Sustaining Growth, Creating Value

SATS LTD. Annual Report FY2025

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Sustaining Growth, Creating Value

SATS' flightpath to growth and value empowers us to connect the world together through trade, travel, and taste. Powered by our commitment to service excellence and innovation, we aspire to build an unrivalled global network.

Powering Trade • Travel • Taste

SATS Story

WHO WE ARE

We are one of the world's largest providers of air cargo handling services and Asia's leading airline caterer with approximately 55,000 employees, sustaining growth and creating value in over 225 locations and 27 countries across the world. These cover trade routes responsible for more than 50% of global air cargo volume.

APPROXIMATELY	OVER	ACROSS
55,000	**225**	**27**
Employees	Locations	Countries

OUR PEOPLE VALUES

SATS is a Singapore-headquartered multinational company with a workforce spanning the Asia-Pacific, Americas, Europe, Middle East, and Africa. We are on a multi-year journey to build and sustain a global organisational culture, anchored on our People Values.

For more details on how our People Values are embedded within the company

See "Corporate Governance Report" pages 70-116

01	Safety	The safety and well-being of our team members, customers, and stakeholders are paramount. We prioritise a culture of safety, adhering to rigorous protocols and best practices to ensure a secure environment for all.
02	Customer Focus	Our customers are at the heart of everything we do. We are committed to understanding their needs, exceeding their expectations, and delivering exceptional experiences that build lasting partnerships.
03	Respect	We value diversity, inclusion, and mutual respect. We treat everyone with dignity and empathy, fostering an environment where all individuals feel valued, heard, and empowered to succeed.
04	Excellence	We strive for excellence in all that we do. From the services we provide to the relationships we cultivate, we pursue the highest standards of quality, innovation, and continuous improvement. A spirit of excellence inspires and motivates us to continuously improve, bringing the best out of everyone.
05	Teamwork	Collaboration is the cornerstone of our success. We recognise the collective strength of our team and embrace a spirit of collaboration, communication, and support to achieve our common goals.

OUR STAKEHOLDERS

Customers	Communities	Our People & Unions
Investors	Partners	Regulators

For more detailed discussions around our context and stakeholders

See "Corporate Governance Report" pages 70-116

See "Sustainability" pages 52-57

OUR PURPOSE

Powering a connected world of trade, travel, and taste.

OUR VISION

The world's leading aviation solutions provider, powered by our service excellence, agile innovation, and global network.

SATS Business Strategy

STEPS IN OUR JOURNEY

In partnership with Kuehne+Nagel, we launched a pilot program at Frankfurt Airport to streamline cargo handling and import clearance processes. Through this, cargo is delivered directly to warehouses, eliminating truck wait times and reducing clearance times.

Our strategic partnership with Mitsui combines Mitsui's extensive retail and distribution network with SATS' operational capabilities to drive innovation, expand market presence, and unlock new business opportunities.

In January 2025, Air India awarded 11 renewals and 14 new contracts to SATS and WFS after a global tender process, in a vote of confidence in our network and world-class service delivery.

HSSE
Home Safe & Secure Everyday.

In April 2025, we began the rollout of PULSE in Singapore and Asia Pacific. PULSE is a unified reporting system that enhances safety, standardises reporting, and supports proactive risk management across the Group, and is already operational across the Americas and EMEAA.

We have continued to invest in footprint growth globally, through the opening of new terminals in existing stations such as JFK, and acquisition of additional cargo handling facilities at AMS.

We will invest more than $250M to upgrade infrastructure at our Singapore Hub (SG Hub). This includes renewal and expansion of our ground support equipment (GSE) fleet, as well as upgrades to our airfreight terminals to increase handling throughput.

We continue to develop our core Fresh Frozen Meals assets such as in SATS Food Solutions Thailand (SFST), where expansion is underway to increase capacity to 108,000 meals per day by end of 2025.

KEY PILLARS	GOALS	
01 Global Leadership in Air Cargo Handling	Support Growth of Customers Across Our Network	• We remain committed to supporting the needs of our global customers. By refining our operating model, we will offer a streamlined approach for our clients to engage with our services across the SATS network. • Our strong track record will be reinforced through implementation of standardised processes and metrics so that customers can have a consistent, quality experience globally.
	Service & Product Innovation	• We are co-developing tailored services across various verticals – from freight forwarding to time-critical and multi-modal logistics – to address evolving customer needs and strengthen key partnerships within the air cargo community.
	Footprint Expansion	• We aim to broaden and deepen our presence in new and existing markets to support our growth as a market leader in air cargo handling, and to continually improve our network offering for our airline customers.
02 Flagship Hub and Innovation Lighthouse	Expand Hub Handling Capacity and Capability	• We continue to leverage our scale and expertise to reinforce Changi Airport's position as a key hub. As our flagship hub, Singapore will be a testbed for new solutions to deliver best-in-class hub handling efficiency and service quality.
03 Leading Provider of Aviation Food solutions in APAC and Middle East	Expand and Scale Aviation Catering Presence	• We will grow our aviation catering business across the Asia-Pacific and Middle East, through targeted expansion and utilisation of Fresh Frozen Meals (FFM), to capture aviation meal volume growth in the region. We will leverage our global culinary offerings, class-leading production capabilities, and logistics expertise to scale and expand our reach.
	Resilience through Synergistic Non-Aviation Catering	• As a market leader in institutional catering in Singapore, we continue to deepen capabilities and optimise operations to support our clients. Globally, we will leverage strategic partnerships to drive increased utilisation in our production network in synergistic non-aviation product categories.

KEY ENABLERS

Market-leading Commercial and Operational Capabilities

We are empowering our global commercial teams with data-driven insights, and will continue to focus on optimising operations for cost-efficiency, speed, and reliability to deliver differentiated value.

Advanced Technology Leveraging Intelligent and Autonomous Solutions

We are continually innovating, testing the use of artificial intelligence, robotics, and autonomous solutions to enhance productivity. We are also developing applications to further optimise operational workflows and processes to be deployed across our network.

Key Business Metrics

For more detailed information, please refer to page 62

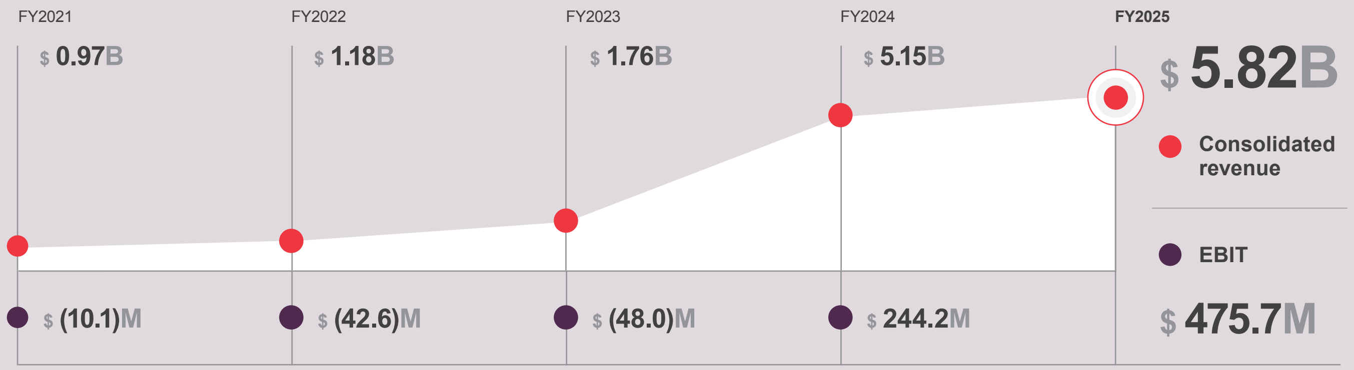
Revenue	EBITDA[1]	SoAJV[2]	PATMI[3]
$ 5,821.1M	$ 1,036.2M	$ 114.3M	$ 243.8M
FY2024 $ 5,149.6M	FY2024 $ 780.6M	FY2024 $ 110.0M	FY2024 $ 56.4M

Operating statistics[4]

CARGO/MAIL PROCESSED	GROSS MEALS PRODUCED	FLIGHTS HANDLED	SHIP CALLS HANDLED
9.0M (tonnes)	107.5M	634.6K	261
FY2024 7.8M	FY2024 96.3M	FY2024 599.6K	FY2024 309

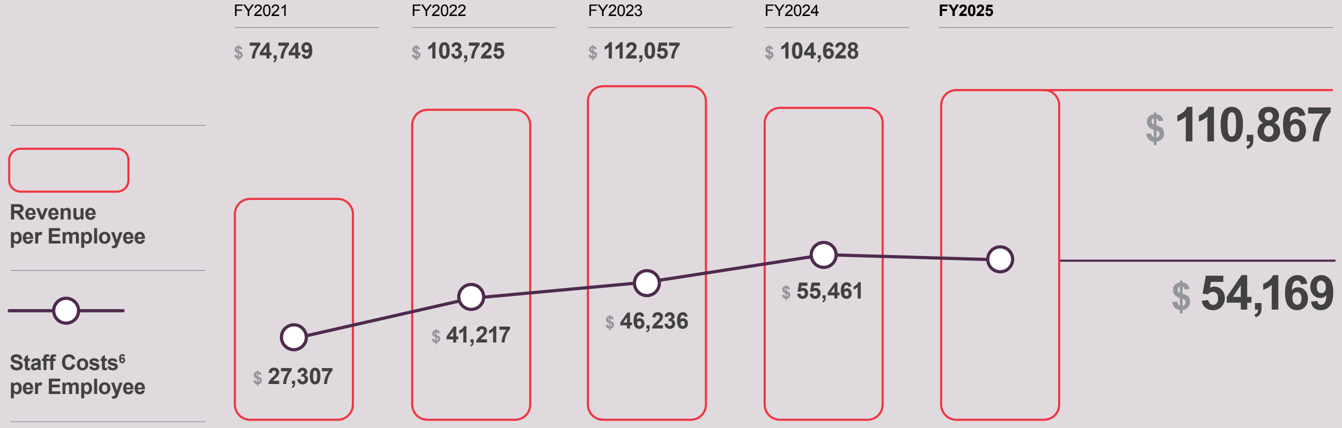
Gross debt/ EBITDA(+SoAJV)	Net debt/ EBITDA(+SoAJV)	Return on equity
3.7times	3.1times	9.8%
FY2024 4.6 times	FY2024 3.9 times	FY2024 2.4%

Consolidated revenue/EBIT[5]

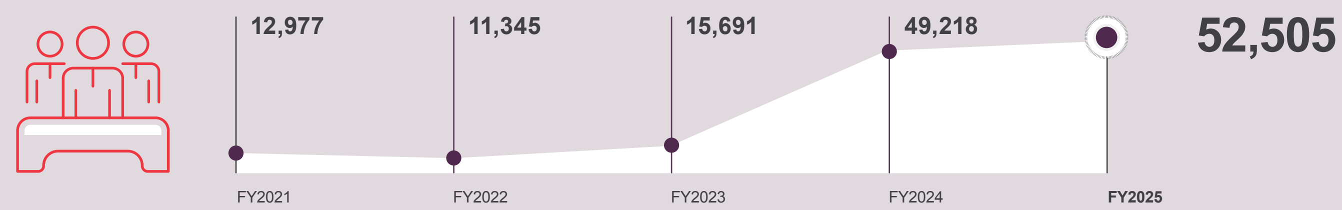


1 EBITDA refers to earnings before interest, tax, depreciation and amortisation.
2 SoAJV refers to shares of results of associates/joint ventures, net of tax.
3 PATMI refers to profit attributable to the owners of the company.
4 Operating statistics cover SATS and its subsidiaries, but does not include associates/joint ventures.
5 EBIT refers to earnings before interest and tax.

Staff costs per employee & revenue per employee



Average number of employees



Earnings per share (Basic)

16.4¢

FY2021	FY2022	FY2023	FY2024
(6.7)¢	1.8¢	(2.2)¢	3.8¢

Dividend per share

5.0¢

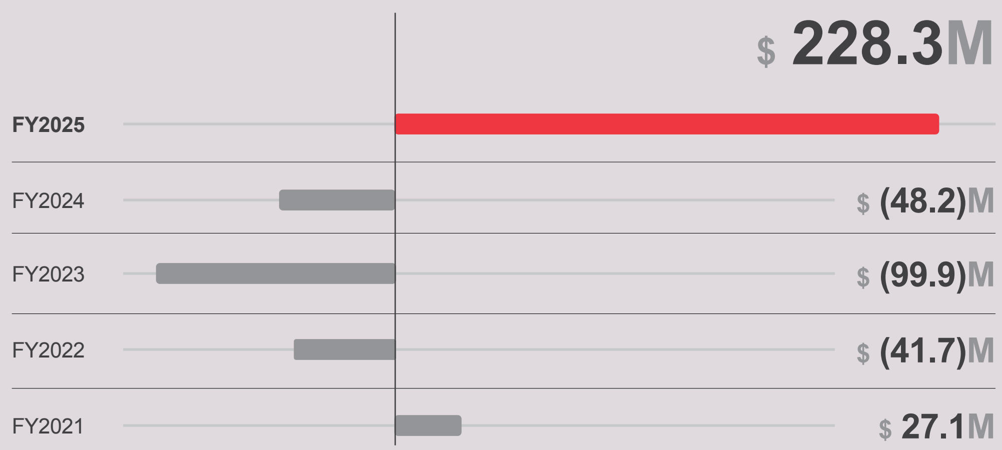
FY2021	FY2022	FY2023	FY2024
NIL	NIL	NIL	1.5¢

Net asset value per share

174.1¢

FY2021	FY2022	FY2023	FY2024
138.1¢	142.8¢	156.9¢	159.3¢

Free cash flow after payment of lease liabilities



Debt-equity ratio

1.53 times

FY2024 1.60 times

FY2023 0.59 times

FY2022 0.46 times

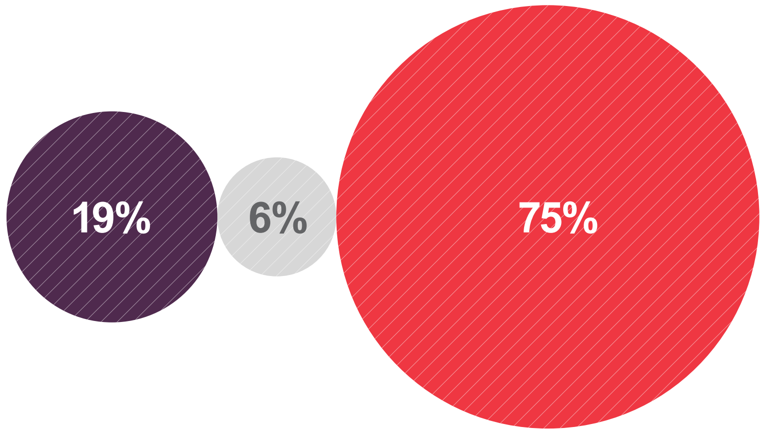
FY2021 0.51 times

6 Staff costs exclude cost of contract labour.

Key Sustainability Metrics

ENVIRONMENT

SATS GROUP FY2025 SCOPE 1, 2 AND 3 EMISSIONS



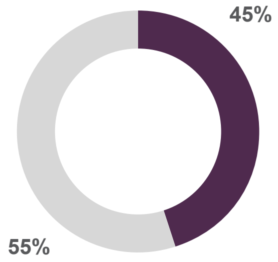
	tCO_2e
Scope 1	240,351
Scope 2	75,914
Scope 3	971,620

FY2025 TOTAL EMISSIONS

1,287,885 tCO_2e

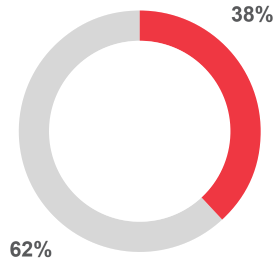
FY2025 SCOPE 1 AND 2 EMISSIONS

SINGAPORE VS OVERSEAS



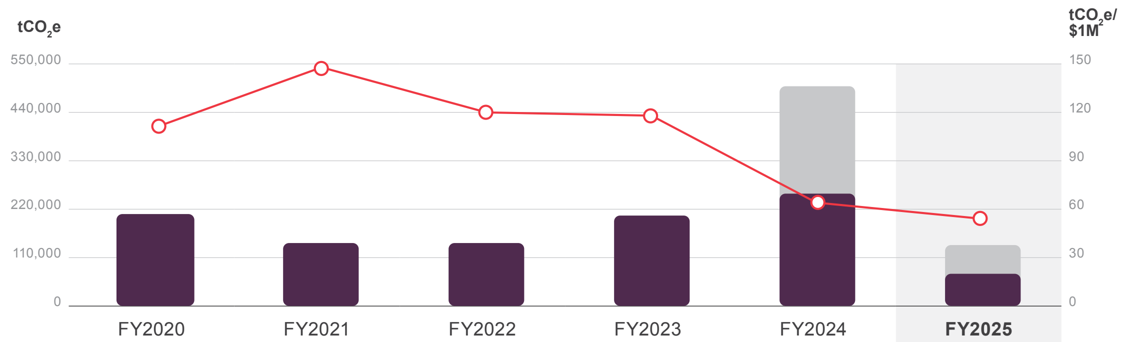
	tCO_2e
Singapore	143,090
Overseas	173,175
Total Group	316,265

GATEWAY VS FOOD



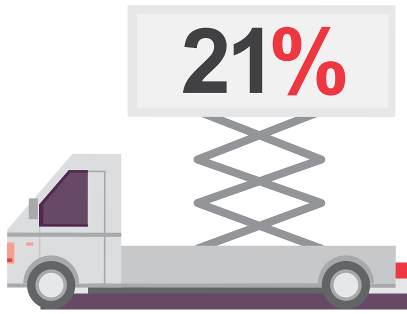
	tCO_2e
Gateway	120,679
Food	195,586
Total Group	316,265

EVOLUTION SINCE 2020 (ABSOLUTE AND INTENSITY)

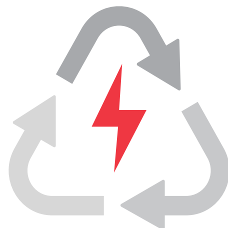


	FY2020	FY2021	FY2022	FY2023	FY2024	**FY2025**
Carbon intensity	111	148	120	118	64	**54**
Heritage SATS	216,201	143,375	141,722	208,246	257,765	**248,443**
Heritage WFS	–	–	–	–	72,135	**67,822**

Please refer to SATS Sustainability Report FY2025 for more information on our initiatives and progress and to SATS ESG DataBook FY2025 for all metrics.



LOW-EMISSION VEHICLE (LEV)

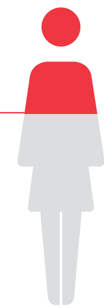


RENEWABLE ENERGY

27%

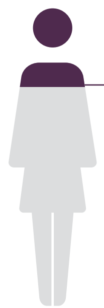
SOCIAL

GENDER DIVERSITY



Women in Board

36%



Women in Senior Positions

26%

88% GLOBAL EMPLOYEE ENGAGEMENT SCORE

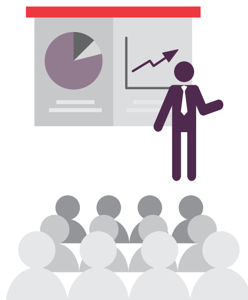
GOVERNANCE

36%

ESG ASSESSED STRATEGIC SUPPLIERS

85%

EMPLOYEES WHO COMPLETED ABAC TRAINING



Bengaluru, India

Kempegowda International Airport
A palette of specialised cargo undergoing an X-ray as part of the security screening process.

Powering the Winds of Trade

Leveraging our extensive network and cargo handling capability, we support global supply chains by enabling the fast, secure movement of high-value, time-sensitive goods to drive efficient, reliable trade across the world.

New York, United States

John F. Kennedy International Airport
A WFS service staff assists a passenger at JFK International Airport which handled 145.9 million passengers in 2024.

Elevating the Travel Experience

By integrating real-time data from multiple sources to orchestrate complex ground handling operations, we optimise efficiency and enhance coordination across the travel journey.

Hamburg, Germany

World Travel Catering & Onboard Services Expo 2025
An Executive Chef showcases SATS' latest aviation culinary offerings.

Fuelling the World with Culinary Excellence

We will scale our culinary innovations and optimise capacity in our network of production facilities to bring high-quality, nutritious, authentic-tasting, globally popular Asian food in different formats to key markets.

Chairman and PCEO Statement

from left to right

IRVING TAN
Chairman

KERRY MOK
President &
Chief Executive Officer

DEAR SHAREHOLDERS,

Global trade over the past year has been defined by rising geopolitical tensions and policy uncertainty. Events such as the crisis in the Red Sea and shifting global tariff policies from the United States have sparked industry-wide concerns and supply chain uncertainties. Despite these challenges, the SATS Group has continued to focus on executing our strategy, growing steadily through contract renewals and new commercial wins.

YEAR-ON-YEAR GROWTH

CARGO HANDLED

+15.1%

AVIATION MEALS SERVED

+21.1%

from FY2024

Chairman and PCEO Statement

In FY2025, SATS recorded growth across our cargo, ground handling and food solutions businesses. According to the International Air Transport Association (IATA), global passenger traffic and air cargo tonnage reported year-on-year growth of 10.4% and 11.3%, respectively. SATS outperformed industry averages, with aviation meals served increasing by 21.1% and cargo handled growing by 15.1%. These results reflect the benefit and strength of our global network, and the value we have delivered to our ecosystem partners.

The combined network of SATS and Worldwide Flight Services (WFS), now in its second year of integration, has contributed to the Group's resilience amid geopolitical changes. With operations in over 225 locations across 27 countries, and a diverse portfolio in cargo, ground handling and food solutions, SATS has been able to adapt and grow due to our global scale, skilled workforce, and strong business fundamentals.

Our FY2025 financial results highlight our network's strength and strong execution. Group revenue rose 13.0% to $5.8 billion and Profit After Tax and Minority Interests (PATMI) increased from $56.4 million last year to $243.8 million this year. Additionally, our Earnings Before Interest, Taxes, Depreciation and Amortisation (EBITDA) margin improved from 15.2% to 17.8%, reaching $1.0 billion. Our efforts to restructure and optimise the Group's debt have contributed to stronger free cash flow, which grew from negative $48.2 million last year to $228.3 million this year, reflecting a focus on disciplined capital and debt management.

DIVIDEND

Based on the Group's performance in FY2025, the Board of Directors has recommended a final dividend of 3.5 cents per share. Including the interim dividend of 1.5 cents paid in December 2024, the total dividend for FY2025 will amount to 5.0 cents per share. Subject to approval at the upcoming Annual General Meeting on 25 July 2025, the proposed dividend is scheduled to be paid on 15 August 2025.

A NEW BRAND IDENTITY

Two years ago, we acquired WFS to expand our global presence, strengthen our business resilience while maintaining focus on our home market. This acquisition made SATS one of the largest air cargo handlers globally. We have progressed in integrating SATS and WFS and revealed a new brand identity symbolising unity and strength. The logo, with its double loop and 'to the power of' symbol, reflects our mission to empower trade, travel, and taste.

The WFS brand name will continue to be utilised in the Americas and EMEAA regions, recognising WFS' track record of safety, operational excellence, and strong customer relationships in these regions. The new brand identity will be implemented progressively over the next three years.

In conjunction with our new brand identity, we have refined the SATS People Values to cultivate a cohesive, high-performance culture across our global network. New initiatives such as the Elevate leadership development programme, along with the global rollout of key engagement events like Global Connect and the Global PCEO Awards, help drive strategic alignment, enhance employee engagement and celebrate excellence within our diverse workforce.

NETWORK BENEFITS

Expanding our global network has helped to drive growth. This, paired with our commitment to safety and operational excellence, has enabled us to provide customers with consistent and reliable service worldwide, positioning our Group as the ideal global partner for their cargo operations. Notably, we secured the renewal of our 5-year contract with Singapore Airlines, extended 11 contracts with Air India, and signed 14 new contracts across the Americas, EMEAA, and Asia. We continued to strengthen our global partnership with Emirates SkyCargo, expanding our collaboration to 21 stations worldwide with the addition of a significant new cargo handling contract at Frankfurt Airport. Deepening our long-standing relationship with Cathay Cargo, we expanded our services to new stations at Portland International and Dallas Fort Worth International airports.

Based on the Group's performance in FY2025, the Board of Directors has recommended a final dividend of 3.5 cents per share. Including the interim dividend of 1.5 cents paid in December 2024, the total dividend for FY2025 will amount to 5.0 cents per share.

SUCCESSFULLY ACHIEVED

REVENUE

+13%

PATMI

+332%

The new SATS logo on the facade of Inflight Catering Centre 1 in Singapore.

Our extensive global footprint continues to attract collaboration with leading industry players such as Kuehne+Nagel. Our network of stations aligns strategically with their operational hubs, enabling seamless cooperation across key locations worldwide. This alignment, combined with our capability to provide end-to-end visibility, enhances supply chain transparency and operational efficiency for our partners. For example, we have successfully launched time-critical Aircraft-on-Ground shipments in collaboration with Kuehne+Nagel in Singapore and are now evaluating opportunities to scale this solution to key strategic hubs across Europe and Asia.

STRATEGIC PARTNERSHIPS

We formed strategic partnerships to enhance food and cargo capabilities. We partnered with Mitsui Co. Ltd. in four of our food subsidiaries: SATS Food Solutions India Private Limited, SATS (Thailand) Co. Ltd, SATS (Tianjin) Food Co., Ltd, and Country Foods Pte Ltd, with the aim to unlock new business opportunities by leveraging Mitsui's industry network and retail relationships.

In Saudi Arabia, our partnership with Avilog Logistics Services Company strengthens multi-modal logistics through extensive warehousing and distribution capabilities.

We signed a Memorandum of Understanding (MoU) with Atlas Air, a subsidiary of Atlas Air Worldwide Holdings, Inc., a leading global provider of outsourced aviation logistics, to jointly develop fully integrated ground and cargo handling solutions. This collaboration includes the development of digital and automation solutions, to enhance visibility and traceability of cargo throughout our combined networks.

SINGAPORE HUB

Singapore is an integral part of our growth strategy. As a Singapore-based multinational corporation (MNC), we are focused on supporting the success of Singapore's aviation ecosystem and Changi Airport. We have reorganised our Gateway Services business in Asia by establishing a dedicated Singapore Hub operation, managed by a CEO dedicated to Singapore, to enhance aviation hub competitiveness in Singapore.

To maintain Changi Airport's hub status, we are investing over $250 million to upgrade ground operations and cargo handling infrastructure in the lead up to Terminal 5. These strategic investments reflect our commitment in strengthening Singapore's aviation ecosystem through automation, safety, operational excellence and local leadership.

Chairman and PCEO Statement

INCREASING

CAPACITY AT SCHIPHOL AIRPORT. TO OVER

50K

Square Metres

FRESH FROZEN MEALS PRODUCTION CAPACITY

108K

FFM Units per Day

At SATS, sustainability is embedded as a long-term value creation strategy, not just a compliance exercise.

The increased adoption of electric vehicles contributed to a 50% reduction in the carbon intensity of our ground support equipment fleet.

NEW INVESTMENTS

This year, we made several investments to strengthen our capabilities. We acquired a portion of Menzies Aviation's general cargo operations at Amsterdam's Schiphol Airport, expanding our warehousing facility there to over 50,000 square meters. This expansion enables us to better support our existing operations and provides the necessary space to support growing demand.

We have expanded our e-commerce and freight forwarding services at Copenhagen Airport by opening a fourth warehouse. At John F. Kennedy International Airport (JFK), we have launched a new cargo terminal, the first in 30 years in New York. This facility combines operations from four cargo zones into one modern location, reducing congestion and streamlining operations while freeing up space for future development.

With the rising demand for Fresh Frozen Meals (FFM), we are expanding our production facility at SATS Food Solutions Thailand to address this need. The expanded operations, expected to be ready by the first quarter of 2026, will increase our production capacity to 108,000 FFM units per day.

SUSTAINABILITY

At SATS, sustainability is embedded as a long-term value creation strategy, not just a compliance exercise. Guided by eight Environmental, Social and Governance (ESG) focus areas shaped through dynamic materiality reviews, we have adopted a phased approach – comply, optimise, and transform – to progressively enhance environmental performance, operational resilience, and governance standards.

In FY2025, SATS made measurable strides in reducing our environmental impact. The Group recorded a net 4.6% reduction in Scope 1 and 2 emissions, based on baselines set in 2020 for Singapore and 2024 for overseas operations. We have successfully cut our carbon intensity by half over the past six years, while scaling up the adoption of low-carbon vehicles within our global ground support equipment (GSE) fleet – from 11% in FY2024 to 21% in FY2025. Waste reduction efforts also yielded results, with food waste intensity in Singapore falling to 1%, down from 4.6% the previous year. In parallel, our focus on sustainable packaging saw 91% of packaging materials across our food operations designed to be recyclable-ready or reuse.

We would like to express our gratitude to our shareholders for their trust and confidence in SATS as we transform the Group into a Singapore-based MNC which aims to be a leader in air cargo. Your feedback helps us understand shareholder sentiments, identify areas for improvement, and motivates us to stay on course.

NET REDUCTION IN SCOPE 1 AND 2 EMISSIONS

-4.6%

in FY2025

RAPIDLY SCALING UP THE ADOPTION OF LOW-CARBON VEHICLES

21%

in FY2025

As SATS expands our international presence, building a unified and capable workforce remains a top priority. The Group continues to invest in leadership development, skills transformation, and employee engagement – initiatives that support adaptability and shared purpose across borders. Initiatives such as the 'Just Culture' programme promote an open, safety-driven environment, while ongoing cybersecurity training and ethical sourcing efforts reinforce operational resilience. To date, 36% of SATS' strategic suppliers have undergone ESG screening, advancing progress toward a more responsible supply chain. These people- and integrity-focused initiatives are integral to SATS' commitment to delivering sustainable growth and maintaining its position as a trusted leader in aviation services.

ACKNOWLEDGEMENTS

We would like to express our gratitude to our shareholders for their trust and confidence in SATS as we transform the Group into a Singapore-based MNC which aims to be a leader in air cargo. Your feedback helps us understand shareholder sentiments, identify areas for improvement, and motivates us to stay on course.

Collaboration with our customers is crucial to our success. We are thankful for this partnership, which has enabled us to reach new heights.

We extend heartfelt thanks to our dedicated employees who have worked tirelessly in various challenging weather conditions worldwide to maintain safety, operational efficiency, and uphold SATS' high-quality standards. We also acknowledge the unions across our network for supporting our initiatives and strengthening the collaborative relationship between union, workers, and management, making SATS an employer of choice.

Lastly, we extend our appreciation to our Board members for their guidance and counsel in taking our business to new heights and facilitating a smooth transition of the Chairmanship. We also acknowledge the collective contributions of the SATS senior management team in driving success within our organisation.

Our commitment to achieving the FY2029 goals remains steadfast, and we are poised to deliver a year characterised by strong, sustained growth and enhanced value for all stakeholders.

