

OUE

Building Landmarks, Creating Value

OUE LIMITED
ANNUAL REPORT 2024



ABOUT **OUE LIMITED**

OUE Limited (SGX:LJ3) is a leading real estate and healthcare group, growing strategically to capitalise on growth trends across Asia.

OUE’s real estate activities include the development, investment and management of real estate assets across the commercial, hospitality, retail and residential sectors. OUE manages two SGX-listed REITs: OUE REIT, one of Singapore’s largest diversified REITs, and First REIT (a subsidiary of OUE Healthcare), Singapore’s first listed healthcare REIT. As at 31 December 2024, OUE’s total assets were valued at S\$8.9 billion, with S\$7.8 billion in funds under management across OUE’s two REIT platforms and managed accounts.

OUE Healthcare, an SGX Catalist-listed subsidiary of OUE, operates and owns high-quality healthcare assets in high-growth Asian markets. With a vision of creating a regional healthcare ecosystem that is anchored on Singapore’s medical best practices, OUE Healthcare’s portfolio of owned and operated businesses includes hospitals, medical centres, clinics and senior care facilities in Singapore, Japan, Indonesia, China and Myanmar.

Anchored by its “Transformational Thinking” philosophy, OUE has built a strong reputation for developing iconic projects, transforming communities, providing exceptional service to customers and delivering long-term value to stakeholders.



Artist’s impression of Hotel Indigo Changi Airport

Building Landmarks,
Creating Value

For over six decades, OUE has consistently created landmark real estate properties, starting with our first development, The Mandarin Singapore hotel (now Hilton Singapore Orchard), a gem on Orchard Road. Our legacy of developing iconic properties continues to drive steady growth and create sustainable value.

As we expand our portfolio, renowned for its quality and distinction, we are committed to adopting innovative, sustainable practices that transform communities and inspire life. Developments like the transformative Hotel Indigo Changi Airport exemplify our dedication to forward-thinking solutions that will deliver long-term value.



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Annual Report
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CONTENTS

OVERVIEW	
06	Segmental Performance Analysis
07	Five-Year Financial Summary
STRATEGY & BUSINESS REVIEW	
08	Chairman and Group CEO’s Statement
14	Board of Directors
OPERATIONS REVIEW	
22	REAL ESTATE SEGMENT
	- Investment Properties and Fund Management
	- Hospitality
	- Development Properties
44	HEALTHCARE SEGMENT
50	OTHERS SEGMENT
GOVERNANCE	
52	Corporate Information
53	Corporate Governance Report
79	Managing Risks
81	SUSTAINABILITY REPORT
145	FINANCIAL STATEMENTS
145	OTHER INFORMATION



A New Landmark in Sustainability at Changi Airport

Set to be completed and fully operational by 2028, the new 255-room Hotel Indigo Changi Airport is poised to become the first zero-energy hotel in Singapore — and potentially the first zero-energy airport hotel in the world — marking a major milestone in OUE's commitment to advancing sustainable ways of doing business.

Connected to Terminal 2, the 163-metre-long hotel will be distinguished by a "Floating Forest" concept and sustainability-centric design that aim to achieve operational energy neutrality while enhancing guest comfort and well-being.

Artist's impression of sectional perspective of 'Floating Forest' from level 2 to rooftop

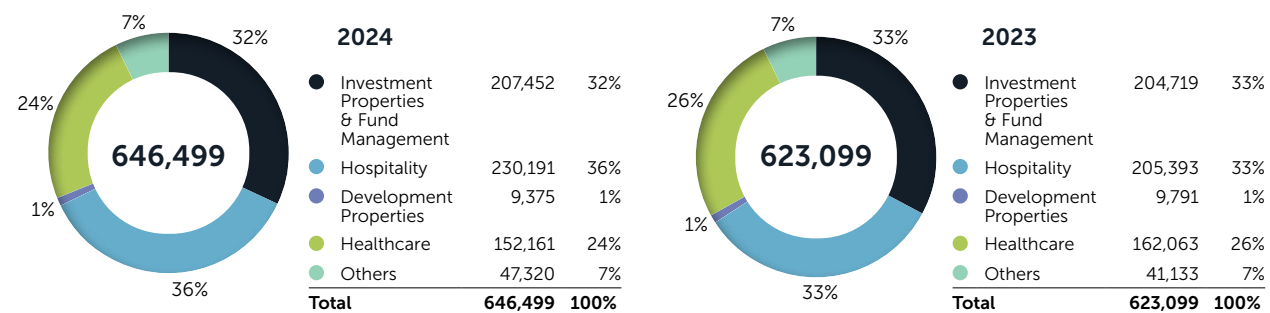
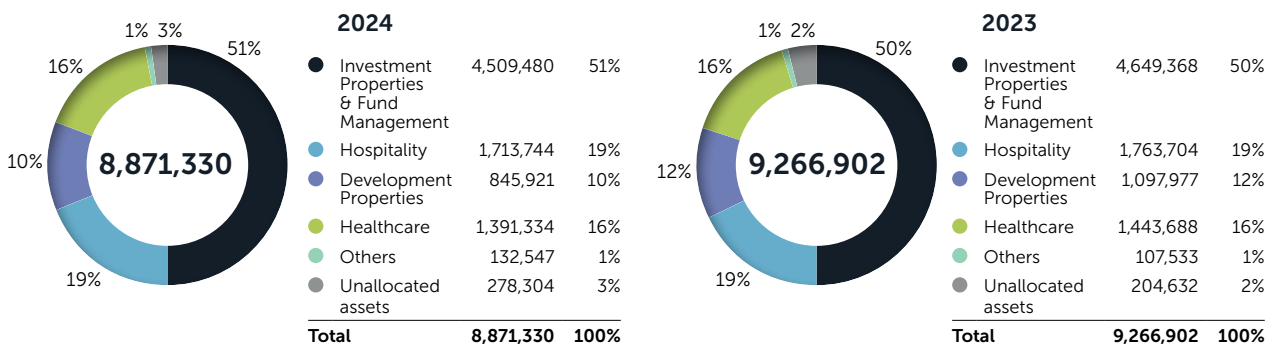
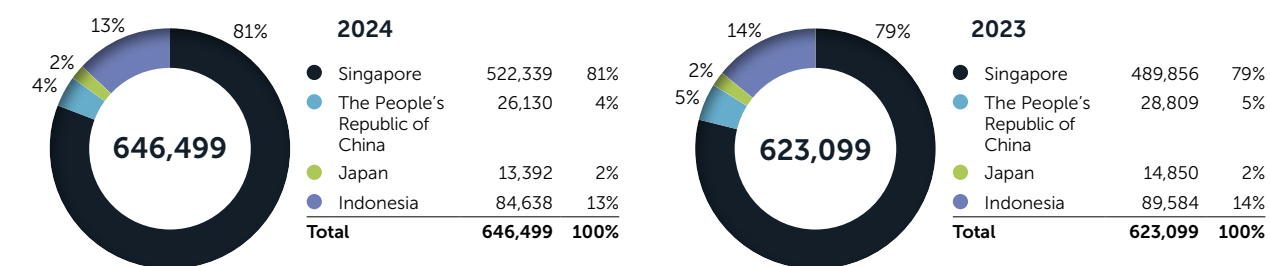
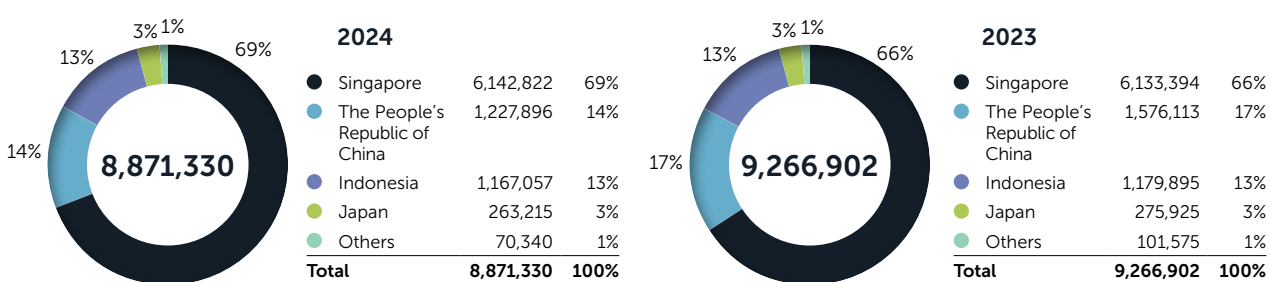


A Fresh Hospitality Experience

Innovative design features and modern facilities at Hotel Indigo Changi Airport include a rooftop oasis featuring an infinity pool, gym and bar. International travellers and local guests can dine, unwind, connect and recharge while taking in the panoramic views of the runway, airport boulevard and skyline – turning layovers and staycations into a truly memorable experience. With its unique and differentiated amenities, the hotel will elevate OUE's hospitality offerings at Changi Airport and unlock new possibilities for long-term growth.

Artist's impression of rooftop all-day dining with view towards Changi Airport

SEGMENTAL PERFORMANCE ANALYSIS

TOTAL TURNOVER BY BUSINESS SEGMENT
(S\$'000)TOTAL ASSETS BY BUSINESS SEGMENT
(S\$'000)TOTAL TURNOVER BY GEOGRAPHICAL SEGMENT
(S\$'000)TOTAL ASSETS BY GEOGRAPHICAL SEGMENT
(S\$'000)

FIVE-YEAR FINANCIAL SUMMARY

	2024		2023		2022		2021		2020	
	S\$'000	%	S\$'000	%	S\$'000	%	S\$'000	%	S\$'000	%
Group Turnover										
Real Estate										
- Investment Properties and Fund Management	207,452	32	204,719	33	189,383	38	195,516	65	264,816	50
- Hospitality	230,191	36	205,393	33	142,623	29	57,581	19	85,497	16
- Development properties	9,375	1	9,791	1	2,704	1	1,701	1	140,176	26
Healthcare	152,161	24	162,063	26	122,359	25	31,248	10	29,437	6
Others	47,320	7	41,133	7	34,051	7	14,760	5	10,529	2
Total	646,499	100	623,099	100	491,120	100	300,806	100	530,455	100
Group Profit and Loss										
Profits before interest, tax and other gains	63,439		289,401		345,234		313,419		246,654	
(Loss)/Profit attributable to owners of the Company	(286,760)		81,079		189,857		80,943		(343,383)	
Group Balance Sheet										
Investment properties	4,794,695		5,321,509		5,404,659		4,568,462		4,534,728	
Development properties	18,634		29,041		37,967		27,530		29,024	
Investments in equity-accounted investees	1,368,362		1,580,142		1,521,522		1,668,203		1,064,334	
Property, plant and equipment	1,748,114		1,790,928		1,760,752		1,651,297		1,700,486	
Cash and cash equivalents	600,053		182,602		327,846		518,858		559,527	
Asset held for sale	—		—		—		—		1,258,512	
Other investments	113,155		117,906		171,696		378,494		209,718	
Other assets	228,317		244,774		262,626		218,655		267,037	
Total assets	8,871,330		9,266,902		9,487,068		9,031,499		9,623,366	
Equity attributable to owners of the Company	3,201,124		3,640,336		3,688,470		3,849,956		3,740,004	
Perpetual securities	33,282		33,282		33,282		—		—	
Non-controlling interests	2,115,951		2,208,078		2,252,297		1,869,442		1,916,810	
Borrowings										
- Current	183,000		31,346		578,643		418,781		420,416	
- Non-current	2,928,224		2,842,190		2,388,483		2,406,062		3,055,709	
Other liabilities	409,749		511,670		545,893		487,258		490,427	
Total equity and liabilities	8,871,330		9,266,902		9,487,068		9,031,499		9,623,366	
Earnings per share (cents)	(35.9)		9.6		22.0		9.2		(38.2)	
Dividends per share (cents)										
- Interim dividend	1.0		1.0		1.0		1.0		—	
- Special dividend	—		2.0		—		—		—	
- Final dividend	1.0		1.0		1.5		1.0		1.0	
Total dividend	2.0		4.0		2.5		2.0		1.0	
Net asset value per share (S\$)	4.23		4.31		4.35		4.41		4.24	
Gearing ratio*	47%		46%		45%		41%		52%	

* Net Borrowings/Total Equity less Intangible Assets and Goodwill

CHAIRMAN & GROUP CEO'S STATEMENT

DR STEPHEN RIADY

Executive Chairman and
Group Chief Executive Officer

"We are poised to leverage our strengths and capitalise on emerging opportunities, guided by our unwavering commitment to sustainable growth and environmental stewardship."

“秉持着对可持续发展和环境保护的坚定信念，我们将充分发挥自身优势，把握新机遇。”

Dear Shareholders,

2024 was a year of challenges and accomplishments for OUE, marked by significant milestones, strategic achievements and the steadfast pursuit of sustainable growth. Despite a complex macroeconomic landscape characterised by global uncertainties, geopolitical tensions, rising inflation and higher interest rates, we navigated these headwinds with resilience and determination.

Amidst these uncertainties, Singapore has remained a stronghold of stability and social cohesiveness. We are fortunate to operate in this environment, which provides a sound foundation for growth and innovation. Against this backdrop, OUE celebrated a momentous year filled with milestones that underscore our commitment to building landmarks and creating long-term value.

BUILDING A SUSTAINABLE FUTURE

A key milestone this year was being awarded the tender by Changi Airport Group for the lease and development of a new upper upscale hotel located at Terminal 2, Changi Airport. The proposed 255-key Hotel Indigo Changi Airport will be Singapore's first zero-energy hotel, expected to be completed and operational by 2028.

Designed with sustainability at its core, the hotel will feature an innovative sustainability-centric design and cutting-edge energy-efficient solutions, including solar photovoltaic panels, hybrid cooling systems, naturally ventilated corridors and rainwater harvesting. This landmark development is in alignment with Singapore's broader efforts to enhance its sustainable tourism infrastructure and is also in line with OUE's sustainability commitments.

On 25 March 2025, OUE announced the entry into a joint venture with TC Realty SG Pte. Ltd., which is wholly owned by Tokyo Century Corporation (Tokyo Century), a leading Japanese non-banking financial services company, in relation to the development of Hotel Indigo Changi Airport. This aligns with OUE's "asset right" strategy to optimise capital deployment and grow our third-party

funds under management over time. In addition, it will allow OUE to build a strategic partnership with Tokyo Century to explore future potential opportunities.

CREATING VALUE

On the hospitality front, Crowne Plaza Changi Airport (CPCA) began 2024 with more rooms and upgraded facilities, following the completion of asset enhancement works in December 2023. This was timely to capitalise on the rebound in tourist arrivals in 2024 and beyond. The asset enhancement works have revitalised the hotel, increasing its room inventory to 575 keys and introducing upgraded amenities, including refreshed meeting spaces, a new club lounge, a new gym and a new Italian all-day dining concept, Allora, which enhance its competitive foothold as a world-class hospitality landmark.

CPCA's excellence continues to be recognised on the global stage, strengthening its position as a premier hospitality asset. In 2024, it secured two prestigious titles – the World's Best Airport Hotel at the Skytrax World Airport Awards for the ninth consecutive year and the Best Airport Hotel in Asia-Pacific at the Business Traveller Asia-Pacific Awards for the seventh year in a row.

In December 2024, OUE Real Estate Investment Trust (OUE REIT) announced the divestment of Lippo Plaza Shanghai for RMB1,917.0 million (approximately S\$357.4 million). The divestment provided OUE REIT an opportunity to monetise the asset and redeploy the proceeds towards more strategic uses, strengthening OUE REIT's balance sheet and enhancing financial flexibility for future growth opportunities. Following the completion of the sale on 27 December 2024, all of OUE REIT's assets (comprising four commercial properties and two hotels) are now located in Singapore, cementing its position as one of Singapore's largest diversified REITs.

Our healthcare business made further accomplishments in its commitment to advancing healthcare excellence

CHAIRMAN & GROUP CEO'S STATEMENT

in the region. OUE Healthcare Limited's (OUEH) joint venture hospital in Changshu, Jiangsu Province, China – Changshu Hospital, the first and only private obstetrics and gynaecology hospital in the city – has established healthcare alliances with two top-tier public hospitals, namely Shanghai Changzheng Hospital and Zhongda Hospital Southeast University in Nanjing. Through shared medical resources and collaboration across areas such as research, training and education, the partnerships aim to enhance patient access to high-quality healthcare while contributing to the development of advanced clinical services at Changshu Hospital.

In December 2024, OUEH's respiratory care medical partnership, O2 Healthcare Group, made a strategic acquisition of a 60.0% stake in Rehab Matters Private Limited, an established physiotherapy provider specialising in high-quality cardiopulmonary rehabilitation and medical-directed fitness. Meanwhile, OUEH's associate company Healthway Medical Corporation (HMC) continues to strengthen its position as a leading healthcare provider in Singapore, leveraging 30 years of experience and a network of over 130 clinics. During the year, it expanded its capabilities with the launch of Cura Day Surgery at Camden Medical Centre, offering advanced surgical services with a focus on personalised care. Additionally, it introduced Nobel Diabetic Foot Care, a pioneering service dedicated to reducing diabetes-related complications through comprehensive and accessible care.

As part of its ongoing efforts to optimise resources and strengthen its capital structure, OUEH made a strategic decision and completed divestment of a mixed commercial site in Kuala Lumpur in November 2024 for RM125.0 million (approximately S\$35.6 million).

In January 2025, First Real Estate Investment Trust (First REIT) received a preliminary non-binding letter of intent (LOI) from PT Siloam International Hospitals Tbk to acquire First REIT's portfolio of hospital assets in Indonesia. Guided by First REIT's '2.0 Growth Strategy', which is aimed at delivering sustainable long-term value for First REIT's unitholders, the board of First REIT's manager is currently conducting a strategic review to assess the LOI and explore all strategic options for First REIT.

The Group also expanded its dining concepts during the year with a delectable selection of culinary offerings

tailored to the evolving preferences of discerning consumers. Notable additions included NOVA, a rooftop bar at One Raffles Place, offering breathtaking views of the Singapore skyline and vibrant nightlife, integrated with sister concept HighHouse which was launched a year earlier; Chatterbox Express at Changi Airport Terminal 1, offering a convenient and authentic taste of iconic Singapore flavours; the revitalised Shisen Hanten, a MICHELIN-starred restaurant renowned for its unique Chūka Szechwan Ryori cuisine; and Chen's Kitchen at Paragon Shopping Centre launched in January 2025, a casual family restaurant from the MICHELIN Bib Gourmand-awarded Chen's.

OVERALL PERFORMANCE

Revenue for the year recorded a 3.8% growth to S\$646.5 million in FY2024 from S\$623.1 million in FY2023. This was largely attributable to a 6.5% increase in the Group's Real Estate segment to S\$447.0 million, with the Investment Properties division edging up 1.3% to S\$207.5 million on the back of the Group's resilient commercial portfolio in Singapore. Meanwhile, the Hospitality division recorded a 12.1% jump in revenue to S\$230.2 million, up from S\$205.4 million in FY2023. This was largely driven by higher contribution from CPCA following the completion of its asset enhancement works, as well as improved occupancy rates at both Hilton Singapore Orchard and CPCA, bolstered by a strong lineup of concerts and meetings, incentives, conferences and exhibitions events in the first half of 2024 and the continued improvement in visitor arrivals throughout the year.

Conversely, revenue from the Group's Healthcare segment declined 6.1% to S\$152.2 million from S\$162.1 million in FY2023. The decrease was primarily due to lower contribution from First REIT, which was impacted by the weaker Indonesian Rupiah and Japanese Yen against the Singapore Dollar.

The Group's Others segment saw a 15.0% revenue growth to S\$47.3 million from S\$41.1 million in FY2023. This was mainly due to contributions from new dining concepts launched in the past two years (FY2023 and FY2024).

The Group closed the financial year ended 31 December 2024 (FY2024) with a loss attributable to shareholders of S\$286.8 million compared to a profit attributable to shareholders of S\$81.1 million in the previous financial year (FY2023).

This was largely due to a loss of S\$191.4 million from the share of results of equity-accounted investees, mainly due to losses recorded by the Group's associate Gemdale Properties and Investment Corporation Limited (GPI). GPI has been adversely affected by the prevailing slow-down of the property market and current economic environment in the People's Republic of China, resulting in impairment losses for its properties. Additionally, higher fair value losses of S\$55.0 million attributable to shareholders recognised for investment properties further impacted the bottom line. These fair value losses for investment properties as well as the share of losses from GPI are largely non-cash in nature and there is no material impact on the Group's operational cashflows and corporate funding requirements.

As a result of a lower share of results of equity-accounted investees, partially mitigated by higher contribution from the hospitality division in the real estate segment, the Group recorded adjusted earnings before interest and tax (adjusted EBIT) of S\$63.4 million in FY2024, down from S\$289.4 million in FY2023.

The Group maintained a strong balance sheet as at 31 December 2024, with cash and cash equivalents of S\$600.1 million and a net current asset position of S\$349.1 million. The Group remains well positioned to meet its debt obligations, with gearing ratio at a stable 47.0% as at 31 December 2024.

FINANCIAL RESILIENCE AND SUSTAINABILITY

Proactive and prudent capital management is one of the Group's core strategic pillars, ensuring financial flexibility to navigate market uncertainties and pursue sustainable growth opportunities.

During the year, the Group continued to strengthen its commitment to sustainable financing. OUE successfully issued a total of S\$200.0 million 5-year 4.00% Green Notes under our newly established Green Finance Framework (Framework). The issuance has not only bolstered our financial resilience but also strategically enhanced our debt profile. Net proceeds from these issuances will be used to finance or refinance green projects that meet the eligibility criteria of the Framework.

Separately, OUE REIT has also significantly strengthened its financial resilience while advancing its sustainability agenda. It obtained a S\$600.0 million 5-year unsecured sustainability-linked loan in April 2024 and successfully

issued multiple green notes throughout the year, including S\$250.0 million 3-year green notes at 4.10%, marking its first investment-grade issuance, and subsequently S\$300.0 million 7-year 3.90% investment-grade green notes. With these debt facilities, only S\$116.0 million of debt is due in 2025, which accounts for 4.9% of total debt, bringing its weighted average debt maturity to three years.

Moving forward, we remain focused on leveraging green financing to support environmentally responsible projects and drive long-term value creation for our stakeholders.

IN GRATITUDE

For FY2024, the Board of Directors has declared a final tax-exempt dividend of 1.0 Singapore cent per share. Together with the interim dividend of 1.0 Singapore cent per share paid in September 2024, the total cash dividend for the current financial year amounts to 2.0 Singapore cents per share.

In 2024, we marked a significant milestone, our 60th anniversary, a proud testament to six decades of excellence, resilience and innovation that have helped shaped Singapore's urban landscape. As we commemorate this remarkable achievement, we remain deeply grateful for the guidance of our Board and management team, and the support of our shareholders, employees, bankers and partners.

As we look forward to the future, we are poised to leverage our strengths and capitalise on emerging opportunities, guided by our unwavering commitment to sustainable growth and environmental stewardship. We remain focused on Building Landmarks and Creating Value to maximise returns for all our stakeholders.

Dr Stephen Riady

Executive Chairman and Group CEO
March 2025

执行主席兼集团首席执行官致辞

各位尊敬的股东，

2024年对华联企业而言是挑战与成就并存的一年。这一年里，我们迎来诸多重大里程碑，取得了战略性成果，始终坚定不移地追求可持续发展。尽管全球宏观经济形势错综复杂，充满不确定性，地缘政治局势紧张，通货膨胀高企，利率不断攀升，但我们凭借坚韧不拔的毅力和坚定决心，克服了这些困难。

在重重不确定因素中，新加坡保持稳定环境且具有坚固的社会凝聚力，为发展与创新筑牢了根基，而我们有幸在这样的环境中开展业务。在此背景下，华联企业迎来了极为重要的一年，诸多里程碑事件见证了我们打造地标建筑和创造长期价值的决心。

建设可持续未来

今年，我们取得了一项重大里程碑成果，成功中标樟宜机场集团的招标项目，获得了位于樟宜机场2号航站楼的一家全新高端酒店的租赁及开发权。拟建的樟宜机场英迪格酒店 (Hotel Indigo Changi Airport)，设有255间客房，将成为新加坡首家零能耗酒店，预计将于2028年竣工并投入运营。

英迪格酒店的设计将秉持可持续发展的核心理念，采用以可持续发展为中心的创新设计，运用前沿的节能解决方案，配备太阳能光伏板、混合制冷系统、自然通风走廊以及雨水收集设施。这一地标性发展，为加强新加坡完善可持续旅游基础设施所做的广泛努力相一致，也符合华联企业的可持续发展承诺。

2025年3月25日，华联企业宣布与日本领先的非银行金融服务公司 Tokyo Century Corporation (简称Tokyo Century) 全资拥有的 TC Realty SG Pte. Ltd. 成立合资企业，共同开发樟宜机场英迪格酒店 (Hotel Indigo Changi Airport)。这与华联企业的“资产权利”战略相一致，即优化资本配置，使我们管理的第三方基金不断增长。此外，这将使华联企业与 Tokyo Century 建立战略合作伙伴关系，共同探索未来的潜在机会。

创造价值

在酒店业务方面，樟宜机场皇冠假日酒店 (Crowne Plaza Changi Airport) 于2023年12月顺利完成资产增值计划，于2024年增设更多客房并升级了配备设施。此举契合时宜，能够充分利用2024年及后续旅游客流量回升的有利态势。资产增值计划提升了酒店的整体形象，客房数量增加至575间，同时引入升级设施，包括全新打造的会议场地、新设立的俱乐部休息室、健身房，以及全新推出的意大利全天候餐饮概念餐厅Allora。从而增强了酒店作为世界级酒店地标在 market 中的竞争优势。

樟宜机场皇冠假日酒店 (Crowne Plaza Changi Airport) 的卓越表现不断在全球范围内获得认可，巩固了其作为顶级酒店资产的地位。2024年，该酒店连续第九年于Skytrax世界机场大奖中荣获全球最佳机场酒店，连续第七年在Business Traveller Asia-Pacific 荣获亚太区最佳机场酒店。

2024年12月，华联房地产投资信托 (OUE Real Estate Investment Trust) (简称 OUE REIT) 宣布以人民币19亿1700万元(约3亿5740新元)出售上海力宝广场。此次出售为华联房地产投资信托 (OUE REIT) 提供了资产变现的机会，并将所得资金重新配置于更具战略意义的用途，从而增强了华联房地产投资信托 (OUE REIT) 的资产负债表，并为未来的增长机会提高了财务灵活性。随着2024年12月27日交易的完成，华联房地产投资信托 (OUE REIT) 的所有资产(包括四处商业物业和两家酒店)现均位于新加坡，进一步巩固了其作为新加坡最大的多元化房地产投资信托之一的地位。

我们的医疗保健业务在致力于推动区域医疗卓越发展进程中再创佳绩。华联医疗有限公司 (OUE Healthcare Limited) (简称华联医疗(OUEH)) 在中国江苏省常熟市的合资医院——常熟医院，作为该市首家也是唯一一家私立妇产科医院，已分别与两家顶尖公立医院建立了医疗合作联盟。常熟医院与上海长征医院达成合作，又与位于南京的东南大学附属中大医院开展合作。通过共享医疗资源，以及在科研、培训和教育等领域的合作，旨在让患者更便捷地获得高质量医疗服务，同时也促进常熟医院先进临床服务的发展。

2024年12月，华联医疗 (OUEH) 的呼吸护理医疗合伙企业——O2 Healthcare Group，战略性收购了 Rehab Matters Private Limited 60.0%的股权。Rehab Matters Private Limited 是一家成熟的理疗服务提供商，专注于提供高质量的心肺康复服务以及医疗指导健身服务。与此同时，华联医疗 (OUEH) 的联营司——康威医疗集团有限公司 (Healthway Medical Corporation Limited) (简称康威医疗集团 (HMC)) 凭借30年的经验以及由130多家诊所组成的网络，继续巩固其作为新加坡领先医疗服务提供商的地位。在这一年里，该公司通过在康健医务中心 (Camden Medical Centre) 开设的日间手术中心 (Cura Day Surgery) 拓展了自身的业务能力，提供先进的外科手术服务，并注重个性化护理。此外，该公司还推出了一项开创性的诺贝尔糖尿病足部护理服务，致力于以通过全面、便捷的护理方案降低糖尿病相关的并发症。

作为持续优化资源、强化资本结构举措的一部分，华联医疗 (OUEH) 作出了一项战略决策，并于2024年11月以马币1亿2500万令吉(约3560万新元)完成了出售吉隆坡一块综合商业发展用地。

2025年1月，先锋医疗产业信托 (First Real Estate Investment Trust (简称 First REIT)) 收到 PT Siloam International Hospitals Tbk 的初步无约束力意向书，拟收购先锋医疗产业信托 (First REIT) 在印度尼西亚的医院资产组合。先锋医疗产业信托 (First REIT) 的“2.0增长战略”旨在为其单位信托证券持有人创造可持续长期价值，根据该战略指导下，先锋医疗产业信托 (First REIT) 的管理人董事会目前正在进行战略审核，以评估该意向书并探索先锋医疗产业信托 (First REIT) 的所有战略选择。

在这一年里，集团还扩展了餐饮业务概念，推出了一系列精致美食，迎合品味日益精进的消费者不断变化的喜好。重点新增项目，包括位于莱佛士坊一号的屋顶酒吧NOVA，这里能将新加坡天际线和活力四射的夜生活尽收眼底，它与一年前开业的姊妹品牌 HighHouse 相互协同；位于樟宜机场一号航站楼的 Chatterbox Express，为客提供便捷正宗的新加坡地道风味；重新焕发生机的米其林星级餐厅四川饭店 (Shisen Hanten)，以其独特的中华四川料理闻名；以及2025年1月入驻百利宫 (Paragon) 购物中心的 Chen's Kitchen，这是由来自荣获米其林美食称号的 Chen's 的一家休闲家庭餐厅。

整体业绩

集团的营业收入从2023财务年度的6亿2310万新元，增长3.8%，增至2024财务年度的6亿4650万新元。这主要得益于集团房地产板块增长6.5%，达到4亿4700万新元，其中投资产业部门的营业收入受益于集团在新加坡稳健的商业资产组合，微升1.3%至2亿750万新元。与此同时，酒店部门营业收入从2023财务年度的2亿540万新元大幅跃升12.1%，达到2亿3020万新元。这主要是樟宜机场皇冠假日酒店 (Crowne Plaza Changi Airport) 完成资产增值计划后对营业收入的更高贡献，新加坡希尔顿酒店 (Hilton Singapore Orchard) 和樟宜机场皇冠假日酒店 (Crowne Plaza Changi Airport) 入住率提高，2024年上半年一系列演唱会和会议、奖励旅游及会展活动，以及全年游客到访量持续增加都起到了推动作用。

相比之下，集团医疗保健部门的营业收入下降了6.1%，从2023财务年度的1亿6210万新元降至1亿5220万新元。收入下降主要归因于先锋医疗产业信托 (First REIT) 受到印尼盾和日元对新元汇率走弱的影响，收入贡献减少。

集团其他业务的收入增长了15.0%，从2023财务年度的4110万新元增至4730万新元，这主要得益于过去两年(2023财务年和2024财务年) 推出的新餐饮概念的贡献。

截至2024年12月31日的财务年度 (2024财务年)，集团股东应占亏损为2亿8680万新元，而上一财务年度 (2023财务年) 的股东应占净利润为8110万新元。

这主要是由于联营与合营公司业绩的应占亏损1亿9140万新元，主要是由于集团联营公司金地商置集团有限公司 (Gemdale Properties and Investment Corporation Limited (简称金地商置集团)) 录得亏损。金地商置集团受到中国当前房地产市场放缓和经济环境影响，导致其物业减值损失。此外，投资物业的股东应占公允价值亏损增加5500万新元，进一步影响了集团的业绩。这些投资物业的公允价值亏损以及金地商置集团的应占亏损主要为非现金性质，对集团的运营现金流和公司资金需求没有重大影响。

由于所占权益法投资对象的业绩份额减少，部分被房地产部门酒店业务的贡献增加所抵消，集团的调整后息税前利

润从2023财务年度的2亿8940万新元下跌至2024财务年度的6340万新元。

截至2024年12月31日，集团的资产负债表保持稳健，现金及现金等价物为6亿10万新元，净流动资产为3亿4910万新元。截至2024年12月31日，集团的资产负债率稳定在47%，仍具有良好的偿债能力。

财务韧性与可持续发展

积极且审慎的资本管理是集团的核心战略支柱之一，这确保了集团拥有财务灵活性，得以应对市场的不确定性，并把握可持续增长的机遇。

在这一年里，集团继续加强其对可持续融资的承诺。根据我们新建立的绿色金融框架(简称框架)，华联企业成功发行了价值2亿新元、利率为4.00%的5年期绿色债券。此次发行不仅增强了我们的财务韧性，还战略性地优化了我们的债务结构。这些债券的净收益将用于资助或再融资符合框架标准的绿色项目。

另外，华联房地产投资信托 (OUE REIT) 在推进其可持续发展议程的进程中，显著提升了自身的财务韧性。它在2024年4月，获得了6亿新元的5年期无担保可持续发展挂钩贷款，并在全年成功发行了多笔绿色票据，其中包括价值2亿5000万新元、利率为4.10%的3年期绿色票据，这是其首次发行投资级据；随后又发行了价值3亿新元、利率为3.90%的7年期投资级绿色票据。借助这些债务融资举措，2025年到期的债务仅为1亿1600万新元，占债务总额的4.9%，使其加权平均债务期限延长至三年。

展望未来，我们将始继续专注于利用绿色融资，来支持环保型项目，为我们的利益相关方创造长期价值。

致谢

董事会宣布2024财务年度的免税末期股息为每股新元1.0分。加上2024年9月已派发的每股新元1.0分的中期股息，本财务年度现金股息总额为每股新元2.0分。

2024年，我们迎来六十周年的重要里程碑。这六十年的辉煌历程彰显了卓越、坚韧与创新，深刻塑造了新加坡的城市风貌。在庆祝这一非凡成就之际，我们由对董事会和管理团队的引领，以及股东、员工、银行家及合作伙伴给予的支持表达衷心的感谢。

展望未来，秉持着对可持续发展和环境保护的坚定信念，我们将充分发挥自身优势，把握新机遇。我们始终专注于打造地标，创造价值，为所有利益相关者带来最大回报。

李棕博士

执行主席兼集团首席执行官
2025年3月

BOARD OF DIRECTORS



Seated (from left to right)
Dr Stephen Riady
Executive Chairman and Group Chief Executive Officer
Mr Sin Boon Ann
Deputy Chairman and Non-Executive
Non-Independent Director

Standing (from left to right)
Dr Lim Boh Soon
Lead Independent Director
Mr Kin Chan
Non-Executive Non-Independent Director
Ms Goh Min Yen
Independent Director
Mr Brian Riady
Deputy Chief Executive Officer and Executive Director

BOARD OF DIRECTORS

DR STEPHEN RIADY, 65
Executive Chairman and
Group Chief Executive Officer

**Date of first appointment
as a Director:**
30 November 2006

**Date of last re-election
as a Director:**
26 April 2024

**Length of service as a Director
(as at 31 December 2024):**
18 years 1 month

Board Committee(s) served on:
Nil

- Academic & Professional Qualification(s):**
- Bachelor of Science, Business Administration, University of Southern California, United States of America
 - Master of Business Administration, Golden Gate University, United States of America
 - Honorary Degree of Doctor of Business Administration, Edinburgh Napier University, United Kingdom
 - Honorary University Fellow, Hong Kong Baptist University
 - Fellow of the Duke of Edinburgh's Award World Fellowship

- Present Directorships (as at 1 January 2025):**
Listed companies
- Hongkong Chinese Limited (listed on The Stock Exchange of Hong Kong Limited)
 - Lippo China Resources Limited (listed on The Stock Exchange of Hong Kong Limited)
 - Lippo Limited (listed on The Stock Exchange of Hong Kong Limited)

Other principal directorships
Nil

- Major Appointments (other than directorships):**
- Executive Vice President of China Federation of Overseas Chinese Entrepreneurs
 - Founding honorary advisor of the University of Hong Kong Foundation for Education Development and Research
 - Member of the Advisory Board of Sloan School of Management of the Massachusetts Institute of Technology, United States of America
 - Member of the Advisory Council of One Country, Two Systems Research Institute
 - Member of the Boards of Trustees of Volunteer Service Trust and The Better Hong Kong Foundation
 - Member of the Committee to Promote Economic Co-operation between Fujian and Hong Kong, a committee established by the Provincial Government of Fujian, the People's Republic of China (PRC)
 - Permanent honorary chairman of Singapore Research Centre of Institute for Global Development of Tsinghua University
 - Trustee of the Global Board of Trustees of Asia Society

- Past Principal Directorships held over the preceding 5 years
(from 1 January 2020 to 31 December 2024):**
- Healthway Medical Corporation Limited

- Others:**
- 2018 EY Asean Entrepreneurial Excellence Award
 - Asia Society Global Game Changer Award
 - Asia Society Southern California International Business Visionary Award
 - ASEAN Entrepreneur of the Year Award
 - Chevalier de L'Ordre des Arts et des Lettres awarded by the French government
 - Strategic Investment Entrepreneur of the Year in Ernst & Young's annual Entrepreneur of the Year Awards Singapore 2007
 - Hong Kong Affairs Advisor appointed by the Hong Kong and Macao Office of the State Council and Xinhua News Agency, Hong Kong Branch, PRC (from April 1995 to June 1997)
 - Honorary Citizen of Shenzhen, PRC
 - Deemed substantial shareholder of OUE Limited. Details of his deemed shareholdings can be found on pages 273 and 274 of this Annual Report

MR SIN BOON ANN, 67
Deputy Chairman and
Non-Executive
Non-Independent Director

**Date of first appointment
as a Director:**
25 May 2009

**Date of last re-election
as a Director:**
26 April 2024

**Length of service as a Director
(as at 31 December 2024):**
15 years 7 months

- Board Committee(s) served on:**
- Nominating Committee (Member)
 - Remuneration Committee (Member)

- Academic & Professional Qualification(s):**
- Bachelor of Arts and Bachelor of Laws (Honours), National University of Singapore
 - Master of Laws, University of London, United Kingdom
 - Admitted to Singapore Bar

- Present Directorships (as at 1 January 2025):**
Listed companies
- Sarine Technologies Ltd.
 - The Trendlines Group Ltd.
 - TIH Limited

Other principal directorships

- Healthway Medical Corporation Limited

- Major Appointments (other than directorships):**
- Consultant, Drew & Napier LLC

- Past Principal Directorships held over the preceding 5 years
(from 1 January 2020 to 31 December 2024):**
- CSE Global Limited
 - HRnetGroup Limited
 - Rex International Holding Limited
 - SE Hub Ltd.

- Others:**
- Former Deputy Managing Director, Corporate and Finance Department and Co-Head, Capital Markets Practice, Drew & Napier LLC
 - Member of Parliament of Singapore, Tampines GRC (from 1996 to 2011)
 - Lecturer, Faculty of Law of the National University of Singapore (from 1987 to 1992)

BOARD OF DIRECTORS

DR LIM BOH SOON, 69
Lead Independent Director

**Date of first appointment
as a Director:**
1 January 2022

**Date of last re-election
as a Director:**
28 April 2022

**Length of service as a Director
(as at 31 December 2024):**
3 years

Board Committee(s) served on:

- Audit Committee (Chairman)
- Nominating Committee (Member)
- Remuneration Committee (Member)

Academic & Professional Qualification(s):

- Bachelor of Science (First Class Honours) in Mechanical Engineering, University of Strathclyde, United Kingdom
- PhD in Mechanical Engineering, University of Strathclyde, United Kingdom
- Graduate Diploma in Marketing Management, Singapore Institute of Management
- Diploma in Marketing, The Chartered Institute of Marketing, United Kingdom
- Fellow, Singapore Institute of Directors
- Fellow, Institute of Corporate Directors Malaysia
- Senior Member of the Singapore Institute of Management
- Senior Member of the Singapore Computer Society
- Associate Member of the Royal Aeronautical Society in the United Kingdom
- Member of the Chartered Institute of Marketing in the United Kingdom

Present Directorships (as at 1 January 2025):

Listed companies

- Tomi Environmental Solutions Inc. (listed on the NASDAQ Stock Exchange)
- V.S. Industry Berhad (listed on the Main Market of Bursa Malaysia Securities Berhad)

Other principal directorships

- Arise Asset Management Pte Ltd

Major Appointments (other than directorships):

- Founder and Managing Partner, Arise Asset Management Pte Ltd

**Past Principal Directorships held over the preceding 5 years
(from 1 January 2020 to 31 December 2024):**

- Jumbo Group Limited

Others:

- Chief Executive Officer, Kuwait Finance House (Singapore) Pte. Ltd. (from December 2007 to February 2010)
- Chief Executive Officer, Vietcombank Fund Management Company (from January 2005 to March 2007)

MR KIN CHAN, 59
Non-Executive
Non-Independent Director

**Date of first appointment
as a Director:**
17 March 2010

**Date of last re-election
as a Director:**
25 April 2023

**Length of service as a Director
(as at 31 December 2024):**
14 years 9 months

Board Committee(s) served on:

- Audit Committee (Member)

Academic & Professional Qualification(s):

- AB degree, Princeton University
- Master’s degree in Business Administration, the Wharton School of the University of Pennsylvania (Palmer Scholar)

Present Directorships (as at 1 January 2025):

Listed companies

- CITIC Resources Holdings Limited (listed on The Stock Exchange of Hong Kong Limited)
- Pioneer Global Group Limited (listed on The Stock Exchange of Hong Kong Limited)
- TIH Limited

Other principal directorships

- Argyle Street Management Limited

Major Appointments (other than directorships):

- Chief Investment Officer of Argyle Street Management Limited
- Commissioner of PT Lippo Karawaci Tbk (a company listed on the Indonesia Stock Exchange)

**Past Principal Directorships held over the preceding 5 years
(from 1 January 2020 to 31 December 2024):**

- Nil

Others:

- Deemed substantial shareholder of OUE Limited. Details of his deemed shareholdings can be found on pages 273 and 274 of this Annual Report

BOARD OF DIRECTORS

MS GOH MIN YEN, 65
Independent Director

Date of first appointment as a Director:
1 January 2022

Date of last re-election as a Director:
28 April 2022

Length of service as a Director (as at 31 December 2024):
3 years

Board Committee(s) served on:

- Audit Committee (Member)
- Nominating Committee (Chairman)
- Remuneration Committee (Chairman)

Academic & Professional Qualification(s):

- Bachelor of Science High Distinction (Economics and Finance), Babson College, United States of America

Present Directorships (as at 1 January 2025):

Listed companies

- Hongkong Chinese Limited (listed on The Stock Exchange of Hong Kong Limited)
- Lippo China Resources Limited (listed on The Stock Exchange of Hong Kong Limited)
- Lippo Limited (listed on The Stock Exchange of Hong Kong Limited)

Other principal directorships

- Eng Wah Global Pte. Ltd.

Major Appointments (other than directorships):

- Managing Director of Eng Wah Group

Past Principal Directorships held over the preceding 5 years (from 1 January 2020 to 31 December 2024):

Nil

Others:

Nil

MR BRIAN RIADY, 35
Deputy Chief Executive Officer and Executive Director

Date of first appointment as a Director:
1 January 2020

Date of last re-election as a Director:
25 April 2023

Length of service as a Director (as at 31 December 2024):
5 years

Board Committee(s) served on:
Nil

Academic & Professional Qualification(s):

- Bachelor of Science (Political Communication) and Bachelor of Arts (Economics), University of Texas at Austin
- Executive Education programmes, Harvard Business School

Present Directorships (as at 1 January 2025):

Listed companies

- OUE REIT Management Pte. Ltd. (the manager of OUE Real Estate Investment Trust)
- Hongkong Chinese Limited (listed on The Stock Exchange of Hong Kong Limited)
- Lippo China Resources Limited (listed on The Stock Exchange of Hong Kong Limited)
- Lippo Limited (listed on The Stock Exchange of Hong Kong Limited)

Other principal directorships

Nil

Major Appointments (other than directorships):

- Member of the Board of the Singapore Hotel Association
- Honorary Treasurer of the Executive Committee of the Board of the Singapore Hotel Association
- Member of the Executive Committee of the Orchard Road Business Association
- Council Member of Singapore National Employers Federation

Past Principal Directorships held over the preceding 5 years (from 1 January 2020 to 31 December 2024):

- OUE Healthcare Limited

Others:

- Chief Executive Officer of the Hospitality Division of OUE Limited (from October 2018 to December 2019)
- Executive Vice President of Lippo China Resources Limited (Hong Kong) (from January 2018 to December 2019)
- Vice President of Strategy of Lippo Group Indonesia (from September 2013 to September 2018)
- Chief Executive Officer of PT Cinemaxx Global Pasifik (from December 2013 to October 2017)

REAL ESTATE SEGMENT
Investment Properties and Fund Management



OUE REIT's portfolio comprises six prime office, retail and hospitality assets in Singapore



TOTAL ASSETS UNDER
MANAGEMENT¹

(S\$ billion)

5.8



PRIME COMMERCIAL
SPACE

(sq ft)

~1.8

million



PORTFOLIO OF
UPPER UPSCALE
HOTELS

1,655

Guestrooms

¹ As at 31 December 2024

One of the largest diversified Singapore REITs

OUE Real Estate Investment Trust (OUE REIT) is one of the largest diversified Singapore REITs with total assets under management of S\$5.8 billion as at 31 December 2024. Comprising six properties in Singapore, OUE REIT's commercial and hospitality portfolio consists of approximately 1.8 million square feet of prime office and retail space, and 1,655 upper upscale hotel rooms.

In FY2024, OUE REIT's revenue increased by 3.7% year-on-year (YoY). The better performance was attributable to the higher contributions from the hospitality segment, while Singapore's commercial properties continued to deliver stable performance. Net property income (NPI) marginally decreased by 0.4% YoY in FY2024. Adjusting for the upward revision of prior years' property tax for Hilton Singapore Orchard and Crowne Plaza Changi Airport, NPI would have increased by 2.3% YoY.

Taking into account increased finance costs, reduced working capital retention, and payment of 100.0% base management fees in cash in the first three quarters of FY2024¹, the amount available for distribution for FY2024 was S\$108.7 million. Including the release of

the remaining S\$5.0 million capital distribution from the 50.0% divestment of OUE Bayfront, FY2024 distributable income was S\$113.7 million, translating to a distribution per unit of 2.06 Singapore cents.

As at 31 December 2024, OUE REIT's net asset value per unit stood at S\$0.58.

For FY2024, revenue for the commercial (office and retail) segment was 1.0% higher YoY at S\$189.6 million, underpinned by the resilient performance of Singapore's office portfolio. FY2024 NPI slightly decreased by 1.2% YoY to S\$141.6 million, mainly due to higher operating expenses.

OUE REIT's Singapore office portfolio recorded positive rental reversion of 10.7% for FY2024. As at 31 December 2024, committed occupancy in OUE REIT's Singapore office portfolio remained healthy at 94.6%, with average passing rent increasing by 1.0% quarter-on-quarter to reach S\$10.72 per square foot per month. Mandarin Gallery's operating metrics continued to improve, with committed occupancy reaching 98.2% as at 31 December 2024 and a high positive rental reversion of 19.8%.

Benefitting from the robust concert and meetings, incentives, conferences, and exhibitions pipeline in the first half of 2024, as well as continued improvement in visitor arrivals throughout the year, the hospitality segment revenue surged by 8.9% YoY to S\$105.9 million in FY2024. Adjusting for the upward revision of property taxes for FY2022 and FY2023 for Hilton Singapore Orchard and Crowne Plaza Changi Airport, the NPI for the hospitality segment would have increased by 8.1% YoY in FY2024.

In December 2024, OUE REIT divested its non-core asset Lippo Plaza in Shanghai for a sale consideration of RMB1,917.0 million (approximately S\$357.4 million) and at an agreed property value of RMB1,680.0 million (approximately S\$313.2 million). The divestment aligned with the Manager's proactive asset management strategy to optimise portfolio composition, strengthen income resilience and enhance financial flexibility.

OUE REIT adopts a proactive and prudent capital management strategy to enhance its capital structure and improve financial flexibility. OUE REIT maintained a well-staggered debt maturity profile with average term of debt at 3.0 years. As at 31 December 2024,

OUE REIT's weighted average cost of debt decreased to 4.7% per annum while aggregate leverage was at 39.9%.

Leveraging on its BBB- investment-grade credit rating with stable outlook issued by S&P Global Rating, OUE REIT successfully diversified its debt maturity profile with the successful first issuance of 3-year and 7-year Investment Grade Green Notes totalling S\$550.0 million. In October 2024, OUE REIT established a S\$2.0 billion Euro Medium-Term Note programme, enabling the REIT to tap into diversified sources of funding and further optimise its debt maturity profile. These proactive and timely measures have positioned OUE REIT well to navigate a continued uncertain interest rate outlook amidst prolonged inflation.

As at 31 December 2024, the Group owned an effective interest of 49.6% in OUE REIT. The REIT manager of OUE REIT, OUE REIT Management Pte. Ltd., is a wholly-owned subsidiary of the Group.

¹ From 4Q 2024, 50.0% of base management fees will be paid in cash with the balance in units.

REAL ESTATE SEGMENT
Investment Properties and Fund Management



OUE BAYFRONT

Situated along the shoreline of Collyer Quay, between downtown Marina Bay and the established financial hub of Raffles Place, *OUE Bayfront* offers a well-connected business address with easy access to the Raffles Place, Telok Ayer and Downtown Mass Rapid Transit (MRT) stations. A prime choice for financial, legal and professional services firms, its notable list of tenants includes Merrill Lynch, Aramco Asia Singapore, Allen & Overy LLP, Hogan Lovells Lee & Lee and Point72 Asia.

In recognition of its commitment to sustainability, OUE Bayfront has achieved Green Mark Gold certification from Singapore’s Building and Construction Authority (BCA). In addition to its green initiatives that contribute to a healthy workplace environment, OUE Bayfront supports the well-being of its tenants and adds to the vibrancy of the Marina Bay precinct with community engagement events such as fitness and wellness activities. During the year, these included a weekly Pilates class conducted at the building’s open-air plaza, organised as part of the Singapore Health Promotion Board’s Healthy Workplace Ecosystem (HWE) programme, designed to conveniently integrate healthy living into daily work life.

Following the divestment of a 50.0% stake in OUE Bayfront in 2021 as part of its active portfolio reconstitution strategy, OUE REIT retains a 50.0% stake in this property.

OUE TOWER

OUE TOWER
A historical landmark accorded heritage conservation status, OUE Tower houses a revolving restaurant offering a fine dining experience with ever-changing Marina Bay and Central Business District (CBD) views.

OUE LINK

OUE LINK
OUE Link is an air-conditioned overhead pedestrian bridge with double-frontage retail shops, providing sheltered access to Raffles Place.

Prime waterfront offices with Marina Bay views

Property Description

OUE Bayfront is a prestigious development prominently located on the waterfront in Singapore’s CBD between the Marina Bay downtown area and the financial hub of Raffles Place. It includes an 18-storey premium Grade-A office building with stunning bay views, and two complementary commercial properties – OUE Tower and OUE Link.



VALUATION¹
(S\$ million)
1,388.0



GROSS FLOOR AREA
(sq ft)
504,851



NET LETTABLE AREA¹
(sq ft)
Total
399,697

Office	Retail
378,425	21,272



TENURE OF LAND
OUE Bayfront & OUE Tower
99-year lease
from 12 November 2007
OUE Link
15-year lease
from 19 November 2024
Underpass
99-year lease
from 7 January 2002



COMMITTED OCCUPANCY¹
Overall
98.2%
Office **Retail**
98.5% 93.4%

¹ As at 31 December 2024

REAL ESTATE SEGMENT
Investment Properties and Fund Management



OUE DOWNTOWN

OUE Downtown Office offers efficiently designed office space within a vibrant mixed-use complex in Singapore’s CBD. It is seamlessly connected to Downtown Gallery mall, which offers diverse dining, shopping, lifestyle and wellness options.

Its strategic location on Shenton Way is well served by road and public transport networks, including the Tanjong Pagar, Downtown, Shenton Way and upcoming Prince Edward Mass Rapid Transit (MRT) stations. It is home to a prestigious tenant base ranging from blue-chip companies in insurance, finance and IT to multinational corporations.

BCA Green Mark Gold certified, OUE Downtown Office features energy-efficient systems, abundant natural light, lush outdoor gardens and water features, fostering a workplace environment that prioritises sustainability and supports tenants’ productivity, comfort and well-being. Complementing the thoughtfully designed spaces are health and fitness-focused activities conducted conveniently on-site. During the year, these included a weekly cardio dance fitness class, organised as part of the Singapore Health Promotion Board’s Healthy Workplace Ecosystem (HWE) programme.

As the government’s Greater Southern Waterfront plans take shape, OUE Downtown Office remains poised to benefit from being on the doorstep of this exciting extension of the CBD into a major new residential, business and recreational hub.

Modern offices within a vibrant lifestyle destination

Property Description

OUE Downtown Office comprises the Grade-A office space at the OUE Downtown mixed-use development located along Shenton Way in Singapore’s business district. It comprises the 35th to 46th storeys of OUE Downtown 1, a 50-storey high-rise tower, and the 7th to 34th storeys of OUE Downtown 2, a 37-storey high-rise tower. OUE Downtown Office is certified Green Mark Gold by the BCA.

OUE Downtown Office is part of OUE REIT’s portfolio.



VALUATION¹
(S\$ million)
930.0
(Office components)



GROSS FLOOR AREA
(sq ft)
752,633
(Office)



NET LETTABLE AREA¹
(sq ft)
528,863
(Office)



TENURE OF LAND
99-year lease
from 19 July 1967



COMMITTED OCCUPANCY¹
91.9%
(Office)

¹ As at 31 December 2024

REAL ESTATE SEGMENT
Investment Properties and Fund Management



oneRafflesPlace

The 62-storey *One Raffles Place Tower 1* features prime office space topped by two floors of restaurant space and a rooftop observation deck offering spectacular 360-degree views of the city skyline. The 38-storey *One Raffles Place Tower 2* is distinguished by a striking silhouette with bold lighting effects and public spaces showcasing artworks by renowned local and international artists. The towers are situated above the Raffles Place MRT station, while an extensive underground network of pedestrian walkways provides easy access to the surrounding areas.

In September 2024, *NOVA* officially opened on Level 63 of Tower 1, becoming the city’s highest panoramic sky bar at 280 metres above ground. Together with *HighHouse*, a dining and nightlife venue on Levels 61 and 62, One Raffles Place offers a premier spot for the CBD crowd to unwind after work.

Both towers have achieved BCA Green Mark Gold certification in recognition of their sustainable design features and green initiatives. As an anchor of the Raffles Place precinct, One Raffles Place also works closely with the Raffles Place Alliance on engaging the wider CBD community. During the year, it participated in UNWIND @ Raffles Place, a fun-filled event featuring live music, games, snacks and movie screenings.

In addition, regular tenant and employee engagement activities were organised, from fitness workouts and wellness talks to upcycling workshops, building a strong sense of community and promoting environmental well-being.

A defining presence on
the CBD skyline

Property Description

One Raffles Place is an integrated development situated in the heart of Singapore’s core financial district, Raffles Place. This prominent development comprises two towers of Grade-A office space: the 62-storey One Raffles Place Tower 1, one of the tallest buildings in Singapore, and the 38-storey One Raffles Place Tower 2.

The office towers are adjoined by One Raffles Place Shopping Mall, a six-storey retail podium providing a wide array of dining, retail and lifestyle options, with a direct link to the Raffles Place MRT interchange station at its basement level.

One Raffles Place is part of OUE REIT’s portfolio.



VALUATION¹
(S\$ million)
1,926.3



GROSS FLOOR AREA
(sq ft)
1,287,966
(Total)



NET LETTABLE AREA¹
(sq ft)
604,512
(Office)



TENURE OF LAND

Office Tower 1
841-year lease
from 1 November 1985

Office Tower 2
99-year lease
from 26 May 1983

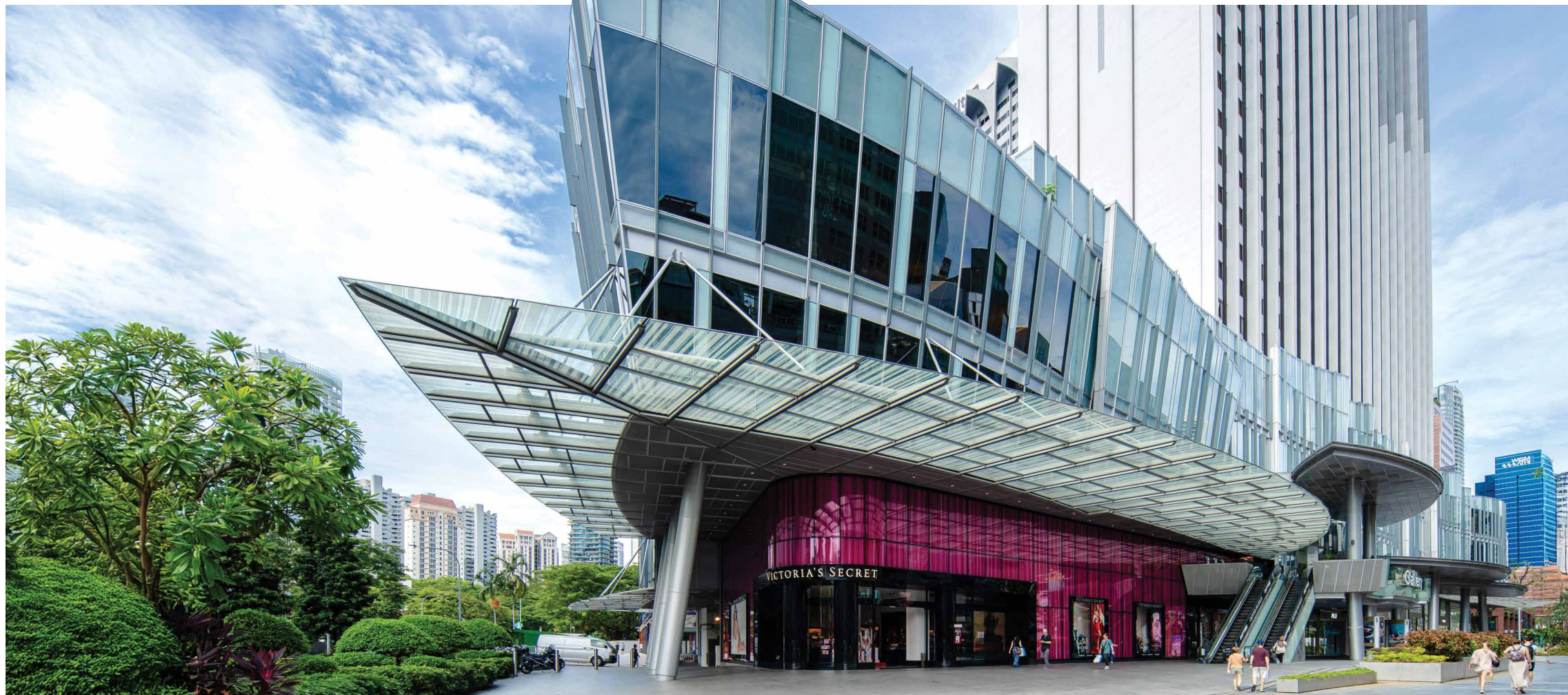


COMMITTED OCCUPANCY¹
94.5%
(Office)

¹ As at 31 December 2024

REAL ESTATE SEGMENT

Investment Properties and Fund Management



An exclusive shopping experience directly connected to Hilton Singapore Orchard

Mandarin Gallery

Amidst the bustle of Orchard Road, *Mandarin Gallery* stands out with a distinctive curation of dining, shopping and lifestyle experiences, set within an intimate boutique ambience and complemented by a prime 152-metre frontage that ensures a high degree of visibility.

The mall brings together an eclectic mix of premium fashion and lifestyle brands, including the first Southeast Asia flagship store of *Victoria's Secret*, offering an immersive experience across two floors; the Singapore flagship outlet of *MLB Korea*, retailing streetwear apparel and accessories; and Swedish label *J. Lindeberg*, specialising in fashionable golf wear.

The latest trends and timeless classics can be found at living and lifestyle stores such as *Rimowa* and *TUMI*, purveyors of luxury travelware, while the finest hair and beauty experiences await at the likes of *Bada Hair* and *Mendis Aesthetics Clinic*.

Mandarin Gallery also offers an enticing array of dining options showcasing flavours from around the globe, including an Italian-Japanese omakase experience at *La D'Oro*, premium Korean BBQ at *D'RIM Korean Steak House*, and authentic Shanghaiese delicacies at *Yan's Dining*.

Mandarin Gallery has achieved BCA Green Mark Gold certification in recognition of its sustainability performance and initiatives.

Refined retail, dining and lifestyle experiences

Property Description

Mandarin Gallery exudes exclusivity and sophistication at its prominent location in the heart of Orchard Road, Singapore's premier shopping and entertainment precinct. Behind its 152-metre-wide Orchard Road frontage, which encompasses four duplex stores and six streetfront units, the mall offers four levels of distinctive shopping, dining and lifestyle offerings, including an eclectic mix of local brands, independent boutiques and flagship stores of international brands.

Mandarin Gallery is part of OUE REIT's portfolio.



VALUATION¹
(S\$ million)
451.0



GROSS FLOOR AREA
(sq ft)
196,336



NET LETTABLE AREA¹
(sq ft)
126,294



TENURE OF LAND
99-year lease
from 1 July 1957



COMMITTED OCCUPANCY¹
98.2%

¹ As at 31 December 2024

REAL ESTATE SEGMENT
Investment Properties and Fund Management



Commanding attention on Shenton Way with a striking 262-metre frontage



VALUATION¹
(S\$ million)
190.0



GROSS FLOOR AREA
(sq ft)
226,599



NET LETTABLE AREA¹
(sq ft)
142,957



TENURE OF LAND
99-year lease
from 19 July 1967



COMMITTED OCCUPANCY¹
97.9%

¹ As at 31 December 2024



Behind its 262-metre-wide frontage, one of the longest retail frontages in the commercial district, *Downtown Gallery* offers a unique mix of niche retail stores, diverse dining experiences, and wellness-focused lifestyle offerings.

Its novel concepts include *Let's Yori!* Korean cooking studio, offering cooking classes within a 4,000 square feet communal cooking space, with kitchens and dining zones that can be booked for private events. Specialty stores include *Velo Velo*, retailing the latest cycling apparel and accessories, and *Essential Extra Gift Store*, showcasing items by independent brands and designers.

Whether quick bites or leisurely meals, every occasion is provided for with extensive food and beverage options, ranging from nasi padang-style rice at *Mirana Signatures* café to Wagyu beef bowls at *Gyushi*, Indian vegetarian cuisine at *Annalaksmi*, and decadent desserts at *Patisserie G*.

With its emphasis on living well, the mall supports a healthy lifestyle with a wide range of fitness and wellness studios catering to different interests, including *Diva Pole Academy*, *STRONG Pilates* and *Legends Fencing*. Visitors can complete their rejuvenation at hair and beauty salons such as *The Lash Chapter*, *Lily Head & Hair Spa* and *Barber 25*, a one-stop barbershop offering authentic Japanese head spas.

Other amenities at this BCA Green Mark Gold certified mall include a pre-school and medical and dental clinics.

Distinctive mix of
novel and niche

Property Description

Part of the OUE Downtown development on Shenton Way, Downtown Gallery provides a one-of-a-kind destination in the CBD to commune, devoted to enriching all aspects of well-being, grounded in the principles of "Look Well, Keep Well, Eat Well". With approximately 150,000 square feet of premium retail space spanning six levels, including one basement level, it offers a refreshing mix of shopping, dining, lifestyle and wellness to the area's office workers, residents and shoppers, with a focus on the sharing economy, future trends and innovative, new-to-market concepts.

Downtown Gallery is owned by a wholly-owned subsidiary of OUE Limited.

REAL ESTATE SEGMENT
Investment Properties and Fund Management



A vibrant pulse of retail and lifestyle in the financial district



NET LETTABLE AREA¹
(sq ft)
99,157
(Retail)



TENURE OF LAND
Shopping Mall
~75.0% of NLA is on
99-year lease
from 1 November 1985

With the balance 25.0% on
841-year lease
from 1 November 1985



COMMITTED OCCUPANCY¹
99.3%
(Retail)

¹ As at 31 December 2024



One Raffles Place Shopping Mall caters to the needs of busy executives with a seamless blend of retail and dining options as well as health, beauty and wellness services all under one roof. From fashion boutiques to everyday essentials, the mall's diverse mix of offerings provide the ideal balance of choice and convenience.

Food and beverage options abound, ranging from bakeries and juice bars to cafes and restaurants, satisfying the executive crowd with a wide variety of local and international flavours throughout the workday and after office hours. In 2024, the mall enriched the vibrancy of its cafe offerings with three new outlets – *CHAGEE*, delighting tea aficionados with its signature milk teas; *Compose Coffee*, Korea's No. 1 coffee brand; and Canadian coffeehouse *Tim Hortons*.

The mall also houses *Virgin Active*, a premium fitness club chain offering a diverse range of exercise classes and state-of-the-art gym facilities.

Elevating shopping, dining
and co-working in the CBD

Property Description

One Raffles Place Shopping Mall is the largest purpose-built shopping mall in Raffles Place, the heart of Singapore's financial district. It comprises approximately 100,000 square feet of prime retail space across six storeys. Situated above and with a direct basement level link to the Raffles Place MRT interchange station, the mall is easily accessible via the North-South and East-West MRT lines, and is conveniently connected via underground walkways to other developments within the Raffles Place and Marina Bay area.

One Raffles Place Shopping Mall is part of OUE REIT's portfolio.

REAL ESTATE SEGMENT
Hospitality



Hilton Singapore Orchard, Hilton’s flagship hotel in Singapore, proudly celebrated its second anniversary on 24 February 2024 as a landmark of hospitality excellence. Featuring 1,080 city-view guestrooms with a botanical-inspired design, five world-class dining venues, and 16 versatile event spaces, the hotel has become synonymous with delivering exceptional guest experiences where business seamlessly meets leisure.

Committed to growing sustainably, the BCA Green Mark Gold certified hotel is at the forefront of green initiatives and industry firsts. It is one of the first Hilton hotels to use FSC-certified wooden key cards and the first hotel in Singapore to have an in-house custom-built water filtration plant and bottling system to produce its own bottled drinking water. These initiatives eliminate approximately 40,000 plastic key cards and 1.2 million single-use plastic bottles annually across the property. The hotel is also working towards delivering carbon neutral meetings in line with global net-zero goals.

Continuing to build on these efforts, in April 2024, the hotel became the first and largest Hilton property in Singapore to partner with Winnow, an artificial intelligence tool used to track food waste in real time, enabling its kitchens to optimise food preparation. In September, the hotel began working with Farmd, an indoor vertical farm in Singapore, to expand its use of locally and sustainably grown vegetables. In October, its commitment to sustainable practices was recognised with the achievement of the prestigious Global Sustainable Tourism Council (GSTC) Certification, considered the international gold standard for sustainable tourism.

During the year, Hilton Singapore Orchard also received recognition from various media and industry platforms, including Most Popular Hotel in Asia – Travel Queen Award by Shanghai WOW! media group; Gold (Hotel Category) – Trusted Brands Asia by Reader’s Digest; Top 10 Meeting Hotels in Asia Pacific by Cvent; 2024 Outstanding Hotel Experience by Singapore Tourism Board; and Most Popular Overseas Hotels – China Hotel Awards.

At the forefront of sustainable luxury travel

Property Description

Hilton Singapore Orchard is a brand-defining and landmark hotel in Singapore and represents the largest Hilton hotel in Asia Pacific, offering 1,080 botanical-inspired rooms, world-class dining experiences and extensive meeting facilities.

The hotel is located in the heart of Orchard Road, Singapore’s premier shopping precinct, and is 10 to 15 minutes’ drive from the CBD and Marina Bay area. It is also within walking distance of the Somerset and Orchard MRT stations, which connect to the nearby Dhoby Ghaut and City Hall interchange stations, and is close to major roads and expressways. With its superb connectivity, Hilton Singapore Orchard provides an ideal base for business trips in the city and for exploring the sights of Singapore.

Hilton Singapore Orchard is part of OUE REIT’s portfolio.



VALUATION¹
(S\$ million)
1,318.5



GROSS FLOOR AREA
(sq ft)
990,278



NUMBER OF
GUESTROOMS¹
1,080



TENURE OF LAND
99-year lease
from 1 July 1957

¹ As at 31 December 2024

REAL ESTATE SEGMENT
Hospitality



The hotel's striking façade, adorned with floral motifs, offers both shade and heat reflection



Crowne Plaza Changi Airport offers a refreshing stay with its seamless blend of modern convenience and resort-inspired relaxation in a lush setting. Sanctuaries of elegant comfort, its noise-insulated guestrooms include options with direct access to the hotel's tropical outdoor pool, or panoramic runway views that are perfect for planespotting. Facilities include all-day Italian restaurant *Allora*, a contemporary Club Lounge, and flexible, state-of-the-art equipped meeting and functions rooms.

Besides being directly linked to the airport terminals, the hotel's close proximity to Changi Business Park and Singapore EXPO Convention & Exhibition Centre, and easy access to downtown Singapore by expressway and the MRT, enhance convenience for business travellers.

Designed with sustainability in mind, Crowne Plaza Changi Airport features lush gardens and trees that provide shade and help cool the building, while open-air walkways and floor-to-ceiling windows in the guestrooms maximise natural daylight and ventilation to reduce energy consumption. In recognition of its commitment to sustainability, the hotel has achieved the BCA Green Mark Gold certification.

In 2024, the hotel retained its top spot in the Skytrax World Airport Awards, being voted World's Best Airport Hotel for the ninth consecutive time. It also clinched Best Airport Hotel in Asia-Pacific in the Business Traveller Asia-Pacific Awards for the seventh year in a row.

Consistently ranked World's
Best Airport Hotel by Skytrax

Property Description

Reigning as the World's Best Airport Hotel in the Skytrax Airport Awards, Crowne Plaza Changi Airport is an award-winning 575-room hotel managed by the InterContinental Hotels Group, located at Terminal 3 of Singapore Changi Airport. Comprising two interconnected buildings – a 332-room main building and a 243-room extension, the hotel offers seamless access to the passenger terminals and Jewel Changi Airport retail and entertainment complex via a pedestrian bridge.

Crowne Plaza Changi Airport is part of OUE REIT's portfolio.



VALUATION¹
(S\$ million)
520.0



GROSS FLOOR AREA
(sq ft)
440,389



NUMBER OF
GUESTROOMS¹
575



TENURE OF LAND
66-year lease
from 9 June 2017

¹ As at 31 December 2024

REAL ESTATE SEGMENT

Hospitality



Artist's impression of rooftop level with pool and skyline views, a vibrant space to recharge



Artist's impression of Hotel Indigo Changi Airport

HOTEL INDIGO CHANGI AIRPORT

In April 2024, OUE was awarded the tender by Changi Airport Group (CAG) for the lease and development of a new landside hotel at Changi Airport Terminal 2 (T2), to cater to growing passenger traffic.

Built above the coach stand at T2, the proposed 163-metre-long *Hotel Indigo Changi Airport* will complement the existing hotels at Changi Airport with 255 guestrooms and differentiated facilities.

Its innovative design will be centred around the visually striking concept of a "Floating Forest", integrating the refreshing essence of nature with layers of lush rainforest and hanging plants stretching over seven storeys. The hotel will provide an experience designed to ensure that travellers will depart feeling rejuvenated. Guestrooms are thoughtfully equipped with amenities that promote rest and well-being. At the rooftop, guests can connect and recharge in a setting that combines an infinity pool, gym and bar with panoramic views of the runway, airport boulevard and skyline.

Hotel Indigo Changi Airport is also set to soar as the first zero-energy hotel in Singapore, and possibly the first in the world for an airport hotel. Conceived with sustainability

at its core, the hotel aims to achieve operational energy neutrality by incorporating sustainability features such as solar photovoltaic panels, hybrid cooling systems, naturally ventilated corridors and rainwater-harvesting technology aimed at reducing environmental impact while enhancing overall guest comfort and well-being.

On 25 March 2025, OUE announced the entry into a joint venture with TC Realty SG Pte. Ltd., which is wholly owned by Tokyo Century Corporation (Tokyo Century) in relation to the development of Hotel Indigo Changi Airport. Tokyo Century is a leading Japanese non-banking financial services company listed on the Tokyo Stock Exchange. Tokyo Century's hospitality real estate investment portfolio includes the Hotel Indigo in Karuizawa, Nagano prefecture and the ANA InterContinental Beppu Resort and Spa in Oita Prefecture, Japan. It is also developing the Dorchester Collection at Torch Tower, Japan's tallest building located at Tokyo Station, together with the Mitsubishi Estate Company Limited. The joint venture aligns with OUE's "asset right" strategy to optimise capital deployment and grow its third-party funds under management over time.

