[2]	445,395
Deferred tax assets	67,920
Inventories	262,410
Contract assets	2,066,958
Tax recoverable	1,571
Assets held for sale	20,043
Cash and cash equivalents	742,854
Total assets	6,249,013
Trade and other payables	2,252,885
Contract liabilities	703,671
Provisions	1,033,998
Other financial liabilities	745
Current tax payable	7,229
Interest-bearing borrowings	938,399
Lease liabilities	291,266
Deferred tax liabilities	143,001
Total liabilities	5,371,194
Total identifiable net assets	877,819
Less: Non-controlling interests	(14,295)
Add: Goodwill acquired	3,816,181
Consideration transferred for the businesses	4,679,705

1 The above fair values of identifiable assets acquired and liabilities assumed previously determined on provisional basis as of 31 December 2023 were finalised during the year without any further significant adjustments.

2 Trade and other receivables comprise gross contractual amounts due of $528,470,000, of which $83,075,000 was expected to be uncollectible at date of acquisition.

44 ACQUISITION OF SUBSIDIARIES (Cont'd)

(ii) Acquisition of Seatrium O&M (Cont'd)

Equity instruments issued

An equity value exchange ratio as advised by external joint financial advisors to parties of the transaction was applied in determining the number of new ordinary shares issued as share capital for the purchase consideration. For this purpose, fair value of $0.127 per ordinary share premised on listed share price of the Company at 27 February 2023.

Acquisition-related costs

The Group incurred acquisition-related costs amounting to $33,000,000, of which $17,000,000 was recognised in 2023 and $16,000,000 in prior years. These costs have been included in general and administrative expenses.

Goodwill

The goodwill is attributable mainly to the synergies expected to be achieved from integrating Seatrium O&M into the Group's existing businesses, arising from greater economies of scale, combined technical and engineering ability, as well as leverage on in-house design and R&D know-how to expand the Group's suite of technological capabilities. Together with the assembled workforce of Seatrium O&M acquired, the Group expects to reap future economic benefits as the Group positions itself to pursue expanded opportunities for growth in the areas of renewables, new energy and cleaner O&M solutions. Collectively, these are future economic benefits the Group expects to reap from capitalising the goodwill on acquisition on balance sheet but within current accounting standards, none of these can be individually recognised and measured.

The goodwill is not deductible for tax purposes.

Contingent Liabilities

With reference to status and circumstances surrounding the outstanding litigation claims and contingencies (the "cases") that prevailed on acquisition date, the fair value of the contingent liabilities assumed from acquisition of Seatrium O&M has been assessed to be not material. Depending on how the outstanding cases evolve or settle in future periods, there could be significant financial effects in profit or loss in future periods.

(iii) Consolidation of Marine Housing Services Pte. Ltd. ("MHS") and Joint Shipyard Management Services Pte Ltd ("JSMS")

Arising from the acquisition of Seatrium O&M, the Group has obtained control and holds 100% and 56% equity interest in MHS and JSMS, respectively. Prior to the combination of Seatrium O&M, MHS and JSMS were equity-accounted investees of Seatrium Limited and Seatrium O&M, respectively. With the combined interest held in these investees by Seatrium Limited and Seatrium O&M, these investees have become subsidiaries of the Group from the combination date of Seatrium O&M, and accordingly consolidated by the Group.

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2024

44 ACQUISITION OF SUBSIDIARIES (Cont'd)

(iii) Consolidation of Marine Housing Services Pte. Ltd. ("MHS") and Joint Shipyard Management Services Pte Ltd ("JSMS") (Cont'd)

The financial effects from consolidation of individual assets and liabilities of MHS and JSMS are set out below.

	2023 **$'000**
Property, plant and equipment	62,622
Trade and other receivables	3,157
Cash and cash equivalents	7,189
Total assets	72,968
Trade and other payables	42,588
Provisions	300
Current tax payable	1,638
Deferred tax liabilities	1,333
Total liabilities	45,859
Total net assets	27,109
Less: Non-controlling interests	(704)
	26,405

45 OPERATING SEGMENTS

(a) Business segments

The Group has two reportable segments. They are: (i) rigs & floaters, repairs & upgrades, offshore platforms and specialised shipbuilding; and (ii) ship chartering. The business units are managed separately because of their different business activities. The results of all projects related to shipbuilding and repairs are reviewed as a whole and form the basis for resource allocation decisions of the shipyard activities.

The accounting policies are described in Note 3. Inter-segment sales and transfers are carried out on an arm's length basis. Segment assets consist primarily of property, plant and equipment, intangible assets, current assets and exclude inter-segment balances. Segment liabilities comprise mainly operating liabilities and exclude inter-segment balances. Performance is measured based on segment profit before tax, as included in the internal management reports that are reviewed by the Chief Operating Decision Maker, which is defined to be the Group's CEO and senior leadership team. Segment profit is used to measure performance as management believes that such information is the most relevant in evaluating the results of certain segments relative to other entities that operate within these industries.

Other ancillary operations include bulk trading in marine engineering related products, provision of harbour tug services to port users, collection and treatment of used copper slag, and the processing and distribution of copper slag for blast cleaning purposes.

45 OPERATING SEGMENTS (Cont'd)

(a) Business segments (Cont'd)

	Rigs & floaters, Repairs & upgrades, Offshore platforms and Specialised shipbuilding $'000	Ship chartering $'000	Others $'000	Elimination $'000	Total $'000
31 December 2024					
Revenue					
Sales to external parties	9,184,441	44,793	1,468	–	9,230,702
Inter-segment sales	–	–	1,890	(1,890)	–
Total	9,184,441	44,793	3,358	(1,890)	9,230,702
Results					
Segment results	173,428	3,286	35,738	–	212,452
Finance income	171,238	79	222,872	(255,668)	138,521
Finance costs	(304,090)	(2,393)	(212,256)	255,668	(263,071)
Non-operating items	82,430	–	–	–	82,430
Share of results of associates and joint ventures, net of tax	1,029	–	19,154	–	20,183
Profit before tax	124,035	972	65,508	–	190,515
Tax expense	(10,441)	(3,387)	(20,788)	–	(34,616)
Profit/(loss) for the year	113,594	(2,415)	44,720	–	155,899
Assets					
Segment assets	17,024,282	255,700	5,662,779	(5,911,331)	17,031,430
Investments in associates and joint ventures	10,288	–	181,668	–	191,956
Deferred tax assets	248,385	2,394	1,056	–	251,835
Tax recoverable	8,117	–	–	–	8,117
Total assets	17,291,072	258,094	5,845,503	(5,911,331)	17,483,338
Liabilities					
Segment liabilities	12,656,623	89,562	4,173,375	(5,911,331)	11,008,229
Deferred tax liabilities	68,706	–	–	–	68,706
Current tax payable	45,949	2,115	17,542	–	65,606
Total liabilities	12,771,278	91,677	4,190,917	(5,911,331)	11,142,541
Capital expenditure	98,886	2,921	65	–	101,872
Significant non-cash items					
Depreciation and amortisation	396,337	16,509	1,915	–	414,761
Fair value changes on investments at fair value through profit or loss (FVTPL)	(4,893)	–	(10,945)	–	(15,838)
Provision for onerous contract, net	113,162	–	–	–	113,162
Write-back of corporate claims	(82,430)	–	–	–	(82,430)
Write-back of restoration costs, net	(12,526)	–	–	–	(12,526)
Property, plant and equipment written off	314	–	–	–	314
Write-back of inventories, net	(298)	–	3	–	(295)
Impairment losses on trade receivables and contract assets, net	7,732	–	905	–	8,637
Reversal of assumption of liabilities on behalf of a joint venture	(11,000)	–	–	–	(11,000)

