RAFFLES FINANCIAL GROUP LIMITED
AND ITS SUBSIDIARIES

CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS
FOR THE SIX MONTHS ENDED DECEMBER 31, 2025
(UNAUDITED)

(Expressed in Singapore Dollars)

NOTICE OF NO AUDITOR REVIEW OF CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS

The accompanying unaudited condensed interim consolidated financial statements of Raffles Financial Group Limited have been prepared by management and approved by the Board of Directors of the Company and are the responsibility of the Company's management.

The Company's independent auditor has not performed a review of these condensed interim consolidated financial statements in accordance with the standards established by the Chartered Professional Accountants of Canada.

RAFFLES FINANCIAL GROUP LIMITED

CONDENSED INTERIM CONSOLIDATED STATEMENTS OF INCOME AND COMPREHENSIVE INCOME FOR THE PERIOD ENDED DECEMBER 31, 2025 AND 2024
(Expressed in Singapore Dollars)

		3-months ended		6-months ended	
		December 31, 2025	December 31, 2024	December 31, 2025	December 31, 2024
	Note	S$	S$	S$	S$
Revenue	6	-	-	-	-
Expenses					
Administrative	7	(188,548)	(65,567)	(269,292)	(132,346)
Loss before other items and income tax		(188,548)	(65,567)	(269,292)	(132,346)
Other items					
Other income	8	4,516,092	-	5,449,482	-
Borrowing costs	14	(3,953)	(3,965)	(7,907)	(7,929)
Foreign exchange gain		67,668	-	64,572	-
Net income before income tax		4,391,259	(69,532)	5,236,855	(140,275)
Income tax expense	9		-	-	-
Net income for the year		4,391,259	(69,532)	5,236,855	(140,275)
Other comprehensive income Items that may be reclassified subsequently to profit or loss					
Foreign currency translation		479,817	(318,780)	23,987	(527,048)
Unrealised gain on investments	10	(5,885,704)	(3,402,154)	9,544,140	5,207,867
Other comprehensive income for the year, net of tax		(5,405,887)	(3,720,934)	9,568,127	4,680,819
Total comprehensive income for the year		1,014,628	(3,790,466)	14,804,982	4,540,544
Basic and diluted earnings per share		0.09	0.00	0.10	0.00
Weighted average number of common shares outstanding – basic		50,105,000	50,105,000	50,105,000	50,105,000
Weighted average number of common shares outstanding – diluted		50,105,000	50,380,000	50,105,000	50,380,000

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

RAFFLES FINANCIAL GROUP LIMITED

CONDENSED INTERIM CONSOLIDATED STATEMENTS OF FINANCIAL POSITION
AS AT DECEMBER 31, 2025 AND JUNE 30, 2025
(Expressed in Singapore Dollars)

	Note	December 31, 2025 S$	June 30, 2025 S$
ASSETS			
Current assets			
Inventory	10	62,367,891	-
Financial assets, at FVOCI	10	-	47,283,937
Other receivable and prepaid expenses	11	735	2,316
Cash and cash equivalents	12	85	99
		62,368,711	47,286,352
TOTAL ASSETS		**62,368,711**	**47,286,352**
LIABILITIES			
Current liabilities			
Other payables and accrued liabilities	13	956,864	687,395
Borrowings	14	240,949	233,041
		1,197,813	920,436
TOTAL LIABILITIES		1,197,813	920,436
NET ASSETS		61,170,898	46,365,916
EQUITY			
Share capital	15	25,999,591	25,999,591
Contributed surplus		-	-
Accumulated other comprehensive income		19,706,374	10,138,247
Retained earnings		15,464,933	10,228,078
TOTAL EQUITY		61,170,898	46,365,916
TOTAL LIABILITIES AND EQUITY		**62,368,711**	**47,286,352**

General information (Note 1)

Approved and authorised by the Board on April 7, 2026.

Approved on behalf of the Board:

"Abigail Zhang Liying"
Director

"Charlie In Nany Sing"
Director

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

RAFFLES FINANCIAL GROUP LIMITED

CONDENSED INTERIM CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY
FOR THE PERIOD ENDED DECEMBER 31, 2025 AND 2024
(Expressed in Singapore Dollars)

	Number of shares	Share capital S$	Contributed surplus S$	Accumulated other comprehensive income S$	Retained earnings S$	Total equity S$
Balance as at June 30, 2024	50,105,000	25,999,591	945,194	95,991	9,186,946	36,227,722
Change in fair value of FVOCI investments	-	-	-	5,207,867	-	5,207,867
Foreign currency translation	-	-	-	(527,048)	-	(527,048)
Net income for the year	-	-	-	-	(140,275)	(140,275)
Balance as at December 31, 2024	50,105,000	25,999,591	945,194	4,776,810	9,046,671	40,768,266
Balance as at June 30, 2025	**50,105,000**	**25,999,591**	**-**	**10,138,247**	**10,228,078**	**46,365,916**
Change in fair value of FVOCI investments	**-**	**-**	**-**	**9,544,140**	**-**	**9,544,140**
Foreign currency translation	**-**	**-**	**-**	**23,987**	**-**	**23,987**
Net profit for the year	**-**	**-**	**-**	**-**	**5,236,855**	**5,236,855**
Balance as at December 31, 2025	**50,105,000**	**25,999,591**	**-**	**19,706,374**	**15,464,933**	**61,170,898**