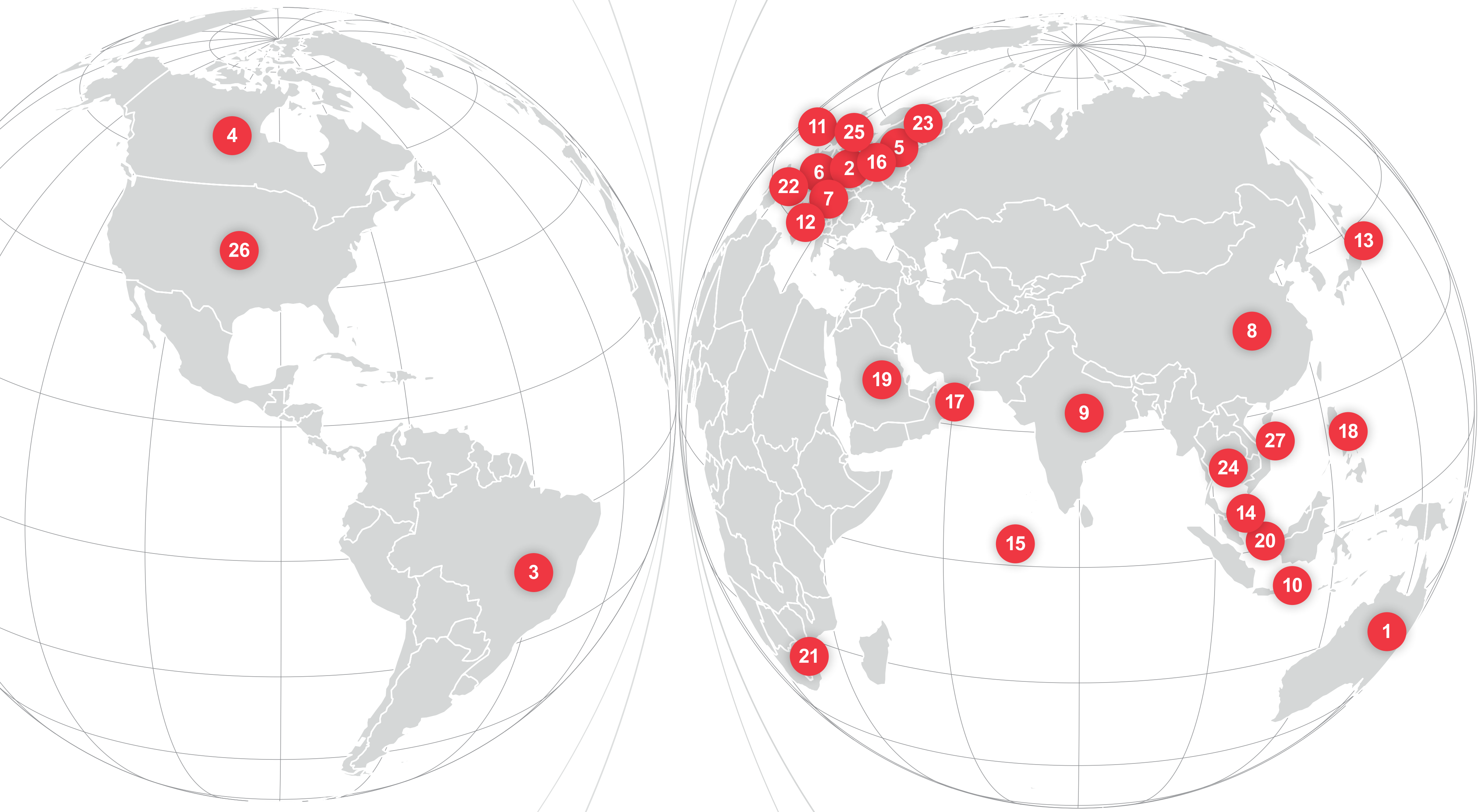
Irving Tan
Chairman,
SATS Ltd.

Kerry Mok
President &
Chief Executive Officer,
SATS Ltd.

27 May 2025

Geographical Presence

As at 27 May 2025



OVER

225

Locations

ACROSS

27

Countries

- Food Solutions
- Ground Handling
- Cargo Handling
  * Subcontracted
- Ground Handling + Cargo Handling

1. Australia
- Rockhampton

2. Belgium
- Brussels
- Liege

3. Brazil
- Belém
- Boa Vista
- Brasilia
- Cascavel
- Confins
- Congonhas
- Corumbá
- Campo Grande
- Cuiabá
- Curitiba
- Fortaleza
- João Pessoa
- Manaus
- Montes Claros
- Natal
- Palmas
- Ponta Porã
- Porto Alegre
- Recife
- Ribeirão Preto
- Rio de Janeiro (GIG)
- Rio de Janeiro (SDU)
- Salvador
- São Luís
- São Paulo (VCP)
- São Paulo (GRU)
- Tabatinga
- Tefé
- Teresina
- Uberlândia
- Uberaba
- Vitória

4. Canada
- Dorval
- Mirabel
- Toronto

5. Denmark
- Copenhagen

6. France
- Bordeaux
- Lille
- Lyon
- Marseille
- Mulhouse
- Nantes
- Nice
- Paris (ORY)
- Paris (CDG)
- Rennes
- Strasbourg
- Toulouse

7. Germany
- Frankfurt

8. Greater China
- Beihai
- Beijing (PKX)
- Beijing (PEK)
- Ganzhou
- Hong Kong SAR
- Huizhou
- Jilin
- Kaohsiung
- Macau SAR
- Nanchang
- Nanjing
- Shanghai
- Shenyang
- Taichung
- Taipei (TSA)
- Taipei (TPE)
- Tianjin
- Zhanjiang
- Zhoushan

9. India
- Bangalore
- Chennai
- Goa (GOI)
- Goa (GOX)
- Hyderabad
- Kolkata
- Mangalore
- Mumbai
- New Delhi
- Ranchi
- Trivandrum

10. Indonesia
- Balikpapan
- Denpasar
- Jakarta (CGK)
- Jakarta (HLP)
- Kalimantan
- Kertajati
- Medan
- Surabaya
- Tangerang
- Timika
- Yogyakarta

11. Ireland
- Cork
- Dublin
- Shannon

12. Italy
- Rome
- Milan
- Venice*

13. Japan
- Tokyo

14. Malaysia
- Alor Setar
- Bintulu
- Ipoh
- Johor Bahru
- Kota Bharu
- Kota Kinabalu
- Kuala Lumpur (KUL)
- Kuala Lumpur (SZB)
- Kuala Terengganu
- Kuching
- Labuan
- Langkawi
- Miri
- Penang
- Sandakan
- Sibu
- Tawau

15. Maldives
- Male

16. Netherlands
- Amsterdam

17. Oman
- Muscat

18. Philippines
- Manila

19. Saudi Arabia
- Dammam
- Jeddah
- Riyadh

20. Singapore
- Singapore

21. South Africa
- Cape Town
- Johannesburg

22. Spain
- Alicante*
- Barcelona
- Bilbao*
- Getafe
- Madrid
- Malaga*
- Sevilla*
- Valencia
- Vitoria*
- Zaragoza*

23. Sweden
- Stockholm

24. Thailand
- Bangkok

25. United Kingdom
- Aberdeen
- Belfast (BFS)
- Belfast (BHD)*
- Birmingham*
- East Midlands*
- Edinburgh
- Glasgow
- London (LGW)
- London (LHR)
- London Stansted (STN)*
- Luton
- Manchester
- Newcastle
- Surrey

26. United States
- Albany
- Allentown
- Atlanta
- Austin
- Baltimore/ Washington
- Billings
- Boston
- Bozeman
- Cedar Rapids
- Charleston
- Chicago (ORD)
- Chicago (MDW)
- Cleveland
- Dallas/Fort Worth
- Denver
- Dulles
- East Granbury
- Elmira
- El Paso
- Eugene
- Fargo
- Fresno
- Great Falls
- Greensboro
- Hartford
- Harlingen
- Hebron
- Honolulu
- Houston
- Huntsville
- Indianapolis
- Jackson
- Kansas City
- Lafayette
- Las Vegas
- Lihue
- Little Rock
- Los Angeles
- Memphis
- Mesa
- Miami
- Minneapolis
- Montrose
- New Orleans
- New York
- Newark
- Oklahoma City
- Palm Springs
- Philadelphia
- Phoenix
- Pittsburgh
- Portland
- Plattsburgh
- Rapid City
- Reno
- Rockford
- Sacramento
- Salt Lake City
- San Antonio
- San Diego
- San Francisco
- San Jose
- Sarasota
- Seattle
- Shreveport
- Sioux Falls
- Springfield
- St. Croix
- St. Thomas
- St. Louis
- Stockton
- Toledo
- Trenton
- West Palm Beach
- Wichita

27. Vietnam
- Ho Chi Minh City

Operational Statistics

SATS' extensive global network spanning the Americas, Asia-Pacific, Europe, the Middle East and Africa, including our joint ventures and associates, has enabled us to expand the scale of our operations, enhancing our ability to serve customers and communities more effectively.

GROSS MEALS PRODUCED

207.1M

CARGO TONNAGE HANDLED

12.3M

FLIGHTS HANDLED

1.1M

* Operating statistics cover SATS, its subsidiaries, associates and joint ventures.

Board of Directors

As at 27 May 2025

IRVING TAN

AGE 55

Chairman
Non-Executive and Independent Director

Mr Irving Tan joined the SATS Board on 16 May 2024 as a Non-Executive and Independent Director and Chairman-Designate. Subsequently, he assumed the role of Chairman of the Board on 19 July 2024 following the conclusion of the 2024 AGM and was re-elected as a Non-Executive and Independent Director on even date. He is currently a member of the NC and RHRC.

Presently, Mr Tan is also an executive director and the chief executive officer ("**CEO**") of Western Digital Corporation ("**WDC**"), a company listed on NASDAQ. Prior to his appointment as CEO of WDC on 22 February 2025, he served as WDC's executive vice president for Global Operations.

Before joining WDC, Mr Tan served as chairman for Asia-Pacific, Japan & China of Cisco Systems (USA) Pte. Ltd. (**"Cisco"**) from 2020 to February 2022, having been with Cisco since 2009. Prior to his chairmanship, he held various senior management positions in strategy, operations and sales in Cisco.

In the period between February 2017 and May 2024, he was an independent non-executive director of Netlink NBN Management Pte. Ltd. (as Trustee-Manager of Netlink NBN Trust) as well as a director of the Singapore Economic Development Board and PSA International Pte. Ltd. respectively. Prior to joining the SATS Board, he served as a director at Stanley Black & Decker, Inc., a company listed on the NYSE.

Mr Tan holds a Bachelor's Degree in Mechanical Engineering (Honours) and Master's Degree in Business Administration from Nanyang Technological University. He also holds an Honorary Doctoral Degree in Engineering from Curtin University.

KERRY MOK

AGE 54

President & Chief Executive Officer
Executive Director

Mr Mok has been the President & Chief Executive Officer of SATS since 15 December 2021. Prior to his appointment, he served as Executive Vice President of Food Solutions at SATS since June 2018. Mr Mok was appointed as an Executive Director of SATS on 1 January 2022 and was last re-elected as a Director on 19 July 2024. Additionally, he is a council member of the Singapore National Employers Federation (SNEF).

Mr Mok is a seasoned veteran in the supply chain management and logistics sectors with nearly 30 years of experience. Before joining SATS, he served as the chief executive officer of YCH Group and held leadership roles at Goodpack Ltd., Accenture, and DHL.

His recent accolades include the Medal of Commendation in 2025 from NTUC, acknowledging his commitment to progressive workplace practices, strong tripartite collaboration, and a long-standing focus on championing workers' welfare. Mr Mok was also awarded Investors' Choice Outstanding CEO Award 2024 from the Securities Investors Association (Singapore). He holds a Bachelor of Business, Accounting (First Class Honours) from Monash University, Australia.

ACHAL AGARWAL

AGE 66

Non-Executive and
Independent Director

Mr Agarwal joined the SATS Board on 1 September 2016 as a Non-Executive and Independent Director. He currently serves as the Chairperson of the RHRC. He was last re-elected on 19 July 2024.

Presently, Mr Agarwal is also a non-executive director of Amcor Plc, a company listed on the NYSE and ASX. His present principal commitments include his roles as the vice chairman and non-executive director of AVPN Limited and a council member of World Wide Fund Singapore (WWFS) Conversation Fund.

Mr Agarwal is a global consumer executive with four decades of experience, of which 30 years have been in leadership roles with leading consumer MNCs. Prior to his retirement in 2021, Mr Agarwal held several senior leadership positions at Kimberly-Clark Corporation, including president for Asia-Pacific Region from 2012 to 2019, and chief strategy and transformation officer. He has also served as chairman of WWF, Singapore and senior advisor to Accenture Pte. Ltd.

Mr Agarwal was recognised as CNBC Asia Business Leader of the Year in 2016. He holds a BA (Hons) in history and an MBA, both from the University of Delhi, and has completed the Advanced Management Programme at Wharton Business School.

Board of Directors

As at 27 May 2025

VINITA BALI

AGE 70

Non-Executive and Independent Director

Ms Bali joined the SATS Board on 10 May 2021 as a Non-Executive and Independent Director. She currently serves as the Chairperson of the SSRC and is a member of the AC. She was last re-elected on 19 July 2024.

Ms Bali is a business leader with extensive experience in leading large companies both in India and overseas. Presently, she serves as a non-executive director of Cognizant Technology Solutions Corporation, a company listed on NASDAQ; Syngene International Ltd. and Bajaj Auto Limited, both listed on the BSE/NSE.

Ms Bali has previously served as a non-executive director on the boards of several public listed companies, including Bunge Ltd, listed on the NYSE; CRISIL Ltd, listed on the BSE/NSE; and Smith & Nephew plc, listed on the LSE.

Ms Bali is recognised for her contributions to business and society, having received numerous awards, including recognition at The Clinton Global Initiative in 2009 for nutrition work in India, The Teachers Leadership Award in 2009, and the Best Woman Director Award in 2010 from The Asian Centre for Corporate Governance & Sustainability. The Financial Times ranked her 18th among the top 50 businesswomen in the world in 2011. She has also received awards from The Economic Times, Forbes, Fortune, Business Today and Business World for her contribution to business. Ms Bali holds a Bachelor of Economics from Delhi University and a Master of Management Studies from the Jamnalal Bajaj Institute of Management Studies, Bombay University.

CHAN LAI FUNG

AGE 61

Non-Executive and Independent Director

Ms Chan joined the SATS Board on 28 February 2024 as a Non-Executive and Independent Director. She is a member of the AC and the RHRC. She was last re-elected on 19 July 2024.

Presently, she is the chairperson of PUB, Singapore's National Water Agency, chairman of NTUC Health, chair of the Lee Kong Chian School of Medicine Governing Board, Nanyang Technological University, and a member of the Nanyang Technological University Board of Trustees. She is also a distinguished practitioner fellow at the Lee Kuan Yew School of Public Policy.

Ms Chan has a distinguished 36-year career across various government agencies. Prior to her retirement from the Singapore Public Service in October 2023, she served as the permanent secretary for National Research & Development, and permanent secretary of the Science & Technology Policy and Plans Office at the Prime Minister's Office. She also held positions as a board member of the National Research Foundation, and the chairman of Agency for Science, Technology and Research (A*STAR).

In recognition of her outstanding contributions to the public service, Ms Chan was honoured with the Meritorious Service Medal in 2020, and the Public Administration Medal (Gold) in 2009. She holds a Bachelor of Economics with First Class Honours from Monash University, Australia.

CHIA KIM HUAT

AGE 59

Non-Executive and Independent Director

Mr Chia joined the SATS Board on 15 March 2017 as a Non-Executive and Independent Director. He is currently a member of the NC and the SSRC. He was last re-elected on 21 July 2023.

Mr Chia's present principal commitment is his role as a partner at Rajah and Tann Singapore LLP. He has extensive experience in capital market, public and private mergers and acquisitions, cross-border joint ventures and private equity investments, both in Singapore and the region. He is also an independent director of CapitaLand Ascott Trust Management Limited (as Manager of CapitaLand Ascott Real Estate Investment Trust)* and CapitaLand Ascott Business Trust Management Pte. Ltd. (as Trustee-Manager of CapitaLand Ascott Business Trust)*, both listed on the SGX-ST. Additionally, he is a director of the Chinese Development Assistance Council and the Singapore Centre for Chinese Language. He also chairs the International Affairs Committee of the Singapore Chinese Chamber of Commerce & Industry and co-chairs FutureChina & GoEast, Business China.

Previously, Mr Chia served as a non-executive and independent director of Ascendas Hospitality Fund Management Pte. Ltd. and Ascendas Hospitality Trust Management Pte. Ltd., (as Manager of Ascendas Hospitality Trust), listed on the SGX-ST. He was also a member of the Competition Appeal Board with the Ministry of Trade & Industry and served as an advisory committee member at the Singapore Ministry of Law.

Mr Chia is recognised as an Eminent Practitioner by Chambers Global, a Foreign Expert in China by Chambers Asia-Pacific, a Leading Individual by The Legal 500 Asia Pacific, Highly Regarded by IFLR1000, and an Elite Practitioner by asialaw Profiles for Capital Markets. He is also named as a Global Leader by Who's Who Legal for M&A, Capital Markets – Debt & Equity, Corporate Governance and Hospitality. Mr Chia holds an LLB (Hons) from the National University of Singapore and is qualified as an Advocate & Solicitor of the Supreme Court of Singapore.

* CapitaLand Ascott Trust is a stapled group comprising CapitaLand Ascott Business Trust and CapitaLand Ascott Real Estate Investment Trust.

Board of Directors

As at 27 May 2025

ENG AIK MENG

AGE 55

Non-Executive and Non-Independent Director

Mr Eng joined the SATS Board on 15 April 2023 as a Non-Executive and Independent Director and subsequently, was re-designated as a Non-Executive and Non-Independent Director on 1 September 2024 following his executive appointments in Temasek International Pte. Ltd. ("**Temasek International**"). He is currently a member of the RHRC and the NC. He was last re-elected as a Director on 21 July 2023.

Mr Eng has over 30 years of global business and operating experience in the healthcare and maritime industries, including a proven track record in private equity investments. His present principal commitments include his roles as the joint head of the Portfolio Development Group and head of the Operating Group at Temasek International. He also serves as a non-executive and non-independent director at Seatrium Limited, a company listed on the SGX-ST.

Mr Eng has held various prominent roles in the past, including co-founder of TE Asia Healthcare Partners, group chief executive officer of TE Healthcare Advisory Pte Ltd., and group chief operating officer of Fortis Healthcare International. He also worked as a senior advisor for TPG Capital, where he was involved in directorships and leadership roles across portfolio companies. Before joining the healthcare industry, Mr Eng spent 18 years with Neptune Orient Lines in various leadership roles.

Mr Eng holds a Bachelor of Accountancy with Honours from Nanyang Technological University and an MBA from Harvard University.

MAK SWEE WAH

AGE 65

Non-Executive and Independent Director

Mr Mak joined the SATS Board on 11 September 2023 as a Non-Executive and Independent Director and is a member of the SSRC. He was last re-elected on 19 July 2024.

Presently, he serves as a member of the Civil Aviation Authority of Singapore – Air Hub Development Advisory Committee and is a senior fellow of the Singapore Aviation Academy. He is also a director of Mount Faber Leisure Group Pte. Ltd.

In his distinguished career in the aviation industry spanning over 40 years, Mr Mak retired as the executive vice president operations and chief operations officer of Singapore Airlines Limited ("**SIA**"). During his tenure, he held various senior management positions in the marketing, planning and operational areas within SIA. He also served as a non-executive director of SIA Engineering Company Limited, a company listed on the SGX-ST.

Mr Mak holds a Master's Degree in Science, majoring in Operational Research, and a Bachelor of Science (First Class Honours) in Accounting & Finance, both from the London School of Economics and Political Science.

DEBORAH ONG

AGE 66

Non-Executive and Independent Director

Mrs Deborah Ong joined the SATS Board on 16 November 2020 as a Non-Executive and Independent Director. She currently serves as the Chairperson of the AC and is a member of the SSRC. She was last re-elected on 21 July 2023.

Presently, she is also a non-executive and independent director of CapitaLand India Trust Management Pte. Ltd. (the Trustee-Manager of CapitaLand India Trust) and Starhub Ltd, both listed on the SGX-ST. Her present principal commitments include her roles as a board member of the Monetary Authority of Singapore as well as a board member and chairperson of the audit committees of both the Lee Kong Chian School of Medicine Governing Board at Nanyang Technological University and SkillsFuture Singapore. She also serves as a member of the Judicial Services Commission.

Mrs Ong's past directorships include her board membership of Workforce Singapore and the Council for Estate Agencies. She also served as a member of the Legal Services Commission. Up until 31 October 2020, Mrs Ong was a partner in the Assurance practice at PricewaterhouseCoopers LLP Singapore (PwC) and has more than 30 years of public accounting experience, providing audit and advisory services to companies in various industries.

Mrs Ong was awarded the Public Service Medal in 2015 and the Public Service Star in 2020, both conferred at the Singapore National Day Awards. She holds a Bachelor of Accountancy (Honours) from the National University of Singapore and is a Fellow of the Institute of Singapore Chartered Accountants and Certified Practising Accountants (CPA) Australia respectively.

Board of Directors

As at 27 May 2025

PIER LUIGI SIGISMONDI

AGE 59

Non-Executive and Independent Director

Mr Sigismondi joined the SATS Board on 5 September 2023 as a Non-Executive and Independent Director. He is a member of the AC and the SSRC. He was last re-elected on 19 July 2024.

Presently, he is a non-executive director of DeOleo S.A., a company listed on BMAD, a senior advisor at McKinsey & Co, and a corporate advisor at Temasek International Advisors Pte. Ltd. His present principal commitment is his role as a non-executive director of Mastronardi Produce Ltd.

Mr Sigismondi has over 25 years of industry experience in Consumer Goods. He was formerly the executive chairman of Sustenir Group and president and executive vice president of Dole Sunshine Company. Prior to these roles, he was a Nestlé executive and then an executive board member – chief supply chain officer at Unilever Plc, where he was subsequently appointed president for the Southeast Asia and Australasia regions.

He has also served as a non-executive director of Rexel SA Supervisory Board and was a board member of Ben & Jerry's. Additionally, he served as a board member of the Singapore Food Agency and a member of Future Economic Council for Resource and Environmental Sustainability.

Mr Sigismondi was recognised as one of the 100 Inspirational Leaders of Asia by White Page International in 2022. He holds a MS in Industrial Engineering from Georgia Institute of Technology, Atlanta, USA, and a degree in Computer Science and Systems Engineering from Universidad Simon Bolivar, Venezuela. He has also completed several executive education programmes, including the Executive Program at Singularity University, the C-Suite Business and Leadership Executive Program at Harvard Business School, and the Leadership Development Programme at IMD.

JESSICA TAN

AGE 59

Non-Executive and Independent Director

Ms Tan joined the SATS Board on 17 April 2017 as a Non-Executive and Independent Director. She currently serves as the Chairperson of the NC and a member of the AC. She was last re-elected on 21 July 2023.

Presently, she is also the lead independent director, chairman of the nominating and remuneration committee, and a member of the investment committee of CapitaLand India Trust Management Pte. Ltd. (in its capacity as the Trustee-Manager of CapitaLand India Trust), a company listed on the SGX-ST. Additionally, she holds the position of non-executive director of Mitsui & Co., Ltd., a company listed on the TSE. Her present principal commitments are in the public sector, where she serves as the chairman of East Coast Town Council and as a Member of Parliament for East Coast GRC. She also holds the position of Deputy Speaker of Parliament and a member of the Finance; Trade and Industry; and Communications and Information Government Parliamentary committees.

Ms Tan has over 27 years of experience in the IT industry. Through her career, she has held leadership roles across diverse areas of the business in the Asia Pacific region and Singapore.

Ms Tan's previous directorships include her membership on the board of advisory of the School of Information System, Singapore Management University. She was also a non-executive and independent director of CapitaLand Commercial Trust Management Limited (The Manager of CapitaLand Commercial Trust) and a board member and deputy chairman of Nanyang Polytechnic Board of Governance and the group commercial director of Raffles Medical Group Ltd.

Her contributions to the technology and business sectors have been recognised with several accolades, including the 2015 Singapore Computer Society IT Leader Award, Two Times Gold Star Awards from Microsoft, and the 1992 Golden Circle Award from IBM. She also has achieved Eight Hundred Percent Clubs from IBM. Ms Tan holds a Bachelor of Social Sciences (Honours) and Bachelor of Arts (Economic and Sociology) from the National University of Singapore.

Group Management Board

KERRY MOK
President & Chief Executive Officer

MANFRED SEAH
Chief Financial Officer

TIMOTHY TANG
Chief Financial Officer (Designate)

STANLEY GOH
Chief Executive Officer,
Food Solutions

FRANÇOIS MIRALLIÉ
Deputy Chief Executive Officer,
Gateway Services Global

BOB CHI
Chief Executive Officer,
Gateway Services, Asia-Pacific

MICHAEL SIMPSON
Chief Executive Officer,
Gateway Services, Americas

JOHN BATTEN
Chief Executive Officer,
Gateway Services, Europe,
Middle East, Africa & Asia (EMEAA)

HENRY LOW
Chief Executive Officer,
SATS Singapore Hub

TAN CHEE WEI
Chief Human Capital Officer

SANDEEP SAKHARKAR
Chief Digital Officer

IAN CHYE
Chief Corporate Officer
& Company Secretary

Group Management Board

KERRY MOK
President & Chief Executive Officer

Kerry was appointed President & CEO of Singapore-based SATS Group in December 2021. During the COVID-19 pandemic, SATS scaled down the Group's activities due to the disruption to the aviation sector, and Kerry has led SATS through the ramp up of our ground handling and inflight catering services to successfully support the resumption of operations at Singapore's Changi Airport. Amid the aviation recovery, SATS also acquired Worldwide Flight Services (WFS) in 2023, transforming SATS into one of the world's largest air cargo handlers with a global network of 55,000 employees across 27 countries. The Group is now focused on restoring profitability of the businesses, improving operational and service excellence, and driving integration across the global network.

Kerry has over 25 years experience in the supply chain management and logistics sectors. He joined SATS in 2018 as EVP, Food Solutions. Before joining SATS, he was CEO of YCH Group, a regional supply chain and logistics company, and prior to that, Kerry was at Goodpack Limited, the largest global provider of intermediate bulk containers (IBCs) as the acting chief executive officer and chief operating officer. He has also held roles at Accenture as managing director (strategy – operations) and head of the ASEAN supply chain strategy practice, and was also previously DHL's senior vice president – global head of technology sector and APAC technology sector & service logistics.

Kerry was appointed to Singapore government committees like the International Advisory Panel on Sustainable Air Hub, the Future Economy Council's Connectivity Sub-Committee, and the Ministry of Communication and Information's Infocomm Media Master Plan 2025 working group.

Kerry graduated from Monash University, Melbourne, Australia with a Bachelor of Business, Accounting (First Class Honours).

MANFRED SEAH
Chief Financial Officer

Manfred joined SATS as Chief Financial Officer in September 2017. He oversees the Group's global finance operations, which include strategic financial management; group treasury, cash management and insurance; strategic investment monitoring; investor relations; group procurement; and property management. In addition to these responsibilities, he leads several ongoing projects aimed at integrating and enhancing financial and corporate function operations across the Group. These include the ongoing standardisation of financial systems across SATS' global network, driving continuous productivity and process enhancements, and implementing internal reorganisation initiatives to optimise capital and operational efficiency.

Manfred played a crucial role in raising funds for the Group's acquisition of WFS, restructuring the Group's debt to reduce the overall cost of financing, and seamlessly integrating WFS into the SATS Group.

Manfred has over 25 years of investment banking, direct investments and financial management experience. He has held senior leadership roles in corporate finance and investment management, and has conducted corporate advisory, mergers and acquisitions activities in Asia.

Before joining SATS, Manfred was the group chief financial officer of SMRT Corporation Ltd, where he was primarily responsible for driving transformational changes to the business and financing structure of the Group. At SMRT, Manfred led a special task force that developed and facilitated the transition of SMRT Trains Limited to the new rail financing framework, and eventually managed the subsequent privatisation of SMRT Corporation Ltd by Temasek Holdings in 2016.

Manfred sits on numerous boards of SATS subsidiaries and associate companies. He graduated with a BSc. (First Class) in Mathematics from Queen Mary College, University of London, and an MBA from London Business School. He is a Fellow Chartered Accountant (FCA) from ICAEW UK and FCPA from CPA Australia. Manfred also holds an Advanced Diploma in Corporate Finance (CF) from ICAEW UK.

TIMOTHY TANG
Chief Financial Officer (Designate)

Timothy joined SATS Ltd. as Group Chief Financial Officer (Designate) in May 2025 and will assume the role of Group Chief Financial Officer in July 2025, overseeing the Group's global finance operations, strategic investment monitoring, investor relations and procurement. He brings extensive leadership experience across business and finance functions, with a strong track record in global aviation-related sectors and food businesses.

Before joining SATS, Timothy was chief financial officer of DFS Group, a leading global luxury travel retailer where he was responsible for setting the global finance agenda while overseeing finance operations, data & AI along with procurement.

Prior to DFS, Timothy spent nine years with the Jardine Matheson Group, where he held senior roles spanning general management, commercial, and finance. These included managing director of Wellcome (supermarkets) Hong Kong and Macau and finance director of Jardine Restaurant Group (Pizza Hut and KFC) in Taiwan.

Earlier in his career, Timothy held roles in mergers and acquisitions, corporate finance, and business management at Coca-Cola Amatil and Deloitte Touche Tohmatsu in Australia.

He brings valuable expertise in post-M&A integration, operational transformation, and building seamless transitions to support long-term business growth.

Timothy is a chartered accountant and holds an MBA from the Royal Melbourne Institute of Technology. He also holds a Bachelor of Commerce and a Bachelor of Business Systems from Monash University, Australia.

STANLEY GOH
Chief Executive Officer, Food Solutions

Stanley joined SATS as Chief Executive Officer of Food Solutions in September 2022. He is responsible for the performance of the Group's Food Solutions business in both aviation and non-aviation. Stanley played a crucial role in SATS Food Solutions' post-pandemic recovery by making strategic choices, developing and executing impactful business strategies to increase value for customers while improving productivity and developing new capabilities.

Prior to this, Stanley was the regional director of food services – global developing markets at Fonterra since 2016. He was responsible for the overall strategy and outcomes for the Food Service business covering 12 key countries across Southeast Asia, the Indian subcontinent and the Middle East.

Stanley brings over 25 years of leadership experience in diverse industries covering in-country and regional roles spanning general management, sales, retail and product marketing, and business development. Before joining Fonterra, Stanley held senior leadership positions at Samsung Asia, Nike and Procter & Gamble, spearheading the commercial and operational management of these businesses.

Stanley graduated from the National University of Singapore with a Bachelor of Arts and Social Sciences in Political Science and Philosophy as well as a Bachelor of Arts (Honours) in Philosophy.

FRANÇOIS MIRALLIÉ
Deputy Chief Executive Officer, Gateway Services, Global

François Mirallié is the Deputy CEO for Gateway Services Global. He joined WFS in August 2016 as Group Chief Financial Officer and became the Deputy CEO when WFS was acquired by SATS.

François is a seasoned executive with global experience in a number of various industries and was CFO of Customs Sensors & Technologies before joining WFS. Prior to this, he had held similar positions in several multinational companies, including Ion Beam Applications, a company listed on the Brussels Stock Exchange; MediMedia, a publishing and marketing services business; Vizada, a satellite telecommunications company; and Zodiac Marine & Pool, a manufacturer of durable consumer goods.

François holds a Master's degree from Ecole des Mines de Paris and has completed the Wharton Advanced Management Program at the University of Pennsylvania.

BOB CHI
Chief Executive Officer, Gateway Services, APAC

Bob Chi is the Chief Executive Officer, APAC Gateway Services of SATS as of 1 October 2024, following the restructuring of the Gateway Services business. In this capacity, he will grow the SATS' APAC market share and manage operations in overseas airports, including the SATS network of overseas stations via our subsidiaries, joint ventures, and associates. He will also identify and leverage the SATS Group's global network of stations and operations to drive long-term value in the business.

Bob joined the company in August 1988 and has previously served as the CEO of Gateway Services and the Chief Operating Officer of the business unit. He has held several other executive and managerial positions in SATS including the Senior Vice President of Sales & Marketing where he was in charge of airline network marketing, key client management and ground handling contracts in Singapore. Prior to that, he was also Chief Executive Officer of SATS-Creuers Cruise Services Pte. Ltd., where he oversaw the management of the cruise terminal at Marina Bay Cruise Centre Singapore.

Bob has also worked in various capacities in cargo, marketing as well as catering services. He was instrumental in setting up SATS Asia-Pacific Star Private Limited, a wholly-owned subsidiary of SATS which provides ground handling and inflight catering services to low-cost carriers at Singapore Changi Airport.

Bob holds a Master's degree in Business Administration from Leicester University and graduated as a Public Services Scholar from the National University of Malaysia (UKM).

MICHAEL SIMPSON
Chief Executive Officer, Gateway Services, Americas

Michael (Mike) Simpson is CEO of Gateway Services Americas. He joined the company in August 2016 as CFO, Americas and was promoted to Executive Vice President, Americas in 2019.

Group Management Board

In his role, Mike oversees WFS operations in North and South America. Prior to joining WFS, he was CFO of Sensis, Inc., a print and digital media portfolio company owned by Platinum Equity Holdings, LLC. Michael also served as CFO in several Platinum portfolio companies and was vice president of Portfolio Operations, managing the financial and operational transition of newly acquired companies at Platinum Equity. Prior to this, he was CFO of CompuCom Systems, Inc., an IT outsourcing company in North America.