Hotel Indigo Changi Airport is expected to be completed and fully operational by 2028.

Aspiring to be Singapore's first zero-energy hotel

Property Description

Hotel Indigo Changi Airport is proposed as a 255-key hotel, operating under the Hotel Indigo brand by the InterContinental Hotels Group. The hotel is located at Changi Airport Terminal 2, with direct access via a linkway to the terminal's departure hall. Targeted to become the first zero-energy hotel in Singapore, it aims to combine energy-efficient design with low-energy operations, and immerse guests in a unique nature-infused environment for an unparalleled stay experience.

REAL ESTATE SEGMENT
Development Properties



OUE
TwinPeaks

Timeless style and elegant sophistication meet seamlessly at *OUE Twin Peaks*, a serene oasis of luxury city living. Its 462 apartments come ready to live in, fully furnished with thoughtfully curated furniture pieces by renowned designers such as Hans Wegner, Charles & Ray Eames, Tom Dixon and Matthew Hilton. The development also offers the flexibility to combine one-bedroom apartments with two- or three-bedroom apartments, providing ample space for multigenerational living.

Each of the development's two residential towers is equipped with a state-of-the-art triple-volume indoor and outdoor sky gym on the 13th floor, and an open-air Sky Loggia with a rooftop bar on the 36th floor, where views of the cityscape provide a spectacular backdrop for unwinding and entertaining.

Set amidst a lush environment of tropical gardens, water features, art installations and artful lighting, resort-inspired facilities such as an outdoor pool, jet spas and gourmet dining suites provide space for residents to relax, rejuvenate and host private gatherings. For its exceptional design and landscaping, OUE Twin Peaks has earned numerous awards and recognition, including the Landscape Excellence Assessment Framework (LEAF) certification in 2016 by National Parks Board, and the Skyrise Greenery Excellence Award, Multi-units Residential category, in 2017.

Resort-inspired luxury city living

Property Description

OUE Twin Peaks is a luxury residential development nestled amid the serenity of Leonie Hill, a stone's throw from bustling Orchard Road, Singapore's premier shopping belt. It comprises two identical 35-storey towers housing 462 well-appointed one-, two- and three-bedroom apartments, set within a lush landscape designed by the acclaimed landscape architect Bill Bensley, and enriched with an impressive suite of resort-inspired facilities that elevate life in the city.



BOOK VALUE¹
(S\$ million)
56.5



TENURE OF LAND
99-year lease
from 10 May 2010

¹ As at 31 December 2024

HEALTHCARE SEGMENT



Changshu Hospital established a healthcare alliance with Shanghai Changzheng Hospital



Changshu Hospital signed a healthcare alliance agreement with Zhongda Hospital Southeast University



COUNTRIES
Singapore, Japan,
Indonesia, China and
Myanmar¹

¹ Presence in Singapore
and Japan is via First REIT
Management and First REIT

Building a regional healthcare ecosystem
anchored on medical excellence

SGX Catalyst Board-listed *OUE Healthcare Limited (OUEH)* is a pan-Asian healthcare group that owns, operates and invests in quality healthcare businesses in high-growth Asian markets. Its healthcare ecosystem comprises a respiratory and cardiothoracic specialist group in Singapore (O2 Healthcare Group), as well as two hospitals in operation and one under development in China. OUEH also owns a controlling stake in First REIT, Singapore's first listed healthcare real estate investment trust, and a strategic stake in Healthway Medical Corporation (HMC), one of Singapore's largest private healthcare providers.

In May 2024, OUEH's 100-bed Changshu China Merchants-Lippo Obstetrics & Gynaecology Hospital marked its first anniversary with a month-long celebration packed with community events. During its inaugural year of operations, the private hospital had the privilege of serving women and families in the areas of obstetrics, gynaecology, postpartum wellness and medical aesthetics.

To further strengthen its overall healthcare delivery, Changshu Hospital has established healthcare alliances with two top-tier public hospitals – Shanghai Changzheng Hospital, and Zhongda Hospital Southeast University in Nanjing. Through shared medical resources and collaboration across areas such as research, training and education, the partnerships aim to enhance patient access to high-quality healthcare while contributing to the development of advanced clinical services at Changshu Hospital.



O2 HEALTHCARE GROUP

Asia's Lung Centre for Respiratory Health

Positioning itself as a 'Lung Centre', *O2 Healthcare Group (O2)* aims to reshape respiratory care in Asia with tailored solutions and a patient-centric approach, channelling its expertise in cardiac surgery, thoracic surgery, pulmonary medicine and intensive care to address a diverse range of heart and lung conditions.

To further strengthen synergy for holistic patient care within the healthcare ecosystem, O2 made a strategic acquisition in December 2024 by acquiring a 60.0% stake in Rehab Matters Private Limited, an established physiotherapy provider specialising in high-quality cardiopulmonary rehabilitation and medically-directed fitness. This partnership enables O2 to offer a comprehensive, multi-disciplinary approach to managing chronic heart and lung conditions, addressing the rising healthcare needs of Singapore's ageing population.

Singapore Medical Partners and Brands



HEALTHCARE SERVICES
Respiratory Care
Cardiothoracic Surgery



MEDICAL BRANDS¹
6



SPECIALISTS¹
11 respiratory physicians and
2 cardiothoracic surgeons

¹ As at 31 December 2024

HEALTHCARE SEGMENT



01 Reception area of Cura Day Surgery at Camden Medical Centre

02 Nobel Diabetic Foot Care – a multidisciplinary approach to providing holistic diabetic foot management

03 One of Cura's five modular operating rooms

04 Patient suite at Cura Day Surgery



One of Singapore's leading private healthcare providers

Healthway Medical Corporation (HMC) is a respected medical group with over 30 years of experience in Singapore healthcare. With over 130 clinics and medical centres in its network, HMC provides a comprehensive spectrum of services covering primary, secondary and ancillary care, including general practitioner and family medicine clinics, health screening, specialists, dental services and allied healthcare services.

In March 2024, HMC expanded its network with the opening of Cura Day Surgery at Camden Medical Centre. Featuring five modular operating rooms equipped with modern surgical technology, the new centre offers comprehensive and specialised medical services and personalised care, delivered with surgical expertise and a highly experienced nursing team. Its 12 patient suites with ensuite facilities ensure comfort and privacy for patients and their families for the entire journey from admission to post-op recovery.

This was followed in October by the launch of Nobel Diabetic Foot Care, a new service aimed at reducing diabetes-related amputations in Singapore and across Asia. The service brings together a multidisciplinary team from the group's specialist and allied health services to offer comprehensive care for diabetic foot patients. It is one of the first such services to provide affordable, accessible, high-quality care for diabetes patients in the private healthcare sector.



GP CLINICS¹
69
(including Japanese Medical)



HEALTH SCREENING CENTRES¹
3



DENTAL CLINICS^{1, 2}
4



ALLIED HEALTH CENTRES^{1, 3}
7



SPECIALIST CLINICS¹
34

¹ As at 31 Dec 2024; excludes clinics or centres under the Mobile and Projects Division
² includes Indonesia
³ includes Malaysia

PRIMARY CARE SERVICES

GP & Health Screening Centres



Dental



SPECIALISTS & ALLIED HEALTH SERVICES

Adults



Women & Children



Allied Health



HEALTHCARE SEGMENT



First REIT’s portfolio includes hospitals and nursing homes in Singapore, Japan and Indonesia



Singapore’s first healthcare REIT

Listed on the Singapore Stock Exchange since 2006, *First REIT* is a healthcare real estate investment trust with a portfolio of 32 properties across Asia. Its portfolio spans across Singapore, Japan and Indonesia, with a total asset value of S\$1.12 billion.

Despite volatility in the global financial markets, First REIT’s healthcare and healthcare-related portfolio continued to demonstrate healthy underlying performance and operational strengths in FY2024. The sustainable lease structures and 100.0% committed occupancy rates were key drivers during this year of economic uncertainties.

Rental and Other Income declined 5.9% YoY to S\$102.2 million in FY2024 and Net Property and Other Income fell 6.5% YoY to S\$98.5 million over the same period. The decline in financial performance was mainly impacted by the depreciation of the Japanese Yen and Indonesian Rupiah against the Singapore Dollar. The currency impact was partly offset by higher rental income in local currency terms from Indonesia and Singapore properties.

First REIT’s distribution per unit for FY2024 declined by 4.8% from 2.48 Singapore cents in FY2023 to 2.36 Singapore cents in FY2024. The decline was largely due to the depreciation of the

Japanese Yen and Indonesian Rupiah against the Singapore Dollar, coupled with the enlarged unit base, an 0.8% increase from the year prior, resulting from the issuance of units for payment of management fee to the Manager. Net asset value per unit as at 31 December 2024 was 28.60 Singapore cents, 5.2% lower than 30.18 Singapore cents as at 31 December 2023. Based on First REIT’s unit closing price of 25.5 Singapore cents as at 31 December 2024, this represents a price-to-book ratio of 0.89 times.

First REIT continues to strengthen its capital structure to remain resilient. Due to the expiry of hedges in 2024, the proportion of debt on fixed or hedged rates was 56.9% as at 31 December 2024 as compared to 87.2% in the prior year. Gearing ratio remained healthy at 39.6% and interest coverage ratio amounted to 3.8 times. Cost of debt of 5.0% was consistent with FY2023. First REIT has no refinancing requirements until May 2026. To manage volatility in interest rates and currency, First REIT has also entered into non-deliverable forward contracts and call spreads to hedge net cashflow from Indonesia and Japan.

Together with strong sponsors’ support, First REIT is committed to delivering sustainable long-term value to unitholders.



TOTAL ASSETS UNDER MANAGEMENT¹
(S\$ billion)

1.12



NO. OF ASSETS¹

32

Singapore, Japan, Indonesia



GROSS FLOOR AREA
(sq ft)

4,844,665



MAXIMUM NO. OF BEDS AND ROOMS¹

6,531

¹ As at 31 December 2024

OTHERS SEGMENT



Diverse dining concepts for every occasion

From fast-casual eateries to fine dining establishments and sophisticated nightlife destinations, *OUE Restaurants (OUE)* offers a wide array of authentic and distinctive dining experiences tailored to diverse palates. In 2024, OUE continued to enrich its portfolio with new openings and refreshed experiences.

During the year, *Délifrance* opened three new outlets in Singapore, delighting patrons with its authentic French pastries at SingPost Centre, Downtown East and Ng Teng Fong General Hospital.

In September, the Singapore's nightlife reached new heights with the launch of *NOVA*, the city's highest rooftop bar, located on Level 63 of One Raffles Place; directly above sister concept *HighHouse*. *NOVA* delivers a multi-sensorial experience with magical sunsets, diverse music programming, and beverages that celebrate ingredients synonymous with communities from around the Pacific Coast. The focal point of *NOVA*'s chic contemporary design is *ASTRA* - a colossal, multi-faceted art installation that illuminates the night sky with dynamic colours that pulse to *NOVA*'s eclectic beats.

In October, OUE opened *Chatterbox Express* at Changi Airport Terminal 1. At this fast-casual version of the iconic Chatterbox restaurant on Orchard Road, international travellers can discover the authentic flavours of Singapore's heritage.

December ushered in a fresh era for MICHELIN-starred *Shisen Hanten* by *Chen Kentaro*, renowned for its Chūka Szechwan Ryori cuisine, a family culinary legacy that is a unique marriage of Szechwan flavours and Japanese influences. Having delighted local audiences for a decade, the restaurant relaunched with transformed interiors, luxurious private dining rooms, an intimate chef's table and a new menu promising a more refined dining experience.

A month later, Chef *Chen Kentaro* debuted a new dining concept with the launch of *Chen's Kitchen* at Paragon Shopping Centre on 23 January 2025. With its central location, this casual family restaurant from the MICHELIN Bib Gourmand-awarded *Chen's* makes it more accessible for locals and tourists to sample the authentic taste of Chūka Szechwan Ryori cuisine.

The BRANDS



COUNTRIES
Singapore, Hong Kong



THE BRANDS
Fast Casual
& All-Day Dining

Restaurants
& Bars

- 01 NOVA bar – a multisensorial escapade atop One Raffles Place
- 02 Chef Kentaro of Chūka Szechwan Ryori restaurant Shisen Hanten
- 03 HighHouse pairs sophisticated interiors with captivating digital art
- 04 An intimate Chef's Table room at Shisen Hanten by Chen Kentaro
- 05 Shisen Hanten by Chen Kentaro's newly refurbished dining area

CORPORATE INFORMATION

BOARD OF DIRECTORS

STEPHEN RIADY
(Executive Chairman and Group Chief Executive Officer)

SIN BOON ANN
(Deputy Chairman and Non-Executive Non-Independent Director)

LIM BOH SOON
(Lead Independent Director)

KIN CHAN
(Non-Executive Non-Independent Director)

GOH MIN YEN
(Independent Director)

BRIAN RIADY
(Deputy Chief Executive Officer and Executive Director)

AUDIT COMMITTEE

LIM BOH SOON
(Chairman)

KIN CHAN

GOH MIN YEN

NOMINATING COMMITTEE

GOH MIN YEN
(Chairman)

SIN BOON ANN

LIM BOH SOON

REMUNERATION COMMITTEE

GOH MIN YEN
(Chairman)

SIN BOON ANN

LIM BOH SOON

SECRETARY

KELVIN CHUA

SHARE REGISTRAR

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Date of appointment : With effect from financial year ended 31 December 2024

PRINCIPAL BANKERS

Australia & New Zealand Banking Group Limited
Agricultural Bank of China Limited, Singapore Branch
Bank of China Limited, Singapore Branch
BNP Paribas
China CITIC Bank International Limited Singapore Branch
CIMB Bank Berhad, Singapore Branch
DBS Bank Ltd
Hong Leong Finance Limited
Industrial and Commercial Bank of China Limited, Singapore Branch
Malayan Banking Berhad
MUFG Bank, Ltd., Singapore Branch
Oversea-Chinese Banking Corporation Limited
RHB Bank Berhad
Standard Chartered Bank (Singapore) Limited
The Bank of East Asia, Limited, Singapore Branch
The Hongkong and Shanghai Banking Corporation Limited, Singapore Branch

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CORPORATE GOVERNANCE REPORT

OUE Limited (the “**Company**” or “**OUE**”, and together with its subsidiaries, the “**Group**”) is committed to maintaining high standards of corporate governance and business integrity in all its business activities. This report describes the Company’s corporate governance practices during the financial year ended 31 December 2024 (“**FY2024**”) with specific reference to the principles and provisions of the Code of Corporate Governance 2018 (the “**Code**”). The Company is pleased to report that it has complied with the principles under the Code and, substantially, with the provisions set out in the Code, save for certain deviations from the Code which are explained under the respective sections.

Outlined below are the policies, processes and practices adopted by the Group in compliance with the principles and spirit of the Code.

A. BOARD MATTERS

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

The Company is headed by an effective board of directors (the “**Board**”) comprising a majority of non-executive directors (“**Directors**”). The Board is supported by three Board committees (“**Board Committees**”), namely, the Audit Committee (“**AC**”), Remuneration Committee (“**RC**”) and Nominating Committee (“**NC**”). Each Board Committee is governed by clear written terms of reference, which have been approved by the Board, and which set out its compositions, duties (including reporting back to the Board) and authority.

The principal roles and responsibilities of the Board include:

- providing entrepreneurial leadership and appropriate tone-from-the-top, setting strategic objectives and ensuring that the necessary financial and human resources are in place for the Company to meet its objectives;
- governance of risk, establishing a framework of prudent and effective internal controls which enable risks to be assessed and managed, and ensuring that the management of the Company (“**Management**”) maintains a sound system of risk management and internal controls, in order to safeguard the Company’s and shareholders’ interests and the Company’s assets;
- reviewing the performance of the Management, holding Management accountable for performance and ensuring proper accountability within the Company;
- identifying the key stakeholder groups, recognising that their perceptions affect the Company’s reputation and considering and balancing their needs and interests, in order to ensure that the best interests of the Company are served;
- establishing the Code of Business Conduct and Ethics and setting the Company’s values, standards (including ethical standards) and desired organisational culture, ensuring that obligations to shareholders and other stakeholders are understood and met; and
- considering sustainability issues (including environmental, social and governance factors) as part of the Company’s overall strategy.

Global and domestic economic recovery continues to be dampened by geopolitical tensions and inflationary pressures in FY2024. With the latest global geopolitical developments, there are increasing concerns that the global economic headwinds may continue to prevail into FY2025. The Board continues to work closely with Management in reviewing business opportunities and challenges while remaining vigilant in monitoring the evolving geopolitical and economic landscapes.

CORPORATE GOVERNANCE REPORT

FY2024 was a year of challenges and accomplishments for OUE, marked by significant milestones, strategic achievements and the steadfast pursuit of sustainable growth. Despite a complex macroeconomic landscape characterised by global uncertainties, geopolitical tensions, rising inflation and higher interest rates, the Board continued to work closely with Management to navigate these headwinds and review business opportunities, whilst remaining vigilant in monitoring the evolving operating environment.

A key milestone in FY2024 was being awarded the tender by Changi Airport Group for the lease and development of a new hotel located at Terminal 2, Changi Airport. The proposed 255-key Hotel Indigo Changi Airport will be Singapore’s first zero-energy hotel, expected to be completed and operational by 2028. Further, OUE Real Estate Investment Trust (“**OUE REIT**”) completed the divestment of Lippo Plaza Shanghai in December 2024, which provided OUE REIT with an opportunity to monetise the asset and redeploy the proceeds towards more strategic uses, strengthening OUE REIT’s balance sheet and enhancing financial flexibility for future growth opportunities. Following the divestment, all of OUE REIT’s assets (comprising four commercial properties and two hotels) are now located in Singapore, cementing its position as one of Singapore’s largest diversified REITs.

During the year, the Group continued to strengthen its commitment to sustainable financing. OUE successfully issued a total of S\$200 million 4.00% Green Notes under its newly established Green Finance Framework. Separately, OUE REIT has also significantly strengthened its financial resilience while advancing its sustainability agenda. It secured its first S\$600.0 million 5-year unsecured sustainability-linked loan in April 2024 and successfully issued multiple green notes throughout the year, including S\$250.0 million 3-year green notes at 4.10%, marking its first investment-grade issuance, and subsequently S\$300.0 million 7-year 3.90% investment-grade green notes.

Board Code of Conduct and Oversight of Management

The Board has put in place a Code of Business Conduct and Ethics to document the desired organisational culture, in order to ensure there is appropriate tone from the top, that all employees are cognisant of the standards expected and to ensure proper accountability within the Company. In addition, the current Board comprises a highly qualified legal professional who is able to render regular advice on the roles and responsibilities of the Board and provide adequate guidance on the corporate governance practices of the Company.

The Code of Business Conduct and Ethics embodies the Group’s commitment to conduct its businesses in accordance with all applicable laws, rules, regulations and the highest ethical standards. It provides a communicable and understandable framework for all Directors and employees of the Group to observe the principles of honesty, integrity, responsibility and accountability at all levels of the organisation and in their relationships with customers, suppliers and amongst employees of the Group, including situations where there are potential conflicts of interest. The Code of Business Conduct and Ethics also stipulates the whistle-blowing policy and procedures for, among other things, employees of the Group to report incidents of existing or potential breaches of the Code of Business Conduct and Ethics and protection of employees of the Group who make such reports against any detrimental or unfair treatment.

All Directors and employees of the Group are required to read and acknowledge the Code of Business Conduct and Ethics upon the commencement of his or her appointment or employment and on an annual basis thereafter.

The Directors are fiduciaries who act objectively in the best interests of the Company, and Directors facing conflicts of interest recuse themselves from discussions and decisions involving the issues of conflict.

The Company has adopted internal guidelines which require Board approval for investments, divestments and bank borrowings. The Company has also adopted a framework of delegated authorisation, as set out in its Limits of Authority (“**LOA**”). The LOA sets out the procedures and levels of authorisation required for specified transactions, as well as approval limits for operating and capital expenditure. The LOA also contains a schedule of matters specifically reserved for the Board’s approval. These include approval of annual business plans, operating budgets, statutory accounts, declaration of interim and final dividends, and material transactions (namely, major acquisitions, joint ventures, strategic alliances, investment proposals, establishment of banking facilities and corporate restructuring). The internal guidelines and the LOA are clearly communicated to Management in writing.

Board Meetings and Activities

The Board conducts regular scheduled meetings on a quarterly basis and the Directors attend and actively participate in such meetings. Ad hoc meetings are also convened as and when required. In FY2024, the Board met four times. Directors who are unable to attend Board and/or Board Committee meetings may convey their views to the respective chairmen or the company secretary of the Company (“**Company Secretary**”). Further, the Company’s Constitution provides for participation in meetings via telephone or video conference where Directors are unable to be physically present at such meetings. Directors may raise questions and seek clarification through discussion forums with Management in respect of significant matters passed via circular resolutions.

In order to enable the Directors to make informed decisions in the discharge of their duties and responsibilities, Management endeavours to provide the Board with complete and adequate information in a timely manner prior to Board meetings and on an ongoing basis. Such information includes Board papers and related materials, background or explanatory information relating to matters to be brought before the Board, and summaries of disclosure documents, budgets, forecasts and internal financial statements. Management is also required to furnish any additional information as and when requested by the Board and/or when the need arises. In line with the Company’s sustainability efforts and efforts to embrace technological advancement, the Directors access and read Board and Board Committee papers and other information provided using electronic devices to reduce paper waste.

The Directors also have separate and independent access to Management and the Company Secretary. The role of the Company Secretary and Management is to ensure that all Board procedures are followed and that applicable regulations and rules prescribed by the Companies Act 1967 (the “**Companies Act**”), the Listing Manual (“**Listing Manual**”) of the Singapore Exchange Securities Trading Limited (“**SGX-ST**”) and all other applicable laws and regulations are complied with. Under the direction of the chairman of the Board (“**Chairman**”), the responsibilities of the Company Secretary include ensuring timely information flows within the Board and Board Committees and between Management and non-executive Directors. The appointment and removal of the Company Secretary is a matter to be decided by the Board as a whole. The Company Secretary and/or his representative(s) attend all Board and Board Committee meetings.

Directors may seek independent professional advice, at the Company’s expense, as and when required.

Directors’ Attendance for Board and Board Committee Meetings and the AGM

The Directors’ attendance at Board and Board Committee meetings and the annual general meeting (“**AGM**”) held in FY2024 is set out below.

Name of Director	Number of meetings attended in FY2024				
	Board	AC	NC	RC	AGM
Dr Stephen Riady	4	-	-	-	1
Mr Christopher James Williams ⁽¹⁾	0/1	-	-	-	-
Mr Sin Boon Ann	4	-	1	1	1
Dr Lim Boh Soon	3	3	1	1	1
Mr Kelvin Lo Kee Wai ⁽²⁾	1/1	1/1	-	-	-
Mr Kin Chan	3	3	-	-	1
Ms Goh Min Yen	4	3/3 ⁽³⁾	1	1	1
Mr Brian Riady	4	-	-	-	1
Number of meetings held in FY2024	4	4	1	1	1

Notes:

- ⁽¹⁾ Mr Christopher James Williams resigned as Deputy Chairman of the Board and a Non-Executive Non-Independent Director with effect from 1 April 2024.
- ⁽²⁾ Mr Kelvin Lo Kee Wai resigned as an Independent Director and chairman of the AC with effect from 1 April 2024.
- ⁽³⁾ Ms Goh Min Yen was appointed as a member of the AC with effect from 1 April 2024.

CORPORATE GOVERNANCE REPORT

Board Orientation and Training

The Company conducts an orientation programme for newly-appointed Directors to familiarise them with the businesses, operations and financial performance of the Group. Directors (including newly-appointed and existing Directors) are at liberty to request for further explanations, briefings or informal discussions on any aspect of the Group’s businesses, operations or financial issues from Management.

The newly-appointed Directors will also be briefed on their directorship duties (including their roles as executive, non-executive and/or independent directors) and the Company’s governance practices, including Board processes, policies on disclosure of interests in securities, prohibitions on dealing in the Company’s securities and restrictions on disclosure of price-sensitive or trade-sensitive information.

Under Rule 210(5)(a) of the Listing Manual, a newly-appointed Director who has no prior experience as a director of an issuer listed on the SGX-ST must undergo mandatory training in the roles and responsibilities of a director of a listed issuer as prescribed by the SGX-ST, unless the NC is of the view that training is not required because he or she has other relevant experience. No new directors were appointed in FY2024.

The Company has arrangements in place for the Directors to be routinely updated on developments in the Group’s operating environment (including the real estate, hospitality, healthcare and food and beverage industries) and on changes in applicable laws and regulations (including directors’ duties and responsibilities, corporate governance and financial reporting standards), so as to enable them to discharge their duties effectively as members of the Board and, where applicable, as members of the Board Committees.

To keep pace with the fast-changing laws, regulations and commercial risks and to develop and maintain their skills and knowledge, the Directors have an ongoing budget to receive further relevant training of their choice at the Company’s expense. This includes programmes run by the Singapore Institute of Directors. The Directors have opportunities for continuing education in a number of areas, including directors’ duties and responsibilities (including the role as an executive, non-executive or independent director), corporate governance, financial reporting, insider trading, the Companies Act and the Listing Manual, relevant industry-related matters and other areas, to enhance their performance as Board and Board Committee members. They are also given unrestricted access to professionals for consultations as and when they deem it necessary at the expense of the Company.

Periodically, the Directors are provided with bespoke briefings by professional legal and financial advisors on the latest developments and trends in the respective areas in which the Directors are required to discharge their duties. For FY2024, these briefings covered topics relating to environmental, social and governance developments, including the upcoming incorporation of the International Sustainability Standards Board (ISSB) standards into the sustainability reporting regime and the convergence of financial and sustainability reporting, and updates on geo-political and macroeconomic developments.

Principle 2 : Board Composition and Guidance
The Board has an appropriate level of independence and diversity of thought and background in its composition to enable it to make decisions in the best interests of the Company.

The Board currently comprises six Directors with four non-executive Directors and, of the four non-executive Directors, the Board (after taking into account the NC’s views) considers Dr Lim Boh Soon and Ms Goh Min Yen to be independent. Based on the foregoing, non-executive Directors make up a majority of the Board, and independent Directors make up at least one-third of the Board.

In line with the Company’s plans for Board refreshment and renewal, there were changes to the Board composition which took effect from 1 April 2024, as follows:

- (a) Mr Christopher James Williams resigned as Deputy Chairman of the Board and a Non-Executive Non-Independent Director;

- (b) Mr Kelvin Lo Kee Wai resigned as an Independent Director and chairman of the AC; and

- (c) Mr Sin Boon Ann was redesignated as Deputy Chairman of the Board in place of Mr Christopher James Williams.

Board Independence

The independence of each of the Directors is assessed annually, and as and when circumstances require, by the Board (after taking into account the NC’s views), having regard to the definition of independence and guidance as to the types of relationships which would deem a director to not be independent, under the Listing Manual, the Code and where relevant, the recommendations set out in the Practice Guidance accompanying the Code. In reviewing the independence of a Director, the NC takes into consideration, in particular, the Director’s conduct, character, judgement and objective participation on the Board and a review of whether he or she has any relationship with the Company, its related corporations, its substantial shareholders or its officers that could interfere or reasonably be perceived to interfere with his or her independent business judgment in the best interests of the Company. In addition to the annual review by the NC of the Directors’ independence, each independent Director also submits an annual declaration regarding his or her independence and discloses to the Board any such relationship which may affect his or her independence. The NC is of the view that, in FY2024, the three Directors who were regarded as independent Directors during FY2024, namely Dr Lim Boh Soon, Mr Kelvin Lo Kee Wai and Ms Goh Min Yen, demonstrated the ability to exercise sound and independent judgment in deliberations in the interests of the Company. Mr Kelvin Lo Kee Wai resigned as an Independent Director with effect from 1 April 2024.

Ms Goh Min Yen is currently an independent non-executive director of Hongkong Chinese Limited (“HKC”), a substantial shareholder of the Company. She is also an independent non-executive director of Lippo Limited (“LL”) and Lippo China Resources Limited (“LCR”), both of which are subsidiaries of Lippo Capital Limited (“LCL”), a substantial shareholder of the Company. Ms Goh Min Yen (in her capacity as an executor of an estate) is deemed to be interested in 200,000 ordinary shares, representing approximately 0.02% of the issued shares, in LCR. The NC and the Board are of the view that these circumstances do not interfere, or would not reasonably be perceived to interfere, with her exercise of independent judgment as a Director in the best interests of the Company, having regard to the following: (a) Ms Goh Min Yen serves in her personal capacity as an independent non-executive director of HKC, LL and LCR; (b) she does not have any employment relationship with any of HKC, LL, LCR or LCL, and is not under any obligation to act in accordance with the directions, instructions or wishes of any of HKC, LL, LCR or LCL; (c) her appointment as a Director of the Company pre-dates her appointment as an independent non-executive director of HKC, LL and LCR, and she did not join the Board as a nominee of HKC, LL, LCR or LCL; and (d) her deemed interest in LCR is immaterial.

Prior to his resignation with effect from 1 April 2024, Mr Kelvin Lo Kee Wai was regarded as an independent Director of the Company. Mr Kelvin Lo Kee Wai first joined the Board as an independent Director on 19 July 2006 and reached nine years of service on 19 July 2015. Prior to 11 January 2023, he was regarded as an independent Director despite having served for more than nine years on the Board, as his continued appointment as an independent Director had been approved by shareholders at the AGM held on 30 April 2021 through the two-tier voting process under the then applicable Rule 210(5)(d)(iii) of the Listing Manual (effective from 1 January 2022 to 10 January 2023).

On 11 January 2023, Singapore Exchange Regulation (“SGX RegCo”) announced that Rule 210(5)(d)(iii) of the Listing Manual will be removed with immediate effect and introduced new Rule 210(5)(d)(iv) of the Listing Manual which limits the tenure of independent directors serving on the boards of listed issuers to nine years. As transition, SGX RegCo provided a one-year transitional period where directors who have served for an aggregate period of more than nine years (“LSIDs”) could continue to be regarded as independent up to the issuer’s AGM for the financial year ending on or after 31 December 2023 (“2024 AGM”). Based on the transitional arrangements in Transitional Practice Note 4 of the Listing Manual, during the transitional period (between 11 January 2023 and the date of the 2024 AGM (“Transitional Period”)), LSIDs could remain as independent directors for so long as they continued to fulfil the independence requirements under Rule 210(5)(d)(i) and Rule 210(5)(d)(ii) of the Listing Manual. Rule 210(5)(d)(iii) of the Listing Manual did not apply during the Transitional Period, including for LSIDs who were re-elected during the Transitional Period.

CORPORATE GOVERNANCE REPORT

Based on the transitional arrangements as described above, the Board (after taking into account the NC’s views and having considered that Mr Kelvin Lo Kee Wai continued to fulfil the independence requirements under Rule 210(5)(d)(i) and Rule 210(5)(d)(ii) of the Listing Manual) had approved the continued appointment of Mr Kelvin Lo Kee Wai as an independent Director from 11 January 2023 until no later than the conclusion of the Company’s 2024 AGM, which was held on 26 April 2024. Mr Kelvin Lo Kee Wai stepped down from the Board, and as the chairman of the AC, before the 2024 AGM with effect from 1 April 2024.

In addition to the independent Directors, the non-independent non-executive Directors also contribute constructively to recommendations from Management. The independent Directors and non-independent non-executive Directors, led by the Lead Independent Director, would, without the presence of Management, regularly, and from time to time as they consider necessary, discuss via telephone conference or otherwise, matters relating to the Company and/or the Group, including issues relating to Board processes, corporate governance initiatives and other matters to be discussed during Board meetings. The chairman of such meetings will provide feedback to the Board and/or Chairman as appropriate.

Under Provision 2.2 of the Code, independent Directors should make up a majority of the Board where the Chairman is not independent. However, the Directors are of the view that although independent Directors do not currently make up a majority of the Board, the Board is collectively able to exercise objective judgment in relation to the affairs of the Company. The external insights from the independent Directors and non-independent non-executive Directors, who together make up more than half the composition of the Board, contribute to the robust deliberations with Management. In addition, the integrity and professionalism of the Directors have enabled and facilitated them to discharge their responsibilities with due care and diligence. Through active participation during Board meetings, the Directors constructively and judiciously challenge the proposals and assumptions of Management. No individual or small group of individuals dominates the Board’s decision-making. Combined with the executive Directors’ deep knowledge of the business of the Company, the current composition of the Board therefore allows the Company to remain nimble and responsive to business opportunities, and to robustly evaluate the strategy and proposals for the Company in light of these business opportunities. The Company is of the view that despite its deviation from Provision 2.2 of the Code, its practice is nevertheless consistent with Principle 2 of the Code which requires the Board to have 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 Size, Composition and Diversity Policy

The Board is of the opinion that the current size of the Board and Board Committees are, taking into account the nature and scope of the Company’s businesses, appropriate for effective decision-making.

The Company recognises and embraces the importance and benefits of having a diverse Board to enhance the quality of the Board’s performance, and in supporting the Company’s strategic objectives and sustainable development. The Board has, on recommendation by the NC, adopted a board diversity policy which takes into account relevant measurable objectives such as gender, skills and experience, age group, length of tenure, independence, nationality and other relevant factors. It is paramount that the Company continues to maintain the appropriate balance and mix of skills, knowledge and experience on the Board to support the needs and long-term sustainability of the Company’s businesses. When reviewing and assessing the composition of the Board and making recommendations to the Board for the appointment of Directors, the NC will consider candidates based on merit and against the objective criteria set by the Board, after having given due regard to the board diversity policy and the needs of the Board.

Board Diversity Targets, Plans, Timelines and Progress (as at 31 December 2024)

The Company’s board diversity targets, plans and timelines for achieving the targets and progress towards achieving the targets as at 31 December 2024 are set out below.

Diversity Targets, Plans and Timelines

Gender

At the recommendation of the NC and in recognition of the merits of gender diversity, the Board has committed to (a) a target of at least 25% female Directors on the Board, which would allow for significant female representation on the Board; and (b) ensuring that female candidates are included for consideration when identifying suitable candidates for new appointments to the Board.

The Board will strive to achieve the stated gender diversity target in the course of the progressive renewal of the Board by the end of 2030.

The Company believes that achieving the optimum gender representation on the Board would benefit the Company by providing different perspectives. The push for greater gender diversity would also broaden the Company’s talent pool and improve its critical thinking and problem-solving capabilities.

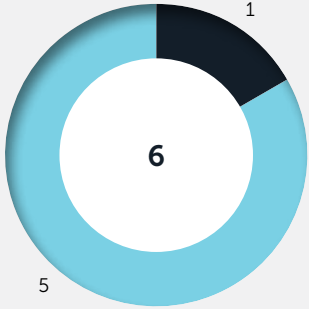
Skills and Experience

To ensure that the Directors as a group possess the core skills and experience in the areas of real estate, hospitality, healthcare, finance (including tax, accounting and audit), fund management, capital markets, business management, law, corporate governance and international experience, which are identified by the Board as critical for the Board to carry out its oversight of the business affairs, and to exercise effective stewardship and corporate governance of the Group.

The Company believes that diversity in skills and experience would support the needs of the Company, especially in the key operational sectors which the Group operates in. The diversity in the range of views and perspectives and the breadth of experience of the Directors would enhance the deliberations of the Board and facilitate the effective oversight of Management.

Progress Towards Achieving Targets

In Progress - As at 31 December 2024, 1 out of 6 Directors (i.e. 16.67% of the Board) is female.



GENDER	
Female	1
Male	5

Achieved - As at 31 December 2024, the Board comprises Directors who are corporate and business leaders and professionals with varied backgrounds, expertise and experience and who as a group possess the core skills and experience identified by the Board as critical.

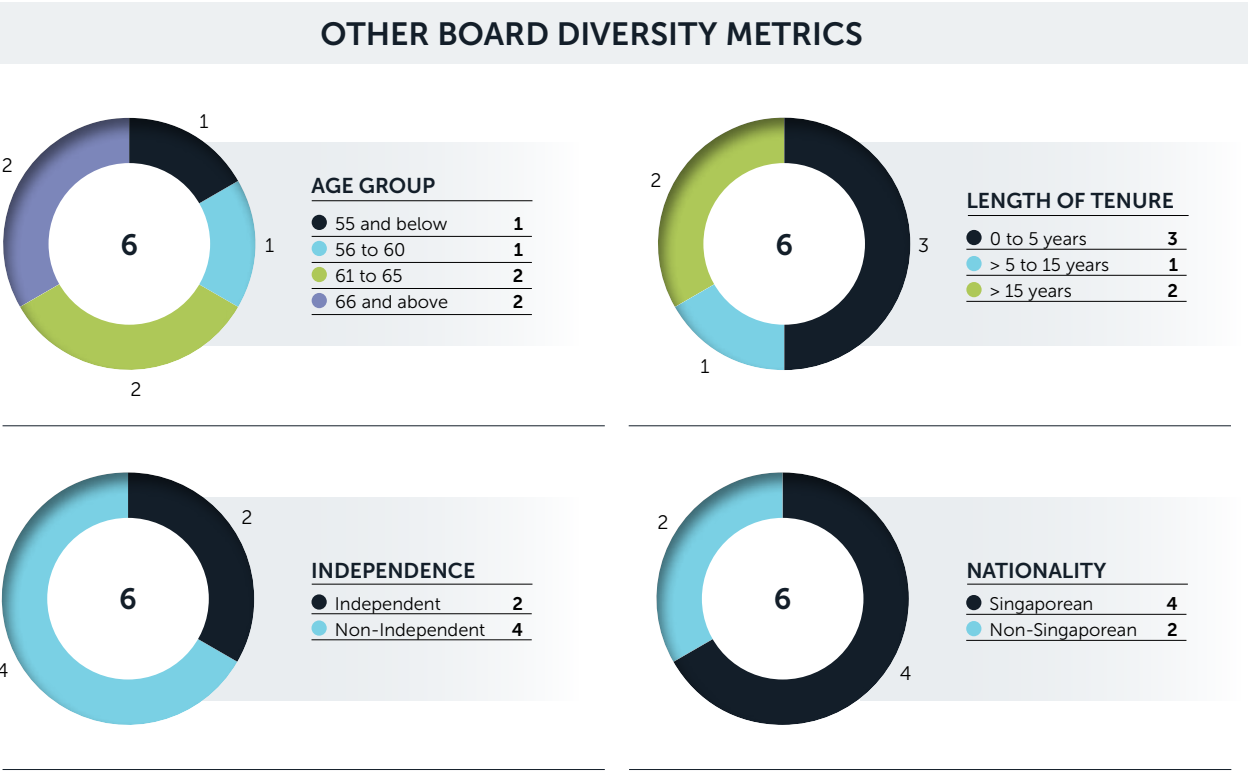
SKILLS AND EXPERIENCE

Real Estate	50%
Hospitality	50%
Healthcare	33.3%
Finance (including Tax, Accounting and Audit)	50%
Fund Management	33.3%
Capital Markets	50%
Business Management	100%
Law	16.7%
Corporate Governance	16.7%
International Experience	83.3%

Collectively, the Directors have core competencies spanning the relevant areas specified above, which are critical for the support of the Group’s businesses and operations across the commercial, hospitality, retail, residential, healthcare and consumer sectors.

CORPORATE GOVERNANCE REPORT

Apart from gender and skills and experience, the Board composition in terms of age group, length of tenure, independence and nationality as at 31 December 2024 is as follows:



CORPORATE GOVERNANCE REPORT

The Board is also of the view that the current Board composition is effective in steering the Company’s strategies. The Board believes that it is the person who fills the role that matters, as opposed to separating or combining the roles *per se*. Further, shareholders may approach any Director for assistance. The independent Directors actively seek clarification from, and engage with, Management as they deem necessary. They may also, led by the Lead Independent Director, set aside time to discuss matters relating to the Company and/or the Group separately without the presence of the other Directors or Management, especially where circumstances warrant such meetings. The chairman of such meetings will provide feedback to the Board and/or Chairman as appropriate. The Company is therefore of the view that despite its deviation from Provisions 3.1 and 3.2 of the Code, no one individual has unfettered powers of decision-making.

Principle 4 : Board Membership
The Board has a formal and transparent process for the appointment and re-appointment of directors, taking into account the need for progressive renewal of the Board.

Nominating Committee

The NC currently comprises three non-executive Directors, namely, Ms Goh Min Yen and Dr Lim Boh Soon (both independent) and Mr Sin Boon Ann. Ms Goh Min Yen is the chairman of the NC. She was appointed as chairman of the NC in place of Dr Lim Boh Soon with effect from 1 April 2024.

The NC met once in FY2024.

The principal responsibilities of the NC in performing the functions of a nominating committee include, *inter alia*:

- reviewing and making recommendations to the Board on succession plans for Directors, in particular the appointment and/or replacement of the Chairman, the Group CEO, the Deputy CEO and key management personnel;
- reviewing the composition of the Board to identify gaps (if any) in the mix of skills, experience and other qualities so as to better identify suitable candidates for appointment to the Board;
- reviewing and evaluating nominations of directors (including alternate directors, if any) for appointment to the Board, and reviewing the retirement and re-election of Directors, and making recommendations to the Board in relation thereto;
- making recommendations to the Board on the process and criteria for evaluation of the performance of, and evaluating the performance of, the Directors, the Board as a whole and the Board Committees, including evaluating whether a Director is able to and has been adequately carrying out his or her duties as a Director of the Company;
- reviewing and being mindful of the independence of the Directors at least annually, and as and when circumstances require; and
- reviewing and making recommendations to the Board on the training and professional development programmes for the Board and its Directors, including ensuring that new Directors are aware of their duties and obligations.

The NC determines on an annual basis, and as and when circumstances require, whether or not a Director is independent, taking into account the guidance on what constitutes an “independent” Director and the types of relationships which would deem a Director to not be independent, under the Listing Manual, the Code and where relevant, the recommendations set out in the Practice Guidance accompanying the Code. Under the Code,

an “independent” director is one who is independent in conduct, character and judgment, and who has no 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 his or her independent business judgment in the best interests of the Company. Under the Listing Manual, a Director will not be independent:

- (a) if he or she 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;
- (b) if he or she has 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 is or was determined by the RC; or
- (c) if he or she has been a director of the Company for an aggregate period of more than nine years (whether before or after listing). Such director may continue to be considered independent until the conclusion of the next annual general meeting of the Company.

Selection and Appointment of New Directors

In its search and selection process, the NC reviews the composition of the Board, including the mix of expertise, skills and attributes of existing Directors, so as to identify the competencies required and/or desired to supplement the Board’s existing attributes, which is then used as one of the criteria for identifying and evaluating potential new directors. The NC 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 assesses whether a candidate’s resignation from the board of any such company would cast any doubt on his or her ability to act as a Director of the Company.

When searching for candidates, where necessary or appropriate, the NC may tap on its networking contacts and/or engage external professional headhunters to assist with identifying and shortlisting candidates. Shortlisted candidates are required to furnish their curriculum vitae containing information on their academic and professional qualifications, work experience, employment history and experience as directors of other listed companies (if any).

In the recruitment of Directors, the NC is mindful of the importance of ensuring that the Board is well balanced and diverse. The details of the board diversity policy adopted by the Board are set out above under “Principle 2: Board Composition and Guidance”. The selection and nomination process involves the following:

- (a) in carrying out its review, the NC will take into account that the Board composition should reflect balance and diversity in matters such as gender, skills and experience, age group, length of tenure, independence, nationality and other relevant factors;
- (b) the NC will identify suitable candidates for appointment to the Board having regard to the skills required and the skills represented on the Board, and will consider the candidate’s track record, experience and capabilities and such other factors including, *inter alia*, age group and gender, as may be determined by the NC to be relevant and which would contribute to the Board’s collective skill set;
- (c) external consultants may be used from time to time to access a wide base of potential non-executive directors. Those considered will be assessed against a range of criteria, including the nominee’s track record, background, experience, professional skills, financial literacy, core competencies and personal qualities. The NC and the Board will also consider whether a candidate’s skills and experience will complement the existing Board and whether the candidate has sufficient time available to commit to his or her responsibilities as a Director; and
- (d) the NC will make recommendations to the Board on candidates it considers appropriate for appointment.

CORPORATE GOVERNANCE REPORT

Re-appointment and Re-election of Directors

Pursuant to the Listing Manual, all Directors must retire from office at least once every three years. Pursuant to the Company’s Constitution, one-third of the Directors must retire from office by rotation at each AGM, and newly-appointed Directors appointed by the Board during the year must also retire from office at the next AGM immediately following their appointment (but will not be taken into account in determining the number of Directors who are to retire by rotation). All retiring Directors are eligible for re-election.

With regard to the re-appointment and re-election of existing Directors each year, the NC makes recommendations to the Board as to whether the Board should support the re-appointment and re-election of a Director who is retiring. In making recommendations, the NC evaluates the retiring Director’s performance and contributions to the Board, taking into account factors such as attendance, preparedness and participation at meetings, the results of the Board performance evaluation exercise, the self-performance assessment undertaken by the Director and the Director’s annual declaration of independence. However, the replacement of a Director does not necessarily reflect the Director’s performance or contributions to the Board, as the NC may have to consider the need to shape the Board in line with the Company’s board diversity policy and evolving needs of the Company.

The NC has recommended to the Board that Dr Lim Boh Soon and Ms Goh Min Yen be nominated for re-election at the forthcoming AGM. In making the recommendation, the NC has considered each Director’s overall contributions and performance as a Director and his or her background, experience, knowledge and expertise which provide and complement the diversity of skillsets on the Board which are relevant to the Company.

Dr Lim Boh Soon will, upon re-election as a Director pursuant to Article 95 of the Company’s Constitution, remain as the Lead Independent Director, the chairman of the AC and a member of each of the NC and RC. Ms Goh Min Yen will, upon re-election as a Director pursuant to Article 95 of the Company’s Constitution, remain as an Independent Director, a member of the AC and the chairman of each of the NC and RC.

Further information on each Director proposed to be re-elected at the AGM can be found on pages 276 to 282 of this Annual Report.

Where Directors step down from the Board, cessation announcements providing detailed reason(s) for the cessation are to be released on SGXNET in compliance with the requirements of the Listing Manual.

Review of Directors’ Time Commitments

Directors must ensure that they are able to give sufficient time and attention to the affairs of the Company, and as part of its review process, the NC decides whether or not a Director is able to do so and whether he or she has been adequately carrying out his or her duties as a Director of the Company. In determining whether a Director has been adequately carrying out his or her duties as a Director of the Company, the NC takes into account the assessments of the individual Director’s effectiveness and his or her actual conduct on the Board.

The NC believes that setting a maximum limit on the number of directorships a Director can hold is arbitrary, given that time requirements for each board may vary, and thus it should not be prescriptive. Instead, a qualitative and holistic approach is taken. The number of directorships each Director holds should be considered on a case-by-case basis, as a person’s available time and attention may be affected by many different factors, such as his or her individual capacity, whether he or she is in full-time employment, the nature of his or her other responsibilities and his or her near-term plan regarding some of the other appointments.

The NC is satisfied that for FY2024, each of the Directors has given sufficient time and attention in discharging his or her responsibilities as Director by providing invaluable guidance, advice and support to the Group. The NC and the Board are therefore satisfied that during the financial year under review, even where a Director had a significant number of other listed company board representations and/or other principal commitments, the Director was able to carry out and had been adequately carrying out his or her duties as a Director of the Company.

Key information on the Directors’ particulars and background, and the listed company directorships and principal commitments of each Director, can be found on pages 14 to 21 of this Annual Report.

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

The NC annually assesses the effectiveness of the Board as a whole and the Board Committees and the contribution by the Chairman and each Director to the effectiveness of the Board. A formal appraisal process to assess the effectiveness of the Board and Board Committees has been implemented. The Board performance evaluation process includes a questionnaire designed to assess the performance of the Board and enhance the overall effectiveness of the Directors. There is also a self-performance assessment to be undertaken by each Director. The Company Secretary compiles the Directors’ responses to the questionnaire and self-performance assessment into a consolidated report. The report is discussed at an NC meeting and then shared with the entire Board.

The NC has also set objective performance criteria and process for evaluating the effectiveness, performance and contribution of each Director, the Board as a whole and each Board Committee, which has been reviewed and approved by the Board. Key areas of focus include the Board size, Board and Board Committee composition, Board information and accountability, Board performance in discharging its principal functions and ensuring the integrity and quality of risk management and internal control systems, standards of conduct of Board members, the Directors’ interactions with the Group CEO, Deputy CEO and senior management, and Board Committee performance in relation to discharging their responsibilities set out in their respective terms of reference. The performance criteria does not change from year to year, unless the NC is of the view that it is necessary to review the performance criteria, for example, in order to align with any changes to the Code or Listing Manual.

In evaluating each Director’s performance, the NC considers, inter alia, the Director’s attendance, contribution, participation and candour at Board and Board Committee meetings, the Director’s individual evaluations, the degree of commitment to the role, the effectiveness and value of contribution to the development of strategy, and the Director’s industry and business knowledge and functional expertise.

Based on the NC’s assessment and review, the Board is of the view that for FY2024, the Board and its Board Committees have operated effectively and each Director has contributed to the effectiveness of the Board. No external facilitator was used in the evaluation process for the financial year under review.

CORPORATE GOVERNANCE REPORT

B. REMUNERATION MATTERS

Principle 6 : Procedures for Developing Remuneration Policies

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

Principle 7 : Level and Mix of Remuneration

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

Principle 8 : Disclosure on Remuneration

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

Remuneration Committee

The RC currently comprises three non-executive Directors, namely, Ms Goh Min Yen and Dr Lim Boh Soon (both independent) and Mr Sin Boon Ann. Ms Goh Min Yen is the chairman of the RC. She was appointed as chairman of the RC in place of Dr Lim Boh Soon with effect from 1 April 2024.

The RC met once in FY2024.

The principal responsibilities of the RC in relation to remuneration matters include, *inter alia*:

- recommending to the Board a general framework of remuneration for Directors and key management personnel; and
- developing policies for fixing of, and recommending to the Board, the remuneration packages of individual Directors and key management personnel.

The RC sets the remuneration policy to ensure that the remuneration offered by the Company is competitive and will attract, retain and motivate Directors and key management personnel of the required experience and expertise to run the Company successfully for the long-term. In developing and reviewing the policy for the remuneration packages for Directors and key management personnel, the Company’s existing internal remuneration policy and other conditions within the industry and in comparable companies are taken into consideration. The remuneration policies of the Company are structured to attract and retain highly qualified persons, and the Company’s overall goal in relation to such policies is to ensure the long-term sustainability and success of the Company, as well as value creation. In relation to the remuneration policy, the Board determines value creation to be the amount of value-add contributed by the individual, including but not limited to deal introduction to the Company, cost-savings ideas and novel initiatives which have the potential of increasing the performance of the Company, and it is measured based on the monetary benefit and/or cost-savings which the Company receives as a result of the value-add contributed by the individual Director or key management personnel.

The RC considers all aspects of remuneration, including termination terms, to ensure they are fair. No termination, retirement or post-employment benefits were granted to Directors, the Group CEO, the Deputy CEO or key management personnel of the Company during FY2024.

For the financial year under review, the Company did not engage any remuneration consultant with regard to the remuneration of Directors and key management personnel in view that the current remuneration evaluation process already takes into account the industry practices and norms on remuneration, including guidelines set out in the Statement of Good Practice issued by the Singapore Institute of Directors.

Remuneration of Directors and Key Management Personnel (including the Group CEO)

Fees payable to the Directors are proposed as a lump sum. The lump sum is subject to the approval of shareholders of the Company at its forthcoming AGM. The remuneration of non-executive Directors in the form of Directors’ fees is paid wholly in cash, and the remuneration of key management personnel in the form of salaries and annual bonuses is also paid wholly in cash. There is no non-monetary compensation in the form of stock options or shares in the Company paid to the Directors or the key management personnel. The Company does not have any employee share scheme as the Board is of the view that the current compensation framework is sufficient.

The structure of the Directors’ fees for non-executive Directors comprises a base fee for serving as a Director, and additional fees for (a) serving as chairman or deputy chairman of the Board, or chairman of Board Committee(s); (b) serving as Lead Independent Director; and/or (c) serving on Board Committee(s) as a member, as the case may be. The Directors’ fees take into account:

- (i) the Directors’ level of contribution, taking into account factors such as effort, time spent and respective responsibilities at Board meetings and Board Committee meetings; and
- (ii) the industry practices and norms on remuneration, including guidelines set out in the Statement of Good Practice issued by the Singapore Institute of Directors.

On the basis of the above, the RC is of the view that the non-executive Directors are not over-compensated to the extent that their independence may be compromised.

Provision 7.1 of the Code requires a significant and appropriate proportion of executive directors’ and key management personnel’s remuneration to be structured so as to link rewards to corporate and individual performance. The remuneration framework for key management personnel (including executive Directors) of the Company comprises monthly salaries and annual bonuses. The Company links executive remuneration to corporate and individual performance, based on the performance appraisal of the key management personnel (including executive Directors). Such performance-related executive remuneration is aligned with the interests of shareholders and other stakeholders and promotes the long-term success of the Company. The Company currently does not have in place long-term or short-term incentive schemes for executive Directors and key management personnel.

The remuneration framework for the Executive Chairman and Group CEO currently does not include a variable component linked to corporate and individual performance. The Company is of the view that despite its deviation from Provision 7.1 of the Code in respect of the Executive Chairman and Group CEO’s remuneration, the structure of the Executive Chairman and Group CEO’s remuneration is appropriate and proportionate to the sustained performance and value creation of the Company, as being a substantial shareholder of the Company, the Executive Chairman and Group CEO’s interests are already aligned with the interests of shareholders and other stakeholders, including the promotion of the long-term success of the Company.

CORPORATE GOVERNANCE REPORT

Remuneration of Directors (including the Group CEO and the Deputy CEO) for FY2024

The remuneration of each Director (including the Group CEO and the Deputy CEO) payable for FY2024 is set out below:

Name of Director	Salary %	Bonuses %	Directors' Fees ⁽¹⁾ %	Others %	Total Remuneration (S\$)
Dr Stephen Riady	100	-	-	-	2,000,000.00 ⁽²⁾
Mr Christopher James Williams	-	-	100	-	24,863.38 ⁽³⁾
Mr Sin Boon Ann	-	-	100	-	112,568.31 ⁽⁴⁾
Dr Lim Boh Soon	-	-	100	-	154,357.93 ⁽⁵⁾
Mr Kelvin Lo Kee Wai	-	-	100	-	26,417.35 ⁽⁶⁾
Mr Kin Chan	-	-	100	-	68,750.00 ⁽⁷⁾
Ms Goh Min Yen	-	-	100	-	126,656.41 ⁽⁸⁾
Mr Brian Riady	39	61	-	-	1,059,500.00 ⁽⁹⁾

Notes:

- ⁽¹⁾ The framework for determining the Directors' fees in FY2024 is as follows: (i) S\$50,000 for Chairman; (ii) S\$50,000 for Deputy Chairman; (iii) S\$50,000 for a member of the Board; (iv) S\$20,000 for Lead Independent Director; (v) S\$37,500 for chairman of the AC; (vi) S\$18,750 for a member of the AC; (vii) S\$25,000 for chairman of the NC; (viii) S\$12,500 for a member of the NC; (ix) S\$25,000 for chairman of the RC; and (x) S\$12,500 for a member of the RC. The Directors' fees are payable wholly in cash.
- ⁽²⁾ Dr Stephen Riady did not receive Directors' fees in respect of his position as Chairman and a member of the Board for FY2024.
- ⁽³⁾ Mr Christopher James Williams resigned as Deputy Chairman of the Board and a Non-Executive Non-Independent Director with effect from 1 April 2024. The fees received by Mr Christopher James Williams for FY2024 comprise S\$12,431.69 for being Deputy Chairman (from 1 January 2024 to 31 March 2024) and S\$12,431.69 for being a member of the Board (from 1 January 2024 to 31 March 2024), being a total of S\$24,863.38.
- ⁽⁴⁾ Mr Sin Boon Ann was redesignated as Deputy Chairman of the Board in place of Mr Christopher James Williams with effect from 1 April 2024. The fees received by Mr Sin Boon Ann for FY2024 comprise S\$37,568.31 for being Deputy Chairman (from 1 April 2024 to 31 December 2024), S\$50,000 for being a member of the Board, S\$12,500 for being a member of the NC and S\$12,500 for being a member of the RC, being a total of S\$112,568.31.
- ⁽⁵⁾ Dr Lim Boh Soon was appointed as chairman of the AC in place of Mr Kelvin Lo Kee Wai with effect from 1 April 2024. He also ceased to be chairman of each of the NC and RC, but remains as a member of each of the NC and RC, with effect from 1 April 2024. The fees received by Dr Lim Boh Soon for FY2024 comprise S\$50,000 for being a member of the Board, S\$20,000 for being the Lead Independent Director, S\$28,176.23 for being the chairman of the AC (from 1 April 2024 to 31 December 2024), S\$18,750 for being a member of the AC, S\$6,215.85 for being the chairman of the NC (from 1 January 2024 to 31 March 2024), S\$12,500 for being a member of the NC, S\$6,215.85 for being the chairman of the RC (from 1 January 2024 to 31 March 2024) and S\$12,500 for being a member of the RC, being a total of S\$154,357.93.
- ⁽⁶⁾ Mr Kelvin Lo Kee Wai resigned as an Independent Director and chairman of the AC with effect from 1 April 2024. The fees received by Mr Kelvin Lo Kee Wai for FY2024 comprise S\$12,431.69 for being a member of the Board (from 1 January 2024 to 31 March 2024), S\$9,323.77 for being the chairman of the AC (from 1 January 2024 to 31 March 2024) and S\$4,661.89 for being a member of the AC (from 1 January 2024 to 31 March 2024), being a total of S\$26,417.35.
- ⁽⁷⁾ The fees received by Mr Kin Chan for FY2024 comprise S\$50,000 for being a member of the Board and S\$18,750 for being a member of the AC, being a total of S\$68,750.00.
- ⁽⁸⁾ Ms Goh Min Yen was appointed as chairman of each of the NC and RC in place of Dr Lim Boh Soon, and as a member of the AC, with effect from 1 April 2024. The fees received by Ms Goh Min Yen for FY2024 comprise S\$50,000 for being a member of the Board, S\$14,088.11 for being a member of the AC (from 1 April 2024 to 31 December 2024), S\$18,784.15 for being the chairman of the NC (from 1 April 2024 to 31 December 2024), S\$12,500 for being a member of the NC, S\$18,784.15 for being the chairman of the RC (from 1 April 2024 to 31 December 2024) and S\$12,500 for being a member of the RC, being a total of S\$126,656.41.
- ⁽⁹⁾ Mr Brian Riady did not receive Directors' fees in respect of his position as a member of the Board for FY2024.

Remuneration of Key Management Personnel for FY2024

The Code defines "key management personnel" to mean the CEO and other persons having authority and responsibility for planning, directing and controlling the activities of the Company. The Board takes the view that in FY2024, there are only two persons, being Dr Stephen Riady, the Group CEO, and Mr Brian Riady, the Deputy CEO (both of whom are also Directors), who have the authority and responsibility for planning, directing and controlling the activities of the Company. There are no persons who are not Directors of the Company that have the authority and responsibility for planning, directing and controlling the activities of the Company.

The remuneration of the Group CEO and the Deputy CEO (both of whom are also the key management personnel of the Company) for FY2024 can be found in the "Remuneration of Directors (including the Group CEO and the Deputy CEO)" section on page 68 of this Annual Report.

Save for Dr Stephen Riady (who is a substantial shareholder of the Company) and Mr Brian Riady (being the son of Dr Stephen Riady), there are no employees who are substantial shareholders of the Company, or are immediate family members of a Director, the CEO or a substantial shareholder of the Company, and whose remuneration exceeds S\$100,000 during FY2024.

C. ACCOUNTABILITY AND AUDIT

Principle 9 : Risk Management and Internal Controls

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

Principle 10 : Audit Committee

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

Audit Committee

The AC currently comprises three non-executive Directors, namely, Dr Lim Boh Soon and Ms Goh Min Yen (both independent) and Mr Kin Chan. Dr Lim Boh Soon is the chairman of the AC. He was appointed as chairman of the AC in place of Mr Kelvin Lo Kee Wai, who resigned as an Independent Director and chairman of the AC, with effect from 1 April 2024.

The AC met four times in FY2024.

All the members of the AC have many years of experience in senior management positions and have between them recent and relevant expertise in, amongst others, financial management and corporate finance. The Board is of the view that the AC members are appropriately qualified to discharge their responsibilities, including the principal responsibilities of the AC as listed below. The AC does not comprise former partners or directors of the Company's existing auditors: (a) within a period of two years commencing on the date of their ceasing to be a partner or director of the Company's auditors; and in any case, (b) for as long as they have any financial interest in the Company's auditors.

CORPORATE GOVERNANCE REPORT

The principal responsibilities of the AC include the following:

- reviewing the adequacy, scope and results of the external audit and its cost effectiveness, and the independence and objectivity of the external auditors;
- reviewing the significant financial reporting issues and judgments so as to ensure the integrity of the financial statements of the Company and any formal announcements relating to the Company’s financial performance;
- reviewing at least annually the adequacy and effectiveness of the Company’s internal controls, including financial, operational, compliance and information technology controls, and risk management systems;
- reviewing the assurance from the Group CEO, the Deputy CEO, the Chief Operating Officer (“COO”) and the Chief Financial Officer (“CFO”) on the financial records and financial statements;
- reviewing the adequacy, effectiveness, independence, scope and results of the Company’s internal audit and control functions, and the hiring, removal, evaluation and compensation of the Company’s internal audit and control functions;
- reviewing interested person transactions;
- making recommendations to the Board on (i) proposals to shareholders on the appointment, re-appointment and removal of the external auditors, and (ii) the remuneration and terms of engagement of the external auditors; and
- oversight and monitoring of whistleblowing, including reviewing the policy and arrangements for concerns about possible improprieties in financial reporting or other matters to be safely raised, independently investigated and appropriately followed up on.

The results of the AC’s review are reported to the Board.

In carrying out its duties, the AC is guided by the Guidebook for Audit Committees in Singapore. The external auditors, Messrs KPMG LLP, update the AC members on recent changes to financial reporting standards and regulatory developments. The AC is empowered to conduct or authorise investigations into any activity within its terms of reference, and obtain independent professional advice as it deems necessary. The AC has full access to and co-operation from Management and full discretion to invite any Director or executive officer to attend its meetings, and has adequate resources to enable it to discharge its functions properly.

For the financial year under review, the AC met with the external auditors and internal auditors to review the annual audit plans and the results of the audits performed by them. The AC also examined the adequacy and effectiveness of the Company’s internal controls with the assistance of the external auditors. The AC further assessed the independence and objectivity of the external auditors and the non-audit services rendered by them. For the financial year under review, the half-year financial statements and full-year financial statements of the Group and the Company were also reviewed by the AC prior to their submission to the Board for approval and adoption. The AC meets with the external auditors and the internal auditors, in each case without the presence of Management, at least annually.

External Auditors

The AC has reviewed the non-audit fees paid to the external auditors. The AC has considered the nature and extent of the non-audit services provided and is satisfied that the independence and objectivity of the external auditors have not been compromised by the provision of such non-audit services. The amount of fees paid to the external auditors of the Group (KPMG LLP, firms affiliated with KPMG International Limited and other auditors) in FY2024 was S\$851,000 for non-audit services and S\$2,130,000 for audit services. The amount of fees paid to the external auditors of the Company in FY2024 was S\$177,000 for non-audit services and S\$249,000 for audit services. The AC is satisfied that the Company has complied with the requirements of Rule 712 and Rule 715 read with Rule 716 of the Listing Manual in relation to the appointment of auditing firms. Accordingly, the AC has recommended to the Board the nomination of the external auditors of the Company, Messrs KPMG LLP, for re-appointment at the forthcoming AGM to be held on 23 April 2025.

The details of the remuneration of the auditors of the Group during FY2024 are as follows:

	2024 (S\$'000)
Audit services:	
- Auditors of the Company and other firms affiliated with KPMG International Limited	1,858
- Other auditors	272
Non-audit services:	
- Auditors of the Company and other firms affiliated with KPMG International Limited	496
- Other auditors	355

In the course of their statutory duties, the Company’s external auditors will highlight any material internal control weaknesses which have come to their attention in carrying out their normal audit, which is designed primarily to enable them to express their opinion on the financial statements. Such material internal control weaknesses noted during their audit, and recommendations, if any, by the external auditors are reported to the AC.

Whistle-blowing Policy

The Company has in place a whistle-blowing policy and procedure whereby staff of the Company and any other person may, in confidence and in good faith, raise concerns about possible improprieties, misconduct or wrongdoing relating to the Company or its officers in matters of financial reporting or other matters as well as any breach of the Company’s Code of Business Conduct and Ethics, without fear of reprisals in any form. The AC has the responsibility of overseeing and monitoring this policy, which is administered with the assistance of the Head of Internal Audit. The Company has designated an independent function and put in place arrangements for the independent investigation of such matters raised in good faith and for appropriate follow-up action to be taken. The whistle-blowing procedure is publicly disclosed on the Company’s website and clearly communicated to the Company’s employees to encourage the reporting of any behaviour or action that might constitute impropriety in financial reporting or other matters. The Company is committed to ensuring that whistle-blowers will be protected against any detrimental or unfair treatment, and shall use reasonable best efforts to ensure that the confidentiality and anonymity of the complainants is protected.

CORPORATE GOVERNANCE REPORT

Adequacy and Effectiveness of Risk Management and Internal Controls

The Board, with the assistance of the AC, annually reviews the adequacy and effectiveness of the Group’s risk management and internal control systems, including financial, operational, compliance and information technology controls, oversees the governance of risk, including 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 monitors the Group’s risks through an Enterprise Risk Management (“**ERM**”) framework which incorporates a Risk Register to capture significant business risks, as well as the strategies and internal controls to mitigate these risks. The Risk Register is reviewed by the AC quarterly and any issues or matters arising from the Risk Register are highlighted by the AC to the Board. The Board is adequately assisted by the AC in its responsibility for the governance of risk, and having regard to the Group’s business operations as well as its existing risk management and internal control systems, the Board is of the view that a separate risk committee is not required for the time being.

Based on the Board’s review (with the assistance of the AC) of the adequacy and effectiveness of the Group’s internal controls, including financial, operational, compliance and information technology controls and risk management systems established and managed by the Group, reviews performed by Management, and the assurance furnished by the Group CEO, the Deputy CEO, the COO and the CFO, the Board, with the concurrence of the AC, is of the opinion that the Group’s system of internal controls and risk management systems is adequate and effective as at 31 December 2024, and addresses financial, operational, compliance and information technology risks, which the Group considers relevant and material to its operations. For the year under review, no material weaknesses in the internal controls or risk management systems were identified by the Board or the AC.

The Board notes that the system of internal controls provides reasonable, but not absolute, assurance that the Group will not be significantly affected by any event that could be reasonably foreseen as it strives to achieve its business objectives. In this regard, the Board also notes that no system can provide absolute assurance against the occurrence of material errors, poor judgment in decision-making, human error, fraud or other irregularities.

The Board, AC and Management continue to re-evaluate the process and adequacy of the Group’s risk management framework.

For FY2024, the Group CEO, the Deputy CEO, the COO and the CFO have provided written confirmation to the Board that: (a) the financial records have been properly maintained and the financial statements give a true and fair view of the Group’s operations and finances; and (b) the Group’s risk assessment and management framework provides reasonable assurance on the adequacy and effectiveness of the risk management and internal control systems in addressing the material risks faced by the Group in its current business environment, including material financial, operational, compliance and information technology risks. This certification covers the Company and subsidiaries which are under the Company’s management control. With respect to the financial year under review, in line with the Listing Manual, the Board provided negative assurance statements to shareholders in respect of the interim financial statements that nothing has come to their attention that would render the half-year financial results to be false or misleading.

Enterprise Risk Management Framework

The Group has in place an ERM framework to assist in evaluating and monitoring changes to business operations that may result in significant risk exposure to the organisation. In FY2024, the structured ERM framework and process, which includes a set of monitoring mechanisms and indicators, allowed the Board and Management to continuously evaluate various risk perspectives such as liquidity and cashflow, workforce health and safety, cyber security and regulatory compliance.

The ERM framework requires key functions and business units to report risk-related matters to the Board and Management on a regular basis. Timely reporting of high-risk areas also provides reference points and guidance for the Board and Management to assess the adequacy and effectiveness of controls in place to manage these risks. For example, many organisations have observed an increase in propensity of wrongdoing in the current economic climate. Management, as part of the ERM framework, maintains vigilance over the relevant internal controls through mechanisms such as regular reviews and self-assessment of controls. With this, prompt decision-making was undertaken to adjust operations to meet ongoing changes to the business environment due to regulatory advisory changes. The framework also provided enhanced clarity on potential financial challenges, which in turn allowed Management to monitor and react proactively to any potential incoming concerns.

The Company monitors the risks and exposure that the Group faces on an ongoing basis to ensure that there is no exposure to sanctions-related risks which are relevant and material to its operations. If there is any change in this position, the Company will then monitor the Group’s risk of becoming subject to, or violating, any sanctions-related law or regulation and, where appropriate, ensure timely and accurate disclosure to the SGX-ST and other relevant authorities. The Company also monitors the Group’s risk of becoming subject to, or violating, any anti-money laundering law or regulation on an ongoing basis.

Through a regular risk review and monitoring process, Management and the Board are better able to continuously engage and assure stakeholder groups that their interests remain a top priority for the organisation. Pertinent information is shared with stakeholders and shareholders in a timely manner as appropriate through various platforms including press releases, investor presentations and analyst reports.

Further details on the Group’s internal controls and risk management systems, philosophy and approach can be found in the “Managing Risks” section on pages 79 to 80 of this Annual Report.

Internal Audit Function

The Internal Audit department is headed by the Senior Vice President, Internal Audit who reports directly to the chairman of the AC and administratively to the Deputy CEO. The hiring, removal, evaluation and compensation of the Senior Vice President, Internal Audit is also approved by the AC. The Internal Audit department is responsible for assisting the AC in reviewing and evaluating the adequacy and effectiveness of the Group’s system of internal controls to address financial, operational, compliance and information technology risks. It also audits the operations, regulatory compliance, risk management and sustainability reporting processes of the Group. The Internal Audit department has unfettered access to all the Company’s documents, records, properties and personnel, including access to the AC, and has appropriate standing within the Company. The scope of the internal audit reviews are carried out in accordance with the yearly plans prepared by the Senior Vice President, Internal Audit and approved by the AC. Any material non-compliance or lapses in internal controls together with corrective measures are reported to the AC.

In carrying out its functions, the Internal Audit department has adopted the International Standards for the Professional Practice of Internal Auditing (“**Standards**”) set by The Institute of Internal Auditors (“**IIA**”). The AC reviews the independence, adequacy and effectiveness of the Internal Audit department annually and is satisfied that, for FY2024, the Internal Audit department is independent, effective, adequately resourced and is staffed with persons with relevant qualifications and experience, and that the Internal Audit department has appropriate standing. The Internal Audit department is a corporate member of IIA Singapore, which is an affiliate of the IIA with its headquarters in the United States of America. The Internal Audit department is guided by the Standards developed by IIA and has incorporated these Standards into its audit practices.

CORPORATE GOVERNANCE REPORT

D. SHAREHOLDER RIGHTS AND ENGAGEMENT AND MANAGING STAKEHOLDER RELATIONSHIPS

Principle 11 : Shareholder Rights and Conduct of General Meetings

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

Principle 12 : Engagement with Shareholders

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

Principle 13 : Engagement with Stakeholders

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

Engagement with Shareholders

The Board is responsible for presenting a balanced and understandable assessment of the Company's performance, position and prospects to its shareholders, the public and the regulators, including interim and other price-sensitive or trade-sensitive public reports and reports to regulators (if required). Management is accountable to the Board and provides the Board with half-year and full-year financial results, which are then reviewed and approved by the Board for release on SGXNET. Financial results and other price-sensitive or trade-sensitive information, annual reports and material corporate developments are disclosed via SGXNET.

Shareholders are informed of the Company's performance and developments through announcements, press releases, its half-year and full-year results and its annual reports, which are published on SGXNET and the Company's website. Shareholders are also regularly kept up-to-date on analyst coverage of the Company through the same channels. The Company also has an email alert service to which the public may subscribe (via the Company's website) to receive Company announcements and other SGXNET filings. Shareholders and potential investors are encouraged to visit the Company's website at www.oue.com.sg for information on the Company. The aim of such engagement is to provide shareholders and investors with prompt disclosure of relevant information, to enable them to have a better understanding of the Company's businesses and performance.