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

RAFFLES FINANCIAL GROUP LIMITED

CONDENSED INTERIM CONSOLIDATED STATEMENTS OF CASH FLOWS
FOR THE PERIOD ENDED DECEMBER 31, 2025 AND 2024
(Expressed in Singapore Dollars)

		3-month ended		6-month ended	
	Note	**December 31, 2025 S$**	**December 31, 2024 S$**	**December 31, 2025 S$**	**December 31, 2024 S$**
Operating activities					
Net income before income tax		**4,391,259**	(69,533)	**5,236,855**	(140,276)
Adjustment for:					
- Borrowing costs		**3,953**	3,965	**7,907**	7,929
- Dividend income from equity instruments, at FVOCI	8	**-**	-	**-**	-
- Gains on asset swap		**(5,449,482)**	-	**(5,449,482)**	-
- Foreign exchange (gain)/ loss		**865,722**	-	**(64,572)**	-
Operating cash flow before changes in working capital		**(188,548)**	(65,568)	**(269,292)**	(132,347)
Changes in working capital:					
- Other receivable and prepaid expenses		**724**	794	**1,581**	1,748
- Other payables and accrued liabilities		**198,625**	52,994	**269,469**	90,885
Net cash from/(used in) operating activities		**10,801**	(11,780)	**1,758**	(39,714)
Net cash from investing activity		-	-	-	-
Net cash from financing activity		-	-	-	-
Effect of foreign exchange on cash and cash equivalents		**(11,238)**	8,832	**(1,772)**	39,989
Net (decrease)/increase in cash and cash equivalents		**(437)**	(2,948)	**(14)**	275
Cash and cash equivalents					
At beginning of period		**522**	3,584	**99**	361
At end of period	12	**85**	636	**85**	636

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

1. General information

Raffles Financial Group Limited (the "Company") was incorporated under the Business Corporations Act (British Columbia) on January 6, 2011. The head office of the Company is located at 3 Shenton Way, #11-1H Shenton House, Singapore, 068805. The principal activity of the Company is the provision of corporate finance advisory services.

On April 29, 2020, the Company changed its corporate jurisdiction from British Columbia to the Cayman Islands. The Company's common shares are listed on Canadian Securities Exchange under symbol "RICH". The trading in the Company's common shares was suspended effective from January 6, 2022 by a cease trade order issued by the Ontario and British Columbia Securities Commission.

The principal activities of the subsidiary are disclosed in Note 5 to the consolidated financial statements.

For the purposes of these consolidated financial statements, the "Company" is defined as the consolidated entity.

These consolidated financial statements for the period ended December 31, 2025 and 2024 were authorised for issuance by the Board of Directors on April 7, 2026.

2. Basis of preparation

The consolidated financial statements have been prepared in accordance with IFRS Accounting Standards as issued by the International Accounting Standards Board ("IFRS Accounting Standards").

The consolidated financial statements have been prepared on the historical cost basis except for certain financial instruments that are measured at revalued amounts or fair values, as explained in the material accounting policies below. In addition, the consolidated financial statements have been prepared using the accrual basis of accounting, except for cash flow disclosure.

The consolidated financial statements are measured and presented in the currency of the primary economic environment in which the Company operates (its functional currency). The consolidated financial statements of the Company are presented in Singapore Dollar ("S$"). The functional currency of the parent company is the Canadian Dollar ("C$"), the functional currency of Raffles Fintech Limited and Raffles Financial Limited is the HK$.

New and amended standards

In the current financial year, the Company has adopted all the amendments that are relevant to its operations and effective for the current financial year and adoption of these amendments in the current financial year had no impact on the Company's consolidated financial statements.

(Expressed in Singapore Dollars)

2. Basis of preparation (Continued)

Standards issued but not yet effective

The Company has not early applied the following new and amended standards that have been issued but are not yet effective:

Title	**Effective date (annual periods beginning on or after)**
Lack of Exchangeability (Amendments to IAS 21)	January 1, 2025
Amendments to the Classification and Measurement of Financial Instruments (Amendments to IFRS 9 and IFRS 7)	January 1, 2026
Annual Improvements to IFRS Accounting Standards—Volume 11	January 1, 2026
Contracts Referencing Nature-dependent Electricity (Amendments to IFRS 9 and IFRS 7)	January 1, 2026
IFRS 18 *Presentation and Disclosure in Financial Statements*	January 1, 2027
IFRS 19 *Subsidiaries without Public Accountability: Disclosures*	January 1, 2027
Sale or Contribution of Assets between an Investor and its Associate or Joint Venture (Amendments to IFRS 10 and IAS 28)	Deferred

The Company intends to adopt these new and amended standards, if applicable, when they become effective. Except as described below, the new and amended standards are not expected to have a material impact on the Company’s consolidated financial statements.