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45 OPERATING SEGMENTS (Cont'd)

(a) Business segments (Cont'd)

	Rigs & floaters, Repairs & upgrades, Offshore platforms and Specialised shipbuilding $'000	Ship chartering $'000	Others $'000	Elimination $'000	Total $'000
31 December 2023					
Revenue					
Sales to external parties	7,257,677	31,625	2,186	–	7,291,488
Inter-segment sales	–	–	73,331	(73,331)	–
Total	7,257,677	31,625	75,517	(73,331)	7,291,488
Results					
Segment results	(1,553,901)	1,024	(19,772)	–	(1,572,649)
Finance income	237,047	47	189,965	(230,824)	196,235
Finance costs	(316,237)	(1,051)	(201,720)	230,824	(288,184)
Non-operating items	(341,360)	–	(16,961)	–	(358,321)
Share of results of associates and joint ventures, net of tax	3,012	–	4,042	–	7,054
(Loss)/profit before tax	(1,971,439)	20	(44,446)	–	(2,015,865)
Tax expense	(10,708)	(419)	(2,741)	–	(13,868)
Loss for the year	(1,982,147)	(399)	(47,187)	–	(2,029,733)
Assets					
Segment assets	16,833,036	267,159	3,334,457	(4,612,987)	15,821,665
Investments in associates and joint ventures	11,546	–	168,721	–	180,267
Deferred tax assets	214,999	3,399	1,654	–	220,052
Tax recoverable	5,057	–	–	–	5,057
Total assets	17,064,638	270,558	3,504,832	(4,612,987)	16,227,041
Liabilities					
Segment liabilities	10,546,673	98,149	3,650,136	(4,612,987)	9,681,971
Deferred tax liabilities	96,979	–	1,420	–	98,399
Current tax payable	24,496	2,494	4,119	–	31,109
Total liabilities	10,668,148	100,643	3,655,675	(4,612,987)	9,811,479
Capital expenditure	120,760	836	730	–	122,326
Significant non-cash items					
Depreciation and amortisation	442,585	11,045	2,664	–	456,294
Fair value changes on investments at fair value through profit or loss (FVTPL)	(3,046)	–	28,623	–	25,577
Write-down of property, plant and equipment	861,488	5,159	–	–	866,647
Write-down of right-of-use assets	277,681	–	–	–	277,681
Write-down of intangible assets	87,607	–	–	–	87,607
Write-down of investment in associates	–	–	16,961	–	16,961
Provision for onerous contract	208,949	–	–	–	208,949
Provision for legal claims	258,930	–	–	–	258,930
Provision for corporate claims	82,430	–	–	–	82,430
Provision for restoration costs, net	9,421	–	–	–	9,421
Property, plant and equipment written off	3,748	–	–	–	3,748
Write-down of inventories	120,783	–	–	–	120,783
(Write-back of) impairment losses on trade receivables and contract assets, net	(2,351)	–	7,167	–	4,816

45 OPERATING SEGMENTS (Cont'd)

(b) Geographical segments

The Group operates in 21 (2023: 20) countries and headquarters in the Republic of Singapore.

In presenting information on the basis of geographical segments, segment revenue is based on the geographical location of customers. Segment assets are based on the geographical location of the assets.

	Revenue from external customers $'000	Capital expenditure $'000	Non-current assets[1] $'000	Total assets $'000
31 December 2024				
Singapore	500,483	57,965	7,412,563	14,339,719
Rest of Asia, Australia & India	708,209	6,230	90,764	546,835
Rest of Middle East & Africa	168,566	8	11,643	50,373
United Kingdom	126,876	10	3,709	50,491
Norway	111,187	199	110,682	121,096
The Netherlands	602,990	2,921	90,948	121,342
Rest of Europe	428,684	174	221	2,679
Brazil	5,308,132	33,286	1,286,107	2,114,837
U.S.A.	1,267,757	1,079	42,907	135,246
Other countries	7,818	–	559	720
Total	9,230,702	101,872	9,050,103	17,483,338
31 December 2023				
Singapore	503,704	93,091	7,630,919	13,194,765
Rest of Asia, Australia & India	599,247	11,163	334,414	573,048
Middle East & Africa	111,991	34	11,683	49,513
United Kingdom	189,611	64	3,805	11,940
Norway	325,542	110	96,802	109,636
The Netherlands	234,170	–	78,049	144,149
Rest of Europe	631,957	35	116	2,980
Brazil	3,803,778	16,637	1,366,654	2,006,607
U.S.A.	880,322	1,190	49,908	134,131
Other countries	11,166	2	26	272
Total	7,291,488	122,326	9,572,376	16,227,041

[1] Non-current assets presented consist of property, plant and equipment, right-of-use assets, investments in associates and joint ventures, trade and other receivables and intangible assets.

(c) Major customers

In 2024, revenue from one (2023: one) customer of the Group's rigs & floaters, repairs & upgrades, offshore platforms and specialised shipbuilding segment represents approximately 55 per cent (2023: 49 per cent) of the Group's total revenue.

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2024

46 CLIMATE-RELATED RISKS

The Group is cognizant that the impacts of climate change pose a significant challenge to the Group's long-term stability, growth, and operational continuity, influencing the Group's current and future business strategies. Through the Group's Integrated Assurance Framework ("IAF"), the Group systematically identifies, evaluates, mitigates, and controls material risks. "Climate Change and Decarbonisation" has been identified as a strategic risk, encompassing both challenges and opportunities that could affect the Group's objectives and operations in the short, medium, and long term.

This note presents information regarding the Group's exposures to climate risks.

Climate-related risks

Climate-related risks refer to the potential negative impacts of climate change on the Group, influencing various core risk categories. Due to their pervasive nature, they are addressed and managed at a holistic level within the Group.

According to the Group's most recent Climate Risk Assessment Report, the Group faces a range of physical risks from climate change, including extreme weather events such as heatwaves, rainfall, flooding, and high winds, as well as transition risks, such as rising raw material costs, shifts in customer behavior, and disruptions in technology investments. These risks could present substantial challenges to the Group's operations and sustainability initiatives, including threats to revenue streams and the risk of stranded assets.

Governance Structure

In 2023, the Group established a sustainability governance structure, led by the Board of Directors, which oversees strategies, integrates stakeholder feedback, and ensures accountability for sustainability performance.

Enterprise Risk Management & Capital Allocation

The Group has developed a formal, effective enterprise risk management framework for:

- Identifying risk factors and assessing their potential impact on the Group's financial statements.
- Allocating responsibilities for managing each identified risk factor.

The Group has identified the following climate-related risk factors, which impact the Group's financial instruments, and has incorporated them into its principal risk management processes:

- Transition risk on ESG targets: The Group faces transition risks related to meeting pre-determined ESG targets on its sustainability-linked loans (SLLs). In the event where the Group achieves these ESG targets, the Group benefits from lower credit margins on these SLLs. The Group does not expect differences in finance costs to be material to the financial statements.
- Receivables exposed to increased transition risks: The Group has identified industries that are subject to heightened climate regulation, potentially negatively affecting their business models. Climate-related risks have been incorporated into the Group's Expected Credit Loss (ECL) assessment. The Group does not expect a material impact arising from this risk.
- Physical risk to fixed assets: The Group has identified areas where it operates that are exposed to increased physical risks, such as extreme weather events. These physical risks have been considered in the impairment assessment of property, plant and equipment. The impairment losses recognised in 2023 arose from the Group strategic review. There were no significant impairment losses from physical risk caused by climate risk change.