The Company has in place an investor relations policy which allows for an ongoing exchange of views so as to actively engage and promote regular, effective and fair communications with shareholders. The Company conducts analysts' briefings and investor roadshows, facilitated by its dedicated investor relations team, to maintain regular dialogue with investors and shareholders as well as to solicit and understand the views of shareholders. In addition, shareholders are given the opportunity to communicate their views and are encouraged to raise pertinent questions to the Board members and to vote at shareholders' meetings. All Directors attend general meetings of shareholders (save where they are unable to do so due to business exigencies), and the respective chairmen of the AC, NC and RC, as well as the external auditors, are also present at shareholders' meetings to address questions raised by the shareholders about the conduct of audit and the preparation and content of the auditors' report.

The Company commits to disclosing material price-sensitive and trade-sensitive information to the public on a prompt and inclusive basis, and providing our stakeholders with the latest, most relevant information they require to make informed decisions about the value of the Company and the Company's long-term prospects. Material information relating to the Company's financial performance, business and strategic developments is published on SGXNET first, followed by the Company's website at www.oue.com.sg.

As required by the Listing Manual, the Company discloses the names of its substantial shareholders and a breakdown of their direct and deemed interests (including how such interests are held or derived) in its annual report every year. The Company also disseminates, via SGXNET, the notifications it receives from its substantial shareholders, in accordance with the provisions of the Securities and Futures Act 2001.

A dedicated investor relations section on our website enables our shareholders and the investment community to access materials containing pertinent information about the Company such as annual reports, financial results and the latest corporate presentations.

The Company's investor relations policy also sets out the channels through which shareholders may contact the Company with questions and through which the Company may respond to such questions. Shareholders and potential investors are encouraged to call or write to the Company's investor relations department if they have questions. The contact details of the investor relations representative are set out in the press releases issued by the Company.

Conduct of Shareholder Meetings

The notice of shareholders' meeting is dispatched to shareholders in the manner set out in the Listing Manual, accompanied by a proxy form with instructions on the appointment of proxies. Each item of special business included in the notice of shareholders' meeting is accompanied, where appropriate, by an explanation for the proposed resolution. The Company tables separate resolutions at general meetings of shareholders on each substantially separate issue unless the issues are interdependent and linked so as to form one significant proposal. Where the resolutions are "bundled", the Company will explain the reasons and material implications for doing so in the notice of the general meeting. The results of the resolutions put to a general meeting will be announced on the day the general meeting is held.

Under the multiple proxies regime under the Companies Act, "relevant intermediaries" such as banks, capital markets services licence holders which provide custodial services for securities, and the Central Provident Fund ("CPF") Board, are allowed to appoint more than two proxies to attend, speak and vote at general meetings. This will enable indirect investors, including CPF investors, to be appointed as proxies to participate at shareholders' meetings. If any shareholder (who is not a "relevant intermediary") is unable to attend, he or she is allowed to appoint up to two proxies to vote on his or her behalf at the meeting.

Voting for all resolutions at shareholders' meetings is conducted by electronic poll. The voting procedures are explained during the shareholders' meeting. Votes cast for or against, and the respective percentages on, each resolution are tallied and displayed 'live' on-screen to shareholders immediately 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 website on the day of the shareholders' meeting. All polls are conducted in the presence of independent scrutineers.

The Company Secretary prepares minutes of shareholders' meetings, which incorporate substantial and relevant comments or queries from shareholders and responses from the Board and Management. Since 2020, the Company publishes minutes of general meetings of shareholders on both SGXNET and the Company's website at www.oue.com.sg as soon as practicable after the relevant general meeting.

Provision 11.4 of the Code provides that an issuer's Constitution should allow for absentia voting at general meetings of shareholders. The Constitution of the Company 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 its deviation from Provision 11.4 of the Code, shareholders nevertheless have opportunities to communicate their views on matters affecting the Company even when they are not in attendance at general meetings. For example, shareholders may appoint proxies to attend, speak and vote, on their behalf, at the respective general meetings.

CORPORATE GOVERNANCE REPORT

Conduct of AGMs

The AGM held in FY2024 (“**2024 AGM**”) was conducted in a wholly physical format. Shareholders were provided with 21 days’ notice of the 2024 AGM and were also able to submit questions in advance of the 2024 AGM. All Directors, including the Chairman of the Board and the respective chairmen of the AC, NC and RC, senior management as well as the Company’s external auditors, share registrar and independent scrutineer attended the 2024 AGM. At the 2024 AGM, shareholders were given the opportunity to participate by, among other things, raising questions and communicating their views. On the same day after the 2024 AGM, the results of the votes cast on the resolutions as well as the name of the independent scrutineer were announced via SGXNET. The minutes of the 2024 AGM, including the substantial and relevant comments or queries from shareholders and responses from the Board and Management, were uploaded on both SGXNET and the Company’s website within one month after the 2024 AGM.

The Company’s forthcoming AGM to be held on 23 April 2025 (“**2025 AGM**”) will continue to be held in a wholly physical format. The arrangements relating to attendance and voting at the 2025 AGM, appointment of proxy(ies), submission of questions in advance of the 2025 AGM, addressing of substantial and relevant questions in advance of and at the 2025 AGM as well as access to the relevant documents, are set out in the Company’s notice of the 2025 AGM.

Dividend Policy

The Company has adopted an annual cash dividend policy with a view to paying annual dividends of at least 50% of the profit after tax of the Group after adjusting out for fair value gains and after taking into account the Group’s capital requirements, expansion plans and other funding requirements. The Company has considered the Group’s historical performance and previous dividend payments in determining this policy and believes that this policy is in line with the Company’s intention to optimise returns to shareholders, enforce greater accountability to shareholders and allow for good balance sheet management.

Engagement with Stakeholders

The Company adopts an inclusive approach by considering and balancing the needs and interests of material stakeholders, as part of its overall strategy to ensure that the best interests of the Company are served. The Company considers emerging and existing sustainability-related trends to enable the Company to identify and manage any potential, current or impending business risks that need to be managed, and/or to take advantage of any opportunities they may provide.

The Company has arrangements in place to identify and engage with material stakeholder groups and to manage its relationships with such groups. These stakeholder groups are important to the Company, either because their actions impact the Company’s business or the Company’s business impacts their actions. They comprise the Company’s shareholders, tenants and guests, employees as well as regulators. The Company’s various teams interact with these stakeholders on a regular basis and the Company maintains a corporate website to facilitate communication and engagement with stakeholders.

Further information on the methods and strategies that the Company uses to engage its stakeholders, and the key topics or areas of focus in relation to the management of its relationships with each stakeholder group, can be found on pages 87 to 88 of this Annual Report.

E. ADDITIONAL INFORMATION

Interested Person Transactions Policy

The Company has adopted an internal policy to monitor and review interested person transactions (“**IPTs**”), including to ensure that such transactions are carried out on an arm’s length basis, on normal commercial terms, not prejudicial to the Company and in compliance with the provisions of the Listing Manual relating to IPTs. As a general rule, Management must demonstrate to the AC that all IPTs satisfy the foregoing criteria. The following procedures are also in place:

- transactions (either individually or as part of a series or if aggregated with other transactions involving the same interested person during the same financial year) equal to or exceeding S\$100,000 in value but below 3.0% of the value of the Group’s latest audited net tangible assets will be subject to review by the AC on a quarterly basis;
- transactions (either individually or as part of a series or if aggregated with other transactions involving the same interested person during the same financial year) equal to or exceeding 3.0% but below 5.0% of the value of the Group’s latest audited net tangible assets will be subject to the review and prior approval of the AC. Such approval shall only be given if the transactions are on normal commercial terms and not prejudicial to the interests of the Company and its shareholders; and
- transactions (either individually or as part of a series or if aggregated with other transactions involving the same interested person during the same financial year) equal to or exceeding 5.0% of the value of the Group’s latest audited net tangible assets must, prior to such transactions being entered into, be reviewed and approved by the AC on the basis as described in the preceding paragraph. In addition, under the Listing Manual, such transactions must also be approved by the shareholders at a general meeting of the Company.

Any IPTs requiring disclosure are disclosed in accordance with the Listing Manual, including in announcements released on SGXNET and/or in this Annual Report. There were no IPTs entered into during FY2024 which, pursuant to the Listing Manual, required immediate announcement or shareholders’ approval.

Dealings in Company’s Securities

The Company has issued guidelines on dealing in the Company’s securities. These pertain to the rules and regulations with regard to dealings in the Company’s securities by its Directors and officers, the applicability of insider trading laws and the internal policies on confidential information and data retention.

Pursuant to Rule 1207(19)(c) of the Listing Manual, the Company and its officers should not deal in the Company’s securities during the period commencing two weeks before the announcement of the Company’s financial statements for each of the first three quarters of its financial year and one month before the announcement of the Company’s full-year financial statements (if the Company announces its quarterly financial statements), or one month before the announcement of the Company’s half-year and full-year financial statements (if the Company does not announce its quarterly financial statements).

CORPORATE GOVERNANCE REPORT

The Company announces its financial statements on a semi-annual basis in the format prescribed by the Listing Manual. In FY2024, the Company sent out memoranda and e-mails to its Directors and officers to remind them that the Directors, key executives of the Group and their connected persons are prohibited from dealing in the Company’s shares during the following periods:

- (a) one month before the announcement of the Company’s half-year and full-year financial statements; and
- (b) any time while in possession of price-sensitive or trade-sensitive information.

The Directors and officers of the Company are prohibited from communicating price-sensitive or trade-sensitive information to any person. In addition, the Company also discourages the Directors and officers of the Company from dealing in the Company’s securities on short-term considerations. They are also expected to observe insider trading laws at all times even when dealing in securities within permitted trading periods.

The Board has adopted a written policy on the handling of confidential information and dealings in securities (the **“Information Dealing Policy”**) which applies the best practice recommendations or guidelines from the SGX-ST, where possible. Under the Information Dealing Policy, should an officer or employee of the Group decide to trade in any securities of the Company (or its related corporations listed on the SGX-ST), he or she must abide by the pre-dealing procedures by submitting the requisite notification and declaration (that, amongst others, he or she is not in possession of any inside information) before making such trade(s) and will have one week from the date that the notification is made to execute the trade, subject to the other prohibitions as provided in the Information Dealing Policy. Details of the transaction must also be provided in writing to the Company within two business days after the trade.

The Information Dealing Policy codifies the existing practices of the Group which require all officers and employees of the Group to verify that confidential information is shared only to those persons who have a legitimate reason to have access to such information. It also sets out in writing the procedures and safeguards to reduce the risk of leakage of confidential information, such as requiring the signing of non-disclosure agreements, implementing Chinese walls, controlling access to documents containing confidential information, implementing a clean-desk policy and adopting code names (and maintaining privy persons lists) for potential price-sensitive or trade-sensitive transactions.

In relation to the retention of documents, the Company has in place a data retention policy which specifies the retention periods as well as the procedures for proper retention and subsequent destruction of documents which no longer serve any legal or business purposes.

Material Contracts

Save as disclosed in the “Interested Person Transactions” section on page 283 of this Annual Report, no material contracts to which the Company or any of its subsidiaries is a party and which involve the interests of the Group CEO, any Director or controlling shareholder subsisted at the end of FY2024, or have been entered into since the end of the previous financial year.

MANAGING RISKS

MANAGING RISK

Risk management is an integral element of the Group’s decisions and business processes. The Enterprise Risk Management (ERM) framework, which includes the process of risk identification, assessment, monitoring and maintenance of Risk Registers, sets out the basis for the integration of risk management into decision-making and business processes across the Group.

External consultants have been appointed to support Management in the sustaining and regular review of the ERM framework and related risk management policies. Risk workshops are carried out with the risk owners to identify, assess and prioritise the risks. Mitigating actions in managing the key risks, as well as action plans to address the gaps, are considered and documented. Risk tolerance limits are set to align with the risk appetite and are subject to quarterly review. Operating within the risk tolerances level provides Management with assurance that the Group remains within its risk appetite. The key risks which have been identified by the Group include the following:

MACROECONOMIC RISK

While the easing of pandemic measures and the re-opening of borders have brought some economic relief, the after-effects of these measures and global uncertainties remain. Working from home, rising inflation, higher interest rates, the possibility of a recession, and geopolitical tensions present new challenges that require adaptiveness. Management continues to monitor the situation, keeping abreast of latest developments in the global economy and industry in order to manage the economic risk and leverage good opportunities that may arise.

OPERATIONAL RISK

Operational risk is the risk of loss resulting from inadequate or failed internal processes, people and systems or from external events. Responsibility for managing operational risks rests with all functions at divisional and departmental levels. The Group recognises that operational risks cannot be completely eliminated and that cost effectiveness is a consideration in the management of operational risks. The Group therefore adopts a risk-based approach to managing operational risks. The pandemic has also brought about unprecedented challenges in operational risks such as human resource and business interruption risks. Key functions in the Group are guided by their policies, standard operating procedures, limits of authority and reporting framework. The framework enables management at the various levels to identify and assess key operational exposures and report such risk issues

to senior management as early as possible so that the appropriate risk response can be taken. The internal audit function, which also conducts independent checks on operational issues and risk controls, reports directly to the Audit Committee.

INVESTMENT RISK

The Group’s investment decision process is based on an investment framework and guided by a set of investment criteria. Balancing risks and returns across asset types and geographic regions are key considerations of the investment framework. Risk assessment is an important aspect of the investment decision process. Each investment proposal submitted to the Board of Directors for approval is accompanied by an assessment of risk factors and risk mitigation strategies, including rigorous due diligence, financial modelling and sensitivity analysis on key investment assumptions and variables. This seeks to ensure that the Group’s investment portfolios create value for its stakeholders on a risk-adjusted basis.

FINANCIAL RISK

In the normal course of business activities, the Group is exposed to a variety of financial risks, including market, liquidity and credit risks. The Group’s overall objectives and policies focus on managing financial risks by using financial instruments, where appropriate. Financial market risks and capital structure are closely monitored and actively managed by Management and reported to the Board.

Market Risk

Market risk is the risk that the Group’s earnings and capital or its ability to meet its business objectives will be adversely affected by movement in foreign exchange rates, interest rates and asset prices. The Group hedges foreign exchange risk naturally as a general rule by financing asset purchases and borrowings in the local currency of the relevant markets in which it conducts business. Where necessary, the exposure to foreign exchange rate changes is hedged via forward foreign exchange contracts and cross currency swaps. The Group reduces its exposure to interest rate volatility, and thereby manages its funding costs by maintaining an optimal interest cost structure using a mix of fixed rate bonds and floating rate loans. Where necessary, the exposure to interest rate changes is hedged via interest rate swaps. Asset price risk arises from fluctuation in market prices of the Group’s investment in financial assets. Management monitors the mix of debt and equity securities in its investment portfolio based on its fair value and responds to fluctuation in market prices as and when necessary to optimise the Group’s returns.

MANAGING RISKS

Liquidity Risk

Liquidity risk is the potential that the Group will be unable to meet its obligations when they fall due because of an inability to obtain adequate funding or liquidate assets. In managing liquidity risk, the Group monitors cash flows and maintains a level of cash and credit facilities deemed adequate to ensure the ability to finance the Group’s operations and reduce the effects of fluctuation in cash flows.

Credit Risk

Credit risk is the risk of losses arising from a counterparty defaulting on an obligation which will result in an economic loss to the Group. The Group has credit policies and procedures in place to regularly monitor credit risk. The Group monitors its exposure to credit risk arising from trade consumers and corporate customers on an ongoing basis, and credit evaluations are performed on all customers requiring credit. The Group also spreads credit limits amongst a number of counterparties to avoid concentrations of credit exposure. The Group only enters into transactions involving financial instruments with financial institutions that are licensed and with acceptable credit ratings.

COMPLIANCE, LEGAL AND REGULATORY RISK

Compliance risk arises from the potential violations of regulations and laws that may result in adverse judgments in lawsuits or regulatory sanctions, and therefore negatively affect the Group’s ability to meet its business objectives. The responsibility of compliance with laws and regulations lies with the heads of business units and oversight of the discharge of their responsibilities is provided by the Group Legal Department. Legal risk arises from the potential failure of the Group to meet the legal requirements which may result in unenforceable contracts, litigation or other adverse consequences. The Group identifies and manages legal risk through effective use of its internal and external legal counsel. Regulatory risk is the risk that laws or regulations may change in a way that adversely affects the Group’s operations and competitive viability. The Group Legal Department monitors changes to applicable laws and regulations with support from external legal advisors.

INFORMATION TECHNOLOGY (IT) RISK

IT risk arises from system downtime or breaches in security, and these risks may have an adverse impact on the integrity, accuracy and completeness of data

and information. Cybersecurity threats have been on the rise since the start of the pandemic. As the Group continues to leverage technology in various aspects of its operations, its utmost priority is to protect critical systems and data from cyber attacks.

The Group recognises its responsibility in establishing and maintaining adequate cyber risk governance over its information assets and ensuring preparedness against cyber threats and risks. Comprehensive policies and procedures are in place to manage these risks and to uphold the confidentiality, integrity and availability of the Group’s information assets. This includes network security, which is essential for protecting an organisation’s infrastructure. Key components include firewalls to block unauthorised access, Intrusion Detection & Prevention Systems (IDPS) to detect and prevent intrusions, and VPNs to secure remote connections. Network segmentation limits the spread of attacks, while access control ensures only authorised users can access the network. Anti-virus software protects against malware, and Security Information and Event Management (SIEM) systems analyse security data in real-time. Regular updates and patch management address vulnerabilities. Continuous monitoring helps detect and respond to threats promptly. Zero Trust security adds an extra layer by requiring continuous verification of all users and devices, regardless of their location, ensuring least privilege access and minimising the impact of breaches. We have a disaster recovery strategy, backup and restore procedures, and email protection in place to further safeguard our information assets. The Group conducts regular IT security awareness training sessions and phishing simulation exercises to enhance employee vigilance, mitigate human error and foster a security culture against various social engineering attacks, such as phishing, pretexting, impersonation and ransomware.

Additionally, the Group conducts regular reviews and testing, including yearly vulnerability assessments and penetration testing, to identify and detect known vulnerabilities, threats or risks in the network, servers, software applications and network infrastructure. The Group has comprehensive cyber liability insurance in place to provide financial protection against cyber incidents, covering costs like data breaches, legal fees, and business recovery. A roadmap has also been established to continuously strengthen controls and defences against cyber attacks.

SUSTAINABILITY REPORT

82	Board Statement
83	About OUE
84	About This Report
85	Sustainability at OUE
92	Sustainability Roadmap
94	Stewarding the Environment
116	Empowering Communities
127	Building Trust
131	GRI Content Index

SUSTAINABILITY REPORT

BOARD STATEMENT (GRI 2-22)

The Board of Directors (the Board) of OUE Limited (the Company, and together with its subsidiaries, the Group or OUE) is pleased to present our eighth annual sustainability report for the financial year ended 31 December 2024 (FY2024). This report discloses OUE’s environmental, social and governance (ESG) performance in our business operations and demonstrates the Group’s commitment to high standards of corporate governance, and environmentally and socially responsible practices.

OUE is dedicated to integrating sustainability considerations into the Group’s strategic decisions and business plans. Supported by the Sustainability Steering Committee (SSC), the Board provides guidance and support to OUE’s management team in setting the strategic pathway towards sustainable development.

In FY2024, we have tracked our performance against the recalibrated ESG targets, a key outcome from the previous year’s strategic project of aligning and recalibrating the Group’s existing targets as well as crafting a sustainability roadmap for OUE Real Estate Investment Trust (OUE REIT). Furthermore, beyond the Task Force on Climate-related Financial Disclosures (TCFD) recommendations in line with the Singapore Stock Exchange (SGX) Listing Rules, we are further aligning ourselves with the International Sustainability Standards Board’s (ISSB) International Financial Reporting Standards (IFRS) S2 Climate-related Disclosure Standards by conducting a gaps analysis to identify refinement areas in terms of governance, strategy, risk management, and metrics and targets. In doing so, we have conducted a climate scenario analysis and strengthened our climate-related risks and opportunities disclosures.

As of FY2024, the Group has achieved 64.3% in sustainability-linked financing, including green loans and social financing. Separately, we have made great strides on our green financing framework. On 1 October 2024, we were proud to announce our inaugural five-year green bond, with the underlying use of proceeds aligned with the green criteria of the Singapore-Asia Taxonomy for Sustainable Finance. Proceeds from the bonds will be allocated to the financing and refinancing of four green buildings certified under the Building and Construction Authority Green Mark 2021 certification scheme. Three are existing properties which have attained Gold certification, whereas one is a new development which targets to achieve Platinum Zero-Energy (ZE). CIMB Bank Berhad, Singapore Branch, The Hong Kong and Shanghai Banking Corporation Limited, Singapore Branch, and Oversea-Chinese Banking Corporation Limited were the Joint Lead Managers, Bookrunners and Green Finance Structuring Banks to the Issuer for the offering of the Notes. We are pleased that the Second-Party Opinion provided by Sustainable Fitch also determined this transaction to be fully aligned with the ICMA Green Bond Principles and the ASEAN Capital Markets Forum’s ASEAN Green Bond Standards.

As we continue to place significant emphasis on long-term and sustainable value creation for our stakeholders, the Board continues to support and pushes for sustainability policies and initiatives. Through continuous improvement and innovation, OUE is committed to enhancing our ESG performance and growing our business further in more sustainable and resilient ways.

ABOUT OUE (GRI 2-1, 2-6)

Who We Are

OUE Limited, established in 1964 and publicly listed since 1969, is a leading real estate and healthcare group headquartered in Singapore. We are strategically positioned to leverage ongoing growth trends throughout Asia. With a proven history of developing and managing premier real estate assets, OUE’s portfolio encompasses the commercial, hospitality, retail, and residential sectors, featuring several iconic landmarks in Singapore’s urban environment. As at 31 December 2024, OUE’s total assets were appraised at S\$8.9 billion.

OUE manages two Singapore Exchange (SGX)-listed Real Estate Investment Trusts (REITs): OUE REIT, recognised as one of the largest diversified REITs in Singapore, and First Real Estate Investment Trust, which holds the distinction of being the first healthcare REIT in the country. OUE REIT’s hospitality portfolio encompasses Hilton Singapore Orchard and Crowne Plaza Changi Airport, in which OUE has delegated operational control to two renowned hotel chains, Hilton Hotels & Resorts and IHG Hotels & Resorts, respectively. In addition, OUE has continued to include building and renovation contractors in its supply chain.

We have been exploring the complementary and high-growth healthcare sector since 2017. OUE maintains a controlling interest in OUE Healthcare Limited (OUE Healthcare), a company listed on SGX Catalist. OUE Healthcare is an integrated healthcare services provider that owns and operates a portfolio of high-quality premium healthcare assets across rapidly expanding Asian markets. OUE Healthcare’s vision is to establish a regional healthcare ecosystem grounded in Singapore’s medical best practices. Its portfolio includes hospitals, medical centres, clinics, and senior care facilities situated in Singapore, Japan, Indonesia, China and Myanmar.

As at 31 December 2024, OUE’s funds under management totalled S\$7.8 billion, encompassing both our REIT platforms and managed accounts.

Who We Want to Be

At OUE, our philosophy of “Transformational Thinking” forms the core of what we do as we strive to enrich lives and communities by delivering exceptional and meaningful experiences. This philosophy drives us to seize opportunities and to redefine how buildings and spaces are utilised, perceived, and valued. We go beyond making incremental improvements; we create value by making significant and profound changes in our thinking, processes, and outcomes. By continuously innovating, adapting, and embracing emerging trends, we are committed to providing exceptional service to our customers and generating long-term value for our stakeholders.

OUE has a clear vision to continuously harness our expertise to create social ecosystems, transforming the urban landscape to enrich and benefit our community. As a leading real estate development, investment, and management company, OUE recognises the role we play in sustainability. As such, we have policy commitments in place to work towards making a positive impact on the economy, environment, and community while minimising any negative impacts caused.

SUSTAINABILITY REPORT

ABOUT THIS REPORT (GRI 2-2, 2-3, 2-4, 2-5)

This report has been prepared in accordance with the Global Reporting Initiative (GRI) 2021 Standards and complies with the sustainability reporting requirements set out in the Listing Manual of the Singapore Exchange Securities Trading Limited (SGX-ST) (Rules 711A and 711B). OUE has adopted the GRI 2021 Standards due to the suitability to our business and high relevance to many stakeholders. Moreover, it is one of the most commonly used sustainability reporting frameworks internationally. In this sustainability report, beyond aligning with the 11 TCFD recommendations as prescribed in the SGX Listing rules, OUE has also considered the International Sustainability Standards Board’s (ISSB) International Financial Reporting Standards (IFRS) S2 Climate-related Disclosure Standards. In FY2024, OUE conducted a climate scenario analysis to assess the climate risks and opportunities of its asset portfolio, including the anticipated financial impacts of key climate-related risks on its respective financial impact indicators. Refer to the section on Climate-related Disclosures on pages 100 to 109 for more information.

This report covers the Group’s performance in the financial year dated 1 January to 31 December 2024 and encompasses performance data from Commercial, Hospitality and Retail buildings in Singapore and Shanghai. This is consistent with the Group’s portfolio, including OUE Bayfront (including OUE Tower and OUE Link), One Raffles Place, OUE Downtown Office, Downtown Gallery, Mandarin Gallery, Hilton Singapore Orchard (HSO), Crowne Plaza Changi Airport (CPCA), OUE Restaurants in Singapore, as well as Lippo Plaza in Shanghai. All assets listed above are also featured in OUE’s financial report. On 27 December 2024, OUE REIT completed its divestment of Lippo Plaza. Accordingly, this report only includes Lippo Plaza’s environmental data up to the date of divestment. OUE has undergone a review of the reporting boundary adopted to more accurately define the extent and scope of the control that it has on its Environmental, Social and Governance (ESG) impacts. For FY2024, OUE will primarily be adopting operational control as the consolidation approach. However, for transparency on the Group’s ESG impacts, performance data will be reported for the entire portfolio. In particular, Environmental data will be split by the respective asset categories: OUE’s operated assets (including Downtown Gallery and OUE Restaurants), OUE REIT’s operated commercial properties (including Lippo Plaza), hospitality properties which are operated by external hotel managers, and all commercial properties in OUE’s portfolio (comprising Downtown Gallery and OUE REIT’s operated commercial properties, including Lippo Plaza). This ensures clear data representation for OUE’s assets under its operational control, separate from other properties. For completeness, Social and Governance data will continue to cover all assets across the Group’s portfolio, except Lippo Plaza due to the divestment.

We target to expand the scope for sustainability reporting to include OUE Healthcare and First REIT in the coming years. Until then, both entities continue to have their own stand-alone sustainability reports.

OUE’s internal audit team is engaged in reviewing the sustainability report process and has carried out procedures to verify the accuracy of the data included in this report. We have not sought external assurance on this report and may consider doing so in the future. Please contact us if you have any questions about this report or OUE’s sustainability practices at sustainability@oue.com.sg.

SUSTAINABILITY AT OUE

Sustainability Governance (GRI 2-9, 2-12, 2-13, 2-18, 3-3)

The Board is accountable for identifying material ESG topics by providing oversight in assessing ESG-related risks and opportunities, including climate-related ones, impacting OUE’s financial and sustainability performance.

The Board is supported by the Audit Committee (AC), which monitors any material exposure to climate and ESG-related risks and opportunities, and reviews the relevant processes at least once a year. Also, the AC evaluates the management’s proposed changes to sustainability strategies, considers recommendations on climate and ESG-related policies and targets, monitors OUE’s performance against previously disclosed targets in relation to identified material ESG topics, and reviews the quality and reliability of disclosures in the sustainability report. Updates on climate and ESG-related issues are provided to the AC biannually by external sustainability consultants during the AC meetings, bringing to the AC’s attention any emerging and material risks and opportunities as well as the ongoing mitigation actions.

At the management level, the Board and the AC are supported by the SSC, comprising the C-suite and Heads of Department. The SSC is responsible for developing and reviewing OUE’s sustainability vision, mission and strategy, as well as relevant sustainability policies, practices and initiatives. These sustainability policies, practices and initiatives are reviewed and finally signed off by the Board.

The SSC meets quarterly to discuss sustainability-related matters, key initiatives and progress made. The Committee may also hold additional meetings as needed to address time-sensitive sustainability concerns. The Committee reports any issues and sustainability-related matters directly to the AC and the Board at least twice a year. During these meetings, climate-related matters are discussed and tabled as an agenda item. Outside of that, the SSC reports any urgent sustainability issues that require immediate attention to the AC and the Board as well.

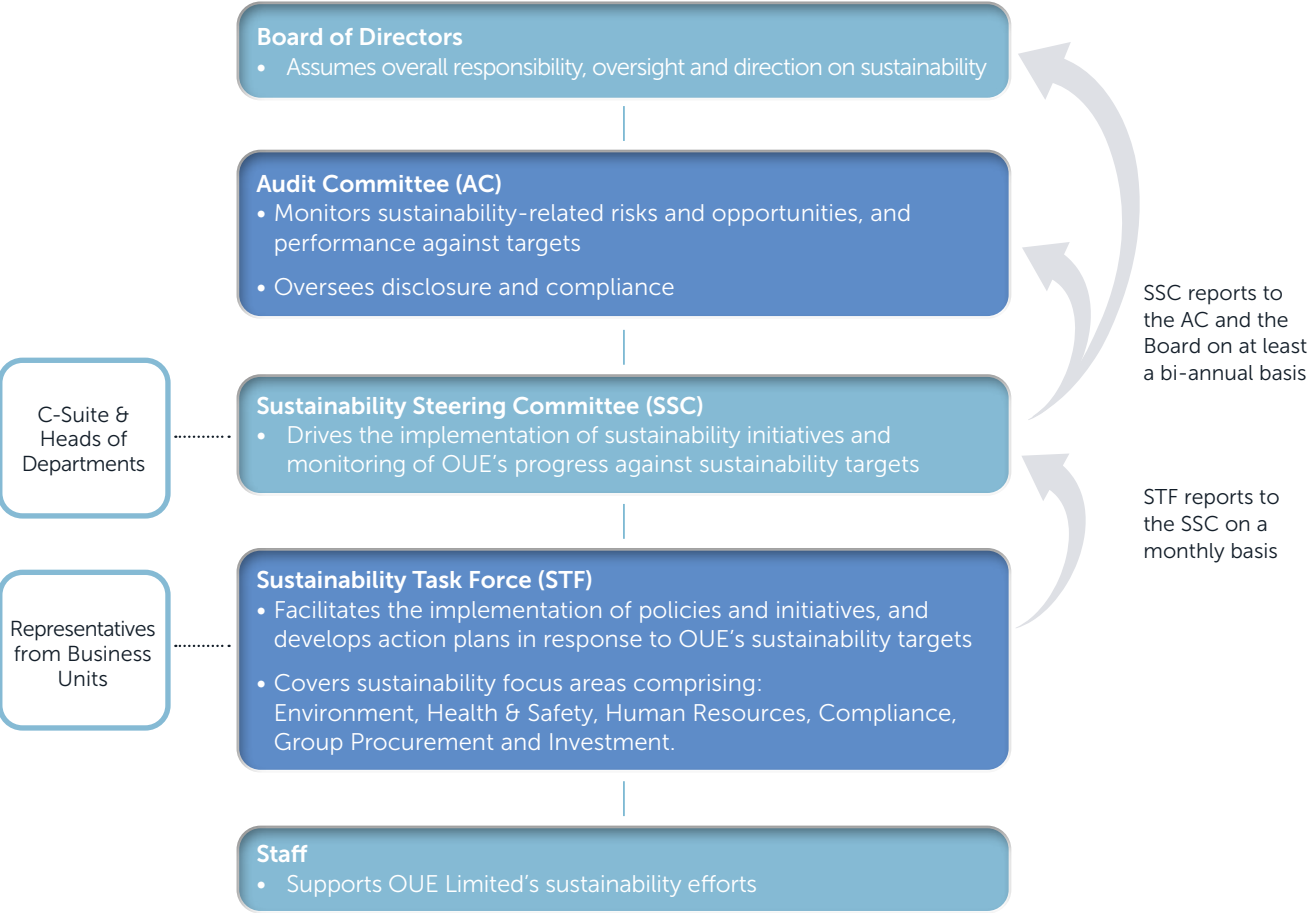
With the direction provided by the SSC, the Sustainability Task Force (STF), made up of representatives from various business units, facilitates the implementation of policies and initiatives. The STF also develops action plans in response to OUE’s sustainability targets, and focus areas comprising environment, health and safety, compliance, human resources, group procurement, and investments. The STF reports to the SSC monthly on the implementation of initiatives and action plans.

OUE adheres to and complies with the principles under the Code of Corporate Governance, including the principles relating to the Board’s Conduct of Affairs, Board Composition and Guidance, Board Performance and Disclosure on Remuneration. In assessing the Board’s performance, a questionnaire is disseminated to the Board, which takes into account a range of criteria such as competencies, standard of conduct, risk management and sustainability considerations.

SUSTAINABILITY REPORT

Proper procedures are in place to deal with potential conflicts of interest, including the OUE Policy on Interested Person Transactions, requiring the AC to monitor and review, on a quarterly basis, any interested party transactions (IPTs). Based on OUE’s Sustainability Governance Structure and the Code of Corporate Governance, the Board of OUE sets the tone, articulates, and oversees the approach and integration of sustainability considerations into the overall strategy of OUE. This is reflected in OUE’s Corporate Governance, under Board Matters/Principle 1 on pages 53 to 56, where both climate and the wider sustainability issues are being considered as part of OUE’s overall strategy.

OUE’s sustainability governance structure



Stakeholder Engagement (GRI 2-29)

Engaging with our diverse stakeholders is a key aspect of our business operations at OUE. Meaningful engagement helps us understand the environmental and social impacts of our activities, ensuring that we address any concerns raised. To achieve this, we continuously interact with our key stakeholder groups through various methods, integrating their interests into our decision-making processes. By fostering open dialogue, we want to strengthen our relationship with our stakeholders. Our engagement process is led by the STF and overseen by the SSC.

The Board is kept informed through annual meetings on the stakeholder engagement activities held and the feedback collected. Any concerns and recommendations that arise from these engagements are reviewed by the Board. If approved, they are implemented as policies and process enhancements.

OUE’s key stakeholders



SUSTAINABILITY REPORT

SHAREHOLDERS & INVESTORS



Relevant ESG Topics

- Sustainable and long-term value creation
- Ethical business operations
- Market trends and changing customer demands
- ESG integration into operations and building designs

Engagement Methods

- Earnings calls, announcements, press releases and other disclosures through SGXNET, annual reports and OUE's website
- Email alert subscription
- Annual General Meeting and Extraordinary General Meeting
- One-on-one updates and group meetings
- Investor roadshows

Frequency of Engagement

- Throughout the year

EMPLOYEES



Relevant ESG Topics

- Safe, healthy and productive working environment
- Opportunities for career development and growth
- Competitive compensation and benefits
- Equal opportunities for promotion and reward
- Non-discrimination

Engagement Methods

- Training and development programmes
- Annual performance reviews
- Recreational and team-building activities
- Grievance and feedback channels
- Employee townhall sessions

Frequency of Engagement

- Throughout the year

SUPPLIERS & CONTRACTORS



Relevant ESG Topics

- Business relationships
- ESG performance

Engagement Methods

- Safety compliance for contractors
- Contractor evaluation
- Green Procurement Policy
- Briefings and meetings

Frequency of Engagement

- Throughout the year

COMMUNITY



Relevant ESG Topics

- Economic growth
- Social and environmental impact of our projects
- Local partnership and job opportunities
- Investment in the community

Engagement Methods

- Impact assessment before commencement of projects
- Community activities
- Donations to support community development

Frequency of Engagement

- Throughout the year

TENANTS & GUESTS



Relevant ESG Topics

- Modern, high quality and cost-efficient buildings and facilities
- Safety in the buildings

Engagement Methods

- Tenant engagement activities including informal gathering and networking sessions
- Management circulars and notices
- Green Guide for tenants
- Customer satisfaction survey

Frequency of Engagement

- Throughout the year

GOVERNMENT & REGULATORS



Relevant ESG Topics

- Regulatory compliance
- Ethical corporate business practices

Engagement Methods

- Industry networking functions
- Annual regulatory audits
- Mandatory reporting

Frequency of Engagement

- Throughout the year

Sustainability Framework (GRI 3-1, 3-2)

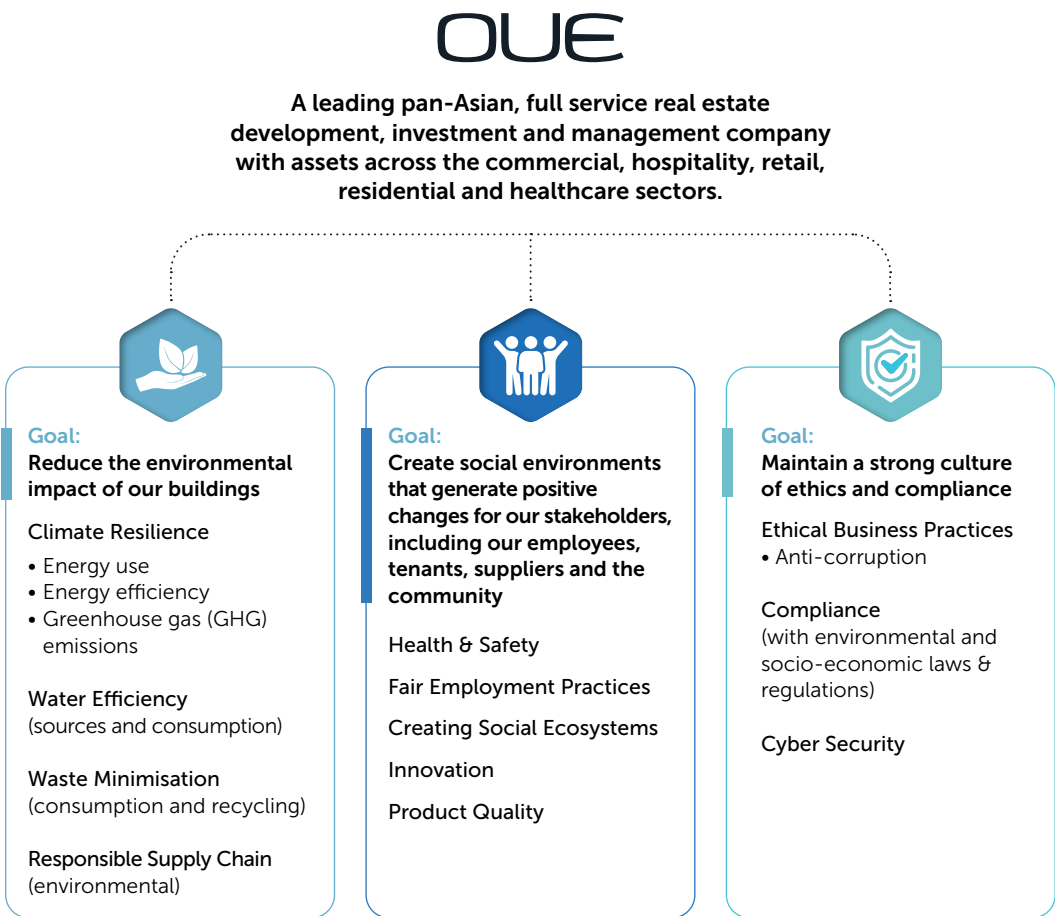
OUE's Sustainability Framework is built upon our materiality assessment, ambitions and aspirations. The framework contributes to the United Nations' sustainable development goals (UN SDGs), which are an international call for action to conduct business responsibly. Under the framework, we have established three main pillars, namely Stewarding the Environment, Empowering Communities, and Building Trust. These pillars serve as the base for our wider business strategies, factoring in key material ESG topics.

Materiality

We regularly review our material ESG topics by considering stakeholder feedback, global and local trends, and best practices in the real estate sector. The Board is responsible for approving these ESG topics and targets. Once approved, the Board oversees their management and monitoring to ensure any negative impacts are controlled. OUE has identified twelve (12) material ESG topics that reflect our focus areas, sustainability ambitions, and priorities. For FY2024, we confirm that these ESG topics remain valid and unchanged from FY2023, as they continue to be relevant to our operations and investments. Our long-term targets align with our sustainability ambitions and focus areas. We are also pleased to report our progress for these targets for FY2024.





As a developer, an asset owner and a corporate citizen, we understand the importance of corporate stewardship and aim to create sustained value for our business and stakeholders. At OUE, our sustainability efforts are aligned with the UN Sustainable Development Goals (SDGs). We have identified the relevant UN SDGs which resonate with our focus areas and material topics, and we are committed to upholding them.

OUE's sustainability framework



SUSTAINABILITY REPORT

OUE’s Material Topics and Targets

Sustainability Focus Areas and UN SDGs	Risks	Opportunities	OUE’s Material Topics	Targets and Aspirations ¹
Stewarding the environment Contributing to UN SDGs:    	Climate change will bring physical risks to our buildings caused by changing weather patterns, such as higher maintenance and repair costs. Climate change will also bring transition risks in the forms of regulatory and technological changes. This will call for more prudent environmental management in our businesses.	OUE can capitalise on the rising customer demand for high-quality, durable, energy-efficient and resource-efficient buildings. Pursuing operational efficiency will result in reduced operational costs in the long run.	Climate Resilience	Using FY2023 as base year Commercial: (i) Reduce absolute Scope 1 and 2 GHG emissions by 40% by FY2030 (ii) Actively pursue opportunities in renewable energy use
			Water Efficiency	Using FY2017 as base year Commercial: (i) Reduce water intensity by 25% by FY2030
			Waste Minimisation	Using FY2017 as base year Commercial: (i) Reduce non-hazardous waste intensity by 15% by FY2030 (ii) Increase annual recycling rate to 12.5% by FY2030
			Responsible Supply Chain (Environmental)	(i) All main contractors for new developments certified by recognised environmental management standards (such as ISO 14001 or BCA’s Green and Gracious Builder Scheme) (ii) Full implementation of Green Procurement Policy by FY2030


¹ Please refer to respective sections for our FY2024 performance against targets.

Sustainability Focus Areas and UN SDGs	Risks	Opportunities	OUE’s Material Topics	Targets and Aspirations ¹
Empowering communities Contributing to UN SDGs:     	OUE needs to adapt to the changing needs of various stakeholders, including our employees, tenants and guests, and the wider community. We recognise that buildings in urban areas have important roles to play to enhance occupants’ health and well-being, and to strengthen community cohesion.	By listening and responding to our stakeholders’ changing needs, OUE can continue to stay relevant and create value for all stakeholders.	Health & Safety	(i) Maintain zero non-compliance with regulations and/or regulatory codes concerning the health and safety of tenants and building users resulting in significant fines* (ii) All main contractors for new developments to be OHSAS 18001 or ISO 45001 certified
			Fair Employment Practices	(i) Achieve the proportion of women in senior management at 40% or above (ii) Achieve at least 85% of employees participating in annual engagement survey (iii) Achieve at least 70% employee engagement score (iv) Achieve 30 training hours per employee (v) Include a target on specific ESG-related training (v) Maintain zero incidents of discrimination
			Creating Social Ecosystems	(i) Contribute to communities’ social well-being through at least 2 community service events (ii) Conduct social and environmental impact assessments for development projects
			Innovation	(i) Continue to leverage smart and green technologies to improve customer experience and enhance the efficiencies of our buildings
			Product Quality	(i) Achieve at least 80% tenant satisfaction rate in relation to commercial properties

* A significant fine is a financial penalty that is equal to or above S\$10,000 paid for a single incident.

¹ Please refer to respective sections for our FY2024 performance against targets.

SUSTAINABILITY REPORT

Sustainability Focus Areas and UN SDGs	Risks	Opportunities	OUE's Material Topics	Targets and Aspirations ¹
Building trust Contributing to UN SDGs: 	Changing regulatory requirements can incur high compliance costs and non-compliance will result in serious financial, operational and reputational consequences for the Group.	OUE is committed to conducting our businesses following applicable laws and regulations, and the highest ethical standards. This allows us to build trust in our relationships with stakeholders.	Ethical Business Practices	(i) Maintain zero confirmed incidents of corruption (ii) Achieve 100% employee annual acknowledgement of all company policies, including Code of Business Conduct and Ethics
			Compliance	(i) Maintain zero incidents of non-compliance with laws and/or regulations resulting in significant fines*
			Cyber Security	(i) Maintain zero cyber incidents and data breaches

* A significant fine is a financial penalty that is equal to or above S\$10,000 paid for a single incident.

SUSTAINABILITY ROADMAP

As part of OUE Group’s dedication to align our sustainability performance and targets with global benchmarks and climate pathways, OUE embarked on a two-phased strategic project in FY2023. This exercise was targeted at ensuring the Group remained updated with the changing sustainability reporting landscape as well as surging challenges posed by climate change, so that its operations and activities are resilient, ambitious, sustainable and contribute to the global transition to a low-carbon economy.

The two-phased strategic project commenced for the subsidiaries under the Real Estate business segment in FY2023, including OUE Limited and OUE REIT. The subsidiaries under the Healthcare business segment, including OUE Healthcare and First REIT, will progressively undertake this exercise in the next year.

The strategic project employed both a bottom-up and top-down approach, comprising the recalibration of ESG targets and development of subsidiary-specific sustainability roadmaps (bottom-up) and the development of the common Group-wide sustainability direction and goals (top-down).

Phase One: ESG Target Recalibration

The ESG target recalibration exercise focused on an in-depth review of OUE’s Real Estate business segment’s ESG targets for recalibration, against industry peers, best market practices, national targets, and green building standards. This review also targeted to reflect OUE’s current and planned sustainability initiatives and efforts. The bottom-up approach evaluated targets via:

- **Stakeholder Engagement**
 - Starting with OUE Limited and OUE REIT in FY2023, due diligence content interviews conducted with various stakeholders to understand and assess current and planned sustainability efforts, such as around energy efficiency initiatives, green mark requirements, investments and upgrades planned;
- **Review & Analysis**
 - With reference to the GHG Protocol, review of relevant GHG inventory consolidation approach to take, and its impact on baseline and environmental targets’ calibration; and
 - Senior management workshops to sound the approach

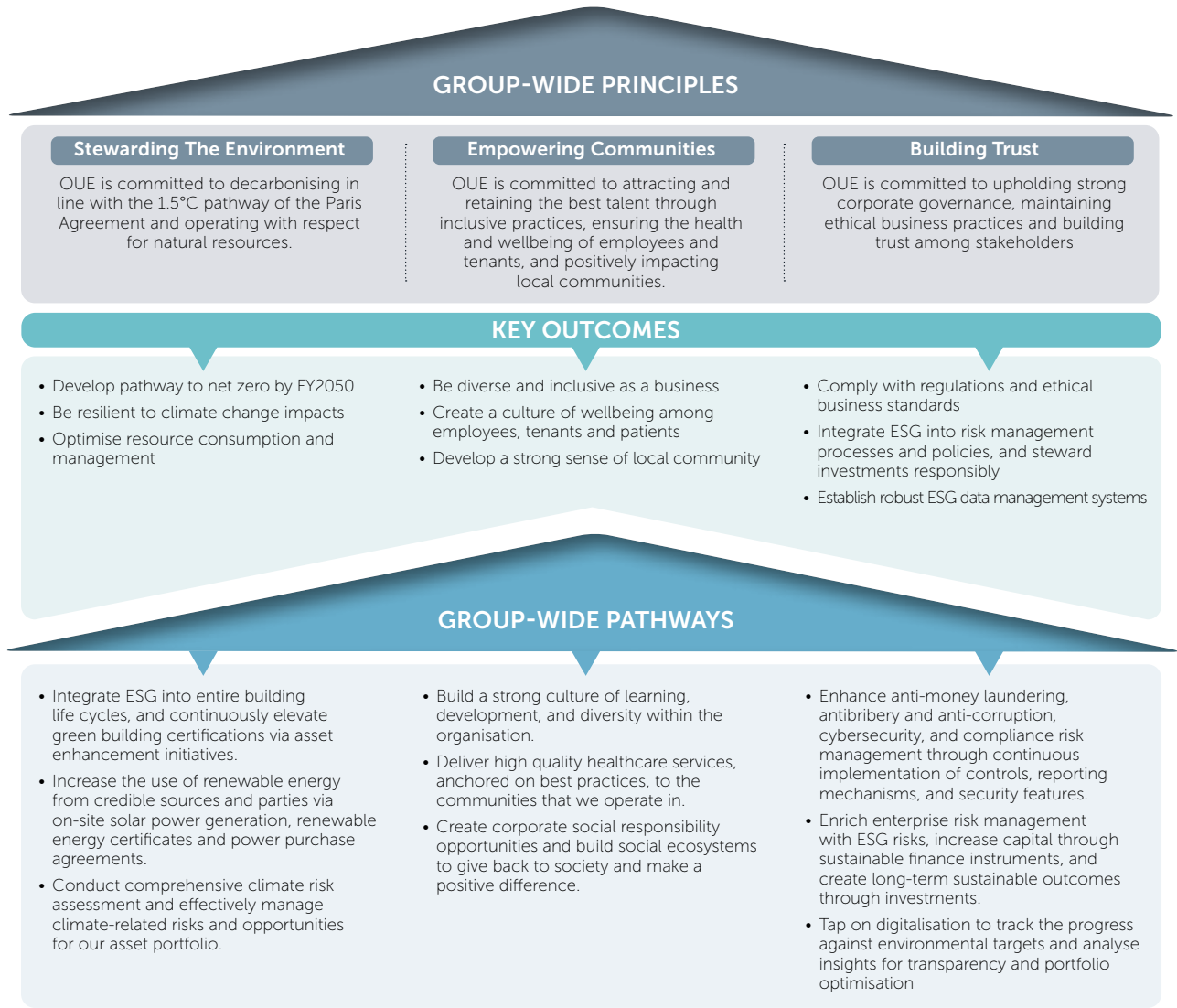
¹ Please refer to respective sections for our FY2024 performance against targets.

Phase Two: Sustainability Roadmap Development

Following the ESG target recalibration, a sustainability roadmap was developed, with the goal of establishing a strategic plan to attain the recalibrated targets, enhance the Group’s sustainability performance, and more effectively manage sustainability-related risks and opportunities. The Group utilised a top-down approach, whereby Group-wide principles, pathways, and key outcomes were developed to determine the Group-wide direction on future sustainability targets, initiatives, and efforts, applicable to all OUE’s subsidiaries in the two business segments of Real Estate and Healthcare. Under each Group-wide principle, the Group formalised key outcomes and Group-wide pathways which detail high-level action plans to be adopted by the Group to contribute towards common sustainability objectives.

The three main Group-wide principles, build on the existing sustainability framework, boost its impacts and influence for (i) Stewarding the Environment; (ii) Empowering Communities; and (iii) Building Trust. The Group aims to contribute to decreasing emissions, be a diverse and inclusive business, and advocate high ESG standards in every business aspect. The Group has pledged to promote sustainability progress through sustainable investments and vigorous climate risk management, reinforce social fabric, and offer high quality services, as well as ensure strong corporate governance and regulatory compliance.

With the Group-wide principles, pathways and key outcomes established, the subsidiaries under the Real Estate business segment have also launched subsidiary-specific roadmaps. The roadmaps comprise bottom-up and tailored actions that each subsidiary will initiate to work towards the Group’s direction on sustainability, attain their recalibrated ESG targets, and ensure full compliance with forthcoming sustainability regulations.



SUSTAINABILITY REPORT

RECALIBRATED ESG TARGETS FOR FY2024

ESG Targets	Real Estate	Healthcare
Stewarding The Environment	<ul style="list-style-type: none">Reduce absolute Scope 1 and 2 GHG emissions for commercial properties by 40% by FY2030 from FY2023 baselineAchieve 90% of green financing by FY2030*Actively pursue opportunities in renewable energy use for commercial propertiesReduce water intensity for commercial properties by 25% by FY2030 from FY2017 baselineReduce non-hazardous waste intensity for commercial properties by 15% by FY2030 from FY2017 baselineIncrease annual recycling rate to 12.5% for commercial properties by FY2030 from FY2017 baselineAll main contractors for new developments to be certified by recognised environmental management standards (such as ISO 14001 or BCA's Green and Gracious Builder Scheme)**Full implementation of Green Procurement Policy by FY2030**	<ul style="list-style-type: none">OUE Healthcare and First REIT under OUE's Healthcare business segment will embark on the ESG target recalibration & roadmap exercise by FY2025, to align with regulatory compliance expectations and the Group's sustainability direction.
Empowering Communities	<ul style="list-style-type: none">Achieve 25% of women represented on Board of Directors by FY2030*Achieve the proportion of women in senior management at 40% or aboveMaintain zero incidents of discriminationAchieve at least 85% of employees participating in annual engagement surveyAchieve at least 70% employee engagement scoreAchieve 30 training hours per employeeInclude a target on specific ESG-related trainingContribute to communities' social well-being through at least 2 community service eventsMaintain zero non-compliance with regulations and/or regulatory codes concerning the health and safety of tenants and building users resulting in a fine, penalty or warningAchieve at least 80% tenant satisfaction rate in relation to commercial propertiesConduct social and environmental impact assessments for development projects**All main contractors for new developments to be OHSAS 18001 or ISO 45001 certified**	
Building Trust	<ul style="list-style-type: none">Maintain zero confirmed incidents of corruptionMaintain zero incidents of non-compliance with laws and/or regulations resulting in significant fines***Achieve 100% employee annual acknowledgement of all company policies, including Code of Business Conduct and EthicsMaintain zero cyber incidents and data breaches	

* Target is applicable to OUE REIT
** Target is applicable to OUE Limited
*** A significant fine is a financial penalty that is equal to or above S\$10,000 paid for a single incident.

Based on the outcomes of the two-phased strategic project, the Group has declared new sustainability targets for its Real Estate business segment. The recalibrated ESG targets and subsidiary-specific roadmaps now apply for our commercial properties. Reflecting our greater commitment to sustainability progress, the new targets are more ambitious, including reducing absolute Scope 1 and 2 GHG emissions of its operations and activities for commercial properties by 40% by FY2030, from FY2023 baseline. To further align the sustainability targets with its refinancing needs, OUE REIT from the Real Estate segment has also committed to raising the proportion of sustainability-linked loans to 90% of its total debt by FY2030. The Group, as a real estate owner and developer, will be boosting its actions towards its supply chain targets. These recalibrated targets have also been reported in OUE REIT's FY2024 sustainability report.

Both OUE Limited and OUE REIT have disclosed the results of this exercise and measured the progress against the recalibrated targets in this financial year's sustainability report (FY2024). The Group's Healthcare business segment will progressively undertake this exercise in the next year.

STEWARDING THE ENVIRONMENT

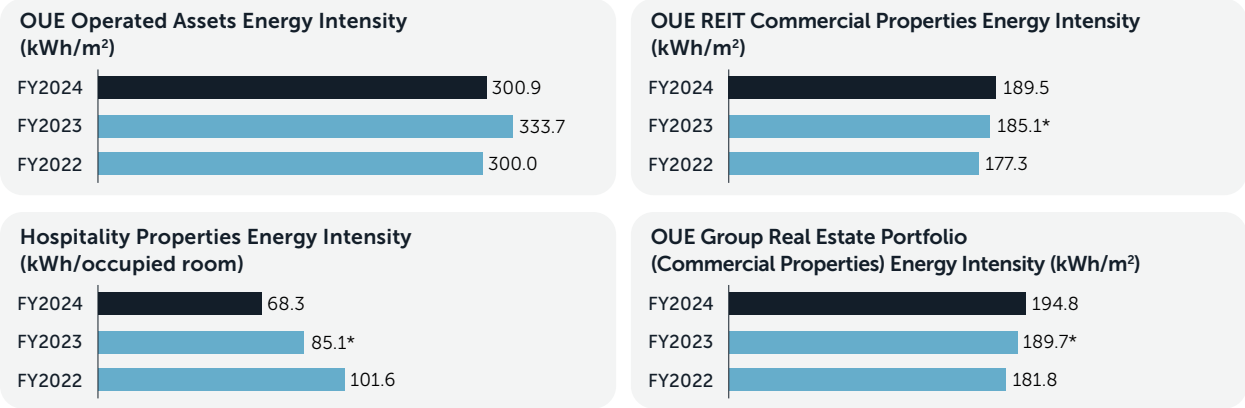
AT A GLANCE (ENVIRONMENTAL)

As per the reporting scope approach outlined in the 'About this Report' section, environmental data in the following tables has been split by asset type:

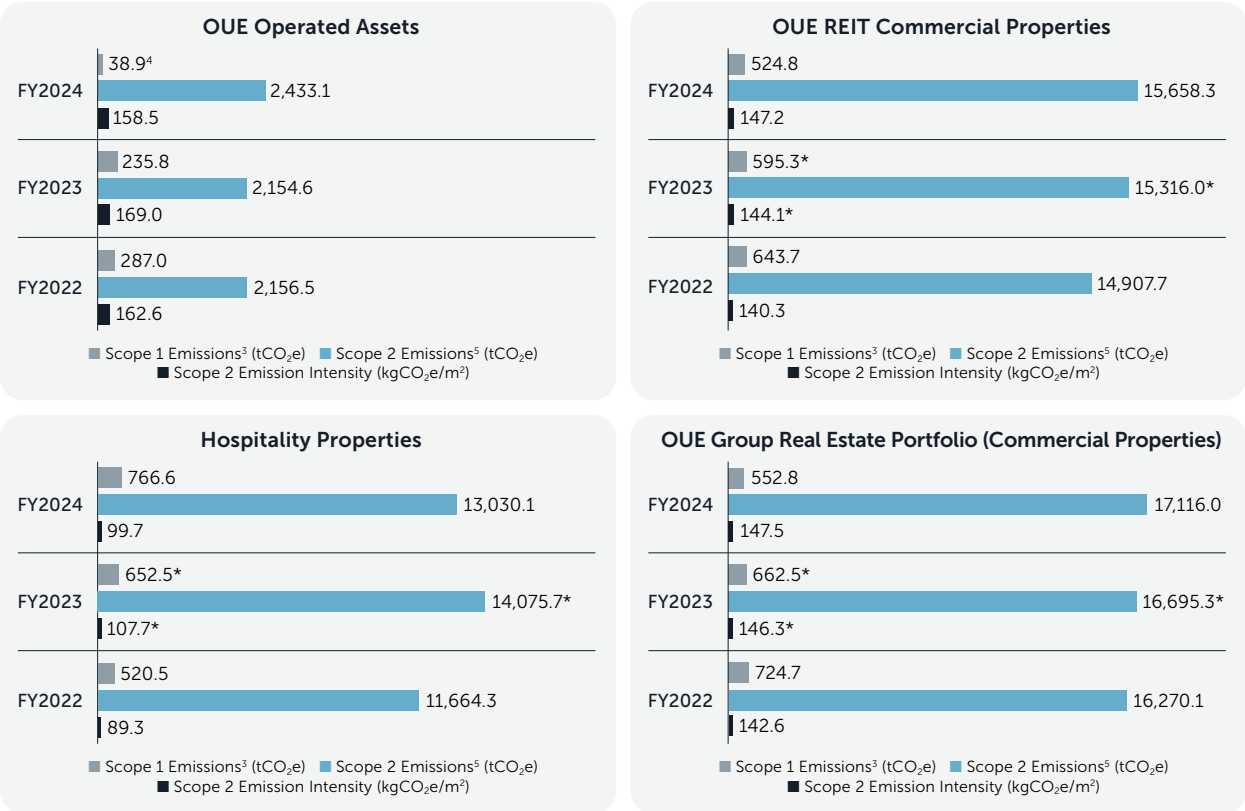
- 1. OUE's operated assets: Downtown Gallery, OUE Restaurants
- 2. OUE REIT's commercial properties: OUE Bayfront (including OUE Tower and OUE Link), One Raffles Place, OUE Downtown Office, Mandarin Gallery, Lippo Plaza in Shanghai
- 3. OUE REIT's hospitality properties: Hilton Singapore Orchard (HSO), Crowne Plaza Changi Airport (CPCA)
- 4. OUE Group's real estate portfolio of commercial properties: Downtown Gallery, OUE Bayfront (including OUE Tower and OUE Link), One Raffles Place, OUE Downtown Office, Mandarin Gallery, Lippo Plaza in Shanghai

Energy and emissions:

OUE's energy intensity² by asset type



OUE scope 1 and scope 2 emissions and emission intensity by asset type

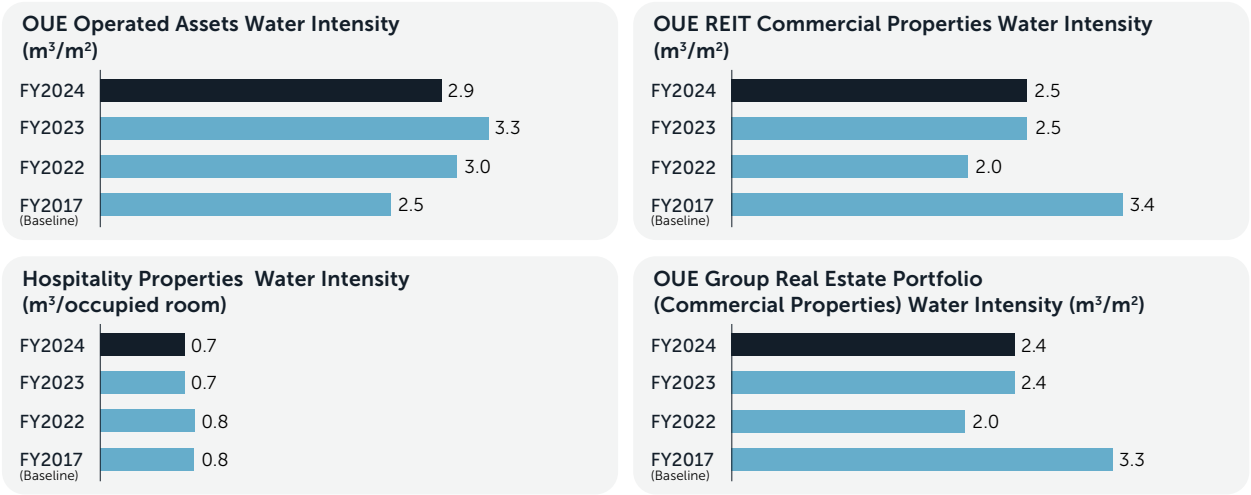


² Energy intensity was calculated based on diesel, motor gasoline, cooking gas, electricity, and renewable energy consumption.
* Energy & emissions and waste data in 2023 were adjusted due to improved data collection processes for accuracy.
³ Scope 1 GHG emissions reported here include CO2 from the combustion of fossil fuels and hydro fluorocarbon (HFC) or HFC-based refrigerants. We converted quantities of fugitive HFC-based refrigerants to CO2 emissions using 100-year global warming potentials (GWPs) provided in the IPCC Sixth Assessment Report (AR6).
⁴ No fuel consumption for Downtown Gallery in 2024, resulting in the significant drop in emissions versus prior years.
⁵ Scope 2 GHG emissions reported here include CO2 from purchased electricity. Quantities of purchased electricity were converted to CO2 emissions using Singapore's grid emission factor taken from Singapore Energy Statistics 2024 published by the Energy Market Authority and Shanghai's grid emission factor taken from Shanghai Municipal Bureau of Ecology and Environment.

SUSTAINABILITY REPORT

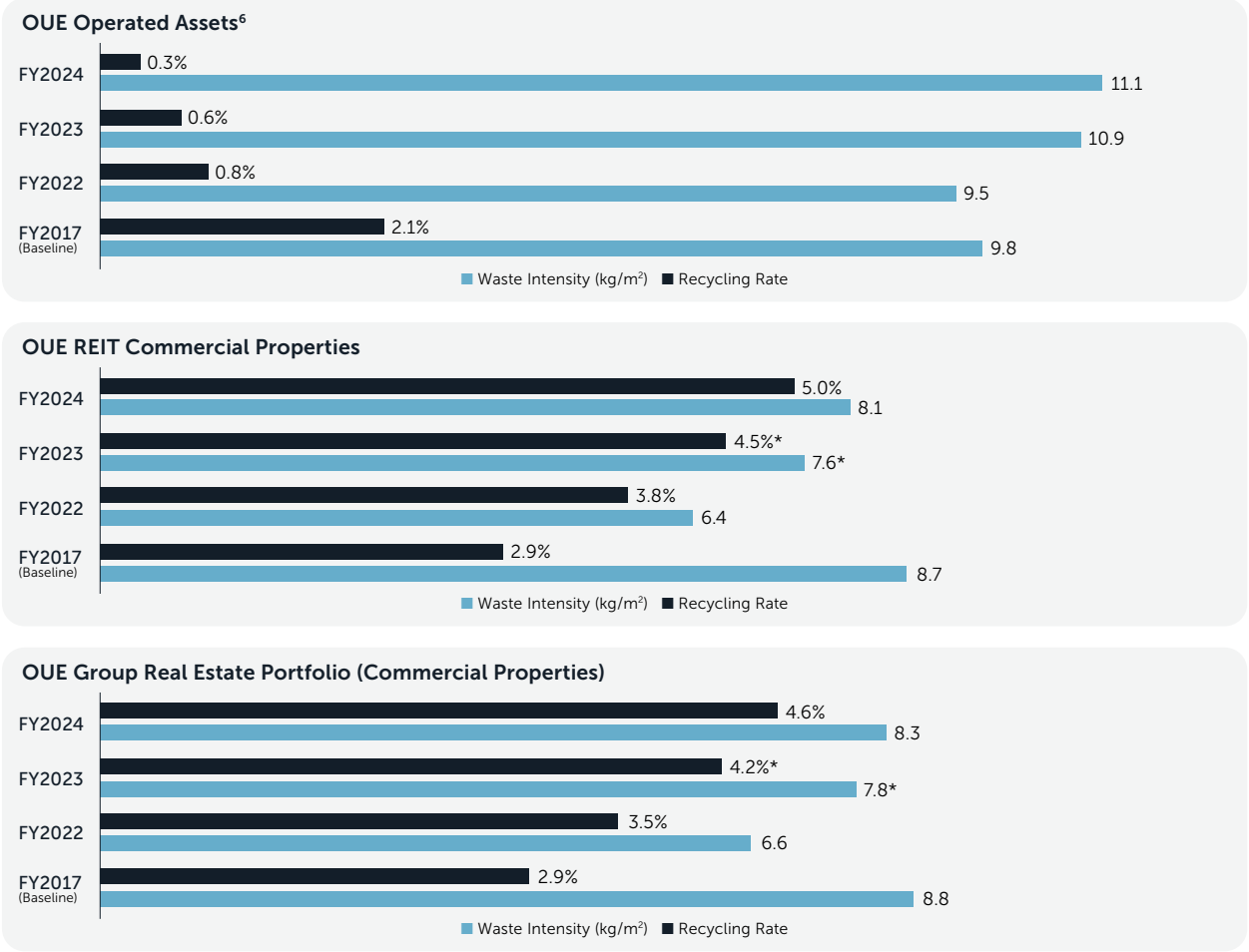
Water:

OUE’s water intensity, by asset type



Waste:

Non-hazardous waste intensity and recycling rate, by asset type



⁶ Data covers Downtown Gallery only. For OUE Restaurants, waste data is not tracked by the restaurants and office. Instead, waste is disposed and collected by the building (Downtown Gallery, OUE Downtown Office and OUE Bayfront) in which the restaurant/office operates.

Climate Resilience (GRI 3-3, 302, 305)

To achieve net-zero emissions by 2050, reducing carbon emissions in the building and construction sector is crucial, given that embodied carbon can account for up to 40% of a building’s lifetime emissions in Singapore. The impacts of climate change, driven by carbon emissions, are becoming increasingly evident with more erratic weather patterns and more frequent extreme weather events. This increases the risk of infrastructure damage, leading to higher maintenance and repair costs. Hence, we uphold a strong commitment to reducing carbon emissions by continuously improving our buildings’ energy efficiency.

We have established both an Energy Management Policy and an Environmental, Health, and Safety (EHS) Policy across all our properties to oversee and regulate energy consumption. Our property management teams are required to continually find innovative methods to decrease energy usage in our buildings. In particular, we concentrate on three primary areas: adopting new technologies, improving operational planning, and influencing user behaviour.

Leveraging new technology

We enhance our properties and assets by replacing and using energy-efficient appliances and products to maximise energy efficiency. For instance, we have installed LED lighting in common and tenant areas of OUE Downtown Office and OUE Bayfront and are progressively switching to LED lighting in the office premises of OUE Downtown Office. One Raffles Place is also exploring smart solutions for air-side control and monitoring to further improve energy efficiency.

At HSO, we use the proprietary ESG management system “LightStay” to track, analyse, and report on energy, carbon, water, and waste performance. As part of CPCA’s ambitions to attain a higher Green Mark rating with Super Low Energy certification for FY2025, we completed the redesign of the chiller plant and hot water system in FY2024.

Enhanced operational planning

We continuously explore different strategies to enhance our operational planning and attain higher energy efficiency across our properties. At One Raffles Place, we are pending a review based on results from the feasibility study for solar panel replacement, compliance with regulatory requirements and other site repair works. Additionally, relamping of lights with energy-efficient LED lights is ongoing, while non-essential lights in areas like the rooftop garden, which are not accessible to tenants or visitors, are turned off. One Raffles Place is also exploring potential replacement of equipment at the shopping mall for future Green Mark certification.

At HSO, we have installed motion sensors for lighting control in selected washrooms, and back-of-house lighting at offices and staircases have been replaced with 100% LED lighting in FY2024. At CPCA, we conserve energy by turning off the swimming pool circulation and water feature pumps from 11 pm to 5 am daily.

At OUE Restaurants, we switch off all equipment after operating hours and dim the lights during non-peak times. To ensure optimal air circulation and efficiency, we regularly service all air-conditioning units and filters. Additionally, we make smaller bulk purchases to avoid overstocking refrigerators. In FY2024, we issued a Standard Operating Procedure on Energy Efficiency Management to our outlets at the start of the year, and we are now tracking electricity usage for each outlet to determine areas for reductions in energy consumption.

At OUE Bayfront and OUE Downtown Office, we are currently reviewing the Air-Conditioning and Mechanical Ventilation system efficiency and replacing or upgrading equipment. Consequently, we can minimise potential refrigerant and water leakages, optimising operational efficiency. OUE Bayfront is also working with a Green Mark Consultant to update the Energy Management Plan, to align with the Green Mark Platinum requirement. At Mandarin Gallery, power meters at all fan coil units are being installed to monitor energy consumption.

Changing user behaviour

We recognise that behavioural change serves as a vital aspect of decreasing energy consumption. Hence, we collaborate with our tenants and employees to refine our energy-saving initiatives and to deliver better results. At all our properties, we give our tenants a copy of a Green Guide that explains the importance of energy, water, waste and indoor air quality management and garner their support in saving energy and resources. The Green Guide also details the requirements for their fit-out and renovation works, which tenants are required to adhere to. Furthermore, our employees are advised to turn off lights when leaving workplaces to conserve energy.

At the individual property level, OUE Bayfront meets and works with tenants on an annual basis to discuss in good faith the processes to decrease its tenants’ energy consumption, carbon emissions and waste for the premises. Moreover, OUE Bayfront and OUE Downtown Office have included a green clause in their respective tenancy agreements for new or renewed leases. The clause requests tenants to share annual data on energy consumption to better facilitate data tracking and monitoring.

SUSTAINABILITY REPORT

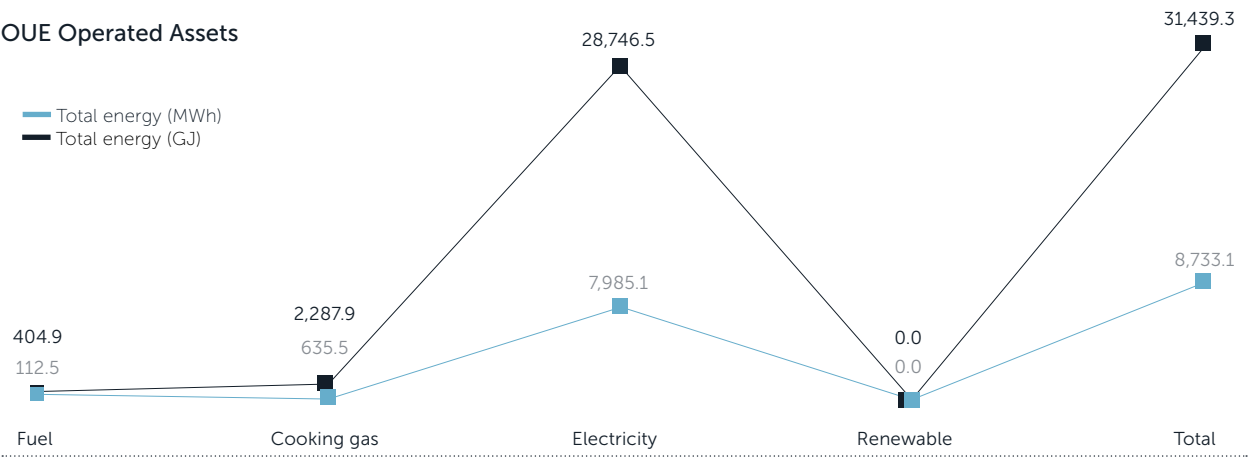
Besides that, with the enforcement of the automated meter reading (AMR) devices where real-time usage is tracked, we hope that this would encourage our tenants and employees alike to make adjustments to their consumption habits to decrease overall energy consumption. It also helps OUE Bayfront and OUE Downtown Office to monitor usage patterns and uncover opportunities for conservation enhancement.