Mike holds an MBA in Finance from St Mary's University and a BBA in Accounting from Abilene Christian University.

JOHN BATTEN

Chief Executive Officer, Gateway Services, Europe, Middle East, Africa & Asia (EMEAA)

John Batten is the CEO of Gateway Services for Europe, Middle East, Africa and Asia (EMEAA). He was previously the WFS CEO Gateway Services of Europe, Middle East, Africa and Asia (EMEAA). He joined the company in 2015 as the Executive Vice President for WFS Business Development. He later took on the role of EVP for WFS's cargo operations in Europe, the Middle East, Africa and Asia.

John has over 45 years of senior leadership experience in the aviation industry. Before joining WFS, John was EVP of Cargo at Swissport. Prior to this, he was senior vice president of cargo at Qatar Airways and also held a leadership position at TNT and TNT Airways and was responsible for setting up the airline. He has been an active member of IATA working groups on e-Freight, e-AWB and Cargo 2000/CargoIQ.

HENRY LOW

Chief Executive Officer, SATS Singapore Hub

Henry Low is the Chief Executive Officer of SATS Singapore Hub, a key division of Gateway Services dedicated to enhancing the global competitiveness of the Singapore Air Hub. Under his leadership, the division leverages a future-ready workforce and advanced systems to oversee essential operations including passenger, ground and cargo handling as well as security services in Singapore.

Before assuming his current role, Henry served as the Chief Operating Officer of the SATS Group. In this capacity, he played a crucial role in managing various corporate functions, driving improvements in safety, operational excellence, and innovation through technology and data. Henry joined SATS in October 2022 as the Global Head of Special Projects, where he led integration programs and championed operational excellence.

With over 25 years of leadership experience, Henry has a diverse background across business, technology, and operations. Prior to joining SATS, Henry was the director and country manager for Amazon Singapore. He successfully launched and managed Amazon.sg, Amazon Fresh, and Amazon Global Store businesses, leading teams across Singapore, the United States, and India. Henry also managed several UK fulfilment centres, served as the Asia Pacific operations director for specialty fulfilment, and was a key member of the international leadership team for new marketplace expansions. Additionally, he was on the board of directors for Amazon Asia Pacific Holdings, Amazon Payments, and the Infocomm Media Development Authority. Before joining Amazon in 2010, Henry held senior command and staff roles for 15 years within the Singapore Ministry of Defence.

Henry holds a Bachelor of Science (Honours) in Psychology from University College London, UK, and a Master of Business Administration (Honours) from IMD, Switzerland.

TAN CHEE WEI

Chief Human Capital Officer

Tan Chee Wei joined SATS as Chief Human Capital Officer in June 2023. She is responsible for all aspects of the Group's human capital strategy, including business partnering, talent acquisition, organisational development, employee relations and rewards.

Chee Wei has guided the integration of the global SATS workforce with People Values that build a culture of Safety, Customer Focus, Respect, Excellence and Teamwork, while developing staff to their fullest potential. She has established the Group's ongoing partnership with union leaders and stakeholders in Singapore to uplift wages and career pathways through job redesign initiatives that enhance employee experience and raise the attractiveness of careers within the aviation ecosystem. Chee Wei is a certified Master Professional by the Institute of Human Resource Professionals (IHRP MP), recognised for her active contributions to the HR industry, and a member of the Industrial Relations Panel of the Singapore National Employers Federation.

Before joining SATS, Chee Wei was the vice president, human resources for Northeast & Southeast Asia, as well as the Global Lubricants business at Shell. At Shell Lubricants, she served as the strategic global HR business partner with responsibilities extending across more than 100 markets in four regions. She brings more than 20 years of experience leading HR communities covering various business sectors including Upstream, Downstream, Manufacturing, Marketing, Trading and Supply. She was also global head of talent & learning, group technology & operations at Standard Chartered Bank, and has strategy and business consulting experience gained during her tenure with Deutsche Bank AG and Andersen Consulting.

Chee Wei holds a Bachelor of Science (Honours) degree in Economics from the London School of Economics and Political Science, and a Masters of Communication Management degree from the Singapore Management University.

SANDEEP SAKHARKAR

Chief Digital Officer

Sandeep joined SATS as Chief Digital Officer in March 2025. He oversees the Group's digital, data, technology and operational excellence strategy, driving innovation and transformation to enhance business performance.

Before joining SATS, Sandeep founded Datanoetic, a data and AI driven process improvement and automation startup in 2024, where he continues to serve as non-executive chairman. Prior to that, he was the first chief information officer at GXO Logistics Inc, a global contract logistics provider. At GXO, he played a key role in establishing the company's technology and data foundation to support sustainable growth.

With extensive experience in driving digital, data and AI driven transformations, Sandeep has held senior leadership positions at major multinational blue-chip including Johnson & Johnson, Foot Locker Inc. and XPO Logistics. His expertise centers on modernising and improving enterprise and customer facing processes through the innovative use of digital technology and data capabilities. At Johnson & Johnson he held several pan-regional roles internationally like director of digital and eCommerce for EMEA for the consumer healthcare division, and regional director, responsible for setting up commercial technology shared services for APAC. At Foot Locker, he was responsible for technologies related to core retail, supply chain, and merchandising areas globally during a period of international expansion.

Sandeep holds a degree in Mechanical Engineering from India and a postgraduate certification in Management from the University of Warwick. He has lived and operated internationally during his various roles with stints in Singapore, Netherlands, Ireland and the UK, where he is currently based.

IAN CHYE

Chief Corporate Officer & Company Secretary

Ian is the Chief Corporate Officer and Company Secretary of the SATS Group. He oversees the Group's legal and corporate secretariat, ethics and regulatory compliance, enterprise risk and sustainability functions. Additionally, he is responsible for corporate governance and, as Company Secretary, plays an essential role in Board functions and meetings, facilitating interactions between the Board and management.

In leading these functional and practice groups, he works in close partnership with the business and functional leaders of the Group, providing counsel on strategy, commercial activities and business affairs. He also leads legal advisory and execution of M&A, divestitures and investments globally for the Group.

Before assuming his current role, Ian served as the Group's Chief Legal Officer and Company Secretary.

Prior to SATS, Ian was general counsel at a private equity firm based in Singapore, covering legal, corporate governance, compliance matters, M&A and venture capital activities worldwide. His career includes experience in both legal private practice and in-house leadership roles, with a focus on corporate advisory, public and private M&A, competition law, and structured finance. Ian has also served as counsel at Cargill across various business segments, eventually overseeing M&A activity in the Asia-Pacific region among other internal leadership roles. Prior to Cargill, he was in legal private practice at Ashurst LLP, based in London and eventually, Singapore.

Ian qualified as an advocate and solicitor in Singapore and is a non-practising member on the Rolls of Solicitors in England and Wales. He holds a Bachelor of Laws (Honours) from University of Leeds, UK, a postgraduate diploma in Singapore law from National University of Singapore and a postgraduate diploma in economics for competition law from King's College London, UK.

Paris, France

Charles de Gaulle Airport
Loading a disassembled helicopter fuselage among varied cargo onto a flight – part of the wide-ranging consignments safely moved through our global air network.

Expanding Our Unrivalled Network, Driving Operational Efficiency

We reinforce our position as a premier air cargo handler by expanding our unparalleled global network, developing innovative logistics solutions tailored to high-growth market segments, and enhancing operational efficiency.

Operations Review
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FY2025 PERFORMANCE REVIEW

The air cargo sector saw significant growth momentum in FY2025. According to IATA statistics, air cargo demand recorded its highest-ever growth in 2024, surpassing the peak in 2021 with an 11.3% year-on-year growth. This expansion was primarily driven by strong e-commerce demand and ocean freight disruptions. For the year under review, SATS achieved a 15.1% increase in air cargo volume growth, resulting in a revenue of $2.9 billion for cargo handling services.

INCREASED IN AIR CARGO VOLUME GROWTH

+15.1%

in FY2025

CARGO REVENUE GROWTH

+14.9%

Year-on-Year

We have continued to strengthen our relationships with key customers, and their trust in our quality of service is reflected in a series of contract renewals, many of which extend our long-established partnerships with customers for over 20 years.

The synergy created by the integration of SATS and WFS is producing positive results. A notable highlight is the strengthening of our partnership with Air India which awarded contracts for 14 new stations across multiple major airports in North America, Europe, the Middle East, and Asia, in addition to 11 contract renewals with SATS and WFS.

Our collaboration with key industry players to develop new solutions continues to expand. A significant example is our partnership with Kuehne+Nagel which has led to the implementation of a number of initiatives across our global network.

We continuously enhance our e-commerce capabilities through innovation and strategic partnerships, which support significant growth in key markets.

Our growth is underpinned by our focus on operational excellence, high service quality, and continued investments in digitalisation and automation. For instance, we tested automated forklifts at our cargo terminal in Barcelona to improve operational efficiency, increasing storage capacity by 33.0% and saving approximately 60 human hours per week.

▲ Kerry Mok alongside Yngve Ruud, Executive Vice President Air Logistics, Kuehne+Nagel at the signing of the MOU.

Sustained growth in our cargo business has led us to strengthen our global cargo handling capacity through strategic expansions across our network. Our acquisitions at Amsterdam Schiphol Airport and Stockholm Arlanda Airport have added significant capacity and brought new businesses.

Our ground handling revenues grew 3.2% in FY2025 to reach $1.5 billion, supported by a favourable market environment. Driven by the growth in international travel, IATA recorded all-time high global passenger traffic in 2024, with a 10.0% year-on-year increase in volume. The rebound in passenger traffic is reshaping the demands on airport operations.

We are positioning Singapore as a leading hub and innovation centre to develop and pilot automation, AI, and digital integration technologies that enable seamless coordination of both airside and landside services. These initiatives are designed to improve turnaround times and enhance customer experiences in an increasingly dynamic logistics and aviation environment.

Leading up to the opening of Changi Airport Terminal 5 in 2030, SATS is already actively preparing for the projected growth in air traffic and the expanded demands that will accompany the terminal's launch. Our Singapore Hub is focused on re-engineering ground and cargo handling processes, refining operational workflows, and enhancing ecosystem coordination to optimise Changi Airport's capacity. In tandem, we are revamping training programmes and redesigning job roles to align with new-generation processes and evolving workforce needs.

GROUND HANDLING REVENUES GROWTH OF

+3.2%

TO REACH

$1.5B

in FY2025

Building 260 at JFK streamlines operations, reduces truck congestion, and supports growth of high-value cargo sector. ▼

Our ongoing commitment to excellence in air cargo operations has been recognised through various awards and industry accolades. We notably won the Cargo Handling Agent of the Year award from the Aviation Services Association (ASA). Our cargo joint venture company in Thailand, Bangkok Flight Services, received the 'Best Warehouse and Ramp' award from Turkish Airlines. Additionally, SATS won two prestigious accolades at the 11th Payload Asia Awards – Global Ground Handler of the Year and Ground Handler of the Year for the Asia Pacific region. Our Hong Kong subsidiary, AAT, was honoured as the Cold Chain Service Provider of the Year for the Asia Pacific, marking their second consecutive win in this category. In Singapore, we were awarded the Outstanding Partner Award 2024 by Shunfeng Express and the Platinum Award 2025 for Safety & Punctuality by British Airways.

THE AMERICAS

Over the past year, we have focused on enhancing our services, expanding our capacity, optimising operations, and advancing sustainability initiatives across the Americas. Our goal is to serve our customers better while making a positive impact on the aviation industry and the environment.

In line with our commitment to meet the evolving needs of our cargo customers, we have begun facility expansion projects in key locations across the United States since 2021. Significant capacity expansions in Atlanta in 2022, Chicago in 2023, and New York in early 2025 have enhanced our operational capabilities and use of advanced technology, enabling us to accommodate increasing demand and provide an even higher level of service excellence. For example, our new facility at JFK Airport, Building 260, is equipped with new technology such as advanced truck dock management system designed to optimise the flow of goods in and out of the facility, leveraging real-time scheduling, automated check-ins, and digital communication between drivers and dock operators.

Our investments in building capacity and capability have strengthened our partnerships with several major airlines across both Cargo and Ground Handling, further reinforcing our position as a trusted partner in the aviation industry. We are proud to have secured key business wins in Cargo with Qatar Airways, Cathay Cargo, Icelandair, Amerijet, Philippine Airlines, Fiji Airways, ASL Airlines, Global X Airlines, and Air India, the latter with a multi-station agreement.

We have also expanded our network with the opening of a new cargo station in Portland. This station is strategically located to support our valued customer, Air France KLM's new operations, as well as manage growing market demand.

In Ground Handling, we are continuously expanding our footprint with new business awards from Air France KLM, Air Canada, British Airways, Singapore Airlines, China Southern Airlines, Zipair, Flair Airlines, Allegiant, Breeze Airways, and JetBlue. Additionally, we have been awarded a

Operations Review
Gateway Services

five-year license to handle ramp and cabin cleaning services at Terminal 4 of JFK Airport, a key hub for international and domestic operations.

These strategic business wins reflect our unwavering commitment to excellent customer service, operational efficiency, and innovation. By continuously adapting to the evolving needs of our airline partners, we solidify WFS' reputation as a leader in cargo and ground handling services. We deliver tailored solutions and best-in-class operational performance in an increasingly dynamic and competitive market.

Our Express business in North America has seen significant growth, largely driven by the e-commerce boom. We currently operate 13 gateways across the USA for Amazon, and our strategic partnership with them has been a key driver of this expansion. Our acquisition of gateway operations in Atlanta further strengthens our position as a crucial logistics partner in the e-commerce ecosystem. Our steadfast commitment to innovation, operational excellence, and robust infrastructure continues to support and enhance our ability to meet the demands for speedy delivery in the present-day market.

WFS North America is dedicated to excellence and surpassing industry standards. We have achieved IATA Security Management System (SeMS) certification, demonstrating our commitment to enhanced security management practices beyond mere compliance as part of our ongoing continuous improvement strategy. In addition, our US headquarters in North America has obtained IATA's Safety Audit for Ground Operations (ISAGO) registration, alongside accreditations at Los Angeles International Airport and Seattle-Tacoma International Airport. We also maintain various Pharma Quality Good Distribution Practice (GDP) certifications in eight key locations across the US and are in the process of obtaining GDP certification process for two additional facilities. These accomplishments showcase our unwavering focus on operational efficiency, environmental stewardship, and safety across all aspects of our business.

WFS Brazil has experienced significant growth with the renewal of strategic contracts and the expansion of Ground Handling and Aviation Security services. In FY2025, we successfully renewed key agreements with American Airlines, Vinci, GRU Airport, Aerolíneas, and TAP.

Our Cargo business has also expanded through new partnerships with Shein, Amazon Air, China Southern, Sinerlog, and Cainiao, which boosted our market presence. We also secured new security contracts with Aena Airports and Ambar VIP Lounge, and improved ground handling for TAP and Vinci.

With 36 stations across South America, WFS Brazil's focus on strategic contracts and operational excellence ensures continued growth and reinforces our leadership in the Brazilian market. In early 2025, SATS completed the acquisition of the remaining minority interest shares in Orbital, making it a wholly-owned subsidiary.

EMEAA

FY2025 marked a year of strong growth and strategic developments across EMEAA. Our continued focus on enhancing operational excellence and growing cargo handling capability led to key acquisitions and expansions. These efforts resulted in increased operational and service capabilities across the network that not only drove new business opportunities but also strengthened long-standing customer partnerships.

Our strong commitment to service quality has led to the successful renewal of long-term contracts with key global partners, including key Chinese carriers. For example, Air China extended its cargo handling contracts to France and the UK for another three years. Our renewed contract at Paris Charles de Gaulle Airport includes ramp handling and trucking services. In the UK, we manage Air China's cargo operations at Heathrow and Gatwick, handling six weekly flights at Heathrow and three at Gatwick. Elsewhere, we extended our partnership with China Airlines at Frankfurt Airport with a multi-year cargo handling contract, furthering our 25-year collaboration across our global network. At Bangkok Airport, we renewed contracts with KLM and Turkish Airlines. Additionally, we renewed contracts at Copenhagen and Amsterdam Schiphol. Our contract renewals reinforce our position as the airlines' preferred cargo handling partner.

Chicago ORD building 838
A handler plugging in a self-temperature contained active container for temperature sensitive cargo.

SATS and Air India celebrate the new contracts and renewals, showcasing the strength of the global SATS network.

A key highlight was the acquisition of Menzies Aviation's primary cargo handling operations at Amsterdam Schiphol Airport that increased our warehouse capacity from 17,500 square metres to over 50,000 square metres. We now serve over 100 airline and freight forwarder customers in Amsterdam.

Besides contract renewals, we also secured several new contracts. A significant achievement this year was securing a major multi-station cargo handling contract with Air India. This contract includes services at London Heathrow, London Gatwick, Frankfurt, and Milan Malpensa.

In Germany, our subsidiary secured a five-year cargo handling cooperation with Emirates at Frankfurt Airport, further cementing our long-standing partnership. We now provide cargo handling services to Emirates at over 15 stations globally, including the recently renewed business in Johannesburg and Cape Town.

At Stockholm Arlanda Airport, we became SAS Cargo's handling partner, marking SAS's first outsourcing of handling services within Scandinavia. Following last year's acquisition of Terminal & Transporttjänst i Sigtuna AB and APH Logistics AB, we now benefit from having more than 16,000 square metres of space across three facilities, including temperature-controlled storage and a Border Inspection Point (BIP).

In Liege, we commenced a major cargo handling collaboration with Magma Aviation by securing a new contract for warehouse cargo and freighter ramp handling for seven-weekly flights. Following this commencement, we secured new business with Maersk to manage cargo flights to and from China. Overall, our Liege business has experienced double-digit year-on-year growth, supported by new business and e-commerce development.

We renewed our trucking contracts in the UK and France with Singapore Airlines. In addition, we were awarded the cargo handling contract for their new flights to London Gatwick. We now provide Gateway services to Singapore Airlines at over 28 stations globally.

In March, we expanded our partnership with SF Airlines to include India, welcoming them to Bangalore and enhancing connectivity between China and India. This addition complements our existing cargo handling partnership with SF Airlines in Frankfurt and Liege.

We work closely with key customers and industry players to enhance efficiencies in the supply chain. In Germany, we launched a collaboration with Kuehne+Nagel to streamline and expedite import cargo clearances. This initiative was developed by our specialised e-commerce, Freight Forwarder Handling (EFFH) team in collaboration with Kuehne+Nagel. It helps optimise warehouse capacity and generate efficiencies for the freight forwarder.

To support the growth of our business, we made a number of strategic acquisitions aimed at expanding our capacity and strengthening our capabilities. A key highlight was the acquisition of Menzies Aviation's primary cargo handling operations at Amsterdam Schiphol Airport. This acquisition increased our warehouse capacity from 17,500 square metres to over 50,000 square metres. We now serve over 100 airline and freight forwarder customers in Amsterdam, reinforcing our commitment to Schiphol's cargo community and boosting our market share at one of Europe's leading cargo hubs.

We also expanded our warehouse footprint in other locations. In Scandinavia, we added a new 4,800 square metres on-airport warehouse at Copenhagen Airport. This facility not only serves our airline customers but also supports the growth of our EFFH services within the region. Additionally, we acquired Wallenborn's Copenhagen-based freight forwarder handling business following a long-standing local partnership with them. We also made significant

Operations Review
Gateway Services

A significant milestone was achieved in January 2025 with the renewal of 11 contracts and the awarding of 14 new contracts by Air India. We are proud to have won this global tender in collaboration with SATS stations in the US and EMEAA region.

MBCCS HANDLING CAPACITY ANTICIPATED GROWTH

+4.9K

Passengers

investments in warehouses at London Heathrow, Paris Charles de Gaulle, and Bangalore Airport. These investments generate additional capacity for growth and enhance the quality of service for our existing and future customers.

ASIA

Asia's growth in FY2025 was bolstered by the ongoing recovery in global travel and a steady rise in cargo volumes. The return of Chinese travellers notably contributed to a significant increase in passenger traffic across major hubs in Asia. A significant milestone was achieved in January 2025 with the renewal of 11 contracts and the awarding of 14 new contracts by Air India. We are proud to have won this global tender in collaboration with SATS stations in the US and EMEAA region. This development notably strengthens SATS' partnership with Air India by adding more cargo and ground handling stations across the APAC region, including Kuala Lumpur, Hong Kong, and Saudi Arabia. We have also improved our yield this year through pricing optimisation and service value enhancements.

In April 2025, SATS inaugurated the AISATS Bangalore Logistics Park at Kempegowda International Airport in Bengaluru. This logistics park provides a comprehensive range of cargo-handling services tailored to the needs of the export-import (EXIM) community, freight forwarders, and supply chain companies, facilitating smoother transportation and consolidation of cargo. The Integrated Cargo Terminal (ICT) will be operational by 2026 and the Integrated Warehousing and Logistics Zone (IWLZ) at Noida International Airport is slated for completion by 2027, with a combined cargo-handling capacity of three million metric tonnes.

In November 2024, SATS partnered Avilog Logistics Services to expand our operations in Saudi Arabia, capitalising on the region's rapidly growing aviation and logistics sector. This collaboration aims to enhance operational synergies and strengthen SATS' service offerings across Saudi Arabia.

SATS strengthened its position in Hong Kong by partnering with AAT, SATS HK Limited, and DHL Air Capacity Sales in January 2025. Additionally, in February 2025, AAT expanded its collaboration with Hongkong Post, facilitating export mail handling during a transitional period in preparation for the completion of the new Air Mail Centre's completion in 2027.

The Marina Bay Cruise Centre Singapore (MBCCS) is set to undergo its most extensive upgrade since it opened in 2012. This improvement will enhance its capacity to handle an increased passenger volume and accommodate dual ship calls, which is becoming increasingly common with the rise of larger cruise ships. Following the upgrade, handling capacity is anticipated to grow from 6,800 to 11,700 passengers. The Singapore Tourism Board (STB) has extended SATS-Creuers' operator agreement for MBCCS for eight years, with the option to extend for another two years. The extension, which could potentially run from May 2027 till March 2037, was formalised with the signing of a revised management and operator agreement in December 2024.

Over the past year, Singapore Hub embarked on a transformative journey to re-engineer a more efficient, resilient, and future-ready operation. We focused on increasing capacity, developing new capabilities, and leveraging digital technologies and AI to optimise resource deployment, reinforcing Singapore's position and competitiveness as a global aviation hub and strengthening our readiness for sustained growth.

We renewed our ground and cargo handling licence at Singapore Changi Airport for the next decade, securing our continued presence in one of the world's premier aviation gateways. This renewal underscores the strength of our long-standing partnership with Changi Airport Group. We also renewed long-term agreements with our largest customer, Singapore Airlines Group, reaffirming our role as a trusted and strategic partner in delivering reliable, high-quality ground and cargo services.

In Cargo, we strengthened strategic partnerships with Shunfeng Express and Kuehne+Nagel. Our dedicated airside e-commerce logistics centre with Shunfeng Express reduces handling times and increases capacity to meet growing demands of e-commerce. With Kuehne+Nagel, we co-developed an innovative airside logistics solution now deployed by Sterling Global Aviation Logistics to expedite secure, time-critical shipments, such as aircraft spare parts for 'aircraft on ground' (AOG) situations.

ENHANCED EFFICIENCY

BUPHC HAS EFFECTIVELY REDUCED THE MINIMUM LODGEMENT TIME BY

>10%

AI TRANSFORMATION HAS INCREASED EFFICIENCY OF PILOT RUN AT BAGGAGE TOWING OPERATIONS BY

+15.1%

To improve the cargo agent experience and reduce congestion, we introduced a truck dock management system at our export terminals in August 2024. The system improved vehicle flow, reduced dwell times, and streamlined cargo drop-off processes. In April 2025, we launched a 3,000 sqm Built-Up Pallet Handling Centre (BUPHC), which increases our throughput capacity by 150,000 tonnes annually. We have also commenced the transformation of our import terminal to a mixed cargo facility, introducing an information-controlled build-up process validated through digital twin technology. This advancement is set to unlock additional capacity and productivity upon completion in 2027.

In Ground Handling, we welcomed five new airline customers, including Cathay Pacific, AirAsia Cambodia, and Peach Aviation, and renewed contracts with 15 existing partners, underscoring continued confidence in our operational capabilities, safety standards, and service performance.

We continued building the Hub Handler of the Future. Our in-house Digital Station Manager Live platform integrates real-time data from multiple sources to coordinate the complexities of high-volume operations across multiple ground handling teams. The expanded Ground Operations System (GOPS) empowers frontline teams with real-time visibility to manage tasks, events, and resources more effectively. We are also codifying the knowledge of our most experienced staff and applying AI, including the use of image recognition to verify cargo is properly secured in aircraft holds, enhancing safety and reducing error.

Together, these digital systems form the foundation for scenario forecasting, decision simulations, and intelligent resource allocation, enabling more adaptive and efficient hub management.

Beyond technology, we have re-engineered how we work. In collaboration with NTUC and our worker unions, we redesigned job roles and introduced competency-based training models to upskill and empower our workforce. These efforts help ensure that our people grow with the business and remain equipped to deliver high performance in a fast-changing operational landscape.

We will continue to rejuvenate our Ground Support Equipment, upgrade critical infrastructure across our Airfreight Terminals, and drive safety, service, and efficiency through technology, process redesign, workforce transformation, and close collaboration with our unions, airport authorities, and airline partners.

LOOKING AHEAD

New tariff policies under the new U.S. administration may impact global trade flows and air freight demand. While heightened trade tensions could temporarily disrupt established routes, they may also accelerate shifts toward time-sensitive shipments and alternative sourcing strategies – driving increased reliance on air freight for high-value goods. With our extensive network and strong presence in key markets, we are well-positioned to adapt to evolving trade dynamics and capture growth opportunities in the changing air logistics landscape.

François Mirallié
Deputy CEO Gateway Services, Global

Michael Simpson
CEO Gateway Services, Americas

John Batten
CEO Gateway Services, EMEAA

Bob Chi
CEO Gateway Services, Asia Pacific

Henry Low
CEO, SATS Singapore Hub

Operations Review
Food Solutions

Scaling the Core, Leveraging Synergies

By enhancing operational agility, deepening culinary innovation, and optimising supply chain resilience, SATS is well-positioned to meet evolving customer preferences and emerging trends. Leveraging strategic partnerships, we aim to drive synergistic growth and capitalise on new market opportunities.

Singapore

Changi Airport
SATS will deploy 3.2-tonne hi-lifts for in-flight meal delivery as part of a 5-year ground service equipment refresh aimed at enhancing ground operations at the Singapore Hub.

Operations Review
Food Solutions

FY2025 PERFORMANCE REVIEW

SATS Food Solutions experienced remarkable revenue growth of 22.0%, primarily due to the rebound in global travel, with meal volumes surpassing pre-COVID levels. The International Air Transport Association (IATA) expects this momentum to continue, projecting an 8.0% increase in global passenger travel by 2025.

Throughout the year, we saw consistently strong growth across our market segments. Aviation grew 25.7%, while non-aviation grew 14.8%.

ROBUST GROWTH OF

+22.0%

in FY2025

The new Automated Thawing Chamber in Singapore with a dedicated inventory management system is capable of thawing up to 61,000 meals per day.

SATS is strategically positioned to capitalise on the growing demand in the aviation sector and foster further growth. Our good track record of food safety and service quality set us apart. We are committed to more than just providing meals; we offer comprehensive solutions that enhance the consumer experience for our customers. In addition to food services, we help our clients identify trends and adapt to changing consumer expectations.

The SATS Global Innovation Hub has the expertise to help customers gain insights into the market, collaborate on innovative projects, and design new, sustainable service ware, packaging, and service solutions. We work closely with key customers to identify new market opportunities.

An experienced culinary and product innovation team equipped with extensive knowledge of food technology collaborates with SATS research and development centres across our network to transform menu ideas into inflight meals in various formats. SATS boasts a cosmopolitan team of chefs throughout our production network, dedicated to creating culturally authentic meals and delivering synchronised service levels for over 130 international airlines, in addition to non-aviation customers.

Our team is backed by SATS' network of production facilities in China, India, Japan, Singapore, and Thailand, which produce meals in various formats, including cook-chill, ambient, and frozen. We prioritise delivering consistent quality. To maintain the consistently authentic taste of SATS' signature dishes, we have launched a digital platform called the Culinary Knowledge Base. It is designed to retain knowledge and harmonise preparation and cooking processes, while allowing for local adaptation, to ensure consistent authenticity across our network.

FOCUS ON AVIATION

This year, we have made significant investments to enhance our capabilities. A key development has been the acquisition of full ownership of SATS Food Solutions Thailand (SFST), an essential asset in our production network operations. This acquisition gives SATS full control over SFST's development and expansion plans. Located within Thailand's well-established food ecosystem and equipped with advanced technology and production facilities, SFST is a centre of excellence for large-scale production of SATS Fresh Frozen Meals (FFM) and pre-cooked ingredients. Construction of a new state-of-the-art facility at SFST is underway, increasing its daily output of FFM to 108,000 meals.

SATS has invested in developing FFM since acquiring Nanjing Weizhou Airline Food Corp. Ltd.(NWA) in 2019. Today, NWA benefits from a leadership position in FFM meal production serving Chinese carriers. Due to the increasing demand for FFM, we are retrofitting SATS Inflight Catering Centre in Singapore to include the installation of a Fresh Frozen Meal Thawing

SATS and Mitsui representatives in celebrating the partnership in Narita, Japan.

Chamber (FFMTC) with the capacity to thaw 61,000 FFM per day. The FFMTC will be equipped with an automated storage and retrieval system, along with dedicated management controls to track inventory and ensure the traceability of meals. SATS is the world's first aviation food solutions provider to deploy an automated FFM thawing chamber.

New trends are emerging with the resurgence of global travel. Outbound tourism spending by Indian and Southeast Asian tourists is expected to rise significantly, which may increase demand for Asian meals on airlines. A noteworthy trend is emerging among Chinese travellers too. An estimated 38% of them are first-time travellers, with a significant majority, 64%, being under the age of 30. Many young travellers are drawn to long-haul destinations, influenced by social media platforms such as Xiaohongshu and Douyin. For instance, during the 2025 Chinese New Year period, European countries saw a substantial increase in the arrival of Chinese tourists compared to the previous year. This surge may lead to a higher demand for Asian meals on airlines.

As an Asia-based company, SATS has the culinary expertise and technical knowledge to develop and produce authentic-tasting Asian meals. With the rise of Asian travellers, our 3-tier network of FFM production facilities is strategically situated across key Asian markets, allowing us to tap into rich regional culinary expertise and deliver authentic Asian flavours to a global audience. In April, at the World Travel Catering and Onboard Services Expo (WTCE) held in Hamburg, Germany, SATS showcased several innovative international and Asian menu options that received positive customer feedback.

We are proud to be awarded the PAX International Airline Caterer of the Year for Asia once again, marking our seventh consecutive year winning this award. This is a testament to our capability in developing comprehensive aviation food solutions and our commitment to culinary excellence.

SYNERGISTIC GROWTH THROUGH PARTNERSHIPS

We leverage our high-quality standards and capability in aviation to pursue synergistic growth through partnerships. In July 2024, we established a partnership with Mitsui Co. Ltd., to acquire a minority stake in two of our four subsidiaries: SATS Food Solutions India Private Limited and SATS (Tianjin) Food Co., Ltd.

Mitsui's investment will accelerate the growth and expansion of SATS' food solutions business through targeted demand generation. Leveraging Mitsui's extensive network of prominent food retailers, manufacturers, and F&B players across key Asian markets, the partnership aims to unlock new business opportunities and expand our market reach, boosting SATS operations volumes and optimising asset utilisation rates.

WALLABY NASI LEMAK

We are proud to participate in the opening of Camp Tilpal in Shoalwater Bay, Queensland, Australia, which was officiated by Singapore's Senior Minister of State for Defence, Heng Chee How, on 13 November 2024. At Camp Tilpal, we have a new kitchen that can serve 2,000 soldiers during their training.

In addition to Camp Tilpal, the SATS team of chefs and kitchen assistants also provide catering support to Singapore soldiers training in the Shoalwater Bay area, including at Camp Growl and Sam Hill.

At SATS, we understand that operating in an outbound environment like Camp Tilpal requires more than efficiency; it also involves boosting morale. Our team of 16 chefs and nine catering assistants is dedicated to bringing local favourites to the soldiers. One popular dish is our junior sous chef Bee Bee's nasi lemak, which the soldiers have affectionately named "Wallaby Nasi Lemak."