IFRS 18 *Presentation and Disclosure in Financial Statements*

IFRS 18 will replace IAS 1 *Presentation of Financial Statements* and applies for annual reporting periods beginning on or after January 1, 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 income, 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 Company is still in the process of assessing the impact of the new standard.

(Expressed in Singapore Dollars)

3. Material accounting policy information

3.1 Basis of consolidation

These consolidated financial statements include the accounts of the Company and its wholly-owned subsidiaries, Raffles Fintech Limited ("RFT") (formerly known as "Oaktree Financial Limited") and Raffles Financial Limited ("RF") (formerly known as "Oaktree International Financial Limited") acquired on August 28, 2024. All significant intercompany accounts and transactions between the Company and its subsidiaries have been eliminated upon consolidation.

Particulars of subsidiaries are set out below:

Name of subsidiary	Country of incorporation/ Principal place of business	Effective equity interest held by the Company (%) December 31, 2025	Effective equity interest held by the Company (%) June 30, 2025	Principal activities
<u>Held directly by the Company</u>				
Raffles Fintech Limited ("RFT") (Formerly known as "Oaktree Financial Limited")	Hong Kong	100	100	Provision of corporate finance advisory services
Raffles Financial Limited ("RF") (Formerly known as "Oaktree International Financial Limited")	Hong Kong	100	100	Provision of corporate finance advisory services

Subsidiaries are entities (including structured entities) (i) over which the Company has power and the Company is (ii) able to use such power to (iii) affect its exposure, or rights, to variable returns from then through its involvement with them.

The Company reassesses whether it controls the subsidiaries if facts and circumstance indicate that there are changes to the one or more of the three elements of control.

When the Company has less than a majority of the voting rights of an investee, it still has power over the investee when the voting rights are sufficient, after considering all relevant facts and circumstances, to give it the practical ability to direct the relevant activities of the investee unilaterally. The Company considers, among others, the extent of its voting rights relative to the size and dispersion of holdings of the other vote holders, currently exercisable substantive potential voting rights held by all parties, rights arising from contractual arrangements and voting patterns at previous shareholders' meetings.

Subsidiaries are consolidated from the date on which control is transferred to the Company up to the effective date on which control ceases, as appropriate.

3. Material accounting policy information (Continued)

3.1 Basis of consolidation (Continued)

Intra-group assets and liabilities, equity, income, expenses and cashflows relating to intragroup transactions are eliminated on consolidation.

The financial statements of the subsidiaries used in the preparation of the amended consolidated financial statements are prepared for the same reporting date as that of the Company. Where necessary, accounting policies of subsidiaries have been changed to ensure consistency with the policies adopted by the Company.

Non-controlling interests are identified separately from the Company's equity therein. On an acquisition-by-acquisition basis, non-controlling interests may be initially measured either at fair value or at their proportionate share of the fair value of the acquiree's identifiable net assets. Subsequent to acquisition, the carrying amount of non-controlling interests is the amount of those interests at initial recognition plus the non-controlling interests' share of subsequent changes in equity. Losses in the subsidiary are attributed to non-controlling interests even if this results in the non-controlling interests having a deficit balance.

An associate is an entity over which the Company has significant influence. Significant influence is the power to participate in the financial and operating policy decisions of the investee, but is not control or joint control over those policies.

The considerations made in determining significant influence or joint control are similar to those necessary to determine control over subsidiaries. The Company's investment in its associate is accounted for using the equity method.

Under the equity method, the investment in an associate is initially recognised at cost. The carrying amount of the investment is adjusted to recognise changes in the Company's share of net assets of the associate since the acquisition date. Goodwill relating to the associate is included in the carrying amount of the investment and is not tested for impairment separately.

The statement of income reflects the Company's share of the results of operations of the associate. Any change in other comprehensive income of those investees is presented as part of the Company's other comprehensive income. In addition, when there has been a change recognised directly in the equity of the associate, the Company recognises its share of any changes, when applicable, in the statement of changes in equity. Unrealised gains and losses resulting from transactions between the Company and the associate are eliminated to the extent of the interest in the associate.

The financial statements of the associate are prepared for the same reporting period as the Company. When necessary, adjustments are made to bring the accounting policies in line with those of the Company.

After application of the equity method, the Company determines whether it is necessary to recognise an impairment loss on its investment in its associate. At each reporting date, the Company determines whether there is objective evidence that the investment in the associate is impaired. If there is such evidence, the Company calculates the amount of impairment as the difference between the recoverable amount of the associate and its carrying value, and then recognises the loss in the statements of income.

3. Material accounting policy information (Continued)

3.1 Basis of consolidation (Continued)

Upon loss of significant influence over the associate, the Company measures and recognises any retained investment at its fair value. Any difference between the carrying amount of the associate upon loss of significant influence or joint control and the fair value of the retained investment and proceeds from disposal is recognised in profit or loss.

3.2 Leases

At the inception of the contract, the Company assesses if the contract contains a lease. A contract 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. Reassessment is only required when the terms and conditions of the contract are changed.

The Company has elected to not recognise right-of-use assets and lease liabilities for short-term leases that have lease terms of 12 months or less and leases of low value leases, except for sublease arrangements. Lease payments relating to these leases are expensed to profit or loss on a straight-line basis over the lease term.