FY2024 performance against Targets and Aspirations

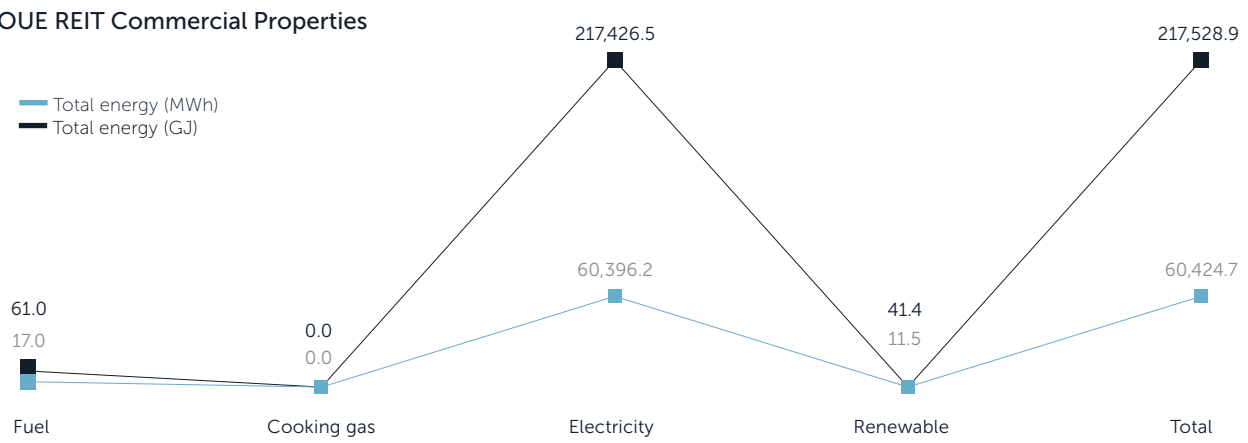
Climate Resilience		
Asset	FY2024 Targets & Aspirations	FY2024 Performance
Real Estate	Reduce absolute Scope 1 and 2 GHG emissions for commercial properties by 40% by FY2030 from FY2023 baseline Actively pursue opportunities in renewable energy use for commercial properties	Absolute Scope 1 and 2 GHG emissions for commercial properties increased slightly by 2.0% At One Raffles Place, the solar panel replacement project is pending a review based on results from the feasibility study, compliance with regulatory requirements and other site repair works
OUE Restaurants	Quarterly reduction target of 2.5% in energy consumption in FY2024, from the first quarter (Q1) of FY2024 baseline	Average quarterly reduction of 2.6% in energy consumption

OUE’s energy consumption breakdown in FY2024

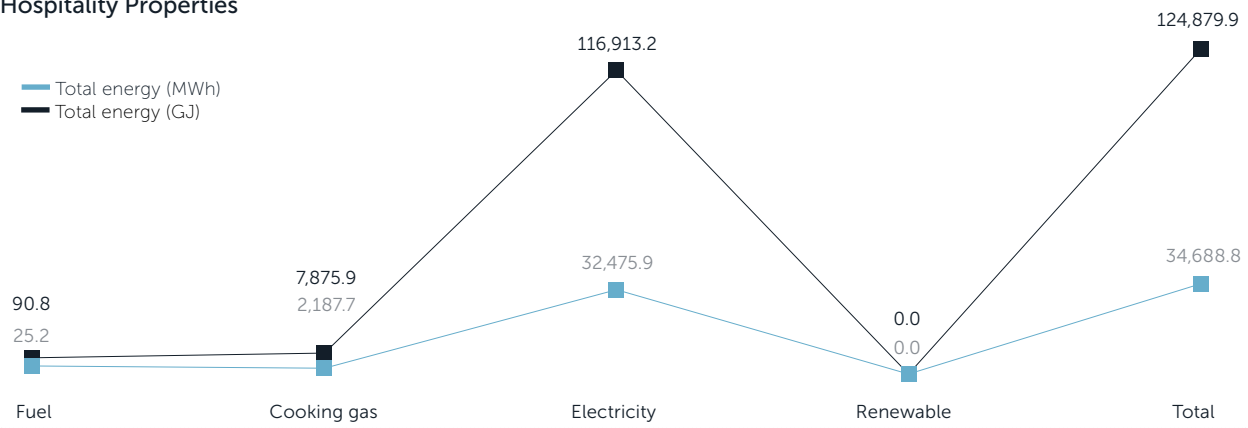
OUE Operated Assets



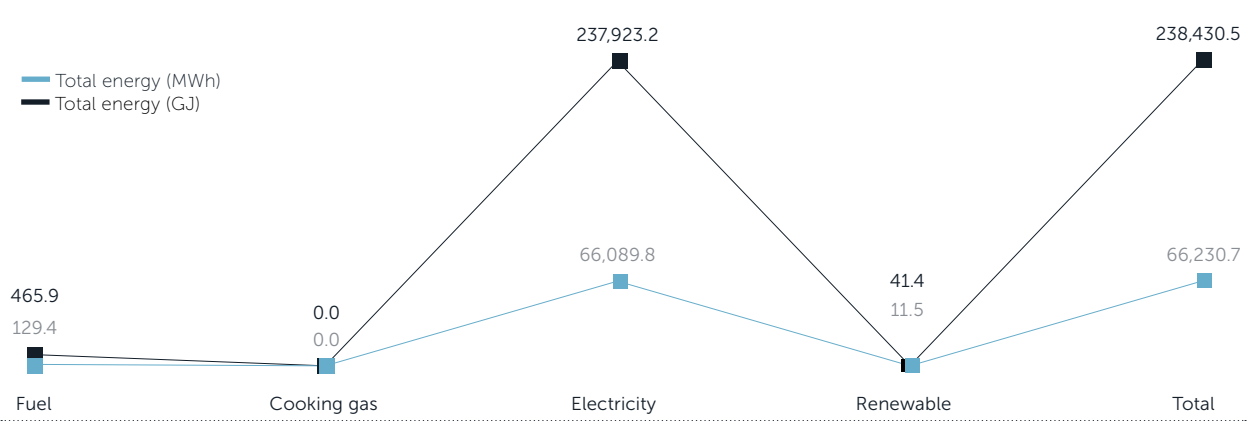
OUE REIT Commercial Properties



Hospitality Properties



OUE Group Real Estate Portfolio (Commercial Properties)



In FY2024, OUE reported total energy consumption of 66,230.7 megawatt hours (MWh) and 34,688.8 MWh from all commercial properties in our portfolio and our hospitality properties respectively. This translates into an energy intensity of 194.8 kilowatt hour per square metre of gross floor area ("kWh/m²") and 262.0 kWh/m² at our commercial properties and hospitality properties respectively. We will continue to monitor and enhance energy efficiency across our portfolio.

OUE’s total absolute Scope 1 and 2 GHG emissions for all commercial properties in our portfolio amounted to 17,705.1 tonnes of CO₂ ("tCO₂") in FY2024. OUE saw a slight 2.0% increase in absolute Scope 1 and 2 carbon emissions, versus the recalibrated baseline of FY2023, and will continue to strive to achieve our 40% absolute reduction target by FY2030.

For OUE Restaurants, total energy consumption was 2,902.1 MWh in FY2024. We achieved an average quarterly reduction of 2.6% in energy consumption from Q1 2024 baseline, surpassing our target of 2.5%.

Please see our detailed environmental performance in the AT A GLANCE (ENVIRONMENTAL) section.

Moving forward, OUE will strive towards minimising our environmental footprint and continue to report performance against our long-term targets in our future reports.

SUSTAINABILITY REPORT

Climate-related Disclosures (GRI 201)

Potential risks and opportunities associated with climate change have been considered and integrated into OUE’s business strategy, financial planning, and sustainability efforts. By identifying, assessing and managing climate-related risks and opportunities, OUE aims to mitigate any potential negative impact on our assets, operations and valuation, as well as proactively seek opportunities by transitioning to a low-carbon economy as early as possible.

OUE had started to report on climate-related risks and opportunities in our sustainability report for FY2023, taking reference from 11 disclosure recommendations of the Taskforce on Climate-related Financial Disclosures (TCFD) on a “comply or explain” basis. In FY2024, OUE has continued to strengthen its climate-related disclosures, as part of SGX’s mandatory reporting regime, by performing a climate scenario assessment to gain a deeper understanding of material climate-related risks and opportunities that may have a potential impact on the business. In conducting the climate scenario assessment and preparing the climate-related disclosures for this sustainability report, we have considered the new International Sustainability Standards Board’s (ISSB) International Financial Reporting Standards (IFRS) S2 standard which includes requirements on climate-related disclosures, in addition to those stipulated by the TCFD recommended disclosures. With the outcomes of the climate scenario assessment, we have integrated the identified climate-related risks and opportunities into our Enterprise Risk Management (ERM) framework, thereby fully complying with the TCFD recommendations in FY2024. The ERM integration also enables us to be prepared to mitigate or manage any potential impacts on our business, operations, value created for our stakeholders, and sustainability performance.

Governance	
a) The Board’s oversight of climate-related risks and opportunities	<p>The Board has oversight of climate-related risks and opportunities. Through the Board meetings, goals and targets are presented, and the Board oversees and monitors the progress and provides feedback and guidance to the SSC in progressing towards set targets.</p> <p>The Board also ensures that climate-related issues are integrated into its overall business strategy, directing financial resources during the capital expenditure budget planning to ensure that impacts arising from its environmental material topics are well managed.</p> <p>Please refer to Sustainability Governance on pages 85 to 86 for more information.</p>
b) Management’s role in the governance process, controls and procedures used to monitor, manage and oversee climate-related risks and opportunities	<p>As part of OUE’s formalised ESG governance structure, the Board is supported by the AC, SSC and STF to manage sustainability matters, including climate-related risks and opportunities. The Board delegates climate-related responsibilities to the SSC, which comprises C-suite and Heads of Department. The STF also supports proper management of environmental risks and develops action plans in response to the sustainability targets guided by the SSC.</p> <p>In FY2024, OUE updated the AC’s Terms of Reference to reflect its responsibilities in effective ESG governance, including supporting the Board on climate-related risks and opportunities. This comprises monitoring material and climate-related risks, assessing the effectiveness of internal controls and risk management, and overseeing disclosures and compliance with the relevant climate and sustainability-related legal and regulatory requirements.</p> <p>The STF and the SSC work closely together and convene regularly to monitor sustainability progress against climate-related targets and assess the effectiveness of these initiatives. The STF then reports to the SSC, which in turn reports to the AC and the Board, at least twice a year.</p> <p>Please refer to Sustainability Governance on pages 85 to 86 for more information.</p>

Strategy	
a) The climate-related risks and opportunities OUE has identified over the short, medium, and long term	<p>OUE has conducted a climate scenario analysis in FY2024 to identify climate-related risks and opportunities over the different time horizons. This included an assessment of their impacts on our business, strategy, and financial planning. Beyond reporting in line with the TCFD recommendations in the FY2023 Sustainability Report, the climate-related disclosures are refined in the FY2024 report by making reference to the IFRS S2 Climate-related Disclosures, published by ISSB. The IFRS S2 Climate-related Disclosures are aligned with the four core recommendations of TCFD (governance, strategy, risk management, metrics and targets), with additional requirements.</p> <p>For the detailed outcomes of the climate scenario analysis conducted, please refer to Climate-related Risks and Opportunities on pages 104 to 109. Regarding OUE’s management of our material topics that can be exacerbated by climate-related risks, please refer to the Climate Resilience, Water Efficiency and Waste Minimisation sections on pages 97 to 114.</p>
b) The impact of climate-related risks and opportunities on OUE’s businesses, strategy, financial planning and prospects	
c) The approach taken by OUE to respond to climate-related risks and opportunities, such as on the business model and value chain	
d) The consideration and inclusion of industry-based disclosure topics	
e) The resilience of OUE’s strategy, taking into consideration different climate-related scenarios, including a 2°C or lower scenario	

SUSTAINABILITY REPORT

Risk Management	
a) OUE's processes for identifying and assessing climate-related risks and opportunities	<p>Currently, OUE has an ERM Framework in place, approved and overseen by the Board, that aims to determine the nature and extent of material financial operational, compliance and information technology risks that may impact our operations, value created for our stakeholders, and strategic business goals. The ERM Framework has a list of identified key risks and an assessment of the likelihood and severity of these risks, along with specific mitigation actions and specific internal controls established to manage or mitigate identified risks. This risk assessment is maintained in a Risk Register, which is updated as and when necessary, and thereafter reviewed and endorsed by the AC and the Board. Our ERM Framework and Risk Register is also regularly audited internally and externally to verify the effectiveness of material internal controls that OUE has implemented to manage risks identified.</p> <p>Based on the findings from our FY2024 climate scenario analysis, OUE will work towards maintaining an ongoing process to monitor and manage the climate risks identified. Our projected capital and expenditures associated with mitigating climate risks have been considered in our financial planning and business strategy, as we have ready access to green financing to maintain an optimal cost of capital. In FY2024, OUE has integrated the material climate-related risks and opportunities identified above into our ERM framework.</p> <p>As part of our strategy to manage climate-related risks, OUE has also been taking concrete steps towards a more environmentally sustainable real estate portfolio, such as green equipment feasibility studies, regular gap analysis to incorporate lower-carbon technology features in buildings while improving our BCA Green Mark certification, and other asset enhancement initiatives. This not only boosts our market reputation but also safeguards our asset valuations. The climate scenario analysis also identified financial proxies associated with key climate risk drivers. Proxies such as carbon tax and per unit cost of renewable energy act as indicators which allow us to quantify the climate-related risks and monitor the extent of their impact on our business. This also complements our efforts in regular monitoring and implementation of appropriate internal controls to manage those risks.</p>
b) OUE's processes for managing and monitoring climate-related risks and opportunities	
c) How OUE's processes for identifying, assessing, and managing climate-related risks and opportunities are integrated into risk management	

Metrics and Targets	
a) The metrics used by OUE to assess climate-related risks and opportunities in line with its strategy and risk management process	<p>OUE has been assessing its annual sustainability performance and progress against targets to determine the effectiveness of existing environmental policies and initiatives since its inaugural FY2017 sustainability report. The key environmental metrics that we track our performance against include carbon emissions, energy consumption, water consumption and waste generation. Further, these metrics are reviewed annually against OUE's long-term targets to evaluate the effectiveness of our current policies and initiatives in combating climate-related risks. These metrics are also reported yearly in OUE's sustainability report for transparent disclosure to stakeholders.</p> <p>OUE's GHG emissions inventory adopts an operational control approach, whereby all Scope 1 and 2 GHG emissions currently disclosed in our sustainability reports are generated from our commercial properties which we operationally manage. The accounting methodology used in our emissions calculations is based on the GHG Protocol Corporate Accounting and Reporting Standard, an internationally recognised framework, to ensure that the emission figures reported are consistent and accurate.</p> <p>To hold ourselves accountable for the impact of our operations, we have set short to medium-term environmental targets and strive to improve the operational efficiency and efficacy of existing initiatives to improve our performance and reduce any potential environmental footprint. In FY2023, OUE was engaged in a strategic project involving a recalibration of ESG targets and the development of a sustainability roadmap. Our environmental targets were reviewed and recalibrated to reflect our ambitions and existing sustainability efforts. The GHG targets cover carbon dioxide, and the sectoral decarbonisation approach (a target-setting methodology adopted by the SBTi to chart out the 1.5°C sectoral pathway to decarbonise) was considered during target-setting.</p> <p>For more details on OUE's performance against the recalibrated targets and our initiatives to drive sustainability progress, please refer to the Climate Resilience, Water Efficiency and Waste Minimisation sections on pages 97 to 114.</p>
b) The consideration and inclusion of industry-based metrics	
c) OUE's Scope 1, Scope 2, and, if appropriate, Scope 3 greenhouse gas ("GHG") emissions, and the related risks	
d) The targets used by OUE to manage climate-related risks and opportunities and the performance against targets	

SUSTAINABILITY REPORT

Climate-related Risks and Opportunities (GRI 201)

In FY2024, OUE refined its climate-related disclosures from FY2023 by performing a climate scenario analysis, including the assessment of key climate-related risks and opportunities on its business, strategy, and financial planning.

Climate Scenarios Selected

We selected two sub-scenarios within the Network for Greening the Financial Systems (NGFS) Framework: Net Zero 2050 with <1.5°C warming and Current Policies with >3°C warming. Coupled with these chosen sub-scenarios are two Shared Socio-economic Pathways (SSP) – SSP 1 Sustainability and SSP 2 Middle-of-the-Road, as well as two Representative Concentration Pathways (RCPs) related to projected temperature increases – RCP 2.6 and RCP 4.5 from the International Panel for Climate Change (IPCC). Combination of the three selected NGFS + SSP + RCP sub-scenarios serve as the ‘Net Zero’ and ‘Business-as-Usual’ scenarios, providing climate, technology, geopolitical, regulation, economic and social assumptions which we used to identify climate-related risks and opportunities in this assessment. Based on the assumptions and characteristics of each sub-scenario, we also projected how each climate-related risk or opportunity is expected to evolve over a time horizon of short, medium and long-term. The NGFS, SSP and RCP scenarios were adopted for this analysis as they are commonly selected in various combinations by industry peers and endorsed by the financial regulatory authorities of Singapore. The characteristics of each scenario are summarised in the table below.

Summary of the Climate Scenario Parameters

	Net Zero Scenario	Business-as-Usual Scenario
NGFS Scenario chosen	< 1.5°C warming	>3°C warming
IPCC SSP Scenario chosen	SSP 1 Sustainability	SSP 2 Middle-of-the-Road
IPCC RCP Scenario chosen	RCP 2.6	RCP 4.5
Policy Action & Technology Adoption	Immediate policy action and rapid technology changes	No further policy changes other than those implemented, slow technology adoption
Population & Education Level	Educated population, reduced income inequality	Moderate population growth, income inequality improves slowly
Economic Growth	Moderate economic growth	Uneven economic growth
Consumption Shifts	Emphasis on well-being, shift towards lower-carbon, lower resources	Environmental and social goals not a priority
Projected Emissions Trajectory	Very stringent pathway of decarbonisation, likely to keep global temperature rise to below 2°C by 2100	Intermediate pathway of decarbonisation, likely to keep global temperature rise to around 3°C by 2100
Geographical Coverage of Analysis	OUE’s real estate and consumer business, including managed commercial assets, restaurants and hotels in Singapore	

The transition towards a low-carbon economy aims to mitigate the severity of physical risks associated with climate change. However, significant changes in climate action policy, technological advancements, and investments present a variety of transition risks over the short to medium term, which are likely to surpass that of physical risks that may occur beyond the medium term in the Net Zero Scenario. Physical risks resulting from climate change are expected to manifest exponentially in the Business-as-Usual scenario as global emissions continue to rise. Countries will be impacted by the increased frequency, severity, and geographical distribution of extreme weather events in the long term.

Assessing Climate-related Impacts

Using the chosen climate scenarios, OUE identified and categorised plausible (relevant and likely) risks into two types: transition and physical; and we also identified plausible opportunities in a successful transition to a low-carbon economy. We referenced a location-based climate data aggregator⁷ to determine possible environmental impacts to our operations and properties in Singapore.

Using the climate scenario parameters and external data as inputs, we analysed our exposure to the climate risks and opportunities from a business and operations perspective. In assessing the potential financial impacts, we considered each risk and opportunity’s likelihood, severity and concentration and how they may impact our expenditures, revenue and access to capital, over the short (until 2025), medium (by 2030), and long-term (2030-2050). The financial impacts were derived qualitatively through interviews with senior management and internal self-assessment.

The short, medium, and long-term time horizons are aligned with OUE’s existing short-term business planning cycles, Singapore’s national medium-term commitments to peak emissions, as well as longer-term global net zero commitments in line with the Paris Agreement. This approach will allow us to incorporate the key risks into our Enterprise Risk Management (ERM) framework for continuous management and monitoring.

The results of our analysis are summarised in the tables on the following pages.




Climate-related Physical Risks for OUE




Low RiskMedium RiskHigh Risk					
Risk Driver	Time Horizon	Potential Impacts - Business Model & Strategy	Potential Impacts - Financial Position & Indicators	Impact Level	Mitigation Actions
Acute – Flood	2030 – 2050	More frequent flash flood occurrences and heavy downpours in Singapore may damage OUE’s building infrastructure and disrupt business operations (power cuts, water supply) and supply chain	Increase in insurance payouts/ premiums and asset value at risk Increase in operational expenditure for maintenance and repair costs	Medium	• Develop preventative maintenance plans and conduct ongoing maintenance for backup generator to ensure that it is in good working condition
Chronic – Extreme weather patterns & precipitation	2030 – 2050			Low	• Implementation of flood emergency response plans
Chronic – Sea level rise (SLR)	2030 – 2050	Rising sea level risk in Singapore may render OUE’s buildings uninsurable and non-operational		Medium	• OUE has in place its ERM framework while OUE REIT’s Business Continuity Plan (BCP) assesses physical climate-related risks
Chronic – Rising mean temperature	2030 – 2050	Heat stress on equipment might lead to higher electricity costs from more energy consumption as well as cooling demands	Higher energy cooling cost (operational expenditure) for OUE’s buildings may be incurred	Low	• Regular monitoring and management by individual property managers with measures such as optimisation of HVAC systems for energy efficiency

⁷ Location-based environmental data aggregated by 7satya.com.

SUSTAINABILITY REPORT

Climate-related Transition Risks for OUE

<div>Low RiskMedium RiskHigh Risk</div>					
Risk Driver	Time Horizon	Potential Impacts - Business Model & Strategy	Potential Impacts - Financial Position & Indicators	Impact Level	Mitigation Actions
Technology - Prevalent Adoption of Renewable Energy	2025 - 2050	Rising pressure to diversify source of renewable energy generation or procurement Limited space in commercial buildings for on-site renewable energy generation is anticipated to increase demand for off-site renewable energy generation, potentially outpacing supply	Increased capital expenditure to invest in renewable energy certificates (RECs), and greater exposure to the fluctuating market prices of RECs	 Medium	<ul style="list-style-type: none">• Solar panel feasibility studies and existing solar panels on building rooftops• Regular monitoring of the costs of RECs at locations of operation
Technology - Implementing Low-Carbon Technology in Buildings	2025 - 2050	Multinational tenants situated in OUE's buildings may increasingly require OUE to upgrade to low-carbon building equipment and technologies to achieve their own GHG targets and boost brand reputation	Adoption of newer green technologies might be costly and potentially requires significant investment for upgrades and retrofitting Potential early write-offs of fossil-fuel-based equipment and assets	 Medium	<ul style="list-style-type: none">• Regular gap analysis studies on existing buildings to identify equipment and technologies that can be upgraded to be lower carbon
Legal and Regulatory - Use of Green Construction Materials	2025 - 2050	Pressure from investors, stakeholders, and green building certification standards for greener building developments OUE will have to ensure contractors are using green materials, particularly for new developments, through due diligence, impact assessment framework or supplier code of conducts	Higher capital expenditure needed to choose greener materials and equipment over traditional (brown) options	 Medium	<ul style="list-style-type: none">• The new development of Hotel Indigo is looking into various measures to ensure that the building will be a Zero-Energy Building• Tender specifications clearly state the need for sustainable construction practices and materials

Risk Driver	Time Horizon	Potential Impacts - Business Model & Strategy	Potential Impacts - Financial Position & Indicators	Impact Level	Mitigation Actions
Legal and Regulatory - More Stringent Green Building Codes	2025 - 2050	More stringent building construction and operation criteria set by regulators, including the choice of construction materials, energy efficiencies, and resource usage This extends to tenants, e.g. BCA's emphasis on reducing tenant consumption and pushing for green leases	Increase in capital and operational building expenditures through upgrading of building equipment and tracking and managing tenant resource consumption through green leases	 Medium	<ul style="list-style-type: none">• OUE currently has green clauses in place with tenants at OUE Bayfront and Downtown Office to track resource consumption and has plans in place to initiate the movement to green leases in subsequent years• Active upgrading of building specifications, to ease the transition into green leases with existing and new tenants in its commercial, office, and corporate buildings
Legal and Regulatory - Increase in Carbon Tax	2030	Implementation of high carbon taxes on high-emitting industries, such as electricity suppliers, may lead to increased electricity costs being passed on to end users e.g. OUE	Potential increase in operational costs due to rising electricity tariff rates and delays in grid decarbonisation	 Medium	<ul style="list-style-type: none">• Active monitoring of carbon taxes and regular engagement with electricity suppliers to obtain the best electricity tariff rates• Accelerated adoption of energy-efficient equipment and regular maintenance
Legal and Regulatory - Increased ESG and emissions reporting requirement	2025 - 2030	More stringent requirements on disclosure of value chain emissions, climate risk assessment and obtaining external assurance	Increase in operational costs to comply with the stringent reporting requirements set by regulators Non-compliance also poses a potential impact to OUE's brand reputation and may result in fines	 Medium	<ul style="list-style-type: none">• Regular monitoring of the budget for ESG reporting and compliance annually• Robust governance and risk management structure to assess and mitigate potential instances of non-compliance

SUSTAINABILITY REPORT

Climate-related Transition Risks for OUE

Low RiskMedium RiskHigh Risk					
Risk Driver	Time Horizon	Potential Impacts - Business Model & Strategy	Potential Impacts - Financial Position & Indicators	Impact Level	Mitigation Actions
Market - Changing consumer preferences for low-carbon products	> 2025	With the transition to a low-carbon economy, consumers are shifting their preferences towards low-carbon products	Increased capital expenditure to source for sustainable alternatives/ materials for initiatives	Low	<ul style="list-style-type: none">• Conscious effort taken to source for alternative, recycled materials in initiatives• Increased educational awareness on sustainable initiatives
Market - Increasing reputational pressure from stakeholders	> 2025	Increasing pressure from investors and stakeholders (MNC tenants) to upgrade existing buildings and equipment to be energy-efficient and low-carbon	Decreased occupancy rates in older buildings and changes in tenant mix due to ESG-related issues, on top of rising rental costs. This may result in reduced rental income and asset valuation	Medium	<ul style="list-style-type: none">• Upgrading building efficiency to achieve higher standards of BCA Green Mark• Implementing building upgrades earlier, in anticipation of tenant demands

Climate-related Opportunities for OUE

High OpportunityMedium OpportunityLow Opportunity					
Risk Driver	Time Horizon	Potential Impacts - Business Model & Strategy	Potential Impacts - Financial Position & Indicators	Impact Level	Mitigation Actions
Resource Efficiency - Investments into energy, water and waste efficient equipment through retrofits and AEI	2025 -2050	Advancements in energy-efficient technologies and renewable energy generation / procurement may accelerate the energy transition	Substantial energy and water savings, and reductions in resource consumption Investments made at an earlier stage reduce the risk of higher capital expenditures whereby demand for renewable energy sources exceeds supply	Medium	<ul style="list-style-type: none">• Strategies and plans implemented for asset enhancements to maintain or achieve higher green building certifications
Energy Source - Increasing investments into renewable energy infrastructure like solar panels and monitoring RECs	2025 -2050			Medium	

Climate-related Opportunities for OUE

High OpportunityMedium OpportunityLow Opportunity					
Risk Driver	Time Horizon	Potential Impacts - Business Model & Strategy	Potential Impacts - Financial Position & Indicators	Impact Level	Mitigation Actions
Products & Services - First mover advantage to capture tenants' green demand	2025 -2030	Green-certified buildings may command a rental premium, driven by rising demand for energy-efficient rental spaces	Increase in lease tenure and choice of tenants, rent revenue, and asset value for OUE's green-certified buildings	Medium	<ul style="list-style-type: none">• Regular engagement with tenants to identify and anticipate tenant demands• Strategies and initiatives implemented for building upgrades, based on tenant needs and concerns• Expand the adoption of green leases
Products & Services - First mover advantage to capture consumers' green preference for low-carbon alternatives	2025 -2030	Increase in reputational branding with a more competitive positioning as a sustainable retail mall	Increase in revenue by attracting consumers with green demand and offering related products and services	Low	<ul style="list-style-type: none">• Regular engagement with customers to identify and anticipate customer demands
Financing/ Markets - Access to new markets and sustainable finance through partnerships and collaborations	> 2025	Broaden opportunities for OUE in new markets (e.g. geographies, sectors, etc.) and attract a wider pool of investors with ESG investment mandates Diversify source of fundings by tapping into green bonds and sustainability-linked loans (SLLs)	Achieve savings on interest cost if sustainability targets are met	Medium	<ul style="list-style-type: none">• Establishment of Green Financing Framework to facilitate the issuance of green bonds and green loans to fund or refinance projects contributing to positive environmental and social impacts
Financing/ Markets - Increased valuation of OUE's buildings from being green and more climate resilient	2025 - 2050	Climate resilient and greener buildings can enhance reputational benefits and attract environmentally conscious tenants	Increase in asset valuation	Medium	

SUSTAINABILITY REPORT

Water Efficiency (GRI 3-3, 303)

Water scarcity, particularly a growing shortage of clean drinking water, is a global issue. Climate change, pollution, and environmental destruction are increasingly disrupting the natural water cycle and causing more droughts. Singapore is among the cities at high risk of severe water stress if water management is not handled properly. Our operations, especially being in the hospitality sector, rely heavily on a stable water supply. Therefore, it is crucial for OUE to manage water resources efficiently. We have implemented and are exploring various water management processes and initiatives to mitigate the impacts of climate change and reduce operational risks. Effective and responsible water management not only helps our tenants save costs but also encourages their participation in water conservation efforts.

Our building operations and maintenance activities use both potable water and NEWater (for non-potable purposes) sourced from the Public Utilities Board’s (PUB) utility network. All OUE buildings have earned the Water Efficient Building (WEB) certification from PUB, recognising our excellence in water management. This certification is achieved by installing water-efficient and water-saving fixtures in our Singapore properties and adhering to PUB’s recommended flow rates and flush volumes to minimise water wastage. For non-potable water use, we utilise treated greywater for irrigation, lavatory flushing, and cooling towers.

We use a building management system to monitor and analyse daily and monthly consumption patterns of both potable and recycled water. To enhance water efficiency, we choose suppliers who invest in improvements aligned with the PUB WEB Certification Programme guidelines. This ensures that any toilet upgrades will comply with PUB standards. Specifically, One Raffles Place has incorporated water-saving fixtures such as basin and bib taps, water closets, urinals, and showerheads, as specified in the PUB guidelines for its toilet renovation project.

To optimise operations and energy efficiency, One Raffles Place and OUE Bayfront are currently considering switching to a district cooling system. At Mandarin Gallery and OUE Bayfront, digital water meters will be installed and linked to the Building Management System to strengthen ongoing monitoring of water usage in FY2026. At our hotels, we utilise NEWater for cooling towers and irrigation systems. HSO has installed cold and hot water pressure reducing valves for kitchens to lower pressure and flow. CPCA has installed water aerators in all guest rooms’ basin faucets, restricting water flow rate from 4.9 litres per minute to 1.9 litres per minute. The domestic water tank, roof tops, cooling towers, and hot water system plant rooms are also inspected daily at CPCA to identify any leakages and abnormalities.

At OUE Restaurants, we repurpose water and ice for gutter cleaning, toilet flushing, and plant watering. Additionally, to minimise reliance on running water for thawing, we prefer to thaw ingredients overnight where possible, conserving water and optimising time for dish preparation during operational hours. In FY2024, we issued a Standard Operating Procedure on Water Efficiency Management to the outlets at the start of the year. Currently, we are in the process of tracking water usage for each outlet to explore areas for reductions in water consumption.

Collaborating with stakeholders is crucial to ensure efficient water use and long-term conservation. Given that our overall water consumption is significantly influenced by the daily usage of our tenants and guests, we maintain regular communication with tenants about water efficiency improvement plans and other water-related matters. To enhance monitoring and tracking of water usage, OUE Bayfront and OUE Downtown Office have incorporated a green clause in their tenancy agreements for new or renewed leases, requiring tenants to share their annual water consumption data. Presently, OUE Bayfront is working with a Green Mark Consultant to update its Water Management Plan, so it is more aligned with the Green Mark Platinum requirement.

FY2024 performance against Targets and Aspirations

Water Efficiency		
Asset	FY2024 Targets & Aspirations	FY2024 Performance
Real Estate	Reduce water intensity for commercial properties by 25% by FY2030 from FY2017 baseline	Water intensity for commercial properties reduced by 25.9%
OUE Restaurants	Quarterly reduction target of 2.5% in water consumption in FY2024, from the first quarter (Q1) of FY2024 baseline	Average quarterly increase of 9.4% in water consumption

In FY2024, we reported a total of 281,584 cubic metres (m³) of water withdrawal⁸ from all commercial properties in our portfolio, while total water withdrawal from hospitality properties was 365,594 m³. OUE decreased the water intensity at our commercial properties in FY2024 by 25.9% from the FY2017 baseline, surpassing our 25% reduction target by FY2030. This is attributed to our consistent efforts in monitoring and conserving water as well as more efficient water usage.

For OUE Restaurants, total water withdrawal was 30,119 m³ in FY2024. Despite a 9.4% increase in average quarterly water consumption in FY2024, we achieved a notable reduction of 14.9% in Q3-Q4, our peak periods (relative to the start of the year). This significant decrease highlights the positive impact of increased revenue and patronage on water conservation, indicating that our efforts are closely aligned with business growth. As water consumption is closely tied to revenue and performance, our water conservation is likely at optimal levels as at Q4 2024. We will continue to monitor and optimise our water usage and strive towards further reductions in water consumption.

Please see our detailed environmental performance in the AT A GLANCE (ENVIRONMENTAL) section.

Waste Minimisation (GRI 3-3, 306)

Given the current rate of waste generation, Singapore’s only landfill, Semakau Landfill, is projected to reach capacity by 2035. To address this, Singapore’s Zero Waste Masterplan aims to reduce landfill waste by 30%. OUE is committed to supporting Singapore’s zero-waste goals by continuously monitoring and tracking waste generation within our operations and value chain. By identifying and categorising different types of waste—such as paper, plastic, food, and general waste from our hotels—we can allocate resources more effectively to manage these waste streams. This approach also applies to our commercial buildings, where waste from tenants’ business activities and visitors to our shopping malls is managed.

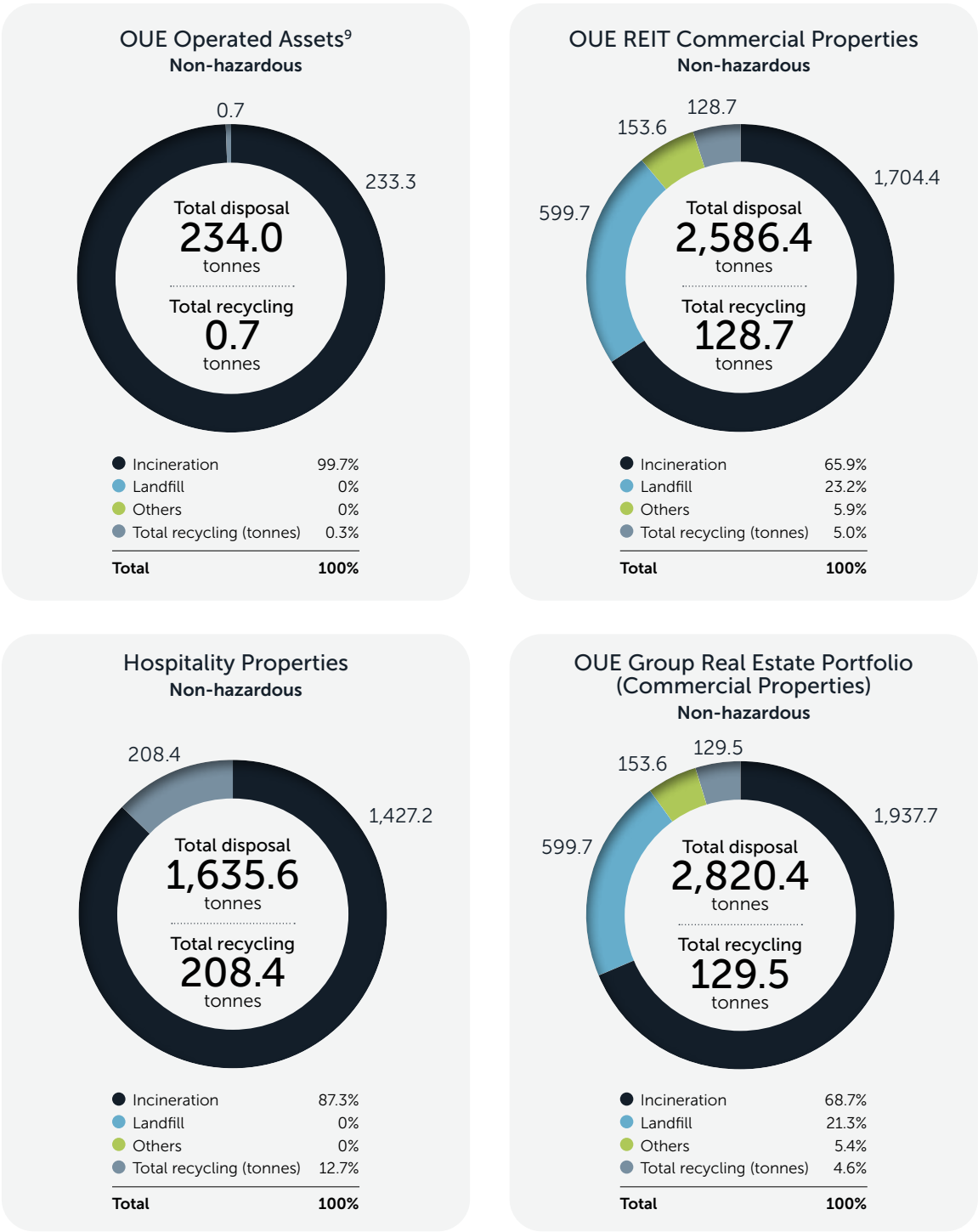
OUE emphasises material circularity, promoting recycling to extend the lifespan of materials. This is important given dwindling resources and rising consumerism. As part of the Mandatory Waste Reporting Exercise, our retail malls and hotels submit annual recycling plans and waste disposal data to the National Environment Agency (NEA) for review and site inspections. We have placed recycling bins in common areas to collect various recyclable materials, including glass, metal, plastic, food, and electronic waste (e-waste). The collected waste is sorted, quantified, and then transported to our contracted external vendor’s recycling facilities.

⁸ All water withdrawal is freshwater and from a municipal supply.

SUSTAINABILITY REPORT

Most waste generated in our operations is non-hazardous waste. In FY2024, 2,820.4 tonnes of non-hazardous waste and 0.3 tonnes of hazardous waste were generated by all commercial properties in our portfolio.

Breakdown of disposal method for non-hazardous waste in FY2024 by asset type



Our property managers are constantly encouraged to implement innovative waste management strategies. OUE Bayfront, OUE Downtown Office and Mandarin Gallery continue to collaborate with third-party vendors to implement monthly collection and recycling of e-waste from tenants. Regular e-circulars are also sent to tenants, educating them on the importance of waste management and recycling. For waste monitoring and tracking, the green clause in OUE Bayfront and OUE Downtown Office’s tenancy agreements for new or renewed leases requires tenants to share annual waste data. OUE Bayfront also engages tenants through closed-door meetings to discuss waste reduction strategies. In particular, OUE Bayfront is working with a Green Mark Consultant to update its Waste Management Plan, to ensure it is aligned with the Green Mark Platinum requirement. At One Raffles Place, we partner with an e-waste recycling vendor for quarterly e-waste collection service and deployment of centralised e-waste recycling bins. We also deploy textile recycling bins in collaboration with a textile recycling vendor. At HSO, One Raffles Place, and newly introduced at Mandarin Gallery, eco umbrella dryers have been installed for use on rainy days instead of plastic sleeves. At Mandarin Gallery, a food waste biodigester will also be installed at the Level 1 Bin Centre in FY2025.

Our hospitality properties are also dedicated to sustainable waste management. At CPCA, its eco-conscious practices have enabled it to be recognised as one of the Top 100 Sustainable Hotels & Resorts of the World for 2024. In line with IHG’s Journey to Tomorrow ambition to pioneer transformation to a minimal waste hospitality industry, CPCA installed in-room filtered drinking water systems in all 575 guest rooms in FY2024. This innovative green initiative is targeted at eliminating single-use plastic water bottles. Additionally, HSO is the first and largest Hilton property in Singapore to partner with Winnow - an artificial intelligence tool to help chefs accurately pinpoint food waste streams from kitchen production. Winnow utilises real-time image recognition to identify ingredients which are being disposed and capture the weight of each specific ingredient for reporting. With this technology, chefs can better engineer menus and reduce food waste.

At OUE Restaurants, we achieved 100% elimination of the use of plastic straws in FY2024 by offering alternatives such as metal and paper straws for beverages. Additionally, we expanded our investments in biodegradable packaging and other sustainability measures by 10%, demonstrating our efforts to utilise biodegradable packaging for takeaways and minimise the adverse ecological effects associated with single-use plastics. In our commitment to responsible waste management, we collaborated with a third-party vendor and recycled 100% of used cooking oil in FY2024, transforming it into biodiesel and other products.

Engaging tenants is a crucial aspect of our waste management strategy. For instance, we constantly encourage our tenants in our commercial properties to recycle, minimise paper printing, and use environmentally friendly or 100% recycled paper.

FY2024 performance against Targets and Aspirations

Waste Minimisation		
Asset	FY2024 Targets & Aspirations	FY2024 Performance
Real Estate	Reduce non-hazardous waste intensity for commercial properties by 15% by FY2030 from FY2017 baseline	Non-hazardous waste intensity reduced by 5.6%
	Increase annual recycling rate to 12.5% for commercial properties by FY2030 from FY2017 baseline	Recycling rate was 4.6%
OUE Restaurants	Recycle 100% of used cooking oil to an external vendor	Recycling rate was 100%
	Expand current spend on biodegradable packaging and other sustainability measures by 10%	Spend on biodegradable packaging and other sustainability measures was expanded by 10%
	Eliminate the use of plastic straws in FY2024	Zero use of plastic straws

⁹ Data covers Downtown Gallery only. For OUE Restaurants, waste data is not tracked by the restaurants and office. Instead, waste is disposed and collected by the building (Downtown Gallery, OUE Downtown Office and OUE Bayfront) in which the restaurant/office operates.

SUSTAINABILITY REPORT

To extend our commitment to waste reduction, we have set a long-term target to reduce non-hazardous waste intensity by 15% compared to our FY2017 baseline, and increase the recycling rate to 12.5% by FY2030 for our commercial properties. In FY2024, the recycling rate at our commercial properties was 4.6%. We will continue to engage tenants in improving recycling rates through different initiatives.

Our waste intensity achieved a 5.6% decrease compared to the FY2017 baseline, generating 8.3 kilograms per square metre (kg/m²) of non-hazardous waste in our commercial properties in FY2024. Moving forward, we hope to be able to reduce even more waste as we enhance the effectiveness of our waste management systems.

Responsible Supply Chain (Environmental) (GRI 2-6, 3-3, 308)

Sustainable procurement is valued at OUE, where we are committed to delivering environmental, social and business benefits through sustainable procurement practices. Particularly in the building and construction sector, our role as a property developer and asset management company is crucial in ruling out potential risks in our supply chain. As such, we actively assess how we can appropriately bring positive influence across our supply chains, in terms of environmental, health and safety, diversity and inclusion, and governance risks.

OUE has in place a Green Procurement Policy which includes both human rights and environmental clauses. In FY2023, we drafted a Letter of Undertaking where suppliers and contractors will have to sign off to ensure their compliance with the Green Procurement Policy when we issue tenders for new building developments. We have integrated this Letter of Undertaking into new tenders commencing from FY2024, including our new hotel - Hotel Indigo Changi Airport. For OUE Bayfront, as we strive for continuous improvement, we are in the process of working with our Green Mark Consultant to update our Green Procurement Policy so it is more closely aligned with the Green Mark Platinum requirement.

In our commitment towards environmental sustainability, we ensure that all our selected suppliers are certified by a recognised environmental management standard such as ISO 14001 or BCA's Green and Gracious Builder Scheme. Thus, during the tender stage, our pre-qualification process includes this requirement. Environmental criteria such as the energy efficiency and water efficiency performance of products, recycled material content, and whether products are bio-degradable or compostable are taken into consideration.

In line with our Green Procurement Policy, we strongly encourage all our tenants, vendors and service providers to procure and use green label products at OUE Bayfront and OUE Downtown Office. One example is the procurement of any water fittings, fixtures and appliances. They are required to have a Water Efficiency Labelling Scheme rating before procurement to ensure that we continue to contribute to water conservation efforts in water-scarce Singapore.

In April 2024, OUE was awarded the tender for developing and leasing a new hotel - Hotel Indigo Changi Airport - at Changi Airport Terminal 2, by Changi Airport Group. In line with our commitment to sustainability and environmental responsibility, we intend to procure green loan financing for Hotel Indigo Changi Airport. Slated to be Singapore's pioneer zero-energy hotel and possibly the first for an airport hotel globally, our 255-room and 163-metre-long hotel is expected to be a milestone in sustainable hospitality. Anticipated to be completed and operational by 2028, Hotel Indigo Changi Airport will feature innovative design elements focused on a 'Floating Forest' concept. With an emphasis on sustainability, Hotel Indigo Changi Airport will strive to attain operational energy neutrality by integrating sustainability features like solar photovoltaic panels, hybrid cooling systems, naturally ventilated corridors and rainwater-harvesting technology. The appointed main contractor is ISO 14001 and BCA Green & Gracious Builder Award certified. The goal is to minimise environmental impacts while enhancing guest experience and well-being. We are confident that Hotel Indigo Changi Airport will complement the existing hotels on Changi Airport's landside, including our award-winning CPCA (Skytrax 2024 World Airport Awards - World's Best Airport Hotel and Best Airport Hotel in Asia for the ninth consecutive year).

At HSO, we continuously support local and urban farming initiatives through partnerships with local vegetable farms and fisheries. From FY2023 to FY2024, we strengthened our commitment to responsible sourcing by partnering with suppliers who are local or procure sustainable seafood (Aquaculture Stewardship Council, ASC certified or Marine Stewardship Council, MSC-certified), more than doubling our collaboration from 9 to 19 such suppliers in a year. HSO has also been collaborating with Farmd to grow vegetables locally in a sustainable and controlled environment while maintaining the quality of flavour and nutritional value. At Estate, HSO's all-day-dining buffet restaurant, we serve four types of locally-farmed vegetables and use locally-sourced cage-free eggs. These actions reaffirm our commitment to sustainable procurement and are steps forward to expand the use of climate-conscious, locally and sustainably grown produce in HSO's menus.

At OUE Restaurants, we are committed to offering more sustainable food options to consumers. Besides ensuring that at least 10% of dishes are vegetarian/vegetable/vegan on our menus, we also achieved base tier Farm-to-Table recognition by Singapore Food Agency (SFA) in FY2024. This is attributed to our efforts in procuring at least 15% of local produce in one food category, and we will continually enhance our sustainable practices for mid-tier recognition (two food categories) in FY2025. We are also making strides in supplier engagement. Our Procurement team issued a Sustainable Procurement Policy to our vendors at the end of FY2023, while in FY2024 we engaged an external party to disseminate a supplier engagement survey to our suppliers. This was aimed at tracking our sustainable procurement across dimensions like ethically sourced, certified, or local products. 90% of suppliers completed the self-assessment scorecard, of which 94.4% scored at least 50%. For suppliers who scored below 50%, we are dedicated to conducting a yearly review by working closely with them to help improve their sustainability practices.

FY2024 performance against Targets and Aspirations

Responsible Supply Chain (Environmental)		
Asset	FY2024 Targets & Aspirations	FY2024 Performance
Real Estate	All main contractors for new developments to be certified by recognised environmental management standards (such as ISO 14001 or BCA's Green and Gracious Builder Scheme)	For our new hotel, Hotel Indigo Changi Airport, which is expected to be completed by FY2028, the appointed main contractor is ISO 14001 and BCA Green & Gracious Builder Award certified
	Full implementation of Green Procurement Policy by FY2030	OUE integrated a Letter of Undertaking into new tenders for building developments in FY2024, including for Hotel Indigo Changi Airport, ensuring compliance with the Green Procurement Policy
OUE Restaurants	10% vegetarian/vegetable/vegan dishes on the menu in FY2024	At least 10% of dishes are vegetarian/vegetable/vegan
	Achieve base tier for Farm-to-Table recognition programme by Singapore Food Agency (SFA) in FY2024, achieve mid tier in FY2025	Achieved base tier for Farm-to-Table recognition programme by SFA
	Each supplier to complete self-assessment scorecard and to score at least 50%	90% of suppliers completed the scorecard, of which 94.4% scored at least 50%

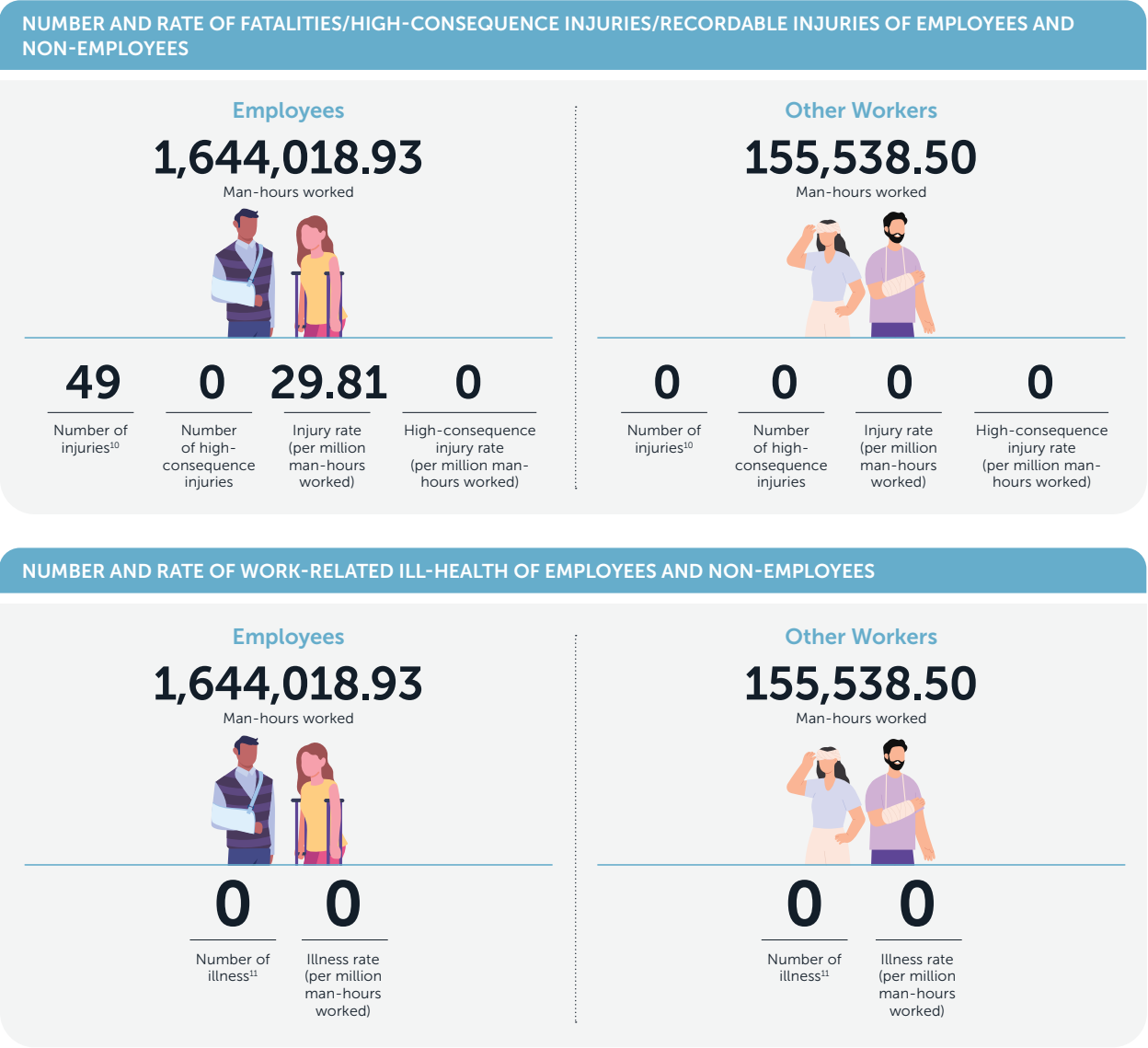
SUSTAINABILITY REPORT

EMPOWERING COMMUNITIES

AT A GLANCE (SOCIAL)

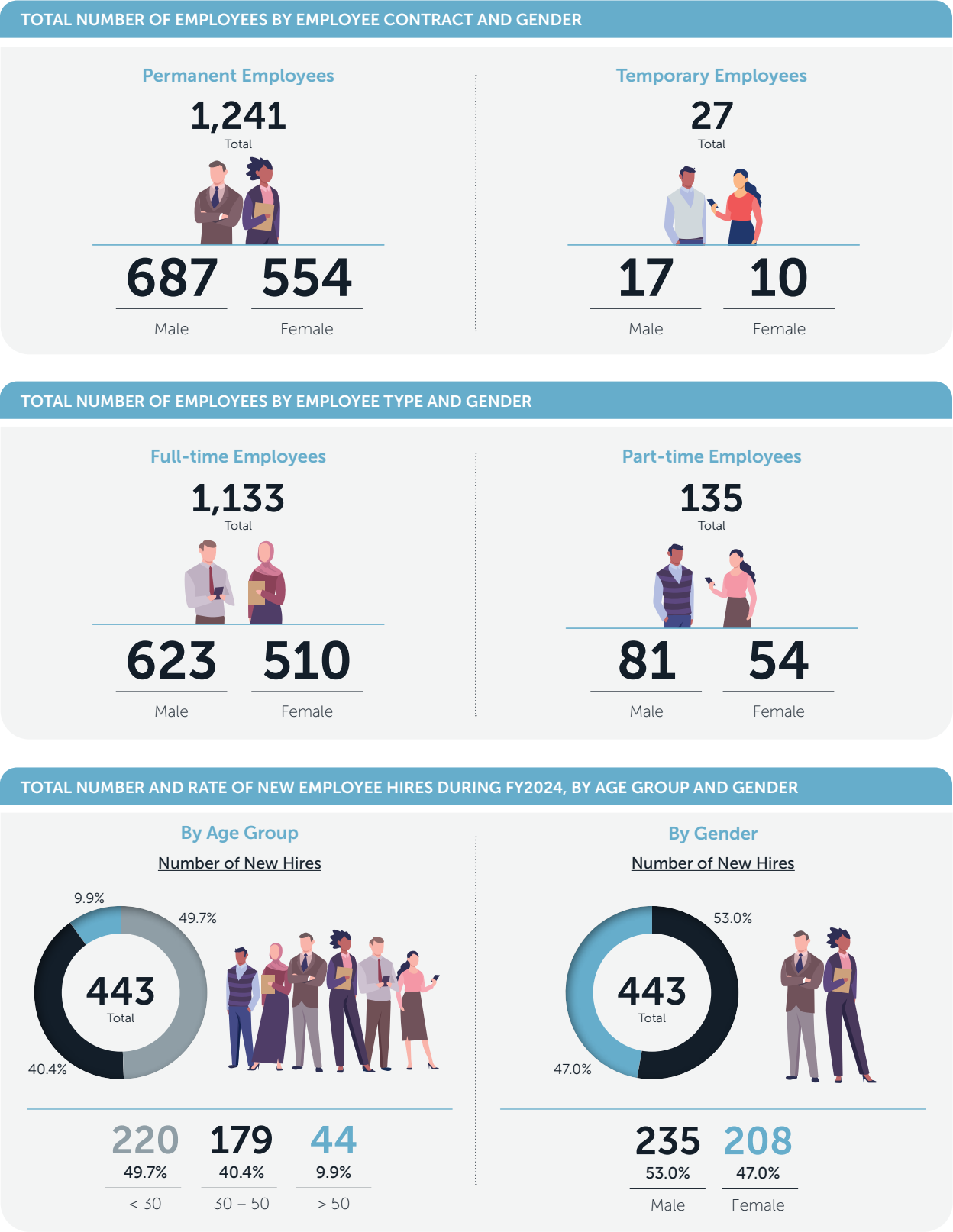
The following Social and Governance data covers OUE’s assets in Singapore only, excluding Lippo Plaza in Shanghai, which was divested end FY2024.

Health & Safety (GRI 403)



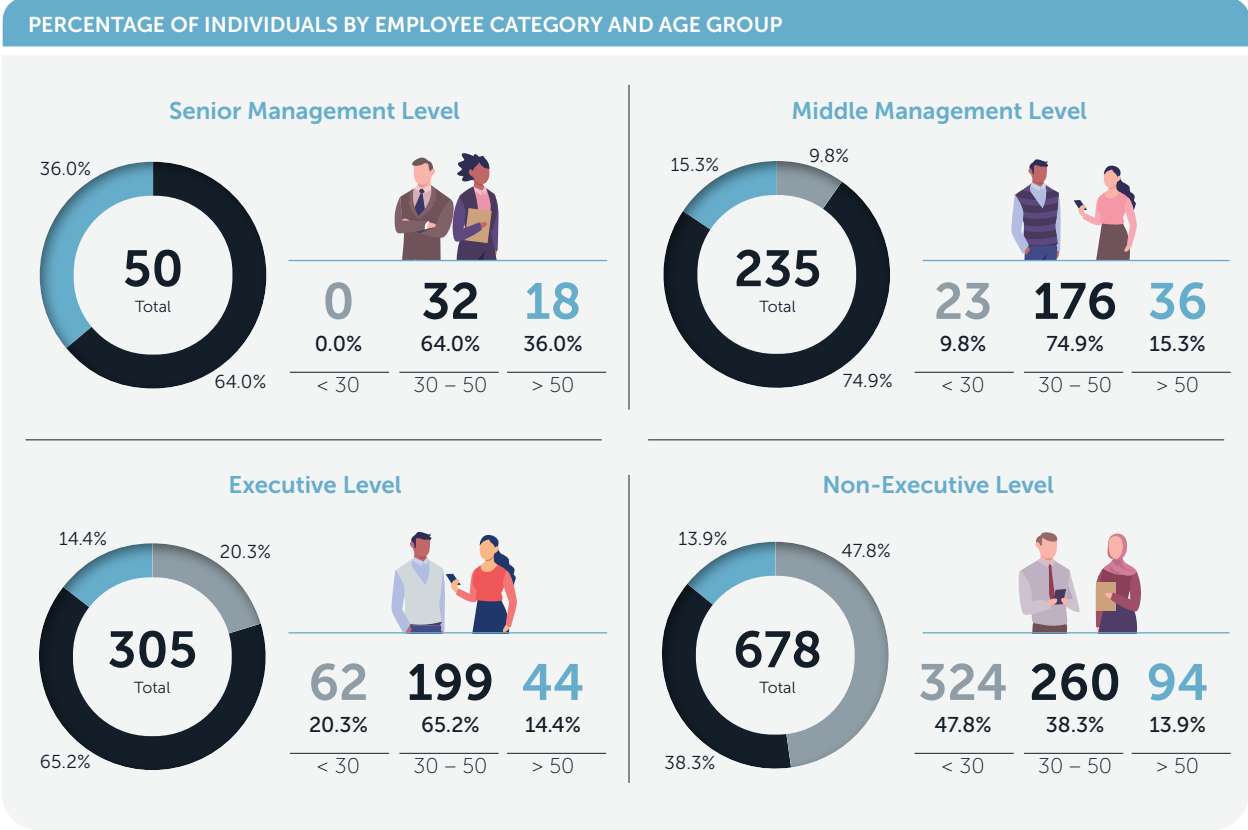
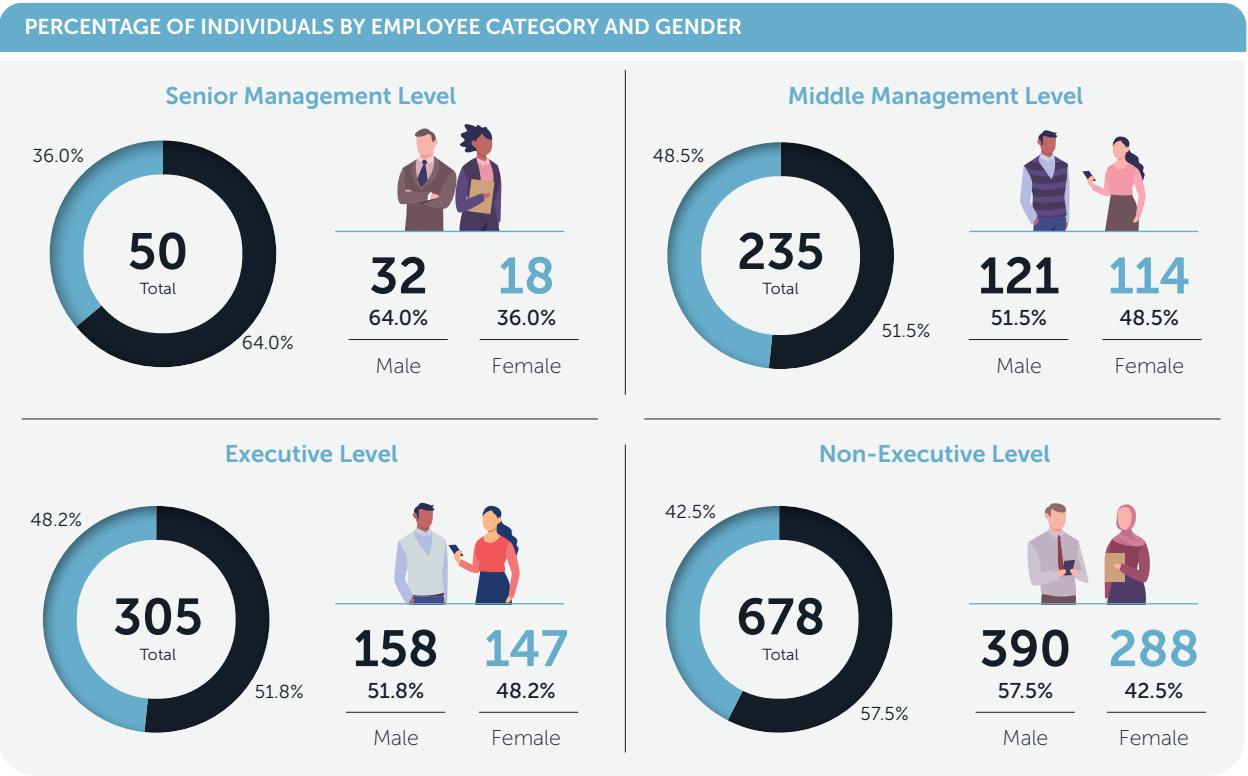
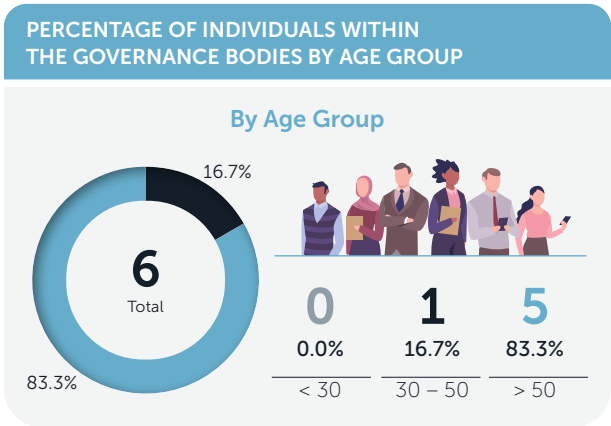
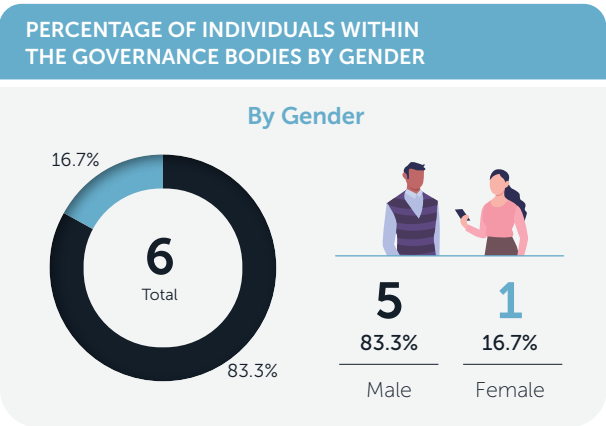
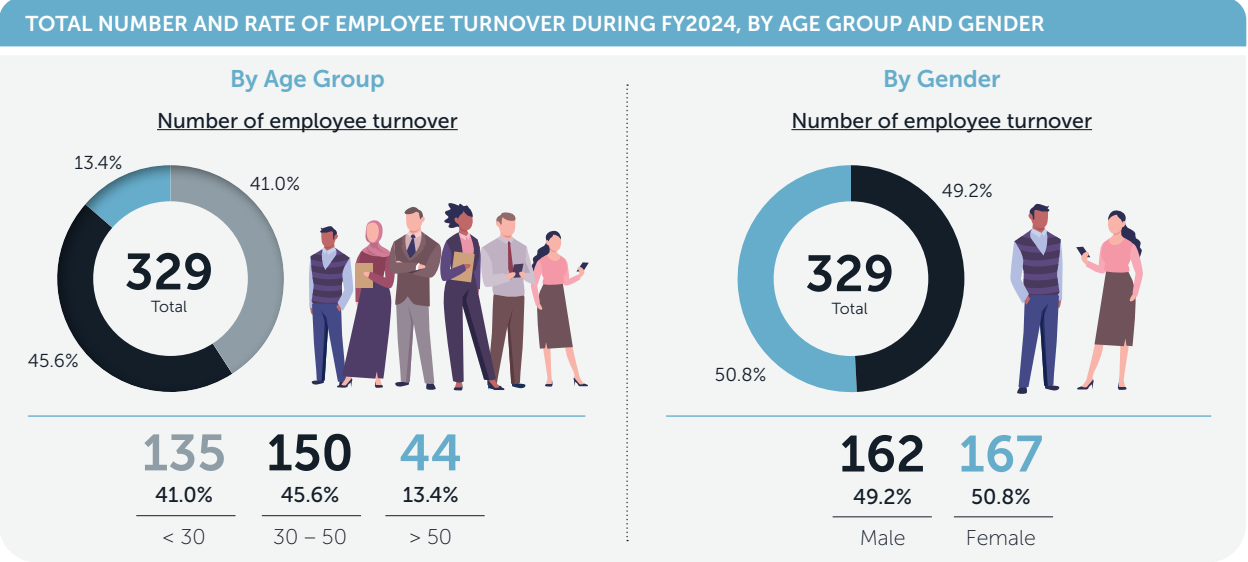
¹⁰ Injuries as defined by Ministry of Manpower, Singapore: Employee was injured in a work accident or resulting in any one of the following: outpatient / hospitalisation leave, light duty, death.
¹¹ Illness is defined as occupational disease resulting from exposure to hazards at work.

Staff mix and diversity¹² (GRI 2-7, 401, 405)

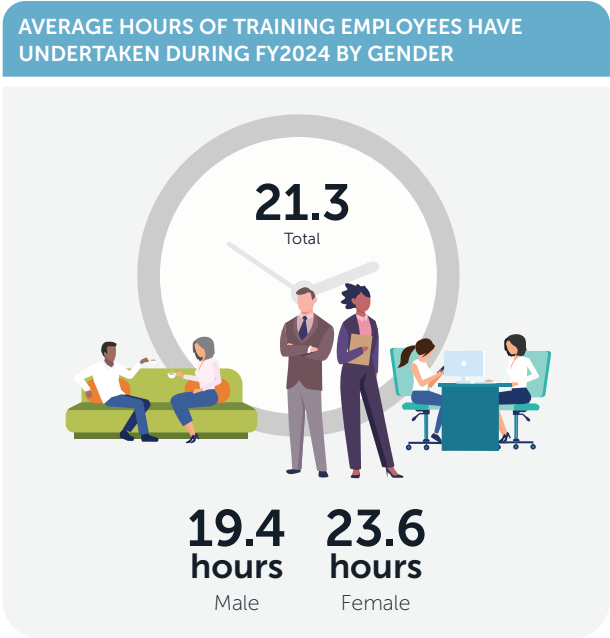


¹² For the properties OUE Bayfront, OUE Downtown Office and OUE Downtown Gallery, data excludes workers who are employed by a managing agent that has been appointed to manage the day-to-day operations of these properties.

SUSTAINABILITY REPORT



Training (GRI 404)



SUSTAINABILITY REPORT

Health & Safety (GRI 3-3, 403, 416)

OUE recognises our employees as our most valuable asset. We are committed to providing a safe and healthy working environment for all, whether they are office-based or working on-site at our commercial and hospitality properties, where they may face relatively higher safety risks.

To ensure this, we have implemented a comprehensive occupational health and safety management system. We have a Health & Safety framework which adheres to the Ministry of Manpower’s Workplace Safety and Health (WSH) Act. Additionally, our WSH committee, which includes representatives from various business units, is responsible for ensuring that all employees are well-versed in the WSH policy and is to share any policy changes or conduct continuous training for employees where necessary. Furthermore, our Human Resources (HR) department conducts a general briefing on WSH as part of new hires’ first day of orientation. Post-briefing, the new hires are required to submit an acknowledgement to confirm that they have been briefed and understand the WSH policy and guidelines.

With our Occupational Health and Safety (OHS) management system for the Group implemented since FY2023, based on the ISO 45001:2018 standard, WSH details compiled by HR are documented and shared quarterly to the WSH Committee.

At One Raffles Place, its WSH policies and procedures adhere to the ISO 45001:2018 standard. The property follows the Group’s WSH practices and policies, which are being updated to comply with the Code of Practice on Chief Executives’ and Board of Directors’ WSH Duties issued in October 2022. In FY2024, a Standard Operating Procedure for First Aid Box Inspections was also created. Additionally, a WSH consultant has been hired to perform monthly safety inspections and provide detailed reports on their findings. CPCA is collaborating with the OUE WSH committee to achieve ISO 45001 certification for their OHS management system.

OUE regularly performs risk assessments and walk-throughs to identify potential hazards that could cause accidents. When hazards are identified, employees are promptly informed, and preventive or mitigative safety measures are put in place. In the event of an incident, OUE adheres to the WSH (Incident Reporting) Regulations for reporting work-related injuries.

Our risk and hazard management strategies are aligned with Singapore’s bizSAFE programme. Both CPCA and HSO have maintained their bizSAFE Level 4 accreditation and underwent periodic audits by MOM-approved WSH auditors. For OUE Restaurants, our two new concepts – HighHouse and NOVA - are in the process of being bizSAFE Level 3 certified. We also engaged a third-party vendor to conduct quarterly safety audits of each outlet in the group. In addition, 37 staff attended the Workforce Skills Qualifications WSH for F&B Operations course to enhance their workplace safety knowledge.

WSH is a mandatory agenda item in the monthly meetings with our managing agents at OUE Bayfront, OUE Downtown Office, Downtown Gallery, and with our Engineering, Security and Cleaning Team at Mandarin Gallery. Selected members of the operations teams are enrolled in Workforce Skills Qualification training to equip them with competencies to lead as WSH representatives.

At CPCA, monthly WSH refresher training sessions are available for colleagues wishing to update their knowledge. Additionally, CPCA has incorporated a footwear risk and hazard assessment in its risk assessment process to ensure that proper footwear is worn by staff at work.

OUE also provides attractive healthcare benefits to support our employees’ well-being. This includes comprehensive medical coverage, which encompasses outpatient, inpatient, and specialist treatments. Eligible employees’ family members also benefit from extended coverage plans.

Employees injured at work are protected under the Work Injury Compensation insurance. Furthermore, Singapore-based corporate office employees with at least one year of service are entitled to regular health screenings.

OUE is committed to cultivating a positive work-life balance amid the growing emphasis on mental wellness in Singapore. Besides offering flexible work arrangements, corporate office staff are encouraged to leave early on designated days to spend quality time with their families. In FY2024, OUE also organised health talks on nutrition for corporate employees. One Raffles Place also conducted a series of health and wellness webinars for tenants.