LOOKING FORWARD

The modern customer views dining as an opportunity to explore the world through flavours, making the culinary experience about more than just the food. At the heart of this experience is the chef's culinary expertise, which brings authentic and innovative menus to life. Complementing this are thoughtfully designed service ware and packaging, which enhance the experience. It is crucial to maintain food safety and quality while ensuring high operational service standards without compromise. SATS has developed strong capabilities in food solutions, and we are dedicated to collaborating closely with our customers to unveil new and exciting dining experiences.

Stanley Goh
CEO, Food Solutions

Chicago, United States

O'Hare International Airport
WFS staff conducting solar panel inspections at O'Hare International Airport, supporting our commitment to renewable energy infrastructure.

Creating Long-term Value

In supporting long-term value creation, SATS continues to advance its global sustainability efforts by delivering tangible emissions reductions, increasing renewable energy adoption, advancing circular economy initiatives, and reinforcing governance standards.

Sustainability

In FY2025, the Sustainability team focused on building foundational capabilities to support the integration of WFS, from a Singapore-centric focus to a globally aligned model, embedded across diverse markets and operational contexts.

TOTAL CARBON FOOTPRINT

1,287,885 tCO_2e

in FY2025

SCOPE 1	19%
SCOPE 2	6%
SCOPE 3	75%

ACCELERATING SATS' SUSTAINABILITY TRANSFORMATION

With the integration of Worldwide Flight Services (WFS), our sustainability strategy evolved from a Singapore-centric focus to a globally aligned model, embedded across diverse markets and operational contexts.

In FY2025, the Sustainability team has been strengthening existing and building new foundations to equip the Group with the tools, processes, skills, and know-how needed to deliver on all our ESG commitments. This included embedding ESG considerations into our enterprise risk management framework, launching tailored ESG training programmes for commercial and operational teams, and empowering local sites through a network of Sustainability Business Partners and Champions who drive day-to-day implementation and awareness initiatives.

At the heart of our sustainability journey lies a robust ESG Framework designed to translate our global ambitions into tangible, measurable outcomes, guided by a clear three-stage approach: comply, optimise, and transform. This framework provides a clear structure for how we govern, deliver, and embed our ESG priorities across all levels of the organisation; and ensures regulatory compliance, operational efficiency, and long-term value creation.

Together, these pillars enable us to turn our Group strategy into action, creating value for our business and our stakeholders.

Food preparation in SATS Inflight Catering Centre 1.

Our ESG Framework

8 ESG PRIORITIES

ENVIRONMENTAL	SOCIAL	GOVERNANCE
Decarbonisation	Safety & Security	Cybersecurity & Data Protection
Waste & Packaging	Human Capital Development	Governance & Business Ethics
	Diversity & Inclusion	Sustainable Sourcing

STRATEGY	GOVERNANCE	DELIVERY	OUTREACH	CULTURE
Materiality Assessment & Risk Management	**Board Level**	**Delivery Model** Subject Matter Expertise, Central Coordination, Regional & Local Implementation	**Customers, Suppliers, Airport Communities**	**Employee Engagement**
Global Ambitions & Specific Roadmaps for Each Priority	**Group Level**	**ESG Data & Reporting**	**Regulators, Investors, Shareholders**	**Basic ESG Awareness Skills for All**
Smart Targets & KPIs	**Regional & Local Levels**	**ESG Projects** Optimise & Transform	**Industry Voice** Media & Associations	**Upskilling Specific Roles** Sales, Procurement, Ops

Sustainability

OUR COMMITMENTS TO SAFETY

Health, Safety, Security, and Environment (HSSE) excellence is critical to our licence to operate and our responsibility to employees, customers, and partners. In FY2025, we took bold steps to elevate our HSSE standards. We continue to emphasize the importance of safety in all our operations and are fostering an injury-free culture.

We integrated Pulse, WFS's digital HSSE system, across all SATS operations, harmonising incident reporting, risk assessments, and compliance protocols. We are developing a new Safety Management System (SMS), to be launched in FY2026, which will standardise safety processes globally and improve risk mitigation.

Risk reduction initiatives included:
- Upgrading our forklift fleet with enhanced safety features
- Rolling out proximity sensors in high-traffic zones
- Implementing a Plant and Equipment Register to improve visibility, maintenance, and risk management of critical assets

We also conducted engagement workshops to unify HSSE standards and strengthen leadership accountability. To reinforce our cultural values, we launched a new HSSE identity alongside a behavioural framework built around six key habits: be trained, be focused, follow, challenge, keep and report.

In parallel, we rolled out our "Just Culture" programme empowering employees to report safety concerns while building a transparent and learning-oriented environment. The programme distinguishes between human error and reckless behaviour, and promotes fairness, transparency, and continuous improvement across the organisation. This reflects our belief that a strong safety culture is not only about compliance – it's about creating an environment where everyone goes home safe, every day.

ENVIRONMENTAL STEWARDSHIP

Our FY2025 total carbon footprint is 1,287,885 tCO_2e composed by 19% scope 1 emissions, 6% scope 2 and 75% scope 3. 75% of the Group's emissions are generated by our Food Solutions activities and 25% are coming from our Gateway Services.

SATS has committed to reduce our scope 1 and 2 emissions by 50% by 2030 from baselines established for Singapore-based operations in 2020 and for overseas in 2024. As a Group, we emitted 316,265 tCO_2e in FY2025, representing a 4.6% net reduction compared to baseline.

Over the years, SATS has made significant improvements, halving our Group carbon intensity in just 6 years from 111 tCO_2e per SGD million of revenues in FY2020 to 54 in FY2025. Compared to 64 in FY2024, the Group improved its carbon intensity by 15%. This is the result of our efforts in reducing our total fuel consumption through electrification of our fleet and adoption of low-emission alternative fuels, modernisation of our refrigeration systems in our kitchens and cold chain facilities, and transition to renewable energy in our buildings.

Low-Emission Vehicles

SATS made measurable strides in reducing our carbon footprint. Scope 1 emissions from fuel combustion declined by 2% to 113,649 tCO_2e, as we transitioned to a more sustainable vehicle fleet. LEV (low-emission vehicle) adoption doubled to 21% globally, led by 100% adoption in India and Sweden, with over 90% penetration in Belgium, Denmark, and the Netherlands. In Singapore, LEV adoption reached 31% as we work with Changi Airport Group to transit to full green mobility by 2040.

We introduced hydrotreated vegetable oil (HVO100) biofuels for ground support equipment in France and the UK and deployed electric and autonomous tractors in Hong Kong, Malaysia, and Ireland. These initiatives contribute to energy efficiency, reduce operating costs, and long-term emissions reductions.

Refueling Ground Support Equipment with HVO100 biofuel on the ramp at Paris Charles de Gaulle (CDG), as part of our low-carbon transition efforts.

Renewable Energy

In FY2025, SATS reduced scope 2 emissions by 16%, to 75,914 tCO_2e. Globally, we increased renewable energy use covering 27% of total electricity consumption. Our strategy combines rooftop solar installations (a total of 18.3 MWp deployed across 9 markets), green power purchase agreements (PPAs), and certified green electricity procurement initiatives. Energy efficiency initiatives – including LED lighting retrofits, smart motion sensors, and chilled water system upgrades – contribute to deliver further emissions reductions. In Singapore, a "Cooling as a Service" agreement for our catering centre is projected to save 4.5 GWh annually.

Refrigerants

Scope 1 emissions from refrigerant leakage increased due to business growth, totalling 126,701 tCO_2e. Mitigation efforts include transitioning to low global warming potential (GWP) refrigerants and enhancing maintenance practices. In India and Thailand, we deployed ammonia-based refrigeration systems – using a refrigerant gas with zero GWP – while in Singapore, we replaced aging coil fans to reduce fugitive emissions.

WASTE & PACKAGING

We continued advancing our circular economy agenda. In Singapore, food waste intensity fell to 1%, significantly ahead of our 2030 target of a 50% reduction from a 4.1% baseline. Across overseas operations, food waste intensity decreased by over 6% compared to the FY2024 baseline. Overall, 91% of food packaging materials used globally are reusable or recyclable ready.

Innovation remains a core strategy. In the US, the use of biodegradable stretch wrap in cargo operations prevented the equivalent of over 665 tonnes of plastic from ending up in landfill in FY2025. At Liege Airport, the Continuous Improvement team reduced the use of shrink foil on the pallet build-up process, saving 44 tons of plastic per year. In Singapore, we partnered with local start-ups to convert plastic into road materials, food waste into energy, and repurposed coffee grounds into new food products. These collaborations enable scalable, locally adapted solutions for waste reduction.

In aviation, SATS hosted the largest Cabin Waste Composition Audit (CWCA) in 2024, covering 25 aircrafts and 6 tonnes of waste. This pioneering initiative from Aviation Sustainability Forum (ASF) contributed to IATA's formal recognition of the CWCA methodology as the global industry standard.

LOOKING AHEAD

SATS is committed to halving our scope 1 and 2 emissions by 2030 and achieving net-zero emissions by 2050 contributing to accelerate the aviation sector's transition to a more sustainable future. We will continue to scale renewable energy adoption, decarbonise our fleet and infrastructure, and deepen collaboration with customers, suppliers, and regulators. By building strong ESG foundations and driving local ownership, SATS is positioning itself as a global leader in sustainable aviation, logistics and food solutions provider.

Over the past six years, SATS has made significant improvements, halving our Group's carbon intensity. In terms of scope 1 and 2 emission reductions, we emitted 316,265 tCO_2e in FY2025, representing a 4.6% net reduction.

Please refer to SATS Sustainability Report FY2025 for more information on our initiatives and progress and to SATS ESG DataBook FY2025 for all metrics.

People

Building a Global Force for Growth

Sustainable growth can only be achieved through a unified, high-performing global team.

Paris, France

Charles de Gaulle Airport
The cargo team at Paris Charles de Gaulle Airport handles a wide variety of goods from e-commerce packages to fully built vehicles.

People

UNITING CULTURE ACROSS BORDERS

Creating a unified culture carries particular significance for SATS due to the rapid expansion of our global footprint. We have actively driven our cultural integration beginning with the roll out of our SATS People Values globally. These values establish a shared language and common reference for teams operating across different geographies and cultural contexts. We bring the five People Values to life with brand visuals and employee stories to reinforce our employees' understanding of why and how they play a critical role in our success and identity. Looking ahead, we plan to embed the SATS People Values into our core people processes to serve as a foundation for our everyday behaviours and decisions.

CULTIVATING FUTURE-READY LEADERS AND TALENT

We are committed to cultivating exceptional leaders and talent at all levels – individuals who possess both deep functional expertise and strong leadership capabilities underpinned by an enterprise mindset. To this end, we have established the SATS Core Competencies and Group Talent Management Framework. The former establishes a standardised foundation for capability building, and the latter defines our talent philosophy and strategy, These frameworks ensure a consistent and structured approach to talent identification, development and deployment across our global organisation.

People leaders drive SATS' organisational success, shaping performance through their vision, guidance and ability to inspire teams. As stewards of our company culture, they set the tone for collaboration, innovation and accountability. We have put in place structured leader development programmes like Built to Lead and Front Line Leaders Programme, which equip our leaders with the requisite people management skills.

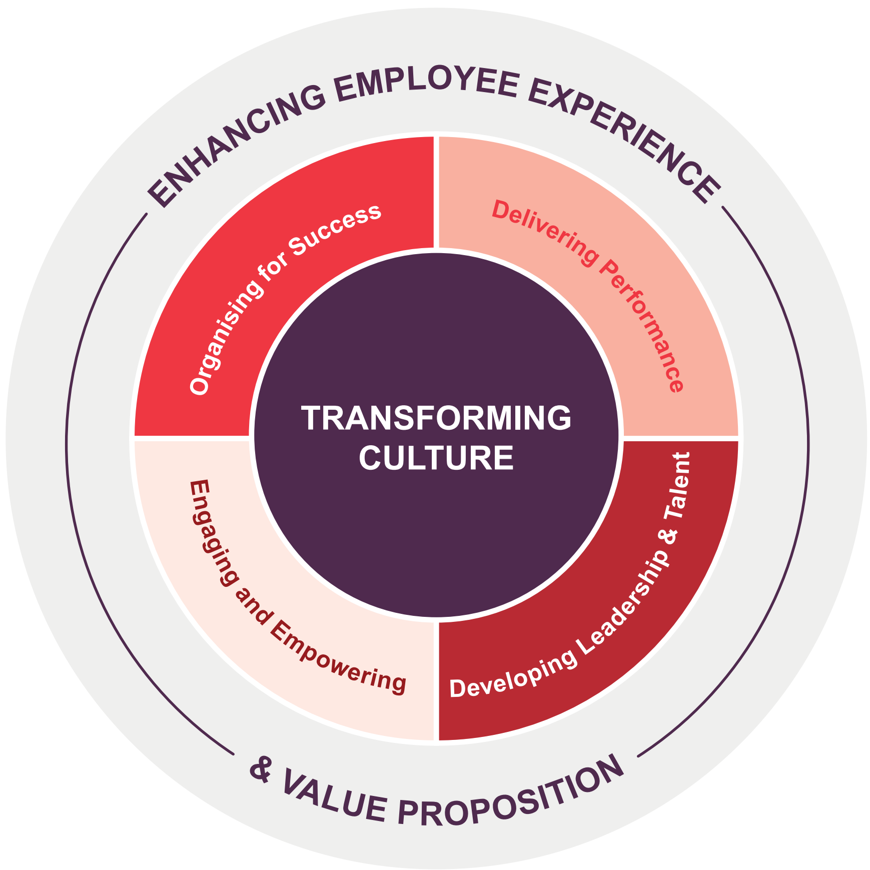
Over the past year, we have completed our baseline succession plans at the senior leadership levels, providing visibility into our leadership pipeline and enabling proactive development planning. In the following year, we will develop and deliver tiered global flagship talent development programmes to enhance the succession readiness of our identified global pool of successors and talent.

We will continue to leverage 'ELEVATE', a talent experience initiative that facilitates short-term targeted assignments across geographies, enabling promising employees to gain international work experience while addressing business needs. These experiences help enhance development, build valuable networks and transfer know-how – creating business value while developing our people.

POWERING PERFORMANCE THROUGH WORKFORCE DEVELOPMENT

At SATS, we recognise that a well-trained workforce with a continuous improvement mindset is fundamental to our business success. We are committed to nurturing and unlocking the full potential of our people through a dynamic learning eco-system that seamlessly integrates instructor-led training, digital learning, on-the-job training and mentorship.

Our structured and comprehensive functional training framework ensures that new joiners quickly acquire the essential skills and knowledge to excel in their roles, enabling them to be productive as quickly as possible.



The first Global Connect as a fully integrated organisation took place in November 2024 at the Ritz Carlton Hotel.

By highlighting success stories from across our network, this programme not only rewards exceptional performance but also reinforces the behaviours and values that define what excellence and our aspired culture look like in practice, inspiring others to follow these examples.

Beyond functional training, we are rapidly enhancing our global corporate training curriculum in critical areas such as safety, legal and compliance, workplace inclusion and operational excellence. By adopting a globally standardised approach, we are enhancing our workforce capability across the enterprise in a consistent manner, reinforcing a culture of excellence and continuous growth.

In parallel with these capability-building efforts, SATS remains steadfast in our commitment to championing the interests of our employees and strengthening tripartism at our Singapore headquarters. In recognition of our ongoing contributions and support of the Labour Movement's initiatives, SATS was awarded the Gold Plaque of Commendation at the May Day Awards 2025 by the National Trade Union Congress (NTUC).

FUELING COLLECTIVE SUCCESS THROUGH ENGAGEMENT

Fostering healthy levels of engagement across our global workforce represents a critical differentiator that directly impacts our culture and business performance. In 2024, we launched our first global baseline employee engagement survey across 19 participating countries. Our engagement surveys provide consistent measurement across our global operations, while local action planning ensures that improvement efforts address the specific needs of diverse teams and contexts.

Our signature strategy cascade event, 'Global Connect', is an annual global event to engage all employees in our strategic direction and their role in our collective success. Our Global PCEO Awards programme and ceremony recognises outstanding contributions that exemplify our people values in action – celebrating those who go above and beyond in safety, customer focus, operational excellence, respect and teamwork. By highlighting success stories from across our network, this programme not only rewards exceptional performance but also reinforces the behaviours and values that define what excellence and our aspired culture look like in practice, inspiring others to follow these examples.

ENHANCING EMPLOYEE EXPERIENCE AND VALUE PROPOSITION

Beyond individual learning, we have undertaken job redesign initiatives that enhance operational efficiency and employee experience. Notable is our ongoing partnership with our union leaders and stakeholders in Singapore to raise the attractiveness of jobs in the aviation ecosystem. We have embarked on multiple projects across business units to leverage solutions based on the principles of People, Process and Technology. This approach helps to meet evolving operational and service needs while ensuring the roles remain competitive and offer career progression for our employees.

These initiatives represent far more than operational improvements – they embody our commitment to creating a workplace where all employees will experience fulfilling careers, be appreciated for their achievements and make a meaningful impact to their team, the organisation and our society (SATS "FAM").

Five-year Group Financial and Operational Summary

	FY2025	FY2024	FY2023	FY2022	FY2021
				(Restated)^	(Restated)^
Income Statement ($ million)					
Total revenue	**5,821.1**	5,149.6	1,758.3	1,176.8	970.0
Operating profit/(loss)	**475.7**	244.2	(48.0)	(42.6)	(10.1)
Share of results of associates/joint ventures, net of tax	**114.3**	110.0	45.4	17.1	(48.0)
Profit/(loss) after tax	**260.8**	63.7	(38.6)	4.3	(109.3)
Profit/(loss) attributable to owners of the Company	**243.8**	56.4	(26.5)	20.4	(78.9)
EBITDA#	**1,036.2**	780.6	127.8	77.0	120.3
Statement of Financial Position ($ million)					
Equity holders' funds	**2,586.7**	2,375.0	2,333.6	1,602.6	1,546.3
Non-controlling interests	**182.2**	184.5	181.2	231.1	152.5
Total Equity	**2,768.9**	2,559.5	2,514.8	1,833.7	1,698.8
Property, plant and equipment	**860.3**	796.4	579.2	589.6	519.7
Other non-current assets	**5,970.9**	5,733.9	1,371.7	1,406.7	1,249.4
Current assets	**2,051.5**	1,949.7	2,722.8	1,296.0	1,322.7
Total assets	**8,882.7**	8,480.0	4,673.7	3,292.3	3,091.8
Non-current liabilities	**2,620.7**	3,129.5	1,552.5	828.0	827.7
Current liabilities	**3,493.1**	2,791.0	606.4	630.6	565.3
Total liabilities	**6,113.8**	5,920.5	2,158.9	1,458.6	1,393.0
Net Assets	**2,768.9**	2,559.5	2,514.8	1,833.7	1,698.8
Financial Ratios					
Return on equity (%)	**9.8**	2.4	(1.3)	1.3	(5.0)
Return on total assets (%)	**3.0**	1.0	(1.0)	0.1	(3.6)
Operating margin (%)	**8.2**	4.7	(2.7)	(3.6)	(1.0)
Net margin (%)	**4.5**	1.2	(2.2)	0.4	(11.3)
Debt-equity ratio (times)	**1.53**	1.60	0.59	0.46	0.51
Gross debt/EBITDA+ (times)	**3.7**	4.6	8.5	8.9	12.1
Net debt/EBITDA+ (times)	**3.1**	3.9	6.4	0.6	(0.1)
Productivity and Employee Data					
Revenue per employee ($)	**110,867**	104,628	112,057	103,725	74,749
Staff costs per employee ($) *	**54,169**	55,461	46,236	41,217	27,307
Average number of employees	**52,505**	49,218	15,691	11,345	12,977

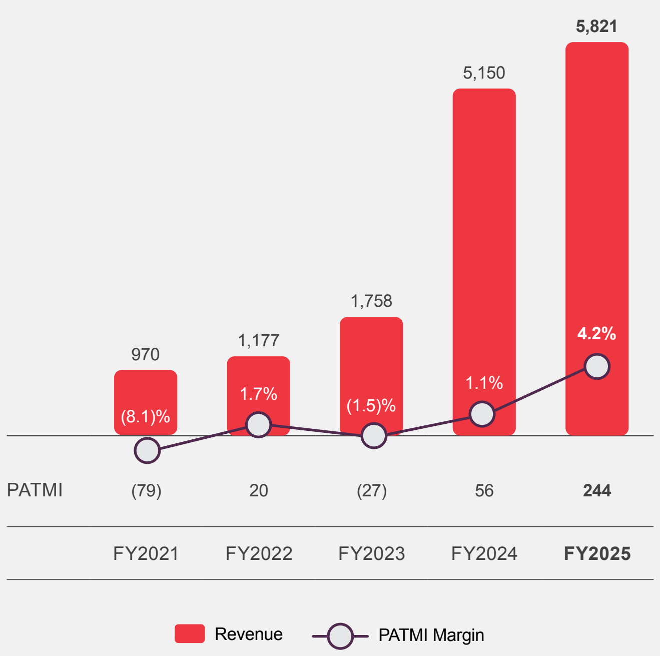
EBITDA refers to earnings before interest, tax, depreciation and amortisation.
* Staff costs exclude cost of contract labour.
^ Earnings per share have been restated following the rights issue in March 2023.

	FY2025	FY2024	FY2023	FY2022	FY2021
				(Restated)^	(Restated)^
Per Share Data (cents)					
Earnings after tax					
- Basic	**16.4**	3.8	(2.2)	1.8	(6.7)
- Diluted	**16.2**	3.8	(2.2)	1.7	(6.6)
Net asset value per share	**174.1**	159.3	156.9	142.8	138.1
Dividends					
Interim dividend per share (cents)	**1.5**	–	–	–	–
Final dividend per share (cents)	**3.5**	1.5	–	–	–
Dividend cover (times)	**3.3**	2.5	–	–	–
Dividend payout (%)	**30.5**	39.7	–	–	–
Cash Flows ($ million)					
Cash flows from operations	**1,066.0**	693.7	101.9	96.3	159.4
Free cash flow before payment of lease liabilities	**669.4**	326.5	(39.8)	(15.6)	56.2
Free cash flow after payment of lease liabilities	**228.3**	(48.2)	(99.9)	(41.7)	27.1
Capital expenditure	**221.7**	185.6	119.4	77.9	61.5
Operating Statistics					
Cargo/mail processed (million tonnes)	**9.0**	7.8	2.2	1.7	1.2
Gross meals produced (million)	**107.5**	96.3	68.9	52.4	43.7
- Aviation meals	**65.6**	54.1	32.2	14.7	9.3
- Non-aviation meals	**41.9**	42.2	36.7	37.7	34.4
Flights handled (thousand)	**634.6**	599.6	230.4	95.5	55.1
Ship calls handled	**261**	309	254	254	96

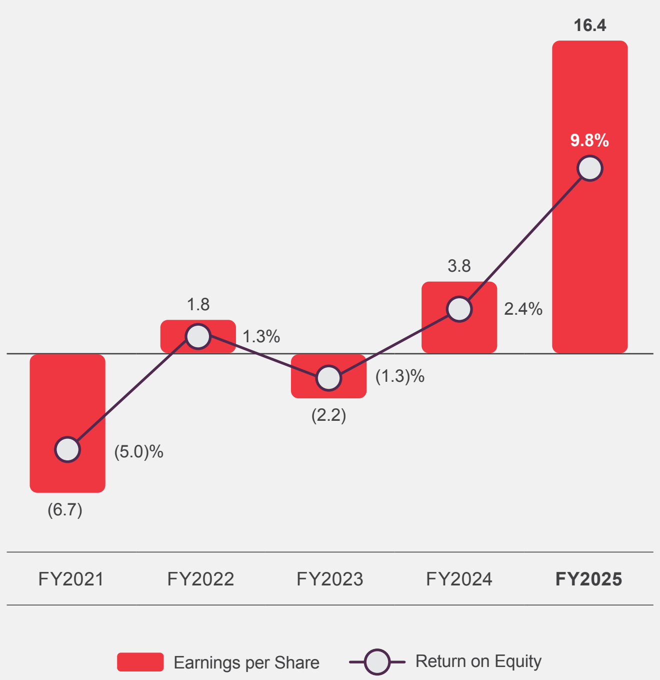
Notes:
1 SATS' financial year is from 1 April to 31 March. Throughout this report, all financial figures are stated in Singapore Dollars, unless otherwise stated.
2 Return on equity is profit attributable to owners of the Company expressed as a percentage of the average equity holders' funds.
3 Return on total asset is profit after tax divided by average total asset.
4 Net margin is profit after tax divided by revenue.
5 Operating margin is operating profit divided by revenue.
6 Debt-equity ratio is total debt divided by total equity at 31 March.
7 Gross debt/EBITDA+ is total borrowings including lease liabilities divided by EBITDA plus share of associate/joint ventures.
8 Net debt/EBITDA+ is total borrowings including lease liabilities less cash, divided by EBITDA plus share of associate/joint ventures.
9 Average number of employees refers to the number of full time equivalent employees over 12 months, including participants in the flexible-hour work scheme.
10 Basic earnings per share is computed by dividing profit attributable to owners of the Company by the weighted average number of fully paid shares in issue.
11 Diluted earnings per share is computed by dividing profit attributable to owners of the Company by the weighted average number of fully paid shares in issue after adjusting for dilution of shares under the various employee share plans.
12 Net asset value per share is computed by dividing equity attributable to owners of the Company by the ordinary shares (excluding treasury shares) in issue at 31 March.
13 Dividend cover is derived by dividing profit attributable to owners of the Company by total dividend (net of tax).
14 Dividend payout ratio is derived by dividing total dividend (net of tax) by profit attributable to owners of the Company.
15 Free cash flow before payment of lease liabilities comprises cash flows from operating activities less cash purchases of capital expenditure.
16 Operating statistics cover SATS and its subsidiaries, but does not include associates/joint ventures.

Financial Review

Revenue and Profitability ($M)



Earnings per Share (cents) and Return on Equity (%)



HIGHLIGHTS

Group revenue for the year improved 13.0% to $5.8 billion over the same period last year, driven by growth in business volumes and contributions from an expanded network of operations.

Year-on-year, Gateway services revenue grew 10.6% to $4.5 billion, reflecting strong air cargo performance across multiple sectors including high-tech shipments and e-commerce. This growth was further supported by volume shifts from ocean freight due to ongoing geopolitical uncertainties. Our cargo volumes have consistently outperformed International Air Transport Association's ("IATA") global growth benchmarks over the last consecutive six quarters, demonstrating our ability to leverage our expanded network to secure new contracts.

Food Solutions delivered revenue of $1.4 billion, a strong 22.0% increase year-on-year, as global aviation travel continued its recovery trajectory, driving higher demand for inflight meals.

The Group recorded operating profit of $475.7 million for FY2025, a 94.8% increase from $244.2 million in the previous year. Operating profit margin expanded from 4.7% to 8.2%, reflecting favourable operating leverage.

The share of earnings from associates and joint ventures grew 3.9% to $114.3 million, bolstered by overall business volume growth across our network, a one-off recovery gain for a long outstanding debt in Indonesia, partially offset by bonus catch-up in several operating units for good performance.

The Group delivered net profit attributable to owners of the Company ("PATMI") of $243.8 million, which has increased by more than three-fold, compared to $56.4 million last year. The strong performance reflects the benefits of increased scale, integration synergies and enhanced operational efficiency across the Group's expanded business portfolio.

Return on equity was 7.4 percentage points higher, climbing to 9.8% from 2.4% in the last financial year.

As at 31 March 2025, the Group's total assets were $8.9 billion. Non-current asset increased to $6.8 billion, largely attributed to increased right-of-use assets as the Group expanded its warehouse capacity to support business growth.

Total liabilities for the Group increased by $193.3 million to $6.1 billion, mainly due to higher lease liabilities, partially offset by the repayment of $200 million in Singapore dollar Medium Term Notes ("SGD MTN") that matured in March 2025.

FY2025 operating cash flow after lease repayment strengthened significantly to $450.0 million, compared to $137.4 million in the previous year. The Group generated a positive free cash flow after lease payments of $228.3 million for the year, representing a substantial improvement of $276.5 million year-on-year, primarily due to the higher operating profit achieved during the year, balanced with measured financial and liquidity management.

Gross debt-to-equity ratio decreased to 1.5 times from 1.6 times in the previous year.

EARNINGS PER SHARE

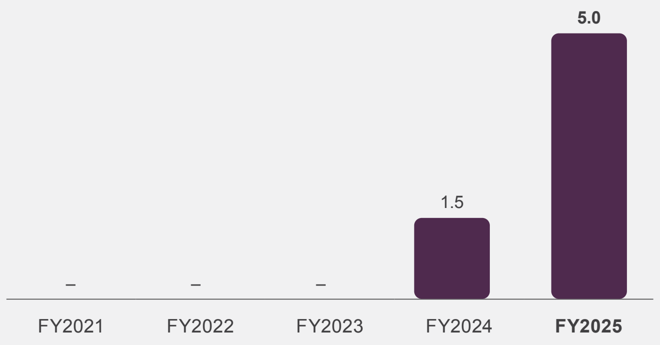
In FY2025, the Group's earnings per share was 16.4 cents. This was an improvement from 3.8 cents in the past financial year.

DIVIDENDS

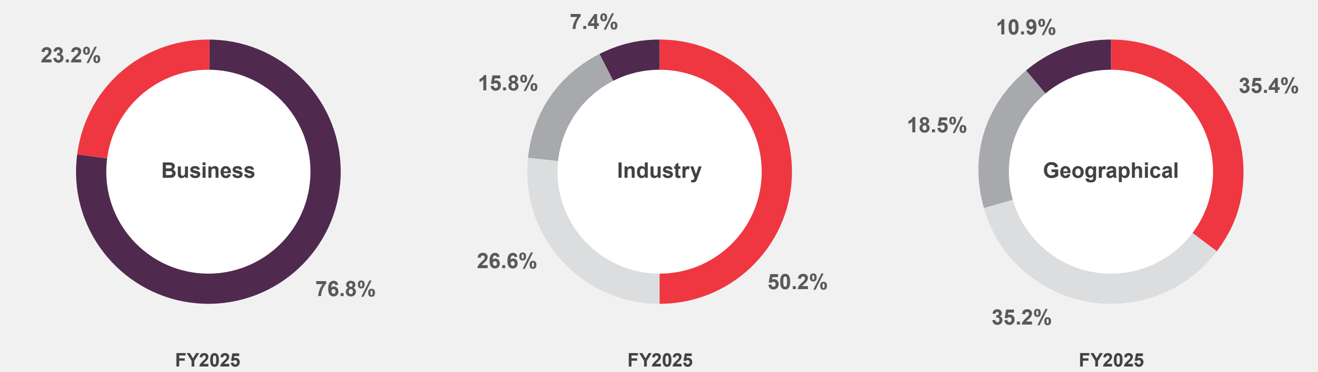
SATS remains committed to growing dividends progressively with earnings, while balancing the Group's continuing investment for its business operations and capital expenditure needs for sustainable growth, as well as paring down debt to strengthen its balance sheet.

In view of the Group's financial performance in FY2025, the Board of Directors has recommended a final dividend of 3.5 cents per share. Combined with the interim dividend of 1.5 cents per share, this brings the total full-year dividend to 5.0 cents per share. The proposed final dividend will be tabled for shareholders' approval at the forthcoming Annual General Meeting on 25 July 2025 and if approved, will be paid on 15 August 2025. The book closure date is 1 August 2025.