3.3 Cash

Cash consists of unrestricted bank deposits, some of which are interest-bearing.

3.4 Financial instruments

The classification of a financial asset or liability is determined at the time of initial recognition. The Company does not enter into derivative contracts.

(i) Financial assets

A financial asset is recognised when the Company has the contractual right to collect future cash flows. Financial assets are derecognised when the contractual rights to the cash flows from the financial asset expire, or when the financial asset and substantially all the risks and rewards are transferred. Financial assets are recorded at fair value through profit or loss (“FVTPL”), fair value through other comprehensive income (“FVOCI”) or amortised cost.

In order for a financial asset to be classified and measured at amortised cost or fair value through OCI, it needs to give rise to cash flows that are 'solely payments of principal and interest (“SPPI”) on the principal amount outstanding. This assessment is referred to as the SPPI test and is performed at an instrument level. Financial assets with cash flows that are not SPPI are classified and measured at fair value through profit or loss, irrespective of the business model.

The Company's business model for managing financial assets refers to how it manages its financial assets in order to generate cash flows. The business model determines whether cash flows will result from collecting contractual cash flows, selling the financial assets, or both. Financial assets classified and measured at amortised cost are held within a business model with the objective to hold financial assets in order to collect contractual cash flows while financial assets classified and measured at fair value through OCI are held within a business model with the objective of both holding to collect contractual cash flows and selling.

3. Material accounting policy information (Continued)

3.4 Financial instruments (Continued)

Cash is initially recorded at their fair value and carried at amortised cost.

Trade and other receivables are initially recorded at their fair value, less transaction costs and subsequently carried at amortised cost using the effective interest method less impairment losses, if any.

Investments in equity instruments, where the Company cannot exert significant influence and the investments are not held for trading purpose, are classified as FVOCI.

Impairment of financial assets

The Company recognises a loss allowance by applying the expected credit losses ("ECL") model on the Company's financial assets carried at amortised cost. The amount of the impairment is the difference between the asset's carrying amount and the present value of the estimated future cash flows, discounted at the financial asset's original effective interest rate.

Financial assets, other than those at FVTPL and amortised cost, are assessed for indicators of impairment at each reporting period. Financial assets are impaired when there is objective evidence that, as a result of one or more events that occurred after the initial recognition of the financial asset, the estimated future cash flows of the financial assets have been impacted.

De-recognition of financial assets

A financial asset is derecognised when the contractual right to the asset's cash flows expires or the Company transfers the financial asset and substantially all risks and rewards of ownership to another entity.

(ii) Financial liabilities

The Company classifies its financial liabilities in the following category:

Amortised cost

A financial liability is recognised when the Company has the contractual obligation to pay future cash flows. Financial liabilities such as accounts payable and accrued liabilities are recognised at amortised cost using the effective interest rate method.

Accounts payable and accrued liabilities are initially recognised at fair value, and subsequently carried at amortised cost using the effective interest method.

De-recognition of financial liabilities

Financial liabilities are derecognised when its contractual obligations are discharged or cancelled, or expire. The Company 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.

3. Material accounting policy information (Continued)

3.4 Financial instruments (Continued)

(iii) Offsetting financial instruments

Financial assets and liabilities are offset and the net amount reported in the consolidated statement of financial position when there is a legally enforceable right to offset and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously.

3.5 Income taxes

Current income tax for current period is recognised at the amount expected to be paid to or recovered from the tax authorities, using the tax rates and tax laws that have been enacted or substantively enacted by the reporting date.

Deferred income tax is recognised for all temporary differences between the tax bases of assets and liabilities and their carrying amounts in the financial statements.

A deferred tax liability is recognised for all taxable temporary differences, except to the extent the deferred tax liability arises from the initial recognition of goodwill; or the initial recognition of an asset or liability in a transaction which is not a business combination; and at the time of the transaction, affects neither accounting profit nor taxable profit or tax loss.

A deferred income tax asset is recognised to the extent that it is probable that future taxable profit will be available against which the deductible temporary differences and tax losses can be utilised.

Deferred income tax is measured:

(i) at the tax rates that are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled, based on tax rates and tax laws that have been enacted or substantively enacted by the reporting date; and

(ii) based on the tax consequence that will follow from the manner in which the Company expects, at the reporting date, to recover or settle the carrying amounts of its assets and liabilities.

Current and deferred income tax shall be recognised as income or an expense and included in profit or loss, except to the extent that the tax arises from a transaction or event which is recognised in the same or a different period, outside profit or loss, either in other comprehensive income or directly in equity; or a business combination.

3. Material accounting policy information (Continued)

3.6 Currency translation

(i) Functional and presentation currency

The consolidated financial statements are measured and presented in the currency of the primary economic environment in which the Company operates (its functional currency). The consolidated financial statements of the Company are presented in Singapore Dollar (“S$”). The functional currency of the parent company is the Canadian Dollar (“C$”), the functional currency of Raffles Fintech Limited and Raffles Financial Limited is the HK$.