The Group continues to monitor and assess the impact arising from these climate-related risk factors on its operation and financial performance.

47 CHANGES IN MATERIAL ACCOUNTING POLICIES

New accounting standards and amendments

The Group has applied the following SFRS(I)s, amendments to and interpretations of SFRS(I) for the first time for the annual period beginning on 1 January 2024:

- Amendments to SFRS(I) 16 *Lease Liability in a Sale and Leaseback*

- Amendments to SFRS(I) 1-7 and SFRS(I) 7 *Supplier Finance Arrangements*

The application of these amendments to accounting standards and interpretations does not have a material effect on the financial statements.

48 NEW ACCOUNTING STANDARDS AND INTERPRETATIONS NOT ADOPTED

A number of new accounting standards and interpretations and amendments to accounting standards are effective for annual periods beginning after 1 January 2024 and earlier application is permitted. However, the Group has not early adopted the new or amended accounting standards and interpretations in preparing these financial statements.

(i) SFRS(I) 18 *Presentation and Disclosure in Financial Statements*

SFRS(I) 18 will replace SFRS(I) 1-1 *Presentation of Financial Statements* and applies for annual reporting periods beginning on or after 1 January 2027. The new standard introduces the following key new requirements.

- Entities are required to classify all income and expenses into five categories in the statement of profit or loss, namely the operating, investing, financing, discontinued operations and income tax categories. Entities are also required to present a newly-defined operating profit subtotal. Entities' net profit will not change.

- Management-defined performance measures (MPMs) are disclosed in a single note in the financial statements.

- Enhanced guidance is provided on how to group information in the financial statements.

In addition, all entities are required to use the operating profit subtotal as the starting point for the statement of cash flows when presenting operating cash flows under the indirect method. The Group is still in the process of assessing the impact of the new standard, particularly with respect to the structure of the Group's statement of profit or loss, the statement of cash flows and the additional disclosures required for MPMs. The Group is also assessing the impact on how information is grouped in the financial statements, including for items currently labelled as other.

(ii) Other accounting standards

The following SFRS(I)s, amendments to and interpretations of SFRS(I)s are not expected to have a significant impact on the Group's consolidated financial statements and the Company's statement of financial position.

- Amendments to SFRS(I) 1-21*: Lack of Exchangeability*

- Amendments to SFRS(I) 9 *Financial Instruments* and SFRS(I) 7 *Financial Instruments: Contracts Referencing Nature-dependent Electricity*

- Annual Improvements to SFRS(I)s – *Volume 11*

- SFRS(I) 19: *Subsidiaries without Public Accountability: Disclosures*

Mandatory effective date deferred

- Amendments to SFRS(I) 1-28: *Investments in Associates and Joint Ventures* and SFRS(I) 10: *Consolidated Financial Statements – Sale or Contribution of Assets between an Investor and its Associate or Joint Venture*

DIRECTORS' AND KEY EXECUTIVES' REMUNERATION

(Under SGX-ST Listing Manual requirements)

DIRECTORS' AND KEY EXECUTIVES' REMUNERATION EARNED FOR THE YEAR

Summary compensation table for the year ended 31 December 2024

Name of Director	Salary[1]		Performance Bonus Earned[2]		Benefits[3]		Contingent Award of Shares[4] PSP		Contingent Award of Shares[4] RSP		Directors' Fees[5] Cash-based		Directors' Fees[5] Share-based		Total	
	$'000	%	$'000	%	$'000	%	$'000	%	$'000	%	$'000	%	$'000	%	$'000	%
Payable by the Company:																
Mark Gainsborough	–	–	–	–	–	–	–	–	–	–	420	70	180	30	600	100
Yap Chee Keong	–	–	–	–	–	–	–	–	–	–	350	70	150	30	500	100
Chris Ong	929	22	1,730	41	19	n.m.	1,040	25	520	12	–	–	–	–	4,238	100
Nagi Hamiyeh	–	–	–	–	–	–	–	–	–	–	196	100	–	–	196	100
Jan Holm	–	–	–	–	–	–	–	–	–	–	153	70	65	30	218	100
Lai Chung Han	–	–	–	–	–	–	–	–	–	–	80	100	–	–	80	100
Ieda Gomes Yell	–	–	–	–	–	–	–	–	–	–	174	70	74	30	248	100
Sarjit Singh Gill	–	–	–	–	–	–	–	–	–	–	114	70	49	30	163	100
Astrid Skarheim Onsum	–	–	–	–	–	–	–	–	–	–	160	70	68	30	228	100
Mariel von Schumann	–	–	–	–	–	–	–	–	–	–	174	70	74	30	248	100

Name of Key Executive	Salary[1] %	Performance Bonus Earned[2] %	Benefits[3] %	Contingent Award of Shares[4] PSP %	Contingent Award of Shares[4] RSP %	Total Compensation %
$2,750,001 to $3,000,000						
Chor How Jat	26	40	n.m.	22	11	100
$2,000,001 to $2,250,000						
Adrian Teng	34	26	1	26	13	100
$1,500,001 to $1,750,000						
Lim Howe Run	34	35	1	20	10	100
$1,250,001 to $1,500,000						
William Gu	34	34	1	20	10	100
$750,001 to $1,000,000						
Samuel Wong	43	29	2	18	9	100
Total for Key Executives						$8,766,268

Notes:

1. The amount shown includes base salary and fixed allowances.
2. The performance bonus earned was based on the performance targets achieved in FY2024 and would be paid in March 2025 payroll.
3. The amount shown includes CPF contributions, flexible benefits and long-service award where applicable.
4. The contingent award of shares under both the Seatrium Performance Share Plan 2020 ("PSP") and Seatrium Restricted Share Plan 2020 ("RSP") reflects the award for FY2024 remuneration. There was no award granted under the PSP and RSP in 2023 due to the merger. As such, the NRC has approved the contingent award for FY2023 remuneration in 2024. The contingent award for FY2023 remuneration for Mr Chris Ong is equivalent to S$880,000 for performance share awards granted under PSP and S$440,000 for restricted share awards granted under RSP, while the total contingent awards for FY2023 remuneration for the key executives, namely, Mr Chor How Jat, Mr Lim Howe Run, Mr William Gu, and Mr Samuel Wong amount to an aggregate of S$1,224,416 for performance share awards granted under PSP and S$612,208 for restricted share awards granted under RSP. The key executive, Mr Adrian Teng, did not receive the contingent award of shares for FY2023 remuneration, as he joined the Company on 1 January 2024.
5. To align the interests of the non-executive directors with the interests of shareholders, up to 30% of the aggregate directors' fees for the non-executive directors approved by shareholders for a particular financial year may be paid out in the form of restricted share awards under the RSP.

   Save for Mr Nagi Hamiyeh and Mr Lai Chung Han (whose fees are/were paid wholly in cash to Temasek and PSD respectively), the directors' fees for the non-executive directors comprise a cash component and a share component, with up to 30% being delivered in the form of restricted share awards under the RSP. These awards consist of the grant of fully paid shares outright with no performance and vesting conditions attached, but with a selling moratorium whereby each non-executive director is required to hold (as applicable) the equivalent of one year's Chairman all-in fee, Deputy Chairman all-in fee and non-executive director basic retainer fee, for the duration of his tenure as a director and for one year after he steps down as a director. Any excess may be disposed of as desired.