Dividend per Share (cents)



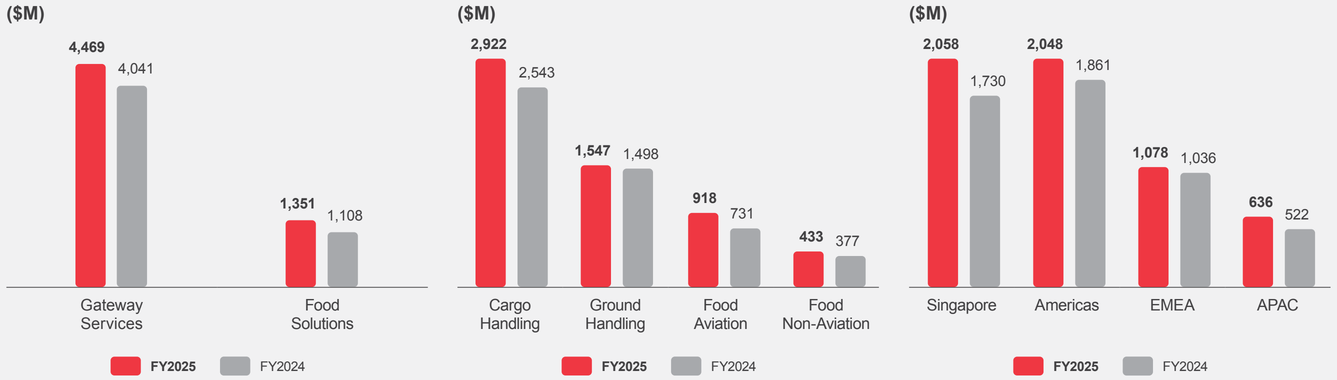
Consolidated Revenue – By Business, Industry and Geographical Location



Gateway Services	76.8%
Food Solutions	23.2%

Cargo Handling	50.2%
Ground Handling	26.6%
Food Aviation	15.8%
Food Non-Aviation	7.4%

Singapore	35.4%
Americas	35.2%
EMEA	18.5%
APAC	10.9%



Notes:
- Gateway Services: revenue from airport and cruise terminal services, and trucking services. The airport terminal services include airfreight handling services, passenger services, aviation security services, baggage handling services and apron services to the Group's airline customers
- Food Solutions: revenue from inflight and institutional catering, food processing, distribution and airline laundry services

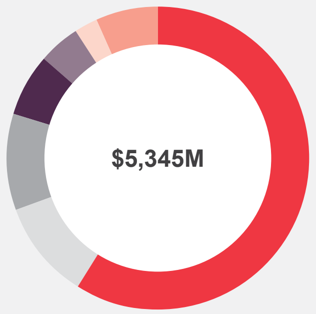
Notes:
- Cargo Handling: revenue from cargo and trucking services
- Ground Handling: revenue from airport and cruise terminal services. The airport terminal services include airfreight handling services, passenger services, security services, and baggage handling
- Food Aviation: revenue from inflight catering and airline laundry
- Food Non-aviation: revenue from institutional catering, food processing and distribution services

Notes:
- Singapore: revenue from Food Solutions and Gateway Services businesses in Singapore
- America: revenue from Gateway Services in North and South America
- EMEA: revenue from Gateway Services and Food Solutions in Europe, Middle East, and Africa
- APAC: revenue from mainly Japan, Malaysia, China, Saudi Arabia and India

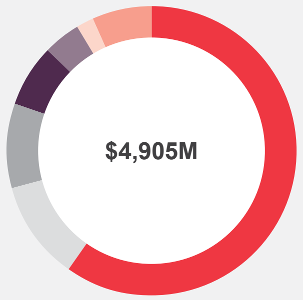
Financial Review

EXPENDITURE

Group operating expenditure grew $440.0 million year-on-year to $5.3 billion, driven by increased resource requirements to handle higher volumes. Staff costs increased $222.4 million mainly from headcount increase and higher contract labour expenses in support of higher volumes from across cargo handling, passenger operations and meal production. Raw materials, subcontracting services, licence fees, company premises and utilities expenses grew in tandem with higher business volumes.



FY2025



FY2024

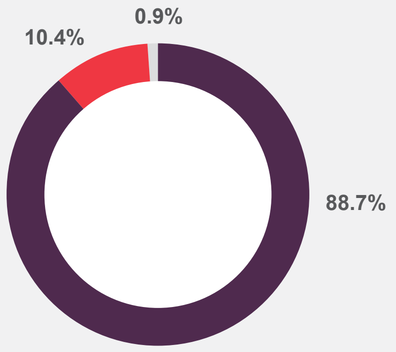
	FY2025
Staff costs	59.1%
Depreciation and amortisation charges	10.5%
Cost of raw materials and supplies	10.2%
Company premise, utilities and maintenance	6.6%
Subcontracting services	4.7%
Licence fees	2.3%
Other costs	6.6%

	FY2024
Staff costs	59.9%
Depreciation and amortisation charges	10.9%
Cost of raw materials and supplies	9.7%
Company premise, utilities and maintenance	6.9%
Subcontracting services	4.2%
Licence fees	2.0%
Other costs	6.4%

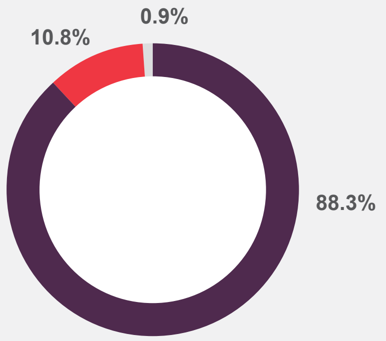
STAFF STRENGTH

The average number of full-time equivalent employees in the Group for current financial year was 52,505. The 6.7% increase was due to the increased resources necessary to handle higher volumes across our regional network.

The breakdown of the average number of employees is set out as follows:



FY2025



FY2024

	FY2025
Gateway Services	46,577
Food Solutions	5,465
Others	463
Total	**52,505**

	FY2024
Gateway Services	43,457
Food Solutions	5,304
Others	457
Total	**49,218**

* FY2024 headcount has been restated to correctly reflect the breakdown between the business

Financial Review

FINANCIAL POSITION

Total equity attributable to the owners of the Company improved 8.9% year-on-year to $2.6 billion as at 31 March 2025. Total equity of the Group strengthened $209.4 million year-on-year to $2.8 billion as at 31 March 2025, mainly driven by profits generated during the financial year.

Total assets grew $402.7 million to $8.9 billion, while non-current assets increased $300.9 million to $6.8 billion, mainly attributable to increased right-of-use assets as the Group expanded its warehouse capacity to support business growth.

Capital expenditure of $232.9 million which translates to 4.0% of group revenue, was 16.5% higher compared to last year. The Group's net asset value per share as at end of current financial year was 174.1 cents per share, 9.3% higher compared to the previous year.

Total liabilities for the Group increased by $193.3 million to $6.1 billion mainly due to higher lease liabilities. This was partially offset by the repayment of $200 million in SGD MTN that matured in March 2025.

Group cash and cash equivalents was $694.0 million as at 31 March 2025, an increase of $35.0 million.

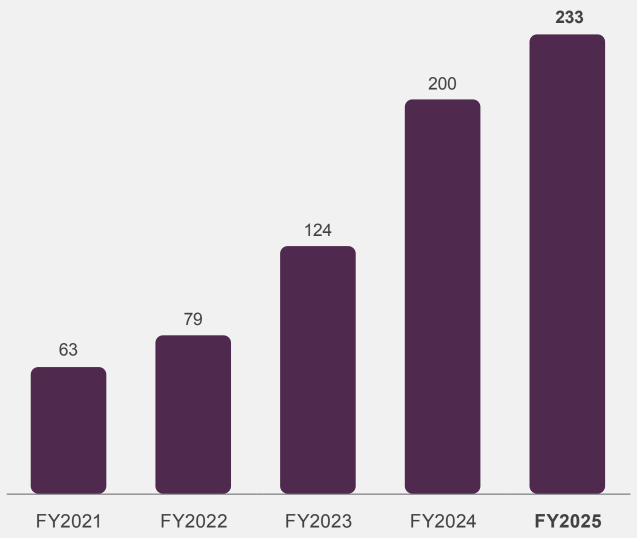
Net cash from operating activities was $891.1 million, $379.0 million higher than the last corresponding period due to higher earnings before interest, tax, depreciation and amortisation.

Net cash outflow from investing activities was $100.8 million compared to an inflow of $68.0 million last year. Current year net outflow was due mainly to capital expenditure of $221.7 million, partially offset by dividends from associates and joint ventures, interest income from deposits, the redemption of an investment in a secured loan and proceeds from the partial disposal of interest in an associate. Prior year net inflow was mainly due to the consolidation of cash from Worldwide Freight Services ("WFS") and proceeds from the disposal of a subsidiary.

Net cash used in financing activities was at $765.2 million compared to $292.0 million last year. This was mainly due to the repayment of the SGD MTN of $200 million, a net repayment of factoring facilities, higher dividend and lease payments.

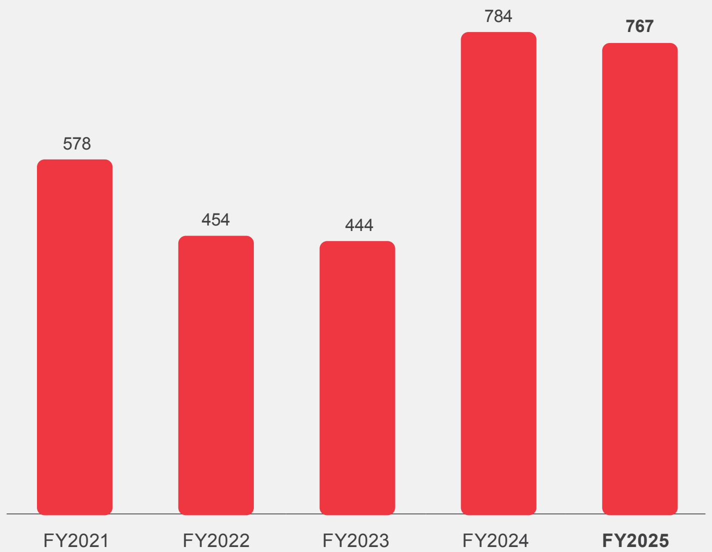
Group free cash flow after lease repayment for FY2025 was a positive $228.3 million, representing a substantial improvement of $276.5 million year-on-year, primarily due to the higher operating profit achieved during the year, balanced with measured financial and liquidity management.

Investment in Capital Expenditure ($M)



% of revenue	FY2021	FY2022	FY2023	FY2024	FY2025
% of revenue	6.5%	6.7%	7.1%	3.9%	4.0%

Carrying Value of Investment in Associates/ Joint Ventures ($M)



Financial Calendar

Financial year ended 31 March 2025

2024

20 JUNE
Published Notice of Annual General Meeting to shareholders on SGXNet and the Company's website

4 JULY
Digital Annual Report went live

19 JULY
51st Annual General Meeting was convened

26 JULY
Book closure date for final dividend on Ordinary Shares for the FY2024

8 AUGUST
Payment date for final dividend on Ordinary Shares for the FY2024

20 AUGUST
Announcement of 1Q FY2025 business update
Business update conference call with live webcast

7 NOVEMBER
Announcement of 1H FY2025 results
Business update conference call with live webcast
Capital Markets Day

22 NOVEMBER
Book closure date for interim dividend on Ordinary Shares for the 1H FY2025

6 DECEMBER
Payment date for interim dividend on Ordinary Shares for the 1H FY2025

2025

21 FEBRUARY
Announcement of 3Q FY2025 business update
Business update conference call with live webcast

Financial year ending 31 March 2026

2025

23 MAY
Announcement of 2H and Full-year FY2025 results
Business update conference call with live webcast

26 JUNE
Published Notice of Annual General Meeting to shareholders on SGXNet and the Company's website

10 JULY
Digital Annual Report went live

25 JULY
52nd Annual General Meeting

1 AUGUST
Book closure date for final dividend on Ordinary Shares for the FY2025

15 AUGUST
Payment date for final dividend on Ordinary Shares for the FY2025

AUGUST
Proposed announcement of 1Q FY2026 business update

NOVEMBER
Proposed announcement of 1H FY2026 results

2026

FEBRUARY
Proposed announcement of 3Q FY2026 business update

Financial year ending 31 March 2027

MAY
Proposed announcement of 2H and Full-year FY2026 results

Corporate Governance Report

KEY HIGHLIGHTS

AWARDS & ACCOLADES

- Investor's Choice Awards 2024:
  - Singapore Corporate Governance Award for Diversity
  - The Shareholder Communications Excellence Award
  - Most Transparent Company Award for Industrials
  - Outstanding CEO Award (Mr Kerry Mok)
- The Singapore Corporate Awards 2024, Best Managed Board for corporations with a market capitalisation of more than SGD1 billion.
- Topping the annual corporate governance scorecard of the 2024 Singapore Governance and Transparency Index.

EFFECTIVE RISK MANAGEMENT

- The Board has overall responsibility and oversight for risk management and the SSRC monitors the effectiveness of risk management processes through a robust ERM framework that prescribes a structured methodology for the identification, assessment and mitigation of key risks. Having in place established risk appetite and tolerance limits also defines the nature and extent of risks that the Group is willing to take to achieve its strategic and business objectives and value creation.
- On an annual basis, the Board also opines on the adequacy and effectiveness of the Group's systems of risk management and internal controls and the basis of this opinion is supported by the Group's Management Controls and Assurance Framework that is underpinned by the three lines of defence model. This framework is meant to provide reasonable assurance on the adequacy and effectiveness of the risk management and internal control systems in the areas of Financial, Operational, Compliance and Technology risks.

PROGRESSIVE RENEWAL OF THE BOARD

In recent years, the Board has experienced a notable transformation, incorporating new members with varied expertise and perspectives. We have also been joined by a new Chairman at the helm, whose leadership and vision will guide us towards sustained success. Key highlights of our governance practices and improvements as regards Board composition and succession planning are detailed as follows:

Board Composition and Independence

- Provides oversight and governance with independent leadership.
- Demonstrating and maintaining broad independence with 9 out of 11 Directors being independent non-executive Directors.

Succession Planning

- Deliberate and structured succession planning for leadership transition.
- Appointment of seasoned and capable individuals such as Mr Irving Tan as an independent non-executive Director and Chairman-designate on 16 May 2024 to ensure continuity.
- Appointment of Ms Euleen Goh, Mr Irving Tan's immediate predecessor Chairman, as a senior advisor to Mr Tan to ensure continuity and a smooth transition with minimal disruption.
- Review and update of Board Committees following Mr Irving Tan's appointment as Chairman on 19 July 2024 to align on strategic priorities and regulatory best practices.

Please refer to the Succession Planning and Board Renewal section on page 83 of this Annual Report for further details.

BOARD DIVERSITY

The key highlights of our corporate governance practices as regards Board diversity are outlined below:

Length of Service

- Balanced mix of experienced and newly appointed Directors.
- A majority (8 out of 11) of the Directors have served for less than five years.
- Diversity in tenure allows the Board to leverage institutional knowledge and gain fresh insights.

Skills and Diversity

- Enhancing the global experience and perspective of the Board with the appointment of a new Chairman.
- Broad range of competencies including leadership, financial expertise, risk management, and industry knowledge.
- Enhanced decision-making and ability to navigate business challenges while upholding corporate governance standards.

Please refer to the Board Diversity Targets, Timelines and Progress section on page 79 of this Annual Report for further details.

OUR GOVERNANCE STRUCTURE

CHAIRMAN
Mr Irving Tan

Key role: The Chairman leads the Board and acts independently of Senior Management. The Chairman's primary role is to provide leadership to the Board and the Board Committees and to monitor the translation of the Board's decisions into executive action.

THE BOARD OF SATS
11 Directors:
9 independent Directors and 2 non-independent Directors

Key role: The Board provides leadership and oversight for the Group, setting business strategic direction. It monitors the performance of the PCEO and Senior Management, approves major investments, ensures compliance with legal and regulatory requirements, and maintains effective communication with stakeholders. The Board also engages with Senior Management to develop and execute strategies, manage risks, and ensure organisational accountability and transparency.

AC

Chairperson: Mrs Deborah Ong

Composition: All five members are independent non-executive Directors

Key role: The AC oversees financial statement integrity, the adequacy and effectiveness of internal controls and risk management systems related to financial reporting, as well as performs all other functions and responsibilities of an audit committee that may be imposed by the Companies Act, Listing Manual, Code, and other regulations.

NC

Chairperson: Ms Jessica Tan

Composition: Three out of four members of the NC, including the NC Chairperson, are independent non-executive Directors

Key role: The NC implements and monitors the Board Diversity Policy, making recommendations on Board composition based on various factors such as diversity in terms of gender, skills, industry experience and age. It manages the selection process for new Directors, re-nominations, re-appointments and succession planning for Board and Board Committee members in accordance with the Code's provisions. The NC assesses Directors' independence and effectiveness, particularly those with multiple commitments, and conducts the Board effectiveness evaluation process. It provides advice on training and professional development for Directors and ensures new Directors understand their responsibilities.

RHRC

Chairperson: Mr Achal Agarwal

Composition: Three out of four members of the RHRC, including the RHRC Chairperson, are independent non-executive Directors

Key role: The RHRC evaluates all aspects of remuneration and benchmarks against comparable organisations to ensure terms are fair and competitive. This helps the Group attract, recruit, motivate and retain top talent through competitive pay and progressive policies such as pay-for-performance, achieving the Group's goals and delivering sustainable shareholder value. The RHRC also reviews succession plans for the PCEO and Key Management Personnel.

SSRC

Chairperson: Ms Vinita Bali

Composition: All five members are independent non-executive Directors

Key role: The SSRC guides the Group on strategic, financial, operational, technological (including cybersecurity), legal and regulatory compliance risks. It identifies, amongst other key risks, material ESG factors for integration into business strategy, while overseeing the management of enterprise risk factors and monitoring risk and safety adequacy and effectiveness.

PCEO

Mr Kerry Mok

Key role: The PCEO is the highest-ranking senior corporate officer responsible for leading and managing the Group. The PCEO, in collaboration with Senior Management, formulates strategic proposals for the Board's consideration. Following thorough and constructive deliberations by the Board, the PCEO implements the agreed-upon strategy, oversees the development of the Group's businesses, and executes Board-aligned strategies. Furthermore, the PCEO serves as the Company's representative to various stakeholder groups, including shareholders, employees, government authorities and regulators, business partners, customers, and the general public.

Corporate Governance Report

Introduction

SATS upholds high standards of corporate governance as a foundation for ethical conduct, sustainable corporate performance, operating competitiveness and accountability. Our corporate governance framework focuses on strong and accountable leadership, effective internal controls and risk management, a transparent corporate culture and accountability to our shareholders and stakeholders.

We are pleased to report that for FY2025, we have adhered to the core principles of corporate governance as outlined in the Code. Additionally, we have complied with the provisions set out in the Code in all material respects. For instances where there are any deviations from the provisions of the Code, we have provided appropriate explanations.

BOARD MATTERS

The Board's Conduct of Affairs

Principle 1

Role and Responsibilities of the Board

The Board provides entrepreneurial leadership, and is responsible for overseeing the business, financial performance and affairs of the Group. The Board's key functions include:

- Setting the overall business strategies, directions and long-term goals of the Group (which include appropriate focus on growth, value creation, innovation and sustainability) to be implemented by Senior Management, and ensuring that adequate resources including financial and human resources are available;
- Providing guidance on the Group's values and standards (including ethical standards), helping to set the appropriate tone-from-the-top and foster the desired organisational culture, while supporting alignment of the Group's policies and practices with these values and promoting proper accountability across the Group;
- Providing sound leadership and guidance to, and constructively challenging, the PCEO and Senior Management;
- Monitoring the performance of the PCEO and Senior Management;
- Engaging with and providing guidance to the PCEO and Senior Management in the event of unforeseen and/or challenging macro-economic situations;
- Evaluating and approving important matters such as major investments or divestments, funding needs and expenditure;
- Assuming responsibility for the corporate governance, strategy, risk management, and financial performance of the Group; This includes evaluating the adequacy of internal controls, risk management systems, financial reporting, and compliance (including legal, tax, and regulatory compliance);
- Ensuring policies, structures and mechanisms are in place to comply with legislative and regulatory requirements;
- Ensuring effective communication with key stakeholder groups, along with maintaining transparency and accountability;
- Protecting and enhancing the reputation of the Group;
- Considering sustainability issues as part of the Group's strategy; and
- Setting the Board diversity policy (including qualitative and quantitative objectives, where appropriate).

The Board has adopted a set of guidelines on matters that require its approval, which include matters of strategic importance, corporate governance practices, legal and regulatory compliance, risk management, maintenance of performance standards, corporate culture, reputation and ethical standards, corporate strategy, approval of business plans, review of financial and operating results, approval and monitoring of major investments and strategic commitments, operating and capital expenditure budgets, and all responsibilities and tasks delegated to Board Committees under relevant laws and regulations. These guidelines are communicated to and applied in regular meetings with Senior Management.

The Board collaborates with Senior Management in the development and execution of strategies, stakeholder engagement, and various matters related to business, strategy, operational issues, governance and risk management. Senior Management can utilise the specific expertise and tap on the industry experience of each Director, which allows for focused interactions and discussions between Directors and Senior Management in executing the Company's strategy. Board approvals and authority are managed via a Financial and Operating Approval Authority Matrix that sets out the approval limits (based on established financial thresholds) of the Board and Senior Management for investments, purchases, disposals, vendor selection, write-offs and other activities.

Code of Conduct for Directors

All our Directors are committed to diligently fulfilling their fiduciary duties and responsibilities objectively in the best interests of SATS, ensuring proper accountability within the Company at all times. They understand SATS' business as well as their duties as a director (including their roles as executive, non-executive and independent directors). The Board adheres strictly to a Code of Conduct, which serves as a framework for guiding Directors on ethical risk, potential conflicts of interests and fostering an environment where integrity and accountability are areas of focus.

Our Code of Conduct is comprised of the following key principles:

- Directors must avoid situations in which their own personal or business interests directly or indirectly conflict, or appear to conflict, with the interests of SATS;
- Directors must immediately declare conflicts of interest in relation to any matter and recuse themselves from participating in any discussion and/or decision on the matter, and are expected to take necessary mitigating steps (if appropriate) to avoid the conflict;
- Directors should consult the Chairman of the Board and the Chairperson of the NC before accepting any appointments to the board of directors of another public or private company;
- Directors are to exercise due care and maintain the confidentiality of information entrusted to them by SATS or other parties who have business dealings with SATS;
- Directors must carry out their responsibilities in compliance with SATS guidelines and policies, and applicable laws, rules and regulations; and
- Directors must not trade in the securities of SATS if, at the relevant time, they are in possession of non-public materially price-sensitive or trade-sensitive information.

Also in place is a detailed Policy on Disclosure of Interests in Transactions by Directors which supplements the Code of Conduct. This policy sets out the legal obligations in respect of the disclosure requirements for conflicts of interests under the Companies Act, and the procedure and best practice recommendations for making such disclosures. In this spirit and as a matter of policy, the Company does not extend loans to its Directors.

Board Governance Structure

The composition and structure of the Board are critical for maintaining strong governance, strategic oversight, and accountability. The Board operates with the support of various Board Committees, each established to aid in fulfilling the Board's oversight responsibilities. These Board Committees function based on written and clearly defined terms of reference.

The compositions of our Board Committees are as follows:

Board Committee	Composition	Members
Executive Committee (EXCO) (until its dissolution on 27 November 2024)	• Four members • Three out of four members (including the EXCO Chairperson) are independent non-executive Directors	• Mr Irving Tan (Chairman) • Mr Achal Agarwal • Mr Mak Swee Wah • Mr Kerry Mok
AC	• Five members • All independent non-executive Directors	• Mrs Deborah Ong (Chairperson) • Ms Vinita Bali • Ms Chan Lai Fung • Mr Pier Luigi Sigismondi • Ms Jessica Tan
NC	• Four members • Three out of four members (including the NC Chairperson) are independent non-executive Directors	• Ms Jessica Tan (Chairperson) • Mr Chia Kim Huat • Mr Eng Aik Meng • Mr Irving Tan
RHRC	• Four members • Three out of four members (including the RHRC Chairperson) are independent non-executive Directors	• Mr Achal Agarwal (Chairperson) • Ms Chan Lai Fung • Mr Eng Aik Meng • Mr Irving Tan
SSRC	• Five members • All independent non-executive Directors	• Ms Vinita Bali (Chairperson) • Mr Chia Kim Huat • Mr Mak Swee Wah • Mrs Deborah Ong • Mr Pier Luigi Sigismondi

As announced by the Company on 2 June 2025, Mr Chia Kim Huat, who has served for more than eight years as an independent non-executive Director, will be retiring by rotation at the 2025 AGM and has notified the Company that he will not be seeking re-election. He will therefore cease to be a Director with effect from the conclusion of the 2025 AGM and consequently, cease to be a member of each of the NC and the SSRC.

In addition, Mr Achal Agarwal, who has served for close to nine years as an independent non-executive Director, will step down as an independent non-executive director with effect from the conclusion of the 2025 AGM and consequently, cease to be the Chairperson of the RHRC.

The Board, upon the recommendations of the NC, has approved the reconstitution of the following Board Committees with effect from the conclusion of the 2025 AGM:

- Mr Mak Swee Wah will be appointed as a member of the NC, replacing Mr Chia Kim Huat; and
- Ms Chan Lai Fung will assume the role of Chairperson of the RHRC, succeeding Mr Achal Agarwal.

For a detailed overview of the key responsibilities and activities of each Board Committee, please refer to the relevant sections of this CG Report.

Corporate Governance Report

Frequency and Conduct of Board Meetings

The Board meets regularly and our Directors attend and actively participate in Board and Board Committee meetings. To ensure meaningful participation, our Board and Board Committee meetings are planned and scheduled in advance. Additionally, ad hoc Board meetings are convened as necessary to address urgent matters that require the Board's deliberation and decision between scheduled meetings. Board approvals for routine matters may also be obtained through the circulation of written resolutions outside of Board meetings. The number of meetings and each Director's attendance at these meetings are detailed on page 75 of this Annual Report.

Board Meetings

The agenda for Board meetings is decided by the Chairman in consultation with the PCEO, with sufficient time provisioned for key and material topics. Matters requiring decision and approval and matters which are for the Board's information are clearly set out in a detailed agenda.

To uphold appropriate corporate governance standards, key matters requiring Board approval are typically reserved for resolution at Board meetings rather than by written circulation. This facilitates deeper discussions amongst Directors and Senior Management, and a more informed decision-making process. As far as possible, all relevant information, papers, and materials are made available to the Directors at least a week prior to the meeting; this enables Directors who are unable to attend a meeting to provide inputs and raise queries on the agenda items.

Board papers are detailed and provide background, explanatory information, justification, risks, and mitigation measures for each agenda item and mandate sought by Senior Management. This includes, where applicable, relevant budgets, business plans, forecasts, and projections. Directors can ask for additional information as needed to make informed decisions.

All materials for Board and Board Committee meetings are uploaded onto a secure online portal, which can be readily accessed on tablet devices provided to Directors. A separate resource folder in the online portal contains the terms of reference of all Board Committees and policies relevant to the Directors' duties and obligations for the Directors' reference.

The Chairman encourages openness and debate at Board meetings, and Directors participate actively in Board discussions, sharing their insights on issues and matters tabled. Directors (led by the Chairman or other independent Directors as appropriate) also meet regularly with and without the presence of Senior Management to review and monitor the performance of Senior Management in meeting the goals and objectives set for them. The chairman of such meetings provides feedback to the Board and/or the Chairman as appropriate.

Under the Company's Constitution, the quorum for Board meetings is two, and Board resolutions are passed by simple majority. The Company Secretary attends all Board meetings and minutes the proceedings. The Company Secretary, the PCEO and other GMB members are usually invited and are present at meetings of the Board. Where necessary and/or expedient, the Board and Board Committees may invite Senior Management members or external advisors for specific projects to be present at their respective meetings.

External professionals may also be invited to present updates on corporate governance, legal, tax and/or accounting matters, listing rules, and other relevant topics. If a Director is unable to attend a meeting in person, he/she can participate by telephone or video conference as this is permitted under the Company's Constitution. Minutes of meetings are prepared and circulated to the Directors, as far as practicable, within two weeks of the relevant meeting, and are archived in a separate folder in the secure online portal for easy access by the Directors.

Strategy and Other Meetings

Since 2003, the Board conducts annual strategy meetings for focused discussions on key strategic issues, with Directors lending their experience and expertise during these discussions, which may be country or business-specific, outside of formal Board and Board Committee meetings. Where appropriate, Directors are included in strategy discussions ahead of the Board Strategy Meeting to help formulate the strategies to be presented, providing guidance to Senior Management in specific business areas or geographies where they possess significant experience or expertise.

Board Attendance and Participation

The table on the next page provides information on the membership of the Board Committees during FY2025 and attendance at Board and Board Committee meetings, as well as the 2024 AGM, for the Directors who held office during FY2025.

For details on the non-executive Directors' remuneration and fee structure, please refer to pages 88 and 89 of this Annual Report.

Name of Director	Board Meetings	Board Committee Meetings					2024 AGM
	Attendance rate (1 April 2024 to 31 March 2025)						
	BOD[1]	NC	EXCO[2]	AC	SSRC	RHRC	
	No. of meetings held (1 April 2024 to 31 March 2025)						
	9	2	2	4	4	5	
Mr Kerry Mok Executive Director	9	–	2	–	–	–	1
Ms Euleen Goh[3] Independent Non-Executive Director	1/1	1/1	2	–	–	2/2	1
Mr Irving Tan[4] Independent Non-Executive Director	9	1/1	–	–	–	3/3	1
Mr Achal Agarwal[5] Independent Non-Executive Director	9	–	2	–	–	5	1
Ms Vinita Bali[6] Independent Non-Executive Director	8	–	2	4	3/3	–	1
Mr Chia Kim Huat Independent Non-Executive Director	9	2	–	–	4	–	1
Ms Jenny Lee[7] Independent Non-Executive Director	1/1	–	–	–	–	–	–
Mrs Deborah Ong Independent Non-Executive Director	9	–	–	4	4	–	1
Ms Jessica Tan Independent Non-Executive Director	8	2	–	4	–	–	1
Dr Detlef Trefzger[8] Independent Non-Executive Director	1/1	–	–	–	1/1	–	–
Mr Eng Aik Meng[9] Non-Independent Non-Executive Director	7	1/1	–	–	–	5	1
Mr Pier Luigi Sigismondi[10] Independent Non-Executive Director	8	–	–	3/3	4	–	1
Mr Mak Swee Wah[11] Independent Non-Executive Director	8	–	–	1/1	3/3	–	1
Ms Chan Lai Fung[12] Independent Non-Executive Director	9	–	–	3/3	1/1	3/3	1

Notes:

(1) BOD meetings included a two-and-a-half-days Board strategy meeting held between 25 and 27 September 2024 outside Singapore.
(2) Dissolved on 27 November 2024.
(3) Ms Euleen Goh retired from the Board on 19 July 2024. During her tenure as Chairman of the Board, Chairperson of the EXCO and the RHRC respectively, and as a member of the NC in FY2025, she attended all scheduled meetings.
(4) Mr Irving Tan was appointed as an independent non-executive Director and Chairman-Designate on 16 May 2024. Following Ms Euleen Goh's retirement, he assumed the role of Chairman of the Board on 19 July 2024, and was appointed as the Chairperson of the EXCO and a member of the NC and RHRC on even date. There were no EXCO meetings held during his term as Chairperson of the EXCO in FY2025 and the EXCO was dissolved on 27 November 2024.
(5) Mr Achal Agarwal was appointed as the Chairperson of the RHRC on 19 July 2024.
(6) Ms Vinita Bali joined the SSRC and was appointed as its Chairperson on 19 July 2024. On even date, she stepped down as a member of the EXCO.
(7) Ms Jenny Lee stepped down from the Board on 19 July 2024. During her tenure as a Director in FY2025, she attended the scheduled BOD meeting.
(8) Dr Detlef Trefzger stepped down from the Board on 19 July 2024. During his tenure as a Director and the Chairperson of the SSRC in FY2025, he attended all scheduled meetings.
(9) Mr Eng Aik Meng was appointed as a member of the NC on 19 July 2024. On 1 September 2024, Mr Eng was redesignated as a non-independent non-executive Director due to his concurrent appointment as joint head, Portfolio Development Group and head of Operating Group of Temasek International Pte. Ltd. on even date.
(10) Mr Pier Luigi Sigismondi was appointed as a member of the AC on 19 July 2024.
(11) Mr Mak Swee Wah was appointed as a member of the EXCO and the SSRC on 19 July 2024. On even date, he stepped down as a member of the AC. There were no EXCO meetings held during his term as a member of the EXCO in FY2025 and the EXCO was dissolved on 27 November 2024.
(12) Ms Chan Lai Fung was appointed as a member of the AC and the RHRC on 19 July 2024. On even date, she stepped down as a member of the SSRC.