(ii) Transactions and balances

Transactions in a currency other than the functional currency (“foreign currency”) are translated into the functional currency using the exchange rates at the dates of the transactions. Currency exchange differences resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at the closing rates at the reporting date are recognised in profit or loss.

(iii) Foreign operations

On consolidation, the assets and liabilities of foreign operations are translated into Singapore dollars at the exchange rate prevailing at the reporting period end and their income statements are translated at exchange rates prevailing at the dates of the transactions. The exchange differences arising on the translation are recognised in other comprehensive income and accumulated in the foreign currency translation reserve in equity. On disposal of a foreign operation, the component of other comprehensive income relating to that particular foreign operation is recognised in earnings and recognised as part of the gain or loss on disposal.

3. Material accounting policy information (Continued)

3.7 Share capital

Common shares are classified as equity. Incremental costs directly attributable to the issuance of new common shares are deducted against the share capital amount.

3.8 Earnings per share

Basic earnings or loss per share is calculated using the weighted average number of common shares outstanding during the year. Diluted earnings or loss per share is calculated by adjusting the earnings or loss attributable to equity shareholders and the weighted average of common shares outstanding for the effects of all potentially dilutive instruments. The calculation of diluted earnings per share assumes that the proceeds to be received on the exercise of dilutive share options and warrants are used to repurchase common shares at the average market price during the year. In years where a loss is reported, diluted loss per share is the same as basic loss per share because the effects of potentially dilutive common shares would be anti-dilutive.

3.9 Share-based payments

The Company uses the fair value based method for measuring compensation costs. The Company grants stock options to buy common shares of the Company to directors, officers, employees and consultants. An individual is classified as an employee when the individual is an employee for legal or tax purposes, or provides services similar to those performed by an employee.

The fair value of equity settled share-based compensation issued to employees is measured on the date of grant, using the Black-Scholes option pricing model and is recognised over the vesting period. Consideration paid for the shares on the exercise of stock options is credited to share capital.

In situations where equity settled share-based compensation are issued to non-employees and some or all of the goods or services received by the entity as consideration cannot be specifically identified, they are measured at the fair value of the share-based payment. Otherwise, share-based compensation is measured at the fair value of the goods or services received.

3.10 Dividends to Company's shareholders

Equity dividends are recognised as a liability when they become legally payable. Interim dividends are recorded in the financial year in which they are declared payable. Final dividends are recorded in the financial year in which dividends are approved by shareholders. A corresponding amount is recognised in equity.

(Expressed in Singapore Dollars)

4. Critical accounting judgments and estimates

The preparation of consolidated financial statements in conformity with IFRS Accounting Standards requires management to make estimates and assumptions that affect the reported amount of assets and liabilities at the date of the consolidated financial statements and the reported amount of expenses during the period. Significant areas requiring the use of management's judgment and estimates relate to the determination of income taxes and inputs used in accounting for share-based compensation. Actual results may differ from these estimates. By their nature, these estimates are subject to measurement uncertainty and the effect on the consolidated financial statements of changes in such estimates in future periods could be significant.

Estimates

Income taxes - Tax interpretations, regulations and legislation are subject to change and as such, income taxes are subject to measurement uncertainty.

5. Acquisitions of subsidiaries

The Company had the following subsidiaries corporations as at December 31, 2025 and June 30, 2025:

Name of company	Principal activities	Country of business/ incorporation	Proportion of ordinary shares directly held by the Company	
			As at December 31, 2025 %	**As at June 30, 2025 %**
Raffles Fintech Limited (Formerly known as "Oaktree Financial Limited") (a)	Provision of corporate finance advisory services	Hong Kong	**100**	100
Raffles Financial Limited (Formerly known as "Oaktree International Financial Limited") (b)	Provision of corporate finance advisory services	Hong Kong	**100**	100

6. Revenue

The Company did not derive any revenue from the rendering of services during the financial period ended December 31, 2025 and 2024.

(Expressed in Singapore Dollars)

7. Administrative expenses by nature

	3-months ended 31 December 2025 S$	3-months ended 31 December 2024 S$	6-months ended 31 December 2025 S$	6-months ended 31 December 2024 S$
Audit fee				
- current year	**-**	-	**-**	-
- prior years	**-**	-	**-**	-
Contract for services	**14,995**	-	**29,765**	-
Director fees	**55,771**	57,126	**111,687**	115,140
Office expenses	**1,176**	1,159	**2,223**	2,529
Professional fee	**3,820**	-	**3,820**	-
Transfer agent and regulator fees	**112,788**	7,282	**119,915**	14,677
Other expenses	**(2)**	-	**1,882**	-
Total administrative expenses	**188,548**	65,567	**269,292**	132,346

8. Other income

	3-months ended 31 December 2025 S$	3-months ended 31 December 2024 S$	6-months ended 31 December 2025 S$	6-months ended 31 December 2024 S$
Gain on Asset Swap	**5,449,482**	-	**5,449,482**	-
Total other income	**5,449,482**	-	**5,449,482**	-

the Company entered into a definitive Asset Swap Agreement (the “Agreement”) on December 31, 2025 with an owner of the Stockbroker Firm. Pursuant to the Agreement, the Company swapped its entire holding of the Listed Securities, which had a fair value of approximately S$56.8 million as at the date of the Agreement, for physical assets comprising mesenchymal stromal cell (“MSC”) inventory valued at approximately S$62.2 million (the “Asset Swap”).