   The actual number of shares awarded to each non-executive director holding office at the time of the payment will be determined by reference to the volume-weighted average price of a share on the SGX-ST over the 14 trading days from (and including) the day on which the shares are first quoted ex-dividend after the AGM (or, if no final dividend is proposed at the AGM, or the resolution to approve the final dividend is not approved at the AGM, over the 14 trading days immediately following the date of the AGM). The number of shares to be awarded will be rounded down to the nearest hundred and any residual balance will be settled in cash. A non-executive director who steps down before the delivery of the share component will receive all of his director's fee for the relevant financial year (calculated on a pro-rated basis, where applicable) in cash.
6. The percentages in the tables above may not add up due to rounding.
7. n.m. denotes non-material.

Details on performance shares and restricted shares granted to the directors are set out on pages 97 to 100 of the Seatrium Annual Report 2024.

INTERESTED PERSON TRANSACTIONS

Name of Interested Person	Nature of Relationship	Aggregate value of all interested person transactions during the financial year under review (excluding transactions less than $100,000 and transactions conducted under shareholders' mandate pursuant to Rule 920) 2024 $'000	2023 $'000	Aggregate value of all interested person transactions conducted under shareholders' mandate pursuant to Rule 920 of the SGX-ST Listing Manual (excluding transactions less than $100,000) 2024 $'000	2023 $'000
Transaction for the Sales of Assets					
Pavilion Energy Pte. Ltd.	Associate of Temasek Holdings (Private) Limited, the largest shareholder of the Company.	–	200	–	–
Transaction for the Sales of Goods and Services					
Pavilion Energy Singapore Pte. Ltd.	Associate of Temasek Holdings (Private) Limited, the largest shareholder of the Company.	–	–	–	301
ST Engineering Marine Ltd.	Associate of Temasek Holdings (Private) Limited, the largest shareholder of the Company.	–	–	176	2,110

INTERESTED PERSON TRANSACTIONS

Name of Interested Person	Nature of Relationship	Aggregate value of all interested person transactions during the financial year under review (excluding transactions less than $100,000 and transactions conducted under shareholders' mandate pursuant to Rule 920) 2024 $'000	2023 $'000	Aggregate value of all interested person transactions conducted under shareholders' mandate pursuant to Rule 920 of the SGX-ST Listing Manual (excluding transactions less than $100,000) 2024 $'000	2023 $'000
Transaction for the Purchase of Goods and Services					
Certis CISCO Protection Services Pte. Ltd.	Associate of Temasek Holdings (Private) Limited, the largest shareholder of the Company.	–	–	222	–
NCS Pte. Ltd.	Associate of Temasek Holdings (Private) Limited, the largest shareholder of the Company.	–	–	109	–
Pavilion Energy Singapore Pte. Ltd.	Associate of Temasek Holdings (Private) Limited, the largest shareholder of the Company.	–	–	–	5,241
ST Engineering Marine Ltd.	Associate of Temasek Holdings (Private) Limited, the largest shareholder of the Company.	–	–	–	1,658
ST Engineering Unmanned & Integrated Systems Pte. Ltd.	Associate of Temasek Holdings (Private) Limited, the largest shareholder of the Company.	–	–	–	110
Surbana Jurong Infrastructure Pte. Ltd.	Associate of Temasek Holdings (Private) Limited, the largest shareholder of the Company.	–	–	225	–
Sygnia Consulting Ltd.	Associate of Temasek Holdings (Private) Limited, the largest shareholder of the Company.	–	–	–	231
Sygnia Pte. Ltd.	Associate of Temasek Holdings (Private) Limited, the largest shareholder of the Company.	–	–	328	–
Total Interested Person Transactions		**–**	**200**	**1,060**	**9,651**

ADDITIONAL INFORMATION ON DIRECTORS' SEEKING RE-ELECTION/RE-APPOINTMENT

NAME OF DIRECTOR	YAP CHEE KEONG ("MR YAP")	CHRIS ONG ("MR ONG")
Date of appointment	8 December 2021	28 February 2023
Date of last re-appointment	26 April 2023	26 April 2023
Age	64	50
Country of principal residence	Singapore	Singapore
The Board's comments on this appointment (including rationale, selection criteria, board diversity considerations, and the search and nomination process).	The Board considered Mr Yap's background, knowledge, expertise and experience as well as the overall size and composition of the Board and is satisfied that he will contribute to the Board and to the combination of skills, talents, experience and diversity required on the Board in order to serve the needs and plans of Seatrium Limited.	The Board considered Mr Ong's background, knowledge, expertise and experience as well as the overall size and composition of the Board and is satisfied that he will contribute to the Board and to the combination of skills, talents, experience and diversity required on the Board in order to serve the needs and plans of Seatrium Limited.
Whether appointment is executive, and if so, the area of responsibility	Non-Executive	Executive
Job Title (e.g. Lead ID, AC Chairman, AC Member etc.)	Non-Executive and Independent Director Deputy Chairman of the Board of Directors Chairman of the Audit and Risk Committee Member of the Nomination and Remuneration Committee Member of the Transformation Committee	Executive and Non-Independent Director Member of the Corporate Social Responsibility Committee Member of the Transformation Committee
Professional qualifications	Mr Yap holds a Bachelor of Accountancy from the National University of Singapore and is a Fellow of the Institute of Singapore Chartered Accountants, CPA Australia and Singapore Institute of Directors.	Mr Ong holds a Bachelor of Engineering (Electrical and Electronics) and a Master of Science (Electrical and Electronics Engineering) from the National University of Singapore and has completed Berkeley-Nanyang's Advanced Management Programme.
Working experience and occupation(s) during the past 10 years	Executive Director (The Straits Trading Company Limited) Company director of various companies	Keppel Renewable Energy (Managing Director) Keppel Offshore & Marine Ltd (Chief Executive Officer) Keppel Offshore & Marine Ltd (Acting Chief Executive Officer) Keppel FELS Limited (Managing Director) Keppel FELS Limited (Deputy Managing Director) Keppel FELS Limited (Executive Director (Commercial)) Keppel FELS Limited (Acting Executive Director (Operations))
Shareholding interest in the listed issuer and its subsidiaries	Holder of 188,654 shares in Seatrium Limited	Holder of 471,639 shares in Seatrium Limited

ADDITIONAL INFORMATION ON DIRECTORS' SEEKING RE-ELECTION/RE-APPOINTMENT

JAN HOLM ("MR HOLM")	ENG AIK MENG ("MR ENG")
28 February 2023	1 March 2025
26 April 2023	N.A.
56	55
Singapore	Singapore
The Board considered Mr Holm's background, knowledge, expertise and experience as well as the overall size and composition of the Board and is satisfied that he will contribute to the Board and to the combination of skills, talents, experience and diversity required on the Board in order to serve the needs and plans of Seatrium Limited.	The Board considered Mr Eng's background, knowledge, expertise and experience as well as the overall size and composition of the Board and is satisfied that he will contribute to the Board and to the combination of skills, talents, experience and diversity required on the Board in order to serve the needs and plans of Seatrium Limited.
Non-Executive	Non-Executive
Non-Executive and Independent Director Chairman of the Corporate Social Responsibility Committee Member of the Audit and Risk Committee	Non-Executive and Non-Independent Director
Mr Holm holds a Master of Science from Aarhus Business School and an Executive MBA from Copenhagen Business School. He has completed the Advanced Management Programme and the Asian International Executive Programme at INSEAD, where he also earned a certification as an international director, and a course in Circular Economy and Sustainability Strategies at Cambridge University.	Mr Eng holds a Bachelor of Accountancy (Honours) from Nanyang Technological University and a Master of Business Administration (MBA) from Harvard University.
Seaborg Technologies (Executive Vice President) Various Maersk Group Companies (Board Member) Maersk Drilling Holdings Singapore Pte. Ltd. (CEO)	TE Healthcare Advisory Pte Ltd (Group CEO) (October 2015 to August 2024)
Holder of 34,700 shares in Seatrium Limited	Deemed interest in the 1,049 shares of Seatrium Limited held by Mr Eng's spouse