Corporate Governance Report

Access to Information

The Directors have unrestricted, direct and convenient access to the information that they require through various avenues. In addition to the financial results and business updates presented at each quarterly Board meeting, the Directors receive updates from the PCEO on key operational matters, business development activities, and strategic matters that require the Board's attention given the dynamic nature of the business and the frequency of developments. Human resource matters such as key hires, as well as investment opportunities, are reported to the Board when significant updates occur. Board Committee members also receive regular reports from Senior Management related to their specific areas of oversight, which may include more detailed and specific information. Queries from individual Directors regarding circulated papers are directed to Senior Management, who will respond accordingly and in a timely fashion. Where relevant, Directors' queries and Senior Management's responses are circulated to all Directors so that they are fully apprised of matters that are of concern, or for their information.

Copies of the minutes from recent past Board and Board Committee meetings are available on a secure online portal. Directors are also provided with other materials relating to the Board and Board Committees, including the terms of reference of the various Board Committees they are appointed to as well as relevant guidelines and policies.

We have established processes to ensure that our non-executive Directors are supported with accurate, complete, and timely information. They have unrestricted access to Senior Management, as well as sufficient time and resources, to effectively discharge their oversight functions, constructively challenge Senior Management, and assist in developing strategic proposals.

To facilitate open discussion and review of Senior Management's performance and effectiveness, our non-executive Directors hold informal discussions without the presence of Senior Management at each scheduled Board meeting, which is held at least six times a year. Additional sessions may be convened as necessary.

Access to Senior Management, Company Secretary and Independent Advisers

The Board has separate and independent access to the GMB, Company Secretary, Senior Management, and internal and external auditors.

The Company Secretary supervises, monitors and advises on governance matters, compliance with the Company's Constitution and applicable laws and regulations (such as the Code and the Listing Manual of the SGX-ST). The Company Secretary, who is knowledgeable in legal and company secretarial practices and stays updated on relevant developments, liaises with regulatory authorities and shareholders, facilitates communication between the Board, its committees and Senior Management, and assists with the orientation and professional development of the Directors. The appointment and removal of the Company Secretary require the approval of the Board.

Directors can also seek independent professional advice at SATS' expense if needed. For mergers and significant transactions requiring shareholder approval, the Board may appoint independent financial advisors to assess and advise on the terms.

Orientation and Training for Directors

The NC is responsible for overseeing the orientation, training and professional development of Directors. A formal and structured orientation framework is in place.

Each newly appointed Director receives a formal appointment letter setting out his/her roles, duties, obligations and responsibilities. Additionally, the Director must undertake to use his/her best endeavours to comply with the requirements of the Listing Manual.

Newly appointed Directors participate in a familiarisation exercise that includes comprehensive and tailored activities such as visits to major businesses and joint ventures, site visits to the kitchens, SATS Integrated Control Centre and Cargo Security Control Centre, as well as presentations by Senior Management. This programme aims to facilitate the Directors' understanding of the Group's objectives, strategic plans, businesses, operations and processes. Mr Irving Tan, who was appointed during FY2025, had been briefed by Senior Management on the Group's objectives, strategic plans, businesses operations and processes, and has visited the Company's facilities in Singapore to familiarise himself with its various business operations.

Newly appointed Directors are also given access to a secure online portal where they can review minutes from recent and historical Board and Board Committee meetings. In addition, they are provided with relevant materials, including the terms of reference of the Board Committees they are appointed to, as well as applicable guidelines and policies, to support their understanding of their roles and responsibilities.

A new Director who has no prior experience as a director of an issuer listed on the SGX-ST must undergo mandatory training regarding his/her roles and responsibilities as prescribed by the SGX-ST. If the NC is of the view that such training is not required because he/she has other relevant experience, the basis for this assessment will be disclosed. External legal counsel may also be engaged to conduct briefing sessions for newly appointed Directors on the roles and responsibilities of a Singapore listed company director.

Specifically, Ms Chan Lai Fung has completed her training on the roles and responsibilities of a director of a listed issuer as prescribed by the SGX-ST in July 2024, within a year from the date of her appointment. The NC had assessed that Mr Irving Tan is not required to attend this training due to his prior experience as a director of the manager of an SGX-listed business trust. Prior to assuming his role as a Director of SATS on 16 May 2024, Mr Irving Tan served, amongst others, as an independent non-executive director of Netlink NBN Management Pte. Ltd., the manager of SGX-listed Netlink NBN Trust.

Periodically and where relevant, Directors receive continuing education on new laws, regulations and evolving commercial risks. Where necessary and relevant, the Board is also briefed on areas such as directors' duties and responsibilities under the Companies Act, Listing Manual and the SFA, enabling them to carry out their statutory and fiduciary duties and to be kept updated on matters that may affect and/or enhance their performance as Directors.

Directors are generally encouraged to attend external workshops, conferences, courses and seminars on corporate governance, leadership and industry-related subjects conducted by external organisations such as the Singapore Institute of Directors. The Company Secretary facilitates the registration process and the course fees are borne by SATS. For example, in FY2025, some of the Directors attended workshops, conferences and seminars, including a two-day Asia Board Leadership Summit organised by the Human Capital Leadership Institute, which was held from 19 to 20 February 2025.

In compliance with Rule 720(7) of the Listing Manual, all Directors in office at the end of FY2025 completed training on sustainability matters as prescribed by the SGX-ST in FY2025.

Executive Committee

As part of the Board's ongoing governance structure review, the Board evaluated the continued relevance of the EXCO alongside the realignment of the Board Committees. Following this review, the Board resolved to dissolve the EXCO with effect from 27 November 2024, with its responsibilities appropriately redistributed to other Board Committees or assumed by the Board, where practicable. Prior to its dissolution, the EXCO was chaired by Ms Euleen Goh until her retirement on 19 July 2024, and thereafter by Mr Irving Tan. Mr Achal Agarwal, Mr Mak Swee Wah and Mr Kerry Mok were members of the EXCO prior to its dissolution. The EXCO met two times in FY2025. Regular reports were presented at each meeting of the EXCO and matters such as the financial performance of the Group, status of strategy implementation, post investment reviews of significant investments and potential investments were discussed prior to seeking the relevant Board approvals and guidance.

BOARD MATTERS

Board Composition and Guidance

Principle 2

Board Composition

Our Board comprises 11 Directors, of which 9 (including the Chairman) are independent non-executive Directors. One Director is non-independent and non-executive, while the PCEO is a non-independent executive Director.

According to the Listing Manual, independent Directors should make up at least one-third of the Board. The Code additionally specifies that non-executive Directors should form a majority of the Board and that independent Directors should form a majority of the Board if the Chairman is not independent. In relation to SATS, the Chairman is independent and there is a majority of independent and non-executive Directors on the Board. Therefore, the Board fully complies with the requirements of both the Listing Manual and the Code.

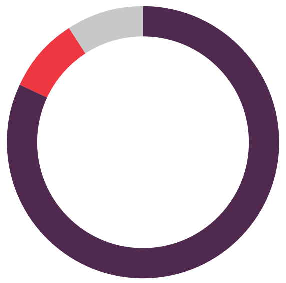
Since the Chairman is independent and does not have any conflicts of interest, there is no need, under the Code, for a lead independent Director to be appointed. The Chairman and the PCEO are also not related.

The Board comprises business leaders and professionals with experience in financial, banking, sales and marketing, branding, consumer business, logistics and supply chain, digital sector, data technology and products, human resource, risk management, operational, technology, legal, venture capital investing, mergers and acquisitions, compliance and accounting. The Directors also bring with them experience from jurisdictions outside Singapore. We believe that the size and composition of the Board are currently appropriate given the scale and geographic distribution of our operations.

Corporate Governance Report

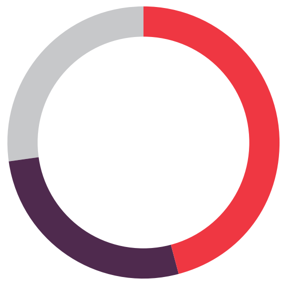
There is a process of refreshing the Board progressively over time which enables the Board to draw upon the experience of longer-serving Directors while at the same time tapping into fresh external perspectives and insights from more recent appointees.

Independence



Independent Non-Executive Director	82%
Non-Independent Non-Executive Director	9%
Executive Director/ PCEO	9%

Length of Service



0 - 3 years	46%
3 - 6 years	27%
6 - 9 years	27%

The Board, through the NC, reviews its composition by considering a variety of factors, including skills, experience, gender, age, knowledge, size, geographical background and experience, nationality and ethnicity. The Board, with the agreement of the NC, believes that an effective Board should consist of 8 to 10 members, a majority of whom should be independent Directors (in our case, 9 out of 11 Directors are independent). This proportion of independent Directors exceeds that prescribed by Listing Rule 210(5)(c), which only requires that independent directors comprise at least one-third of an issuer's board at any time. No individual or small groups dominate the Board's decision-making.

Following Mr Chia Kim Huat's and Mr Achal Agarwal's cessations as Directors with effect from the conclusion of the 2025 AGM, the Board will comprise of nine Directors, of whom seven will be independent Directors.

No alternate Directors were appointed during FY2025. The Board generally refrains from approving the appointment of alternate Directors, adhering to the principle that Directors must be able to commit adequate time to SATS' affairs. The Board believes that alternate Directors should only be appointed only under exceptional circumstances.

Each Director brings to the Board a range of technical, professional, business and geographical experience and competencies, as illustrated in the "Skills and Experience" and "Geographical Background and Experience" charts detailed in the "Board Diversity Policy, Targets, Timelines and Progress" section below. While the current Directors' Expertise and Experience matrix reflects that the Directors possess the necessary expertise in the requisite areas identified by the Board, the Board continues to evolve in alignment with the expanded scope of our business.

Board Diversity Policy, Targets, Timelines and Progress

We are dedicated to fostering an open, inclusive, and collaborative culture and acknowledge the advantages of having a Board and Board Committees with diverse backgrounds and experiences. Our Board Diversity Policy underscores the significance of balancing skills, experience, gender, ethnicity, age, industry and geographical background, as well as professional qualifications, in establishing an effective Board capable of guiding and supporting us in realising our strategic objectives and promoting sustainable growth and development. Such diversity helps prevent groupthink while enabling the Board to better identify potential risks, encourage constructive debate, pose challenging questions, and contribute to problem-solving.

In accordance with our Board Diversity Policy, the NC will consider factors such as professional qualifications, industry and geographic knowledge, experience, skills, length of service, and the Company's needs when reviewing the Board's composition, director rotation and retirement, and succession planning. Gender diversity is especially important to us, and we strive to ensure an adequate gender mix on the Board; our policy includes measurable targets to achieve this goal, and details of our progress are provided below. All Board appointments are merit-based and will be evaluated against objective criteria, with due regard for the benefits of diversity, our needs, and our core values.

The current composition of our Board demonstrates our commitment to diversity in terms of gender, ethnicity, skills, experience, and geographical background. The NC will continually review the Board Diversity Policy to ensure its effectiveness and will recommend appropriate revisions to the Board for consideration and approval.

New Appointments

Mr Irving Tan was appointed as an independent non-executive Director and Chairman-designate on 16 May 2024. He assumed the role of Chairman of the Board on 19 July 2024, following the conclusion of the 2024 AGM. He is currently the chief executive officer of Western Digital Corporation, a company listed on the U.S. National Association of Securities Dealers Automated Quotations (also known colloquially as the NASDAQ Stock Exchange). He contributes to Board diversity in terms of geographical background, leadership experience and skills in sales and global operations, particularly in manufacturing, procurement and supply chain, and technology.

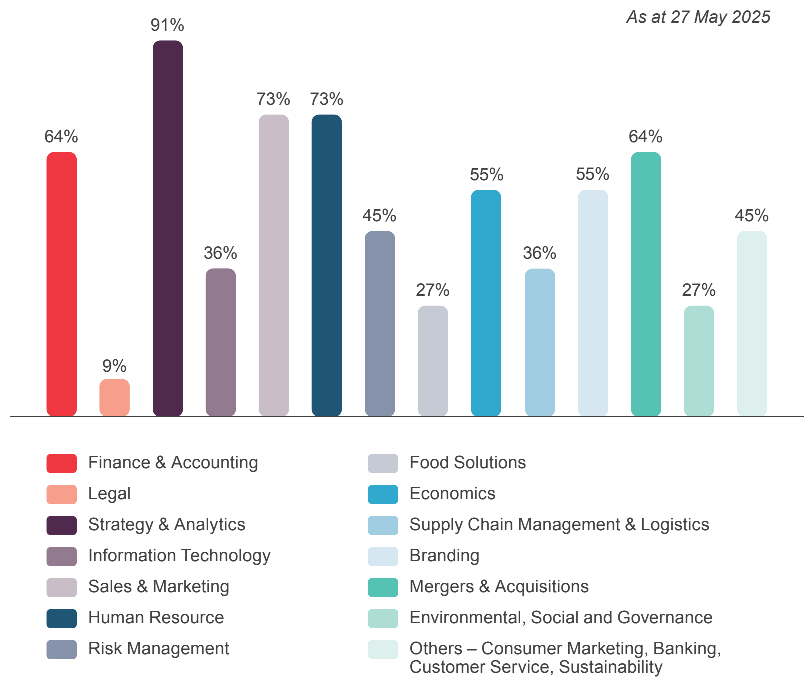
Board Diversity Targets, Timelines and Progress

As part of our ongoing commitment to board diversity, we continue to review and assess our progress against the diversity targets set across the categories of "Skills and Experience", "Geographical Background and Experience", "Gender", and "Ethnicity".

While we have already achieved these targets (see table below), the Board and NC will nevertheless continue to monitor and review strategies to ensure meaningful progress towards further improving our diversity objectives.

In recent months, we have not observed significant progress in terms of further exceeding these targets. The Board and NC will persistently monitor and evaluate strategies to ensure meaningful advancement towards further improving on our diversity metrics.

Outlined below are the Company's diversity targets for the Board, its plans and timelines for achieving these targets, and the progress made towards their fulfilment.

Areas of Diversity, Targets and Timelines	Targets Achieved/Progress Towards Achieving Targets
Skills and Experience We aim to maintain a Board comprised of individuals with a well-balanced mix of qualifications and expertise. This includes skillsets and experience spanning key areas such as accounting, finance, legal, supply chain management and logistics (including in the food and associated supply chain sectors), branding, business and management experience (including human capital development and management). To further enhance our capabilities in cargo and supply chain management, we have strengthened our Board with Directors who bring deep expertise in these areas. The Company's target is to maintain this level of diversity in skills and experience in the period leading up to 31 March 2026. The Company believes a diverse range of skills and experience strengthens the effectiveness of the Board and Board Committees, supports the Company's strategic objectives, and enhances its ability to provide sound guidance and oversight of Senior Management and operations.	**ACHIEVED** – The current Board comprises Directors with a well-balanced mix of qualifications and expertise – in particular, the Board possesses core skillsets and experience in the key areas illustrated below.  As disclosed above, the appointment of Mr Irving Tan on 16 May 2024 has further enhanced the Board's diversity in skills and experience, especially in the areas of manufacturing, procurement and supply chain, and technology.

Corporate Governance Report

Areas of Diversity, Targets and Timelines | **Targets Achieved/Progress Towards Achieving Targets**

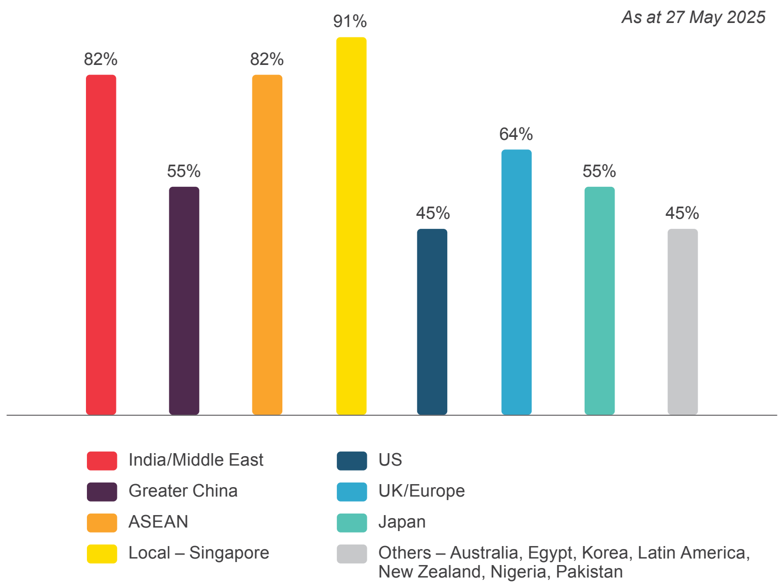
Geographical Background and Experience

Our goal is to maintain geographically diverse backgrounds and experiences among our Directors, particularly to enrich the Board's perspective on opportunities and challenges in the European and United States of America (US) markets after acquiring WFS.

We aim to preserve this diversity through 31 March 2026, as it brings varied perspectives to Board and Board Committee deliberations, which is essential for navigating market challenges and opportunities.

We continue to seek Directors with extensive knowledge of the European and US markets.

ACHIEVED – The current Board, as a group, consists of Directors with varied geographical backgrounds and experience globally, including the Association of South East Asian Nations (ASEAN) region, the Middle East, Japan, US, the European Union, United Kingdom (UK), Greater China and India as illustrated below.

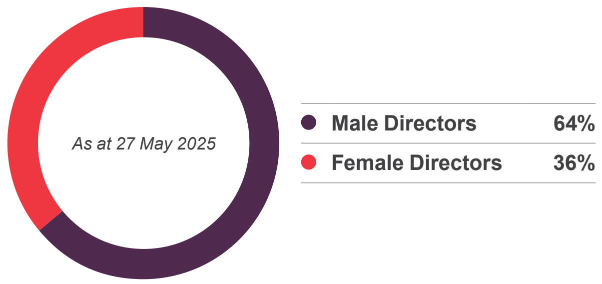


Gender

Our Board Diversity Policy aims for at least 35% female representation on the Board by 31 March 2026.

We believe balanced gender representation provides access to a broader talent pool and diverse perspectives, enhancing strategic thinking and problem-solving.

ACHIEVED – Currently, 4 out of 11 Directors (36% of the Board) are female as illustrated below.

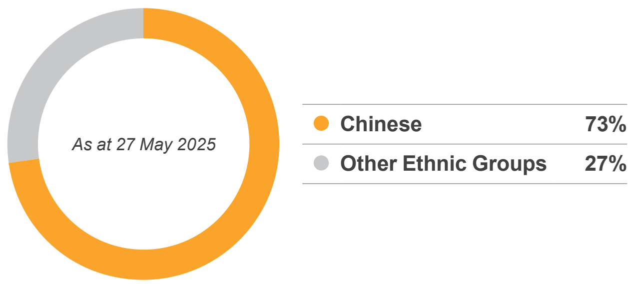


Ethnicity

Our objective is to assemble a Board comprising individuals with diverse backgrounds, cultural perspectives, and experiences. Specifically, we seek to ensure that the Board reflects a wide range of ethnic cultures and maintain this diversity through 31 March 2026.

The Company believes an ethnically diverse Board would enhance deliberations and would allow the Board to better understand SATS' businesses and customers across different markets.

ACHIEVED – Currently, the Board comprises Directors who are from different ethnic groups – 8 out of 11 Directors (73% of the Board) are Chinese and the balance three Directors (27% of the Board) belong to other ethnic groups (i.e. Indian and European) as illustrated below.



We are committed to implementing the Board Diversity Policy, and any updates to implementation of this policy will be disclosed in future CG Reports, as appropriate.

The Board, taking into account the NC's views, believes that diversity in skills, experience, geography, gender, and ethnicity will enhance decision-making and support the Group's needs and plans.

More details on the Directors are in the "Board of Directors" section on pages 26 to 33 of this Annual Report.

BOARD MATTERS

Chairman and PCEO

Principle 3

Role of the Chairman and the PCEO

The roles of our Chairman, Mr Irving Tan and PCEO, Mr Kerry Mok, are distinctly separated to ensure appropriate checks and balances, increased accountability and greater capacity for the Board to make independent decisions. Both the Chairman and the PCEO operate within a culture of trust and respect, cooperating on strategy development, communication, and performance monitoring. It should be noted that the Chairman and the PCEO are not related to each other.

Mr Irving Tan was appointed as an independent non-executive Director and Chairman-designate on 16 May 2024, assuming the role of Chairman with effect from the conclusion of the 2024 AGM.

The responsibilities of the Chairman and the PCEO are clearly established and documented in writing in formal Role Statements, which have been adopted by the Board. The Chairman provides support and advice to the PCEO while respecting the PCEO's executive responsibilities. Similarly, the PCEO seeks guidance from the Chairman regularly and as needed while respecting the Chairman's independence.

The Chairman oversees the Board and operates independently of Senior Management. The Chairman's principal responsibilities include providing leadership to the Board and its Board Committees, as well as ensuring that the Board's decisions are effectively implemented through executive action. Specifically, the Chairman is accountable for the following:

Leadership, Strategy and Culture

- Leading the Board and upholding the highest standards of integrity and probity
- Ensuring that the Board actively contributes to the formulation and determination of our strategy and overall objectives (including sustainable business growth), and the fostering of culture of openness and constructive debate
- Enhancing our local and global market presence and reputation
- Balancing the interests of our shareholders and other stakeholders such as our employees, regulators, creditors and customers
- Promoting high standards of corporate governance
- Guiding the PCEO and Senior Management during unforeseen and/or challenging macro-economic situations as well as during times of crisis

Board Matters

- Ensuring the Board is organised, functions efficiently, and meets its duties, including making sure Directors receive accurate, timely, and clear information
- Setting the agenda for Board meetings and conducting effective Board meetings
- Facilitating effective communication and encouraging constructive relations within the Board and between the Board and Senior Management, particularly with the PCEO
- Ensuring Directors have sufficient time and information to engage with Senior Management and discuss various matters, facilitating the effective contribution of all Directors
- Clarifying the responsibilities of the Board to both the Board and Senior Management and ensuring the boundaries between the Board and Senior Management are understood and respected
- Ensuring that new Directors are provided with a tailored orientation programme and ensuring Directors can continually update their skills and knowledge
- Ensuring that the performance of the Board and each Director is evaluated at least once a year

Relationship with Shareholders, Regulators and Key Customers

- Ensuring effective communication with shareholders and other stakeholders
- Representing the Board at official functions and meetings with stakeholders
- Communicating the perspectives of our shareholders to the Board
- Promoting our interests when engaging with regulators and key customers

The PCEO, supported by Senior Management, formulates strategic proposals and after thorough and constructive discussions with the Board, the PCEO executes the agreed-upon strategy, manages and develops the Group's businesses, and implements the Board's decisions. Additionally, the PCEO communicates on behalf of the Company with various stakeholders, including shareholders, employees, government authorities and regulators, business partners, customers, and the general public.

Corporate Governance Report

BOARD MATTERS

Board Membership

Principle 4

Executive Committee

As part of the Board's ongoing review of its governance structure and to streamline the decision-making process, the Board assessed the continued relevance of the EXCO in conjunction with the realignment of its Board Committees. Following this assessment, the Board decided to dissolve the EXCO in November 2024, with its responsibilities being redistributed to other Board Committees or assumed by the Board, where appropriate.

Nominating Committee

The NC is chaired by Ms Jessica Tan, and its members are Mr Irving Tan, Mr Chia Kim Huat and Mr Eng Aik Meng. A majority of the NC, comprising 3 out of 4 members and including the NC Chairperson, are independent Directors.

As announced by the Company on 2 June 2025, Mr Mak Swee Wah will be appointed as a member of the NC with effect from the conclusion of the 2025 AGM, in place of Mr Chia Kim Huat who will be stepping down as a Director with effect from the conclusion of the 2025 AGM.

Key Responsibilities of the NC

The primary duties of the NC are as follows:

- Implement and oversee the Board Diversity Policy, while reviewing and advising the Board on the Board composition, ensuring diversity in skills, experience, gender, age, knowledge, geography, nationality and ethnicity
- Make recommendations to the Board regarding the process for identifying and selecting new Directors, including proposing candidates for appointment to the Board Committees
- Advise and make recommendations to the Board on the re-nomination and re-appointment of current Directors
- Review and make recommendations to the Board on succession planning for members of the Board and Board Committees, including for the Chairman of the Board and the Chairpersons of the respective Board Committees
- Annually evaluate the independence of Directors, and assess independence as and when circumstances require
- Ascertain whether Directors are capable of and have been effectively fulfilling their duties as Directors of SATS, particularly those with multiple directorships and principal commitments
- Implement the Board evaluation process to assess the overall effectiveness of the Board, including the performance of the Board Chairman, Board Committees and individual Directors
- Review and make recommendations to the Board on the training and professional development programmes for the Directors, and ensuring that new Directors are informed of their duties and obligations and they complete the director's training programme for listed entities if required
- Fulfilling such other authorities and duties as may be provided under the Code as they arise

Under Provision 4.1(a) of the Code, one of the responsibilities of the NC is to make recommendations to the Board on relevant matters relating to the review of succession plans for directors, particularly the Chairman, the CEO, and Key Management Personnel. Practice Guidance 4 accompanying the Code was amended with effect from 1 July 2021 to clarify that the Board, having regard to the Company's specific circumstances, has the prerogative to assign any other Board Committee the responsibility to review the succession plans for the PCEO and other GMB members.

The Board has assessed the requirements of the Company and decided that the review of succession plans for the PCEO and other GMB members will fall under the purview of the RHRC instead of the NC. The RHRC, together with the PCEO (as applicable), conducts an annual succession planning review of the PCEO's direct reports and other selected key positions, taking into account the Group's current needs and future strategic capabilities. Any recommendations made by the RHRC regarding succession plans for the PCEO and other GMB members will then be presented to the Board for approval. This arrangement enables the RHRC to consider succession planning in conjunction with other human resource-related issues such as remuneration, talent retention, and recruitment. Furthermore, delegating the review of succession plans for the PCEO and other GMB members to the RHRC rather than the NC does not detract from the underlying principle of having a formal and transparent process for appointing the PCEO and other GMB members. Both the NC and RHRC consist of a majority of independent non-executive Directors. Mr Kerry Mok, the PCEO and a non-independent executive Director is not a member of these Board Committees.

NC Meetings

The NC met two times in FY2025. The NC terms of reference requires the NC to meet at least once a year.

Review of Board Composition and Size

The NC reviews and determines the Board composition, ensuring a diverse mix of skills, experience, gender, age, geography, nationality, and ethnicity. It oversees the Board Diversity Policy to ensure Directors possess core competencies that include finance, legal, supply chain, branding, technology, and strategic planning. The NC also evaluates the Board's size, recommending a range of 8 to 10 members, with a majority being independent Directors.

The NC has established principles for reviewing Board composition and implementing the Board Diversity Policy. The NC ensures the Board has the necessary core competencies in additional areas such as accounting, business, management, industry knowledge and customer experience to maintain its effectiveness. Furthermore, the NC reviews succession planning for the Board and the rotation and retirement of Directors, aligning the Board's composition with the evolving needs of the business.

Further details on the Board composition and the Board Diversity Policy can be found in the "Board Governance Structure" and the "Board Diversity Policy, Targets, Timelines and Progress" sections on pages 73 and 79, respectively, of this Annual Report.

Selection and Appointment of New Directors

The NC regularly evaluates the Board's needs for experience and expertise, considering the current composition, progressive renewal, and diversity. A Directors' Experience and Expertise matrix guides this process.

The NC recommends new Directors by assessing qualifications, skills, competencies, and experience to complement the existing Board. While external consultants may assist, if necessary, with the selection process, none were engaged in FY2025. Directors and Senior Management may also propose candidates.

Shortlisted candidates meet with the NC and the Board Chairman before recommendations are presented to the Board for approval.

The goal is to maintain a diverse and well-balanced Board capable of setting business strategies and providing effective oversight to Senior Management.

Succession Planning and Board Renewal

The NC recognises the importance of a structured and well-considered succession plan to ensure leadership continuity and the effective functioning of the Board and Board Committees. As part of its ongoing review, the NC has carefully assessed the composition, skills, and diversity of the Board and Board Committees to ensure alignment with the Company's long-term strategic objectives and governance standards.

As part of the Board leadership renewal process, the NC recommended and the Board approved the appointment of Mr Irving Tan as an independent non-executive Director and Chairman-Designate of the Company. He succeeded Ms Euleen Goh as Chairman with effect from the conclusion of the 2024 AGM. This decision aligns with the Company's ongoing efforts to ensure continued strong leadership and effective governance.

The NC believes the Board and Board Committees are well-balanced in terms of experience, expertise, and independence, such that they effectively support the Company's governance and strategic direction.

When evaluating potential candidates for the Board, the NC will consider several factors, including whether the candidate has effectively fulfilled his/her duties and obligations during his/her previous directorships of SGX-ST listed companies. Additionally, the NC will assess if the candidate has served on the board of a company with a poor track record, a history of irregularities, or one currently under regulatory investigation. The NC will also evaluate whether a candidate's resignation from such a board could raise concerns about their capability to serve as a Director of the Company.

Based on each director's expertise and experience, the NC recommended and the Board approved the following changes to the compositions of the Board Committees, with effect from the conclusion of the 2024 AGM:

(i) Mr Irving Tan was appointed as the Chairperson of the EXCO, a member of the NC and the RHRC;
(ii) Mr Achal Agarwal was appointed as the Chairperson of the RHRC;
(iii) Ms Chan Lai Fung was appointed as a member of the AC and the RHRC, relinquishing her role as a member of the SSRC;
(iv) Ms Vinita Bali was appointed as the Chairperson of the SSRC, relinquishing her role as a member of the EXCO;
(v) Mr Eng Aik Meng was appointed as a member of the NC;
(vi) Mr Mak Swee Wah was appointed as a member of the EXCO and the SSRC, relinquishing his role as a member of the AC; and
(vii) Mr Pier Luigi Sigismondi was appointed as a member of the AC.

With the cessations of Mr Chia Kim Huat and Mr Achal Agarwal as Directors with effect from the conclusion of the 2025 AGM, Mr Mak Swee Wah will be appointed as a member of the NC and Ms Chan Lai Fung will be appointed as the Chairperson of the RHRC.

The NC will continue to monitor and review succession planning to ensure that the Board and Board Committees remain well-equipped to meet future challenges.

Corporate Governance Report

Review of Directors' Independence

The NC is responsible for determining annually, and as and when circumstances require, whether a Director is independent based on the definition of an "independent Director" and guidance as to the types of relationships which would deem a Director not to be independent, as specified in the Listing Manual, the Code and its accompanying Practice Guidance.

Under the Code, an "independent Director" is one who is independent in conduct, character and judgement, and has no relationship with SATS, its related corporations, its substantial shareholders or its officers that could interfere, or be reasonably perceived to interfere, with the exercise of the Director's independent business judgement with a view to the best interests of SATS. The Listing Manual states that a Director is not independent if he/she is employed or has been employed by SATS or any of its related corporations in the current or any of the past three financial years, if he/she has an immediate family member who is employed or has been employed by SATS or any of it related corporations in the current or any of the past three financial years, and whose remuneration is or was determined by the RHRC, or if he/she served as a Director of SATS for an aggregate period of more than nine years save that such Director may continue to be considered independent until the conclusion of the next Annual General Meeting.

The Directors complete an annual confirmation of independence, whereby they are required to critically assess their independence, which the NC takes into account for the purposes of this review. The Directors are mindful, however, that the relationships identified in the annual confirmation of independence are only indicators of possible situations where independent judgment may be impaired, but are not in themselves conclusive. Independence is often only meaningful in the context of each particular relationship considering the business environment, shareholding, organisational structure and operating constraints. Directors also disclose any relationship with SATS, its related corporations, its substantial shareholders or its officers which may affect their independence, as and when they arise. The roles of the Directors listed below were evaluated in this context:

- Mr Eng Aik Meng (who was appointed as an independent non-executive Director on 15 April 2023) was subsequently appointed as joint head, Portfolio Development Group and head, Operating Group, of Temasek International Pte. Ltd. (Temasek International) with effect from 1 September 2024. Temasek International is a wholly owned subsidiary of Temasek Holdings (Private) Limited (Temasek), which is a substantial shareholder of SATS Ltd. Mr Eng has confirmed to the Company that he considers himself a non-independent Director and a nominee of Temasek to the Board, following his appointment as a full-time executive of Temasek International. His executive role in Temasek International includes engaging and partnering Temasek's portfolio companies to support their growth, innovation, and transformation initiatives. The NC and the Board (in both cases with Mr Eng abstaining and recusing himself from the deliberations and decisions on the matter), having reviewed Mr Eng's declaration of non-independence, have therefore re-designated Mr Eng as a non-independent non-executive Director with effect from 1 September 2024.