The Asset Swap resulted in a net gain of S$5,449,482, representing the difference between the fair value of the MSC inventory received and the fair value of the Listed Securities at the date of the Agreement.

(Expressed in Singapore Dollars)

9. Income tax

The Cayman Islands and Singapore components of income before income taxes and provision for income taxes were as follows:

	3-months ended 31 December 2025	3-months ended 31 December 2024	6-months ended 31 December 2025	6-months ended 31 December 2024
	S$	S$	S$	S$
Income before income taxes				
Cayman Islands	**4,391,259**	(69,532)	**5,236,855**	(140,275)

The following table reconciles the expected income taxes expense at the statutory income tax rates to the amounts recognised in the consolidated statements of income and comprehensive income for the period ended December 31, 2025 and 2024:

	3-months ended 31 December 2025	3-months ended 31 December 2024	6-months ended 31 December 2025	6-months ended 31 December 2024
	S$	S$	S$	S$
Net income before tax	**4,391,259**	(69,532)	**5,236,855**	(140,275)
Statutory tax rate	**0.00%**	0.00%	**0.00%**	0.00%
Expected income tax	**4,391,259**	(69,532)	**5,236,855**	(140,275)
Difference in foreign jurisdiction tax rates	**-**	-	**-**	-
Income not subject to tax	**-**	-	**-**	-
Total tax expense	**-**	-	**-**	-

The Company’s jurisdiction is the Cayman Islands, where the statutory tax rate is 0%.

(Expressed in Singapore Dollars)

10. Financial assets, at fair value through other comprehensive income ("FVOCI")

	As at December 31, 2025 S$	As at June 30, 2024 S$
Investment in equity designated at FVOCI		
Listed securities:		
Tencent Holdings Limited ("THL")	-	47,283,937

On December 31, 2025, the fair value of the investment in listed securities (the "Listed Securities") increased by S$21,504,467 (2024: S$5,207,867), which was recognised in other comprehensive income and accumulated in the FVOCI reserve within equity.

On the same date, the Company entered into a definitive Agreement with an owner of the Stockbroker Firm. Pursuant to the Agreement, the Company swapped its entire holding of the Listed Securities, which had a fair value of approximately S$56.8 million as at the date of the Agreement, for physical assets comprising mesenchymal stromal cell ("MSC") inventory valued at S$62,367,891. Therefore, as of the financial period ended December 31, 2025, the closing balance of the investment in Listed Securities was nil (as of December 31, 2025: S$47,283,937), and the closing balance of inventory was S$62,367,891 (as of December 31, 2025: Nil).

11. Other receivable and prepaid expenses

	As at December 31, 2025 S$	As at June 30, 2024 S$
Other receivable		
- Non related party	**-**	94
Prepaid expenses	**735**	2,222
	735	2,316

(Expressed in Singapore Dollars)

12. Cash and cash equivalents

	As at December 31, 2025 S$	As at June 30, 2024 S$
Bank balances	**85**	99
Cash and cash equivalents in the consolidated statements of financial position and cash flows	**85**	99

The currency profile of the Company's cash and cash equivalents is as follows:

	As at December 31, 2025 S$	As at June 30, 2024 S$
Canadian Dollar	**85**	99
	85	99

13. Other payables and accrued liabilities

	As at December 31, 2025 S$	As at June 30, 2024 S$
Accrued liabilities	**241,816**	295,013
Amount due to Directors	**715,048**	392,382
	956,864	687,395

Amounts due to Directors are unsecured, interest-free and repayable on demand.

(Expressed in Singapore Dollars)

14. Borrowings

	As at December 31, 2025 S$	As at June 30, 2024 S$
Short-term borrowings – Non related party	**240,949**	233,041

On January 1, 2023, the Company's former wholly owned subsidiary, AOF, entered into a convertible bond agreement with an independent third party (the "Lender"). Under the agreement, the Lender agreed to provide AOF with an unsecured, interest-bearing loan facility of up to C$2,000,000, with each drawdown carrying a one-year maturity term and an interest rate of 8% per annum.

On December 1, 2023, AOF, the Lender, and the Company entered into an assignment agreement (the "Assignment"), pursuant to which all parties agreed to transfer all rights, obligations, and outstanding drawdowns under the original convertible bond agreement from AOF to the Company within 30 days from the signing date. As a result, the Company became the new borrower, assuming AOF's position under the loan agreement. As of the date of the Assignment, the principal amount of the loan drawn and transferred was S$198,238.

During the year ended June 30, 2024, the Company and the Lender agreed to extend the maturity of the loan to June 30, 2025. Subsequently, the maturity date of the loan has been further extended to June 30, 2025. The extended loan remains unsecured and carries an interest rate of 8% per annum.