Besides our immediate employees, OUE prioritises the health and safety of contractors and other workers who are not employees but whose work is controlled by OUE. At the start of engagements, we communicate our Environmental, Health, and Safety (EHS) practices and expectations to all contractors. They must adhere to our workmen’s compensation policy and secure third-party liability insurance and contractor’s all-risk insurance before beginning any work. Additionally, all third-party service providers are required to adhere to and maintain OHSAS 18001 or ISO 45001 safety certifications throughout their work with us. We hold regular meetings with service providers to ensure they meet health and safety performance standards. At One Raffles Place, we developed a Standard Operating Procedure for Communication of WSH Inspection Findings to Contractors in FY2024. A circular was sent to all term contractors’ management, outlining the Dos and Don’ts based on past recurring WSH inspection findings.

In FY2024, we recorded 49 work-related injuries, including due to slips and trips, falling from heights, hit by object, and cuts that took place in our kitchens. On the other hand, we had zero incidents of work-related ill-health.

Please see our detailed health & safety performance in the AT A GLANCE (SOCIAL) section.

FY2024 performance against Targets and Aspirations

Health & Safety		
Asset	FY2024 Targets & Aspirations	FY2024 Performance
Real Estate	Maintain zero non-compliance with regulations and/or regulatory codes concerning the health and safety of tenants and building users resulting in significant fines*	Zero incidents of non-compliance with regulations and/or regulatory codes concerning the health and safety of tenants and building users resulting in significant fines*
	All main contractors for new developments to be OHSAS 18001 or ISO 45001 certified	For our new hotel, Hotel Indigo Changi Airport, which is expected to be completed by FY2028, the main contractor is ISO 45001 certified
OUE Restaurants	Zero incidents of high consequence or fatal work-related injuries and illnesses	Zero incidents of high consequence or fatal work-related injuries and illnesses

* A significant fine is a financial penalty that is equal to or above S\$10,000 paid for a single incident.

SUSTAINABILITY REPORT

Fair Employment Practices (GRI 2-7, 2-8, 3-3, 401, 404, 406)

Guided by the International Labour Organisation (ILO) Declaration on Fundamental Principles and Rights at Work, OUE is dedicated to minimising negative impacts on human rights, such as forced labour and discrimination, as well as fostering a safe and healthy environment.

We have implemented internal policies including clauses that ensure we uphold strong human rights across all business activities. This is done so that we can promote a fair and inclusive workplace, maintain our positive reputation, and avoid issues related to poor employment practices. Resultantly, we better provide employees with ample opportunities to thrive and grow as valued members of OUE. By attracting and retaining a diverse pool of talent based on merit, OUE aims to create long-term value for stakeholders through the dedication of its employees.

As at 31 December 2024, we had a total of 1,268 employees globally, about 6.4% of whom are part of the workers’ union. For employees who are not part of any workers’ union, we have proper processes in place to ensure that they are treated fairly throughout their tenure with us. A positive and nurturing working environment for all employees is imperative to us and as such, we established a set of comprehensive policies that are to be applied fairly and consistently across the Group. We also engaged 148 (91 male and 57 female) casual workers in our hotels during the year.

Besides our own employees, managing agents are engaged for OUE Bayfront, OUE Downtown Office, and Downtown Gallery while One Raffles Place has 39 outsourced headcounts. The managing agents manage the ground operations and attend to any tenant needs on behalf of OUE. In FY2024, 51 workers who are not employees worked at the above-mentioned buildings.

Recruitment and Employee Benefits

OUE is committed to providing equal opportunities to all potential employees. Hence, our approach aligns with OUE’s Recruitment Policy and the guidelines of the Tripartite Alliance for Fair and Progressive Employment Practices. We uphold zero-toleration towards discrimination based on age, gender, race, marital status, or religion. To ensure a fair and impartial recruitment process, OUE takes steps to hire qualified candidates from the job posting and sourcing stages through to shortlisting, interviewing, and extending job offers. Candidates are selected based on their qualifications, competencies, attributes, experience, and potential to contribute to OUE.

Talent attraction and retention is a key priority for OUE. We extend flexible benefits to employees, including a S\$500 sum per year for optical care, wellness, and health-related items. Further, we offer exclusive benefits to full-time employees at selected properties. These include insurance coverage, dental benefits, health screenings, and retirement provisions for most of OUE’s commercial properties’ employees in Singapore. At HSO, we have “Birthday Leave” for all full-time employees and extended paid parental leave for foreign male employees from two days to one week. Full-time employees at HSO also receive “Thrive” benefits distributed in two instalments in June and December each year. CPCA full-time employees also receive such “Thrive” benefits. Both HSO and CPCA offer F&B discounts and a hotel travel programme, which are applicable to employees’ families and friends.

All employees receive monthly contributions to their Central Provident Fund (CPF) as required by statutory regulations. The CPF is a mandatory social security savings scheme funded by both employer and employee contributions, serving as a pension fund upon reaching the eligible retirement age.

To identify areas of improvement and to gain insight into our employees’ experience working with us, we conducted an employee engagement survey at our corporate office and operations to gather anonymous feedback from our employees. Also, OUE provides family care leave and parental leave to eligible employees. In FY2024, 16 eligible male employees were entitled to parental leave, utilised their parental leave benefits, and had returned to work after their parental leave ended. This resulted in a 100% return-to-work rate. All 16 male employees who took parental leave in FY2024 remained employed 12 months after returning to work, resulting in a 100% retention rate.

Our overall employee resignation rate¹³ in FY2024 was 19.1%. Our real estate service business saw a 25.7% resignation rate, while that of our accommodation and food business was 18.3%. Our overall turnover rate¹⁴ in FY2024 was 25.9%.

Non-discrimination

OUE’s Code of Business Conduct and Ethics emphasises that we adopt a strict zero-tolerance policy against harassment, violence, intimidation, and discrimination based on race, colour, religion, national origin, gender, sexual orientation, age, disability, veteran status, or marital status. We are committed to ensuring that all employees and contractors are evaluated based on merit, fostering an environment of fairness and non-discrimination in our business practices. In FY2024, we received one complaint of discrimination, in which remediation plans have been implemented followed by a review of results.

Please see our detailed staff mix and diversity performance in the AT A GLANCE (SOCIAL) section.

Learning and Development

OUE recognises the importance of employee learning and development in building a motivated, skilled, and competent workforce capable of addressing both current and future business challenges. Hence, we have implemented a Learning and Development Policy to promote continuous learning. This policy aims to equip all employees with the necessary knowledge and skills to perform their duties effectively and improve work performance, thereby achieving overall excellence.

Additionally, we provide accessible training opportunities to enhance employee learning. Throughout the year, OUE identifies training needs at various levels, from new hires to directors, through Heads of Department and direct managers who pinpoint department or team-specific requirements. Employees can also request training in both soft and technical skills for career development and enhancement. Training formats include on-the-job training, one-on-one sessions, company workshops, sponsorship for external workshops, coaching, mentoring, and self-paced learning, allowing employees to choose the options that best match their needs.

Our employees participate in a diverse array of training programmes and workshops, both internally organised and conducted by external vendors. We conduct a Compliance Training Programme designed to equip employees with the knowledge to navigate the complex compliance landscape, including evolving sustainability regulations and individual efforts in contributing to sustainability. The training covers a broad range of ESG topics, including Business Ethics, Anti-Bribery and Anti-Corruption, Workplace Diversity, Equity and Inclusion, Workplace Safety, and ESG Initiatives. At One Raffles Place, we partnered with The Sustainability Project (a Singapore-based business which aims to promote and inspire the adoption of a low or zero waste lifestyle) to visit Keppel Seghers Tuas Waste-to-Energy (WTE) Plant to create awareness in adopting a sustainability journey. Furthermore, we have continued organising a leadership development course for our people managers. We also planned a course on Innovating Through Design Thinking and another on selling, negotiating and communication skills to further strengthen their soft skills.

In FY2024, OUE achieved an average of 29.4 training hours per employee for our real estate segment. Moving forward, we will continue to enhance our training resources so that our employees can carry out their work responsibilities more effectively with upgraded skillsets.

OUE conducts an annual performance and career development review with employees to provide a platform for two-way discussions allowing for improvements to be made in their careers and enhance employee satisfaction. Appraisals and monitoring of individual employee’s performance and achievements take place during the respective discussions between the reporting manager and team members. During this period, our employees can also provide feedback on how OUE can further refine their skillsets and working experience in the organisation. In FY2024, 100% of all eligible employees received the annual performance and career development review.

¹³ Includes only voluntary resignations during the reporting period.

¹⁴ Includes employees who resigned and those who were dismissed, retrenched, reached the end of their contract, or did not have their employment passes renewed.

SUSTAINABILITY REPORT

Please see our detailed training information in the AT A GLANCE (SOCIAL) section.

FY2024 performance against Targets and Aspirations

Fair Employment Practices		
Asset	FY2024 Targets & Aspirations	FY2024 Performance
Real Estate	Achieve the proportion of women in senior management at 40% or above	36.7% of employees in senior management are women. OUE will continue to strive to improve the gender diversity in senior management
	Achieve at least 85% of employees participating in annual engagement survey	92.4% of employees participated in annual engagement survey
	Achieve at least 70% employee engagement score	80.1% employee engagement score
	Achieve 30 training hours per employee	Average of 29.4 training hours per employee
	Include a target on specific ESG-related training	While this target is still in the process of being formalised, 47.8% of employees have already completed ESG training
	Maintain zero incidents of discrimination	1 incident of discrimination
OUE Restaurants	Zero incidents of discrimination at the workplace	Zero incidents of discrimination
	100% of full-time employees covered by medical insurance	100% coverage
	Achieve female representation in employees at 30% or above	41.3% of employees are female
	No gender pay gap between males and females	No gender pay gap

Creating Social Ecosystems (GRI 3-3, 413)

OUE considers both the negative and positive impacts our projects may potentially have on the wider community. Hence, before starting any development project, we conduct mandatory social and environmental impact assessments to minimise any negative impacts on the environment and neighbouring communities.

OUE also strongly believes in giving back to society. As OUE celebrated our 60th anniversary in 2024, we reaffirmed our commitment to doing our part to empower communities and enhance social wellbeing. We pledged to donate S\$1.0 million to the Community Chest (the philanthropy and engagement arm of the National Council of Social Service), to be disbursed over three years up to 2026.

At the same time, we continued to participate in projects that not only benefit the community but also allow our employees to engage meaningfully with society. Volunteers from OUE had the privilege of being involved in the annual Heartstrings Walk and Fu Dai 2025, two of Community Chest’s signature community engagement events, aimed at bringing together individuals from all walks of life to support and raise awareness for various charitable causes. Our efforts span a wide range of causes, from empowering adults with disabilities and the less privileged to championing education and the arts. Believing in equal educational opportunities, OUE regularly donates to the National University of Singapore, Singapore Management University, and Singapore Institute of Technology and Design.

In July 2024, we embarked on our first collaboration with New Life Stories, a non-profit organisation that aims to prevent intergenerational incarceration. Children and family members were treated to a Learning Journey at Crowne Plaza Changi Airport, featuring an exclusive hotel tour and fun learning activities. This was followed in October by a Children’s Day outing at Superpark. In addition, OUE donated S\$300,000 to build a new community space at Kallang Bahru, which was fully operational in time for New Life Stories’ 10th anniversary in December.

Collectively with SG Cares Giving Week, three restaurants within the OUE Restaurants portfolio – Chatterbox, Hanare by Takayama and Rempapa – teamed up with Community Chest for a fundraising campaign (‘Let Us Feed Kindness Together’) for the third year in a row, from 10 November to 17 December 2024. Proceeds went to Willing Hearts, Food from the Heart and New Life Stories. OUE donated to the campaign S\$6 from the sale of every single portion of Mandarin Chicken Rice at Chatterbox; S\$60 from the sale of every 4-person set dinner at Rempapa; and S\$6 from the sale of every Kamameshi set at Hanare by Takayama.

Our community engagement also extends to our properties. For instance, One Raffles Place works closely with Raffles Place Alliance on wider outreach within the Central Business District precinct. During the year, it participated in the UNWIND @ Raffles Place series of events, which serves to engage the community in Raffles Place through live performances, games, food and beverage experiences, and movie screenings.

Active participation in community engagement programmes is highly encouraged at all our properties to build trust and enhance communication between OUE’s assets and the community. We will continue to invest in the communities that we are part of.

FY2024 performance against Targets and Aspirations

Creating Social Ecosystems		
Asset	FY2024 Targets & Aspirations	FY2024 Performance
Real Estate	Contribute to communities’ social well-being through at least 2 community service events	OUE sought to play its part in the community and supported a diverse range of causes, including empowering the lives of adults with disabilities, education, the arts and the less privileged in society. During the year, OUE participated in various community events, including Heartstrings Walk, the ‘Let Us Feed Kindness Together’ fundraising campaign with Chatterbox, Rempapa and Hanare by Takayama, as well as UNWIND @ Raffles Place involving One Raffles Place
	Conduct social and environmental impact assessments for development projects	There was no new development project in FY2024

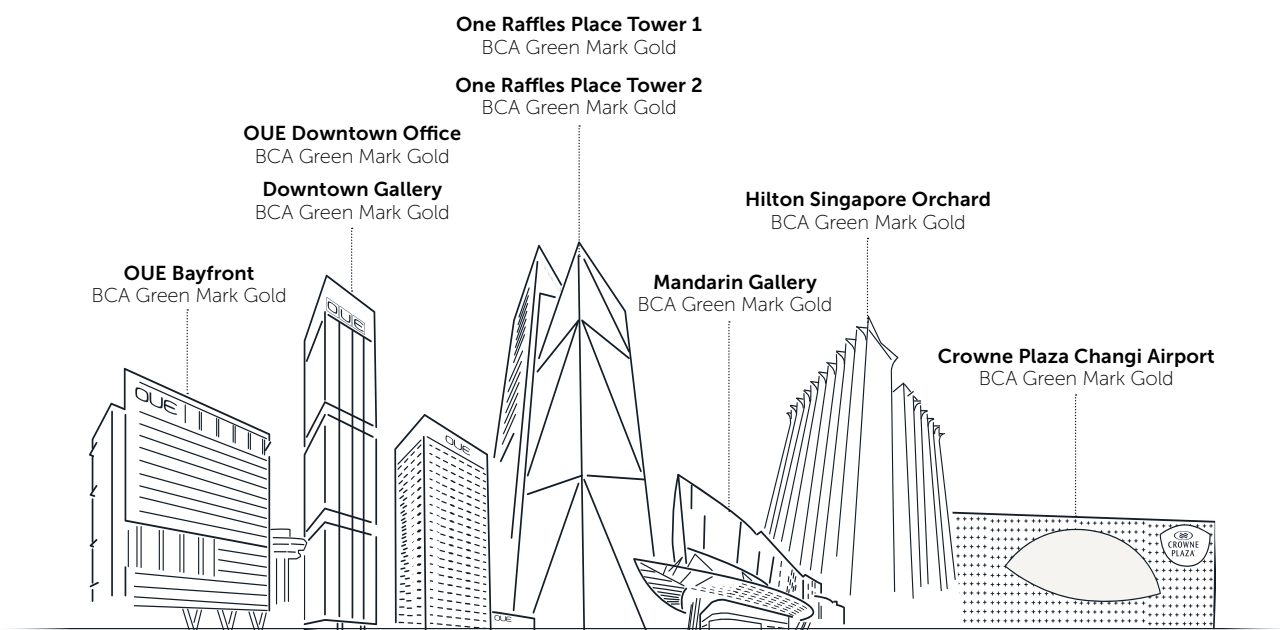
SUSTAINABILITY REPORT

Innovation (GRI 3-3)

As the world becomes more digitalised and tech-savvy, we aim to continue to leverage on smart and green technologies to enhance the efficiencies of our buildings, thereby reducing the environmental impacts of our energy, water, and waste consumption. We are also able to better reallocate our resources, maximising efficiency and effectiveness, and reducing labour intensity. Therefore, continuous innovation and staying abreast of industry trends and best practices are essential for maintaining a competitive edge. A culture of innovation is important for OUE to enhance customer experience and improve the environmental performance of our buildings. By leveraging the latest technology, we aim to maximise shareholder value. HSO led the industry as the first hotel in Singapore with an in-house plant to treat, purify, mineralise, and bottle up to 500 reusable glass bottles of drinking water per hour using the Nordaq system, reducing single-use bottles and cups and eliminating up to 100,000 water bottles monthly.

OUE Bayfront, OUE Downtown Office, and Downtown Gallery have installed AMR devices for streamlined energy consumption data collection and implemented a digital dashboard for asset management. At One Raffles Place, district cooling and smart solutions for air-side control and monitoring are being explored to ensure optimal indoor air quality and potential energy savings in the air-conditioning system. We are currently pending updates on the district cooling tapping point availability. Additionally, as part of our efforts to enhance customer experience, OUE Restaurants rolled out Momos (customer feedback monitoring), Tripleseat (events management), Advocado (customer loyalty programme), and Partipost (influencer marketing platform) to more brands in the group in FY2024.

Due to our sustained efforts in innovation, we have attained industry awards for excellent environmental management.



Product Quality (GRI 3-3)

Aligned with our core value of “Transformational Thinking,” OUE believes that high-quality buildings must provide a safe and welcoming environment for tenants, guests, and visitors. From the design stage of new projects or upgrades to regular maintenance during operations, we ensure systems perform optimally. Individual property managers oversee the implementation of policies and procedures, including the EHS Policy, Fire Emergency Plan, and Company Emergency Response Team (CERT).

CERT serves as the frontline protective measure for addressing health and safety risks identified by building occupants through frequent risk assessments and on-site checks, particularly in common areas like lifts and escalators. Hazards are signposted to prevent accidents, and detailed incident reports and maintenance records are submitted monthly. To minimise risks, all equipment and machinery undergo maintenance and servicing at least quarterly. Tenants are also briefed on safety guidelines as outlined in our tenant handbook.

Food-related health and safety at our hotels and restaurants are especially important to OUE, and we are fully aware that major incidents could severely impact our reputation. Hence, we emphasise food safety across all hospitality properties. Adhering to health and safety protocols is both a moral and regulatory duty. This is to ensure a healthy, clean, and enjoyable dining experience for our customers. Therefore, all restaurant employees, especially kitchen staff, must complete mandatory food hygiene courses before preparing food to maintain high standards in food preparation.

FY2024 performance against Targets and Aspirations

Product Quality		
Asset	FY2024 Targets & Aspirations	FY2024 Performance
Real Estate	Achieve at least 80% tenant satisfaction rate in relation to commercial properties	Achieved an average of 83.8% tenant satisfaction rate

BUILDING TRUST

Ethical Business Practices (GRI 3-3, 205)

OUE upholds ethical business practices and integrity as core principles. We have developed a comprehensive ethics and compliance framework to navigate complex regulatory requirements. Good governance fosters trust and loyalty among suppliers, the community, tenants, and guests.

The OUE Code of Business Conduct and Ethics, along with the hotel operators’ Codes of Conduct (collectively, the Code), informs all employees on compliance with OUE’s rules and regulations, which include focus areas such as anti-discrimination, anti-corruption, unlawful harassment, and retaliation. Upon employment, employees receive a copy of the Code and must acknowledge their compliance either online or by signing a Certificate of Compliance. This acknowledgment sets the expectation that employees will uphold business integrity and refrain from any fraudulent or dishonest conduct throughout their employment.

OUE ensures employees are informed about anti-corruption and other compliance matters through an annual acknowledgment exercise, requiring them to confirm they have reviewed, understood, and will comply with the Code and other company policies. In FY2024, 70% of employees acknowledged compliance, with the exceptions being some employees from OUE Restaurants who lacked corporate email access due to their job roles. OUE Restaurants will explore more effective methods for these employees to sign the Code. We have also implemented a self-paced e-learning Compliance Training Programme which also covers a wide range of ESG topics, including but not limited to Business Ethics, Anti-Bribery and Anti-Corruption, Workplace Diversity, Equity and Inclusion, Workplace Safety, and ESG Initiatives, keeping employees updated on the latest compliance standards.

SUSTAINABILITY REPORT

The Group has a designated Group Ethical Officer, whom our employees are encouraged to contact if they have a reasonable belief of any wrongdoing. During the reporting period, we had zero confirmed incidents of corruption.

FY2024 performance against Targets and Aspirations

Ethical Business Practices		
Asset	FY2024 Targets & Aspirations	FY2024 Performance
Real Estate	Achieve 100% employee annual acknowledgement of all company policies, including Code of Business Conduct and Ethics	All company policies, including Code of Business Conduct and Ethics, were acknowledged by 70% of employees
	Maintain zero confirmed incidents of corruption	Zero confirmed incidents of corruption

Compliance (GRI 2-16, 2-17, 2-25, 2-26, 2-27)
Compliance with local and international laws and regulations is crucial for OUE, especially as a publicly listed entity. We adhere to the listing rules of the SGX-ST, the Securities and Futures Act 2001, and sector-specific regulations like the Code on Collective Investment Schemes issued by MAS for the REIT. Our operations incorporate compliance processes to meet stakeholder expectations, including stringent local environmental regulations such as the Energy Conservation Act 2012 and the Environmental Protection and Management Act 1999.

OUE’s legal team supports the overall compliance process by monitoring regulatory changes through media scans, press releases, professional advice, and seminars. We also engage external legal counsels to assist the team in implementing policies or frameworks to ensure compliance with new or changes in applicable laws and regulations, as well as to conduct training for senior management and relevant departments. All directors of OUE and OUE REIT have completed mandatory training on sustainability matters. They have also received information security awareness training under the MAS Technology Risk Management Guidelines.

In FY2023, we established a self-paced e-learning Compliance Training Programme to ensure all employees are familiar with compliance-related matters. Separately, AML refresher training for the relevant personnel is conducted at least every two years and as soon as possible for new joiners. In FY2024, a refresher training was provided by Allen & Gledhill LLP for directors of OUE REIT, covering relevant topics such as the MAS Guidelines on Individual Accountability and Conduct and MAS Guidelines on Fit and Proper Criteria. OUE Group’s directors and senior management also attended a learning session conducted by KPMG to stay updated on ESG developments, including the upcoming ISSB requirements and convergence of financial and sustainability reporting. During the session, a representative from Enodo Economics also shared geopolitical and macroeconomic insights, including navigating Sino-US relations and the ripple effects across Asia. OUE continues to uphold our Data Retention Policy, which specifies the retention period and proper handling of various types of documents, both physical and electronic, to mitigate data leakage risks.

In addition, OUE Restaurants is working with an external counsel to conduct a voluntary Personal Data Protection Act (PDPA) compliance review and assessment. This is aimed at assessing the F&B group’s level of compliance with personal data laws and regulations and to identify any areas for improvement.

Regarding compliance with building standards and regulations, our property managers stay updated on regulatory requirements, conduct regular inspections, and submit relevant environmental data. Additionally, properties undergo periodic environmental audits by local authorities. If non-compliance is identified during these audits, we will assess the legal and regulatory impacts and implement remedial plans.

OUE’s whistle-blowing policy allows employees and others to report concerns about possible improprieties, misconduct, or wrongdoing related to the Company or its officers, including financial reporting issues or breaches of the Code. Reports can be made via telephone, mail, or a dedicated email address at groupethicalofficer@oue.com.sg. All reports will directly reach the Group Ethical Officer. These reports can be made confidentially and in good faith, without fear of reprisals. The whistle-blowing procedure is publicly disclosed on OUE’s website and clearly communicated to employees to encourage the reporting of any behaviours or actions that may constitute impropriety in financial reporting or other matters.

We have a grievance mechanism in place that allows employees to raise concerns, including disputes between colleagues. The grievance procedure is outlined in the OUE Staff Handbook and encourages employees to report any harassment or inappropriate behaviour in the workplace. This mechanism aims to foster an open, safe, and inclusive working environment. In FY2024, OUE had no grievance and whistle-blowing cases.

All concerns and complaints received through the whistle-blowing channel or grievance processes will undergo thorough investigation supported by the senior management team and the AC and relevant follow-up action will be taken.

With our stringent compliance measures and initiatives in place, we are also pleased to report that there were zero incidents of non-compliance with laws and/or regulations resulting in significant fines in FY2024.

FY2024 performance against Targets and Aspirations

Compliance		
Asset	FY2024 Targets & Aspirations	FY2024 Performance
Real Estate	Maintain zero incidents of non-compliance with laws and/or regulations resulting in significant fines*	Zero incidents of non-compliance resulting in significant fines*

* A significant fine is a financial penalty that is equal to or above S\$10,000 paid for a single incident

Cyber Security (GRI 3-3, 418)
As the building sector rapidly digitalises, OUE must ensure early detection of potential cyber attacks through a robust cyber defence system. The heightened threat of cyber attacks will increase the risk of a data breach, which if happens, will severely impact stakeholder trust.

Managing Cyber Security Risk
OUE aligns with industry best practices and invests in technology defence to minimise the risk of cyber attacks. This approach ensures a robust foundation for identifying and protecting our critical assets, as well as detecting and responding to threats. The Board and senior management team hold the primary responsibility for addressing security risks by overseeing the implementation of the necessary IT policies, procedures, and control environment. Our Group-wide Information Security Policy encompasses key areas such as risk management, user responsibility, incident reporting, and data protection measures. As part of our policy, all employees are required to submit a consent statement for the collection, use, and disclosure of their personal data.

OUE’s IT team acts as the frontline defence against cyber threats. They analyse cyber security risks, identify gaps in internal controls, and implement action plans to manage these risks. OUE IT has also adopted a Zero Trust architecture network defence framework, featuring high-availability logical network segregation and continuous network traffic monitoring and logging. The framework is accessible to all employees via a secured VPN and two-factor authentication. An external party conducts annual Vulnerability Assessment and Penetration Testing. Furthermore, to protect sensitive and confidential information from ransomware, our IT team uses advance backup solution for enhanced encryption and immutable backups.

SUSTAINABILITY REPORT

Information Security Awareness Training

OUE prioritises information security through a comprehensive yearly training programme. Besides being extended to our employees, this programme is also a vital aspect of our commitment to the Board. The thorough training comprises a wide range of essential topics, including IT security policies, standards, and procedures. Both employees and directors gain insights into their individual responsibilities for upholding IT security. The training also covers the specific measures required to safeguard sensitive data and ensures an in-depth understanding of the relevant laws, regulations, and guidelines related to IT security. This holistic approach is targeted at building and improving the knowledge of our workforce and leadership in the dynamic landscape of information security.

Cyber security awareness newsletters are distributed regularly to our employees, alongside the implementation of a mandatory yearly cyber security awareness employee training quiz. These initiatives aim to educate our employees on proper cyber security practices. At the Group level, OUE implements internal controls through our comprehensive Technology Risk Management Framework, which provides the necessary tools to effectively identify potential technology risks. Additionally, we conduct rigorous cyber security and phishing simulation exercises for all staff to ensure preparedness and resilience. At the Property level, CPCA Information Security organises at least one training annually as part of its information security awareness programme.

Personal Data Protection

Protection of personal data is increasingly critical in the digital age. OUE adheres to the Personal Data Protection Act 2012 and enforces various measures to comply with it while safeguarding our employees, as documented in our Group-wide Personal Data Protection Compliance Manual (PDPC Manual) and Personal Data Protection Policy Guidelines. All our employees are contractually required to comply with the Manual and report any suspected data breach to our Group Data Protection Officer. The Manual lists the principles for how OUE and our employees manage personal data, which revolve around consent, purpose, access, correction, accuracy, protection/security, retention and transfer out. To safeguard personal data and minimise the risk of accidental disclosure, we have also enforced automatic email encryption across the Group.

In FY2024, we are proud to report that there were zero incidents of data breaches, given our holistic data protection measures.

FY2024 performance against Targets and Aspirations

Cyber Security		
Asset	FY2024 Targets & Aspirations	FY2024 Performance
Real Estate	Maintain zero cyber incidents and data breaches	Zero cyber incidents and data breaches

GRI CONTENT INDEX

Statement of use	OUE Limited has reported in accordance with the GRI Standards for the period 1 January 2024 to 31 December 2024.
GRI 1 used	GRI 1: Foundation 2021
Applicable GRI Sector Standard(s)	GRI G4 Construction and Real Estate Sector (CRES). We will be validating our list of material topics with the latest GRI Sector Standard for the Construction and Real Estate industry when it is published by GRI.

GRI Standard/ Other Source	Disclosure	Location	Omission		
			Requirement(s) Omitted	Reason	Explanation
GENERAL DISCLOSURES					
GRI 2: General Disclosures 2021	2-1 Organizational details	About OUE > Who We Are, Page 83			
	2-2 Entities included in the organization’s sustainability reporting	About this Report, Page 84			
	2-3 Reporting period, frequency and contact point	About this Report, Page 84 The publication date of OUE Limited’s sustainability report for FY2024 is 1 April 2025.			
	2-4 Restatements of information	About this Report, Page 84			
	2-5 External assurance	About this Report, Page 84			
	2-6 Activities, value chain and other business relationships	About OUE > Who We Are, Page 83 Stewarding the Environment > Responsible Supply Chain (Environmental), Page 114-115			
	2-7 Employees	At a glance (Social), Page 117-119 Empowering Communities > Fair Employment Practices, Page 122-124			

SUSTAINABILITY REPORT

GRI Standard/ Other Source	Disclosure	Location	Omission		
			Requirement(s) Omitted	Reason	Explanation
GENERAL DISCLOSURES					
GRI 2: General Disclosures 2021	2-8 Workers who are not employees	Empowering Communities > Fair Employment Practices, Page 122-124			
	2-9 Governance structure and composition	Sustainability at OUE > Sustainability Governance, Page 85-86 Corporate Governance Report, Page 56-60			
	2-10 Nomination and selection of the highest governance body	Corporate Governance Report, Page 62-64			
	2-11 Chair of the highest governance body	Corporate Governance Report, Page 61-62			
	2-12 Role of the highest governance body in overseeing the management of impacts	Sustainability at OUE > Sustainability Governance, Page 85-86			
	2-13 Delegation of responsibility for managing impacts	Sustainability at OUE > Sustainability Governance, Page 85-86			
	2-14 Role of the highest governance body in sustainability reporting	The Board has reviewed and approved of this report in FY2024.			
	2-15 Conflicts of interest	Corporate Governance Report, Page 54			

GRI Standard/ Other Source	Disclosure	Location	Omission		
			Requirement(s) Omitted	Reason	Explanation
GENERAL DISCLOSURES					
GRI 2: General Disclosures 2021	2-16 Communication of critical concerns	Building Trust > Compliance, Page 128-129			
	2-17 Collective knowledge of the highest governance body	Building Trust > Compliance, Page 128-129			
	2-18 Evaluation of the performance of the highest governance body	Sustainability at OUE > Sustainability Governance, Page 85-86			
	2-19 Remuneration policies	Corporate Governance Report, Page 66-69			
		OUE Limited’s remuneration policy is presently not linked to sustainability.			
	2-20 Process to determine remuneration	Corporate Governance Report, Page 66-69			
		While there is no voting of stakeholders on remuneration policies and proposals, our Directors’ fees have been approved by our shareholders at the AGM.			

SUSTAINABILITY REPORT

GRI Standard/ Other Source	Disclosure	Location	Omission		
			Requirement(s) Omitted	Reason	Explanation
GENERAL DISCLOSURES					
GRI 2: General Disclosures 2021	2-21 Annual total compensation ratio		Sub-requirement (a): Report the ratio of the annual total compensation for the organization's highest-paid individual to the median annual total compensation for all employees (excluding the highest-paid individual);	Confidentiality constraints	OUE Limited operates in a highly competitive business environment and considering the commercial sensitivity of remuneration information, we will not be disclosing it to ensure the stability and continuity of our operations. Nonetheless, the remuneration of our senior executives is reported in bands of \$100,000 and can be found in page 68 of Annual Report 2024
			(b): report the ratio of the percentage increase in annual total compensation for the organization's highest-paid individual to the median percentage increase in annual total compensation for all employees (excluding the highest-paid individual);		
			(c): report contextual information necessary to understand the data and how the data has been compiled.		

GRI Standard/ Other Source	Disclosure	Location	Omission		
			Requirement(s) Omitted	Reason	Explanation
GENERAL DISCLOSURES					
GRI 2: General Disclosures 2021	2-22 Statement on sustainable development strategy	Board Statement, Page 82			
	2-23 Policy commitments	Disclosed throughout Sustainability Report 2024			
	2-24 Embedding policy commitments	Disclosed throughout Sustainability Report 2024			
	2-25 Processes to remediate negative impacts	Building Trust > Compliance, Page 128-129			
	2-26 Mechanisms for seeking advice and raising concerns	Building Trust > Compliance, Page 128-129 Corporate Governance Report, Page 71			
	2-27 Compliance with laws and regulations	Building Trust > Compliance, Page 128-129			
	2-28 Membership associations	Securities Investors Association (Singapore), Real Estate Developers' Association of Singapore and Orchard Road Business Association			
	2-29 Approach to stakeholder engagement	Stakeholder engagement; Page 87			
	2-30 Collective bargaining agreements	6.4% of our employees are under the Food, Drinks & Allied Workers Union (FDAWU).			

SUSTAINABILITY REPORT

GRI Standard/ Other Source	Disclosure	Location	Omission		
			Requirement(s) Omitted	Reason	Explanation
MATERIAL TOPICS					
GRI 3: Material Topics 2021	3-1 Process to determine material topics	Sustainability Framework, Page 89			
	3-2 List of material topics	Sustainability Framework, Page 89			
ECONOMIC PERFORMANCE					
GRI 3: Material Topics 2021	3-3 Management of material topics	OUE Annual Report 2024, Page 145			
GRI 201: Economic Performance 2016	201-1 Direct economic value generated and distributed	OUE Annual Report 2024, Page 145			
ETHICAL BUSINESS PRACTICES					
GRI 3: Material Topics 2021	3-3 Management of material topics	Building Trust > Ethical Business Practices, Page 127-128			
		Sustainability at OUE > Sustainability Governance, Page 85-86			
GRI 205: Anti- corruption 2016	205-3 Confirmed incidents of corruption and actions taken	Building Trust > Ethical Business Practices, Page 127-128			
CLIMATE RESILIENCE					
GRI 3: Material Topics 2021	3-3 Management of material topics	Stewarding the Environment > Climate Resilience, Page 97-99			
		Sustainability at OUE > Sustainability Governance, Page 85-86			
GRI 302: Energy 2016	302-1 Energy consumption within the organization	Stewarding the Environment > Climate Resilience, Page 97-99			
	302-3 Energy intensity	Stewarding the Environment > Climate Resilience, Page 97-99			

GRI Standard/ Other Source	Disclosure	Location	Omission		
			Requirement(s) Omitted	Reason	Explanation
CLIMATE RESILIENCE					
GRI 305: Emissions 2016	305-1 Direct (Scope 1) GHG emissions	Stewarding the Environment > Climate Resilience, Page 97-99			
	305-2 Energy indirect (Scope 2) GHG emissions	Stewarding the Environment > Climate Resilience, Page 97-99			
	305-4 GHG emissions intensity	Stewarding the Environment > Climate Resilience, Page 97-99			
CLIMATE-RELATED DISCLOSURES					
GRI 201: Economic Performance 2016	201-2 Financial implications and other risks and opportunities due to climate change	Stewarding the Environment > Climate-related Risks and Opportunities, Page 104-109			
WATER EFFICIENCY					
GRI 3: Material Topics 2021	3-3 Management of material topics	Stewarding the Environment > Water Efficiency, Page 110-111			
		Sustainability at OUE > Sustainability Governance, Page 85-86			
GRI 303: Water and Effluents 2018	303-1 Interactions with water as a shared resource	Stewarding the Environment > Water Efficiency, Page 110-111			
	303-2 Management of water discharge- related impacts	Stewarding the Environment > Water Efficiency, Page 110-111			

SUSTAINABILITY REPORT

GRI Standard/ Other Source	Disclosure	Location	Omission		
			Requirement(s) Omitted	Reason	Explanation
WATER EFFICIENCY					
GRI 303: Water and Effluents 2018	303-3 Water withdrawal	Stewarding the Environment > Water Efficiency, Page 110-111			
		Water withdrawn in Singapore is freshwater and from a municipal supply.			
		Based on WRI's Aqueduct Water Risk Atlas tool, Singapore is currently located in a water-stressed area.			
WASTE MINIMISATION					
GRI 3: Material Topics 2021	3-3 Management of material topics	Stewarding the Environment > Waste Minimisation, Page 111-114			
		Sustainability at OUE > Sustainability Governance, Page 85-86			
GRI 306: Waste 2020	306-1 Waste generation and significant waste-related impacts	Stewarding the Environment > Waste Minimisation, Page 111-114			
	306-2 Management of significant waste-related impacts	Stewarding the Environment > Waste Minimisation, Page 111-114			
	306-3 Waste generated	Stewarding the Environment > Waste Minimisation, Page 111-114			

GRI Standard/ Other Source	Disclosure	Location	Omission		
			Requirement(s) Omitted	Reason	Explanation
WASTE MINIMISATION					
GRI 306: Waste 2020	306-4 Waste diverted from disposal	Stewarding the Environment > Waste Minimisation, Page 111-114			
	306-5 Waste directed to disposal	Stewarding the Environment > Waste Minimisation, Page 111-114			
RESPONSIBLE SUPPLY CHAIN (ENVIRONMENTAL)					
GRI 3: Material Topics 2021	3-3 Management of material topics	Stewarding the Environment > Responsible Supply Chain (Environmental), Page 114-115			
		Sustainability at OUE > Sustainability Governance, Page 85-86			
GRI 308: Supplier Environmental Assessment 2016	308-1 New suppliers that were screened using environmental criteria	Stewarding the Environment > Responsible Supply Chain (Environmental), Page 114-115			
FAIR EMPLOYMENT PRACTICES					
GRI 3: Material Topics 2021	3-3 Management of material topics	Empowering Communities > Fair Employment Practices, Page 122-124			
		Sustainability at OUE > Sustainability Governance, Page 85-86			
GRI 401: Employment 2016	401-1 New employee hires and employee turnover	At a glance (Social), Page 117-119			
		Empowering Communities > Fair Employment Practices, Page 122-124			

SUSTAINABILITY REPORT

GRI Standard/ Other Source	Disclosure	Location	Omission		
			Requirement(s) Omitted	Reason	Explanation
FAIR EMPLOYMENT PRACTICES					
GRI 401: Employment 2016	401-2 Benefits provided to full-time employees that are not provided to temporary or part-time employees	Empowering Communities > Fair Employment Practices > Recruitment and Employee Benefits Page 122-123			
	401-3 Parental leave	Empowering Communities > Fair Employment Practices > Recruitment and Employee Benefits Page 122-123			
GRI 404: Training and Education 2016	404-1 Average hours of training per year per employee	At a glance (Social), Page 119 Empowering Communities > Fair Employment Practices > Learning and Development, Pages 123-124			
	404-2 Programs for upgrading employee skills and transition assistance programs	Empowering Communities > Fair Employment Practices > Learning and Development, Page 123-124			
	404-3 Percentage of employees receiving regular performance and career development reviews	Empowering Communities > Fair Employment Practices > Learning and Development, Page 123-124			
	GRI 405: Diversity and Equal Opportunity 2016	405-1 Diversity of governance bodies and employees	At a glance (Social), Page 118-119		

GRI Standard/ Other Source	Disclosure	Location	Omission		
			Requirement(s) Omitted	Reason	Explanation
FAIR EMPLOYMENT PRACTICES					
GRI 406: Non-discrimination 2016	406-1 Incidents of discrimination and corrective actions taken	Empowering Communities > Fair Employment Practices > Non-discrimination Page 123			
HEALTH AND SAFETY					
GRI 3: Material Topics 2021	3-3 Management of material topics	Empowering Communities > Health & Safety, Page 120-121 Sustainability at OUE > Sustainability Governance, Page 85-86			
GRI 403: Occupational Health and Safety 2018	403-1 Occupational health and safety management system	Empowering Communities > Health & Safety, Page 120-121			
	403-2 Hazard identification, risk assessment, and incident investigation	Empowering Communities > Health & Safety, Page 120-121			
	403-3 Occupational health services	Empowering Communities > Health & Safety, Page 120-121			
	403-4 Worker participation, consultation, and communication on occupational health and safety	Empowering Communities > Health & Safety, Page 120-121			

SUSTAINABILITY REPORT

GRI Standard/ Other Source	Disclosure	Location	Omission		
			Requirement(s) Omitted	Reason	Explanation
HEALTH AND SAFETY					
GRI 403: Occupational Health and Safety 2018	403-5 Worker training on occupational health and safety	Empowering Communities > Health & Safety, Page 120-121			
	403-6 Promotion of worker health	Empowering Communities > Health & Safety, Page 120-121			
	403-7 Prevention and mitigation of occupational health and safety impacts directly linked by business relationships	Empowering Communities > Health & Safety, Page 120-121			
	403-8 Workers covered by an occupational health and safety management system	Empowering Communities > Health & Safety, Page 120-121			
	403-9 Work-related injuries	At a glance (Social), Page 116			
	403-10 Work-related ill health	At a glance (Social), Page 116			

GRI Standard/ Other Source	Disclosure	Location	Omission		
			Requirement(s) Omitted	Reason	Explanation
CREATING SOCIAL ECOSYSTEMS					
GRI 3: Material Topics 2021	3-3 Management of material topics	Empowering Communities > Creating Social Ecosystems, Page 124-125			
		Sustainability at OUE > Sustainability Governance, Page 85-86			
GRI 413: Local Communities 2016	413-1 Operations with local community engagement, impact assessments, and development programs	Empowering Communities > Creating Social Ecosystems, Page 124-125			
PRODUCT QUALITY					
GRI 3: Material Topics 2021	3-3 Management of material topics	Empowering Communities > Product Quality, Page 127			
		Sustainability at OUE > Sustainability Governance, Page 85-86			
GRI 416: Customer Health and Safety 2016	416-2 Incidents of non- compliance concerning the health and safety impacts of products and services	Empowering Communities > Health & Safety, Page 121			

SUSTAINABILITY REPORT

GRI Standard/ Other Source	Disclosure	Location	Omission		
			Requirement(s) Omitted	Reason	Explanation
CYBER SECURITY					
GRI 3: Material Topics 2021	3-3 Management of material topics	Building Trust > Cyber Security, Page 129-130 Sustainability at OUE > Sustainability Governance, Page 85-86			
GRI 418: Customer Privacy 2016	418-1 Substantiated complaints concerning breaches of customer privacy and losses of customer data	Building Trust > Cyber Security, Page 129-130			
INNOVATION					
GRI 3: Material Topics 2021	3-3 Management of material topics	Empowering Communities > Innovation, Page 126 Sustainability at OUE > Sustainability Governance, Page 85-86			
GRI Sector Disclosures: Construction and Real Estate	CRE8 Type and number of sustainability certification, rating and labelling schemes for new construction, management, occupation and redevelopment	Empowering Communities > Innovation, Page 126			

FINANCIAL
STATEMENTS

- 146 Directors' Statement
- 150 Independent Auditors' Report
- 155 Statements of Financial Position
- 157 Consolidated Statement of Profit or Loss and Other Comprehensive Income
- 159 Consolidated Statement of Changes in Equity
- 163 Consolidated Statement of Cash Flows
- 165 Notes to the Financial Statements

OTHER
INFORMATION

- 272 Shareholding Statistics
- 273 Substantial Shareholders
- 275 Public Float
- 276 Additional Information on Directors Seeking Re-election
- 283 Interested Person Transactions
- 284 Notice of Annual General Meeting Proxy Form

DIRECTORS’ STATEMENT

Year ended 31 December 2024

We are pleased to submit this annual report to the members of the Company 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 155 to 271 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 Companies Act 1967 (the “Act”) and Singapore Financial Reporting Standards (International); 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 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:

Stephen Riady
Sin Boon Ann
Lim Boh Soon
Kin Chan
Goh Min Yen
Brian Riady

The directors in office during the financial year ended 31 December 2024 were as follows:

Stephen Riady	
Christopher James Willaims	(Resigned on 1 April 2024)
Lim Boh Soon	
Kelvin Lo Kee Wai	(Resigned on 1 April 2024)
Sin Boon Ann	
Kin Chan	
Goh Min Yen	
Brian Riady	

DIRECTORS’ INTERESTS

According to the register kept by the Company for the purposes of Section 164 of the Act, 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 in related corporations (other than wholly-owned subsidiaries) are as follows:

DIRECTORS’ STATEMENT

Year ended 31 December 2024

Name of director and corporation in which interests are held	Holdings at beginning of the financial year		Holdings at end of the financial year	
	Stephen Riady	Kin Chan	Stephen Riady	Kin Chan
Deemed Interest				
<u>The Company</u>				
OUE Limited				
- ordinary shares	618,916,410	618,916,410	551,596,500	551,596,500
<u>Related Corporations</u>				
Lippo ASM Asia Property Limited				
- Class A Shares	400	400	400	400
- Class B Shares	200	–	200	–
- Class C Shares	–	200	–	200
Fortune Crane Limited				
- ordinary shares	45,932	45,932	45,932	45,932
Golden Concord Asia Limited				
- ordinary shares	1,000	1,000	1,000	1,000
OUE Realty Pte. Ltd.				
- ordinary shares	50,000,000	50,000,000	50,000,000	50,000,000
First REIT Management Limited				
- ordinary shares	1,000,000	1,000,000	1,000,000	1,000,000
OUE Healthcare Limited				
- ordinary shares	3,126,316,752	3,126,316,752	3,126,316,752	3,126,316,752

Note: By virtue of Section 7 of the Act, Dr Stephen Riady and Mr Kin Chan are deemed to have an interest in all of the abovenamed related corporations’ direct and indirect interests in their respective subsidiaries and associates, at the beginning and at the end of the financial year.

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 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.

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.

DIRECTORS’ STATEMENT

Year ended 31 December 2024

SHARE OPTIONS

During the financial year, there were:

- (i) no options granted by the Company or its subsidiaries to any person to take up unissued shares in the Company or its subsidiaries; and
- (ii) no shares issued by virtue of any exercise of option to take up unissued shares of the Company or its subsidiaries.

As at the end of the financial year, there were no unissued shares of the Company or its subsidiaries under options granted by the Company or its subsidiaries as at the end of the financial year.

AUDIT COMMITTEE

The Audit Committee comprises three non-executive Directors, two of whom are independent. The members of the Audit Committee as at the date of this statement are:

Lim Boh Soon (Chairman) (Redesignated as Chairman with effect from 1 April 2024)
Kin Chan
Goh Min Yen (Appointed as a member with effect from 1 April 2024)

During the year, the Audit Committee comprised three non-executive Directors, two of whom were independent. The members of the Audit Committee during the year were:

Lim Boh Soon
Kelvin Lo Kee Wai (Chairman) (Resigned on 1 April 2024)
Kin Chan
Goh Min Yen

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

The Audit Committee has held four meetings since the last directors’ statement. In performing its functions, the Audit 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 Committee also reviewed the following:

- annual audit plans and scope of work of the internal and external auditors;
- results of the internal and external audit procedures;
- evaluation of the Group’s internal accounting control system;
- assistance provided by the Company’s officers to the internal auditors and external auditors;
- quarterly financial information and annual financial statements of the Group and the Company prior to their submission to the directors of the Company for adoption; and
- interested person transactions (as defined in Chapter 9 of the SGX Listing Manual).

The Audit Committee has full access to 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 Committee also recommends the appointment of the external auditors and reviews the level of audit and non-audit fees.

DIRECTORS’ STATEMENT

Year ended 31 December 2024

The Audit Committee has conducted an annual review of the non-audit services provided by KPMG LLP and is satisfied that such services did not affect their independence as external auditors of the Company.

The Audit Committee has recommended to the Board of Directors that the auditors, KPMG LLP, be nominated for re-appointment as auditors at the forthcoming Annual General Meeting of the Company.

In appointing the auditors of the Company, subsidiaries and significant associated companies, the Group has complied with Rules 712 and 715 of the SGX Listing Manual.

AUDITORS

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

On behalf of the Board of Directors

Sin Boon Ann
Deputy Chairman and
Non-Executive Non-Independent Director

Brian Riady
Deputy Chief Executive Officer and
Executive Director

28 March 2025

INDEPENDENT AUDITORS’ REPORT

Year ended 31 December 2024

Members of the Company
OUE Limited

REPORT ON THE AUDIT OF THE FINANCIAL STATEMENTS

Opinion

We have audited the financial statements of OUE Limited (the “Company”) and its subsidiaries (the “Group”), which comprise the consolidated statement of financial position of the Group and the statement of financial position of the Company as at 31 December 2024, the consolidated statement of profit or loss and other 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 155 to 271.

In our opinion, the accompanying consolidated financial statements of the Group and the statement of financial position of the Company are properly drawn up in accordance with the provisions of the Companies Act 1967 (the “Act”) and Singapore Financial Reporting Standards (International) (“SFRS(I)s”) 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 investment properties

(Refer to note 6 to the financial statements)

Risks

The Group has a portfolio of investment properties mainly located in Singapore, Indonesia, Japan and the People’s Republic of China (the “PRC”) with a carrying value of \$4.8 billion as at 31 December 2024. Investment properties represent the most significant asset item on the consolidated statement of financial position. The Group’s accounting policy is to state the investment properties at their fair values, which are based on independent external valuations.

The valuation process involves significant judgement in determining the appropriate valuation methods to be used and estimating the underlying assumptions to be applied. The valuations are sensitive to key assumptions applied and a change in key assumptions could have a significant impact to the valuation.

INDEPENDENT AUDITORS’ REPORT

Year ended 31 December 2024

Our response

We evaluated the competency and objectivity of the external valuers and made enquiries with the valuers to understand their valuation methods, the assumptions and basis applied.

We considered the valuation methods used, which comprised the discounted cash flow method, income capitalisation method, direct comparison method, and residual value method, against those generally applied for similar property types. We also involved our internal valuation specialists in the assessment of valuation methods used and certain key assumptions of properties in Indonesia and Japan, and an investment property under development in Indonesia. We assessed the key assumptions used in the valuations which included a comparison of the discount rates, terminal yield rates, capitalisation rates and price per square foot/metre, against historical rates and available market data as at 31 December 2024, taking into consideration comparability and market factors. Where the rates were outside our expected range, we undertook further procedures to understand the effect of additional factors and, where necessary, held discussions with the valuers.

We also considered adequacy of disclosures in the financial statements in respect of estimation uncertainty and judgement applied.

Our findings

The valuers are members of generally-recognised professional bodies for real estate valuers and have considered their own independence in carrying out their work.

The valuation methods used by the valuers are comparable to methods used for similar property types by other valuers. The key assumptions used in the valuations were generally within range of available market data. Where the assumptions were outside the expected range, the additional factors considered by the valuers were noted to be consistent with other corroborative evidence.

We also found the disclosures in the financial statements to be appropriate in their description of judgement inherent in key assumptions used in the valuations, including the inter-relationship between key unobservable inputs and their fair values.

Valuation of interest in an equity-accounted investee

(Refer to note 8 to the financial statements)

Risks

The Group has investment in equity-accounted investees of \$1.4 billion as at 31 December 2024 which accounted for approximately 15% of its total assets. A significant portion of this investment was in a material associate, Gemdale Properties and Investment Corporation Limited (“GPI”) that is listed on the Hong Kong stock exchange, with a carrying amount of \$0.8 billion.

GPI’s business in the PRC continued to be adversely impacted by the sustained downturn in the PRC’s property sector and GPI’s share price traded at a discount to its net asset value (“NAV”) per share. During the year, GPI recorded significant losses arising from impairment of development properties and interests in its equity-accounted investees. Management identified impairment indicators on the Group’s investment in GPI.

Management has determined the recoverable amount of the Group’s investment in GPI to be approximated by its share of the underlying net assets of GPI, which is representative of the cash flows that would be derived from operations (value in use). Significant judgements are involved in determining the appropriateness of using the Group’s share of GPI’s net assets as an appropriate estimate of its recoverable amount and assessing impact of liquidity pressures on the realisation value of GPI’s underlying assets.

INDEPENDENT AUDITORS’ REPORT

Year ended 31 December 2024

Our response

We evaluated management’s assessment for indication of possible impairment for GPI and assessed the reasonableness of key assumptions and judgement used (including consideration of liquidity pressures) in determining the recoverable amount.

Our findings

We found the identification of impairment indicators to be appropriate. We found the key assumptions and judgement used by management in determining recoverable amount of the Group’s investment in GPI to be balanced.

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

Responsibilities of management and directors for the financial statements

Management is responsible for the preparation of financial statements that give a true and fair view in accordance with the provisions of the Act and SFRS(I)s, 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 of the Group, 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.

INDEPENDENT AUDITORS’ REPORT

Year ended 31 December 2024

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.

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 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.

INDEPENDENT AUDITORS’ REPORT

Year ended 31 December 2024

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 Tan Kar Yee, Linda.

KPMG LLP
Public Accountants and
Chartered Accountants

Singapore
28 March 2025

STATEMENTS OF FINANCIAL POSITION

As at 31 December 2024

	Note	Group		Company	
		2024 \$'000	2023 \$'000	2024 \$'000	2023 \$'000
Assets					
Non-current assets					
Property, plant and equipment	4	1,748,114	1,790,928	540,737	571,266
Intangible assets and goodwill	5	58,403	58,331	–	–
Investment properties	6	4,794,695	5,321,509	–	–
Investments in subsidiaries	7	–	–	940,431	938,424
Interests in equity-accounted investees	8	1,368,362	1,580,142	–	–
Other investments	9	109,894	113,973	–	–
Deferred tax assets	10	2,085	1,971	3,667	3,905
Other assets	11	5,386	6,087	948	931
Derivative assets	12	2,200	–	–	–
		8,089,139	8,872,941	1,485,783	1,514,526
Current assets					
Development properties	13	18,634	29,041	–	–
Loans to subsidiaries	7	–	–	468,159	522,872
Other investments	9	3,261	3,933	–	–
Other assets	11	99,857	104,364	16,311	17,754
Inventories		2,554	2,428	175	155
Derivative assets	12	260	3,912	–	78
Trade and other receivables	14	57,572	67,681	912,769	1,174,726
Cash and cash equivalents	15	600,053	182,602	138,396	37,511
		782,191	393,961	1,535,810	1,753,096
Total assets		8,871,330	9,266,902	3,021,593	3,267,622
Equity					
Share capital	16	470,546	470,546	470,546	470,546
Other reserves	17	(392,748)	(364,949)	(23,774)	(20,115)
Accumulated profits	18	3,123,326	3,534,739	1,814,367	2,021,485
Equity attributable to owners of the Company		3,201,124	3,640,336	2,261,139	2,471,916
Perpetual securities		33,282	33,282	–	–
Non-controlling interests	19	2,115,951	2,208,078	–	–
Total equity		5,350,357	5,881,696	2,261,139	2,471,916

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

STATEMENTS OF FINANCIAL POSITION

As at 31 December 2024

	Note	Group		Company	
		2024	2023	2024	2023
		\$'000	\$'000	\$'000	\$'000
Liabilities					
Non-current liabilities					
Borrowings	20	2,928,224	2,842,190	79,378	71,168
Lease liabilities	21	29,932	31,254	598,045	626,365
Deferred income	22	15,888	16,822	–	–
Deferred tax liabilities	10	74,543	122,318	–	–
Other payables	23	36,769	51,740	423	410
Derivative liabilities	12	2,517	718	165	215
		3,087,873	3,065,042	678,011	698,158
Current liabilities					
Borrowings	20	183,000	31,346	–	–
Lease liabilities	21	6,896	6,921	28,320	27,357
Deferred income	22	1,480	4,330	–	–
Provision	24	20,141	20,199	–	–
Derivative liabilities	12	390	27	30	–
Current tax liabilities		73,437	68,592	11,943	13,342
Trade and other payables	25	147,756	188,749	42,150	56,849
		433,100	320,164	82,443	97,548
Total liabilities		3,520,973	3,385,206	760,454	795,706
Total equity and liabilities		8,871,330	9,266,902	3,021,593	3,267,622

CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND
OTHER COMPREHENSIVE INCOME

Year ended 31 December 2024

	Note	2024	2023
		\$'000	\$'000
Revenue	26	646,499	623,099
Cost of sales		(289,959)	(262,677)
Gross profit		356,540	360,422
Marketing expenses		(12,397)	(11,303)
Administrative expenses		(86,908)	(87,293)
Other operating expenses		(17,519)	(15,624)
Share of results of equity-accounted investees, net of tax		(176,277)	43,199
		63,439	289,401
Finance expenses	29	(171,806)	(160,284)
Finance income	30	10,431	11,958
Other (losses) / gains – net	31	(187,423)	11,653
(Loss) / Profit before tax	27	(285,359)	152,728
Tax (expense) / credit	32	(11,921)	12,411
(Loss) / Profit after tax		(297,280)	165,139
Other comprehensive income			
Items that are or may be reclassified subsequently to profit or loss:			
Foreign operations:			
- currency translation differences		(23,637)	(37,308)
- currency translation differences reclassified to profit or loss on disposal		52,545	–
Share of other comprehensive income of equity-accounted investees:			
- currency translation differences		(27,642)	(32,439)
- other reserves		(1,249)	(1,837)
Cash flow hedges:			
- effective portion of changes in fair value of cash flow hedges		6,626	9,235
- hedging reserve reclassified to profit or loss		(3,031)	(12,479)
		3,612	(74,828)
Items that will not be reclassified subsequently to profit or loss:			
Share of other reserves of an equity-accounted investee		(1,063)	1,078
Net change in fair value of investments at fair value through other comprehensive income, net of tax		(679)	(38,198)
		(1,742)	(37,120)
Other comprehensive income, net of tax		1,870	(111,948)
Total comprehensive income for the year		(295,410)	53,191

CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND
OTHER COMPREHENSIVE INCOME

Year ended 31 December 2024

	Note	2024 \$'000	2023 \$'000
(Loss) / Profit attributable to:			
Owners of the Company		(286,760)	81,079
Perpetual securities holders		1,661	1,656
Non-controlling interests		(12,181)	82,404
		(297,280)	165,139
Total comprehensive income attributable to:			
Owners of the Company		(299,221)	(7,560)
Perpetual securities holders		1,661	1,656
Non-controlling interests		2,150	59,095
		(295,410)	53,191
Earnings per share for (loss) / profit attributable to the owners of the Company			
Basic and diluted earnings per share (cents)	33	(35.86)	9.57

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

Year ended 31 December 2024

	Attributable to owners of the Company				Perpetual securities \$'000	Non-controlling interests \$'000	Total equity \$'000
	Share capital \$'000	Other reserves \$'000	Accumulated profits \$'000	Total \$'000			
At 1 January 2024	470,546	(364,949)	3,534,739	3,640,336	33,282	2,208,078	5,881,696
Total comprehensive income for the year							
Loss for the year	–	–	(286,760)	(286,760)	1,661	(12,181)	(297,280)
Other comprehensive income							
Foreign operations:							
- currency translation differences	–	(11,331)	–	(11,331)	–	(12,306)	(23,637)
- currency translation differences reclassified to profit or loss on disposal	–	27,460	–	27,460	–	25,085	52,545
Share of other comprehensive income of equity-accounted investees:							
- currency translation differences	–	(27,923)	–	(27,923)	–	281	(27,642)
- other reserves	–	(1,670)	–	(1,670)	–	(642)	(2,312)
Net change in fair value of investments at fair value through other comprehensive income, net of tax	–	(694)	–	(694)	–	15	(679)
Cash flow hedges:							
- effective portion of changes in fair value of cash flow hedges	–	3,222	–	3,222	–	3,404	6,626
- hedging reserve reclassified to profit or loss	–	(1,525)	–	(1,525)	–	(1,506)	(3,031)
Total other comprehensive income, net of tax	–	(12,461)	–	(12,461)	–	14,331	1,870
Total comprehensive income for the year	–	(12,461)	(286,760)	(299,221)	1,661	2,150	(295,410)

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

Year ended 31 December 2024

		Attributable to owners of the Company				Non-		Total equity \$'000
	Note	Share capital \$'000	Other reserves \$'000	Accumulated profits \$'000	Total \$'000	Perpetual securities \$'000	controlling interests \$'000	
Transactions with owners, recognised directly in equity								
Contributions by and distributions to owners								
Own shares acquired	16	–	(3,659)	(105,048)	(108,707)	–	–	(108,707)
Dividends paid	34	–	–	(32,775)	(32,775)	–	(92,587)	(125,362)
Distribution to perpetual securities holders		–	–	–	–	(1,661)	–	(1,661)
Total contributions by and distributions to owners		–	(3,659)	(137,823)	(141,482)	(1,661)	(92,587)	(235,730)
Changes in ownership interests in subsidiaries								
Acquisition of a subsidiary with non-controlling interests		–	–	–	–	–	200	200
Changes in ownership interests in subsidiaries without a change in control	41	–	65	1,546	1,611	–	(1,890)	(279)
Total changes in ownership interests in subsidiaries		–	65	1,546	1,611	–	(1,690)	(79)
Total transactions with owners		–	(3,594)	(136,277)	(139,871)	(1,661)	(94,277)	(235,809)
Share of reserves of an equity-accounted investee		–	(10,030)	9,910	(120)	–	–	(120)
Transfer from fair value reserve to accumulated profits	31	–	(1,714)	1,714	–	–	–	–
At 31 December 2024		470,546	(392,748)	3,123,326	3,201,124	33,282	2,115,951	5,350,357

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

Year ended 31 December 2024

	Attributable to owners of the Company						
	Share capital	Other reserves	Accumulated profits	Total	Perpetual securities	Non-controlling interests	Total equity
	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000
At 1 January 2023	470,546	(252,625)	3,470,549	3,688,470	33,282	2,252,297	5,974,049
Total comprehensive income for the year							
Profit for the year	–	–	81,079	81,079	1,656	82,404	165,139
Other comprehensive income							
Foreign operations:							
- currency translation differences	–	(16,724)	–	(16,724)	–	(20,584)	(37,308)
Share of other comprehensive income of equity-accounted investees:							
- currency translation differences	–	(32,439)	–	(32,439)	–	–	(32,439)
- other reserves	–	186	–	186	–	(945)	(759)
Net change in fair value of investments at fair value through other comprehensive income, net of tax	–	(38,148)	–	(38,148)	–	(50)	(38,198)
Cash flow hedges:							
- effective portion of changes in fair value of cash flow hedges	–	4,485	–	4,485	–	4,750	9,235
- hedging reserve reclassified to profit or loss	–	(5,999)	–	(5,999)	–	(6,480)	(12,479)
Total other comprehensive income, net of tax	–	(88,639)	–	(88,639)	–	(23,309)	(111,948)
Total comprehensive income for the year	–	(88,639)	81,079	(7,560)	1,656	59,095	53,191

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

Year ended 31 December 2024

		Attributable to owners of the Company				Non-		
	Note	Share capital \$'000	Other reserves \$'000	Accumulated profits \$'000	Total \$'000	Perpetual securities \$'000	controlling interests \$'000	Total equity \$'000
Transactions with owners, recognised directly in equity								
Contributions by and distributions to owners								
Own shares acquired	16	–	(3,936)	–	(3,936)	–	–	(3,936)
Dividends paid	34	–	–	(21,181)	(21,181)	–	(97,775)	(118,956)
Distribution to perpetual securities holders		–	–	–	–	(1,656)	–	(1,656)
Total contributions by and distributions to owners		–	(3,936)	(21,181)	(25,117)	(1,656)	(97,775)	(124,548)
Changes in ownership interests in subsidiaries								
Disposal of interests in a subsidiary		–	–	–	–	–	42	42
Changes in ownership interests in subsidiaries without a change in control	41	–	–	5,581	5,581	–	(5,581)	–
Total changes in ownership interests in subsidiaries		–	–	5,581	5,581	–	(5,539)	42
Total transactions with owners		–	(3,936)	(15,600)	(19,536)	(1,656)	(103,314)	(124,506)
Share of reserves of an equity-accounted investee		–	(14,232)	(6,806)	(21,038)	–	–	(21,038)
Transfer from fair value reserve to accumulated profits	31	–	(5,517)	5,517	–	–	–	–
At 31 December 2023		470,546	(364,949)	3,534,739	3,640,336	33,282	2,208,078	5,881,696

CONSOLIDATED STATEMENT OF CASH FLOWS

Year ended 31 December 2024

	Note	2024 \$'000	2023 \$'000
Cash flows from operating activities			
(Loss) / Profit for the year		(297,280)	165,139
Adjustments for:			
Depreciation for property, plant and equipment	27	63,011	60,393
Impairment loss / (Write back of impairment loss) on development properties	31	1,069	(24)
Adjustments on rental straight lining	6	(6,702)	(14,615)
Net change in fair value of investment properties	31	163,655	47,105
Net change in fair value of investments designated at fair value through profit or loss	31	736	(7,196)
Impairment loss / (Write back of impairment loss) on property, plant and equipment	31	1,796	(51,787)
(Write back of impairment loss) / Impairment loss on trade and other receivables	27	(541)	1,075
Bad debts written off	27	260	613
Gain on disposal of an equity-accounted investee	31	(150)	–
Loss / (Gain) on disposal of subsidiaries	31	20,300	(62)
(Gain) / Loss on disposal of property, plant and equipment	27	(18)	171
Loss on disposal of asset held for sale	31	242	–
Loss on disposal of investment properties		–	50
Finance expenses	29	171,806	160,284
Finance income	30	(10,431)	(11,958)
Share of results of equity-accounted investees, net of tax		176,277	(43,199)
Tax expense / (credit)	32	11,921	(12,411)
		295,951	293,578
Changes in:			
- trade and other receivables and other assets		12,541	(8,339)
- inventories		(241)	(834)
- development properties		9,039	8,802
- trade and other payables and provision		(18,197)	(2,523)
- deferred income		(3,784)	17,404
Cash generated from operations		295,309	308,088
Tax paid		(29,574)	(24,217)
Net cash from operating activities		265,735	283,871

CONSOLIDATED STATEMENT OF CASH FLOWS

Year ended 31 December 2024

	Note	2024 \$'000	2023 \$'000
Cash flows from investing activities			
Acquisition of interests in equity-accounted investees		(9,858)	(71,024)
Acquisition of other investments		(4,528)	(37,514)
Additions to property, plant and equipment		(29,711)	(49,815)
Additions to investment properties		(10,444)	(5,345)
Dividends from:			
- equity-accounted investees, net of tax		9,823	15,018
- other investments		1,426	3,762
Interest received		5,530	9,068
Loans to an equity-accounted investee		–	(24,000)
Proceeds from repayment of loans from equity-accounted investees		1,200	19,348
Proceeds from sale of other investments		7,917	61,056
Proceeds from disposal of asset held for sale	6	34,857	–
Proceeds from disposal of investment properties		1,645	1,523
Payment of outstanding consideration for the acquisition of a subsidiary		(9,319)	–
Acquisition of a subsidiary, net of cash acquired	40	(264)	–
Proceeds from disposal of interest in an equity-accounted investee		797	–
Proceeds from disposal of subsidiaries, net of cash disposed	40	299,378	(31)
Proceeds from disposal of property, plant and equipment		14	74
Net cash from / (used in) investing activities		<u>298,463</u>	<u>(77,880)</u>
Cash flows from financing activities			
Acquisition of non-controlling interests		(279)	–
Dividends paid		(125,362)	(118,956)
Distribution to perpetual securities holders		(1,661)	(1,656)
Repurchase of own shares	16	(108,707)	(3,936)
Proceeds from borrowings	20	1,559,607	715,000
Repayment of borrowings	20	(1,316,135)	(804,344)
Principal repayment of leases	20	(6,819)	(6,689)
Finance expense paid	20	(146,001)	(127,847)
Changes in pledged deposits		1,789	(1,890)
Net cash used in financing activities		<u>(143,568)</u>	<u>(350,318)</u>
Net increase / (decrease) in cash and cash equivalents		420,630	(144,327)
Cash and cash equivalents at 1 January		179,258	326,392
Effect of exchange rate fluctuations on cash held		(1,390)	(2,807)
Cash and cash equivalents at 31 December	15	<u>598,498</u>	<u>179,258</u>

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 28 March 2025.

1 DOMICILE AND ACTIVITIES

OUE Limited (the “Company”) is a company incorporated in Singapore. The address of the Company’s registered office is 50 Collyer Quay, #18-01/02, OUE Bayfront, Singapore 049321.

The principal activities of the Company are those of hospitality services, property investment and investment holding. The principal activities of its significant subsidiaries are set out in note 42 to the financial statements.

The consolidated 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 equity-accounted investees.

The Company’s immediate holding company is OUE Realty Pte. Ltd., a company incorporated in Singapore. The ultimate holding company is Lippo ASM Asia Property Limited, a company incorporated in the Cayman Islands.

2 BASIS OF PREPARATION

2.1 Statement of compliance

The financial statements have been prepared in accordance with Singapore Financial Reporting Standards (International) (“SFRS(I)s”). The changes to material accounting policies are described in note 2.5.

2.2 Basis of measurement

The financial statements have been prepared on the historical cost basis except as otherwise described in the notes below.

2.3 Functional and presentation currency

These 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, unless otherwise stated.

2.4 Use of estimates and judgement

The preparation of the financial statements in conformity with SFRS(I) requires management to make judgements, estimates and assumptions about the future, including climate-related risks and opportunities, that affect the application of the Group’s 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 on-going basis and are consistent with the Group’s risk management and climate-related commitments where appropriate. Revisions to accounting estimates are recognised prospectively.

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2024

2 BASIS OF PREPARATION (CONT'D)

2.4 Use of estimates and judgements (cont'd)

Information about critical judgements in applying accounting policies that have the most significant effect on the amounts recognised in the financial statements is included in the following notes:

- Note 6 Classification of investment properties under development
- Note 42 Assessment of ability to control over partly owned investment

Information about assumptions and estimation uncertainties at the reporting date that have a significant risk of resulting in a material adjustment to the carrying amounts of assets and liabilities within the next financial year are included in the following notes:

- Note 5 Impairment testing of intangible assets: key assumptions underlying recoverable amounts
- Note 6 Determination of fair value of investment properties
- Note 8 Determination of recoverable amount of interests in equity-accounted investees
- Note 35 Recognition and measurement of provisions and contingencies: key assumptions about the likelihood and magnitude of an outflow of resources

Measurement of fair values

A number of the Group's accounting policies and disclosures require the measurement of fair values, for both financial and non-financial assets, and financial and non-financial liabilities.

The Group has an established control framework with respect to the measurement of fair values. This includes a team that regularly reviews significant unobservable inputs and valuation adjustments and reports to the Group Chief Financial Officer who has overall responsibility for all significant fair value measurements. If third party information, such as broker quotes or independent valuers' report, is used to measure fair values, then the team assesses and documents the evidence obtained from the third parties to support the conclusion that these valuations meet the requirements of SFRS(I), including the level in the fair value hierarchy in which the valuations should be classified. Significant valuation issues are reported to the Group's Audit Committee.

When measuring the fair value of an asset or a liability, the Group uses observable market data as far as possible. 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: quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).
- Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

If the inputs used to measure the fair value of an asset or a liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorised in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement (with Level 3 being the lowest).

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.

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2024

2 BASIS OF PREPARATION (CONT'D)

2.4 Use of estimates and judgements (cont'd)

Measurement of fair values (cont'd)

Further information about the assumptions made in measuring fair values is included in the following notes:

- Note 6 Investment properties
- Note 37 Financial instruments

2.5 Changes in material accounting policies

New accounting standards and amendments

The Group has applied the amendments to SFRS(I) for the first time for the annual period beginning on 1 January 2024:

- Amendments to SFRS(I) 1-1 *Classification of Liabilities as Current or Non-current* and Amendments to SFRS(I) 1-1 *Non-current Liabilities with Covenants*
- 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 does not have a material effect on the financial statements.

3 MATERIAL ACCOUNTING POLICIES

The accounting policies set out below have been applied consistently to all periods presented in these financial statements.

3.1 Basis of consolidation

- (i) Business combinations

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 (see note 3.1 (ii)). 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.

The consideration transferred in the acquisition is generally measured at fair value, as are the identifiable net assets acquired. Any goodwill that arises is tested annually for impairment (see note 3.9). Any gain on a bargain purchase is recognised in profit or loss immediately. Transaction costs are expensed as incurred, except if related to the issue of debt or equity securities (see note 3.8).

The consideration transferred does not include amounts related to the settlement of pre-existing relationships. Such amounts are generally recognised in profit or loss.

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)

Any contingent consideration payable is recognised at fair value at the date of acquisition. If an obligation to pay contingent consideration that meets the definition of a financial instrument is classified as equity, it is not remeasured and settlement is accounted for within equity. Otherwise, other contingent consideration is remeasured at fair value at each reporting date and subsequent changes to the fair value of the contingent consideration are recognised in profit or loss.

Non-controlling interest ("NCI") are measured at the NCI's proportionate share of the recognised amounts of the acquiree's identifiable net assets, at the date of acquisition.

Changes in the Group's interest in a subsidiary that do not result in a loss of control are accounted for as equity transactions.

(ii) Subsidiaries

Subsidiaries are entities 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 that control ceases.