- Although Ms Jessica Tan is a Board member of Mitsui & Co. Ltd. (Mitsui), a company listed on the Tokyo Stock Exchange which has business relationships with SATS, Ms Tan has agreed that, in the event of any business dealings with Mitsui requiring the Board's approval, she will recuse herself from participating in any and all discussions and decisions involving Mitsui's dealings with SATS. Following from this, the NC determined that the business relationships between SATS and Mitsui would not affect Ms Tan's independence as a Director of SATS. The NC and the Board (in both cases with Ms Tan abstaining and recusing herself from the deliberations and decisions on the matter), having reviewed Ms Tan's declaration of independence and taking into consideration her agreement to recuse herself from discussions and decisions involving Mitsui, are of view that Ms Tan's directorship at Mitsui does not interfere with the exercise of her independent business judgement in the best interests of SATS, and have therefore determined that Ms Tan is an independent Director.

- Mr Pier Luigi Sigismondi is currently a corporate advisor of Temasek International Advisors Pte. Ltd., a wholly-owned subsidiary of Temasek, with effect from 1 February 2025. Temasek is a substantial shareholder of SATS. Mr Sigismondi has confirmed to the Company that his role as a corporate advisor to Temasek does not interfere, and is not perceived to interfere, with his ability to exercise independent business judgment in the best interests of SATS. Mr Sigismondi further confirmed that he does not have any other relationship (familial, business, financial, employment, or otherwise) with Temasek that could interfere, or be reasonably perceived to interfere, with his ability to exercise independent business judgment in the best interests of SATS. The NC and the Board (with Mr Sigismondi abstaining and recusing himself from the Board's deliberations and decisions on the matter), having reviewed Mr Sigismondi's declaration of independence and his above-mentioned confirmations, have determined that Mr Sigismondi is an independent Director.

Apart from the roles/positions specifically described in the preceding paragraphs, some of our Directors are also board members or executive officers of other organisations that provide or receive services to or from the SATS Group in the ordinary course of business and on normal commercial terms. These transactions were entered into based on merit and competitive terms negotiated by Senior Management, and the relevant Directors were not involved in the process for, or approval of, the transactions. These Directors have also confirmed that they were not involved in the decision by their respective organisations to enter into the transactions with the SATS Group. The NC and the Board considered the conduct of each such Director in the discharge of their duties and responsibilities as Directors of SATS, and are of the view that the foregoing relationships did not impair their ability to act with independent judgment in the discharge of their duties and responsibilities as SATS Directors. On this basis, the Board, taking into account the views of the NC, arrived at the determination that each such Director is independent. The relevant Directors recused themselves from the Board's and (where applicable) the NC's deliberations on their own independence.

Mr Kerry Mok is the PCEO, and is the only executive Director on the Board. He is thus a non-independent Director. The nature of our business and operations merit the continuity of an executive Director on the Board to provide independent Directors with the requisite background and knowledge to facilitate their independent judgment and decision-making.

Based on the above assessment, the NC and the Board have determined that the independent Directors as at the end of FY2025 are Mr Irving Tan, Mr Achal Agarwal, Ms Vinita Bali, Mr Chia Kim Huat, Mrs Deborah Ong, Ms Jessica Tan, Mr Pier Luigi Sigismondi, Mr Mak Swee Wah and Ms Chan Lai Fung.

Review of Directors' Time Commitments

The NC determines annually whether a Director has been adequately carrying out his/her duties as a Director of SATS, taking into consideration the number of that Director's other listed company board representations and other principal commitments. The NC is of the view that the number of each Director's other directorships was in line with our internal guideline that the maximum number of listed company board representations which any non-executive Director may hold should not be more than six. Having regard to each Director's attendance record for Board and, where applicable, Board Committee meetings, and his/her ability to contribute effectively thereat, the NC is of the view that each Director has been able to effectively discharge his/her duties as a Director of SATS, and is satisfied that Directors who hold multiple board representations nevertheless devoted sufficient time and attention to SATS' affairs.

The role of the Chairman, in particular, requires a significant time commitment. As Board Chairman, Mr Irving Tan plays a crucial role by providing leadership to the Board and ensuring that the Board fully and constructively contributes to the development and determination of the Group's strategies, objectives, and growth. The NC and the Board (each without Mr Tan's participation) believe that he has managed his other time commitments appropriately and has adequate capacity to fulfill his obligations as our Chairman. This is evidenced by his full attendance at all relevant meetings and the time spent on his various duties as outlined in this CG Report.

During FY2025, the majority of Directors achieved full attendance for Board and Board Committee meetings held during their respective tenures as Directors and (where applicable) Board Committee members. The meeting attendance records of all Directors, along with their directorships and other principal commitments, are fully disclosed in our Annual Report.

Review of Board Tenure

The NC reviews the tenure of the non-executive Directors. With effect from the financial year ended 31 March 2011, newly appointed non-executive Directors are appointed to serve an initial term of three years and such initial term of office may be renewed for subsequent terms upon the recommendation of NC and as approved by the Board. There is a balanced mix of experienced and newly appointed Directors. A majority (8 out of 11) of the Directors have served for less than five years.

Rotation and Re-Election of Directors

The NC reviews and recommends to the Board the rotation and re-election of Directors at the AGM, taking into consideration the composition and the need for progressive renewal of the Board.

One-third (or the number nearest one-third rounded upwards to the next whole number) of the Directors are required to retire from office at each AGM. All Directors (including the PCEO) are required to retire from office at least once every three years. Retiring Directors are eligible for re-election. All new Directors appointed by the Board during the financial year hold office only until the next AGM, but will be eligible for re-appointment at that AGM.

The Directors who are retiring by rotation under Article 90 of the Company's Constitution at the 2025 AGM are Mr Chia Kim Huat, Ms Jessica Tan, Mrs Deborah Ong, and Mr Eng Aik Meng, all of whom are seeking re-election except for Mr Chia Kim Kuat. In relation to the Directors seeking re-election at the 2025 AGM, the NC recommends the re-election of Ms Jessica Tan, Mrs Deborah Ong, and Mr Eng Aik Meng after considering the size and composition of the Board, as well as their respective tenures as Directors. This recommendation, endorsed by the Board, follows the NC's assessment of the Directors' competencies, commitment, contribution and performance, including their attendance, preparedness, participation and candour at Board and Board Committee meetings.

The changes to the Board Committees, with effect from the conclusion of the 2025 AGM, are reflected in the "Board Governance Structure" section on page 73 of this Annual Report.

Corporate Governance Report

BOARD MATTERS

Board Performance

Principle 5

Assessment of Board Performance

The Board, with the assistance of the NC, has approved the objective performance criteria and implemented a process for assessing the effectiveness of the Board as a whole and its Board Committees, and for assessing the contributions by the Chairman and each individual Director of the Board.

The NC assesses each individual Director's contribution to the effectiveness of the Board annually and as and when required.

The assessment of the performance of the Board, Board Committees, as well as that of individual Directors is conducted annually using evaluation questionnaires. The NC has decided that an external consultant will be engaged every three years. Since an independent global management consulting firm, with no ties to SATS or any of the Directors, was engaged for the Board performance assessment process in FY2023, no external consultant was engaged for the FY2024 assessment.

For FY2025, the NC solicited anonymous feedback from Directors via an online platform hosted by an external service provider, Nasdaq Corporate Solutions International Limited, to enhance the solicitation of candid insights. Additionally, Senior Management's feedback on the Board's performance was also canvassed. Following this, an offsite session was organised in an informal setting, allowing Directors to discuss evaluation outcomes with the help of an external consultant, Russell Reynolds Associates, to derive actionable insights. The NC assessed the independence and objectivity of the external consultant and confirmed that it has no relationships with the Company or any of the Directors that could compromise its independence and objectivity.

REMUNERATION MATTERS

Procedures for Developing Remuneration Policies

Principle 6

Level and Mix of Remuneration

Principle 7

Disclosure of Remuneration

Principle 8

Remuneration and Human Resource Committee

The RHRC is chaired by Mr Achal Agarwal, and its members are Ms Chan Lai Fung, Mr Eng Aik Meng, and Mr Irving Tan. The majority of the RHRC members, comprising 3 out of 4 members and including the RHRC Chairperson, are independent Directors. All members of the RHRC are non-executive Directors.

As announced by the Company on 2 June 2025, Ms Chan Lai Fung will be appointed as the Chairperson of the RHRC after the conclusion of the 2025 AGM, in place of Mr Achal Agarwal, who will be stepping down as the Director with effect from the conclusion of the 2025 AGM.

Key Responsibilities of the RHRC

The RHRC is responsible for attracting, recruiting, motivating, and retaining talent through competitive remuneration and policies such as pay-for-performance to achieve the Group's goals, providing stewardship, and delivering sustainable shareholder value. Its key responsibilities include:

- Reviewing and recommending the remuneration framework of the Company (including compensation structure, bonus and employee share plans) to the Board for endorsement
- Reviewing and recommending the specific remuneration packages for each Director, the PCEO and the other GMB members, to the Board for endorsement
- Overseeing the appointment, the terms of appointment and scope of duties of the PCEO and the other GMB members, including succession planning for their roles, considering current needs and future capabilities
- Evaluating on an annual basis, the achievement of performance targets for each GMB member as agreed at the beginning of the financial year with the Board and/or the PCEO, as the case may be, and recommending to the Board their respective total compensation
- Reviewing and approving compensation payable to the PCEO and the other GMB members in the event of early termination of their contracts of services, if such payment is considered appropriate in the circumstances by the RHRC
- Advising on the company's structure for strategic growth
- Reviewing talent development processes to ensure strong bench strength and talent pipeline
- Executing other duties as outlined in the Code

In discharging its responsibilities, the RHRC considers all aspects of remuneration and performs benchmarking exercises against comparable organisations, to ensure that all aspects of remuneration (including termination terms) are fair and competitive.

In FY2025, the RHRC sought advice and views on remuneration matters from an external remuneration consultant, Willis Towers Watson (Singapore). The RHRC assessed the independence and objectivity of the external consultant engaged and confirmed that there are no relationships with the Company that could compromise their independence and objectivity.

The RHRC's recommendations regarding remuneration of the PCEO, the other GMB members and the non-executive Directors are submitted to the Board for endorsement as the Board is ultimately responsible for all remuneration decisions.

RHRC Meetings

The RHRC is required by its terms of reference to meet at least twice each financial year, with additional meetings to be convened as and when required. The RHRC met five times in FY2025.

Non-Executive Directors' Remuneration

The remuneration of non-executive Directors is primarily determined by their level of contribution, considering factors such as effort, time spent, and responsibilities, as detailed below.

Each Director receives a basic fee. In addition, the Chairman of the Board receives an additional Chairman's fee. Directors who serve as Chairpersons or members of a Board Committee are entitled to a Board Committee Chairperson's fee or Board Committee member's fee, respectively. Non-executive Directors who cease to be a Director during the financial year receive pro-rated fees corresponding to their term in office. Additionally, each Director is compensated with an attendance fee for participating in Board meetings and Board Committee meetings. The attendance fees vary depending on whether the meeting is held within the Director's state/country of residence and whether the Director attends in person or via teleconference/video conference.

The RHRC believes that non-executive Directors should not receive excessive compensation. However, it acknowledges that competitive and fair remuneration is important to attract, motivate, and retain Directors with the necessary experience, capabilities, and attributes to contribute to the Company's future development and growth.

Corporate Governance Report

The following fee scale, revised for FY2025 onwards (after remaining unchanged since the financial year ended 31 March 2019), reflects the need to attract, retain, and motivate talent to join the SATS Board to provide good stewardship of the Company. There is no change to this scale for FY2026.

Types of Appointment	Current scale of Directors' fees S$
Board of Directors	
Basic fee	70,000
Board Chairman's fee	110,000
Board Deputy Chairman's fee	48,000
Audit Committee	
Committee Chairperson's fee	45,000
Member's fee	28,000
Executive Committee	
Committee Chairperson's fee	45,000
Member's fee	28,000
Other Board Committees	
Committee Chairperson's fee	30,000
Member's fee	15,000
Board Meeting Attendance Fee	
Attendance via teleconference/videoconference	1,000
Attendance in person in home city (up to four hours for travel within home city)	2,500
Attendance in person outside home city	5,000
Board Committee Meeting Attendance Fee	
Attendance via teleconference/videoconference	500
Attendance in person in home city (up to four hours for travel within home city)	1,200
Attendance in person outside home city	2,500

For FY2025, shareholders' approval was obtained for the payment of up to S$1,700,000 as Directors' fees for the non-executive Directors. The total amount of Directors' fees paid and/or to be paid to 13 non-executive Directors for FY2025 is S$1,627,047.94 (breakdown provided below). Non-executive Directors did not receive any salary, performance-related income/bonuses, benefits in kind, stock options, share-based awards (other than as disclosed below), or other long-term incentives for FY2025.

At the 2025 AGM, shareholders' approval will be sought for the payment of up to S$1,700,000 as Directors' fees for non-executive Directors for FY2026. This amount remains unchanged from the approved fee for FY2025.

The amount of Directors' fees has been calculated based on the current scale of Directors' fees and takes into account, amongst others, the expected number of Board and Board Committee meetings for FY2026, assuming full attendance by all the Directors. This calculation also accounts for any additional fees which may be required due to additional board representations on the Company's subsidiaries and/or joint ventures or other appointments, or the appointment of new Board or Board Committee members during FY2026.

If approved, the proposed fees for FY2026 will enable the payment of Directors' fees during or shortly after the financial year in which such fees are incurred.

Subject to obtaining the necessary shareholders' approvals, each non-executive Director (including the Chairman) will receive approximately 70 percent of his/her total Directors' fees for FY2026 in cash and approximately 30 percent in the form of SATS shares (no change from FY2025: 70 percent in cash and 30 percent in shares).

The share component will be paid out as awards under the SATS RSP. These awards will consist of fully paid shares with no performance conditions or vesting periods imposed. However, non-executive Directors must retain a base shareholding with a value equivalent to one year's retainer fee while serving on the Board, and for a further period of one year after stepping down as a Director, in order to better align the interests of non-executive Directors with the interests of shareholders. A non-executive Director who steps down before the payment of the share component of his/her fees will receive all fees in cash (calculated on a pro-rated basis, where applicable).

The cash component of the Directors' fees will be paid half-yearly in arrears. The share component of the Directors' fees for FY2026 is intended to be paid after the 2026 AGM. The number of shares awarded will be determined by reference to the volume-weighted average price of a share on the SGX-ST over the 10 trading days following the 2026 AGM, rounded down to the nearest hundred shares, with any remaining balance settled in cash.

Details on the Directors' fees for FY2025, are set out below.

Remuneration paid by the Company to SATS Directors for FY2025

Name of Director	Directors' fees in cash* (S$)	Directors' fees in SATS shares* (S$)	Advisory fees in cash (S$)	Total Directors' remuneration for FY2025 (S$)
a) Non-Independent Executive Director				
Mr Kerry Mok**	No Fee**	No Fee**	No Fee**	No Fee**
b) Independent Non-Executive Directors				
Ms Euleen Goh[(1)]	89,169.86 100%	– 0%	– 0%	89,169.86 100%
Mr Irving Tan[(2)]	141,960.01 70%	60,840.00 30%	– 0%	202,800.01 100%
Mr Achal Agarwal[(3)]	139,934.24 100%	– 0%	– 0%	139,934.24 100%
Ms Vinita Bali	121,760.68 70%	52,183.15 30%	– 0%	173,943.83 100%
Mr Chia Kim Huat[(4)]	127,000.00 100%	– 0%	– 0%	127,000.00 100%
Ms Jenny Lee[(5)]	26,095.89 100%	– 0%	– 0%	26,095.89 100%
Mrs Deborah Ong	111,090.00 70%	47,610.00 30%	– 0%	158,700.00 100%
Ms Jessica Tan	108,850.00 70%	46,650.00 30%	– 0%	155,500.00 100%
Dr Detlef Trefzger[(6)]	31,636.99 100%	– 0%	– 0%	31,636.99 100%
Mr Eng Aik Meng[(7)]	122,041.10 100%	– 0%	– 0%	122,041.10 100%
Mr Pier Luigi Sigismondi	89,793.70 70%	38,483.01 30%	– 0%	128,276.71 100%
Mr Mak Swee Wah[(8)]	85,786.43 62%	36,765.62 27%	15,000.00 11%	137,552.05 100%
Ms Chan Lai Fung	94,078.08 70%	40,319.18 30%	– 0%	134,397.26 100%

(1) Ms Euleen Goh retired from the Board on 19 July 2024 and her pro-rated Directors' fees for FY2025 was paid fully in cash.

(2) Mr Irving Tan was appointed to the Board on 16 May 2024 as Chairman-Designate and became the Chairman of the Board on 19 July 2024. He was also appointed as the Chairperson of the EXCO and a member of the NC and the RHRC on the same date. His Directors' fees for FY2025 was pro-rated accordingly.

(3) Mr Achal Agarwal will step down as a Director with effect from the conclusion of the 2025 AGM. Consequently, his Directors' fees for FY2025 will be paid fully in cash.

(4) Mr Chia Kim Huat will retire at the 2025 AGM. Consequently, his Directors' fees for FY2025 will be paid fully in cash.

(5) Ms Jenny Lee retired from the Board on 19 July 2024 and her pro-rated Directors' fees for FY2025 was paid fully in cash.

(6) Dr Detlef Trefzger retired from the Board on 19 July 2024 and his pro-rated Directors' fees for FY2025 was paid fully in cash.

(7) Mr Eng Aik Meng was appointed as joint head, Portfolio Development Group and head of Operating Group of Temasek International on 1 September 2024. Consequently, his Directors' fees for the period from 1 October 2024 to 31 March 2025 (amounting to S$75,519.18) was paid fully in cash to Temasek International, and his Directors' fees for the period prior to his executive appointment with Temasek International (amounting to S$46,521.92) was paid to him fully in cash.

(8) Mr Mak Swee Wah was appointed as an advisor to the Company's new Singapore Hub business unit on 1 October 2024. In this role, he provides enhanced oversight and supervision of the Singapore Hub business unit. He is entitled to an annual retainer fee of S$20,000 and meeting attendance fees of S$2,500 per meeting for up to four scheduled meetings per financial year. The amount of advisory fees Mr Mak receives is subject to an annual fee cap of S$30,000. The fees paid to Mr Mak for FY2025 was pro-rated accordingly.

* The amounts stated may be adjusted (e.g., due to rounding) as indicated under the explanatory note 2 of the Notice of AGM for the 2025 AGM.

** No Directors' fees were paid to PCEO, Mr Kerry Mok.

Corporate Governance Report

Remuneration paid by SATS Investments (III) Pte. Ltd., a wholly-owned subsidiary of the Company to SATS Directors for FY2025

Name of Director	Directors' fees in shares S$	Directors' fees in cash S$	Total Directors' fees for FY2025 S$
Independent Non-Executive Directors			
Ms Euleen Goh[(1)]	–	12,049.32 100%	12,049.32 100%
Dr Detlef Trefzger[(2)]	–	7,534.25 100%	7,534.25 100%

Notes:

(1) Ms Euleen Goh was the chairperson of the board of SATS Investments (III) Pte. Ltd. (SIPL3) until she stepped down on 19 July 2024. She was entitled to an annual retainer fee of S$36,000 and meeting attendance fees of S$1,200 per meeting, payable by SIPL3. The Directors' fees paid to Ms Goh was pro-rated accordingly. One board meeting was held during FY2025, which Ms Goh attended.

(2) Dr Detlef Trefzger was a member of the board of SIPL3 until he stepped down on 19 July 2024. He was entitled to an annual retainer fee of S$25,000 and meeting attendance fees of S$2,500 per meeting (outside home city), payable by SIPL3. The Directors' fees paid to Dr Trefzger was pro-rated accordingly. Dr Trefzger did not receive attendance fees as he did not attend the board meeting held during FY2025.

Senior Management's Remuneration

The Senior Management's remuneration framework is structured to tie a significant and appropriate proportion of rewards to both Company performance and individual performance, while also taking into consideration the Company's risk policies to ensure alignment with risk outcomes and sensitivity to the time horizon of risks. This framework aligns Senior Management's compensation with the interests of shareholders and other stakeholders, balancing short-term and long-term business goals and sustainability, as defined within the Company's strategy and risk policies.

During FY2025, the RHRC engaged an external consultant, Willis Towers Watson (Singapore), to undertake a comprehensive review of the overall remuneration framework and key elements of the performance-related remuneration components. The purpose was to ensure that the framework is effective in driving long-term business objectives and is aligned with market practices.

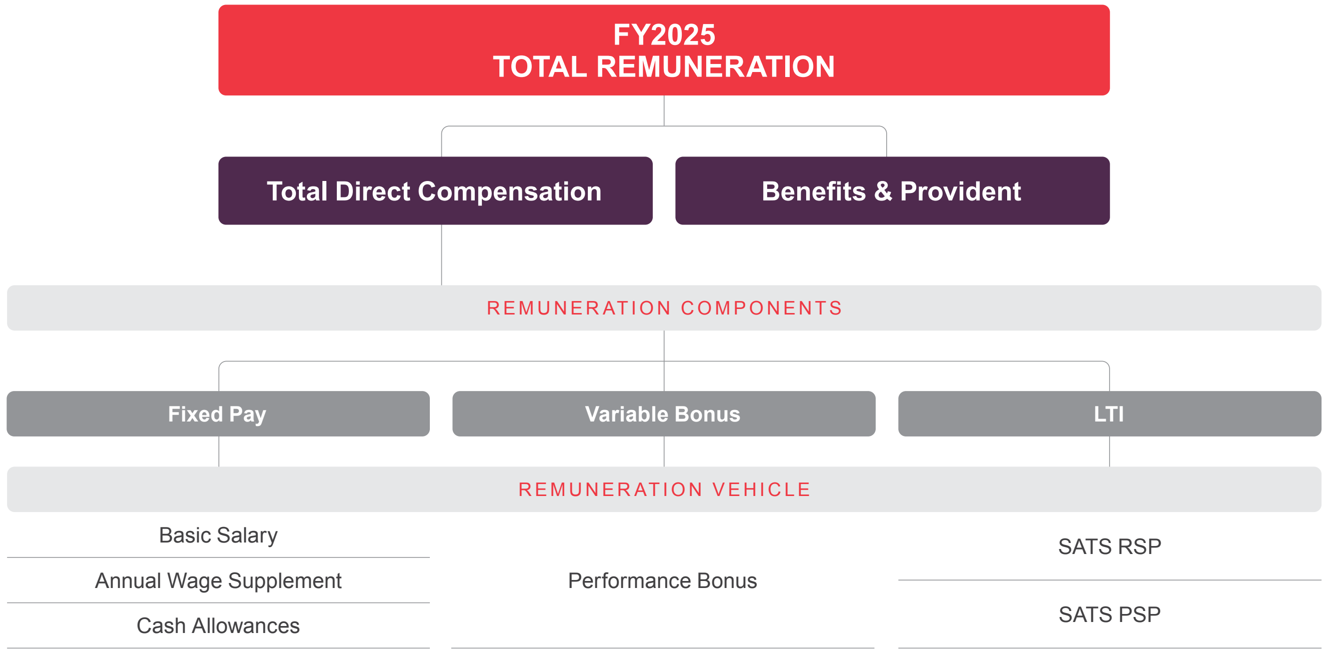
As a result of this review, several key adjustments have been made to align the remuneration framework with SATS' future business priorities and transformational goals. These changes are aimed at reducing complexity, strengthening the connection between performance and compensation, and reinforcing the Company's commitment to ESG goals.

Firstly, the Economic Value Added-based Incentive Plan for Senior Management was temporarily suspended starting from 1 April 2024. Secondly, a one-off Transformation LTI award was granted to GMB members in FY2025. This LTI award, with a five-year performance period, is designed to support SATS' transformation agenda, enhance alignment with long-term shareholder value creation, and retain and motivate the GMB. More information on the one-off LTI award can be found under the "Long-Term Incentives" section of this CG Report.

Remuneration Mix for GMB

The principle of remuneration begins with the compensation mix, which includes fixed pay, variable bonus, and long-term incentive. This direct compensation, provided in cash or SATS shares along with benefits and social security provisions where applicable, constitutes the total remuneration.

Total direct compensation and its respective remuneration components' payout align with both Company and individual performance over time. These components consist of various remuneration vehicles designed to balance payouts based on short- and long-term shareholder interests and business sustainability. The eligibility, granting, and payout conditions for each vehicle vary. The overall remuneration components and types are summarised below:



Benchmarking and Target Pay Positioning

The target fixed pay for each GMB position is set based on market benchmarks to ensure responsiveness to job worth. Employees receive pay relative to their target pay position, which is determined by their performance and competencies compared to the expectations of the role. At the total direct compensation level, individuals' annualised payout is benchmarked against the market to reflect both individual and Company performance. Benefit policies are separately benchmarked and assessed according to their competitiveness and prevalence in the market.

Fixed Pay

This consists of basic salary, annual wage supplement and cash allowances.

Variable Bonus

Performance Bonus rewards annual financial and operating achievements at the Group, Company and individual level. Target levels across each of the following KPIs are determined at the beginning of each financial year and are cascaded down. The following KPIs are allocated with equal weightage for non-managerial level employees:

- SATS Group PATMI
- Business Unit's Operating Profit
- Business Unit's Operational Performance Scorecard

The Group Balanced Scorecard and the Division Balanced Scorecard, which use the same metrics, are used for the measurement of achievement for Senior Management and managerial level employees respectively. The targets comprised in the Group Balanced Scorecard include Financial, Operations (Safety & Sustainability), Customer, People and Strategic Initiatives. The weightage of each of the respective targets is approved by the RHRC.

In determining the payout quantum for each GMB member, the RHRC considers the overall actual achievement against the Group, business unit and individual performance scorecards.

After the close of the financial year, the RHRC reviews and approves a bonus pool that is commensurate with the achievements against targets, taking into consideration exogenous factors such as the changing business environment, regulatory landscape and industry trends.

Corporate Governance Report

Long-Term Incentives

Long-term incentives reward for long-term shareholder value creation (contingent on Group and Company financial and operating achievements, individual performance level, ROIC, TSR and Carbon Reduction). SATS provisionally grants share awards to employees of managerial grade and above, including Senior Management, via the SATS RSP and the SATS PSP. When performance conditions are met, vested share awards lead to employees becoming shareholders.

(a) SATS RSP

The SATS RSP is an incentive plan for management level employees. Under the plan, awards typically involve a specified number of shares being granted at the end of the performance cycle which is dependent on individual position level within the Company, and the extent of the achievement of the financial and operating targets at the Group, Company and individual performance levels.

Each grant is subject to a performance period, typically aligned with the financial year preceding the grant, and performance conditions must be met to determine the final award quantum. The first tranche of the award vests approximately one year after the grant date, with the remaining shares vesting in equal proportions over the following two financial years to promote employee retention.

Grants of fully paid shares under the SATS RSP may also be made to the non-executive Directors in lieu of part of the cash amount of their Directors' remuneration. Such grants will have no performance conditions or vesting periods imposed.

(b) SATS PSP

Under the SATS PSP, an initial award is made in the form of a right to receive shares contingent upon meeting pre-set long-term performance targets.

In FY2025, the RHRC approved a one-off Transformation LTI Plan awarded under the SATS PSP. This plan is designed to align the Group's transformation plan with GMB's remuneration given the highly stretched goals set out in the SATS transformation plan. The one-off Transformation LTI award will replace the annual PSP grants for FY2025, FY2026 and the year ending 31 March 2027.

The final award, which ranges from 0% to 150% of the initial award, is contingent on the achievement of ambitious 5-year Transformation goals. These goals are based on 5-year Absolute TSR (50%), Cumulative 5-year Profit After Tax and Minority Interest (40%) and Carbon Emission Reduction (10%) targets. Additionally, awards are subject to a performance condition, wherein the ROIC needs to exceed Weight Average Cost of Capital for vesting to occur.

In FY2025, a total of 17,136,315 shares and 6,217,545 shares have been granted under the SATS RSP and SATS PSP respectively.

SATS RSP and SATS PSP

The SATS RSP and the SATS PSP were approved by shareholders at the Extraordinary General Meeting of the Company held on 19 July 2005 for an initial term of 10 years until 18 July 2015. A subsequent 10-year extension until 18 July 2025 was approved at the 41st AGM, followed by another 10-year extension until 18 July 2035 at the 51st AGM. There was no change to the maximum limit of new shares which may be issued under the SATS RSP and the SATS PSP following the extensions of their respective durations.

The SATS RSP and SATS PSP were introduced with a view to further strengthening the Company's competitiveness in attracting and retaining talented GMB members. The SATS RSP and the SATS PSP aim to more directly align the interests of GMB members with the interests of shareholders, to improve performance and achieve sustainable growth for the Company in the changing business environment, and to foster a greater ownership culture amongst GMB members. These plans contemplate the award of fully paid shares of the Company, when and after pre-determined performance or service conditions are accomplished.

The SATS RSP serves as an additional motivational tool to recruit and retain talented Senior Management and managerial level employees as well as to reward Company and individual performance. In addition, it enhances the Group's overall compensation packages, strengthening the Group's ability to attract and retain high performing talent. Shareholders' approval was also obtained at the 46th AGM to alter the SATS RSP to enable non-executive Directors to participate in the SATS RSP, so as to permit grants of fully paid shares to be made under the SATS RSP to non-executive Directors as part of their Directors' remuneration.

Awards granted to Senior Management and managerial level employees under the SATS RSP, which is intended to apply to a broader base of Senior Management and managerial level employees, will typically vest only after the satisfactory completion of time-based service conditions, that is, after the participant has served the Group for a specified number of years (time-based restricted awards) or, where the award is performance-based (performance-based restricted awards), after a further period of service beyond the performance target completion date. Awards granted to the non-executive Directors under the SATS RSP in lieu of part of the cash amount of their Directors' remuneration consist of fully paid shares with no performance conditions or vesting periods imposed. However, such non-executive Directors will be required to retain a base shareholding with a value equivalent to one year's retainer fee for as long as he/she is on the Board of the Company, and for a period of one year after stepping down as a Director.

No minimum vesting periods are prescribed under the SATS RSP, and the length of the vesting period(s) in respect of each award will be determined on a case-by-case basis. The grant of such performance-based restricted awards is intended to ensure that the earning of shares under the SATS RSP is aligned with the pay-for-performance principle. The use of time-based restricted awards will only be made on a case-by-case basis where business needs justify such awards.

The selection of a participant and the number of shares which he/she would be awarded under the SATS RSP will be determined at the absolute discretion of the RHRC, which will take into account criteria such as his/her rank, job performance, creativity, innovativeness, entrepreneurship, years of service and potential for future development, his/her contribution to the success and development of the Group and, if applicable, the extent of effort and resourcefulness required to achieve the performance target(s) within the performance period.

The SATS PSP is targeted at a select group of GMB members who shoulder the responsibility for the Company's performance and who are able to drive the growth of the Company through innovation, creativity and superior performance. Awards under the SATS PSP are performance-based, with performance targets set in accordance with medium-term corporate objectives covering market competitiveness, quality of returns, business growth and productivity growth. The performance targets are stretched targets based on criteria such as total shareholders' return, economic value added, market share, market ranking or return on sales.

Under the SATS RSP and the SATS PSP, the RHRC has the discretion to determine whether the performance condition has been satisfied (whether fully or partially) or exceeded and in making any such determination, the RHRC has the right to make reference to the audited results of the Company or the Group to take into account such factors as the RHRC may determine to be relevant, such as changes in accounting methods, taxes and extraordinary events, and further, the right to amend the performance target(s) if the RHRC decides that a changed performance target would be a fairer measure of performance.

Senior Management members who are participants of the SATS RSP and the SATS PSP are required to observe a moratorium on a minimum threshold of their shares in the Company. They are prohibited from trading, pledging or hedging their minimum threshold. The RHRC in their review of the Company's share plans also reviewed the minimum threshold. The RHRC commissioned a review of the minimum threshold by an external consultant, Aon Hewitt, in October 2014 and had approved the findings and recommendation of Aon Hewitt.