ADDITIONAL INFORMATION ON DIRECTORS' SEEKING RE-ELECTION/RE-APPOINTMENT

NAME OF DIRECTOR	YAP CHEE KEONG ("MR YAP")	CHRIS ONG ("MR ONG")
Any relationship (including immediate family relationships) with any existing director, existing executive officer, the issuer and/ or substantial shareholder of the listed issuer or of any of its principal subsidiaries	None	None
Conflict of interest (including any competing business)	None	None
Undertaking (in the format set out in Appendix 7.7) under Rule 720(1) has been submitted to the listed issuer	Yes	Yes
Other Principal Commitments (as defined in the Code of Corporate Governance 2018) including Directorships		
Past (for the last 5 years)	Maxeon Solar Technologies Ltd (Director) Certis CISCO Security Pte Ltd (Director) Citibank Singapore Limited (Director) Bayberry Limited (Director) Mediacorp Pte Ltd (Director)	Asian Lift Pte Ltd (Chairman & Director) Caspian Shipyard Company LLC (In the process of liquidation) (Director) FELS Offshore Pte Ltd (Director) FueLNG Pte Ltd (Chairman & Director) Keppel Digi Pte Ltd (Director) Keppel LeTourneau Middle East (Director) Keppel Renewable Energy Pte Ltd (Director) Keppel Renewable Investments Pte Ltd (Director) Keppel Technology and Innovation Pte Ltd (Director) Keppel Walvis Bay Offshore and Marine Pty Ltd (Director) KrisEnergy Ltd (Director) KS Investments Pte Ltd Seatrium AmFELS, Inc (Chairman & Director) Seatrium FELS Brasil S.A. (Chairman & Director) Seatrium New Energy Limited (Director) Seatrium O&G (Americas) Limited (Director)

ADDITIONAL INFORMATION ON DIRECTORS' SEEKING RE-ELECTION/RE-APPOINTMENT

JAN HOLM ("MR HOLM")	ENG AIK MENG ("MR ENG")
None	Mr Eng is currently Joint Head, Portfolio Development Group, and Head, Operating Group, at Temasek International (Pte) Ltd, an affiliate of substantial shareholder.
None	None
Yes	Yes
Haush Ltd (Member of the Advisory Board) Maersk Group Companies (Board Member) Maersk Drilling Holdings Singapore Pte. Ltd. (CEO) Oceanway Holdings Pte. Ltd. (Director) Rov-Tech Pte. Ltd. (Director) Seaborg Singapore Pte. Ltd. (Director) Seaborg Technologies (Executive Vice President)	List of Past Directorships (for the last 5 years) Apex Medical Center Co., Ltd (Director) Apex Medical Center Private Limited (Director) Apex Profound Beauty Co., Ltd (Director) Asia Integrated Medical Services Holding Pte Ltd (Director) Asia Integrated Medical Services Pte. Ltd. (Director) Asian Aesthetics Centers Pte. Ltd. (Director/Shareholder) Asian Heart Centers Ltd (Director) Asian Orthopedic Centers Pte. Ltd. (Director) Beacon Healthcare Ventures GB Sdn Bhd (Director) Beacon Hospital Sdn Bhd (Director) Capsol Holdings Pte Ltd (Director) Cardiac Vascular Sentral (Kuala Lumpur) Sdn Bhd (fka KL Cardiac and Vascular Centre Sdn Bhd) (Director) Cardiac Vascular Sentral Holdings (Malaysia) Sdn Bhd (fka KL Cardiac Holdings Sdn Bhd) (Director) GLO Co., Ltd (fka Apex Dental Co., Ltd) (Director) Healthy Harmony Holding , LP, Cayman Islands (Board Member) Hong Kong Integrated Oncology Centre Holdings Limited (Director) Hong Kong Integrated Oncology Centre Limited (Director) HSC Healthcare Holdings Pte. Ltd. (Director) Hung Viet Healthcare Service Consultation and Investment Ltd (Director) Hung Viet Trading Joint Stock Company (Director) ID Apex Co., Limited (fka Apex Cosmetic Surgery Center Co., Limited) (Director)

ADDITIONAL INFORMATION ON DIRECTORS' SEEKING RE-ELECTION/RE-APPOINTMENT

NAME OF DIRECTOR	YAP CHEE KEONG ("MR YAP")	CHRIS ONG ("MR ONG")
Past (for the last 5 years) (cont'd)		
Present	Olam Group Limited (Director) Sembcorp Industries Ltd (Director) Shangri-La Asia Limited (Director) Singlife Holdings Pte Ltd (Director) PIL Pte. Ltd. (Director) Professional Investment Advisory Service Pte Ltd (Chairman) Ensign Infosecurity Pte Ltd (Director) The Assembly of Christians of Singapore Ltd (Director)	Seatrium Offshore & Marine Limited (Director & CEO) Seatrium (SG) Pte. Ltd. (Director) Institute of Technical Education (Member of the Board of Governors) Maritime and Port Authority of Singapore (Board Member) Global Centre for Maritime Decarbonisation (Member of the Board of Governors) Singapore's Manufacturing, Trade and Connectivity Domain International Advisory Panel (Member)

ADDITIONAL INFORMATION ON DIRECTORS' SEEKING RE-ELECTION/RE-APPOINTMENT

JAN HOLM ("MR HOLM")	**ENG AIK MENG ("MR ENG")**
	<u>List of Past Directorships (for the last 5 years)</u> Indonesia Cancer Centers Pte. Ltd. (Director) Indonesia Heart Centers Pte. Ltd. (Director) Indonesia Integrated Oncology Centers Pte. Ltd. (Director) Integrated Oncology Center (Kuala Lumpur) Sdn Bhd (Director) Integrated Oncology Centers Limited (fka Asian Cancer Centers Limited) (Director) Jurong Port Pte Ltd (Director) Malaysian Integrated Oncology Center Sdn Bhd (Director) Northstar Tembang Persada Ltd, British Virgin Islands (Director) Philippine Cancer Centers Holdings Inc (Director) Philippines Cancer Centers Pte. Ltd. (Director) PT Bukit Makmur Mandiri Utama (Board of Commissioner) PT Panji Cemerlang Indonesia (President Commissioner) PT Surabaya Cancer Center (Director) Singapore Breast Surgery Center Pte. Ltd. (Director) Singapore Integrated Oncology Centers Pte. Ltd. (Director) Springwood Global Advisors Pte. Ltd. (Director/Shareholder) Surabaya Cancer Centers Pte. Ltd. (Director) Surabaya Integrated Oncology Hospital Pte Ltd (Director) TE Healthcare Advisory Sdn Bhd (fka TE Advisory Sdn Bhd) (Director) Vanda Healthcare Pte Ltd (Director) Vietnam Cancer Centers Pte. Ltd. (Director) Vietnam Integrated Medical Service Company Limited (Chairman) West Bay Associates Pte Ltd (Director/Shareholder) <u>List of Past Principal Commitments (for the last 5 years)</u> TE Asia Healthcare Partners Pte. Ltd. (Director/Shareholder) TE Healthcare Advisory Pte. Ltd. (Director and Group CEO)
Alexandra Road Ventures Pte. Ltd. (Director) Avina Clean Hydrogen Inc. (Advisory Board Member) BigYellowFish Technologies Pte. Ltd. (Advisory Board Member) Centre for Strategic Energy and Resources Limited (Director) Earth 300 Ventures Pte Ltd. (Member of the Advisory Board) Kvasir Technologies Aps (Advisory Board Member) Low Carbon Advisors Pte. Ltd. (Advisor) Navozyme Pte. Ltd. (Board Member) Risk Intelligence Singapore Pte. Ltd. (Director) Risk Intelligence A/S (Director) Sirius Venture Pte. Ltd. (Director) Union Marine Management Services Pte. Ltd. (Advisor)	<u>List of Present Directorships</u> 65 Equity Partners Pte. Ltd. (Director) SATS Ltd (Director) <u>List of Present Principal Commitment</u> Temasek International (Pte) Ltd (Joint Head, Portfolio Development Group, and Head, Operating Group)