The accounting policies of subsidiaries have been changed when necessary to align them with the policies adopted by the Group. Losses applicable to the NCI in a subsidiary are allocated to the NCI even if doing so causes the NCI to have a deficit balance.

(iii) Loss of control

When the Group loses control over a subsidiary, the Group derecognises the assets and liabilities of the subsidiary, and any related NCI and other components of equity. Any resulting gain or loss is recognised in profit or loss. Any interest retained in the former subsidiary is measured at fair value when control is lost.

(iv) Investments in associates and joint ventures (equity-accounted investees)

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. Significant influence is presumed to exist when the Group holds 20% or more of the voting power of another entity. 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, rather than rights to its assets and obligations for its liabilities.

Investments in associates and joint ventures are accounted for using the equity method. They are initially recognised at cost, which includes transaction costs. Subsequent to initial recognition, the consolidated financial statements include the Group's share of the profit or loss and other comprehensive income ("OCI") of equity-accounted investees, after adjustments to align the accounting policies with those of the Group, from the date that significant influence or joint control commences until the date that significant influence or joint control ceases.

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2024

3 MATERIAL ACCOUNTING POLICIES (CONT'D)

3.1 Basis of consolidation (cont'd)

(iv) Investments in associates and joint ventures (equity-accounted investees) (cont'd)

When the Group's share of losses exceeds its investment in an equity-accounted investee, the carrying amount of the investment, together with any long-term interests that form part thereof, is reduced to zero, and the recognition of further losses is discontinued except to the extent that the Group has an obligation to fund the investee's operations or has made payments on behalf of the investee.

(v) Transactions eliminated on consolidation

Intra-group balances and transactions, and any unrealised income and expenses (except for foreign currency transaction gains or losses) arising from intra-group transactions, are eliminated in preparing the consolidated financial statements. Unrealised gains arising from transactions with equity-accounted investees 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.

(vi) Subsidiaries, associates and joint ventures in the separate financial statements

Investments in subsidiaries, associates and joint ventures are stated in the Company's statement of financial position at cost less accumulated impairment losses.

3.2 Foreign currency

(i) Foreign currency transactions

Transactions in foreign currencies are translated to the respective functional currencies of Group entities at exchange rates at the dates of the transactions. Monetary assets and liabilities denominated in foreign currencies at the reporting date are translated to the functional currency at the exchange rate at that date.

Non-monetary assets and liabilities denominated in foreign currencies that are measured at fair value are translated to the functional currency at the exchange rate at the date that the fair value was determined. Non-monetary items in a foreign currency that are measured in terms of historical cost are translated using the exchange rate at the date of the transaction. Foreign currency differences arising on translation are generally recognised in profit or loss and presented within finance costs / income. However, foreign currency differences arising from the translation of the following items are recognised in OCI:

- an equity investment and interest in limited partnership designated as at fair value through other comprehensive income ("FVOCI");
- a financial liability designated as a hedge of the net investment in a foreign operation to the extent that the hedge is effective; and
- qualifying cash flow hedges to the extent that the hedges are effective.

(ii) Foreign operations

The assets and liabilities of foreign operations, including goodwill and fair value adjustments arising on acquisition, are translated to Singapore dollars at exchange rates at the reporting date. The income and expenses of foreign operations are translated to Singapore dollars at exchange rates at the dates of the transactions.

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2024

3 MATERIAL ACCOUNTING POLICIES (CONT'D)

3.2 Foreign currency (cont'd)

(ii) Foreign operations (cont'd)

Foreign currency differences are recognised in OCI. However, if the foreign operation is a non-wholly-owned subsidiary, then the relevant proportionate share of the translation difference is allocated to the NCI. 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 NCI. 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.

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 OCI, and are presented in the translation reserve in equity.

3.3 Property, plant and equipment

(i) Recognition and measurement

Items of property, plant and equipment are measured at cost, which includes capitalised borrowing costs, less accumulated depreciation and accumulated impairment losses.

Purchased software that is integral to the functionality of the related equipment is capitalised as part of that equipment.

If significant parts of an item of property, plant and equipment have different useful lives, they are accounted for as separate items (major components) of property, plant and equipment.

Any gain or loss on disposal of an item of property, plant and equipment is recognised in profit or loss.

(ii) Subsequent costs

The cost of replacing a component of an item of property, plant and equipment is recognised in the carrying amount of the item if it is probable that the future economic benefits embodied within the component will flow to the Group, and its cost can be measured reliably. The carrying amount of the replaced component is derecognised. The costs of the day-to-day servicing of property, plant and equipment are recognised in profit or loss as incurred.

(iii) 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 the 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.

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2024

3 MATERIAL ACCOUNTING POLICIES (CONT'D)

3.3 Property, plant and equipment (cont'd)

(iii) Depreciation (cont'd)

The estimated annual rates used for the current and comparative years are as follows:

	%
Leasehold improvements	$3\frac{1}{2} - 33\frac{1}{3}$
Freehold premises	2
Plant, machinery and office equipment	$5 - 33\frac{1}{3}$
Furniture and fittings	$10 - 33\frac{1}{3}$
Motor vehicles	20

Leasehold land and buildings are depreciated evenly over the lease period ranging from 16 years to 64 years. Construction and renovation in progress are not depreciated.

Depreciation methods, useful lives and residual values are reviewed at the end of each reporting period and adjusted if appropriate.

3.4 Intangible assets and goodwill

(i) Goodwill

Goodwill arising from acquisition of subsidiaries is included in intangible assets. For the measurement of goodwill at initial recognition, refer to note 3.1(i).

Goodwill is subsequently measured at cost less accumulated impairment losses. In respect of associates and joint ventures, the carrying amount of goodwill is included in the carrying amount of the investment, and an impairment loss on such an investment is not allocated to any asset, including goodwill, that forms part of the carrying amount of the associates and joint ventures.

(ii) Management rights

Management rights acquired is initially recognised at cost and subsequently measured at cost less accumulated impairment losses, if any. The useful life of the management rights is estimated to be indefinite as management believes there is no foreseeable limit to the period over which management rights is expected to generate net cash inflows for the Group.

(iii) Subsequent expenditure

Subsequent expenditure is capitalised only when it increases the future economic benefits embodied in the specific asset to which it relates. All other expenditure, including expenditure on internally generated goodwill and brands, is recognised in profit or loss as incurred.

3.5 Investment properties

Investment properties are measured at cost on initial recognition and subsequently at fair value with any change therein recognised in profit or loss.

Any gain or loss on disposal of an investment property (calculated as the difference between the net proceeds from disposal and the carrying amount of the item) is recognised in profit or loss. When an investment property that was previously classified as property, plant and equipment is sold, any related amount included in the revaluation reserve is transferred to accumulated profits.

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2024

3 MATERIAL ACCOUNTING POLICIES (CONT'D)

3.5 Investment properties (cont'd)

When the use of a property changes such that it is reclassified as property, plant and equipment, its fair value at the date of reclassification becomes its cost for subsequent accounting.

Property that is being constructed for future use as investment property is accounted for at fair value.

3.6 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 in accordance with note 3.5.

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.

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; and
- lease payments in an optional renewal period if the Group is reasonably certain to exercise an extension option.

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2024

3 MATERIAL ACCOUNTING POLICIES (CONT'D)

3.6 Leases (cont'd)

(i) As a lessee (cont'd)

The lease liability is measured at amortised cost using the effective interest method. It is remeasured when there is a change in future lease payments or if the Group changes its assessment of whether it will exercise the termination option or if there is a revised in-substance fixed lease payment.

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 recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

The Group presents right-of-use assets that do not meet the definition of investment property in "Property, plant and equipment" and lease liabilities in "Lease liabilities" in the statements of financial position.

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. 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.

The Group leases out its investment properties and has classified these leases as operating leases.

The Group recognises lease payments received from investment properties under operating leases as rental income on a straight-line basis over the lease term as part of "revenue".

3.7 Development properties

Development properties are measured at the lower of cost and net realisable value. Cost includes acquisition costs, development expenditure, and other costs directly attributable to the development activities.

Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and selling expenses. The write-down to net realisable value is presented as allowance for impairment losses.

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2024

3 MATERIAL ACCOUNTING POLICIES (CONT'D)

3.8 Financial instruments

- (i) Recognition and initial measurement

Non-derivative financial assets and financial liabilities

Trade receivables and debt investments issued are initially recognised when they are originated. All other financial assets and financial liabilities are initially recognised when the Group becomes a party to the contractual provisions of the instrument.

A financial asset (unless it is a trade receivable without a significant financing component) or financial liability is initially measured at fair value plus, or minus, for an item not at fair value through profit or loss ("FVTPL"), 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. However, if the Group has an unconditional right to an amount that differs from the transaction price (e.g. due to the Group's refund policy), the trade receivable will be initially measured at the amount of that unconditional right.

- (ii) Classification, subsequent measurement and gain and losses

Non-derivative financial assets

On initial recognition, a financial asset is classified as measured at: amortised cost; FVOCI – equity investment; FVOCI – interest in limited partnerships; or 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 give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

These 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 are recognised in profit or loss. Any gain or loss on derecognition is recognised in profit or loss.

Financial assets at FVOCI

On initial recognition of an equity investment and interest in limited partnerships that is not held-for-trading, the Group may irrevocably elect to present subsequent changes in the investment's fair value in OCI. This election is made on an investment-by-investment basis.

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 the 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)

3.8 Financial instruments (cont'd)

- (ii) Classification, subsequent measurement and gain and losses (cont'd)

Financial assets at FVTPL

All financial assets not classified as measured at amortised cost or FVOCI as described above (e.g. financial assets held for trading and those that are managed and whose performance is evaluated on a fair value basis) are measured 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.

Financial assets: Business model assessment

The Group makes an assessment of the objective of the business model in which a financial asset is held at a portfolio level because this best reflects the way the business is managed and information is provided to management.

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.

Non-derivative financial assets: Assessment whether contractual cash flows are solely payments of principal and interest

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 or 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;
- terms that may adjust the contractual coupon rate, including variable rate features;
- prepayment and extension 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 compensation for early termination of the contract. Additionally, for a financial asset acquired at a significant 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 compensation for early termination) is treated as consistent with this criterion if the fair value of the prepayment feature is insignificant at initial recognition. The Group had no financial assets held outside trading business models that failed the SPPI assessment.

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2024

3 MATERIAL ACCOUNTING POLICIES (CONT'D)

3.8 Financial instruments (cont'd)

- (ii) Classification, subsequent measurement and gain and losses (cont'd)

Non-derivative financial liabilities

Financial liabilities are classified as measured at amortised cost or FVTPL. A financial liability is classified as at FVTPL if it is classified as held-for-trading 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.

Other financial liabilities (i.e. borrowings (excluding convertible bonds) and trade and other payables) are initially measured at fair value less directly attributable transaction costs. They are subsequently measured at amortised cost under the effective interest method. Interest expense and foreign exchange gains and losses are recognised in profit or loss.

- (iii) Derecognition

Financial assets

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.

Transfers assets are not derecognised when the Group enters into transactions whereby it transfers assets recognised in its statements of financial position, but retains either all or substantially all of the risks and rewards of the transferred assets.

Financial liabilities

The Group derecognises a financial liability when its contractual obligations are discharged or cancelled, or expire. The Group also derecognises a financial liability when its terms are modified and the cash flows of the modified liability are substantially different, in which case a new financial liability based on the modified terms is recognised at fair value.

On derecognition of a financial liability, the difference between the carrying amount extinguished and the consideration paid (including any non-cash assets transferred or liabilities assumed) is recognised in profit or loss.

- (iv) Offsetting

Financial assets and financial liabilities are offset and the net amount presented in the statements of financial position when, and only when, the Group currently has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realise the asset and settle the liability simultaneously.

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2024

3 MATERIAL ACCOUNTING POLICIES (CONT'D)

3.8 Financial instruments (cont'd)

- (v) Cash and cash equivalents

Cash and cash equivalents comprise cash balances and short-term deposits with maturities of three months or less from the date of acquisition that are subject to an insignificant risk of changes in their fair value, and are used by the Group in the management of its short-term commitments.

Pledged deposits are excluded for the purpose of the consolidated statement of cash flows.

- (vi) Derivative financial instruments and hedge accounting

The Group holds derivative financial instruments to hedge its interest rate risk exposures. Embedded derivatives are separated from the host contract and accounted for separately if the host contract is not a financial asset and certain criteria are met.

Derivatives are initially measured at fair value. Subsequent to initial recognition, derivatives are measured at fair value, and changes therein are generally recognised in profit or loss.

The Group designates certain derivatives and non-derivative financial instruments as hedging instruments in qualifying hedging relationships.

Cash flow hedges

The Group designates certain derivatives as hedging instruments to hedge the variability in cash flows associated with highly probable forecast transactions arising from changes in interest rates.

When a derivative is designated as a cash flow hedging instrument, the effective portion of changes in the fair value of the derivative is recognised in OCI and accumulated in the hedging reserve. The effective portion of changes in the fair value of the derivative that is recognised in OCI is limited to the cumulative change in fair value of the hedged item, determined on a present value basis, from inception of the hedge. Any ineffective portion of changes in the fair value of the derivative is recognised immediately in profit or loss.

If the hedge no longer meets the criteria for hedge accounting or the hedging instrument is sold, expires, is terminated or is exercised, 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 hedged future cash flows are no longer expected to occur, then the amounts that have been accumulated in the hedging reserve and the cost of hedging reserve are immediately reclassified to profit or loss.

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2024

3 MATERIAL ACCOUNTING POLICIES (CONT'D)

3.8 Financial instruments (cont'd)

- (vii) Share capital

Ordinary shares

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of new ordinary shares are recognised as a deduction from equity. Income tax relating to transaction costs of an equity transaction is accounted for in accordance with SFRS(I) 1-12 *Income Taxes*.

Repurchase, disposal and reissue of share capital (treasury shares)

When share capital recognised as equity is repurchased, the amount of the consideration paid, which includes directly attributable costs, is recognised as a deduction from equity. Repurchased shares are classified as treasury shares and are presented in the reserve for own share account. When treasury shares are sold or reissued subsequently, the amount received is recognised as an increase in equity, and the resulting surplus or deficit on the transaction is presented in non-distributable capital reserve. When repurchased shares are cancelled, the cost of the repurchased shares is recognised as a deduction from share capital if the shares are purchased out of capital, or a deduction from accumulated profits if the shares are purchased out of profits.

- (viii) Intra-group financial guarantees 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.

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 *Financial Instruments* and the amount initially recognised less, when appropriate, the cumulative amount of income recognised in accordance with the principles of SFRS(I) 15 *Revenue from Contracts with Customers*.

Expected credit losses ("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.

3.9 Impairment

- (i) Non-derivative financial assets

The Group recognises loss allowances for ECLs on financial assets measured at amortised cost. Loss allowances for financial assets measured at amortised cost are deducted from the gross carrying amount of these assets.

Loss allowances 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 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.

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2024

3 MATERIAL ACCOUNTING POLICIES (CONT'D)

3.9 Impairment (cont'd)

- (i) Non-derivative financial assets (cont'd)

Simplified approach

The Group applies the simplified approach to provide for ECLs for all trade receivables. 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.

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 cost or effort. This includes both quantitative and qualitative information and analysis, based on the Group's historical experience and informed credit assessment and includes forward-looking information.

If 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 borrower 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).

The maximum period considered when estimating ECLs is the maximum contractual period over which the Group is exposed to credit risk.

Measurement of ECLs

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 the financial asset.

Credit-impaired financial assets

At each reporting date, the Group assesses whether financial assets carried at amortised cost and debt investments at FVOCI 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.

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2024

3 MATERIAL ACCOUNTING POLICIES (CONT'D)

3.9 Impairment (cont'd)

- (i) Non-derivative financial assets (cont'd)

Credit-impaired financial assets (cont'd)

Evidence that a financial asset is credit-impaired includes the following observable data:

- significant financial difficulty of the borrower or issuer;
- a breach of contract such as a default;
- the restructuring of a loan or advance by the Group on terms that the Group would not consider otherwise;
- it is probable that the borrower will enter bankruptcy or other financial reorganisation; or
- the disappearance of an active market for a security because of financial difficulties.

Presentation of allowance for ECLs in the statements of financial position

Loss allowance for financial assets measured at amortised cost are deducted from the gross carrying amount of these assets.

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.

- (ii) Associates and joint ventures

An impairment loss in respect of an associate or joint venture is measured by comparing the recoverable amount of the investment with its carrying amount in accordance with the requirements for non-financial assets. An impairment loss is recognised in profit or loss. An impairment loss is reversed if there has been a favourable change in the estimates used to determine the recoverable amount and only to the extent that the recoverable amount increases.

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.

- (iii) Non-financial assets

The carrying amount of the Group's non-financial assets, other than investment properties, inventories, development properties 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 ("CGU") exceeds its estimated recoverable amount.

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2024

3 MATERIAL ACCOUNTING POLICIES (CONT'D)

3.9 Impairment (cont'd)

- (iii) Non-financial assets (cont'd)

The recoverable amount of an asset or CGU is the higher 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 CGU. 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 CGUs. Goodwill acquired in a business combination is allocated to groups of CGUs that are expected to benefit from the synergies of the combination.

The Group's corporate assets do not generate separate cash inflows and are utilised by more than one CGU. Corporate assets are allocated to CGUs on a reasonable and consistent basis and tested for impairment as part of the testing of the CGU to which the corporate asset is allocated.

Impairment losses are recognised in profit or loss. Impairment losses recognised in respect of CGUs are allocated first to reduce the carrying amount of any goodwill allocated to the CGU, and then to reduce the carrying amounts of the other assets in the CGU on a *pro rata* basis.

An impairment loss in respect of goodwill is not reversed. 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 asset's 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.

3.10 Employee benefits

- (i) Defined contribution plans

Obligations for contributions to defined contribution pension plans are recognised as an employee benefit expense in profit or loss in the periods during which the related services are rendered by employees.

- (ii) Short-term employee benefits

Short-term employee benefit obligations are measured on an undiscounted basis and are expensed as the related service is provided. A liability is recognised for the amount expected to be paid under short-term cash bonus or profit-sharing plans if 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.

3.11 Provisions

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.

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2024

3 MATERIAL ACCOUNTING POLICIES (CONT'D)

3.12 Revenue recognition

- (i) Goods and services sold

Revenue from sale of goods and services 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. The amount of revenue recognised is the amount of the transaction price allocated to the satisfied PO.

The transaction price is allocated to each PO in the contract on the basis of the relative stand-alone selling prices of the promised goods or services. The individual standalone selling price of a good or service that has not previously been sold on a stand-alone basis, or has a highly variable selling price, is determined based on the residual portion of the transaction price after allocating the transaction price to goods and / or services with observable stand-alone selling prices. A discount or variable consideration is allocated to one or more, but not all, of the POs if it relates specifically to those POs.

Transaction price is the amount of consideration in the contract to which the Group expects to be entitled 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. Consideration payable to a customer is deducted from the transaction price if the Group does not receive a separate identifiable benefit from the customer. 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.

Revenue may be recognised at a point in time or over time following the timing of 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 that PO.

- (ii) Rental income

Rental income from operating leases on investment properties is recognised in profit or loss on a straight-line basis over the lease term. Contingent rentals are recognised as income in the accounting period in which they are earned. Lease incentives granted are recognised as an integral part of the total rental income, over the term of the lease. The carrying amount of the lease incentives is reflected in the fair value of investment properties.

- (iii) Property and fund management fee

Property management and fund administrative services are provided as a series of distinct goods or services that are substantially the same and transferred over time, either separately or in combination as an integrated offering, and are treated as a single PO. Accordingly, the property and fund management fee from property management and fund administrative services is recognised as the service is performed over time.

- (iv) Hospitality revenue

Revenue from the rental of hotel rooms and other hotel facilities is recognised over the period in which the accommodation and related services are provided to the customer. Revenue from the sale of food and beverage is recognised at the point when the goods are delivered.

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2024

3 MATERIAL ACCOUNTING POLICIES (CONT'D)

3.12 Revenue recognition (cont'd)

- (v) Development properties for sale

The Group develops and sells residential development projects to customers through fixed-price contracts. Revenue is recognised when the control over a development property has been transferred to the customer. At contract inception, the Group assesses whether the Group transfers control of the residential project over time or at a point in time by determining if (a) its performance does not create an asset with an alternative use to the Group; and (b) the Group has an enforceable right to payment for performance completed to date.

Where a development property has no alternative use for the Group due to contractual restriction, and the Group has enforceable rights to payment for performance completed to date arising from the contractual terms, revenue is recognised over time by reference to the Group’s progress towards completing the construction of the development property. The measure of progress is determined based on the stage of completion of construction certified by quantity surveyors. Costs incurred that are not related to the contract or that do not contribute towards satisfying a performance obligation are excluded from the measure of progress and instead are expensed as incurred.

In respect of contracts where the Group does not have an enforceable right to payment for performance completed to date, revenue is recognised only when the completed property is delivered to the customer and the customer has accepted it in accordance with the sales contract.

Revenue is measured at the transaction price agreed under the contract entered into with customers. Estimates of revenues, costs or extent of progress towards completion are revised if circumstances change. Any resulting increases or decreases in estimated revenues or costs are reflected in the profit or loss in the period in which the circumstances that give rise to the revision become known by management.

The customer is invoiced based on a payment schedule which is typically triggered upon achievement of specified construction milestones. If the value of the goods transferred by the Group exceeds the payments, a contract asset is recognised. If the payments exceed the value of the goods transferred, a contract liability is recognised.

- (vi) Healthcare income

- i) Rental income

Revenue from rental income from operating leases (net of any incentives given to the lessees) derived from nursing facilities is recognised on a straight-line basis over the lease term.

- ii) Rendering services

Revenue from hospital and other healthcare services is recognised at the point when the services are rendered.

- iii) Sale of medicine and medical equipment

Revenue from the sale of medicine and medical equipment is recognised at the point when the medicine and medical equipment are delivered to customers.

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2024

3 MATERIAL ACCOUNTING POLICIES (CONT'D)

3.12 Revenue recognition (cont'd)

(vii) Consumer income

Revenue is recognised at a point in time following the timing of satisfaction of the PO, when food and beverages are delivered to customers. Revenue excludes service charges, goods and services taxes or other sales taxes and is arrived at after deductions of any discounts.

(viii) Dividend income

Dividend income is recognised in profit or loss when the right to receive payment is established.

3.13 Finance expenses and finance income

The Group's finance income and finance costs include:

- interest income;
- interest expense;
- foreign currency gain or loss on financial assets and financial liabilities;
- hedge ineffectiveness recognised in profit or loss;
- net gain or loss on derivatives; and
- the reclassification of net gains and losses previously recognised in OCI on cash flow hedges of interest rate risk for borrowings.

Interest income or expense is recognised under the effective interest rate method. The "effective interest rate" is the rate that exactly discounts estimated future cash payments or receipts through the expected life of the financial instrument to:

- the gross carrying amount of the financial asset; or
- the amortised cost of the financial liability.

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.

Borrowing costs that are not directly attributable to the acquisition, construction or production of a qualifying asset are recognised in profit or loss using the effective interest method.

Foreign currency gains and losses on financial assets and financial liabilities are reported on a net basis as either finance income or finance expense depending on whether foreign currency movements are in a net gain or net loss position.

3.14 Income tax

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 a business combination, or items recognised directly in equity or in OCI.

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*.

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2024

3 MATERIAL ACCOUNTING POLICIES (CONT'D)

3.14 Income tax (cont'd)

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. Current tax also includes any tax arising from dividends.

Current tax assets and liabilities are offset only if certain criteria are met.

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
 - at the time of the transaction (i) affects neither accounting nor taxable profit or loss and (ii) does not give rise to equal taxable and deductible temporary differences; and
- temporary differences related to investments in subsidiaries to the extent that the Group is able to control the timing of the reversal of the temporary differences and it is probable that they will not reverse in the foreseeable future; and
- taxable temporary differences arising on the initial recognition of goodwill

The measurement of deferred taxes 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. For investment property that is measured at fair value, the carrying amount of the investment property is presumed to be recovered through sale, and the Group has not rebutted this presumption.

Deferred tax assets and liabilities are offset only if certain criteria are met.

Deferred tax assets are recognised for unused tax losses, unused 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 utilised. Future taxable profits are determined based on the reversal of relevant taxable temporary differences. If the amount of taxable temporary differences is insufficient to recognise a deferred tax asset in full, then future taxable profits, adjusted for reversals of existing temporary differences, are considered, based on the business plans for individual subsidiaries in the Group. 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.

3.15 Dividends to the Company's shareholders

Interim dividends are recorded during the financial year in which they are declared payable. Final dividends are recorded during the financial year in which the dividends are approved by the shareholders.

Earnings per share

The Group presents basic and diluted earnings per share data for its ordinary shares. Basic earnings per share is calculated by dividing the profit or loss attributable to ordinary shareholders of the Company by the weighted average number of ordinary shares outstanding during the year, adjusted for own shares held. Diluted earnings per share is determined by adjusting the profit or loss attributable to ordinary shareholders and the weighted average number of ordinary shares outstanding, adjusted for own shares held, for the effects of all dilutive potential ordinary shares.

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2024

3 MATERIAL ACCOUNTING POLICIES (CONT'D)

3.16 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 senior management whose members are responsible for making decisions about resources to be allocated to the segment and assess its performance, and for which discrete financial information is available.

Segment results that are reported to the senior management include items directly attributable to a segment as well as those that can be allocated on a reasonable basis. Unallocated items comprise mainly corporate assets (primarily the Company's headquarters), corporate expenses, and tax assets and liabilities.

Segment capital expenditure is the total cost incurred during the year to acquire property, plant and equipment and additions to investment properties.

3.17 New accounting standards and interpretations not adopted

A number of new accounting standards and amendments to 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 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.

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2024

3 MATERIAL ACCOUNTING POLICIES (CONT'D)

3.17 New accounting standards and interpretations not adopted (cont'd)

(ii) Other accounting standards

The following amendments to 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*
- *Classification and Measurement of Financial Instruments (Amendments to SFRS(I) 9 and SFRS(I) 7)*
- *Annual Improvements to SFRS(I)s - Volume 11*
- SFRS(I) 19: *Subsidiaries without Public Accountability: Disclosures*

4 PROPERTY, PLANT AND EQUIPMENT

	Leasehold land and building \$'000	Leasehold improvements \$'000	Freehold premises \$'000	Plant, machinery and office equipment \$'000	Furniture and fittings \$'000	Motor vehicles \$'000	Construction and renovation in progress \$'000	Right-of- use assets \$'000	Total \$'000
Group									
Cost									
At 1 January 2024	1,726,694	199,203	944	30,028	14,811	3,627	34,307	84,861	2,094,475
Acquisition of a subsidiary	–	–	–	–	437	–	–	–	437
Additions	–	4,768	–	3,614	1,601	764	5,769	5,702	22,218
Disposals / Written off	–	(1,255)	–	(380)	–	–	(1)	(1,394)	(3,030)
Disposal of subsidiaries	(1,088)	–	–	(212)	(79)	(21)	–	–	(1,400)
Reclassification	–	6,123	–	178	(178)	–	(6,123)	–	–
Exchange differences	16	–	–	(5)	(21)	–	(12)	(21)	(43)
At 31 December 2024	1,725,622	208,839	944	33,223	16,571	4,370	33,940	89,148	2,112,657
Accumulated depreciation / impairment losses									
At 1 January 2024	179,295	17,948	345	17,280	9,160	3,417	31,171	44,931	303,547
Depreciation (note 27)	41,249	10,835	19	2,885	1,641	191	–	6,191	63,011
Provision for impairment loss	–	435	–	78	6	–	–	1,277	1,796
Disposals / Written off	–	(1,255)	–	(380)	–	–	–	(1,348)	(2,983)
Disposal of subsidiaries	(557)	–	–	(185)	(88)	(30)	–	–	(860)
Exchange differences	(3)	–	–	(5)	(1)	–	(19)	60	32
At 31 December 2024	219,984	27,963	364	19,673	10,718	3,578	31,152	51,111	364,543

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2024

4 PROPERTY, PLANT AND EQUIPMENT (CONT'D)

	Leasehold land and building \$'000	Leasehold improvements \$'000	Freehold premises \$'000	Plant, machinery and office equipment \$'000	Furniture and fittings \$'000	Motor vehicles \$'000	Construction and renovation in progress \$'000	Right-of- use assets \$'000	Total \$'000
Group									
Cost									
At 1 January 2023	1,726,779	165,815	944	26,269	13,688	3,978	35,941	85,295	2,058,709
Additions	–	32,556	–	2,427	1,323	122	3,031	2,323	41,782
Disposals / Written off	–	(384)	–	(180)	(289)	(460)	–	(2,378)	(3,691)
Disposal of a subsidiary	–	–	–	(110)	(42)	–	–	(148)	(300)
Reclassification	–	1,217	–	1,768	189	–	(3,174)	–	–
Exchange differences	(85)	(1)	–	(146)	(58)	(13)	(1,491)	(231)	(2,025)
At 31 December 2023	1,726,694	199,203	944	30,028	14,811	3,627	34,307	84,861	2,094,475
Accumulated depreciation / impairment losses									
At 1 January 2023	191,542	9,507	326	15,152	8,112	3,678	32,662	36,978	297,957
Depreciation (note 27)	39,742	8,606	19	2,457	1,391	212	–	7,966	60,393
(Write back of) / Provision for impairment loss	(51,928)	–	–	–	–	–	–	141	(51,787)
Disposals / Written off	–	(165)	–	(151)	(287)	(460)	–	–	(1,063)
Disposal of a subsidiary	–	–	–	(36)	(12)	–	–	(110)	(158)
Exchange differences	(61)	–	–	(142)	(44)	(13)	(1,491)	(44)	(1,795)
At 31 December 2023	179,295	17,948	345	17,280	9,160	3,417	31,171	44,931	303,547
Carrying amounts									
At 1 January 2023	1,535,237	156,308	618	11,117	5,576	300	3,279	48,317	1,760,752
At 31 December 2023	1,547,399	181,255	599	12,748	5,651	210	3,136	39,930	1,790,928
At 31 December 2024	1,505,638	180,876	580	13,550	5,853	792	2,788	38,037	1,748,114

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2024

4 PROPERTY, PLANT AND EQUIPMENT (CONT'D)

	Freehold premises \$'000	Plant, machinery and office equipment \$'000	Furniture and fittings \$'000	Motor vehicles \$'000	Right-of- use assets \$'000	Total \$'000
Company						
Cost						
At 1 January 2024	944	10,769	5,840	3,448	722,742	743,743
Additions	–	1,134	10	764	–	1,908
At 31 December 2024	944	11,903	5,850	4,212	722,742	745,651
Accumulated depreciation						
At 1 January 2024	345	8,606	5,006	3,256	155,264	172,477
Depreciation	19	360	136	175	31,747	32,437
At 31 December 2024	364	8,966	5,142	3,431	187,011	204,914
Cost						
At 1 January 2023	944	9,793	5,818	3,786	722,742	743,083
Additions	–	1,043	22	122	–	1,187
Disposals	–	(67)	–	(460)	–	(527)
At 31 December 2023	944	10,769	5,840	3,448	722,742	743,743
Accumulated depreciation						
At 1 January 2023	326	8,313	4,856	3,526	123,517	140,538
Depreciation	19	359	150	190	31,747	32,465
Disposals	–	(66)	–	(460)	–	(526)
At 31 December 2023	345	8,606	5,006	3,256	155,264	172,477
Carrying amounts						
At 1 January 2023	618	1,480	962	260	599,225	602,545
At 31 December 2023	599	2,163	834	192	567,478	571,266
At 31 December 2024	580	2,937	708	781	535,731	540,737

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2024

4 PROPERTY, PLANT AND EQUIPMENT (CONT'D)

(i) Right-of-use assets classified within property, plant and equipment

Leases as lessees (SFRS(I) 16)

Information about leases presented as right-of-use assets for which the Group and the Company are lessees are presented below.

Right-of-use assets

	Land use rights ⁽¹⁾ \$'000	Retail space ⁽³⁾ \$'000	Office space ⁽⁴⁾ \$'000	Total \$'000
Group				
2024				
At 1 January	26,104	4,653	9,173	39,930
Additions	20	4,322	1,360	5,702
Derecognition of right-of-use assets	–	–	(46)	(46)
Depreciation	(418)	(1,175)	(4,598)	(6,191)
Impairment loss	(557)	(720)	–	(1,277)
Exchange differences	(1)	(10)	(70)	(81)
At 31 December	25,148	7,070	5,819	38,037
2023				
At 1 January	29,241	7,728	11,348	48,317
Additions	–	–	2,323	2,323
Derecognition of right-of-use assets	(2,378)	–	–	(2,378)
Disposal of a subsidiary	–	(38)	–	(38)
Depreciation	(458)	(3,037)	(4,471)	(7,966)
Impairment loss	(141)	–	–	(141)
Exchange differences	(160)	–	(27)	(187)
At 31 December	26,104	4,653	9,173	39,930

	Hotel property ⁽²⁾ \$'000	Office space ⁽⁴⁾ \$'000	Total \$'000
Company			
2024			
At 1 January	561,380	6,098	567,478
Depreciation	(28,698)	(3,049)	(31,747)
At 31 December	532,682	3,049	535,731
2023			
At 1 January	590,078	9,147	599,225
Depreciation	(28,698)	(3,049)	(31,747)
At 31 December	561,380	6,098	567,478

⁽¹⁾ Comprise land leases of a subsidiary which expire in 2055 and land leases in relation to the Crowne Plaza Changi Airport ("CPCA") site. Under the terms of the CPCA lease agreement, the land rent payable comprises a fixed component and a variable component computed based on certain percentage of the hotel revenue.

⁽²⁾ The lease for the hotel property with a subsidiary runs for a period of 15 years, with an option to renew after the lease expiry date.

⁽³⁾ Retail space leases typically run for a period of 1 to 5 years (2023: 2 to 5 years).

⁽⁴⁾ Office space leases typically run for a period of 2 to 8 years (2023: 1 to 5 years).

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2024

4 PROPERTY, PLANT AND EQUIPMENT (CONT'D)

(ii) Security

As at 31 December 2024 and 31 December 2023, there was no property, plant and equipment mortgaged to financial institutions to secure credit facilities.

(iii) Impairment test for property, plant and equipment

There were no indicators of impairment on the Group's significant property, plant and equipment as at 31 December 2024.

As of 31 December 2024, the open market value of the hotel properties of the Group (including plant, equipment, furniture and fittings) was \$1,838,500,000 and net book value was \$1,676,221,000. The surplus on valuation of these hotel properties amounting to \$162,279,000 has not been recognised in the financial statements.

(a) Leasehold land and building, and right-of-use asset

As at 31 December 2024, the Group's major leasehold land and buildings, and right-of-use asset are:

		Open Market Value		
		2024	2023	
		\$'000	\$'000	
Description and Location	Tenure of Land			
Hilton Singapore Orchard	a 37-storey Orchard Wing with a 39-storey Mandarin Wing known as the "Hilton Singapore Orchard" at Orchard Road, Singapore with 1,080 rooms	99-year lease from 1 July 1957	1,318,500	1,346,000
CPCA	a 575-room hotel located within Singapore Changi Airport with a direct link to Terminal 3 and land use rights representing land lease in relation to the CPCA site	74-year lease from 1 July 2009	520,000	519,000

In 2023, arising from the continued recovery of the hospitality sector, a reversal of impairment loss of \$51,928,000 was recognised for Hilton Singapore Orchard, CPCA and the land-use rights to their carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised.

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2024

5 INTANGIBLE ASSETS AND GOODWILL

Group	Goodwill \$'000	Medical distribution licences \$'000	Management rights acquired \$'000	Total \$'000
Cost				
At 1 January 2024	51,684	522	36,808	89,014
Disposal of a subsidiary	–	(425)	–	(425)
Effect of movements in exchange rates	72	(97)	–	(25)
At 31 December 2024	51,756	–	36,808	88,564
Accumulated amortisation and impairment losses				
At 1 January 2024	20,963	522	9,198	30,683
Disposal of a subsidiary	–	(425)	–	(425)
Effect of movements in exchange rates	–	(97)	–	(97)
At 31 December 2024	20,963	–	9,198	30,161
Cost				
At 1 January 2023	51,747	608	36,808	89,163
Effect of movements in exchange rates	(63)	(86)	–	(149)
At 31 December 2023	51,684	522	36,808	89,014
Accumulated amortisation and impairment losses				
At 1 January 2023	20,963	608	9,198	30,769
Effect of movements in exchange rates	–	(86)	–	(86)
At 31 December 2023	20,963	522	9,198	30,683
Carrying amounts				
At 1 January 2023	30,784	–	27,610	58,394
At 31 December 2023	30,721	–	27,610	58,331
At 31 December 2024	30,793	–	27,610	58,403

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2024

5 INTANGIBLE ASSETS AND GOODWILL (CONT'D)

Goodwill arising from business combinations have been allocated to the following cash-generating units ("CGU") for impairment testing:

	Group	
	2024 \$'000	2023 \$'000
Echo Healthcare Management Pte. Ltd. ("ECHM") and its subsidiaries	27,754	27,754
CGU without significant goodwill	3,039	2,967
	30,793	30,721

The Group estimated the recoverable amount of each CGU based on its value-in-use.

Impairment test for goodwill

ECHM

The recoverable amount is determined based on value-in-use calculation using a discounted cash flow projection based on financial budgets and forecasts approved by the management. The cash flow projections of 5 years are based on management's assessment of future trends and actual operating results. The estimated recoverable amount of the CGU exceeded its carrying amount by approximately \$9,189,000 (2023: \$22,434,000). The key assumptions used in the estimation of the recoverable amount are set out below. The value assigned to the key assumptions represents management's assessment of future trends and has been based on historical data derived from both external and internal sources.

	2024 %	2023 %
Key assumptions used for value-in-use calculations:		
Revenue growth rate	1 st year: 1.1 2 nd to 5 th year: 4.0	1 st year: 2.0 2 nd to 5 th year: 4.0
EBITDA margin ¹	24.6	24.0
Pre-tax discount rate	10.3	11.3
Terminal value growth rate ²	1.8	1.8

¹ Earnings before interest, tax, depreciation and amortisation expenses ("EBITDA") as a percentage of the revenue.

² Terminal growth rate to determine terminal value from the 5th year's cash flow projection.

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2024

5 INTANGIBLE ASSETS AND GOODWILL (CONT'D)

The following table shows the amount by which these assumptions would need to change individually for the estimated recoverable amount to be equal to the carrying amount. In 2023, no sensitivity analysis is disclosed for the value-in-use calculations as the Group believes that any reasonable change in the key assumptions is unlikely to result in any material impairment to the CGU.

	Change required for carrying amount to equal the recoverable amount 2024 %
Group	
Revenue growth rate	(0.9)
EBITDA margin	(14.0)
Pre-tax discount rate	2.1
Terminal growth rate	(3.3)

Impairment test for management rights acquired

The recoverable amount of the management rights acquired is determined based on value-in-use calculation using a cash flow projection from the provision of asset management services. The key assumptions used in the estimation of the recoverable amount are set out below. The value assigned to the key assumptions represents management's assessment of future trends and has been based on historical data derived from both external and internal sources.

	2024 %	2023 %
Key assumptions used for value-in-use calculations:		
Discount rate	13.2	14.3
Budgeted earnings before interest and tax growth rate (average of next five years)	6.9	6.7

The discount rate was a pre-tax measure based on the historical industry average weighted-average cost of capital, with a possible debt leveraging of 40.7% (2023: 39.7%) at a market interest rate ranging from 4.3% to 6.9% (2023: 4.3% to 6.9%). The cash flow projection included specific estimates for five years and a terminal growth rate thereafter.

In 2024 and 2023, no impairment loss was recognised.

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2024

6 INVESTMENT PROPERTIES

Note	Completed investment properties \$'000	Investment properties under development \$'000	Total \$'000
Group			
At 1 January 2024	5,153,042	168,467	5,321,509
Additions	12,361	128	12,489
Disposal of a subsidiary	40 (311,136)	–	(311,136)
Disposal	(1,645)	–	(1,645)
Reclassification to asset held for sale ^(a)	–	(34,521)	(34,521)
Net change in fair value	31 (160,235)	(3,420)	(163,655)
Effect of movements in exchange rates	(32,326)	(2,722)	(35,048)
Adjustments on rental straight lining	6,702	–	6,702
At 31 December 2024	4,666,763	127,932	4,794,695
At 1 January 2023	5,231,462	173,197	5,404,659
Additions	10,142	24	10,166
Disposal	(1,574)	–	(1,574)
Net change in fair value ^(b)	(49,542)	(509)	(50,051)
Effect of movements in exchange rates	(52,061)	(4,245)	(56,306)
Adjustments on rental straight lining	14,615	–	14,615
At 31 December 2023	5,153,042	168,467	5,321,509

^(a) On 15 May 2024, the Group's subsidiary, OUE Healthcare Limited ("OUEH"), announced that its indirect wholly-owned subsidiary, OUE LH Seasons Residences Sdn. Bhd., entered into a sale and purchase agreement with Golden Eagle City Sdn. Bhd. for the disposal of a piece of vacant land in Kuala Lumpur, Malaysia. Accordingly, the land was reclassified from "Investment properties" to "Asset held for sale" during the year. A fair value loss of \$2,185,000 on the initial reclassification was recognised in profit or loss. On 11 November 2024, OUEH completed the disposal of the asset held for sale at net proceeds of \$34,857,000, after deducting transaction costs of \$1,606,000.

^(b) Excluded the fair value gain of \$2,946,000 arising from reversal of unutilised income support related to the sale of OUE Bayfront in 2021, with total net change in fair value of investment properties recognised in profit or loss amounting to \$47,105,000 (note 31).

(i) The following amounts were recognised in profit or loss:

	Group	
	2024 \$'000	2023 \$'000
Rental income	296,229	307,287
Direct operating expenses (including repairs and maintenance expense) arising from investment properties that generate rental income	61,754	54,885

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2024

6 INVESTMENT PROPERTIES (CONT'D)

(ii) Security

As at 31 December 2024, investment properties with a total carrying amount of \$1,063,143,000 (2023: \$2,006,360,000) were pledged as security for banking facilities (note 20).

(iii) The Group's material completed investment properties were appraised at the following open market values:

	Date of appraisal	Open Market Value	
		2024 \$'000	2023 \$'000
<u>Real Estate</u>			
Lippo Plaza	31 December	— ^(a)	449,040
Mandarin Gallery	31 December	451,000	453,500
One Raffles Place	31 December	1,926,300	1,909,000
OUE Downtown	31 December	1,120,000	1,137,000
OUE Twin Peaks (comprising 23 units held as investment properties)	31 December	50,210	62,080
<u>Healthcare</u>			
Elysion Gakuenmae	31 December	14,168	15,272
Elysion Mamigaoka/ Mamigaoka Annex	31 December	19,360	20,884
Hikari Heights Varus Fujino	31 December	14,784	15,456
Hikari Heights Varus Ishiyama	31 December	7,506	7,195
Hikari Heights Varus Kotoni	31 December	58,784	60,996
Hikari Heights Varus Makomanai-Koen	31 December	42,504	44,344
Hikari Heights Varus Tsukisamu-Koen	31 December	6,063	6,311
Imperial Aryaduta Hotel & Country Club	31 December	27,723	28,567
Loyal Residence Ayase	31 December	10,208	10,580
Medical Rehabilitation Home Bon Séjour Komaki	31 December	14,168	14,720
Mochtar Riady Comprehensive Cancer Centre	31 December	127,803	128,576
Orchard Amanohashidate	31 December	7,814	8,206
Orchard Kaichi North	31 December	11,968	12,420

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2024

6 INVESTMENT PROPERTIES (CONT'D)

(iii) The Group's material completed investment properties were appraised at the following open market values (cont'd):

	Date of appraisal	Open Market Value	
		2024 \$'000	2023 \$'000
<u>Healthcare (cont'd)</u>			
Orchard Kaichi West	31 December	4,127	4,333
Precious Homes @ Bukit Merah ^(b)	31 December	7,500	8,100
Precious Homes @ Bukit Panjang ^(c)	31 December	8,100	8,600
Siloam Hospitals Bali	31 December	64,245	64,280
Siloam Hospitals Baubau & Lippo Plaza Baubau	31 December	23,858	23,542
Siloam Hospitals Kebon Jeruk	31 December	70,345	70,863
Siloam Hospitals Kupang & Lippo Plaza Kupang	31 December	49,843	49,742
Siloam Hospitals Labuan Bajo	31 December	10,542	9,966
Siloam Hospitals Lippo Cikarang	31 December	50,065	53,100
Siloam Hospitals Lippo Village	31 December	162,487	167,889
Siloam Hospitals Makassar	31 December	66,563	68,340
Siloam Hospitals Manado & Hotel Aryaduta Manado	31 December	79,365	78,237
Siloam Hospitals Purwakarta	31 December	22,601	22,210
Siloam Hospitals TB Simatupang	31 December	42,802	42,720
Siloam Hospitals Yogyakarta	31 December	19,641	19,462
Siloam Sriwijaya	31 December	22,015	21,561
The Lentor Residence	31 December	14,800	15,000
Varus Cuore Sapporo Kita /Annex	31 December	26,312	27,508
Varus Cuore Yamanote	31 December	9,944	10,488

^(a) Disposed on 27 December 2024

^(b) Formerly known as Pacific Healthcare Nursing Home @ Bukit Merah

^(c) Formerly known as Pacific Healthcare Nursing Home II @ Bukit Panjang

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2024

6 INVESTMENT PROPERTIES (CONT'D)

The fair value of each investment property at the reporting date is determined by independent professional valuers based on assumptions and estimates that reflect its market value. The independent professional valuers have relied on various widely accepted methodologies to perform the fair value assessments that are reflective of the prevailing market conditions. The valuation methods take into consideration the discount rate, terminal yield rate and capitalisation rate applicable to the nature and type of asset in question and selling price of comparable properties.

The majority of the leases contain an initial non-cancellable period of 1 to 15 years (2023: 1 to 15 years). Subsequent renewals are negotiated with the lessees.

- (iv) The Group's investment properties under development as at 31 December 2024 are:

Description	Unexpired term of leasehold land
Land – South Jakarta, Indonesia	14 years
Land – Wuxi, the PRC ("Wuxi land")	31 years

- (v) Measurement of fair value

Fair value hierarchy

The fair value of investment properties at the reporting date was determined by external valuers having the appropriate recognised professional qualifications and recent experience in the location and category of the property being valued. External valuers appraised the fair value of the Group's investment properties portfolio every year.

The fair value measurement of all investment properties has been categorised as a Level 3 fair value based on the inputs to the valuation techniques used (see note 2.4).

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2024

6 INVESTMENT PROPERTIES (CONT'D)

- (vi) Level 3 fair values

Valuation techniques and significant unobservable inputs

The following table shows the Group's valuation technique used in measuring the fair value of investment properties, as well as the significant unobservable inputs used.

Valuation techniques	Significant unobservable inputs	Country				Inter-relationship between key unobservable inputs and fair value measurement
		Singapore	Indonesia	Japan	The PRC	
Completed investment properties						
Discounted cash flow method: The discounted cash flow method involves the estimation and projection of an income stream over a period and discounting the income stream with an internal rate of return to arrive at the market value	Discount rate	6.5% – 8.75% (2023: 6.5% – 8.75%)	9.0% – 13.0% (2023: 9.0% – 13.8%)	4.0% – 4.7% (2023: 4.0% – 4.7%)	Not applicable (2023: 7.5%)	An increase in price per square foot in isolation would result in a higher fair value measurement. Conversely, an increase in discount rate, terminal yield rate and capitalisation rate in isolation would result in a lower fair value measurement.
	Terminal yield rate	3.8% – 5.3% (2023: 3.8% – 5.8%)	9.3% – 10.7% (2023: 8.5% – 10.6%)	4.3% – 5.0% (2023: 4.3% – 5.0%)	Not applicable (2023: 4.8%)	
Income capitalisation method: The capitalisation method capitalises an income stream into a present value using single-year capitalisation rates	Capitalisation rate	3.5% – 5.0% (2023: 3.5% – 5.0%)	Not applicable	Not applicable	Not applicable (2023: 4.5%)	
Direct comparison method: The direct comparison method involves the analysis of comparable sales of similar properties and adjusting the sale prices to those reflective of the investment properties	Price per square foot	\$1,511 – \$3,573 (2023: \$1,755 – \$3,591)	\$47 – \$184 (2023: \$49)	Not applicable	Not applicable	

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2024

6 INVESTMENT PROPERTIES (CONT'D)

(vi) Level 3 fair values (cont'd)

Valuation techniques and significant unobservable inputs (cont'd)

Valuation techniques	Significant unobservable inputs	Country			Inter-relationship between key unobservable inputs and fair value measurement
		Indonesia	Malaysia	The PRC	
Investment properties under development					
<i>Discounted cash flow method:</i> The discounted cash flow method involves the estimation and projection of an income stream over a period and discounting the income stream with an internal rate of return to arrive at the market value	Discount rate	Not applicable	Not applicable	14.5% (2023: 15%)	An increase in price per square metre, plot ratio, net operating profit margin, terminal growth rate and developer's profit in isolation would result in a higher fair value measurement. Conversely, an increase in discount rate and construction costs per square metre in isolation would result in a lower fair value measurement.
	Terminal growth rate	Not applicable	Not applicable	12.5% (2023: 13%)	
	Plot ratio	Not applicable	Not applicable	2.0 (2023: 2.0)	
	Construction costs per square metre	Not applicable	Not applicable	\$1,472 (2023: \$1,472)	
	Net operating profit margin	Not applicable	Not applicable	22.0% to 27.0% (2023: 23.0% to 28.0%)	
<i>Direct comparison method:</i> The direct comparison method involves the analysis of comparable sales of similar properties and adjusting the sale prices to those reflective of the investment properties under development	Price per square metre	\$14,656 (2023: \$15,416)	Not applicable (2023: \$7,755)	Not applicable	
<i>Residual value method:</i> The value of the investment properties under development is arrived at by deducting the estimated cost to complete as of valuation date and other relevant costs from the gross development value of the proposed development assuming satisfactory completion and accounting for developer profit	Construction costs per square metre	\$14,915 (2023: \$14,543)	Not applicable	Not applicable	
	Developer's profit	10% (2023: 10%)	Not applicable	Not applicable	

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2024

6 INVESTMENT PROPERTIES (CONT'D)

(vi) Level 3 fair values (cont'd)

In addition to the above, the valuation of the investment properties under development in Indonesia included critical assumptions as follows:

(a) Indonesia

Plot ratio and renewal / extension of the Right To Build ("Hak Guna Bangunan" or the "HGB") land title certificate

Plot ratio represents a building's total floor area (gross floor area) to the size of the piece of land upon which it is built.

The valuation of the land parcel at South Jakarta, Indonesia as at 31 December 2024 and 31 December 2023 was based on the management's assessment that:

- written local Indonesia government's approval will be granted for an increase in plot ratio to a minimum of 9.5; and
- the renewal / extension of the HGB land title certificate which expires on 22 March 2038 will be obtained with no excessive charges by the relevant authorities.

If the written approval is not granted or the approved plot ratio is lower from the current assumptions, the valuation of the land parcel at South Jakarta, Indonesia will decrease.

(b) The PRC

Critical assumptions made by OUEH and its subsidiaries ("OUEH Group") management included the following:

(i) Development plan

The valuation of the Wuxi land is dependent on OUEH management's proposed development plan, which took into consideration the current market conditions and demand for healthcare services. As at 31 December 2024 and 2023, OUEH management's intention is to build a specialist centre and hospital based on the existing approved plot ratio of 2.0, which requires class 2 hospital license. Any changes to the current proposed development plan will significantly affect the valuation of the Wuxi land.

(ii) Construction costs

In arriving at the average construction cost for Wuxi land for 2024 and 2023, OUEH's management has relied on construction cost furnished by Savills Real Estate Valuation (Guangzhou) Ltd ("Savills Guangzhou"), an independent global property consultant.

	2024		2023	
	RMB	\$	RMB	\$
Wuxi land				
Estimated construction cost per square metre	7,900	1,472	7,900	1,472

Any changes to the proposed development plan will result in a change in construction costs, and consequently, a change in the valuation of Wuxi land.

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2024

7 INVESTMENTS IN SUBSIDIARIES AND LOANS TO SUBSIDIARIES

	Company	
	2024	2023
	\$'000	\$'000
Investments in subsidiaries		
Equity investment at cost	998,719	996,712
Less: impairment loss	(58,288)	(58,288)
	940,431	938,424
Loans to subsidiaries		
Loans to subsidiaries	810,226	831,565
Less: impairment loss	(342,067)	(308,693)
	468,159	522,872

Details of the significant subsidiaries are included in note 42.

Investments in subsidiaries

In 2023, the Company carried out an impairment assessment of its investments in certain subsidiaries, following deterioration in the financial performance of these subsidiaries. The recoverable amounts were estimated to be nil based on net asset value of the subsidiaries. Based on the assessment, impairment loss of \$20,000 was recognised.

As at 31 December 2024, there were no additional or reversal of recognised impairment loss for its investments in subsidiaries.

Loans to subsidiaries

The loans to subsidiaries are unsecured and repayable on demand. These balances are interest-free except for amount of \$431,234,000 (2023: \$500,126,000) for which interest is charged at interest rates ranging from 1.00% to 4.37% (2023: 1.00% to 4.85%) per annum.

Based on an assessment of qualitative and quantitative factors that are indicative of the risk of default following deterioration in the financial performance of certain subsidiaries, the impairment on these balances has been measured at an amount equal to lifetime ECLs. Additional expected credit loss on the loans to its subsidiaries of \$33,324,000 (2023: \$24,486,000) were recognised in the profit and loss of the Company.

The exposure of the Company to credit and market risks, and impairment loss for loans to subsidiaries, are disclosed in note 37.

8 INTERESTS IN EQUITY-ACCOUNTED INVESTEEES

	Group	
	2024	2023
	\$'000	\$'000
Interests in associates		
Interests in joint ventures	907,038	1,148,081
Less: impairment loss	430,148	402,513
	(9,135)	(9,135)
	1,328,051	1,541,459
Loans to associates and joint ventures		
	40,311	38,683
	1,368,362	1,580,142

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2024

8 INTERESTS IN EQUITY-ACCOUNTED INVESTEEES (CONT'D)

Details of the significant equity-accounted investees are included in note 42.

An associated company is considered significant as defined under the Singapore Exchange Limited Listing Manual if the Group's share of its net tangible assets represents 20% or more of the Group's consolidated net tangible assets, or if the Group's share of its pre-tax profits accounts for 20% or more of the Group's consolidated pre-tax profits.

The loans to associates and joint ventures are interest-free, unsecured and have no fixed terms of repayment. The settlement of these loans is neither planned nor likely to occur in the foreseeable future and hence the loans are classified as non-current.

Associates

As at 31 December 2024, the Group has one (2023: one) associate that is material and a number of associates that are individually immaterial to the Group. All are equity accounted.

	Gemdale Properties and Investment Corporation Limited ("GPI")
Nature of business	Property development, property investment, and property management
Principal place of business / Country of incorporation	PRC / Bermuda
Ownership interest / voting rights held	
- 2024	25.2%
- 2023	25.2%
Fair value of ownership interest	
- 2024	\$203.5 million ⁽¹⁾
- 2023	\$198.7 million ⁽¹⁾

⁽¹⁾ Based on quoted market price at 31 December (Level 1 in the fair value hierarchy).

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2024

8 INTERESTS IN EQUITY-ACCOUNTED INVESTEEES (CONT'D)

The following summarises the financial information of the Group’s material associate, based on its consolidated financial statements prepared in accordance with SFRS(I)s, modified for fair value adjustments on acquisition and differences in the Group’s accounting policies.

Summarised statement of comprehensive income

	GPI	
	2024	2023
	\$'000	\$'000
Revenue	2,455,079	3,302,505
(Loss) / Profit after tax	(765,637)	151,224
Other comprehensive income	(37,737)	59,513
Total comprehensive income	(803,374)	210,737
Dividends received	792	5,569

Summarised statement of financial position

	GPI	
	2024	2023
	\$'000	\$'000
Non-current assets	7,995,601	8,389,502
Current assets ⁽¹⁾	6,446,685	8,606,821
Non-current liabilities	(4,425,046)	(4,542,396)
Current liabilities	(6,108,648)	(7,507,075)
Net assets	3,908,592	4,946,852
Attributable to investee’s shareholders	3,278,535	4,222,831
Attributable to NCI	630,057	724,021

⁽¹⁾ Includes cash and cash equivalents of \$724,705,000 (2023: \$956,383,000).

	2024	2023
	\$'000	\$'000
Group’s interest in net assets of investee at beginning of the year	1,064,927	1,089,658
Group’s share of:		
- (Loss) / Profit after tax	(210,356)	16,003
- Other comprehensive income	(26,884)	(29,652)
- Total comprehensive income	(237,240)	(13,649)
Changes in other reserves	(104)	(5,513)
Dividends received during the year	(792)	(5,569)
Carrying amount of interest in investee at end of the year	826,791	1,064,927

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2024

8 INTERESTS IN EQUITY-ACCOUNTED INVESTEEES (CONT'D)

Immaterial associates

As at 31 December 2024, the Group has interests in a number of individual immaterial associates. The following table summarises, in aggregate, the carrying amount and share of profit / (losses) and other comprehensive income of these associates that are accounted for using the equity method:

	2024	2023
	\$'000	\$'000
Carrying amount of interests in immaterial associates	80,247	83,154
Group’s share of:		
- Loss after tax	(3,932)	(1,906)
- Other comprehensive income	167	(98)
- Total comprehensive income	(3,765)	(2,004)

HMC

On 26 October 2023, the Group, through OUEH Group, completed the share acquisition of 26.24% interest in Healthway Medical Corporation Limited (“HMC”), for the total consideration of \$57,120,000.

The Group engaged an external expert to perform a purchase price allocation (“PPA”) exercise for the acquisition. The Group’s share of net assets of HMC was based on the fair values of the identifiable assets and liabilities of HMC as at 26 October 2023.

The following table summarises the consideration transferred and the proportionate share of the fair value of net assets of HMC as at the date of acquisition:

	2023
	\$'000
Total consideration paid	57,120
Less: Proportionate share of fair value of net assets	(17,720)
Goodwill	39,400

The PPA exercise was finalised in 2024 and the goodwill of \$39,400,000 arising from the acquisition has been included in the carrying amount of equity-accounted investees in the consolidated statement of financial position as at 31 December 2023 and 31 December 2024.

On 24 October 2024, the Group, through OUEH Group, acquired an additional 0.39% interest in HMC for \$859,000.

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2024

8 INTERESTS IN EQUITY-ACCOUNTED INVESTEEES (CONT'D)

HMC (cont'd)

The following table summarises the consideration paid for the additional 0.39% interest in HMC and the proportionate share of the fair value of net assets of HMC:

	HMC 2024 \$'000
Total consideration transferred	859
Less: Proportionate share of fair value of net assets	(248)
Goodwill	611

The goodwill amounting to \$611,000 has been included in the carrying amount of equity-accounted investees in the consolidated statement of financial position as at 31 December 2024.

Financial guarantee

The Group provided guarantee to a finance company in respect of a loan granted to an associate. The periods in which the financial guarantee will expire are as follows:

	2024 \$'000	2023 \$'000
Within one year	133	–
Between two to five years	529	–

At the reporting date, the Group has not recognised an ECL provision as the ECL amount was lower than that amortised liability for the financial guarantee contract. The Group does not consider it probable that a claim will be made against the Group under the guarantee. As at 31 December 2024, management has assessed that the fair value of the financial guarantee is insignificant at initial recognition.

Joint ventures

As at 31 December 2024, the Group has six (2023: seven) joint ventures that are immaterial to the Group. All are equity accounted for.

The following table summarises, in aggregate, the carrying amount and share of profits and other comprehensive income of these joint ventures that are accounted for using the equity method:

	2024 \$'000	2023 \$'000
Carrying amount of interests in immaterial joint ventures	421,013	393,378
Group's share of:		
- Profit after tax	38,011	29,102
- Other comprehensive income	(3,237)	(3,448)
- Total comprehensive income	34,774	25,654

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2024

8 INTERESTS IN EQUITY-ACCOUNTED INVESTEEES (CONT'D)

Joint ventures (cont'd)

Financial guarantees

The Group provided guarantees to banks in respect of the loan facilities taken by joint ventures. The periods in which the financial guarantees will expire are as follows:

	2024 \$'000	2023 \$'000
Within one year	49,119	51,541

At the reporting date, the Group has not recognised an ECL provision as the ECL amount was lower than that amortised liability for the financial guarantee contract. The Group does not consider it probable that a claim will be made against the Group under the guarantee. As at 31 December 2024, management has assessed that the fair value of the financial guarantees is insignificant at initial recognition.

Impairment test for investments in equity-accounted investees

As at 31 December 2024, the Group assessed the recoverable amounts for each cash generating unit ("CGU") based on the greater of value-in-use and its fair value less costs of disposal, taking into consideration the potential impact from the prevailing economic conditions and market outlook on the estimated future cash flows and discount rates.

GPI

During the year, GPI's business in the PRC continued to be adversely impacted by the sustained downturn in the PRC's property sector. GPI's share price also continued to be trading at a discount to its net asset value ("NAV") per share. In addition, several property developers in the PRC have defaulted on their debt obligations amidst liquidity pressures in the challenging environment. In 2024, GPI recorded significant impairment losses for its properties under development and for properties held through certain joint ventures and associates. The aforementioned were identified as impairment indicators and impairment assessment was performed on the Group's investment in GPI.

Critical judgements made by the Group in the impairment assessment of its investment in GPI are as follows:

- The Group's investment in GPI is held for long-term strategic purposes. Significant underlying assets of GPI include investment properties measured at fair value and development properties measured at lower of cost and net realisable value. In addition, significant underlying liabilities of GPI include variable rate interest-bearing liabilities for which the carrying amounts approximate fair value. Accordingly, management is of the view that the Group's share of GPI's net assets is an appropriate estimate of its recoverable amount on this investment.
- Given the challenges faced by property developers in the PRC, management assessed GPI's liquidity risk and consequential impact on the recoverable amount of this investment. As at 31 December 2024, GPI has net assets of \$3,909 million (2023: \$4,947 million) and net current assets of \$338 million (2023: \$1,100 million). It recorded loss after tax of \$766 million (2023: profit after tax of \$151 million) for the year ended 31 December 2024. Taking into consideration the support from banks and various other measures undertaken by GPI to maintain adequate working capital, management is of the view that GPI will ride through the current property market slow-down in the PRC, and would be able to realise the carrying amounts of its underlying assets and liabilities in an orderly manner.

In view of the challenging environment faced by GPI, the Group will actively monitor the situation to assess the need for impairment charges for the Group's investment in GPI.

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2024

9 OTHER INVESTMENTS

	Note	Group	
		2024 \$'000	2023 \$'000
Non-current			
Financial assets designated at amortised cost:			
- Debt investments	(i)	–	2,240
Financial assets designated at FVOCI:	(ii)		
- Equity investments:			
- Quoted		50,102	49,524
- Unquoted		28,305	30,964
- Interests in limited partnerships		31,487	31,245
		<u>109,894</u>	<u>113,973</u>
Current			
Financial assets designated at FVOCI:			
- Interests in limited partnerships		411	678
Financial assets designated at FVTPL:			
- Equity investments - quoted		2,850	3,255
		<u>3,261</u>	<u>3,933</u>

- (i) The debt investments at amortised cost which were denominated in Singapore dollar (2023: Singapore dollar) were fully repaid during the year. The interest rates of the debt investments denominated in Singapore dollar ranged from 6.32% to 6.89% (2023: 6.62% to 7.40%) per annum.
- (ii) The Group has elected to present changes in fair value in OCI for these equity investments and interests in limited partnerships that are not held-for-trading.

The exposure of the Group to credit risk, market risk and fair value measurement, are disclosed in note 37.

10 DEFERRED TAXES

Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax assets and liabilities, and when the deferred taxes relate to the same fiscal authority.

Deferred tax assets and liabilities attributable to the followings:

	Assets		Liabilities	
	2024 \$'000	2023 \$'000	2024 \$'000	2023 \$'000
Group				
Property, plant and equipment	–	–	251	13,126
Investment properties	–	–	38,582	72,270
Subsidiaries	–	–	29,463	30,993
Right-of-use assets	–	–	5,970	6,190
Lease liabilities	(5,970)	(6,190)	–	–
Others	(2,085)	(1,971)	6,247	5,929
Deferred tax (assets) / liabilities	(8,055)	(8,161)	80,513	128,508
Set off of tax	5,970	6,190	(5,970)	(6,190)
Net deferred tax (assets) / liabilities	<u>(2,085)</u>	<u>(1,971)</u>	<u>74,543</u>	<u>122,318</u>

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2024

10 DEFERRED TAXES (CONT'D)

	Assets		Liabilities	
	2024 \$'000	2023 \$'000	2024 \$'000	2023 \$'000
Company				
Property, plant and equipment	(2,039)	(2,039)	–	–
Distribution from a subsidiary	(1,628)	(1,866)	–	–
Right-of-use assets	–	–	91,074	96,471
Lease liabilities	(91,074)	(96,471)	–	–
Deferred tax (assets) / liabilities	(94,741)	(100,376)	91,074	96,471
Set off of tax	91,074	96,471	(91,074)	(96,471)
Net deferred tax (assets) / liabilities	<u>(3,667)</u>	<u>(3,905)</u>	<u>–</u>	<u>–</u>

The movement in the deferred tax assets and liabilities during the year is as follows:

	Property, plant and equipment \$'000	Investment properties \$'000	Subsidiaries \$'000	Right-of- use assets \$'000	Lease liabilities \$'000	Others \$'000	Total \$'000
Group							
Deferred tax liabilities / (assets)							
At 1 January 2024	13,126	72,270	30,993	6,190	(6,190)	3,958	120,347
Recognised in:							
- Profit or loss (Note 32)	581	(33,130)	1,079	(220)	220	204	(31,266)
Disposal of a subsidiary	(13,327)	195	(1,236)	–	–	–	(14,368)
Effects of movements in exchange rates	(129)	(753)	(1,373)	–	–	–	(2,255)
At 31 December 2024	<u>251</u>	<u>38,582</u>	<u>29,463</u>	<u>5,970</u>	<u>(5,970)</u>	<u>4,162</u>	<u>72,458</u>
At 1 January 2023	12,044	94,096	32,881	7,557	(7,557)	3,941	142,962
Recognised in:							
- Profit or loss (Note 32)	1,469	(20,211)	1,505	(1,367)	1,367	17	(17,220)
Effects of movements in exchange rates	(387)	(1,615)	(3,393)	–	–	–	(5,395)
At 31 December 2023	<u>13,126</u>	<u>72,270</u>	<u>30,993</u>	<u>6,190</u>	<u>(6,190)</u>	<u>3,958</u>	<u>120,347</u>

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2024

10 DEFERRED TAXES (CONT'D)

	Property, plant and equipment \$'000	Distribution from a subsidiary \$'000	Right-of- use assets \$'000	Lease liabilities \$'000	Total \$'000
Company					
Deferred tax (assets) / liabilities					
At 1 January 2024	(2,039)	(1,866)	96,471	(96,471)	(3,905)
Recognised in profit or loss	–	238	(5,397)	5,397	238
At 31 December 2024	(2,039)	(1,628)	91,074	(91,074)	(3,667)
At 1 January 2023	(2,039)	(1,216)	101,868	(101,868)	(3,255)
Recognised in profit or loss	–	(650)	(5,397)	5,397	(650)
At 31 December 2023	(2,039)	(1,866)	96,471	(96,471)	(3,905)

Unrecognised deferred tax assets and liabilities

Group

Unrecognised deferred tax assets

As at 31 December 2024, deferred tax assets have not been recognised in respect of tax losses and other deductible temporary differences of \$113,882,000 (2023: \$91,695,000) and \$6,717,000 (2023: \$10,552,000), respectively. Deferred tax assets have not been recognised in respect of these items because it is not probable that future taxable profit will be available against which the Group can utilise the benefits therefrom. Tax losses and other deductible temporary differences do not expire under current tax legislation.

Unrecognised deferred tax liabilities

At 31 December 2024, deferred tax liabilities of \$23,776,000 (2023: \$19,771,000) for temporary differences of \$139,858,000 (2023: \$116,300,000) related to the Group's investments in certain subsidiaries were not recognised because the Group controls whether the liability will be incurred and it is satisfied that it will not be incurred in the foreseeable future.

As at 31 December 2024, deferred tax liabilities of \$5,369,000 (2023: \$5,445,000) for temporary differences of \$21,476,000 (2023: \$21,779,000) related to withholding taxes that would be payable on the unremitted earnings of the Group's investments in certain subsidiaries were not recognised as the timing of the reversal of the temporary difference arising from such amounts can be controlled and it is probable that such temporary differences will not be reversed in the foreseeable future.

Company

Unrecognised deferred tax assets

As at 31 December 2024, deferred tax assets have not been recognised in respect of tax losses and other deductible temporary differences of \$10,854,000 (2023: \$10,019,000) and \$90,634,000 (2023: \$86,244,000) respectively because it is not probable that future taxable profit will be available against which the Company can utilise the benefits therefrom.

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2024

10 DEFERRED TAXES (CONT'D)

Unrecognised deferred tax assets and liabilities (cont'd)

Company (cont'd)

Unrecognised deferred tax liabilities

As at 31 December 2024, deferred tax liabilities of \$2,015,000 (2023: \$1,483,000) for temporary differences of \$11,855,000 (2023: \$8,721,000) related to the Company's investment in a subsidiary were not recognised by the Company because the Company controls whether the liability will be incurred and it is probable that such temporary differences will not be reversed in the foreseeable future.

11 OTHER ASSETS

	Group		Company	
	2024 \$'000	2023 \$'000	2024 \$'000	2023 \$'000
Sundry receivables	21,439	21,972	3,770	1,481
Less: impairment loss	(1,429)	(1,390)	(175)	–
	20,010	20,582	3,595	1,481
Rental deposits from joint venture	833	837	833	833
Loan to a related company	10,500	10,500	–	–
Less: impairment loss	(119)	(1,092)	–	–
	10,381	9,408	–	–
Loan to a third party	21,000	21,000	–	–
Other deposits	46,460	53,092	107	101
	98,684	104,919	4,535	2,415
Prepayments	6,559	5,532	12,724	16,270
	105,243	110,451	17,259	18,685
Non-current	5,386	6,087	948	931
Current	99,857	104,364	16,311	17,754
	105,243	110,451	17,259	18,685

The loan to a related company is unsecured, bears interest at 5.44% (2023: 5.44%) per annum with date of repayment at December 2025 (2023: December 2024).

The loan to a third party (the "Borrower") is secured by a property owned by the Borrower (the "Property"), bears interest at 7.5% (2023: 8%) per annum and matures at the earlier of November 2025 (2023: November 2024) and the date of disposal of the Property by the Borrower. At the same time, an option to purchase the Property has been granted by the Borrower to the Group.

The exposure of the Group and the Company to credit and market risks, and impairment loss for other assets, are disclosed in note 37.

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2024

12 DERIVATIVES

	Group		Company	
	2024	2023	2024	2023
	\$'000	\$'000	\$'000	\$'000
Non-current				
Derivative assets				
Interest rate swaps	2,200	–	–	–
Derivative liabilities				
Interest rate swaps	(2,517)	(718)	(165)	(215)
Current				
Derivative assets				
Interest rate caps	–	489	–	78
Interest rate swaps	–	3,274	–	–
Forward exchange contracts	260	149	–	–
	260	3,912	–	78
Derivative liabilities				
Forward exchange contracts	–	(14)	–	–
Interest rate swaps	(390)	(13)	(30)	–
	(390)	(27)	(30)	–

The Group uses interest rate swaps and interest rate caps to manage the interest rate risk exposures arising from the bank loans with floating rates. The fair values of the derivatives are measured based on the quote from financial institutions (Level 2). Similar contracts are traded in an active market and the quotes reflect the actual transactions in similar instruments.

The Group entered into forward exchange contracts to manage the foreign currency exposures arising from future Indonesian Rupiah-denominated ("IDR") and Japanese Yen-denominated ("JPY") cash flows. Further details are set out in note 37.

13 DEVELOPMENT PROPERTIES

	Group	
	2024	2023
	\$'000	\$'000
Completed development property		
Completed property	7,198	17,896
Less: impairment loss	(1,136)	(1,710)
	6,062	16,186
Land held for development		
Land cost	14,547	14,893
Less: impairment loss	(1,975)	(2,038)
	12,572	12,855
	18,634	29,041

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2024

13 DEVELOPMENT PROPERTIES (CONT'D)

The movement in allowance for impairment in respect of the development properties is as follows:

	Note	Group 2024 \$'000	2023 \$'000
At 1 January		3,748	4,602
Impairment loss / (Write back of impairment loss)	31	1,069	(24)
Utilised		(1,659)	(807)
Effects of movements in exchange rates		(47)	(23)
At 31 December		3,111	3,748

Measurement of net realisable values of development properties

The Group estimates the net realisable values of the completed development property and land held for development by reference to recent transacted prices for comparable properties or lands, market conditions, expected selling expenses and the development expenditure to be incurred. Market conditions may however change which may affect the future selling prices of the remaining unsold units of the development properties and accordingly, the carrying amount of development properties may be impaired in future periods.