In accordance with the terms of the convertible bond agreement, the Lender has the right to convert all or part of the outstanding loan balance into new ordinary shares of the Company at an exercise price of C$2.60 per share, at any time during the term of the loan. However, the total number of shares to be issued upon conversion shall not exceed 30% of the Company's enlarged share capital. The conversion right is subject to the approval of the Company's shareholders and the relevant Canadian regulatory authorities.

As of December 31, 2025, the required approvals had not been obtained. Accordingly, no equity component has been recognised for the conversion feature of the loan as of that date.

(Expressed in Singapore Dollars)

15. Share capital

	Number of common shares	S$
Balance at December 31, 2025 and June 30, 2025	50,105,000	25,999,591

The authorised share capital of the Company is 5,000,000,000 common shares without par value.

Stock options

The Company has a stock option plan under which it can grant options to directors, officers, employees, and consultants for up to 10% of the issued and outstanding common shares. The exercise price of each option is based on the market price of the Company's stock at the date of grant. The options can be granted for a term of ten years and vest as determined by the board of directors.

On May 11, 2020, the Company issued 300,000 stock options with an exercise price of C$5.00 per share, at a fair value of C$1,019,754. These stock options are subject to vesting provisions such that 25% of the options vest three months from the date of grant, 25% of the stock options vest six months from the date of grant, 25% of the stock options vest nine months from the date of grant and 25% of the stock options vest twelve months from the date of grant. The fair value per option was C$3.40. The fair value of the options is estimated using the Black-Scholes option pricing model assuming a life expectancy of 5 years, a risk-free rate of 0.38%, a forfeiture rate of 0%, and volatility of 100%.

These stock options expired during the last financial year on May 11, 2025.

During the period ended December 31, 2025 and June 30, 2025, the Company recorded no share-based compensation in relation to these stock options.

	Number of options	Exercise price C$	Expiry date
Balance outstanding and exercisable at June 30, 2024	275,000	5.00	May 11, 2025
Expired stock options	(275,000)	(5.00)	
Balance outstanding and exercisable at June 30, 2025 and December 31, 2025	-	-	

(Expressed in Singapore Dollars)

16. Related party transactions

In addition to the information disclosed elsewhere in the consolidated financial statements, the following transactions took place between the Company and related party at terms agreed between the parties.

Related party refers to the Company which is controlled by the Company's directors and their close family members.

Key management personnel compensation

Transaction entered into between the related parties and the Company	3-months ended 31 December 2025	3-months ended 31 December 2024	6-months ended 31 December 2025	6-months ended 31 December 2024
	S$	S$	S$	S$
Total tax expense	**55,771**	57,126	**111,687**	115,140

These transactions are in the normal course of operations and have been valued in these consolidated financial statements at the fair value, which is the amount of consideration established and agreed to by the related parties.

17. Segmental information

	China	Hong Kong	Canada	Total
	S$	S$	S$	S$
As at December 31, 2025				
Cash	**-**	**-**	**85**	**85**
Current assets and total assets	**62,367,891**	**-**	**735**	**62,368,626**
As at June 30, 2025				
Cash	-	-	99	99
Current assets and total assets	-	47,283,937	2,415	47,286,352

Segment assets

Segment assets has been based on the geographic location of the assets.

Segment liabilities

Segment liabilities information is not included in the internal management reports. Hence, no disclosures are made on segment liabilities.

(Expressed in Singapore Dollars)

18. Financial instruments and financial risk management

Classification of financial instruments:

	As at December 31, 2025 S$	**As at June 30, 2025 S$**
Financial assets		
Inventory	62,367,891	-
Financial assets, at FVOCI	-	47,283,937
Other receivable	-	94
Cash and cash equivalents	85	99
	62,368,626	47,284,130
Financial liabilities		
Other payables and accrued liabilities	956,684	687,395
Borrowings	240,949	233,041
	1,197,813	920,436

Financial risks factors

The Company's activities expose it to credit risk, liquidity risk, currency risk, equity price risk and capital risk. The Company's overall risk management strategy seeks to minimise adverse effects from the unpredictability of financial markets on the Company's financial performance.

The Board of Directors are responsible for setting the objectives and underlying principles of financial risk management for the Company. This includes establishing detailed policies such as risk identification, measurement and exposure limits.

(a) Credit risk

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the Company. The major classes of financial assets of the Company are bank deposits and trade and other receivables. For trade receivables, the Company adopts the policy of dealing only with customers of appropriate credit history to mitigate credit risk. For other financial assets, the Company adopts the policy of dealing only with high credit quality counterparties.

Cash are placed with banks and financial institutions with high credit-ratings assigned by international credit rating agencies. Trade receivables are substantially companies with a good collection track record.

As the Company does not hold any collateral, the maximum exposure to credit risk for each class of financial instruments is the carrying amount of that class of financial instruments present on the statement of financial position.

The Company has applied the simplified approach to measure the lifetime expected credit losses for trade receivables. In measuring the expected credit losses, receivables are grouped based on shared credit risk characteristics and days past due. In calculating the expected credit loss rates, the Company has considered the customers' available credit history and forward-looking macroeconomic factors affecting the ability of the customers to settle the receivables.