ADDITIONAL INFORMATION ON DIRECTORS' SEEKING RE-ELECTION/RE-APPOINTMENT

NAME OF DIRECTOR	YAP CHEE KEONG ("MR YAP")	CHRIS ONG ("MR ONG")
Information required pursuant to Appendix 7.4.1 of the Listing Manual		
(a) Whether at any time during the last 10 years, an application or a petition under any bankruptcy law of any jurisdiction was filed against him or against a partnership of which he was a partner at the time when he was a partner or at any time within 2 years from the date he ceased to be a partner?	No	No
(b) Whether at any time during the last 10 years, an application or a petition under any law of any jurisdiction was filed against an entity (not being a partnership) of which he was a director or an equivalent person or a key executive, at the time when he was a director or an equivalent person or a key executive of that entity or at any time within 2 years from the date he ceased to be a director or an equivalent person or a key executive of that entity, for the winding up or dissolution of that entity or, where that entity is the trustee of a business trust, that business trust, on the ground of insolvency?	No	No
(c) Whether there is any unsatisfied judgment against him?	No	No
(d) Whether he has ever been convicted of any offence, in Singapore or elsewhere, involving fraud or dishonesty which is punishable with imprisonment, or has been the subject of any criminal proceedings (including any pending criminal proceedings of which he is aware) for such purpose?	No	No

ADDITIONAL INFORMATION ON DIRECTORS' SEEKING RE-ELECTION/RE-APPOINTMENT

JAN HOLM ("MR HOLM")	ENG AIK MENG ("MR ENG")
No	No
No	No
No	No
No	No

ADDITIONAL INFORMATION ON DIRECTORS' SEEKING RE-ELECTION/RE-APPOINTMENT

NAME OF DIRECTOR	YAP CHEE KEONG ("MR YAP")	CHRIS ONG ("MR ONG")
(e) Whether he has ever been convicted of any offence, in Singapore or elsewhere, involving a breach of any law or regulatory requirement that relates to the securities or futures industry in Singapore or elsewhere, or has been the subject of any criminal proceedings (including any pending criminal proceedings of which he is aware) for such breach?	No	No
(f) Whether at any time during the last 10 years, judgment has been entered against him in any civil proceedings in Singapore or elsewhere involving a breach of any law or regulatory requirement that relates to the securities or futures industry in Singapore or elsewhere, or a finding of fraud, misrepresentation or dishonesty on his part, or he has been the subject of any civil proceedings (including any pending civil proceedings of which he is aware) involving an allegation of fraud, misrepresentation or dishonesty on his part?	No	No
(g) Whether he has ever been convicted in Singapore or elsewhere of any offence in connection with the formation or management of any entity or business trust?	No	No
(h) Whether he has ever been disqualified from acting as a director or an equivalent person of any entity (including the trustee of a business trust), or from taking part directly or indirectly in the management of any entity or business trust?	No	No
(i) Whether he has ever been the subject of any order, judgment or ruling of any court, tribunal or governmental body, permanently or temporarily enjoining him from engaging in any type of business practice or activity?	No	No

ADDITIONAL INFORMATION ON DIRECTORS' SEEKING RE-ELECTION/RE-APPOINTMENT

JAN HOLM ("MR HOLM")	ENG AIK MENG ("MR ENG")
No	No
No	No
No	No
No	No
No	No

ADDITIONAL INFORMATION ON DIRECTORS' SEEKING RE-ELECTION/RE-APPOINTMENT

NAME OF DIRECTOR	YAP CHEE KEONG ("MR YAP")	CHRIS ONG ("MR ONG")
(j) Whether he has ever, to his knowledge, been concerned with the management or conduct, in Singapore or elsewhere, of the affairs of:-		
(i) any corporation which has been investigated for a breach of any law or regulatory requirement governing corporations in Singapore or elsewhere; or	No	No
(ii) any entity (not being a corporation) which has been investigated for a breach of any law or regulatory requirement governing such entities in Singapore or elsewhere; or	No	No
(iii) any business trust which has been investigated for a breach of any law or regulatory requirement governing business trusts in Singapore or elsewhere; or	No	No
(iv) any entity or business trust which has been investigated for a breach of any law or regulatory requirement that relates to the securities or futures industry in Singapore or elsewhere,	No	No
in connection with any matter occurring or arising during that period when he was so concerned with the entity or business trust?		
(k) Whether he has been the subject of any current or past investigation or disciplinary proceedings, or has been reprimanded or issued any warning, by the Monetary Authority of Singapore or any other regulatory authority, exchange, professional body or government agency, whether in Singapore or elsewhere?	No	No

ADDITIONAL INFORMATION ON DIRECTORS' SEEKING RE-ELECTION/RE-APPOINTMENT

JAN HOLM ("MR HOLM")	ENG AIK MENG ("MR ENG")
No	No
No	No
No	No
No	No
No	No

MAJOR PROPERTIES

Location	Description & Approximate Land Area	Tenure	Usage
SINGAPORE YARDS			
• Admiralty Road East/ Admiralty Road West	Land area: 825,019m² Buildings, workshops, drydocks and quays	22 years leasehold	Ship repairs, ship conversion, offshore engineering, shipbuilding and rig building including drydock, berthage and workshops
• Tuas South Boulevard Phase I	Land area: 761,502m² Docks, quays, workshops, buildings and berthage	30 plus 30 years leasehold (JTC Land)	Ship repairs, ship conversion, offshore engineering, shipbuilding and rig building including drydocks, berthage and workshops
• Tuas South Boulevard Phase II	Land area: 357,708m²	30 plus 30 years leasehold (JTC Land)	Ship repairs, ship conversion, offshore engineering, shipbuilding and rig building including drydocks, berthage and workshops
• Tuas South Boulevard Phase IIIa	Land area: 411,407m²	30 plus 30 years leasehold (JTC Land)	Marine engineering activities including repair, conversion, upgrading and building of rigs, ships and offshore structures
• Gul Road	Land area: 293,026m²	30 plus 11 years leasehold (JTC Land)	Building of offshore structures and marine vessels, ship repairs and conversion of vessels and industrial engineering
• Benoi Road	Land area: 355,688m²	30 years leasehold (JTC Land)	Ship repairs, shipbuilding and marine construction.
• Pioneer Sector 1	Land area: 443,428m²	30 years leasehold (JTC Land)	Ship repairs and marine construction
OVERSEAS YARDS			
P.T. Karimun Sembawang Shipyard			
• Karimun Island, Indonesia	Land area: 307,657m² Buildings, workshops and wharves	30 years leasehold (extendable for 20 years and renewable for 30 years)	Ship repairs and fabrication including berthage and workshop
P.T. SMOE Indonesia			
• Batam Island, Indonesia	Land area: 815,036m² Workshops, office buildings and 547m of jetty for modules load-out	30 years leasehold	Workshops and fabrication facilities