14 TRADE AND OTHER RECEIVABLES

	Note	Group		Company	
		2024	2023	2024	2023
		\$'000	\$'000	\$'000	\$'000
Trade receivables:					
- Joint venture		1,797	2,667	5	–
- Subsidiaries		–	–	43,783	39,951
- Third parties		25,931	34,121	3,134	4,583
Trade receivables		27,728	36,788	46,922	44,534
Less: impairment loss					
- Subsidiaries		–	–	(1,946)	(1,717)
- Third parties		(676)	(301)	–	–
Trade receivables – net		27,052	36,487	44,976	42,817
Promissory notes	(i)	30,520	31,194	–	–
Non-trade receivables from subsidiaries	(ii)	–	–	1,163,901	1,369,795
Non-trade receivables		30,520	31,194	1,163,901	1,369,795
Less: impairment loss					
- Non-trade receivables from subsidiaries		–	–	(296,108)	(237,886)
Non-trade receivables – net		30,520	31,194	867,793	1,131,909
		57,572	67,681	912,769	1,174,726

Apart from the impairment loss on receivables from third parties and subsidiaries, there is no impairment loss on the other outstanding balances as the ECLs are not material.

The exposure of the Group and Company to credit risk, market risk and impairment loss for trade and other receivables, are disclosed in note 37.

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2024

14 TRADE AND OTHER RECEIVABLES (CONT'D)

(i) Promissory notes

The promissory notes of IDR361,004,000,000 (approximately \$30,520,000) (2023: IDR361,004,000,000 (approximately \$31,194,000)) is expected to be utilised by way of acquisition of lands or properties.

(ii) Non-trade receivables from subsidiaries

The non-trade receivables due from subsidiaries are unsecured, interest-free and repayable on demand.

The Company has non-trade receivables from its subsidiaries of \$1,163,901,000 (2023: \$1,369,795,000). These balances are amounts lent to subsidiaries to satisfy short term funding requirements. Based on an assessment of qualitative and quantitative factors that are indicative of the risk of default, the impairment on these balances has been measured at an amount equal to lifetime ECLs. The impairment loss amounted to \$296,108,000 (2023: \$237,886,000) as at 31 December 2024.

15 CASH AND CASH EQUIVALENTS

	Group		Company	
	2024	2023	2024	2023
	\$'000	\$'000	\$'000	\$'000
Cash at bank and on hand	163,389	131,800	57,683	23,353
Time deposits with financial institutions	436,664	50,802	80,713	14,158
	600,053	182,602	138,396	37,511
Deposits pledged	(1,555)	(3,344)		
Cash and cash equivalents in the statement of cash flows	598,498	179,258		

Deposits pledged mainly relate to bank balances of a subsidiary pledged as security to obtain credit facilities (note 20).

Bank balances of \$13,100,000 (2023: \$16,216,000) are included as part of the floating charge for borrowings of the Group (note 20). Bank balances of \$10,548,000 (2023: \$10,401,000) served as negative pledges to secure the borrowings of the Group (note 20). These amounts are included as part of cash and cash equivalents as the utilisation of these bank balances is not restricted.

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2024

16 SHARE CAPITAL

	Group and Company			
	Number of shares		Amount	
	2024	2023	2024	2023
	'000	'000	\$'000	\$'000
At 1 January	859,838	859,838	470,546	470,546
Cancellation of treasury shares	(84,038)	—	—	—
At 31 December	775,800	859,838	470,546	470,546

All issued ordinary shares are fully paid, with no par value. All shares rank equally with regard to the Company's residual assets.

During the year, the Company acquired 87,337,736 (2023: 3,577,200) of its own shares for a total consideration of \$108,707,000 (2023: \$3,936,000). The shares acquired included an off-market purchase of 84,038,036 shares at an aggregate offer consideration of \$105,048,000. The off-market shares acquired were purchased out of profits and cancelled immediately.

At 31 December 2024, the Group held 19,457,100 (2023: 16,157,400) of the Company's shares as treasury shares (note 17).

17 OTHER RESERVES

	Group		Company	
	2024	2023	2024	2023
	\$'000	\$'000	\$'000	\$'000
Currency translation reserve	(203,947)	(192,218)	—	—
Hedging reserve	1,102	12	—	—
Fair value reserve	(142,617)	(139,146)	—	—
Reserve for own shares	(23,774)	(20,115)	(23,774)	(20,115)
Capital reserve	(23,512)	(13,482)	—	—
	(392,748)	(364,949)	(23,774)	(20,115)

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2024

17 OTHER RESERVES (CONT'D)

The movement of other reserves of the Group is as follows:

	Currency translation reserve \$'000	Hedging reserve \$'000	Fair value reserve \$'000	Reserve for own shares \$'000	Capital reserve \$'000	Total \$'000
At 1 January 2024	(192,218)	12	(139,146)	(20,115)	(13,482)	(364,949)
Other comprehensive income						
Foreign operations:						
- currency translation differences	(11,331)	-	-	-	-	(11,331)
- currency translation differences reclassified to profit or loss on disposal	27,460	-	-	-	-	27,460
Share of other comprehensive income of equity-accounted investees:						
- currency translation differences	(27,923)	-	-	-	-	(27,923)
- other reserves	-	(607)	(1,063)	-	-	(1,670)
Net change in fair value of investments at fair value through other comprehensive income, net of tax						
	-	-	(694)	-	-	(694)
Cash flow hedges:						
- effective portion of changes in fair value of cash flow hedges	-	3,222	-	-	-	3,222
- hedging reserve reclassified to profit or loss	-	(1,525)	-	-	-	(1,525)
Total other comprehensive income, net of tax	(11,794)	1,090	(1,757)	-	-	(12,461)
Total other comprehensive income for the year	(11,794)	1,090	(1,757)	-	-	(12,461)
Transactions with owners, recognised directly in equity						
Contributions by and distributions to owners						
Own shares acquired	-	-	-	(3,659)	-	(3,659)
Total contributions by and distribution to owners	-	-	-	(3,659)	-	(3,659)
Changes in ownership interests in subsidiaries						
Changes in ownership interests in subsidiaries without a change in control	65	-	-	-	-	65
Total changes in ownership interests in subsidiaries	65	-	-	-	-	65
Total transactions with owners	65	-	-	(3,659)	-	(3,594)
Share of reserves of equity-accounted investees	-	-	-	-	(10,030)	(10,030)
Transfer from fair value reserve to accumulated profits	-	-	(1,714)	-	-	(1,714)
At 31 December 2024	(203,947)	1,102	(142,617)	(23,774)	(23,512)	(392,748)

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2024

17 OTHER RESERVES (CONT'D)

	Currency translation reserve \$'000	Hedging reserve \$'000	Fair value reserve \$'000	Reserve for own shares \$'000	Capital reserve \$'000	Total \$'000
At 1 January 2023	(143,003)	2,418	(96,559)	(16,179)	698	(252,625)
Other comprehensive income						
Foreign operations:						
- currency translation differences	(16,776)	-	-	-	52	(16,724)
Share of other comprehensive income of equity-accounted investees:						
- currency translation differences	(32,439)	-	-	-	-	(32,439)
- other reserves	-	(892)	1,078	-	-	186
Net change in fair value of investments at fair value through other comprehensive income, net of tax						
	-	-	(38,148)	-	-	(38,148)
Cash flow hedges:						
- effective portion of changes in fair value of cash flow hedges	-	4,485	-	-	-	4,485
- hedging reserve reclassified to profit or loss	-	(5,999)	-	-	-	(5,999)
Total other comprehensive income, net of tax	(49,215)	(2,406)	(37,070)	-	52	(88,639)
Total other comprehensive income for the year	(49,215)	(2,406)	(37,070)	-	52	(88,639)
Transactions with owners, recognised directly in equity						
Contributions by and distributions to owners						
Own shares acquired	-	-	-	(3,936)	-	(3,936)
Total contributions by and distribution to owners	-	-	-	(3,936)	-	(3,936)
Total transactions with owners	-	-	-	(3,936)	-	(3,936)
Share of reserves of equity-accounted investees	-	-	-	-	(14,232)	(14,232)
Transfer from fair value reserve to accumulated profits	-	-	(5,517)	-	-	(5,517)
At 31 December 2023	(192,218)	12	(139,146)	(20,115)	(13,482)	(364,949)

Currency translation reserve

The currency translation reserve comprises:

- (a) exchange differences arising from the translation of financial statements of foreign operations;
- (b) share of currency translation reserves of foreign equity-accounted investees; and
- (c) exchange differences on monetary items which form part of the Group's net investment in foreign operations, provided certain conditions are met.

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2024

17 OTHER RESERVES (CONT'D)

Hedging reserve

The hedging reserve comprises the effective portion of the cumulative net change in the fair value of hedging instruments used in cash flow hedges pending subsequent recognition in profit or loss as the hedged cash flows affect profit or loss.

Fair value reserve

The fair value reserve comprises the cumulative net change in the fair value of the financial assets designated at FVOCI until the investments are derecognised or impaired.

Reserve for own shares

The reserve for the Company's own shares comprises the cost of the Company's shares held by the Group.

At 31 December 2024, the Group held 19,457,100 (2023: 16,157,400) of the Company's shares as treasury shares (note 16).

Capital reserve

The reserve mainly relates to the Group's share of units / shares issue costs of subsidiaries and share of reserves of equity-accounted investees.

18 ACCUMULATED PROFITS

Movements in the accumulated profits of the Company are as follows:

	Company	
	2024	2023
	\$'000	\$'000
At 1 January	2,021,485	2,061,925
Net loss for the year	(69,295)	(19,259)
Own shares acquired and cancelled (note 16)	(105,048)	–
Dividends paid (note 34)	(32,775)	(21,181)
At 31 December	1,814,367	2,021,485

Movements in the accumulated profits of the Group are shown in the consolidated statement of changes in equity.

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2024

19 NON-CONTROLLING INTERESTS

The following subsidiaries have NCI that are material to the Group:

Name	Principal place of business / Country of incorporation	Ownership interests held by NCI	
		2024	2023
OUE Real Estate Investment Trust ("OUE REIT")	Singapore	51.4%	51.4%
OUEH	Singapore	29.6%	29.6%

The following summarises the financial information of the Group's subsidiaries with material NCI, based on consolidated financial statements prepared in accordance with SFRS(I)s, including consolidation adjustments but before intercompany eliminations with other companies in the Group.

	OUE REIT \$'000	OUEH \$'000	Immaterial subsidiaries \$'000	Total \$'000
31 December 2024				
Revenue	295,334	150,277		
(Loss) / Profit after tax	(77,266)	21,597		
Other comprehensive income	48,453	(12,330)		
Total comprehensive income	(28,813)	9,267		
Attributable to NCI:				
- (Loss) / Profit for the year	(35,112)	23,055	(124)	(12,181)
- Other comprehensive income	23,567	(9,234)	(2)	14,331
- Total comprehensive income	(11,545)	13,821	(126)	2,150
Non-current assets	5,291,061	1,310,467		
Current assets	387,284	89,291		
Non-current liabilities	(2,055,191)	(535,925)		
Current liabilities	(229,565)	(124,811)		
Net assets	3,393,589	739,022		
Net assets attributable to NCI	1,754,481	363,657	(2,187)	2,115,951
Net assets attributable to perpetual securities holders	–	33,282	–	33,282
Cash flows from operating activities	198,162	60,714		
Cash flows from investing activities	285,462	18,676		
Cash flows used in financing activities				
(Dividends to NCI of OUE REIT: \$61,986,000 and NCI of OUEH: \$30,601,000)	(175,688)	(68,197)		
Net increase in cash and cash equivalents	307,936	11,193		

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2024

19 NON-CONTROLLING INTERESTS (CONT'D)

	OUE REIT \$'000	OUEH \$'000	Immaterial subsidiaries \$'000	Total \$'000
31 December 2023				
Revenue	285,335	159,315		
Profit after tax	71,947	54,742		
Other comprehensive income	(18,663)	(23,952)		
Total comprehensive income	53,284	30,790		
Attributable to NCI:				
- Profit / (Loss) for the year	39,758	44,405	(1,759)	82,404
- Other comprehensive income	(9,660)	(13,644)	(5)	(23,309)
- Total comprehensive income	30,098	30,761	(1,764)	59,095
Non-current assets	5,748,121	1,368,153		
Current assets	79,637	83,867		
Non-current liabilities	(2,184,090)	(585,318)		
Current liabilities	(108,921)	(103,279)		
Net assets	3,534,747	763,423		
Net assets attributable to NCI	1,827,979	381,267	(1,168)	2,208,078
Net assets attributable to perpetual securities holders	–	33,282	–	33,282
Cash flows from operating activities	213,387	65,523		
Cash flows from / (used in) investing activities	1,458	(62,845)		
Cash flows used in financing activities				
(Dividends to NCI of OUE REIT: \$64,972,000 and NCI of OUEH: \$32,803,000)	(208,944)	(8,093)		
Net increase / (decrease) in cash and cash equivalents	5,901	(5,415)		

Significant restrictions

Other than the restrictions resulting from the regulatory framework within which OUE REIT and First Real Estate Investment Trust ("First REIT") operate, there is no significant restriction on the Group's ability to access or use the assets and settle the liabilities of OUE REIT and First REIT.

OUE REIT and First REIT are regulated by the Monetary Authority of Singapore ("MAS") and are supervised by the SGX-ST for compliance with the Singapore Listing Rules. Under the regulatory framework, transactions with OUE REIT and First REIT are either subject to review by OUE REIT's and First REIT's trustee or must be approved by a majority of votes by the minority unitholders of OUE REIT and First REIT at a meeting of unitholders. The consolidated assets of OUE REIT and First REIT are held in trust by their trustees for the unitholders.

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2024

20 BORROWINGS

	Note	Group		Company	
		2024 \$'000	2023 \$'000	2024 \$'000	2023 \$'000
Non-current					
Secured bank loans		332,496	782,701	79,378	71,168
Secured Tokutei Mokutei Kaisha ("TMK") bonds and term loan	(i)	101,722	106,929	–	–
Unsecured notes	(ii)	1,243,305	595,459	–	–
Guaranteed bonds	(iii)	97,762	96,778	–	–
Unsecured bank loans		1,152,939	1,260,323	–	–
		2,928,224	2,842,190	79,378	71,168
Current					
Secured bank loans		56,855	426	–	–
Secured TMK bonds	(i)	880	920	–	–
Unsecured notes	(ii)	99,765	–	–	–
Unsecured bank loans		25,500	30,000	–	–
		183,000	31,346	–	–
Total		3,111,224	2,873,536	79,378	71,168

The exposure of the Group and the Company to market and liquidity risks are disclosed in note 37.

The borrowings comprise the following:

(i) Secured TMK bonds

TMK is an investment vehicle incorporated under the Asset Liquidation Law of Japan to acquire real estate and obtain debt financing in real estate finance transactions in Japan. A TMK may issue TMK bonds, which are generally issued to qualified institutional investors. The TMK grants to holders of TMK bonds the right to receive all payments due in relation to such TMK bonds out of the assets of the TMK prior to any payments to other unsecured creditors. This statutory right is generally referred to as a general security interest. Unless otherwise provided in the Asset Liquidation Plan, such general security is automatically created by operation of law.

The TMK Bonds pertain to bond issued by a subsidiary of the Group, due in May 2025 was fully repaid in June 2023 by issuance of a new secured TMK bonds and a secured term loan. The new facilities will be due in June 2030.

(ii) Unsecured notes

The unsecured notes of the Group comprise the following:

- \$396,923,000 (2023: \$198,597,000) comprising 2 series (2023: 1 series) of notes issued by a wholly-owned subsidiary of the Group at various interest rates as part of an unsecured \$3 billion Multicurrency Debt Issuance programme. The unsecured notes are redeemable at the principal amounts on maturity dates in 2026 and 2029 (2023: in 2026). The Company has provided a guarantee in respect of the notes issued.

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2024

20 BORROWINGS (CONT'D)

(ii) Unsecured notes (cont'd)

- \$946,147,000 (2023: \$396,862,000) comprising 6 series (2023: 3 series) of notes issued by a subsidiary of the Group at various interest rates under a \$2 billion Multicurrency Debt Issuance programme. The unsecured notes are redeemable at their principal amounts on their respective maturity dates between 2025 and 2031.

(iii) Guaranteed bonds

On 7 April 2022, \$100,000,000 guaranteed bonds at a coupon rate of 3.25% due in April 2027 were issued by First REIT. The guaranteed bonds are unconditionally and irrevocably guaranteed by Credit Guarantee and Investment Facility, a trust fund of the Asian Development Bank and are listed on the Singapore Exchange Securities Trading Limited.

The TMK Bonds are secured against:

- the total assets of a subsidiary of the Group which mainly comprise investment properties in Japan (note 6) and cash and cash equivalents (note 15); and
- a corporate guarantee from First REIT

The secured borrowings and guaranteed bonds of the Group are generally secured on the following:

- bank deposits of \$1,555,000 (2023: \$3,344,000) (note 15);
- floating charge over bank deposits of \$13,100,000 (2023: \$16,216,000) (note 15);
- investment properties with carrying amount of \$1,063,143,000 (2023: \$2,006,360,000) (note 6); and
- assignment of all rights, titles, benefits and interests in connection with the sale, lease and insurance proceeds of certain investment properties.

Intra-group financial guarantees

Intra-group financial guarantees comprise guarantees given by the Company in respect of unsecured notes issued by a wholly-owned subsidiary and loan facilities obtained by OUEH. The periods in which the financial guarantees will expire are as follows:

	2024 \$'000	2023 \$'000
Within one year	84,940	37,951
Between two to five years	451,057	212,044
	<u>535,997</u>	<u>249,995</u>

At the reporting date, the Company has not recognised an ECL provision as the ECL amount was lower than that amortised liability for intra-group financial guarantee contracts. The Company does not consider it probable that a claim will be made against the Company under the guarantee. As at 31 December 2024, management has assessed that the fair value of intra-group financial guarantees is insignificant at initial recognition.

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2024

20 BORROWINGS (CONT'D)

Terms and debts repayment schedule

Terms and conditions of outstanding loans and borrowings are as follows:

	Nominal interest rate	Year of maturity	Group		Company	
			2024 \$'000	2023 \$'000	2024 \$'000	2023 \$'000
Unsecured bank loans						
- SGD	4.03% – 4.89% (2023: 5.09% – 5.46%)	2025 – 2029 (2023: 2023 – 2028)	1,178,439	1,290,323	–	–
Secured bank loans						
- SGD	4.09% – 5.97% (2023: 4.14% – 6.02%)	2025 – 2027 (2023: 2025 – 2027)	374,865	767,630	79,378	71,168
- RMB	Not applicable (2023: 4.36%)	Not applicable (2023: 2024)	–	426	–	–
- JPY	1.00% – 1.31% (2023: 1.00% – 1.31%)	2026 (2023: 2026)	14,486	15,071	–	–
Unsecured notes						
- SGD	3.50% – 4.10% (2023: 3.50% – 4.00%)	2025 – 2031 (2023: 2025 – 2027)	1,343,070	595,459	–	–
Secured TMK bonds and term loans						
- JPY	1.50% (2023: 1.50%)	2030 (2023: 2030)	102,602	107,849	–	–
Guaranteed bonds						
- SGD	3.25% (2023: 3.25%)	2027 (2023: 2027)	97,762	96,778	–	–
			<u>3,111,224</u>	<u>2,873,536</u>	<u>79,378</u>	<u>71,168</u>

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2024

20 BORROWINGS (CONT'D)

Reconciliation of movements of liabilities to cash flows arising from financing activities

	Liabilities			Derivative (assets) / liabilities					Total
		Interest payable	Lease liabilities	Interest rate swap – assets	Forward exchange contract - asset	Interest rate cap – assets	Interest rate swap – liabilities	Forward exchange contract - liability	
	Borrowings \$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	
Group									
Balance at 1 January 2024	2,873,536	9,721	38,175	(3,274)	(149)	(489)	731	14	2,918,265
Changes from financing cash flows									
Proceeds from borrowings	1,559,607	–	–	–	–	–	–	–	1,559,607
Repayment of borrowings	(1,316,135)	–	–	–	–	–	–	–	(1,316,135)
Principal repayment of leases	–	–	(6,819)	–	–	–	–	–	(6,819)
Transaction costs / finance costs paid ¹	(15,472)	(129,029)	(1,500)	–	–	–	–	–	(146,001)
Total changes from financing cash flows	228,000	(129,029)	(8,319)	–	–	–	–	–	90,652
Disposal of a subsidiary	(426)	–	–	–	–	–	–	–	(426)
Effect of changes in foreign exchange rates	(4,594)	555	42	–	–	–	–	–	(3,997)
Change in fair value	–	–	–	1,074	(111)	489	2,176	(14)	3,614
Other changes									
Liability related									
Amortisation of transaction costs	14,708	–	–	–	–	–	–	–	14,708
Interest expense	–	133,844	1,500	–	–	–	–	–	135,344
Additions to lease liabilities	–	–	5,702	–	–	–	–	–	5,702
Adjustment to subleases	–	–	(226)	–	–	–	–	–	(226)
Derecognition of lease liabilities	–	–	(46)	–	–	–	–	–	(46)
Total liability-related other changes	14,708	133,844	6,930	–	–	–	–	–	155,482
Balance at 31 December 2024	3,111,224	15,091	36,828	(2,200)	(260)	–	2,907	–	3,163,590

¹ Included in the transaction costs / finance costs paid are the audit fees paid to the auditors of the Group, amounting to \$81,000.

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2024

20 BORROWINGS (CONT'D)

Reconciliation of movements of liabilities to cash flows arising from financing activities (cont'd)

	Liabilities			Derivative (assets) / liabilities					
	Borrowings	Interest payable	Lease liabilities	Interest rate swap – assets	Forward exchange contract - asset	Interest rate cap – assets	Interest rate swap – liabilities	Forward exchange contract - liability	Total
	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000
Group									
Balance at 1 January 2023	2,967,126	10,764	44,758	(27,445)	–	(2,004)	–	–	2,993,199
Changes from financing cash flows									
Proceeds from borrowings	715,000	–	–	–	–	–	–	–	715,000
Repayment of borrowings	(804,344)	–	–	–	–	–	–	–	(804,344)
Principal repayment of leases	–	–	(6,689)	–	–	–	–	–	(6,689)
Transaction costs / finance costs paid	(5,849)	(120,306)	(1,692)	–	–	–	–	–	(127,847)
Total changes from financing cash flows	(95,193)	(120,306)	(8,381)	–	–	–	–	–	(223,880)
Disposal of a subsidiary	–	–	(40)	–	–	–	–	–	(40)
Effect of changes in foreign exchange rates	(9,613)	(1,329)	(32)	–	–	–	–	–	(10,974)
Change in fair value	–	–	–	24,171	(149)	1,515	731	14	26,282
Other changes									
Liability related									
Amortisation of transaction costs	11,216	–	–	–	–	–	–	–	11,216
Interest expense	–	120,592	1,692	–	–	–	–	–	122,284
Additions to lease liabilities	–	–	2,323	–	–	–	–	–	2,323
Additions to sublease	–	–	233	–	–	–	–	–	233
Derecognition of lease liabilities	–	–	(2,378)	–	–	–	–	–	(2,378)
Total liability-related other changes	11,216	120,592	1,870	–	–	–	–	–	133,678
Balance at 31 December 2023	2,873,536	9,721	38,175	(3,274)	(149)	(489)	731	14	2,918,265

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2024

21 LEASE LIABILITIES

	Group		Company	
	2024	2023	2024	2023
	\$'000	\$'000	\$'000	\$'000
Lease liabilities:				
Non-current	29,932	31,254	598,045	626,365
Current	6,896	6,921	28,320	27,357
	<u>36,828</u>	<u>38,175</u>	<u>626,365</u>	<u>653,722</u>

During the year, the incremental borrowing rates of the Group's and the Company's lease liabilities range from 0.89% to 5.25% and 3.19% to 4.22% (2023: 0.89% to 5.25% and 3.19% to 4.22%) per annum, respectively.

Lease liabilities of the Company pertain to a hotel property lease with a subsidiary and office space lease with a joint venture under non-cancellable operating lease agreements.

Amounts recognised in profit or loss

	Group	
	2024	2023
	\$'000	\$'000
Finance expenses on lease liabilities	<u>1,500</u>	<u>1,692</u>

Amounts recognised in consolidated statement of cash flows

	Group	
	2024	2023
	\$'000	\$'000
Total cash outflow for leases	<u>8,319</u>	<u>8,381</u>

Leases as lessors

Operating lease

The Group leases out its investment properties (note 6) under non-cancellable leases. The Group has classified these leases as operating leases, because they do not transfer substantially all of the risks and rewards incidental to the ownership of the assets.

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2024

21 LEASE LIABILITIES (CONT'D)

Leases as lessors (cont'd)

Operating lease (cont'd)

The following table sets out a maturity analysis of lease payments, showing the undiscounted lease payments to be received after the reporting date:

	Group	
	2024	2023
	\$'000	\$'000
Operating leases		
Less than one year	257,078	273,864
One to two years	207,417	236,734
Two to three years	143,310	178,433
Three to four years	104,703	118,543
Four to five years	92,003	99,188
More than five years	668,033	777,511
Total	<u>1,472,544</u>	<u>1,684,273</u>

22 DEFERRED INCOME

	Group	
	2024	2023
	\$'000	\$'000
Advances	17,368	21,152
Non-current	15,888	16,822
Current	<u>1,480</u>	<u>4,330</u>
	<u>17,368</u>	<u>21,152</u>

This relates mainly to advances received from hotel operations.

23 OTHER PAYABLES

	Group		Company	
	2024	2023	2024	2023
	\$'000	\$'000	\$'000	\$'000
Rental deposits	36,745	48,690	423	410
Others	24	3,050	–	–
	<u>36,769</u>	<u>51,740</u>	<u>423</u>	<u>410</u>

The exposure of the Group and the Company to liquidity risk is disclosed in note 37.

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2024

24 PROVISION

	Legal and related expenses \$'000	Income guarantee \$'000	Total \$'000
Group			
2024			
At 1 January	20,199	–	20,199
Utilisation during the year	(58)	–	(58)
At 31 December	20,141	–	20,141
2023			
At 1 January	20,724	3,932	24,656
Reversal during the year (note 31(ii))	–	(2,946)	(2,946)
Utilisation during the year	(525)	(986)	(1,511)
At 31 December	20,199	–	20,199

Provision for legal and related expenses

As at 31 December 2024, the provision of \$20,141,000 (2023: \$20,199,000) relates to legal and related expenses made by OUEH Group (note 35).

25 TRADE AND OTHER PAYABLES

	Group		Company	
	2024 \$'000	2023 \$'000	2024 \$'000	2023 \$'000
Trade payables:				
- Subsidiaries	–	–	5,934	6,385
- Joint venture	5	2	5	2
- Third parties	19,610	27,591	2,432	2,845
	19,615	27,593	8,371	9,232
Non-trade payables:				
- Subsidiaries	–	–	10,286	23,660
- Joint venture	463	454	–	–
- Third parties	17,831	32,090	2,499	2,723
Interest payable	15,091	9,721	224	285
Accruals	78,016	102,615	20,625	18,687
Retention sums payable	1,320	3,294	130	2,246
Rental deposits	15,420	12,982	15	16
	147,756	188,749	42,150	56,849

Non-trade payables to subsidiaries and a joint venture are unsecured, interest-free and repayable on demand.

The exposure of the Group and the Company to liquidity risk are disclosed in note 37.

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2024

26 REVENUE

	Group	
	2024 \$'000	2023 \$'000
Investment properties income	207,452	204,719
Hospitality income	230,191	205,393
Development properties income	9,375	9,791
Healthcare income	152,161	162,063
Others	47,320	41,133
	646,499	623,099

In the following table, revenue is disaggregated by timing of revenue recognition.

Timing of revenue recognition for products and services transferred*:

	2024		2023	
	At a point in time \$'000	Over time \$'000	At a point in time \$'000	Over time \$'000
Investment properties income	1,283	13,445	–	7,239
Hospitality income	51,925	176,971	43,239	160,916
Development properties income	9,375	–	9,791	–
Healthcare income	49,948	3	53,490	4
Others	47,320	–	41,133	–
	159,851	190,419	147,653	168,159

* Excluding rental income

Included in the Group's rental income is variable rent recognised of \$3,213,000 (2023: \$4,033,000).

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2024

27 LOSS / (PROFIT) BEFORE TAX

The following items have been included in arriving at loss / (profit) before tax:

	Note	Group 2024 \$'000	2023 \$'000
Audit fees paid to:			
- auditors of the Company and other firms affiliated with KPMG International Limited		1,858	2,092
- other auditors		272	357
Non-audit fees paid to:			
- auditors of the Company and other firms affiliated with KPMG International Limited*		496	354
- other auditors		355	141
Advertising and promotion expense		7,796	7,056
Depreciation of property, plant and equipment	4	63,011	60,393
(Write back of impairment loss) / Impairment loss on trade and other receivables	37	(541)	1,075
Bad debts written off		260	613
(Gain) / Loss on disposal of property, plant and equipment		(18)	171
Development costs included in cost of sales		9,071	8,892
Employee benefits	28	114,630	107,816
Hospitality supplies and services		56,345	45,901
Healthcare supplies and services		27,295	29,512
Operating lease expense		4,463	3,763
Professional and legal services		6,742	6,432
Property tax		25,145	19,373
Repair and maintenance expense		33,252	29,576
Utility charges		17,934	15,047
Others		38,416	38,333
Total cost of sales, marketing, administrative and other operating expenses		406,782	376,897

* Non-audit fees paid to auditors of the Company and other firm affiliated with KPMG International Limited include audit-related services of \$146,000 (2023: \$36,000).

28 EMPLOYEE BENEFITS

	Group 2024 \$'000	2023 \$'000
Salaries, bonuses and other costs	104,632	98,228
Contributions to defined contribution plans	9,998	9,588
	114,630	107,816

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2024

29 FINANCE EXPENSES

	Note	Group 2024 \$'000	2023 \$'000
Interest expense	(i)	133,844	120,592
Amortisation of transaction costs		14,708	11,216
Borrowing costs		148,552	131,808
Net foreign exchange loss		14,156	4,515
Unwinding of discount of non-current rental deposits		166	166
Finance expenses on lease liabilities		1,500	1,692
Net change in fair value of financial derivatives		7,432	22,103
		171,806	160,284

The above finance expenses include interest expense in respect of liabilities not at fair value through profit or loss of \$153,394,000 (2023: \$149,938,000).

(i) Included gain on cash flow hedge of \$3,031,000 (2023: \$12,479,000) transferred from hedging reserve.

30 FINANCE INCOME

	Group 2024 \$'000	2023 \$'000
Interest income:		
- bank deposits	3,200	4,241
- investments in debt securities	109	178
- loan to a related party	1,144	-
- loan to a third party	1,671	1,737
	6,124	6,156
Ineffective portion of changes in fair value of cash flow hedges	2,881	2,040
Dividend income	1,426	3,762
	10,431	11,958

The above finance income includes interest income in respect of assets not at fair value through profit or loss of \$7,550,000 (2023: \$9,918,000).

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2024

31 OTHER (LOSSES) / GAINS – NET

	Note	Group 2024 \$'000	2023 \$'000
(Impairment loss) / Write back of impairment loss on development properties	13	(1,069)	24
Net change in fair value of investment properties	6, (i)	(163,655)	(47,105)
Net change in fair value of investments designated at FVTPL		(736)	7,196
(Impairment loss) / Write back of impairment loss on property, plant and equipment	4	(1,796)	51,787
(Loss) / Gain on disposal of subsidiaries		(20,300)	62
Gain on disposal of an equity-accounted investee		150	–
Loss on disposal of asset held for sale		(242)	–
Others		225	(311)
		<u>(187,423)</u>	<u>11,653</u>

- (i) In 2023, the net change in fair value of investment properties of the Group included an amount of \$2,946,000 (note 6 and 24) derived from reversal of unutilised income support related to the sale of OUE Bayfront in 2021.

32 TAX EXPENSE / (CREDIT)

	Note	Group 2024 \$'000	2023 \$'000
Tax recognised in profit or loss			
Current tax expense / (credit)			
Current year		30,404	28,203
Over provision in respect of prior years		(24,359)	(29,548)
		<u>6,045</u>	<u>(1,345)</u>
Withholding tax		<u>37,142</u>	<u>6,154</u>
Deferred tax credit			
Origination and reversal of temporary differences		(31,740)	(7,684)
Under / (Over) provision in respect of prior years		474	(9,536)
	10	<u>(31,266)</u>	<u>(17,220)</u>
		<u>11,921</u>	<u>(12,411)</u>

Global minimum top-up tax

The Amendments to SFRS(1)1- 12: *International Tax Reform - Pillar Two Model Rules* provide a temporary mandatory exception from deferred tax accounting for the top-up tax that may arise from the jurisdictional adoption of the Pillar Two model rules published by the Organisation for Economic Co-operation and Development (OECD), and require new disclosures about the Pillar Two tax exposure.

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2024

32 TAX EXPENSE / (CREDIT) (CONT'D)

Global minimum top-up tax (cont'd)

The mandatory exception is effective immediately and applies retrospectively. Based on the Group's assessment, the Group is currently not expected to be in scope of OECD Pillar Two model rules, therefore do not anticipate any material impact on the taxes. The global minimum top-up tax framework is assessed on a group-wide basis and no material impact to OUE Limited is expected. This is on the basis that under the tax neutrality principle provided in the framework, any top-up tax should generally be imposed on a constituent entity owner rather than the investment entity itself (i.e. OUE Limited).

	Group 2024 \$'000	2023 \$'000
Reconciliation of effective tax rate		
(Loss) / Profit before tax	(285,359)	152,728
Less:		
Share of results of equity-accounted investees, net of tax	<u>176,277</u>	<u>(43,199)</u>
	<u>(109,082)</u>	<u>109,529</u>
Tax using the Singapore tax rate of 17% (2023: 17%)	(18,544)	18,620
Effect of tax rates in foreign jurisdictions	(14,855)	(11,752)
Non-deductible expenses	35,113	27,795
Income not subject to tax	(14,176)	(23,892)
Effect of taxable distribution from subsidiaries	7,099	7,959
Singapore statutory stepped income exemption	(157)	(184)
Utilisation of prior year tax losses	–	(1)
Current tax losses for which no deferred tax assets are recognised	3,772	–
Change in unrecognised deductible temporary differences	(652)	375
Effect of tax losses not available for carry forward	1,064	1,599
Over provision in respect of prior years	(23,885)	(39,084)
Withholding tax	<u>37,142</u>	<u>6,154</u>
Tax expense / (credit)	<u>11,921</u>	<u>(12,411)</u>

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2024

33 EARNINGS PER SHARE

The calculation of basic earnings per share has been based on the following (loss) / profit attributable to ordinary shareholders and weighted average number of ordinary shares outstanding, adjusted for own shares held.

	Group	
	2024	2023
	\$'000	\$'000
(Loss) / Profit attributable to owners of the Company	(286,760)	81,079
Weighted average number of ordinary shares		
	Group	
	2024	2023
	'000	'000
Issued ordinary shares at 1 January	843,680	847,257
Effect of own shares held and cancellation of own shares acquired	(44,096)	(455)
Weighted average number of ordinary shares during the year	799,584	846,802
Basic earnings per share (cents per share)	(35.86)	9.57

The diluted earnings per share is the same as the basic earnings per share as there were no dilutive potential ordinary shares.

34 DIVIDENDS

The following exempt (one-tier) dividends were declared and paid by the Group and Company:

For the year ended 31 December

	Note	Group and Company	
		2024	2023
		\$'000	\$'000
Paid by the Company to owners of the Company			
Interim dividend of 1.0 cent (2023: 1.0 cent) per ordinary share in respect of current year		7,564	8,472
Final dividend of 1.0 cent (2023: 1.5 cents) per ordinary share in respect of prior year		8,404	12,709
Special dividend of 2.0 cents per ordinary share in respect of prior year		16,807	–
	18	32,775	21,181

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2024

34 DIVIDENDS (CONT'D)

For the year ended 31 December (cont'd)

	Group	
	2024	2023
	\$'000	\$'000
Paid by subsidiaries to NCI		
Distribution of 1.78 cents (2023: 1.86 cents) per qualifying First REIT unit in respect of current year	20,441	21,360
Distribution of 0.62 cents (2023: 0.66 cents) per qualifying First REIT unit in respect of prior year	7,120	7,579
Distribution of 0.93 cents (2023: 1.05 cents) per qualifying OUE REIT unit in respect of current year	26,241	29,627
Distribution of 1.04 cents (2023: 1.04 cents) per qualifying OUE REIT unit in respect of prior year	29,345	29,345
Final dividend of 16.0 cents (2023: 15.0 cents) per ordinary share in respect of prior year	6,400	6,000
Interim dividend in respect of current year	2,535	3,625
Final dividend in respect of prior year	505	239
	92,587	97,775

After the reporting date, the following exempt (one-tier) dividends were proposed by the directors. These dividends have not been provided for.

	Group and Company	
	2024	2023
	\$'000	\$'000
Final dividend of 1.0 cents (2023: 1.0 cent) per ordinary share	7,563*	8,437*
Special dividend of nil cent (2023: 2.0 cents) per ordinary share	–	16,874*
	7,563	25,311

* The dividend is based on the number of issued ordinary shares (excluding treasury shares) of 756,342,324 (2023: 843,680,060) as at 31 December 2024.

35 LITIGATION CASES

The status of the litigation cases of the Group's subsidiary, OUEH Group, as at 31 December 2024, is as summarised below.

(a) Litigation cases with David Lin, a non-controlling shareholder of certain subsidiaries

In 2013, OUEH Group acquired a 74.97% effective interest and control over Health Kind International Limited and its subsidiaries, Health Kind International (Shanghai) Co., Ltd. ("Health Kind Shanghai") and Wuxi New District Phoenix Hospital Co., Ltd. ("Wuxi Co").

In 2017, Weixin Hospital Investment Management (Shanghai) Co. Ltd ("Weixin"), a company controlled by David Lin, sought a court order for the shares in Wuxi Co to be transferred to Weixin. The Shanghai Courts have rendered a judgement and appeal judgement in favour of Weixin. Consequently, OUEH Group deconsolidated Wuxi Co in 2018.

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2024

35 LITIGATION CASES (CONT'D)

(a) *Litigation cases with David Lin, a non-controlling shareholder of certain subsidiaries (cont'd)*

Arbitration proceedings against David Lin

In 2018, OUEH commenced arbitration proceedings in Singapore against David Lin. The Tribunal issued the final arbitration award against David Lin on 7 January 2019. OUEH has obtained a Singapore judgement in terms of the arbitration award on 28 November 2019.

Recognition and enforcement proceedings

In 2019, OUEH commenced recognition and enforcement proceedings in Hong Kong, Taiwan and Shanghai against David Lin to enforce the said award. As at 31 December 2023, OUEH has obtained permission from the respective authorities concerned to enforce the award in Hong Kong, Taiwan and Shanghai.

Shanghai

The Shanghai No. 1 Court received approximately RMB3.25 million in November 2020. The funds have been transferred to a subsidiary of OUEH in March 2021.

Taiwan

In March 2021, OUEH also received the sum of SGD711,000, being the deposit and trust assets held by David Lin in his bank accounts in Taiwan. Separately, David Lin's ¼ share in a real estate property in New Taipei City was sold on 18 January 2021 during a public auction for the sum of NTD5,880,000, of which OUEH received a sum net of costs and expenses.

Hong Kong

As at 31 December 2024, OUEH continues to hold a charging order absolute over David Lin's shares in Healthcare Solution Investment Limited ("HSIL") and Hong Kong Life Sciences and Technologies Group Limited. OUEH has also obtained an order to appoint receivers over David Lin's interest in the HSIL shares. HSIL is the sole shareholder of Weixin.

(b) *Other claim(s) against OUEH*

On 30 March 2017, Fan Kow Hin was declared a bankrupt, with Sim Guan Seng, Khor Boon Hong and Goh Yeow Kiang Victor (the "Trustees") being appointed as Fan Kow Hin's bankruptcy trustees.

On 16 December 2019, OUEH, Dr Dominic Er Kong Kiong ("Dr Er") and the Trustees entered into a Deed of Indemnity and Assignment, as amended and restated on 5 June 2020 (collectively referred to as the "Funding Deed"). Under the Funding Deed, OUEH and Dr Er agreed to inter alia indemnify the Trustees for up to \$1.5 million (with OUEH and Dr Er to each pay \$750,000) in losses, damages, liabilities, judgments, claims, causes of action, costs and expenses and legal costs incurred by the Trustees in relation to certain legal proceedings relating to Fan's bankruptcy estate.

In consideration of their indemnity, the Trustees agreed to sell and assign to OUEH and Dr Er a portion of the final net cash proceeds or recoveries by the estate in HC/S 1078/2017.

On 3 May 2024, parties agreed to mutually terminate the Funding Deed and OUEH was refunded its indemnified amount of \$501,000. On 21 June 2024, OUEH also received \$1,303,000 from the Official Assignee, being its shares of the sold/assigned recoveries.

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2024

35 LITIGATION CASES (CONT'D)

In accordance to paragraph 92 of SFRS(I) 1-37 *Provisions, Contingent Liabilities and Contingent Assets*, details of the provisions made for each litigation case were not disclosed in order not to prejudice OUEH Group's legal position in the proceedings.

36 COMMITMENTS

Capital commitments

Other than as disclosed elsewhere in the financial statements, the Group has the following capital commitments:

	Group	
	2024	2023
	\$'000	\$'000
Property, plant and equipment	22,135	3,394
Investment properties	14,751	1,718

37 FINANCIAL INSTRUMENTS

Financial risk management

Overview

The Group has exposure to the following risks arising from financial instruments:

- credit risk
- liquidity risk
- market risk

This note presents information about the Group's exposure to each of the above risks, the Group's objectives, policies and processes for measuring and managing risks, and the Group's management of capital.

Risk management framework

The Board of Directors reviews and agrees policies, procedures and limits of authority for the management of the above risks. In setting the financial risk policies and procedures framework, the Board of Directors endeavours to strike a balance between costs of risks occurring and the costs of managing the risks. Risk management policies and procedures are reviewed regularly to reflect changes in market conditions and the Group's activities. The Group, through its training and management standards and procedures, aims to develop a disciplined and constructive control environment in which all employees understand their roles and obligations. The Audit Committee provides independent oversight on the effectiveness of the risk management policies, procedures and processes through review of the Group's exposure to financial risks on half-yearly basis and independent internal audit reporting.

The Audit Committee oversees how management monitors compliance with the Group's risk management policies and procedures, and reviews the adequacy of the risk management framework in relation to the risks faced by the Group. The Audit Committee is assisted in its oversight role by Internal Audit. Internal Audit undertakes both regular and ad hoc reviews of risk management controls and procedures, the results of which are reported to the Audit Committee.

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2024

37 FINANCIAL INSTRUMENTS (CONT'D)

Climate-related risk

The Group began introducing and reporting on climate-related risks in 2023 sustainability report of the Group with reference to the Task Force on Climate-Related Financial Disclosures ("TCFD") framework.

While there was no significant impact from climate risk or climate-related risks directly on the Group's assets and activities, OUE Limited recognises that climate risk and climate-related risks arising from the locations of the Group's assets can have impact on revenues, expenditures, assets & liabilities, capital and financing.

The Group distinguishes between physical risks and transition risk. Physical risks such as flood, extreme weather patterns and precipitations, sea level rise and rising mean temperature are identified by the Group as long-term risks, whereby the impact is likely to peak beyond the time horizon of 5 to 25 years. Transition risks which arise as a result of measures required to mitigate the effects of climate change and transition to a low-carbon economy, have the potential to dampen the severity of physical risks brought about by the climate change. It is expected that stringent policies will be implemented globally which may entail extensive policy, legal, technology and market changes posing varying levels of financial and reputational risk. The extent and severity of transition risks can be difficult to ascertain given its dependency on both climate and economic factors that could emerge between the short (one year), medium (five years) term and long term. The impact of these transition risks, which are usually from policies, is likely to be greater than the impact of physical risks associated with climate change, expected to become more significant beyond the medium term.

OUE Limited has developed an Enterprise Risk Management ("ERM") framework to manage the Group's climate and environmental-related risks. The Board of Directors of the Group, with the assistance of the Audit Committee and supported by the Sustainability Steering Committee, has oversight over the ERM implementation and disclosures. The Sustainability Steering Committee comprises the C-suite and Heads of Department.

Credit risk

Credit risk is the risk of financial loss to the Group if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises primarily from the Group's and the Company's receivables from customers, debt investments, and the Company's loans and non-trade amounts due from subsidiaries. Rental deposits are received, where appropriate, to reduce credit risk.

The carrying amounts of financial assets in the statements of financial position represent the Group and the Company's maximum exposures to credit risk.

Trade and other receivables, other assets, and loans to subsidiaries

The Group's objective is to seek continual revenue growth while minimising losses incurred due to increased credit risk exposure. The Group trades only with recognised and creditworthy third parties. It is the Group's policy that all customers who wish to trade on credit terms are subject to credit verification procedures. In addition, receivable balances are monitored on an on-going basis with the result that the Group's exposure to bad debts is not significant.

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2024

37 FINANCIAL INSTRUMENTS (CONT'D)

Credit risk (cont'd)

Exposure to credit risk

The maximum exposure to credit risk for trade and other receivables, other assets (excluding promissory notes and prepayments), and loans to subsidiaries at the reporting date by geographic region was:

	Group		Company	
	2024	2023	2024	2023
	\$'000	\$'000	\$'000	\$'000
By geographical areas				
Singapore	62,571	72,710	1,003,929	1,318,210
Indonesia	61,514	63,495	–	–
The PRC	1,169	2,147	–	–
Others	482	3,054	381,534	381,803
	125,736	141,406	1,385,463	1,700,013

There is no concentration of customer risk at the Group and Company level, other than balances with related parties.

Expected credit loss assessment

The Group uses an allowance matrix to measure the ECLs for trade receivables. In measuring ECLs, trade receivables are grouped based on similar credit risk characteristics and days past due. Loss rates are based on actual credit loss experience over the past three to five years. These rates are adjusted to reflect differences between economic conditions during the period over which the historical data has been collected, current conditions and the Group's view of economic conditions over the expected lives of the receivables. The exposure to credit risk and ECLs for trade receivables as at 31 December 2024 and 31 December 2023 is insignificant.

For other receivables, other assets and loan to subsidiaries, the Group and the Company assess on a forward-looking basis the expected credit loss associated with financial assets at amortised cost. The impairment methodology applied depends on whether there has been a significant increase in credit risk.

The following table provides information about the exposure to credit risk and ECLs for trade and other receivables, other assets (excluding promissory notes and prepayments), and loans to subsidiaries:

	Group		Company	
	2024	2023	2024	2023
	\$'000	\$'000	\$'000	\$'000
Not past due	102,935	114,161	1,962,491	2,188,610
Past due 1 – 30 days	8,435	12,403	4,407	17,950
Past due 31 – 60 days	1,748	2,287	1,299	1,151
Past due over 60 days	14,842	15,338	57,562	40,598
	127,960	144,189	2,025,759	2,248,309
Less: impairment loss	(2,224)	(2,783)	(640,296)	(548,296)
	125,736	141,406	1,385,463	1,700,013

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2024

37 FINANCIAL INSTRUMENTS (CONT'D)

Credit risk (cont'd)

Movements in impairment loss in respect of trade and other receivables, other assets (excluding promissory notes and prepayments) and loans to subsidiaries

The movement in the impairment loss in respect of trade receivables (note 14) was as follows:

	Group		Company	
	2024 \$'000	2023 \$'000	2024 \$'000	2023 \$'000
At 1 January	301	753	1,717	–
Impairment loss recognised / (reversed)	413	(274)	229	1,717
Disposal of a subsidiary	(183)	–	–	–
Utilised during the year	–	(57)	–	–
Effects of movements in exchange rates	145	(121)	–	–
At 31 December	676	301	1,946	1,717

The movement in the impairment loss in respect of non-trade receivables (note 14) and other assets (note 11) (excluding promissory notes and prepayments) was as follows:

	Group		Company	
	2024 \$'000	2023 \$'000	2024 \$'000	2023 \$'000
At 1 January	2,482	1,152	237,886	233,808
Impairment loss (reversed) / recognised	(954)	1,349	58,397	4,078
Effects of movements in exchange rates	20	(19)	–	–
At 31 December	1,548	2,482	296,283	237,886

The movement in the impairment loss in respect of loans to subsidiaries (note 7) was as follows:

	Company	
	2024 \$'000	2023 \$'000
At 1 January	308,693	284,255
Impairment loss recognised	33,324	24,486
Exchange difference	50	(48)
At 31 December	342,067	308,693

Derivatives

Derivatives are entered into with bank and financial institution counterparties with sound credit ratings.

At reporting date, there were no significant concentrations of credit risk. The maximum exposure to credit risk is represented by the carrying value of each financial asset on the statements of financial position.

Debt investments

The Group limits its exposure to credit risk on investments held by investing only with counterparties that are of acceptable credit quality.

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2024

37 FINANCIAL INSTRUMENTS (CONT'D)

Credit risk (cont'd)

Debt investments (cont'd)

The exposure to credit risk for debt investments at the reporting date by geographic region was as follows:

	Group	
	2024 \$'000	2023 \$'000
Singapore	–	2,240

There was no impairment recognised on the debt investments as at 31 December 2023 and the ECLs was not material. During the year, the Group received full repayment of the debt investments.

Cash and cash equivalents

Cash and cash equivalents are held with bank and financial institution counterparties with sound credit ratings.

Impairment on cash and cash equivalents has been measured on the 12-month expected loss basis and reflects the short maturities of the exposure. The Group considers that its cash and cash equivalents have low credit risk based on the external credit ratings of the counterparties. The amount of the allowance of impairment on cash and cash equivalents was negligible.

Guarantees

Subsidiaries of the Group provide financial guarantees to joint ventures. The maximum exposure of the Group in respect of financial guarantees provided to joint ventures is disclosed in note 8.

The Company provides financial guarantees to subsidiaries and an associate, where appropriate. The maximum exposure of the Company in respect of the intra-group financial guarantees provided to subsidiaries and the associate is disclosed in note 20 and note 8 respectively.

Liquidity risk

Liquidity risk is the risk that the Group will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset.

The Group actively manages its debt maturity profile, operating cash flows and availability of funding so as to ensure that all refinancing, repayment and funding needs are met. As part of its liquidity management, the Group maintains sufficient level of cash and cash equivalents, and instruments that are readily convertible into cash. The Group also strives to maintain available credit facilities at a reasonable level to its overall debt position.

The Group has contractual commitments to incur capital expenditure with regard to its property, plant and equipment and investment properties, and capital commitments for financial assets designated at FVOCI.

As at the end of the financial year, the Group has unutilised committed facilities amounting to \$409,935,000 (2023: \$296,901,000).

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2024

37 FINANCIAL INSTRUMENTS (CONT'D)

Liquidity risk (cont'd)

Exposure to liquidity risk

The following are the contractual maturities of financial liabilities, including estimated interest payments and excluding the impact of netting agreements:

	Carrying amount \$'000	Contractual cash flows \$'000	Within 1 year \$'000	Within 2 to 5 years \$'000	More than 5 years \$'000
Group					
31 December 2024					
Non-derivative financial liabilities					
Trade and other payables	184,525	(184,525)	(147,756)	(33,550)	(3,219)
Lease liabilities	36,828	(71,531)	(8,348)	(9,469)	(53,714)
Borrowings	3,111,224	(3,516,191)	(334,743)	(2,756,099)	(425,349)
	3,332,577	(3,772,247)	(490,847)	(2,799,118)	(482,282)
Derivative financial instruments					
Interest rate swaps (net-settled)					
- assets	(2,200)	6,342	1,710	4,632	–
- liabilities	2,907	3,797	1,114	2,683	–
Forward exchange contracts					
(gross-settled)	(260)				
- inflow		7,981	7,981	–	–
- outflow		(7,809)	(7,809)	–	–
Recognised financial liabilities	3,333,024	(3,761,936)	(487,851)	(2,791,803)	(482,282)
Capital commitments for financial assets designated at FVOCI	–	(13,513)	(13,513)	–	–
Financial guarantees	–	(49,781)	(49,252)	(529)	–
	3,333,024	(3,825,230)	(550,616)	(2,792,332)	(482,282)

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2024

37 FINANCIAL INSTRUMENTS (CONT'D)

Liquidity risk (cont'd)

Exposure to liquidity risk (cont'd)

	Carrying amount \$'000	Contractual cash flows \$'000	Within 1 year \$'000	Within 2 to 5 years \$'000	More than 5 years \$'000
Group					
31 December 2023					
Non-derivative financial liabilities					
Trade and other payables	240,489	(240,489)	(188,749)	(51,045)	(695)
Lease liabilities	38,175	(72,538)	(8,344)	(9,459)	(54,735)
Borrowings	2,873,536	(3,248,224)	(167,662)	(2,975,366)	(105,196)
	3,152,200	(3,561,251)	(364,755)	(3,035,870)	(160,626)
Derivative financial instruments					
Interest rate swaps (net-settled)					
- assets	(3,274)	6,788	6,301	487	–
- liabilities	731	209	441	(232)	–
Interest rate caps (net-settled)					
- assets	(489)	192	192	–	–
Forward exchange contracts					
(gross-settled)	(135)				
- inflow		21,135	21,135	–	–
- outflow		(21,000)	(20,000)	–	–
Recognised financial liabilities	3,149,033	(3,553,927)	(356,686)	(3,035,615)	(160,626)
Capital commitments for financial assets designated at FVOCI	–	(17,353)	(17,353)	–	–
Financial guarantees	–	(51,541)	(51,541)	–	–
	3,149,033	(3,622,821)	(425,580)	(3,035,615)	(160,626)

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2024

37 FINANCIAL INSTRUMENTS (CONT'D)

Liquidity risk (cont'd)

Exposure to liquidity risk (cont'd)

	Carrying amount \$'000	Contractual cash flows \$'000	Within 1 year \$'000	Within 2 to 5 years \$'000	More than 5 years \$'000
Company					
31 December 2024					
Non-derivative financial liabilities					
Trade and other payables	42,573	(42,573)	(42,150)	(423)	–
Lease liabilities	626,365	(838,737)	(48,334)	(180,000)	(610,403)
Borrowings	79,378	(86,962)	(32,408)	(54,554)	–
	748,316	(968,272)	(122,892)	(234,977)	(610,403)
Derivative financial instruments					
Interest rate caps (net-settled)					
- liabilities	195	(228)	(111)	(117)	–
Recognised financial liabilities	748,511	(968,500)	(123,003)	(235,094)	(610,403)
Financial guarantees	–	(536,659)	(85,073)	(451,586)	–
	748,511	(1,505,159)	(208,076)	(686,680)	(610,403)
31 December 2023					
Non-derivative financial liabilities					
Trade and other payables	57,259	(57,259)	(56,849)	(410)	–
Lease liabilities	653,722	(886,942)	(48,334)	(183,334)	(655,274)
Borrowings	71,168	(85,420)	(3,445)	(81,975)	–
	782,149	(1,029,621)	(108,628)	(265,719)	(655,274)
Derivative financial instruments					
Interest rate caps (net-settled)					
- assets	(78)	17	17	–	–
- liabilities	215	(405)	–	(405)	–
Recognised financial liabilities	782,286	(1,030,009)	(108,611)	(266,124)	(655,274)
Financial guarantees	–	(249,995)	(37,951)	(212,044)	–
	782,286	(1,280,004)	(146,562)	(478,168)	(655,274)

The maturity analyses show the undiscounted cash flows of the financial liabilities of the Group and the Company on the basis of their earliest possible contractual maturity. It is not expected that the cash flows included in the maturity analysis of the Group and the Company could occur significantly earlier, or at significantly different amounts.

Market risk

Market risk is the risk that changes in market prices, such as foreign exchange rates, interest rates and equity 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 control market risk exposures within acceptable parameters, while optimising the return.

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2024

37 FINANCIAL INSTRUMENTS (CONT'D)

Market risk (cont'd)

Currency risk

The Group operates predominantly in the Asia-Pacific region with operations in countries such as Singapore, PRC, Japan, and Indonesia. Entities in the Group regularly transact in currencies other than their respective functional currencies ("foreign currencies"). Currency risk arises within entities in the Group when transactions are denominated in foreign currencies other than the functional currencies of respective entity such as the Singapore dollar ("SGD"), Chinese Yuan Renminbi ("RMB"), Japanese Yen ("JPY"), Indonesian Rupiah ("IDR"), and United States Dollars ("USD").

The Group management monitors the Group's foreign currency risk exposure and when appropriate, uses financial derivatives such as currency forward contracts to hedge such exposure, only to the extent that the foreign currency exposure relates to monetary items. The Group does not hedge foreign currency exposure arising from (i) non-monetary items; and (ii) translation of Group's entities financial statements.

Exposure to currency risk

The Group's exposure to various foreign currencies are shown in SGD, translated using the spot rate as at 31 December as follows:

	SGD \$'000	RMB \$'000	JPY \$'000	IDR \$'000	USD \$'000
Group					
31 December 2024					
Financial assets					
Cash and cash equivalents	53	39	–	3,570	8,003
Trade and other receivables	5,013	376,130	8,390	19,671	3,758
Loan to subsidiaries	–	–	–	–	501
Other investments	–	–	–	50,102	50,437
Other assets	–	–	–	31,861	20
Financial liabilities					
Trade and other payables	(67,164)	(1,145)	(30,732)	–	(8,913)
Net exposure	(62,098)	375,024	(22,342)	105,204	53,806
31 December 2023					
Financial assets					
Cash and cash equivalents	53	39	–	2,335	6,437
Trade and other receivables	41,419	15,495	9,126	28,713	3,135
Other investments	–	–	–	49,524	52,608
Other assets	–	–	–	32,620	175
Financial liabilities					
Trade and other payables	(102,439)	(1,146)	(29,780)	–	(8,757)
Net exposure	(60,967)	14,388	(20,654)	113,192	53,598

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2024

37 FINANCIAL INSTRUMENTS (CONT'D)

Market risk (cont'd)

Exposure to currency risk (cont'd)

The Company's exposure to various foreign currencies are shown in SGD, translated using the spot rate as at 31 December as follows:

	2024 USD \$'000	2023 USD \$'000
Company		
Financial assets		
Cash and cash equivalents	7,562	4,300
Trade and other receivables	644	–
Loans to subsidiaries	501	–
Other assets	20	175
	<u>8,727</u>	<u>4,475</u>

Sensitivity analysis

A reasonably possible strengthening of the respective foreign currencies, as indicated below, against functional currencies of the respective entity at 31 December would have increased / (decreased) profit or loss and equity (excluding tax effects) by the amounts shown below. A similar weakening would have the equal but opposite effect. This analysis assumes that all other variables, in particular interest rates, remain constant.

	Group		Company	
	Profit or loss \$'000	Equity \$'000	Profit or loss \$'000	Equity \$'000
2024				
SGD (5% strengthening)	(3,105)	–	–	–
RMB (3% strengthening)	11,251	–	–	–
JPY (7% strengthening)	(1,564)	–	–	–
IDR (4% strengthening)	2,204	2,004	–	–
USD (5% strengthening)	<u>180</u>	<u>2,510</u>	<u>436</u>	<u>–</u>
2023				
SGD (5% strengthening)	(3,048)	–	–	–
RMB (5% strengthening)	719	–	–	–
JPY (13% strengthening)	(2,685)	–	–	–
IDR (6% strengthening)	3,820	2,971	–	–
USD (4% strengthening)	<u>40</u>	<u>2,104</u>	<u>179</u>	<u>–</u>

Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of the Group's and the Company's financial instruments will fluctuate because of changes in market interest rates. The Group's and the Company's exposure to interest rate risk arises primarily from the cash balances, loans to / from subsidiaries and borrowings.

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2024

37 FINANCIAL INSTRUMENTS (CONT'D)

Market risk (cont'd)

Interest rate risk (cont'd)

The Group manages its interest rate exposure by borrowing in a mix of fixed and variable rate borrowings, entering into interest rate cap transactions, and also uses interest rate swaps as cash flow hedges of future interest payments, whenever it is appropriate.

Exposure to interest rate risk

At the reporting date, the interest rate profile of the Group's interest-bearing financial instruments, as reported to management, was as follows:

	Group Notional amount		Company Notional amount	
	2024 \$'000	2023 \$'000	2024 \$'000	2023 \$'000
Fixed rate instruments				
Cash and cash equivalents*	436,664	50,802	80,713	14,158
Loans to subsidiaries	–	–	386,234	445,435
Loan to a related company	10,500	10,500	–	–
Loan to a third party	21,000	21,000	–	–
Borrowings	(1,568,888)	(825,640)	–	–
Interest rate swaps	(862,500)	(1,195,000)	(45,000)	(45,000)
Interest rate caps	–	(110,000)	–	(20,000)
	<u>(1,963,224)</u>	<u>(2,048,338)</u>	<u>421,947</u>	<u>394,593</u>
Variable rate instruments				
Loans to subsidiaries	–	–	45,000	54,691
Other investments	–	2,500	–	–
Borrowings	(1,566,331)	(2,072,830)	(80,000)	(72,000)
Interest rate swaps	862,500	1,195,000	45,000	45,000
Interest rate caps	–	110,000	–	20,000
	<u>(703,831)</u>	<u>(765,330)</u>	<u>10,000</u>	<u>47,691</u>

* Excluding cash at bank and on hand

All of the Group's and the Company's financial assets and liabilities at floating rates are repriced at intervals of 6 months or less.

Fair value sensitivity analysis for fixed rate instruments

The Group does not account for any fixed rate financial assets and liabilities at fair value through profit or loss. Therefore, a change in interest rates at the reporting date would not affect profit or loss.

Cash flow sensitivity analysis for variable rate instruments

A change of 50 (2023: 50) basis points ("bp") in interest rates at the reporting date would have increased / (decreased) profit or loss (excluding tax effects) and equity by the amounts shown below. This analysis assumes that all other variables, in particular foreign currency rates, remain constant and does not take into account the effect of qualifying borrowing costs allowed for capitalisation.

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2024

37 FINANCIAL INSTRUMENTS (CONT'D)

Market risk (cont'd)

Cash flow sensitivity analysis for variable rate instruments (cont'd)

	Profit or loss		Equity	
	50 bp increase \$'000	50 bp decrease \$'000	50 bp increase \$'000	50 bp decrease \$'000
2024				
Group				
Variable rate instruments	(7,832)	7,832	–	–
Interest rate swaps	4,313	(4,313)	12,120	(6,729)
	(3,519)	3,519	12,120	(6,729)
Company				
Variable rate instruments	(175)	175	–	–
Interest rate swaps	225	(225)	–	–
	50	(50)	–	–
2023				
Group				
Variable rate instruments	(10,352)	10,352	–	–
Interest rate swaps	5,975	(5,975)	2,517	(4,421)
Interest rate caps	550	(550)	–	–
	(3,827)	3,827	2,517	(4,421)
Company				
Variable rate instruments	(87)	87	–	–
Interest rate swaps	225	(225)	–	–
Interest rate caps	100	(100)	–	–
	238	(238)	–	–

Other market price risk

Market price risk is the risk that the fair value or future cash flows of the Group's financial instruments will fluctuate because of changes in market prices (other than interest or exchange rates).

Equity price risk arises from equity instruments at FVOCI as well as investments measured at FVTPL.

(a) FVOCI

The Group has equity investments and interests in limited partnerships designated at FVOCI. The fair values of these investments are estimated based on the quoted market price of the investments; or adjusted net asset values of the investee entities.

If the quoted market price / adjusted net asset value of the investee entities were to increase / decrease by 10% (2023: 10%), the Group's other comprehensive income (net of tax) and fair value reserve will increase / decrease by approximately \$11,031,000 (2023: \$11,241,000).

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2024

37 FINANCIAL INSTRUMENTS (CONT'D)

Market risk (cont'd)

Other market price risk (cont'd)

(b) FVTPL

The Group is exposed to price changes from its quoted equity investments measured at FVTPL. If the fair value of these investments were to increase / decrease by 10% (2023: 10%) at the reporting date, profit or loss before tax would increase / decrease by approximately \$285,000 (2023: \$326,000).

Hedge accounting

Cash flow and interest rate hedges

The Group held the following instruments to hedge exposures to changes in interest rates.

	Maturity	
	1-12 months	More than one year
Group		
2024		
Interest rate risk		
Interest rate swaps		
Net exposure (\$'000)	50,000	600,000
Average fixed interest rate	3.03% - 3.08%	2.11% - 2.99%
2023		
Interest rate risk		
Interest rate swaps		
Net exposure (\$'000)	655,000	85,000
Average fixed interest rate	1.80% - 3.19%	2.98% - 3.08%

The amounts at the reporting date relating to items designated as hedged items were as follows.

	Change in value used for calculating hedge ineffectiveness \$'000	Cash flow hedge reserve \$'000
Group		
31 December 2024		
Interest rate risk		
Variable-rate instruments	(5,297)	4,811
31 December 2023		
Interest rate risk		
Variable-rate instruments	3,948	2,571

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2024

37 FINANCIAL INSTRUMENTS (CONT'D)

Hedge accounting (cont'd)

Cash flow and interest rate hedges (cont'd)

There are no balances remaining in cash flow hedging reserve from hedging relationships for which hedge accounting no longer applied.

The amounts relating to items designated as hedging instruments and hedge ineffectiveness were as follows.

Group	As at 31 December			During the period				
	Nominal amount	Carrying amount – assets	Carrying amount – liabilities	Line item in the statement of financial position where the hedging instrument is included	Changes in the value of the hedging instrument recognised in OCI	Hedge ineffectiveness recognised in profit or loss	Line item in profit or loss that includes hedge ineffectiveness	Amount reclassified from hedging reserve to profit or loss
	\$'000	\$'000	\$'000		\$'000	\$'000		\$'000

2024

Interest rate risk

Interest rate swaps	650,000	1,804	(1,817)	Derivative assets / liabilities	6,626	2,881	Finance income	(3,031)	Finance cost
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2023

Interest rate risk

Interest rate swaps	740,000	2,455	(244)	Derivative assets / liabilities	9,235	2,040	Finance income	(12,479)	Finance cost
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Master netting or similar agreements

The Group and the Company entered into transactions under International Swaps and Derivatives Association (ISDA) master netting agreements. In general, under such agreements the amounts owed by each counterparty on a single day in respect of all transactions outstanding in the same currency are aggregated into a single net amount that is payable by one party to the other. In certain circumstances, for example, when a credit event such as a default occurs, all outstanding transactions under the agreement are terminated, the termination value is assessed and only a single net amount is payable in settlement of all transactions.

The above ISDA agreements do not meet the criteria for offsetting in the statement of financial position. This is because they create a right of set-off of recognised amounts that is enforceable only following an event of default, insolvency or bankruptcy of the Group or the counterparties. In addition, the Group and its counterparties do not intend to settle on a net basis or to realise the assets and settle the liabilities simultaneously.

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2024

37 FINANCIAL INSTRUMENTS (CONT'D)

Hedge accounting (cont'd)

Master netting or similar agreements (cont'd)

The following table sets out the carrying amounts of recognised financial instruments that are subject to the above agreements.

Group	Gross amount of recognised financial instruments		Net amount of financial instruments presented in the statement of financial position		Related amount not offset in the statement of financial position	Net amount
	Gross amount of recognised financial instruments	instruments offset in the statement of financial position	instruments offset in the statement of financial position	of financial position		
	\$'000	\$'000	\$'000	\$'000		\$'000

31 December 2024

Derivative assets

Interest rate swaps	2,200	–	2,200	(2,200)	–
Forward exchange contracts	260	–	260	–	260
Total	2,460	–	2,460	(2,200)	260

Derivative liabilities

Interest rate swaps	(2,907)	–	(2,907)	2,200	(707)
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31 December 2023

Derivative assets

Interest rate caps	489	–	489	–	489
Interest rate swaps	3,274	–	3,274	(244)	3,030
Forward exchange contracts	149	–	149	–	149
Total	3,912	–	3,912	(244)	3,668

Derivative liabilities

Interest rate swaps	(731)	–	(731)	244	(487)
Forward exchange contracts	(14)	–	(14)	–	(14)
Total	(745)	–	(745)	244	(501)

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2024

37 FINANCIAL INSTRUMENTS (CONT'D)

Hedge accounting (cont'd)

Master netting or similar agreements (cont'd)

	Gross amount of recognised financial instruments \$'000	Gross amount of offset in the statements of financial position \$'000	Net amount of financial instruments presented in the statements of financial position \$'000	Related amount not offset in the statements of financial position \$'000	Net amount \$'000
Company					
31 December 2024					
Derivative assets					
Interest rate caps	–	–	–	–	–
Derivative liabilities					
Interest rate swaps	(195)	–	(195)	–	(195)
31 December 2023					
Derivative assets					
Interest rate caps	78	–	78	–	78
Derivative liabilities					
Interest rate swaps	(215)	–	(215)	–	(215)

The gross amounts of financial assets and financial liabilities and their net amounts as presented in the statements of financial position that are disclosed in the above tables are measured in the statements of financial position on the following basis:

- interest rate swaps – fair value;
- interest rate caps – fair value; and
- forward exchange contracts – fair value.

Capital management

The primary objective of the Group's capital management is to ensure that it maintains an optimal capital structure so as to maximise shareholders' value. Capital consists of all components of equity, including NCIs.

The Group manages its capital structure and makes adjustments to it, in light of changes in economic conditions. To maintain or adjust the capital structure, the Group may adjust the dividend payment to shareholders, return capital to shareholders, issue new shares, and obtain new borrowings to leverage on lower cost of borrowings versus the Group's weighted average cost of capital or sell assets to reduce borrowings.

From time to time, the Group purchases its own shares on the market, the timing of these purchases depends on market prices. Buy and sell decisions are made on a specific transaction basis by management, the Group does not have a defined share buy-back plan.

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2024

37 FINANCIAL INSTRUMENTS (CONT'D)

Capital management (cont'd)

Management monitors capital based on a set of financial ratios with the primary focus on gearing ratio. The net gearing ratio is calculated as net debt divided by net tangible assets. Net debt is calculated as borrowings less cash and cash equivalents. Net tangible assets is calculated as total equity less intangible assets and goodwill.

	Group		Company	
	2024 \$'000	2023 \$'000	2024 \$'000	2023 \$'000
Borrowings	3,111,224	2,873,536	79,378	71,168
Less: Cash and cash equivalents	(600,053)	(182,602)	(138,396)	(37,511)
	2,511,171	2,690,934	(59,018)	33,657
Net tangible assets	5,291,954	5,823,365	2,261,139	2,471,916
Net gearing ratio	47.5%	46.2%	(2.6%)*	1.4%

* The Company is in negative net gearing ratio as at 31 December 2024 as cash and cash equivalents is in excess of borrowings for the Company.

The Group has income derived from its investments in the PRC. The conversion of these RMB denominated balances into foreign currencies is subject to the rules and regulations of foreign exchange promulgated by the government of the PRC.

The Group's subsidiaries, OUE REIT and its subsidiaries ("OUE REIT Group") and First REIT and its subsidiaries ("First REIT Group"), are subject to the aggregate leverage limit as defined in the Property Funds Appendix of the Code on Collective Investment Schemes (the "CIS Code") issued by the MAS.

Under the Property Funds Appendix of the CIS Code, S-REITs are to have a minimum adjusted interest coverage ratio of 1.5 times and the total borrowings and deferred payments (together, the "Aggregate Leverage") of a property fund should not exceed 50.0% of its Deposited Property (as defined in the CIS Code).

The Aggregate Leverage of OUE REIT Group and First REIT Group as at 31 December 2024 was 39.9% (2023: 38.2%) and 39.6% (2023: 38.7%) of its Deposited Property respectively.

The ICR was 2.1 times (2023: 2.4 times) and 3.6 times (2023: 3.9 times) for OUE REIT Group and First REIT Group respectively. This complied with the Aggregate Leverage limit as described above.

Apart from that disclosed above, neither the Company nor its other subsidiaries are subject to externally imposed capital requirements.

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2024

37 FINANCIAL INSTRUMENTS (CONT'D)

Accounting classifications and fair values

The carrying amounts and fair values of financial assets and financial liabilities, including their levels in the fair value hierarchy are set out below. It does not include fair value information for financial assets and financial liabilities not measured at fair value if the carrying amount is a reasonable approximation of fair value.