(Expressed in Singapore Dollars)

18. Financial risk management (Continued)

Financial risks factors (Continued)

(a) Credit risk (Continued)

The Company performs ongoing reviews on the collectability of its trade receivables in order to mitigate any potential credit losses. The definition of trade receivables that are past due is determined by reference to terms agreed upon with individual customers. No trade receivables have been challenged by the respective customers and the Company continues to conduct business with them on an ongoing basis.

Trade receivables are written off when there is no reasonable expectation of recovery, such as counterparty failing to engage in a repayment plan with the Company. Where receivables have been written off, the Company continues to attempt to recover the receivables due. Where recoveries are made, these are recognised in profit or loss.

Based on management assessment, cash and receivables as at December 31, 2025 are not subject to any material credit losses.

(b) Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset.

The Company manages liquidity risk by maintaining sufficient cash to enable it to meet its operating commitments. As at December 31, 2025, all the financial liabilities of the Company are due within 12 months. Balance due within 12 months equal their carrying amounts as the impact of discounting is not significant.

(c) Currency risk

The functional currency is C$ for the Company and HK$ for RFT and RF. The Company also holds MCS inventory for trade in the Peoples' Republic of China which is valued in Renminbi. The Company is exposed to currency risk primarily through its cash balances and inventory, which are denominated in foreign currencies. The Company does not hedge its exposure to fluctuations in the related foreign exchange rates. The Company's exposure to currency risk related to these assets is currently considered significant.

Foreign currency risk sensitivity analysis

	Base Value	**Strengthening (+5%)**	**Weakening (-5%)**	**Impact (+5%)**	**Impact (-5%)**
	S$	**S$**	**S$**	**S$**	**S$**
Renminbi	62,367,891	65,486,286	59,249,496	3,118,395	(3,118,395)

As at December 31, 2025, the Company held inventory valued in Renminbi totalling S$62,367,891. A 5% strengthening or weakening of the Renminbi against the respective foreign currencies would have resulted in a decrease or increase in the value of these balances by approximately S$3,118,395. This analysis assumes that all other variables remain constant.

18. Financial risk management (Continued)

<u>Financial risks factors (Continued)</u>

(d) Equity price risk

The Company is exposed to equity price risk arising from its investments in quoted equity instruments which are classified as financial assets at FVOCI. The Company has a concentration of equity price risk due to one investment worth the whole amount of its portfolio.

Equity price risk arises from fluctuations in the market prices of these shares due to market volatility, changes in investor sentiment, and specific performance of the investee companies. The risk is managed through regular monitoring of the investment portfolio, diversification where applicable, and adherence to established investment policies.

At the reporting date, if the market prices of the quoted equity investments had increased or decreased by 10%, with all other variables held constant, the Company's other comprehensive income would have increased or decreased by nil (June 30, 2025: 4,728,394), mainly as a result of changes in the fair value of quoted equity investments.

(e) Capital risk

The Company's objectives when managing capital are to safeguard the Company's ability to continue as a going concern and to maintain an optimal capital structure so as to maximise shareholder value. In order to maintain or achieve an optimal capital structure, the Company may adjust the amount of dividend payment, return capital to shareholders, issue new shares.

The Company is not subject to any externally imposed capital requirements.

(f) Fair value measurements

Fair value measurements use a fair value hierarchy that reflects the significance of the inputs used in making the measurements. The level in the hierarchy within which the fair value measurement is categorised is determined on the basis of the lowest level input that is significant to the fair value measurement in its entirety.

The fair value hierarchy has the following levels:

- Quoted prices (unadjusted) in active markets for identical assets or liabilities (Level 1).
- Inputs other than quoted prices included within Level 1 that are observable for the asset or liability either directly (that is, as prices) or indirectly (that is, derived from prices) (Level 2).
- Inputs for the asset or liability that are not based on observable market data (that is, unobservable inputs) (Level 3).

The fair values of current financial assets and liabilities other than the investment approximate their carrying amounts due to the short term nature.

18. Financial risk management (Continued)

Financial risks factors (Continued)

(f) Fair value measurements (Continued)

The equity investments at FVOCI include shares in publicly traded companies listed on a stock exchange. The fair value of equity investments at FVOCI is determined based on a market approach reflecting the closing price of each particular security at the consolidated financial position date. The closing price is a quoted market price obtained from the exchange that is the principal active market for the particular security, and therefore equity investments at FVOCI are classified within Level 1 of the fair value hierarchy.

19. Significant events

(a) On November 1, 2021, the Company announced that it would miss its filing deadline of October 28, 2021 (the "Filing Deadline"), to file its audited annual financial statements and accompanying management's discussion and analysis and related Chief Executive Officer and Chief Financial Officer certifications for the year ended June 30, 2021 (collectively, the "Annual Filings"). As a result of not filing the Annual Filings by the Filing Deadline, the Company became subject to a cease trade order (the "CTO") issued by the British Columbia Securities Commission (the "BCSC") and the Ontario Securities Commission (the "OSC") that will prohibit the trading in all securities of the Company by securityholders of the Company and will remain in effect until revoked by the BCSC and OSC.