MAJOR PROPERTIES

Location	Description & Approximate Land Area	Tenure	Usage
OVERSEAS YARDS (Cont'd)			
Estaleiro BrasFELS Ltda			
• Angra dos Reis, Rio de Janeiro, Brazil	Land area: 521,731m^2	Leasehold land ranging from 20 to 30 years	Ship repairs, ship conversion, offshore engineering, shipbuilding including berthage and workshops
Estaleiro Jurong Aracruz			
• Municipality of Aracruz, State of Espirito Santo, Brazil	Land area: 825,000m^2 Slipways, berthing quays, drydock, ancillary steel and piping facilities	Freehold	Drill ships construction, building of semi-submersible rigs, FPSO integration, fabrication of topside modules, PSVs construction, drilling rig repairs and modification works
Seatrium Singmarine Brasil			
• Volta Grande, Navegantes, Brazil	Land area: 76,000m^2	Freehold	Ship repairs and fabrication including berthage and workshop
Seatrium Nantong Shipyard Co. Ltd			
• Nantong City, People's Republic of China	Land area: 159,963m^2	50 years leasehold	Workshops and fabrication facilities
Seatrium Nantong Heavy Industry Co., Ltd			
• Nantong City, People's Republic of China	Land area: 284,555m^2	50 years leasehold	Workshops and fabrication facilities
Seatrium AmFELS Inc			
• Brownsville, Texas, United States of America	Land area: 553,893m^2	35 years leasehold	Marine engineering activities including repair, conversion, upgrading and building of rigs, ships and offshore structures
Seatrium Subic Shipyard, Inc			
• Subic Zambales, Philippines	Land area: 374,193m^2 Graving dock, quays, buildings and facilities	2 years leasehold	Ship repairs and conversion, ship building and offshore structure fabrication including dock, berthage, workshop and fabrication facilities
Seatrium Offshore Renewable Services Ltd			
• Lowestoft, Suffolk, UK	Land area: 14,285m^2 Workshops and office building	Leasehold land ranging from 22 to 99 years	Storage, workshops, and light assembly works

SHAREHOLDING STATISTICS

As at 26 February 2025

SHARE CAPITAL

Issued and fully paid-up capital	: S$8,583,467,093.10
Number of issued shares	: 3,411,858,914
Number of treasury shares	: 26,993,331
Number of subsidiary holdings	: Nil
Class of shares	: Ordinary shares
Voting rights	: One vote per share[1]

SHAREHOLDINGS HELD BY THE PUBLIC

Based on the information available to the Company as at 26 February 2025, approximately 62.0% of the issued ordinary shares of the Company are held by the public, and therefore, the Company has complied with Rule 723 of the Listing Manual of the Singapore Exchange Securities Trading Limited.

SUBSTANTIAL SHAREHOLDERS

	Direct Interest		Deemed Interest		Total Interest	
Name	No. of shares	%[2]	No. of shares	%[2]	No. of shares	%[2]
Startree Investments Pte. Ltd.	1,210,968,288	35.77	–	–	1,210,968,288	35.77
Fullerton Management Pte Ltd	–	–	1,210,968,288[3]	35.77	1,210,968,288[3]	35.77
Temasek Holdings (Private) Limited	–	–	1,283,276,738[4]	37.91	1,283,276,738[4]	37.91

TOP 20 SHAREHOLDERS

Name	No. of shares	%[2]
Startree Investments Pte Ltd	1,210,968,288	35.77
HSBC (Singapore) Nominees Pte Ltd	280,104,856	8.27
Citibank Noms Spore Pte Ltd	276,114,982	8.15
DBSN Services Pte Ltd	208,258,162	6.15
DBS Nominees Pte Ltd	171,412,895	5.06
Raffles Nominees(Pte) Limited	105,044,707	3.10
DBS Vickers Securities (S) Pte Ltd	68,610,517	2.02
United Overseas Bank Nominees P L	61,951,969	1.83
Phillip Securities Pte Ltd	37,516,981	1.10
UOB Kay Hian Pte Ltd	28,203,288	0.83
OCBC Securities Private Ltd	25,461,707	0.75
OCBC Nominees Singapore Pte Ltd	24,620,034	0.72
Maybank Securities Pte. Ltd.	23,516,980	0.69
BNP Paribas Noms Spore PL	22,023,521	0.65
CGS Intl Securities Singapore PL	14,008,792	0.41
BPSS Nominees Singapore (Pte.) Ltd.	12,916,441	0.38
Moomoo Financial Singapore Pte. Ltd.	11,570,802	0.34
iFast Financial Pte Ltd	10,424,181	0.30
Arifin @ Lie Tjong Tjin @ Lie Chang Chin	8,500,000	0.25
Lim and Tan Securities Pte Ltd	6,906,909	0.20
Grand Total	**2,608,136,012**	**76.97**

LOCATION OF SHAREHOLDERS

Location of shareholders	No. of shareholders	%[2]	No. of shares	%[2]
Singapore	93,950	97.70	3,370,820,008	99.58
Malaysia	1,558	1.62	10,114,056	0.29
Australia/ New Zealand	175	0.18	878,891	0.02
Hong Kong	51	0.05	353,819	0.01
UK	41	0.04	266,745	0.00
US	39	0.04	190,683	0.00
Europe	46	0.04	114,203	0.00
Japan	20	0.02	58,321	0.00
Others	278	0.28	2,068,857	0.06
Grand Total[5]	**96,158**	**100.00**	**3,384,865,583**	**100.00**

SHAREHOLDING DISTRIBUTION

Size of shareholdings	No. of shareholders	%[2]	No. of shares	%[2]
1 - 99	9,876	10.27	301,844	0.01
100 - 1,000	25,146	26.15	14,234,013	0.42
1,001 - 10,000	46,661	48.52	179,812,307	5.31
10,001 - 1,000,000	14,424	15.00	511,465,894	15.11
1,000,001 and above	51	0.05	2,679,051,525	79.15
Grand Total[5]	**96,158**	**100.00**	**3,384,865,583**	**100.00**