Carrying amount							Fair value			
Note	Amortised cost	Mandatorily at FVTPL	Designated at FVOCI	Fair value – hedging instruments	Other financial liabilities	Total	Level 1	Level 2	Level 3	Total
	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000
Group										
31 December 2024										
Financial assets measured at fair value										
Other investments – FVTPL	9	–	2,850	–	–	2,850	2,850	–	–	2,850
Equity investments – FVOCI	9	–	–	78,407	–	78,407	50,102	–	28,305	78,407
Interests in limited partnerships – FVOCI	9	–	–	31,898	–	31,898	–	–	31,898	31,898
Derivative assets	12	–	–	–	2,460	2,460	–	2,460	–	2,460
		–	2,850	110,305	2,460	–	–	–	–	115,615
Financial assets not measured at fair value										
Cash and cash equivalents	15	600,053	–	–	–	600,053				
Trade and other receivables ⁽¹⁾	14	27,052	–	–	–	27,052				
Other assets ⁽²⁾	11	98,684	–	–	–	98,684				
		725,789	–	–	–	–				
Financial liabilities measured at fair value										
Derivative liabilities	12	–	–	–	(2,907)	–	–	(2,907)	–	(2,907)
Financial liabilities not measured at fair value										
Trade and other payables	25	–	–	–	–	(147,756)				(147,756)
Borrowings:										
- Secured and unsecured bank loans	20	–	–	–	–	(1,553,304)				(1,553,304)
- Secured bank loan	20	–	–	–	–	(14,486)			(14,287)	(14,287)
- Secured TMK bonds and term loan	20	–	–	–	–	(102,602)			(97,143)	(97,143)
- Unsecured notes	20	–	–	–	–	(1,343,070)		(1,356,805)	–	(1,356,805)
- Guaranteed bonds	20	–	–	–	–	(97,762)		(100,150)	–	(100,150)
Other payables:										
- Rental deposits	23	–	–	–	–	(36,745)			(33,151)	(33,151)
- Others	23	–	–	–	–	(24)				(24)
		–	–	–	–	(3,295,749)				(3,295,749)

⁽¹⁾ Excluding promissory notes

⁽²⁾ Excluding prepayments

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2024

37 FINANCIAL INSTRUMENTS (CONT'D)

Accounting classifications and fair values (cont'd)

Carrying amount							Fair value			
Note	Amortised cost	Mandatorily at FVTPL	Designated at FVOCI	Fair value – hedging instruments	Other financial liabilities	Total	Level 1	Level 2	Level 3	Total
	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000
Group										
31 December 2023										
Financial assets measured at fair value										
Other investments – FVTPL	9	–	3,255	–	–	3,255	3,255	–	–	3,255
Equity investments – FVOCI	9	–	–	80,488	–	80,488	49,524	–	30,964	80,488
Interests in limited partnerships – FVOCI	9	–	–	31,923	–	31,923	–	–	31,923	31,923
Derivative assets	12	–	–	–	3,912	3,912	–	3,912	–	3,912
		–	3,255	112,411	3,912	–	–	–	–	119,578
Financial assets not measured at fair value										
Cash and cash equivalents	15	182,602	–	–	–	182,602				
Trade and other receivables ⁽¹⁾	14	36,487	–	–	–	36,487				
Debt investments – at amortised cost	9	2,240	–	–	–	2,240				
Other assets ⁽²⁾	11	104,919	–	–	–	104,919				
		326,248	–	–	–	–				
Financial liabilities measured at fair value										
Derivative liabilities	12	–	–	–	(745)	–	–	(745)	–	(745)
Financial liabilities not measured at fair value										
Trade and other payables	25	–	–	–	–	(188,749)				(188,749)
Borrowings:										
- Secured and unsecured bank loans	20	–	–	–	–	(2,058,379)				(2,058,379)
- Secured bank loan	20	–	–	–	–	(15,071)			(14,748)	(14,748)
- Secured TMK bonds and term loan	20	–	–	–	–	(107,849)			(101,084)	(101,084)
- Unsecured notes	20	–	–	–	–	(595,459)		(589,635)	–	(589,635)
- Guaranteed bonds	20	–	–	–	–	(96,778)		(97,789)	–	(97,789)
Other payables:										
- Rental deposits	23	–	–	–	–	(48,690)			(43,517)	(43,517)
- Others	23	–	–	–	–	(3,050)				(3,050)
		–	–	–	–	(3,114,025)				(3,114,025)

⁽¹⁾ Excluding promissory notes

⁽²⁾ Excluding prepayments

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2024

37 FINANCIAL INSTRUMENTS (CONT'D)

Accounting classifications and fair values (cont'd)

		Carrying amount				Fair value			
	Note	Amortised cost \$'000	Other financial liabilities \$'000	Fair value – hedging instruments \$'000	Total \$'000	Level 1 \$'000	Level 2 \$'000	Level 3 \$'000	Total \$'000
Company									
31 December 2024									
Financial assets not measured at fair value									
Cash and cash equivalents	15	138,396	–	–	138,396				
Trade and other receivables	14	912,769	–	–	912,769				
Other assets ⁽¹⁾	11	4,535	–	–	4,535				
Loans to subsidiaries	7	468,159	–	–	468,159				
		1,523,859	–	–	1,523,859				
Financial liabilities measured at fair value									
Derivative liabilities	12	–	–	(195)	(195)	–	(195)	–	(195)
Financial liabilities not measured at fair value									
Trade and other payables	25	–	(42,150)	–	(42,150)				
Borrowings:									
- Loans and other borrowings	20	–	(79,378)	–	(79,378)				
Other payables	23	–	(423)	–	(423)				
		–	(121,951)	–	(121,951)				

⁽¹⁾ Excluding prepayments

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2024

37 FINANCIAL INSTRUMENTS (CONT'D)

Accounting classifications and fair values (cont'd)

		Carrying amount				Fair value			
	Note	Amortised cost \$'000	Other financial liabilities \$'000	Fair value – hedging instruments \$'000	Total \$'000	Level 1 \$'000	Level 2 \$'000	Level 3 \$'000	Total \$'000
Company									
31 December 2023									
Financial assets measured at fair value									
Derivative assets	12	–	–	78	78	–	78	–	78
Financial assets not measured at fair value									
Cash and cash equivalents	15	37,511	–	–	37,511				
Trade and other receivables	14	1,174,726	–	–	1,174,726				
Other assets ⁽¹⁾	11	2,415	–	–	2,415				
Loans to subsidiaries	7	522,872	–	–	522,872				
		1,737,524	–	–	1,737,524				
Financial liabilities measured at fair value									
Derivative liabilities	12	–	–	(215)	(215)	–	(215)	–	(215)
Financial liabilities not measured at fair value									
Trade and other payables	25	–	(56,849)	–	(56,849)				
Borrowings:									
- Loans and other borrowings	20	–	(71,168)	–	(71,168)				
Other payables	23	–	(410)	–	(410)				
		–	(128,427)	–	(128,427)				

⁽¹⁾ Excluding prepayments

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2024

37 FINANCIAL INSTRUMENTS (CONT'D)

Accounting classifications and fair values (cont'd)

(i) Valuation techniques and significant unobservable inputs

The following table shows the valuation techniques used in measuring Level 2 and 3 fair values, as well as the significant unobservable inputs used.

Financial instruments measured at fair value

Type	Valuation technique	Significant unobservable inputs	Inter-relationship between significant unobservable inputs and fair value measurement
Group and Company			
Unquoted equity investments – FVOCI	The fair value is calculated using the adjusted net asset value of the investee entity, which take into consideration the fair value of the underlying investments.	Net asset values	An increase / decrease in the net asset value would result in a higher / lower fair value measurement.
Interests in limited partnerships – FVOCI			
Derivatives	The fair values are based on broker quotes.	N/A	N/A

Financial instruments not measured at fair value

Type	Valuation technique
Group and Company	
Borrowings – unsecured notes and guaranteed bonds	Market quoted prices
Borrowings – secured bonds and bank loans	Discounted cash flows: The valuation model considers the present value of expected payment, discounted using a risk-adjusted discount rate.
Other payables – rental deposits	Discounted cash flows

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2024

37 FINANCIAL INSTRUMENTS (CONT'D)

Accounting classifications and fair values (cont'd)

(ii) Level 3 fair values

The following table shows a reconciliation from the opening balances to the ending balances for Level 3 fair values in respect of financial assets measured at fair value:

	Group	
	2024 \$'000	2023 \$'000
Equity investments and interests in limited partnerships – FVOCI		
At 1 January	62,887	80,828
Purchases	4,088	2,981
Disposals	(5,640)	(9,083)
Net change in fair value recognised in other comprehensive income	(906)	(11,716)
Effect of movements in exchange rates	(226)	(123)
At 31 December	60,203	62,887

38 RELATED PARTIES

Key management personnel remuneration

Key management personnel remuneration comprised:

	Group	
	2024 \$'000	2023 \$'000
Short-term employee benefits	3,756	3,792
Post-employment benefits (including contributions to defined contribution plans)	29	29
	3,785	3,821

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2024

38 RELATED PARTIES (CONT'D)

Other related party transactions

In addition to the related party information disclosed elsewhere in the financial statements, the following significant transactions took place between the Group and related parties during the year on terms agreed between the parties. Other related parties comprise mainly entities which are controlled or jointly-controlled by the Group’s key management personnel and their close family members.

	Group Transaction value for the year	
	2024	2023
	\$'000	\$'000
Associates and joint ventures		
Management fees earned	6,737	6,546
Lease payments	3,956	4,074
Rental and rental related income	1,279	1,179
Other related parties		
Rental and rental related income	55,515	84,279
Hotel services income	269	585
Management fees earned	360	360
Royalty fee income	439	320
Interest income	644	745
Reimbursement of expenses paid on behalf	564	545

The Group and the Company made loans and advances to subsidiaries, associates, joint ventures and a related party as disclosed in notes 7, 8, 11, and 14 of the financial statements. None of the outstanding balances with the related parties is secured.

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2024

39 OPERATING SEGMENTS

The Group has three (2023: three) strategic divisions, which are its reportable segments. These divisions offer different products and services, and are managed separately because they require different technology and marketing strategies. The Group’s senior management (the chief operating decision makers) reviews internal management reports of each division at least quarterly. The senior management comprises the Chief Executive Officer, the Deputy Chief Executive Officer, the Chief Operating Officer, the Chief Financial Officer, and the department heads of each business segment.

The following summary describes the operations in each of the Group’s reportable segments:

- (i) Real Estate
 - (a) Investment properties and fund management (Singapore, Indonesia and the PRC) – rental of investment properties owned by the Group and management of real estate investment trusts and investment properties under development.
 - (b) Hospitality – operation of hotels and hotel management.
 - (c) Development properties (Singapore, the PRC and etc) – sale of residential properties and other properties under development.
- (ii) Healthcare – operation of investment holding, development of medical real estate, healthcare-related assets and integrated mixed-use developments and provision of healthcare services and management of healthcare investments trusts.
- (iii) Others – operation of food and beverage outlets and consumer-related investments.

Other operations include mainly investment operations and do not meet any of the quantitative thresholds for determining reportable segments in 2024 and 2023.

Information regarding the results of each reportable segment is included below. The senior management assesses the performance of the operating segments based on a measure of profit before interest, tax and other gains / (losses), as included in the internal management reports that are reviewed by the senior management.

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2024

39 OPERATING SEGMENTS (CONT'D)

	Real Estate									
	Investment Properties and Fund Management						Reportable Segments	Elimination and unallocated items	Total	
	Singapore	Others	Hospitality	Development Properties	Segment Subtotal	Healthcare				
2024	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000
Revenue										
External revenue	185,142	22,310	230,191	9,375	447,018	152,161	46,996	646,175	324	646,499
Inter-segment revenue	2,421	–	2,384	–	4,805	–	180	4,985	(4,985)	–
Segment revenue (including inter-segment revenue)	187,563	22,310	232,575	9,375	451,823	152,161	47,176	651,160	(4,661)	646,499
Segment profit / (loss) ¹	142,051	16,820	55,770	(210,874)	3,767	88,098	(2,225)	89,640	(26,201)	63,439
Depreciation of property, plant and equipment	(1,173)	(7)	(51,976)	(4)	(53,160)	(2,885)	(6,589)	(62,634)	(377)	(63,011)
Finance expenses	(116,218)	(18)	–	–	(116,236)	(35,278)	(1,512)	(153,026)	(18,780)	(171,806)
Finance income	3,086	757	86	15	3,944	684	1,466	6,094	4,337	10,431
Share of results of equity-accounted investees, net of tax	30,484	–	–	(210,356)	(179,872)	(1,731)	5,326	(176,277)	–	(176,277)
Other material items										
Net change in fair value of investment properties	(15,808)	(135,156)	–	–	(150,964)	(12,691)	–	(163,655)	–	(163,655)
Net change in fair value of investments designated at fair value through profit or loss	–	–	–	–	–	–	–	–	(736)	(736)
(Loss) / gain on disposal of subsidiaries	(20,346)	–	–	–	(20,346)	46	–	(20,300)	–	(20,300)
Impairment loss on property, plant and equipment	–	–	–	–	–	–	(1,796)	(1,796)	–	(1,796)
31 December 2024										
Reportable segment assets ²	3,616,178	516,966	1,713,744	19,222	5,866,110	1,289,682	68,964	7,224,756	278,212	7,502,968
Interests in equity-accounted investees	376,336	–	–	826,791	1,203,127	101,652	63,583	1,368,362	–	1,368,362
Reportable segment liabilities	2,229,326	167	44,182	379	2,274,054	590,129	18,035	2,882,218	638,755	3,520,973
Capital expenditure	6,518	129	3,946	–	10,593	6,521	9,984	27,098	1,909	29,007

¹ Segment profit / (loss) is defined as profit / (loss) before interest, tax and other gains / (losses) - net
² Excluding interests in equity-accounted investees

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2024

39 OPERATING SEGMENTS (CONT'D)

	Real Estate									
	Investment Properties and Fund Management						Reportable Segments	Elimination and unallocated items	Total	
	Singapore	Others	Hospitality	Development Properties	Segment Subtotal	Healthcare				
2023	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000
Revenue										
External revenue	181,454	23,265	205,393	9,791	419,903	162,063	41,021	622,987	112	623,099
Inter-segment revenue	1,858	–	3,106	–	4,964	–	475	5,439	(5,439)	–
Segment revenue (including inter-segment revenue)	183,312	23,265	208,499	9,791	424,867	162,063	41,496	628,426	(5,327)	623,099
Segment profit / (loss) ¹	140,153	16,811	46,439	15,731	219,134	95,902	5,618	320,654	(31,253)	289,401
Depreciation of property, plant and equipment	(1,200)	(6)	(48,881)	(4)	(50,091)	(2,752)	(7,196)	(60,039)	(354)	(60,393)
Finance expenses	(114,698)	(148)	–	–	(114,846)	(30,938)	(1,569)	(147,353)	(12,931)	(160,284)
Finance income	2,398	741	52	20	3,211	701	3,770	7,682	4,276	11,958
Share of results of equity-accounted investees, net of tax	16,886	–	–	16,003	32,889	(1,386)	11,696	43,199	–	43,199
Other material items										
Net change in fair value of investment properties	(13,041)	(43,950)	–	–	(56,991)	9,886	–	(47,105)	–	(47,105)
Net change in fair value of investments designated at fair value through profit or loss	–	–	–	–	–	–	–	–	7,196	7,196
Write back of impairment / (Impairment loss) on property, plant and equipment	–	–	51,928	–	51,928	(141)	–	51,787	–	51,787
31 December 2023										
Reportable segment assets ²	3,629,697	665,952	1,763,704	33,280	6,092,633	1,344,942	44,782	7,482,357	204,403	7,686,760
Interests in equity-accounted investees	353,719	–	–	1,064,926	1,418,645	98,746	62,751	1,580,142	–	1,580,142
Reportable segment liabilities	2,195,033	314	60,370	3,459	2,259,176	620,432	17,571	2,897,179	488,027	3,385,206
Capital expenditure	5,499	26	25,787	23	31,335	5,631	11,478	48,444	1,181	49,625

¹ Segment profit / (loss) is defined as profit / (loss) before interest, tax and other gains / (losses) - net
² Excluding interests in equity-accounted investees

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2024

39 OPERATING SEGMENTS (CONT'D)

Reconciliation of reportable segment revenue and profit / (loss) before interest and tax

	2024 \$'000	2023 \$'000
Revenue		
Total revenue for reportable segments	651,160	628,426
Unallocated amounts	324	112
Elimination of inter-segment revenue	(4,985)	(5,439)
Consolidated total revenue	646,499	623,099
Profit or loss		
Total profit or loss before interest, tax and other gains / (losses) for reportable segments	89,640	320,654
Elimination of inter-segment profits	(102)	(475)
Finance expenses	(171,806)	(160,284)
Finance income	10,431	11,958
Other (losses) / gains – net	(187,423)	11,653
Unallocated corporate expenses	(26,099)	(30,778)
Consolidated (loss) / profit before tax	(285,359)	152,728

Reconciliations of reportable segment assets and liabilities

	2024 \$'000	2023 \$'000
Assets		
Total assets for reportable segments	7,224,756	7,482,357
Interests in equity-accounted investees	1,368,362	1,580,142
	8,593,118	9,062,499
Elimination of inter-segment balances	(92)	(229)
Other unallocated amounts:		
- Property, plant and equipment	8,055	9,885
- Cash and cash equivalents	120,313	23,365
- Trade and other receivables	1,286	775
- Other investments	70,624	90,807
- Derivative assets	–	78
- Other assets	75,941	77,751
- Deferred tax assets	2,085	1,971
Consolidated total assets	8,871,330	9,266,902
Liabilities		
Total liabilities for reportable segments	2,882,218	2,897,179
Other unallocated amounts:		
- Borrowings	476,301	269,765
- Trade and other payables	11,080	20,869
- Lease liabilities	3,199	6,268
- Derivative liabilities	195	215
- Current tax liabilities	73,437	68,592
- Deferred tax liabilities	74,543	122,318
Consolidated total liabilities	3,520,973	3,385,206

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2024

39 OPERATING SEGMENTS (CONT'D)

Geographical information

	Revenue		Non-current assets *	
	2024 \$'000	2023 \$'000	2024 \$'000	2023 \$'000
Singapore	522,339	489,856	5,837,810	5,878,459
The PRC	26,130	28,809	871,058	1,561,133
Japan	13,392	14,850	247,711	258,713
Indonesia	84,638	89,584	994,950	1,003,974
Others	–	–	18,045	48,631
	646,499	623,099	7,969,574	8,750,910

* Non-current assets relate to the carrying amounts of investments in equity-accounted investees, investment properties, property, plant and equipment, intangible assets and goodwill.

In 2024, there were no customers who accounted for 10% or more of the Group's total revenue. In 2023, the Group's top customer was a related party from the Group's Healthcare segment who contributed approximately \$83,504,000 and accounted for 13.4% of the Group's total revenue.

40 NOTES TO THE CONSOLIDATED STATEMENT OF CASH FLOWS - ACQUISITION AND DISPOSAL

(a) Acquisition of a subsidiary

(I) Rehab Matters Private Limited ("Rehab Matters")

On 19 December 2024, OUEH announced that its subsidiary, O2 Healthcare Group Pte. Ltd., acquired a 60% interest in Rehab Matters, a leading physiotherapy group. Rehab Matters specialises in medical-directed fitness and cardiopulmonary rehabilitation services. The remaining 40% interest is held by the founding shareholders of Rehab Matters.

The acquisition was completed on 31 December 2024. The performance of the Rehab Matters will be consolidated under the Group with effect from 1 January 2025.

If the acquisition had occurred on 1 January 2024, management estimates that the consolidated revenue would have been \$647,200,000 and consolidated loss for the year would have been \$297,327,000. In determining these amounts, management has assumed that the fair value adjustments, that arose on the date of acquisition would have been the same if the acquisition had occurred on 1 January 2024.

Identifiable assets acquired and liabilities assumed

The following table summarises the recognised amounts of assets acquired and liabilities assumed at the date of acquisition.

	\$'000
Plant and equipment	437
Trade and other receivables	121
Cash and cash equivalents	36
Trade and other payables	(94)
Net identifiable assets and liabilities acquired	500

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2024

40 NOTES TO THE CONSOLIDATED STATEMENT OF CASH FLOWS - ACQUISITION AND DISPOSAL (CONT'D)

(a) Acquisition of a subsidiary (cont'd)

(I) Rehab Matters Private Limited ("Rehab Matters") (cont'd)

Cash flow relating to the acquisition

	\$'000
Purchase consideration	(300)
Cash and bank balances of subsidiary acquired	36
Net cash outflow from acquisition of a subsidiary	(264)

Goodwill

	\$'000
Total consideration transferred	300
Non-controlling interests, based on their proportionate interest in the recognised amounts of the assets and liabilities of the acquiree	200
Fair value of identifiable net assets	(500)
Goodwill	–

Measurement of fair values

The valuation techniques used for measuring the fair value of assets acquired were as follows:

Assets acquired	Valuation technique
Plant and equipment	<i>Market comparison technique and cost technique:</i> The valuation model considers market prices for similar items when they are available, and depreciated replacement cost when appropriate. Depreciated replacement cost reflects adjustments for physical deterioration as well as functional and economic obsolescence.

(b) Disposal of subsidiaries

(i) Lippo Realty (Shanghai) Limited

On 27 December 2024, the Group has, through OUE REIT's indirect wholly-owned subsidiary, Tecwell Pte. Ltd., completed the disposal of 100% issued and paid-up capital of Lippo Realty (Shanghai) Limited for a sale consideration of approximately \$360,640,000.

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2024

40 NOTES TO THE CONSOLIDATED STATEMENT OF CASH FLOWS - ACQUISITION AND DISPOSAL (CONT'D)

(b) Disposal of subsidiaries (cont'd)

(i) Lippo Realty (Shanghai) Limited (cont'd)

Effect of the disposal

The cash flows relating to the assets and liabilities of Lippo Realty (Shanghai) Limited disposed during the year were as follows:

	Note	\$'000
Investment property	6	311,136
Property, plant and equipment		27
Trade and other receivables		972
Cash and cash equivalents		57,920
Trade and other payables		(21,436)
Deferred tax liabilities		(14,368)
Current tax liabilities		(9,011)
Net assets disposed		325,240
Reclassification of currency translation reserve to profit or loss		50,099
Tax expense relating to disposal*		(32,323)
Loss on disposal of a subsidiary		(20,346)
		322,670
Less: Deferred consideration		(3,260)
Less: Cash and cash equivalents disposed		(57,920)
Add: Transaction costs payable in cash		37,970
Net cash flow on disposal of a subsidiary		299,460

* The tax expense relating to disposal was assessed based on 10% of sales consideration less cost of investment in Lippo Realty (Shanghai) Limited recorded and applicable transaction costs (including divestment fee of \$1,566,000).

(ii) Jiangsu Chang San Jiao Biomedical Co., Ltd. ("JCBM")

On 18 July 2024, the Group has, through OUEH's indirect wholly-owned subsidiary, OUEH Medical Facilities (HK) Limited, completed the divestment of 100% issued share capital of JCBM. JCBM was in the business of supplying medical devices and pharmaceutical products in the PRC.

JCBM previously contributed net profit after tax of \$133,000 from 1 January 2024 to the date of disposal.

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2024

40 NOTES TO THE CONSOLIDATED STATEMENT OF CASH FLOWS - ACQUISITION AND DISPOSAL (CONT'D)

(b) Disposal of subsidiaries (cont'd)

(ii) Jiangsu Chang San Jiao Biomedical Co., Ltd. ("JCBM") (cont'd)

Effect of the disposal

The cash flows relating to the assets and liabilities of JCBM disposed during the year were as follows:

	\$'000
Property, plant and equipment	513
Trade and other receivables	282
Inventories	115
Cash and cash equivalents	82
Loans and borrowings	(426)
Trade and other payables	(612)
Net liabilities disposed	(46)
Gain on disposal of a subsidiary	46
	—*
Less: Cash and cash equivalents disposed	(82)
Net cash outflow on disposal of a subsidiary	(82)

* Less than \$1,000

Effect of the disposal of subsidiaries on cash flows of the Group

	\$'000
For the year ended 31 December 2024	
Lippo Realty (Shanghai) Limited	299,460
JCBM	(82)
Proceeds from disposal of subsidiaries, net of cash disposed	299,378

41 CHANGES IN OWNERSHIP INTERESTS IN SUBSIDIARIES WITHOUT A CHANGE IN CONTROL

2024

In 2024, the Group received units in OUE REIT in return for management services provided to OUE REIT. Arising therefrom, the Group's effective interest in OUE REIT remained at 48.6% as at 31 December 2024.

In 2024, the Group received units in First REIT in return for management services provided to First REIT. Arising therefrom, the Group's effective interest in First REIT increased from 33.9% to 34.4% as at 31 December 2024.

In 2024, OUEH acquired the remaining 30% interest in Wuxi Lippo Xi Nan Hospital Co., Ltd. ("WLXN"). Following the acquisition, WLXN is now a wholly-owned subsidiary of OUEH.

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2024

41 CHANGES IN OWNERSHIP INTERESTS IN SUBSIDIARIES WITHOUT A CHANGE IN CONTROL (CONT'D)

2023

In 2023, the Group received units in OUE REIT in return for management services provided to OUE REIT. Arising therefrom, the Group's effective interest in OUE REIT increased from 48.4% to 48.6% as at 31 December 2023.

In 2023, the Group received units in First REIT in return for management services provided to First REIT. Arising therefrom, the Group's effective interest in First REIT increased from 33.4% to 33.9% as at 31 December 2023.

In 2023, OUEH disposed of a wholly-owned subsidiary, FRM Japan Management Co., Ltd to First REIT Management Limited, a subsidiary of the Group.

The following summarises the effect of changes in the Group's ownership interest in OUE REIT, First REIT and unlisted subsidiaries of OUEH:

	OUE REIT \$'000	First REIT \$'000	Subsidiaries of OUEH ¹ \$'000	Total \$'000
2024				
Decrease / (Increase) in equity attributable to non-controlling interests	(33)	2,717	(794)	1,890
Increase/ (decrease) in equity attributable to owners of the Company	(33)	2,717	(1,073)	1,611
2023				
Decrease in equity attributable to non-controlling interests	2,505	3,029	47	5,581
Increase in equity attributable to owners of the Company	2,505	3,029	47	5,581

¹ There is no change in the Group's interest in OUEH in 2024 and 2023.

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2024

42 LISTING OF ENTITIES IN THE GROUP

The following are the Group’s significant subsidiaries and equity-accounted investees:

Name of company	Principal activities	Country of incorporation	% of paid-up capital held by			
			The Company		Subsidiaries	
			2024	2023	2024	2023
			%	%	%	%
Subsidiaries						
Alkas Realty Pte. Ltd.	Property investment	Singapore	–	–	100	100
Seaview Property Holdings Pte. Ltd.	Property investment	Singapore	100	100	–	–
OUB Centre Limited	Property investment	Singapore	–	–	83.3 ^(a)	83.3 ^(a)
OUE Airport Hotel Pte. Ltd.	Hotel operation	Singapore	–	–	100	100
First Real Estate Investment Trust	Healthcare real estate investment trust	Singapore	–	–	45.2 ^(b)	44.7 ^(b)
OUE Real Estate Investment Trust	Real estate investment trust	Singapore	21.8	21.7	26.8	26.8
OUE Healthcare Limited	Investment holding, development of medical real estate, healthcare-related assets and integrated mixed-use developments and provision of healthcare services	Singapore	–	–	70.4	70.4
PT OUE Pengembangan Properti ^(c)	Property investment	Indonesia	–	–	100	100

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2024

42 LISTING OF ENTITIES IN THE GROUP (CONT'D)

Name of company	Principal activities	Country of incorporation	% of paid-up capital held by			
			The Company		Subsidiaries	
			2024	2023	2024	2023
			%	%	%	%
Associate						
Gemdale Properties and Investment Corporation Limited ^(d)	Property development, property investment, property management and micro-financing	Bermuda	–	–	25.2	25.2

All significant subsidiaries and equity-accounted investees are audited by KPMG LLP, Singapore except as indicated below.

^(a) As at the reporting date, the Group consolidated the company via OUE REIT and owns an effective equity interest of 40.5% (2023: 40.4%) in the company.

^(b) As at the reporting date, the Group consolidated First REIT via OUEH and owns an effective interest of 34.4% (2023: 33.9%).

Based on assessment performed by management in accordance with SFRS(I) 10 *Consolidated Financial Statements*, management has determined that the Group has control over First REIT on the basis that the Group’s overall exposure to variable returns is significant.

^(c) Audited by KAP Arif and Glorius.

^(d) Audited by Ernst & Young, Hong Kong.

43 SUBSEQUENT EVENT

On 13 January 2025, the Group’s subsidiary and the manager of First REIT, First REIT Management Limited (the “Manager”), received a preliminary non-binding letter of intent (“LOI”) from PT Siloam International Hospitals Tbk (“Siloam”) to acquire First REIT’s portfolio of hospital assets in Indonesia. The Manager’s Board of Directors has decided to undertake a strategic review to assess the LOI and explore all strategic options relating to the business of First REIT which may include but not limited to, exploration of joint ventures, strategic partnerships, asset acquisitions and/or asset divestments, with a view to delivering sustainable long-term value for First REIT’s unitholders. There is no certainty or assurance that any transaction will materialise from the strategic review or the LOI, or that a definitive or binding agreement will be reached relating to any of the assets of First REIT within one year. Therefore, the sale is not highly probable at the reporting date. Accordingly, the Group has continued to classify the hospital assets in Indonesia as investment properties in the statement of financial position as at 31 December 2024.

SHAREHOLDING STATISTICS

As at 14 March 2025

Total number of issued ordinary shares	: 775,799,424
Total number of issued ordinary shares excluding treasury shares	: 756,342,324
Class of shares	: Ordinary Shares
Total number of treasury shares held	: 19,457,100
Total number of subsidiary holdings	: 0
Percentage of the aggregate number of treasury shares and subsidiary holdings held against the total number of issued ordinary shares excluding treasury shares	: 2.57%
Voting rights (excluding treasury shares)	: 1 vote per share

Breakdown of Shareholdings

Size of Shareholdings	Number of Shareholders	% of Shareholders	Number of Shares	% of Issued Share Capital*
1 - 99	42	0.46	1,119	0.00
100 - 1,000	724	7.94	614,866	0.08
1,001 - 10,000	5,955	65.34	30,241,028	4.00
10,001 - 1,000,000	2,377	26.08	90,977,107	12.03
1,000,001 and above	16	0.18	634,508,204	83.89
TOTAL	9,114	100.00	756,342,324	100.00

Twenty Largest Shareholders

No.	Name of Shareholder	No. of Shares	% of Issued Share Capital*
1.	BANK OF CHINA NOMINEES (PTE) LTD	551,596,500	72.93
2.	DBS NOMINEES (PRIVATE) LIMITED	22,917,773	3.03
3.	CITIBANK NOMINEES SINGAPORE PTE LTD	18,523,017	2.45
4.	OCBC SECURITIES PRIVATE LIMITED	18,192,005	2.41
5.	UNITED OVERSEAS BANK NOMINEES (PRIVATE) LIMITED	2,928,045	0.39
6.	OCBC NOMINEES SINGAPORE PRIVATE LIMITED	2,816,468	0.37
7.	RAFFLES NOMINEES (PTE.) LIMITED	2,597,723	0.34
8.	PHILLIP SECURITIES PTE LTD	2,590,073	0.34
9.	MORPH INVESTMENTS LTD	2,070,000	0.27
10.	UOB KAY HIAN PRIVATE LIMITED	1,795,600	0.24
11.	NG POH CHENG	1,662,200	0.22
12.	JACK INVESTMENT PTE LTD	1,586,250	0.21
13.	HONG LEONG FINANCE NOMINEES PTE LTD	1,317,500	0.17
14.	ANG JWEE HERNG	1,315,600	0.17
15.	MAYBANK SECURITIES PTE. LTD.	1,309,300	0.17
16.	HENG SIEW ENG	1,290,150	0.17
17.	GOH YEW GEE	920,000	0.12
18.	ANG JUI KHOON	865,200	0.11
19.	CGS INTERNATIONAL SECURITIES SINGAPORE PTE. LTD.	773,800	0.10
20.	TANG SEE CHANG @ TAN SAY CHAN	678,000	0.09
TOTAL		637,745,204	84.30

* The shareholding percentage is calculated based on the number of issued ordinary shares of the Company excluding treasury shares.

SUBSTANTIAL SHAREHOLDERS

As shown in the Company’s Register of Substantial Shareholders as at 14 March 2025

		Direct Interest Number of Shares	%	Deemed Interest Number of Shares	%
1.	OUE Realty Pte. Ltd. (“ OUER ”)	447,854,300	59.21 ⁽¹⁷⁾	-	-
2.	Golden Concord Asia Limited (“ GCAL ”)	103,742,200	13.72 ⁽¹⁷⁾	447,854,300 ⁽¹⁾	59.21 ⁽¹⁷⁾
3.	Fortune Crane Limited (“ FCL ”)	-	-	551,596,500 ⁽²⁾	72.93 ⁽¹⁷⁾
4.	Lippo ASM Asia Property Limited (“ LAAPL ”)	-	-	551,596,500 ⁽³⁾	72.93 ⁽¹⁷⁾
5.	HKC Property Investment Holdings Limited (“ HKC Property ”)	-	-	551,596,500 ⁽⁴⁾	72.93 ⁽¹⁷⁾
6.	Hongkong Chinese Limited (“ HCL ”)	-	-	551,596,500 ⁽⁵⁾	72.93 ⁽¹⁷⁾
7.	Lippo Capital Limited (“ LCL ”)	-	-	551,596,500 ⁽⁶⁾	72.93 ⁽¹⁷⁾
8.	Lippo Capital Holdings Company Limited (“ LCH ”)	-	-	551,596,500 ⁽⁷⁾	72.93 ⁽¹⁷⁾
9.	Lippo Capital Group Limited (“ LCG ”)	-	-	551,596,500 ⁽⁸⁾	72.93 ⁽¹⁷⁾
10.	Dr Stephen Riady	-	-	551,596,500 ⁽⁹⁾	72.93 ⁽¹⁷⁾
11.	PT Trijaya Utama Mandiri (“ PT Trijaya ”)	-	-	551,596,500 ⁽¹⁰⁾	72.93 ⁽¹⁷⁾
12.	Mr James Tjahaja Riady	-	-	551,596,500 ⁽¹¹⁾	72.93 ⁽¹⁷⁾
13.	Admiralty Station Management Limited (“ Admiralty ”)	-	-	551,596,500 ⁽¹²⁾	72.93 ⁽¹⁷⁾
14.	Argyle Street Management Limited (“ ASML ”)	-	-	551,596,500 ⁽¹³⁾	72.93 ⁽¹⁷⁾
15.	Argyle Street Management Holdings Limited (“ ASMHL ”)	-	-	551,596,500 ⁽¹⁴⁾	72.93 ⁽¹⁷⁾
16.	Mr Kin Chan (“ KC ”)	-	-	551,596,500 ⁽¹⁵⁾	72.93 ⁽¹⁷⁾
17.	Mr V-Nee Yeh (“ VY ”)	-	-	551,596,500 ⁽¹⁶⁾	72.93 ⁽¹⁷⁾

SUBSTANTIAL SHAREHOLDERS

As shown in the Company’s Register of Substantial Shareholders as at 14 March 2025

Notes:

- ⁽¹⁾ GCAL is deemed to have an interest in the shares of OUE Limited (the “**Shares**”) held by OUER. OUER is a wholly-owned subsidiary of GCAL.
- ⁽²⁾ FCL has a deemed interest in the Shares through the direct and deemed interests of its wholly-owned subsidiary, GCAL.
- ⁽³⁾ LAAPL is deemed to have an interest in the Shares in which its subsidiary, FCL, has a deemed interest.
- ⁽⁴⁾ LAAPL is jointly held by HKC Property and Admiralty. Accordingly, HKC Property is deemed to have an interest in the Shares in which LAAPL has a deemed interest.
- ⁽⁵⁾ HCL is the immediate holding company of HKC Property. Accordingly, HCL is deemed to have an interest in the Shares in which HKC Property has a deemed interest.
- ⁽⁶⁾ LCL is an intermediate holding company of HKC Property. Accordingly, LCL is deemed to have an interest in the Shares in which HKC Property has a deemed interest.
- ⁽⁷⁾ LCH is an intermediate holding company of HKC Property. Accordingly, LCH is deemed to have an interest in the Shares in which HKC Property has a deemed interest.
- ⁽⁸⁾ LCG is the holding company of LCH, which in turn is an intermediate holding company of HKC Property. Accordingly, LCG is deemed to have an interest in the Shares in which HKC Property has a deemed interest.
- ⁽⁹⁾ Dr Stephen Riady holds the entire issued share capital of LCG, which is the holding company of LCH. LCH in turn is an intermediate holding company of HKC Property. Accordingly, Dr Stephen Riady is deemed to have an interest in the Shares in which HKC Property has a deemed interest. Dr Stephen Riady is the Executive Chairman and Group Chief Executive Officer of the Company. Dr Stephen Riady is also the chairman of HCL, which has a deemed interest in the Shares.
- ⁽¹⁰⁾ PT Trijaya holds more than 20% of the shares in LCL, which in turn is an intermediate holding company of HKC Property. Accordingly, PT Trijaya is deemed to have an interest in the Shares in which HKC Property has a deemed interest.
- ⁽¹¹⁾ Mr James Tjahaja Riady effectively holds all the shares in PT Trijaya, which holds more than 20% of the shares in LCL. LCL in turn is an intermediate holding company of HKC Property. Accordingly, Mr James Tjahaja Riady is deemed to have an interest in the Shares in which HKC Property has a deemed interest.
- ⁽¹²⁾ LAAPL is jointly held by HKC Property and Admiralty. Accordingly, Admiralty is deemed to have an interest in the Shares in which LAAPL has a deemed interest.
- ⁽¹³⁾ ASML owns 100% of the voting shares in the capital of Admiralty. Accordingly, ASML is deemed to have an interest in the Shares in which Admiralty has a deemed interest.
- ⁽¹⁴⁾ ASMHL is the immediate holding company of ASML. Accordingly, ASMHL is deemed to have an interest in the Shares in which ASML has a deemed interest.
- ⁽¹⁵⁾ KC is the beneficial holder of more than 20% of the issued share capital of ASMHL. Accordingly, KC is deemed to have an interest in the Shares in which ASMHL has a deemed interest.
- ⁽¹⁶⁾ VY is the beneficial holder of more than 20% of the issued share capital of ASMHL. Accordingly, VY is deemed to have an interest in the Shares in which ASMHL has a deemed interest.
- ⁽¹⁷⁾ The shareholding percentage is calculated based on 756,342,324 issued Shares (excluding treasury shares) as at 14 March 2025.

PUBLIC FLOAT

Rule 723 of the Listing Manual of the SGX-ST requires that at least 10% of the total number of issued shares excluding treasury shares (excluding preference shares and convertible equity securities) in a class that is listed (“**Shares**”) is at all times held by the public. The Company has complied with this requirement. As at 14 March 2025, approximately 26.19% of its Shares listed on the SGX-ST were held in the hands of the public.

ADDITIONAL INFORMATION ON DIRECTORS SEEKING RE-ELECTION

(Information required pursuant to Appendix 7.4.1 of the Listing Manual)

Pursuant to Rule 720(6) of the Listing Manual, information relating to Dr Lim Boh Soon and Ms Goh Min Yen (in the form set out in Appendix 7.4.1 of the Listing Manual) is provided below. The following additional information on Dr Lim Boh Soon and Ms Goh Min Yen, both of whom are seeking re-election as Directors at the Annual General Meeting, is to be read in conjunction with their respective profiles in the “Board of Directors” section on pages 18 and 20 of this Annual Report.

	DR LIM BOH SOON <i>Lead Independent Director</i>	MS GOH MIN YEN <i>Independent Director</i>
Date of appointment	1 January 2022	1 January 2022
Date of last re-appointment (if applicable)	28 April 2022	28 April 2022
Age	69	65
Country of principal residence	Singapore	Singapore
The Board’s comments on this re-appointment (including rationale, selection criteria, board diversity considerations and the search and nomination process)	The Nominating Committee (with Dr Lim Boh Soon (“ Dr Lim ”) abstaining), having considered the principles for determination of board size, composition and diversity of skillsets, recommends the re-election of Dr Lim after assessing his contributions and performance as a director and his background, experience, knowledge and expertise which provide and complement the diversity of skillsets which are relevant to the Company. The Board (with Dr Lim abstaining) has endorsed the Nominating Committee’s recommendation.	The Nominating Committee (with Ms Goh Min Yen (“ Ms Goh ”) abstaining), having considered the principles for determination of board size, composition and diversity of skillsets, recommends the re-election of Ms Goh after assessing her contributions and performance as a director and her background, experience, knowledge and expertise which provide and complement the diversity of skillsets which are relevant to the Company. The Board (with Ms Goh abstaining) has endorsed the Nominating Committee’s recommendation.
Whether appointment is executive, and if so, the area of responsibility	Non-Executive	Non-Executive
Job title	<ul style="list-style-type: none">Lead Independent DirectorChairman of the Audit CommitteeMember of the Nominating CommitteeMember of the Remuneration Committee	<ul style="list-style-type: none">Independent DirectorMember of the Audit CommitteeChairman of the Nominating CommitteeChairman of the Remuneration Committee

ADDITIONAL INFORMATION ON DIRECTORS SEEKING RE-ELECTION

(Information required pursuant to Appendix 7.4.1 of the Listing Manual)

	DR LIM BOH SOON <i>Lead Independent Director</i>	MS GOH MIN YEN <i>Independent Director</i>
Professional qualifications	<ol style="list-style-type: none">Bachelor of Science (First Class Honours) in Mechanical Engineering, University of Strathclyde, United KingdomPhD in Mechanical Engineering, University of Strathclyde, United KingdomGraduate Diploma in Marketing Management, Singapore Institute of ManagementDiploma in Marketing, The Chartered Institute of Marketing, United KingdomFellow, Singapore Institute of DirectorsFellow, Institute of Corporate Directors MalaysiaSenior Member of the Singapore Institute of ManagementSenior Member of the Singapore Computer SocietyAssociate Member of the Royal Aeronautical Society in the United KingdomMember of the Chartered Institute of Marketing in the United Kingdom	Bachelor of Science High Distinction (Economics and Finance), Babson College, United States of America
Working experience and occupation(s) during the past 10 years	<p>From January 2001 to present: Founder and managing partner, Arise Asset Management Pte Ltd</p> <p>From May 2016 to present: Venture Partner, TPT Corporation</p> <p>From November 2018 to present: Director, EpicQuant Pte Ltd</p> <p>From September 2019 to October 2019: Chief Executive Officer, USP Group Limited</p>	<p>From 1994 to present: Managing Director, Eng Wah Group</p>
Shareholding interest in the listed issuer and its subsidiaries	Nil	Nil

ADDITIONAL INFORMATION ON DIRECTORS SEEKING RE-ELECTION

(Information required pursuant to Appendix 7.4.1 of the Listing Manual)

	DR LIM BOH SOON <i>Lead Independent Director</i>	MS GOH MIN YEN <i>Independent Director</i>
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	Nil	<p>Ms Goh is currently an independent non-executive director of Hongkong Chinese Limited ("HKC"), a substantial shareholder of the Company. She is also an independent non-executive director of Lippo Limited ("LL") and Lippo China Resources Limited ("LCR"), both of which are subsidiaries of Lippo Capital Limited ("LCL"), a substantial shareholder of the Company. Ms Goh Min Yen (in her capacity as an executor of an estate) is deemed to be interested in 200,000 ordinary shares, representing approximately 0.02% of the issued shares, in LCR.</p> <p>The Nominating Committee and the Board are of the view that these circumstances do not interfere, or would not reasonably be perceived to interfere, with her exercise of independent judgment as a Director in the best interests of the Company, having regard to the following:</p> <p>(a) Ms Goh serves in her personal capacity as an independent non-executive director of HKC, LL and LCR;</p> <p>(b) she does not have any employment relationship with any of HKC, LL, LCR or LCL, and is not under any obligation to act in accordance with the directions, instructions or wishes of any of HKC, LL, LCR or LCL;</p> <p>(c) her appointment as a Director of the Company pre-dates her appointment as an independent non-executive director of HKC, LL and LCR, and she did not join the Board as a nominee of HKC, LL, LCR or LCL; and</p> <p>(d) her deemed interest in LCR is immaterial.</p>

ADDITIONAL INFORMATION ON DIRECTORS SEEKING RE-ELECTION

(Information required pursuant to Appendix 7.4.1 of the Listing Manual)

	DR LIM BOH SOON <i>Lead Independent Director</i>	MS GOH MIN YEN <i>Independent Director</i>
Conflict of interest (including any competing business)	Nil	Nil
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)	<u>Listed Companies:</u> <ul style="list-style-type: none">Jumbo Group Limited	Nil
Present	<u>Listed Companies:</u> <ul style="list-style-type: none">Tomi Environmental Solutions Inc. (listed on the NASDAQ Stock Exchange)V.S. Industry Berhad (listed on the Main Market of Bursa Malaysia Securities Berhad) <u>Others:</u> <ul style="list-style-type: none">Arise Asset Management Pte Ltd	<u>Listed Companies:</u> <ul style="list-style-type: none">Hongkong Chinese Limited (listed on The Stock Exchange of Hong Kong Limited)Lippo China Resources Limited (listed on The Stock Exchange of Hong Kong Limited)Lippo Limited (listed on The Stock Exchange of Hong Kong Limited) <u>Others:</u> <ul style="list-style-type: none">Eng Wah Global Pte. Ltd.
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

ADDITIONAL INFORMATION ON DIRECTORS SEEKING RE-ELECTION

(Information required pursuant to Appendix 7.4.1 of the Listing Manual)

	DR LIM BOH SOON <i>Lead Independent Director</i>	MS GOH MIN YEN <i>Independent Director</i>
(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
(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

ADDITIONAL INFORMATION ON DIRECTORS SEEKING RE-ELECTION

(Information required pursuant to Appendix 7.4.1 of the Listing Manual)

	DR LIM BOH SOON <i>Lead Independent Director</i>	MS GOH MIN YEN <i>Independent Director</i>
(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
(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	Yes Dr Lim was a director of AcrossAsia Limited, which was investigated by the Securities and Futures Commission of Hong Kong ("SFC") for breaching certain disclosure obligations of the Securities and Futures Ordinance.	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

ADDITIONAL INFORMATION ON DIRECTORS SEEKING RE-ELECTION

(Information required pursuant to Appendix 7.4.1 of the Listing Manual)

	DR LIM BOH SOON <i>Lead Independent Director</i>	MS GOH MIN YEN <i>Independent Director</i>
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?	Yes Dr Lim was one of the persons under investigation along with AcrossAsia Limited and the other three (3) directors, in relation to SFC's investigation of AcrossAsia Limited for breaching the Securities and Futures Ordinance. However, upon completion of its investigation, when SFC commenced its proceedings, Dr Lim was not named as a specified person. Therefore, Dr Lim was not a party to such proceedings and no findings were made against him. The SFC did not take disciplinary action against him whatsoever nor was he warned or reprimanded.	No

INTERESTED PERSON TRANSACTIONS

Entered into during the financial year 2024

		Aggregate value of all interested person transactions during the financial year under review (excluding transactions less than S\$100,000 and transactions conducted under shareholders' mandate pursuant to Rule 920)	Aggregate value of all interested person transactions conducted under shareholders' mandate pursuant to Rule 920 (excluding transactions less than S\$100,000)
Name of Interested Person	Nature of Relationship	S\$'000	S\$'000
Lippo China Resources Limited - Hotel services provided to Lippo China Resources Limited - Reimbursement of expenses paid on behalf of Delifrance Singapore Pte. Ltd. - Rental income from Moolahgo Pte. Ltd.	Associate of a director and controlling shareholders of the Company	237 307 169	- - -
PT Maxx Coffee Prima - Loan interest income from PT Maxx Coffee Prima	Associate of a director and controlling shareholders of the Company	571	-
Auric Digital Retail Pte. Ltd. - Provision of corporate guarantee by OUE Investments Pte. Ltd. in favour of the joint venture company, Auric Digital Retail Pte. Ltd.	Associate of a director and controlling shareholders of the Company	10,000	-
Lippo Capital Limited - Reimbursement of expenses paid on behalf of Lippo Capital Limited	Associate of a director and controlling shareholders of the Company	134	-
Healthway Medical Corporation Limited - Rental income from Healthway Medical Group Pte Ltd	Associate of a director and controlling shareholders of the Company	2,695	-

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Sixty-Second Annual General Meeting (“AGM”) of OUE Limited (the “Company”) will be held at Hilton Singapore Orchard (333 Orchard Road, Singapore 238867), Grand Ballroom, Level 6, Orchard Wing on Wednesday, 23 April 2025 at 2.00 p.m. to transact the following business:

As Ordinary Business

- 1. To receive and adopt the Directors’ Statement and Audited Financial Statements for the year ended 31 December 2024 and the Auditors’ Report thereon.
- 2. To declare a tax exempt (one-tier) final dividend of 1 cent per ordinary share for the year ended 31 December 2024.
- 3. To approve Directors’ Fees of S\$513,613.38 for the year ended 31 December 2024 (2023: S\$588,750).
- 4. To re-elect the following Directors retiring pursuant to Article 95 of the Company’s Constitution and who, being eligible, offer themselves for re-election:
 - (a) Dr Lim Boh Soon
 - (b) Ms Goh Min Yen
- 5. To re-appoint KPMG LLP as the Auditors of the Company and to authorise the Directors to fix their remuneration.

As Special Business

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

- 6. That pursuant to Section 161 of the Companies Act 1967 (the “Companies Act”) and the listing rules of the Singapore Exchange Securities Trading Limited (the “SGX-ST”), authority be and is hereby given to the Directors to:
 - (a) (i) issue shares of the Company (“shares”) whether by way of rights, bonus or otherwise; and/or
 - (ii) make or grant offers, agreements or options (collectively, “Instruments”) that might or would require shares to be issued, including but not limited to the creation and issue of (as well as adjustments to) warrants, debentures or other instruments convertible into shares,at any time and upon such terms and conditions and for such purposes and to such persons as the Directors may, in their absolute discretion, deem fit; and
- (b) (notwithstanding the authority conferred by this Resolution may have ceased to be in force) issue shares in pursuance of any Instrument made or granted by the Directors while this Resolution was in force,

NOTICE OF ANNUAL GENERAL MEETING

provided that:

- (1) the aggregate number of shares to be issued pursuant to this Resolution (including shares to be issued in pursuance of Instruments made or granted pursuant to this Resolution) does not exceed 50 per cent. of the total number of issued shares excluding treasury shares and subsidiary holdings (as calculated in accordance with sub-paragraph (2) below), of which the aggregate number of shares to be issued other than on a *pro rata* basis to shareholders of the Company (including shares to be issued in pursuance of Instruments made or granted pursuant to this Resolution) does not exceed 20 per cent. of the total number of issued shares excluding treasury shares and subsidiary holdings (as calculated in accordance with sub-paragraph (2) below);
 - (2) (subject to such manner of calculation as may be prescribed by the SGX-ST) for the purpose of determining the aggregate number of shares that may be issued under sub-paragraph (1) above, the percentage of issued shares shall be based on the total number of issued shares excluding treasury shares and subsidiary holdings at the time this Resolution is passed, after adjusting for:
 - (i) new shares arising from the conversion or exercise of any convertible securities or share options or vesting of share awards which were issued and are outstanding or subsisting at the time this Resolution is passed; and
 - (ii) any subsequent bonus issue or consolidation or sub-division of shares;and in sub-paragraph (1) above and this sub-paragraph (2), “subsidiary holdings” has the meaning given to it in the Listing Manual of the SGX-ST;
 - (3) in exercising the authority conferred by this Resolution, the Company shall comply with the provisions of the Listing Manual of the SGX-ST for the time being in force (unless such compliance has been waived by the SGX-ST) and the Constitution for the time being of the Company; and
 - (4) (unless revoked or varied by the Company in general meeting) the authority conferred by this Resolution shall continue in force until the conclusion of the next AGM of the Company or the date by which the next AGM of the Company is required by law to be held, whichever is the earlier.
7. That:
- (a) for the purposes of Sections 76C and 76E of the Companies Act 1967 (the “Companies Act”), the exercise by the Directors of all the powers of the Company to purchase or otherwise acquire issued ordinary shares of the Company (“Shares”) not exceeding in aggregate the Maximum Limit (as hereafter defined), at such price or prices as may be determined by the Directors from time to time up to the Maximum Price (as hereafter defined), whether by way of:
 - (i) market purchase(s) on the Singapore Exchange Securities Trading Limited (the “SGX-ST”); and/or
 - (ii) off-market purchase(s) (if effected otherwise than on the SGX-ST) in accordance with any equal access scheme(s) as may be determined or formulated by the Directors as they consider fit, which scheme(s) shall satisfy all the conditions prescribed by the Companies Act,and otherwise in accordance with all other laws and regulations and rules of the SGX-ST as may for the time being be applicable, be and is hereby authorised and approved generally and unconditionally (the “Share Purchase Mandate”);

- (b) unless varied or revoked by the Company in general meeting, the authority conferred on the Directors pursuant to the Share Purchase Mandate may be exercised by the Directors at any time and from time to time during the period commencing from the date of the passing of this Resolution and expiring on the earliest of:
 - (i) the date on which the next AGM of the Company is held;
 - (ii) the date by which the next AGM of the Company is required by law to be held; and
 - (iii) the date on which purchases and acquisitions of Shares pursuant to the Share Purchase Mandate are carried out to the full extent mandated;
- (c) in this Resolution:

"Average Closing Price" means the average of the last dealt prices of a Share for the five consecutive market days on which the Shares are transacted on the SGX-ST immediately preceding the date of the market purchase by the Company or, as the case may be, the date of the making of the offer pursuant to the off-market purchase, and deemed to be adjusted, in accordance with the listing rules of the SGX-ST, for any corporate action that occurs during the relevant five-day period and the date of the market purchase by the Company or, as the case may be, the date of the making of the offer pursuant to the off-market purchase;

"date of the making of the offer" means the date on which the Company announces its intention to make an offer for the purchase or acquisition of Shares from holders of Shares, stating therein the purchase price (which shall not be more than the Maximum Price calculated on the basis set out below) for each Share and the relevant terms of the equal access scheme for effecting the off-market purchase;

"Maximum Limit" means that number of issued Shares representing 10% of the total number of issued Shares as at the date of the passing of this Resolution (excluding treasury shares and subsidiary holdings (as defined in the Listing Manual of the SGX-ST)); and

"Maximum Price" in relation to a Share to be purchased or acquired, means the purchase price (excluding related brokerage, commission, applicable goods and services tax, stamp duties, clearance fees and other related expenses) which shall not exceed:

- (i) in the case of a market purchase of a Share, 105% of the Average Closing Price of the Shares; and
 - (ii) in the case of an off-market purchase of a Share, 120% of the Average Closing Price of the Shares; and
- (d) the Directors and/or any of them be and are hereby authorised to complete and do all such acts and things (including executing such documents as may be required) as they and/or he/she may consider expedient or necessary to give effect to the transactions contemplated and/or authorised by this Resolution.

By Order of the Board

KELVIN CHUA
Company Secretary

1 April 2025
Singapore

NOTICE OF ANNUAL GENERAL MEETING

EXPLANATORY NOTES:

Resolution 4(a)

To re-elect Dr Lim Boh Soon, who is the Lead Independent Director. Dr Lim will, upon re-election, continue to serve as chairman of the Audit Committee and as a member of each of the Nominating Committee and the Remuneration Committee. Further information can be found in the "Additional Information on Directors Seeking Re-election" section of the Annual Report 2024.

Resolution 4(b)

To re-elect Ms Goh Min Yen, who is an Independent Director. Ms Goh will, upon re-election, continue to serve as chairman of each of the Nominating Committee and the Remuneration Committee and as a member of the Audit Committee. Further information can be found in the "Additional Information on Directors Seeking Re-election" section of the Annual Report 2024.

Resolution 6

Resolution No. 6, if passed, will empower the Directors to issue shares and to make or grant instruments (such as warrants or debentures) convertible into shares, and to issue shares in pursuance of such instruments, up to a number not exceeding 50 per cent. of the total number of issued shares (excluding treasury shares and subsidiary holdings), of which up to 20 per cent. of the total number of issued shares (excluding treasury shares and subsidiary holdings) may be issued other than on a *pro rata* basis to shareholders. For the purpose of determining the aggregate number of shares that may be issued, the percentage of issued shares shall be calculated based on the total number of issued shares (excluding treasury shares and subsidiary holdings) at the time that Resolution No. 6 is passed, after adjusting for (a) new shares arising from the conversion or exercise of any convertible securities or share options or vesting of share awards which were issued and are outstanding or subsisting at the time that Resolution No. 6 is passed, and (b) any subsequent bonus issue or consolidation or subdivision of shares. As at 14 March 2025 (the **"Latest Practicable Date"**), the Company had 19,457,100 treasury shares and no subsidiary holdings.

Resolution 7

Resolution No. 7, if passed, will renew the mandate to enable the Company to purchase or otherwise acquire issued Shares, on the terms and subject to the conditions set out in the Resolution.

The Company may use its internal resources or external borrowings or a combination of both to finance the purchase or acquisition of its Shares. The amount of financing required for the Company to purchase or acquire its Shares, and the impact on the Company's financial position, cannot be ascertained as at the date of this Notice as these will depend on the number of Shares purchased or acquired and the price at which such Shares were purchased or acquired and whether the Shares purchased or acquired are held in treasury or cancelled.

Based on the total number of issued and paid-up Shares as at the Latest Practicable Date and disregarding the 19,457,100 Shares held in treasury as at the Latest Practicable Date, and assuming that on or prior to the AGM, no further Shares are issued, no further Shares are purchased or acquired by the Company, no Shares purchased or acquired by the Company are held as treasury shares and no Shares are held as subsidiary holdings, the purchase by the Company of up to 10% of its Shares will result in the purchase or acquisition of 75,634,232 Shares. Assuming that the Company purchases or acquires 75,634,232 Shares:

- (a) by way of market purchase at the Maximum Price of S\$0.9975 for one Share (being the price equivalent to 105% of the Average Closing Price of the Shares for the five consecutive market days on which the Shares were traded on the SGX-ST immediately preceding the Latest Practicable Date), the maximum amount of funds required for the purchase of 75,634,232 Shares is approximately S\$75,445,146; and
- (b) by way of off-market purchase at the Maximum Price of S\$1.1400 for one Share (being the price equivalent to 120% of the Average Closing Price of the Shares for the five consecutive market days on which the Shares were traded on the SGX-ST immediately preceding the Latest Practicable Date), the maximum amount of funds required for the purchase of 75,634,232 Shares is approximately S\$86,223,024.

The financial effects of the purchase or acquisition of Shares by the Company pursuant to the proposed Share Purchase Mandate on the audited financial statements of the Company and the Company and its subsidiaries for the financial year ended 31 December 2024, based on certain assumptions, are set out in paragraph 2.7 of the Letter to Shareholders dated 1 April 2025 (the "Letter").

Please refer to the Letter for more details.

NOTICE OF ANNUAL GENERAL MEETING

NOTES:

Format of Meeting

- The AGM will be held, in a wholly physical format, at Hilton Singapore Orchard (333 Orchard Road, Singapore 238867), Grand Ballroom, Level 6, Orchard Wing on Wednesday, 23 April 2025 at 2.00 p.m.. Shareholders, including Central Provident Fund ("CPF") and Supplementary Retirement Scheme ("SRS") investors, and (where applicable) duly appointed proxies and representatives will be able to ask questions and vote at the AGM by attending the AGM in person and they should bring along their original NRIC/passport for registration on the day of the AGM. **There will be no option for shareholders to participate virtually.**

Printed copies of this Notice, the accompanying Proxy Form and the Request Form will be sent by post to members. This Notice and the accompanying Proxy Form will also be published on the Company's website at the URL <https://oue.com.sg/agm-egm> and the SGX website at the URL <https://www.sgx.com/securities/company-announcements>.

Appointment of Proxy(ies)

- A member who is not a relevant intermediary is entitled to appoint not more than two proxies to attend, speak and vote at the AGM. Where such member's instrument appointing a proxy(ies) appoints more than one proxy, the proportion of the shareholding concerned to be represented by each proxy shall be specified in the instrument.
 - A member who is a relevant intermediary is entitled to appoint more than two proxies to attend, speak and vote at the AGM, but each proxy must be appointed to exercise the rights attached to a different share or shares held by such member. Where such member's instrument appointing a proxy(ies) appoints more than two proxies, the number and class of shares in relation to which each proxy has been appointed shall be specified in the instrument.

"Relevant intermediary" has the meaning ascribed to it in Section 181 of the Companies Act 1967.

A member who wishes to appoint a proxy(ies) must complete the instrument appointing a proxy(ies), before submitting it in the manner set out below.

- A proxy need not be a member of the Company. A member may choose to appoint the Chairman of the Meeting as his/her/its proxy.
- The instrument appointing a proxy(ies) must be submitted to the Company in the following manner:
 - if submitted personally or by post, be lodged with the Company's Share Registrar, Boardroom Corporate & Advisory Services Pte. Ltd., at 1 Harbourfront Avenue, #14-07 Keppel Bay Tower, Singapore 098632; or
 - if submitted electronically, be submitted via email to the Company's Share Registrar at srs.proxy@boardroomlimited.com.

and in each case, must be lodged or received (as the case may be) not less than 72 hours before the time appointed for holding the AGM.
- CPF and SRS investors:
 - may vote at the AGM if they are appointed as proxies by their respective CPF Agent Banks or SRS Operators, and should contact their respective CPF Agent Banks or SRS Operators if they have any queries regarding their appointment as proxies; or
 - may appoint the Chairman of the Meeting as proxy to vote on their behalf at the AGM, in which case they should approach their respective CPF Agent Banks or SRS Operators to submit their votes by 5.00 p.m. on 10 April 2025.

Submission of Questions

- Shareholders, including CPF and SRS investors, may submit substantial and relevant questions related to the resolutions to be tabled for approval at the AGM in advance of the AGM:
 - by post to the Company's registered address at 50 Collyer Quay, #18-01/02 OUE Bayfront, Singapore 049321; or
 - via email to the Company at investorrelations@oue.com.sg.

When submitting questions by post or via email, shareholders should also provide the following details: (i) the shareholder's full name; (ii) the shareholder's address; and (iii) the manner in which the shareholder holds shares in the Company (e.g., via CDP, CPF, SRS and/or scrip), for verification purposes.

All questions submitted in advance of the AGM must be received by 5.00 p.m. on 9 April 2025.

7. The Company will address all substantial and relevant questions received from shareholders by the 9 April 2025 deadline by publishing its responses to such questions on the Company’s website at the URL <https://oue.com.sg/agm-egm> and the SGX website at the URL <https://www.sgx.com/securities/company-announcements> at least 48 hours prior to the closing date and time for the lodgement/receipt of instruments appointing a proxy(ies). The Company will respond to questions or follow-up questions submitted after the 9 April 2025 deadline either within a reasonable timeframe before the AGM, or at the AGM itself. Where substantially similar questions are received, the Company will consolidate such questions and consequently not all questions may be individually addressed.
8. Shareholders, including CPF and SRS investors, and (where applicable) duly appointed proxies and representatives can also ask the Chairman of the Meeting substantial and relevant questions related to the resolutions to be tabled for approval at the AGM, at the AGM itself.

Access to Documents

9. The Annual Report 2024 and the Letter to Shareholders dated 1 April 2025 (in relation to the proposed renewal of the share purchase mandate) have been published and may be accessed at the Company’s website at the URL <https://oue.com.sg/annual-reports> as follows:
- (a) the Annual Report 2024 may be accessed by clicking on the hyperlink for “2024 Annual Report”; and
- (b) the Letter to Shareholders dated 1 April 2025 may be accessed by clicking on the hyperlink for “(Letter to Shareholders)” under “2024 Annual Report”.

The above documents may also be accessed at the SGX website at the URL <https://www.sgx.com/securities/company-announcements>. Members may request for printed copies of these documents by completing and submitting the Request Form sent to them by post together with printed copies of this Notice and the accompanying Proxy Form by 5.00 p.m. on 11 April 2025.

Personal Data Privacy:

By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the AGM and/or any adjournment thereof, a member of the Company (a) consents to the collection, use and disclosure of the member’s personal data by the Company (or its agents or service providers) for the purpose of the processing, administration and analysis by the Company (or its agents or service providers) of proxies and representatives appointed for the AGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the AGM (including any adjournment thereof), and in order for the Company (or its agents or service providers) to comply with any applicable laws, listing rules, take-over rules, regulations and/or guidelines (collectively, the “**Purposes**”); (b) warrants that where the member discloses the personal data of the member’s proxy(ies) and/or representative(s) to the Company (or its agents or service providers), the member has obtained the prior consent of such proxy(ies) and/or representative(s) for the collection, use and disclosure by the Company (or its agents or service providers) of the personal data of such proxy(ies) and/or representative(s) for the Purposes; and (c) agrees that the member will indemnify the Company (or its agents or service providers) in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the member’s breach of warranty.

PROXY FORM
 Annual General Meeting



OUE LIMITED

(Incorporated in the Republic of Singapore)
(Company Registration No. 196400050E)

IMPORTANT:

- The Annual General Meeting (“AGM”) will be held, in a wholly physical format, at Hilton Singapore Orchard (333 Orchard Road, Singapore 238867), Grand Ballroom, Level 6, Orchard Wing on Wednesday, 23 April 2025 at 2.00 p.m.. **There will be no option for shareholders to participate virtually.**
- Please read the notes overleaf which contain instructions on, *inter alia*, the appointment of a proxy(ies).
- This Proxy Form is not valid for use and shall be ineffective for all intents and purposes if used or purported to be used by Central Provident Fund (“CPF”) and Supplementary Retirement Scheme (“SRS”) investors.
- CPF and SRS investors:
 - may vote at the AGM if they are appointed as proxies by their respective CPF Agent Banks or SRS Operators, and should contact their respective CPF Agent Banks or SRS Operators if they have any queries regarding their appointment as proxies; or
 - may appoint the Chairman of the Meeting as proxy to vote on their behalf at the AGM, in which case they should approach their respective CPF Agent Banks or SRS Operators to submit their votes by 5.00 p.m. on 10 April 2025.
- By submitting an instrument appointing a proxy(ies) and/or representative(s), the member accepts and agrees to the personal data privacy terms set out in the Notice of AGM dated 1 April 2025.

I/We _____ (Name) _____ (NRIC/Passport/Company Registration No.)
of _____ (Address)

being a member/members of OUE LIMITED (the “**Company**”), hereby appoint:

Name	Address	NRIC / Passport No.	Proportion of Shareholdings (%)

and/or (delete as appropriate)

Name	Address	NRIC / Passport No.	Proportion of Shareholdings (%)

or failing him/her, the Chairman of the Meeting, as my/our proxy/proxies to attend, speak and vote for me/us on my/our behalf at the Sixty-Second AGM of the Company to be held at Hilton Singapore Orchard (333 Orchard Road, Singapore 238867), Grand Ballroom, Level 6, Orchard Wing on Wednesday, 23 April 2025 at 2.00 p.m. and at any adjournment thereof.

No.	Ordinary Resolutions	For	Against	Abstain
1.	Directors’ Statement and Financial Statements			
2.	Final Dividend			
3.	Directors’ Fees			
4.	(a) Re-election of Dr Lim Boh Soon as Director			
	(b) Re-election of Ms Goh Min Yen as Director			
5.	Re-appointment of Auditors			
6.	Authority for Directors to Issue Shares			
7.	Proposed Renewal of the Share Purchase Mandate			

(Voting will be conducted by poll. If you wish your proxy/proxies to cast all your votes “**For**” or “**Against**” a resolution, please indicate with an “X” in the “**For**” or “**Against**” box provided in respect of that resolution. Alternatively, please indicate the number of votes “**For**” or “**Against**” in the “**For**” or “**Against**” box provided in respect of that resolution. If you wish your proxy/proxies to abstain from voting on a resolution, please indicate with an “X” in the “**Abstain**” box provided in respect of that resolution. Alternatively, please indicate the number of shares your proxy/proxies is directed to abstain from voting in the “**Abstain**” box provided in respect of that resolution. In any other case, the proxy/proxies may vote or abstain as the proxy/proxies deem(s) fit on any of the above resolutions if no voting instruction is specified, and on any other matter arising at the AGM.)

Dated this _____ day of _____ 2025

Signature(s) of Member(s) or Common Seal

Contact Number/Email Address of Member(s)

Total No. of Shares in:	No. of Shares
(a) CDP Register	
(b) Register of Members	

IMPORTANT: Please read notes on the reverse

Notes:

1.

If the member has shares entered against his/her/its name in the Depository Register (maintained by The Central Depository (Pte) Limited), he/she/it should insert that number of shares. If the member has shares registered in his/her/its name in the Register of Members (maintained by or on behalf of the Company), he/she/it should insert that number of shares. If the member has shares entered against his/her/its name in the Depository Register and shares registered in his/her/its name in the Register of Members, he/she/it should insert the aggregate number of shares. If no number is inserted, this instrument appointing a proxy(ies) will be deemed to relate to all the shares held by the member.
2.

(a)

A member who is not a relevant intermediary is entitled to appoint not more than two proxies to attend, speak and vote at the AGM. Where such member’s instrument appointing a proxy(ies) appoints more than one proxy, the proportion of the shareholding concerned to be represented by each proxy shall be specified in the instrument.

(b)

A member who is a relevant intermediary is entitled to appoint more than two proxies to attend, speak and vote at the AGM, but each proxy must be appointed to exercise the rights attached to a different share or shares held by such member. Where such member’s instrument appointing a proxy(ies) appoints more than two proxies, the number and class of shares in relation to which each proxy has been appointed shall be specified in the instrument.
- “Relevant intermediary” has the meaning ascribed to it in Section 181 of the Companies Act 1967.

A member who wishes to appoint a proxy(ies) must complete the instrument appointing a proxy(ies), before submitting it in the manner set out below.
3.

A proxy need not be a member of the Company. A member may choose to appoint the Chairman of the Meeting as his/her/its proxy.

BUSINESS REPLY SERVICE
PERMIT NO. 09671



The Company Secretary
OUE Limited
c/o Share Registrar
Boardroom Corporate & Advisory Services Pte. Ltd.
1 Harbourfront Avenue
#14-07 Keppel Bay Tower
Singapore 098632

Postage will be
paid by
addressee.
For posting in
Singapore only.

4.

The instrument appointing a proxy(ies) must be submitted to the Company in the following manner:

(a)

if submitted personally or by post, be lodged with the Company’s Share Registrar, Boardroom Corporate & Advisory Services Pte. Ltd., at 1 Harbourfront Avenue, #14-07 Keppel Bay Tower, Singapore 098632; or

(b)

if submitted electronically, be submitted via email to the Company’s Share Registrar at srs.proxy@boardroomlimited.com,

and in each case, must be lodged or received (as the case may be) not less than 72 hours before the time appointed for holding the AGM.
5.

Completion and submission of the instrument appointing a proxy(ies) by a member will not prevent him/her from attending, speaking and voting at the AGM if he/she so wishes. The appointment of the proxy(ies) for the AGM will be deemed to be revoked if the member attends the AGM in person and in such event, the Company reserves the right to refuse to admit any person or persons appointed under the relevant instrument appointing a proxy(ies) to the AGM.
6.

The instrument appointing a proxy(ies) must be under the hand of the appointor or of his/her attorney duly authorised in writing. Where the instrument appointing a proxy(ies) is executed by a corporation, it must be executed under its common seal or under the hand of its attorney or a duly authorised officer. Where an instrument appointing a proxy(ies) is signed on behalf of the appointor by an attorney, the letter or power of attorney or a duly certified copy thereof must (failing previous registration with the Company), if the instrument is submitted personally or by post, be lodged with the instrument or, if the instrument is submitted electronically via email, be emailed with the instrument, failing which the instrument may be treated as invalid.
7.

A corporation which is a member may authorise by resolution of its directors or other governing body such person as it thinks fit to act as its representative at the AGM, in accordance with Section 179 of the Companies Act 1967.
8.

The Company shall be entitled to reject an instrument appointing a proxy(ies) which is incomplete, improperly completed, illegible or where the true intentions of the appointor are not ascertainable from the instructions of the appointor specified in the instrument appointing a proxy(ies) (including any related attachment). In addition, in the case of shares entered in the Depository Register, the Company may reject an instrument appointing a proxy(ies) (including any related attachment) if the member, being the appointor, is not shown to have shares entered against the member’s name in the Depository Register as at 72 hours before the time appointed for holding the AGM, as certified by The Central Depository (Pte) Limited to the Company.

OUE LIMITED
COMPANY REG. NO. 196400050E

www.oue.com.sg



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