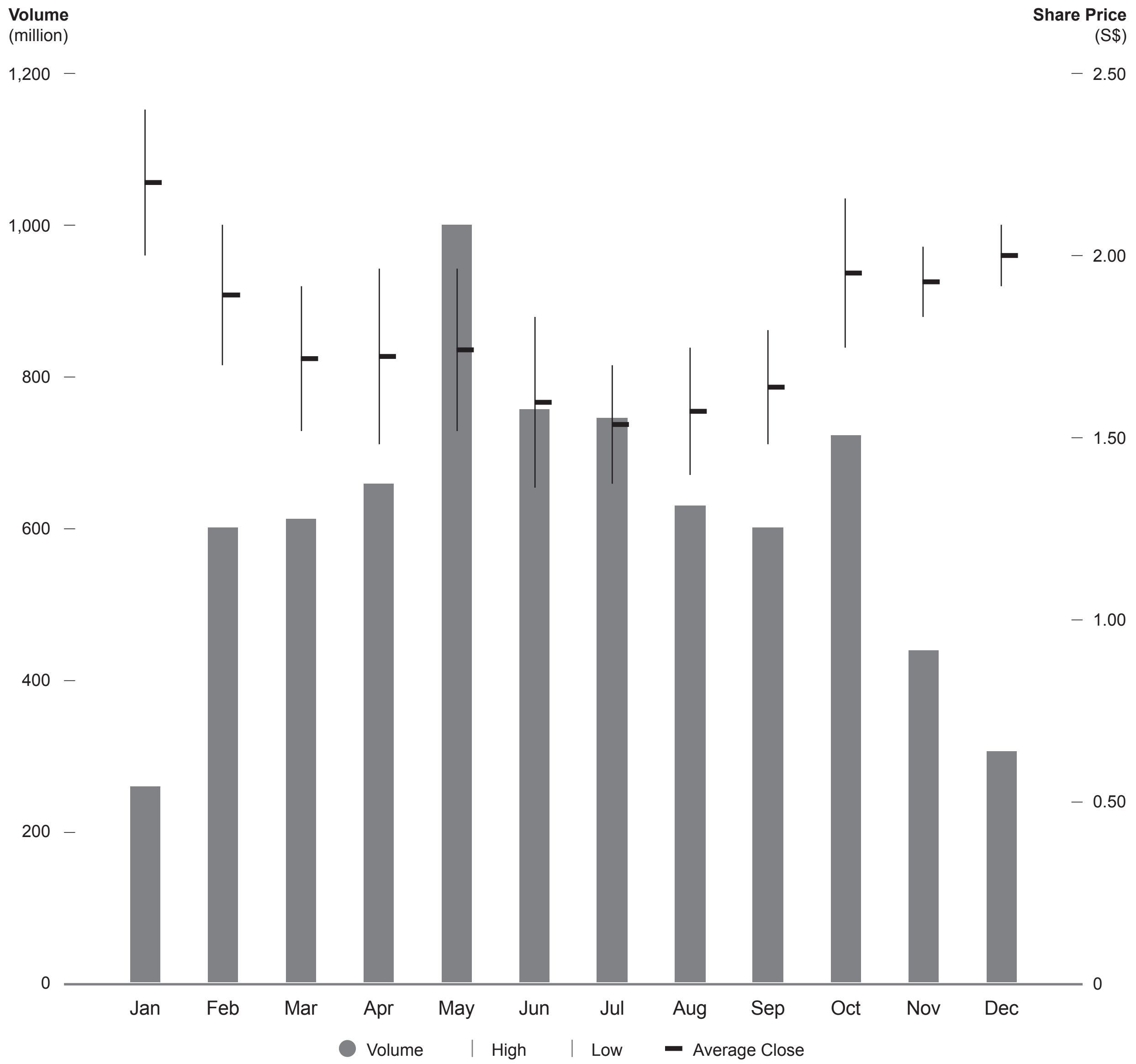
Notes:

(1) Ordinary shares purchased and held as treasury shares by the Company will have no voting rights.
(2) Percentage is calculated based on the total number of issued ordinary shares, excluding treasury shares and rounded down to the nearest 0.01%.
(3) FMPL is deemed to be interested in the 1,210,968,288 Shares held by Startree.
(4) Temasek is deemed to be interested in the 1,210,968,288 Shares held by Startree, and the 72,308,450 Shares in which certain of its subsidiaries and associated companies have direct or deemed interests pursuant to Section 4 of the Securities and Futures Act 2001.
(5) Treasury shares are excluded.

SHARE PERFORMANCE

Year ended 31 December 2024

Share Price	**2024**
Last transacted (S$)	2.07
High (S$)	2.40
Low (S$)	1.36
Average (S$)	1.77
Volume (million shares)	7,327



* A 20:1 share consolidation exercise was completed on 9 May 2024. The share price and volume have been adjusted accordingly.

CORPORATE INFORMATION

REGISTERED OFFICE
Seatrium Limited
Co. Reg. No. 196300098Z
80 Tuas South Boulevard
Singapore 637051
Tel: (65) 6265 1766
Website: www.seatrium.com

BOARD OF DIRECTORS
Mark Gainsborough
Chairman

Yap Chee Keong
Deputy Chairman

Chris Ong
Chief Executive Officer

Nagi Hamiyeh
Jan Holm
Ieda Gomes Yell
Sarjit Singh Gill
Astrid Skarheim Onsum
Mariel von Schumann
Eng Aik Meng

AUDIT AND RISK COMMITTEE
Yap Chee Keong
Chairman

Nagi Hamiyeh
Jan Holm
Sarjit Singh Gill
Astrid Skarheim Onsum

NOMINATION AND REMUNERATION COMMITTEE
Mark Gainsborough
Chairman

Yap Chee Keong
Nagi Hamiyeh
Mariel von Schumann
Chan Wai Ching (Co-opted member)

CORPORATE SOCIAL RESPONSIBILITY COMMITTEE
Jan Holm
Chairman

Mark Gainsborough
Chris Ong
Ieda Gomes Yell
Mariel von Schumann

TRANSFORMATION COMMITTEE
Mark Gainsborough
Chairman

Yap Chee Keong
Chris Ong
Nagi Hamiyeh
Ieda Gomes Yell

COMPANY SECRETARY
Looi Lee Hwa

SHARE REGISTRAR
KCK CorpServe Pte. Ltd.
1 Raffles Place
#04-63 One Raffles Place (Tower 2)
Singapore 048616
Tel: (65) 6430 8217
Email address: sharereg@kckcs.com.sg

AUDITORS
KPMG LLP
Asia Square Tower 2
12 Marina View, #15-01
Singapore 018961
Tel: (65) 6213 3388

Audit Partner: Kenny Tan
(Appointed during the financial year ended
31 December 2023)

GLOSSARY

AGM	Annual General Meeting
AI	Artificial Intelligence
AiP	Approval in Principle
bbl	Barrels of Oil
b	billion
boepd	Barrels of Oil Equivalent Per Day
bopd	Barrels of Oil Per Day
CCS	Carbon Capture and Storage
CCUS	Carbon Capture, Utilisation and Storage
CEO	Chief Executive Officer
CPF	Central Provident Fund
COE	Centre of Excellence
EBITDA	Earnings Before Interest, Taxes, Depreciation and Amortisation
EGM	Extraordinary General Meeting
EPC	Engineering, Procurement and Construction
EPIC	Engineering, Procurement, Installation and Commissioning
EPCI	Engineering, Procurement, Construction and Installation
ESG	Environmental, Social and Governance
EVP	Executive Vice President
FCC	Favoured Customer Contract
FEED	Front-end Engineering Design
FID	Final Investment Decision
FLNG	Floating Liquefied Natural Gas vessel
FPSO	Floating Production Storage and Offloading vessel
FPU	Floating Production Unit
FSRU	Floating Storage Regasification Unit
GW	Gigawatt
HVAC	High Voltage Alternating Current
HVDC	High Voltage Direct Current
IoT	Internet of Things
LNG	Liquefied Natural Gas
MOU	Memorandum of Understanding
MW	Megawatt
m	Metres
m^2	Square Metres
m^3	Cubic Metres
O&M	Offshore & Marine
psi	Pounds Per Square Inch
R&D	Research & Development
SGX-ST	Singapore Exchange Securities Trading Limited
SRS	Supplementary Retirement Scheme
WTIV	Wind Turbine Installation Vessel

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Seatrium

SEATRIUM LIMITED
Company Registration No: 196300098Z

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Singapore 637051