The RHRC assessed the independence and objectivity of all the external consultants engaged during FY2025 and confirmed that there are no relationships with the Company that could compromise their independence and objectivity.

The aggregate number of shares which may be issued pursuant to awards granted under the SATS RSP and the SATS PSP, when added to the number of new shares issued and issuable in respect of all options granted under the SATS Employee Share Option Plan (which expired in 2010 and under which there are no longer any outstanding options), and all awards granted under the SATS RSP and the SATS PSP, may not exceed 15 percent of the total number of issued ordinary shares in the capital of the Company (excluding treasury shares and subsidiary holdings (as defined in the Listing Manual)) on the day preceding the relevant date of award.

For FY2025, the total number of shares comprised in awards granted under the SATS RSP and SATS PSP did not exceed 1.6 percent of the total number of issued shares (excluding treasury shares and subsidiary holdings).

Additional details in relation to the SATS RSP and SATS PSP are set out in the Annexure below, and also in the Share-Based Payment section of the "Directors' Statement" and in the "Notes to the Financial Statements" in the "Financials" section of this Annual Report.

No termination, retirement or post-employment benefits were granted to Directors or the PCEO during FY2025.

Corporate Governance Report

Details of the compensation paid or accrued to the PCEO and the top Key Management Personnel (excluding the PCEO), for FY2025 are set out below:

President and Chief Executive Officer (PCEO)	Salary[1]	Bonuses	Benefits	Share Awards Vested During FY2025	Total Remuneration[8]
Mr Kerry Mok	S$1,021,678 32%	S$1,206,012 38%	S$74,037 2%	S$862,456[2] 27%	S$3,164,183 100%

Details of share awards granted, vested and/or lapsed under the SATS RSP and PSP for Mr Mok in FY2025 are as follows:

	Awards under SATS RSP[3]				
	Granted (no. of shares)	Vested (no. of shares)	Lapsed (no. of shares)	Released Date	Released No. of shares
FY2021 Awards under SATS RSP	118,058	118,058		1-Jul-22	37,900
				10-Jul-23	40,100
				1-Jul-24	40,058
FY2022 Awards under SATS RSP	288,000	192,000		10-Jul-23	96,000
				1-Jul-24	96,000
				1-Jul-25	
FY2023 Awards under SATS RSP	376,600	125,600		1-Jul-24	125,600
				1-Jul-25	
				1-Jul-26	
FY2024 Awards under SATS RSP	376,600			1-Jul-25	
				1-Jul-26	
				1-Jul-27	
FY2025 Awards under SATS RSP[4]	364,600			1-Jul-26	
				1-Jul-27	
				3-Jul-28	

	Awards under SATS PSP[5]				
	Granted (no. of shares)	Vested (no. of shares)	Lapsed (no. of shares)	Released Date	Released No. of shares
FY2022 Awards under SATS PSP	89,887	39,900	49,987	1-Jul-24	39,900
FY2023 Awards under SATS PSP	91,262			1-Jul-25	
FY2024 Awards under SATS PSP	165,000			1-Jul-26	

	One-off Transformation LTI Awards[6]			
	Granted (no. of shares)	Vested (no. of shares)	Released Date	Released No. of shares
FY2025 Awards under SATS PSP[7]	1,527,273		1-Jul-29	

While Provision 8.1(b) of the Code stipulates that the names, amounts and breakdowns of remuneration of at least the top five key management personnel (excluding directors and the chief executive officer) should be disclosed in bands no wider than S$250,000, the Board is of the view that the remuneration details of the top Key Management Personnel (excluding the PCEO) should be disclosed in bands without naming specific individuals within each band, as shown in the table below. This balances the objectives of being comprehensive, meaningful and transparent with managing the confidential and commercially sensitive nature of remuneration matters in the highly competitive human resource environment the Group operates in.

These disclosures offer a clear understanding of the Company's key management remuneration, policies, level and mix of remuneration, procedures for setting remuneration, and the relationships between remuneration, performance, and value creation. For FY2025, the top Key Management Personnel (excluding the PCEO) mentioned herein are Mr Bob Chi, Mr John Batten, Mr Manfred Seah, Mr Michael Simpson, Mr Stanley Goh and Mr Henry Low.

Remuneration Band	Number of Key Management Personnel (excluding PCEO)	Salary[1] (%)	Bonuses (%)	Benefits (%)	Share Awards Vested During FY2025 (%)	Total Remuneration[8] (%)
S$1,750,001 to S$2,000,000	1	28	46	3	24[2]	100
S$1,500,001 to S$1,750,000	3	52	36	1	11[2]	100
S$1,250,001 to S$1,500,000	2	40	43	4	13[2]	100
Aggregate Total Remuneration						**S$9,181,016**

Details of share awards granted under the SATS RSP and SATS PSP for the above executives in FY2025 are as follows:

	Awards under SATS RSP[3]		
	Granted (no. of shares)	Released Date	Released No. of shares
FY2025 Awards under SATS RSP[4]	765,400	1-Jul-26	
		1-Jul-27	
		3-Jul-28	

	One-off Transformation LTI Awards[6]		
	Granted (no. of shares)	Released Date	Released No. of shares
FY2025 Awards under SATS PSP[7]	2,454,565	1-Jul-29	

Notes:

(1) Other than for Mr Michael Simpson and Mr John Batten, salary includes Annual Wage Supplement and employer's CPF for FY2025.
(2) Represents aggregate value of shares that vested in accordance with the terms of the SATS RSP and SATS PSP during FY2025.
(3) RSP shares will vest equally over a three-year period provided the terms and conditions of the plan are met.
(4) The SATS RSP grants made for FY2025 are for performance for FY2025. The per unit fair value of the RSP grants is S$3.298.
(5) The final number of PSP shares to be vested will range from 0% to 150% of the initial grant and is contingent on the achievement of pre-determined targets over a three-year performance period.
(6) In FY2025, the RHRC approved a one-time Transformation LTI Plan awarded under the SATS PSP for Key Management Personnel. This final number of shares to be vested will range from 0% to 150% of the initial grant and is contingent on the achievement of pre-determined targets over a five-year performance period.
(7) The per unit fair value of the one-off Transformation LTI awards is S$1.65.
(8) Due to rounding, the indicated percentages for each component of remuneration may not sum up to 100%.

The aggregate total compensation paid to the abovementioned top Key Management Personnel (who are neither Directors nor the PCEO) for FY2025 was S$9,181,016.

No immediate family members of any Director or of the PCEO were employed by the Company or any of its related companies during FY2025.

Learning and Development Programmes for Employees

Learning and development is part of our DNA at SATS. We have anchored training and development to build a performance-driven culture centred around SATS' five people values: Safety, Customer Focus, Respect, Teamwork and Excellence. We put great emphasis on people development because we believe that a workforce that is well-trained with the necessary competencies and has the adaptability to change is the critical success factor to the growth of the business. The objectives are to harness the potential of its people and to bring out the best in them. To do this, we seek to enhance employee experience and engagement by strengthening their sense of belonging to the organisation, and maximising employee productivity to help SATS' businesses grow and thrive. We want to create a purpose-driven environment for our people.

Corporate Governance Report

At SATS, we believe that it is only when we develop each individual to do their jobs in a committed and purposeful manner, we can then have the desired business outcome. We recognise that our leaders set the tone of the SATS culture, which has a great impact on business performance. Hence, we have refreshed and launched a new leadership framework. A series of leadership transition programmes was designed and deployed to front line leaders, leaders of teams, leaders of community and strategic leaders. This series of leadership programmes is transition-focused, in order to equip our employees as they take on leadership roles, as the quality of leadership is an important aspect of our employee value proposition and will have a direct impact on staff engagement and retention.

Besides the training for our leaders, we also have a "Leading Self" programme for individual contributors, and an Employee Development Programme for our general employees. On top of technical skill training, the Employee Development Programme, which consists of e-learning modules and classroom training, focuses on soft skills to develop each individual.

As SATS grows its businesses locally and globally, we recognise that corporate governance remains a fundamental and core aspect to focus on to ensure that SATS continues to operate in a responsible and ethical manner. In line with this, SATS will continue to craft and update mandatory learning programmes on topics pertaining to corporate governance, such as legal regulations, cybersecurity, people management, etc. SATS employees undergo relevant training and subsequent refresher trainings to ensure that understanding and adherence to regulations is embedded in all job grades and at all times.

Learning and development is essential in ensuring that employees have the necessary knowledge, skills, and abilities to perform their jobs effectively and adapt to changing business needs. We believe that when the organisation is focused on people development, we can then truly achieve our vision of becoming the market leader in delighting customers with innovative food and seamless connections, as well as fulfil our purpose to feed and connect communities. More information on the Company's purpose, vision and core values, can be found on our corporate website at the URL https://www.sats.com.sg/about-sats/who-we-are.

Talent and Succession Management

SATS firmly believes that our global talent pool is one of our most important assets and competitive advantages

We have established a global talent management framework which defines our talent philosophy, strategy and a consistent approach to talent identification, development and deployment across our global organisation. This framework, co-created by talent partners and business leaders across the Americas, EMEAA, and Asia Pacific, ensures we have a globally consistent yet locally nuanced approach to building our leadership pipeline.

We will apply this new framework to refresh our existing talent review and succession planning to identify high potential employees and potential successors for targeted development.

We have also established Elevate, a global talent experience programme where high-potential employees will undertake a short-term cross geography assignment with specific business goals and outcomes. This is an exciting and meaningful talent development opportunity for our global talent to share and learn best practices in a cross-cultural setting.

There are also plans in place to review and redesign our structured talent development programmes to make them relevant and scalable for a global talent pool. The revamped programmes will ensure that our identified successors and talent will have opportunities to broaden their business exposure and deepen their technical and leadership capabilities.

ACCOUNTABILITY AND AUDIT

Risk Management and Internal Controls

Principle 9

Safety, Sustainability and Risk Committee

The SSRC is chaired by Ms Vinita Bali, and its members are Mr Chia Kim Huat, Mr Mak Swee Wah, Mrs Deborah Ong and Mr Pier Luigi Sigismondi. All of the SSRC members (including the SSRC Chairperson) are independent Directors.

As announced by the Company on 2 June 2025, Mr Chia Kim Huat will be retiring by rotation at the 2025 AGM and will not be seeking re-election. Consequently, he will cease to be a member of the SSRC.

Key Responsibilities of the SSRC

The SSRC oversees and monitors the adequacy and effectiveness of the Group's risk and safety management systems and programmes and also the Group's implementation of its sustainability strategy. Its key responsibilities include:

- Guiding the SATS Group SSRMC, chaired by the PCEO, on risk management processes, methodologies, mitigation plans, risk registers and profiles
- Addressing strategic, financial, operational, technology (including cybersecurity), climate change and legal and regulatory compliance risks
- Evaluating the adequacy of resources for risk management functions within the Group
- Assessing risk management policies, practices and the types/levels of risks faced by the Group
- Assessing the adequacy of proposed actions for material breaches of risk limits
- Coordinating with the AC on the Board's Risk Management and Internal Controls Statement
- Ensuring the Group's risk and safety management systems and programmes for their effectiveness and ensuring that they comply with regulatory requirements and industry best practices across food safety, workplace occupational health and safety risk areas
- Monitoring the adequacy of reporting on safety, remedial actions and compliance with safety management plans
- Reviewing food safety and accident investigation findings and implementation of recommendations by Senior Management
- Aligning sustainability-related matters to ensure alignment with SATS' strategic goals and sustainability commitments and ensuring compliance with applicable regulatory requirements
- The development and execution of SATS' overall ESG strategy to enable Senior Management to explore opportunities for sustainable growth
- Reviewing the adequacy of reporting on material ESG factors and assessing the level of compliance with the Group's sustainability commitments

SSRC Meetings

The SSRC is required by its terms of reference to meet at least four times a year. The SSRC met four times in FY2025. In addition, there were also four joint AC and SSRC meetings for FY2025.

Assurances received by the Board

The Board required and has received assurance from the PCEO and CFO that the financial records have been properly maintained and the financial statements give a true and fair view of the Group's operations and financial position.

Additionally, the PCEO and relevant business heads who are responsible have provided the Board assurances on the adequacy and effectiveness of the Group's risk management and internal control systems, addressing financial, operational, compliance and technology risks.

Please refer to the Risk Management and Internal Controls section on pages 109 to 116 of this Annual Report for more details.

ACCOUNTABILITY AND AUDIT

Audit Committee

Principle 10

Audit Committee

The Board has an AC which discharges its duties objectively.

The AC is chaired by Mrs Deborah Ong, and its members are Ms Jessica Tan, Ms Vinita Bali, Ms Chan Lai Fung and Mr Pier Luigi Sigismondi. All the AC members, including the AC Chairperson, are independent Directors.

The AC members collectively have extensive experience in accounting or related financial management. In particular, the requirement under the Code for at least two members of the AC, including the AC Chairperson, to have recent and relevant accounting or related financial management expertise or experience is well met.

Mrs Deborah Ong, the AC Chairperson has relevant expertise and experience in accounting and financial management. She possesses an accounting qualification and was a partner at PricewaterhouseCoopers LLP with more than 30 years of public accounting experience. The other AC members also possess relevant experience from serving on various boards, government ministries and agencies. Ms Jessica Tan served as Chairman of Singapore's Finance, Trade and Industry Government Parliamentary Committee from 2010 to 2015, and as Chairman of Singapore's Public Accounts Committee until June 2020. Ms Vinita Bali brings relevant expertise through her audit committee memberships as a non-executive director at Bunge Ltd (listed on the New York Stock Exchange), Titan Company, and Crisil Ltd (both listed on the Indian stock exchange). Ms Chan Lai Fung has experience from her role as Permanent Secretary in several ministries, including the Ministry of Finance from 2009 to 2012. Mr Pier Luigi Sigismondi held senior roles across various multinational companies focusing on transformation and supply chain.

None of the AC members were partners or directors of SATS' existing external auditors within the previous two years prior to their appointment to the AC and none of the AC members have any financial interest in SATS' existing external auditors.

Key Responsibilities of the AC

The AC's primary role is to assist the Board with oversight of the integrity of financial statements and on the adequacy and effectiveness of internal controls and risk management systems in relation to financial reporting and other financial related risks and controls. It has explicit authority to investigate any matter within its terms of reference, full access to and co-operation of Senior Management, and full discretion to invite any Director or Senior Management member to attend its meetings. It also has reasonable resources to discharge its functions.

Corporate Governance Report

The Group Internal Audit team at SATS and the external auditors independently report their findings and recommendations to the AC. If the external auditors identify significant issues in their review of the Company's year-end financial statements that materially impact the interim financial statements or financial updates previously announced, the AC will promptly inform the Board and advise on necessary changes to enhance the quality of future interim statements or updates. The external auditors also keep the AC informed about relevant changes to accounting standards and issues with a material impact on the financial statements.

The AC's key responsibilities encompass the oversight of the following matters:

Financial Reporting

- Financial statements and financial results announcements/voluntary quarterly business updates for the relevant quarters, including the review of significant reporting issues and judgments
- Revisions/additions/updates to the accounting policies for write-offs, capital expenditure, disposal of assets and investments, and other financial policies
- The assurance from the PCEO and CFO on the financial records and financial statements

Internal Controls

- Compliance and information technology (financial reporting) risks
- The adequacy and effectiveness of the risk management and internal controls systems regarding financial reporting, accounting and other financial related risks and controls (and other risk and controls as delegated by the Board), at least annually
- The Board's Risk Management and Internal Controls Statement in conjunction with the SSRC
- The policy and procedures allowing employees and other individuals to confidentially raise concerns about possible issues in financial reporting or other matters. These concerns will be independently investigated and appropriately addressed.
- Any suspected fraud or irregularity or suspected infringement of any Singapore law, rule or regulation of which the AC is aware, which has or is likely to have a material impact on our operating results or financial position, and the findings of any internal investigations and Senior Management's response thereto.

External Audit

- The external audit plan, the external auditors' management letter, the scope and results of the external audit and Senior Management's response
- The quality of the work carried out by the external auditors and the basis of such assessment, such as the use of ACRA's Audit Quality Indicators Disclosure Framework
- The assistance given by the Senior Management of the Group and the Company Secretary to the external auditors
- The adequacy, effectiveness and independence of the external auditors
- The appointment, re-appointment or removal of the external auditors after evaluating their performance (taking into consideration ACRA's Audit Quality Indicators Disclosure Framework), the audit fee and terms of engagement, and making recommendation to the Board on the proposal to shareholders for the selection of external auditors

Internal Audit

- The adequacy of resources for the internal audit function and that it is staffed with persons with the relevant qualifications and experience and complies with the standards set by nationally or internationally recognised professional bodies, ensuring the appropriate standing of the internal audit function within SATS and its primary line of reporting to the AC
- The adequacy, effectiveness, independence, scope and results of the internal audit function, audit programme and the internal audit charter, including making recommendations to the Board on establishing an adequate, effective and independent internal audit function
- The hiring, removal, evaluation and compensation of the Global Head of Group Internal Audit
- Major findings on internal audit during the year and Senior Management's responses thereto, difficulties encountered during the course of the audit, significant changes to the audit programme and compliance with relevant professional internal audit standards

Interested Person Transactions

- Interested person transactions as required under the Listing Manual and our mandate for interested person transactions (Shareholders' Mandate)

Whistleblowing Reporting

- The policy and arrangements by which staff of the Company and any other persons may, in confidence, raise concerns about possible improprieties in matters of financial reporting, financial control, or other in-scope matters (as defined in the SATS Whistleblowing Policy)
- Reports on all in-scope whistleblowing incidents and ensuring that they will be appropriately dealt with
- Review the disclosure of the SATS Whistleblowing Policy in the Annual Report, and publicly disclosing the procedures for raising such concerns as appropriate

In addition, the AC oversees internal processes in relation to the Company's banking arrangements, including the appointment of bankers and authorisation of signatories, as well as related banking matters.

The AC is also tasked to perform all other functions and responsibilities of an audit committee that may be imposed by the Companies Act, the Listing Manual, the Code and other relevant laws and regulations, and reports to the Board on how it has discharged its responsibilities and whether it was able to discharge its duties independently.

During the financial year under review, the AC reviewed the Group's financial statements prior to announcing of the Group's half-year and full-year results, as well as the voluntary business updates for the first and third quarters of the financial year. This review included a review of management judgments, critical accounting policies, and any significant changes with potential material impact on the financial statements.

As part of its continuous monitoring and financial reporting process, SATS assesses the carrying value of its investments in subsidiaries, associates, joint ventures, property, plant and equipment as well as intangible assets for any indications of impairment. Senior Management has been proactive in tracking the developments of its businesses across the Group, regularly reviewing financial performance, projections and cash flow statuses of its investments. For assets or investments with indications of impairment, Senior Management will determine the assets' recoverable amount based on value-in-use calculations using cashflow projections covering five-year period. The estimates on projected revenue, profit margins, cashflows, terminal growth rates and discount rates used in these cashflow projections will take into account assumptions on the current market condition, the long-term viability of customers and cost initiatives. Sensitivity analyses were also performed to evaluate whether reasonable changes in the key assumptions would lead to possible impairment. The AC reviewed and challenged Senior Management's assumptions in relation to such asset impairment reviews and provided useful insights and guidance to Senior Management.

The Key Audit Matter(s) are set out below:

Key Audit Matter(s) (KAM)	AC commentary on the KAM(s), how the matter(s) was/were reviewed and what decision(s) was/were taken
Impairment of non-financial assets, including goodwill	The AC reviewed Senior Management's approach and methodology applied in the impairment assessment, focusing on cash generating units (CGUs) with goodwill and CGUs with indicators of impairment, and the key assumptions used in the determination of their value-in-use, including the macroeconomic outlook and other key drivers of cash flow projections. The determination of value-in-use is highly dependent on the assumptions applied in respect of projected revenue, profit margins, cashflows, terminal growth rates and discount rates. The AC also considered recent market analysts' reports to understand the actual growth rates and outlook of the industries in which the CGUs operate. The AC considered the external auditors' findings, including their evaluation of the valuation methods and key assumptions used to determine the value-in-use of the CGUs. The AC was satisfied with the impairment review process, approach and methodology used, and the conclusion of the impairment review performed by Senior Management.

AC Meetings

The AC is required under its terms of reference to meet at least four times a year. The AC met four times in FY2025, including four joint AC and SSRC meetings.

The AC meets with the external auditors and with the internal auditors, in each case without the presence of Senior Management, at least annually.

Review of Independence and Objectivity of External Auditors

The AC reviews the independence and objectivity of the external auditors annually, taking into consideration the requirements under the Accountants Act 2004. It has also reviewed the nature and volume of non-audit services provided by the external auditors, KPMG LLP, to the Group during FY2025 and the fees, expenses and emoluments paid or made to them, and is satisfied that they have no significant impact on the independence and objectivity of the external auditors. The audit and non-audit fees payable to KPMG LLP for FY2025 are disclosed in the audited financial statements.

At the recommendation of the AC and as approved by the Board, the re-appointment of KPMG LLP as the external auditors is subject to shareholders' approval at the 2025 AGM.

The Company has complied with Rule 712, Rule 713 and Rule 715 of the Listing Manual in relation to its auditing firms and the rotation of the audit partner.

Corporate Governance Report

Accountability

The Company adopts half-yearly reporting of its financial results which are prepared in accordance with the Singapore Financial Reporting Standards (International). Shareholders were presented with the half-year and full-year financial results within 45 days of the end of the half year financial period and 60 days of the end of the financial year respectively. Through the release of its financial results, the Board aims to present the shareholders with a balanced and understandable assessment of SATS' performance, position and prospects.

To enhance shareholders' understanding of the Company's performance in the context of the current business environment, the Company also provides voluntary quarterly business updates. These updates encompass meaningful and relevant financial and non-financial information regarding the Company's performance for the first and third quarters of each financial year. These voluntary quarterly business updates include discussions on significant factors influencing interim performance and market trends, along with an analysis of risks and opportunities that may materially impact the Company's future prospects.

SATS is committed to providing clear, detailed and timely communication to shareholders and the investment community. We disseminate material price-sensitive and trade-sensitive information promptly and non-selectively to furnish stakeholders with crucial and relevant information they need to make informed decisions about SATS' value and long-term prospects.

Additionally, SATS participates in investor conferences to engage with potential investors interested in learning more about our business. We respond to email requests from key institutional investors seeking to meet with Senior Management on specific matters and queries about our business. Communications with our stakeholders are conducted in an open and transparent manner and in compliance with the requirements of the Listing Manual.

Integrity of Financial Statements

The Company has a process in place to support Senior Management's representations to the Board on the integrity of the Group's financial statements and internal control systems in relation to the requirement under the Listing Manual for the Board to issue a negative assurance statement that accompanies the Company's announcement of its financial statements.

Quarterly management accounts of the Group (covering unaudited consolidated financial results and explanatory notes explaining variance) are circulated to the Board for their information.

Independent Internal Audit Function

The GIA's objectives, scope of authority and responsibilities are defined in the Group's Internal Audit Charter, which is approved by the AC. The AC is satisfied that the GIA is adequately resourced, effective and independent of the activities it audits. The GIA does not undertake any operational responsibility or authority over any of the activities within its audit scope.

The GIA provides the AC with reasonable assurance that the Group maintains adequate and effective internal controls covering financial, operational, compliance and information technology controls as well as risk management systems. The GIA also conducts whistleblowing investigations.

The GIA adopts a risk-based approach in formulating the annual internal audit plan that aligns its activities to the key risk areas across the Group. The annual internal audit plan is developed based on a documented risk and control assessment framework, which considers inherent risk and control effectiveness of each auditable entity or process in the Group, with inputs from Senior Management and the Board. Higher-risk areas are prioritised for auditing. In compliance with Rule 711B(3) of the Listing Manual, SATS' sustainability reporting process will be subjected to an internal review and has been included in the Group's internal audit plan for FY2026, as approved by the AC.

In addition, the AC reviewed significant audit findings reported, recommendations made, and Senior Management's responses. The GIA reported the results of remediating actions taken to the AC quarterly, after Senior Management ensured that the GIA's recommendations had been implemented in a timely manner.

The annual internal audit plan is reviewed and approved by the AC. The AC conducts an annual review of the adequacy, effectiveness, independence, scope and results of the internal audit function and ensures that GIA has appropriate standing within the Group to perform its function effectively. GIA also works closely with Senior Management in its internal control advisory review role to promote effective risk management, robust internal control and good governance practices.

Audit reports containing identified issues and corrective action plans are reported to the AC and Senior Management. Progress of the corrective action plans is monitored and past due action plans are included in regular reports to Senior Management and the AC. The GIA works closely with the external auditors to coordinate audit efforts and updates the external auditors of all relevant audit matters.

The GIA is headed by Global Head, GIA and staffed by suitably qualified and experienced executives. Internal auditors report to the Global Head, GIA, who reports functionally to the AC. In the execution of its audit activities, the GIA is authorised to obtain the assistance of specialist or specialised services (such as technology audits) from within or outside of the organisation or to outsource audit projects to reputable firms with project-appropriate resources and specialised skills. In situations where the audit work to be carried out by the GIA may potentially give rise to conflicts of interest, it will be brought to the attention of the AC. The AC may authorise such audit work to be carried out by an independent third party as it deems appropriate.

The appointment and removal of the Global Head, GIA are subject to the approval of the AC. Under the Group's Internal Audit Charter, the GIA has full access to the AC and unrestricted access to all the Group's documents, records, properties and personnel. Restrictions to access imposed by any employee of the Group (including Senior Management), which prevents the GIA from performing its duties, will be reported immediately to PCEO or directly to the AC, based on circumstances as determined by the Global Head, GIA.

The GIA is a corporate member of the Singapore chapter of the Institute of Internal Auditors (IIA). It is guided by the Global Internal Audit Standards set by the IIA. In line with leading practices, GIA has a Quality Assurance and Improvement Programme that covers its audit activity and conforms to the Global Internal Audit Standards. External Quality Assurance Reviews are carried out at least once every five years by qualified professionals from an external organisation. Training and development opportunities are provided for the GIA's members to ensure their technical knowledge and skill sets remain up-to-date and relevant. The GIA's members are also supported in achieving and maintaining their certification and relevant professional accreditations (e.g., Certified Internal Auditor, Certified Fraud Examiner, Certified Information Systems Auditor and Chartered Accountants, etc.). A structured programme is in place for professional service providers engaged by the Group to regularly share their knowledge and expertise with the GIA's members. The GIA's members also attend external trainings and seminars hosted by reputable public accounting and auditing firms, and professional associations such as IIA, Association of Certified Fraud Examiners, Institute of Singapore Chartered Accountants and ISACA.

Review of Interested Person Transactions

The Group has established policies and procedures to comply with the reporting requirements under Chapter 9 of the Listing Manual relating to IPTs. The GIA regularly reviews the IPTs entered into by the Group to verify the accuracy and completeness of the relevant IPT disclosures. These IPTs will be documented and submitted in a report to the AC for their review. During the financial year under review, the AC, assisted by the GIA, reviewed the IPTs, including those entered into pursuant to the Shareholders' Mandate approved by shareholders at the 2024 AGM. The AC is satisfied that the IPTs were made on normal commercial terms and are not prejudicial to the interests of the Company and its minority shareholders. Details of the Shareholders' Mandate, proposed to be renewed at the 2025 AGM, are set out in the Appendix to the 2025 Letter to Shareholders. The Appendix outlines, inter alia, the review procedures for determining transaction prices and the relevant internal approval thresholds for IPTs conducted under the Shareholders' Mandate.

As required by the Listing Manual, details of the IPTs entered into by the Group are disclosed in this Annual Report. Pursuant to the Listing Manual, any IPT requiring specific shareholders' approval will necessitate that the interested person and any associate of the interested person abstain from voting on the resolution and refrain from accepting proxy appointments unless specific voting instructions have been given. In relation to the annual renewal of the Shareholders' Mandate at the Company's AGMs, interested persons covered by the mandate, as well as their associates, must abstain from voting on the resolution to renew the Shareholders' Mandate. Votes cast by such persons on such resolution will be disregarded.

Corporate Culture – Other Codes and Practices

The SATS Code of Conduct sets out the standards of behaviour by which we deal with our customers, business partners, colleagues, suppliers and each other. All employees are required to read and acknowledge the Code of Conduct upon joining the Company. Employees are regularly reminded of the need to comply with the Code of Conduct. The principles covered in the Code of Conduct include:

- High Integrity

  We build trust through integrity. Unless otherwise approved by Senior Management, employees are not permitted to taking on work outside of SATS so that they focus solely on their work at SATS. A culture of integrity is further advanced via through the inclusion of non-competition and non-solicitation obligations for one year after employment ends.

  We diligently avoid any situations where personal connections or financial interests could compromise impartiality. Employees must notify us if they have family members engaged in business dealings with the Group. Additionally, employees and their family members are prohibited from accepting gifts or preferential treatment due to their association with SATS.

  Information is a critical asset to our business. Employees are expected to maintain confidentiality, refrain from making false claims and avoid insider trading.

- Safety in the Workplace

  Workplace safety is essential for our business. All employees and contractors receive proper training to perform their tasks competently, and adherence to safety rules is required.

- Safeguarding Assets

  Employees are expected to exercise responsibility and good judgement in the use of Company assets. Use of these properties must be authorised and individuals are required to comply with the rules governing such usage.

Corporate Governance Report

As the Group focuses on executing on its global growth strategy, we have continued to emphasise the cornerstones of our success as a global team by reiterating our People Values. These values reflect our dedication to putting people first in all aspects of our business and to embrace the values we want to embed across our Group. These five values focus on each employee's personal responsibilities across every aspect of our day-to-day operations and decision-making processes, with safety always being top of mind:

Safety
The safety and well-being of our team members, customers, and stakeholders are paramount. We prioritise a culture of safety, adhering to rigorous protocols and best practices to ensure a secure environment for all.

Customer Focus
Our customers are at the heart of everything we do. We are committed to understanding their needs, exceeding their expectations, and delivering exceptional experiences that build lasting partnerships.

Respect
We value diversity, inclusion, and mutual respect. We treat everyone with dignity and empathy, fostering an environment where all individuals feel valued, heard, and empowered to succeed.

Excellence
We strive for excellence in all that we do. From the services we provide to the relationships we cultivate, we pursue the highest standards of quality, innovation, and continuous improvement. A spirit of excellence inspires and motivates us to continuously improve and thereby brings out the best in everyone.

Teamwork
Collaboration is the cornerstone of our success. We recognise the collective strength of our team and embrace a spirit of collaboration, communication and support to achieve our common goals.

We have a shared responsibility to ensure our People Values are not just words on paper. They must be the guiding principles which embody our behaviour, accountability, and collaboration, and empower us to be the best we can be.

Ethics and Compliance
Our Company is committed to operating with the highest standards of ethics and integrity, and in strict compliance with applicable laws and regulatory requirements. As we expand globally, we are exposed to more complex legal and regulatory risks. These risks can change rapidly due to macroeconomic and geopolitical trends, increasing uncertainty and operating risks in the countries where we operate. To address these opportunities and uncertainties, our Company firmly adopts a zero-tolerance approach towards bribery, corruption, fraud and illegal or unethical behaviour.

We have in place global policies and procedures to address compliance with applicable laws and regulations including those relating to bribery and corruption, sanctions and personal data protection. We have a set of procedures that apply to our employees in their dealings with our suppliers, customers, potential investments and joint venture partnerships.

Additionally, our Code of Ethics and Business Conduct, available on our website, outlines the standards of behaviour for employees when interacting with colleagues and third parties, such as customers, business partners, and suppliers. This demonstrates SATS' commitment to maintaining high standards of integrity and business conduct.

SATS' Supplier Code of Conduct provides guidance on compliance with various laws and regulations and outlines expected ethical behaviour towards and of suppliers engaged by SATS. Our whistle-blowing channels provide an avenue to both employees and the public to report any actual or suspected wrong-doings committed by a SATS employee or business partner.

As part of our anti-bribery and anti-corruption programme, we have obtained the ISO 37001 Certification for SATS Ltd. and 12 of its key subsidiaries operating in Singapore, namely SATS Airport Services Pte Ltd, SATS Catering Pte Ltd, SATS Aero Laundry Pte Ltd, SATS Food Services Pte Ltd, SATS Institutional Catering Pte Ltd, SFI Manufacturing Pte Ltd, SATS Seletar Aviation Service Pte Ltd, SATS Security Services Pte Ltd, SATS Asia-Pacific Star Pte Ltd, Primary Industries Pte Ltd, SATS-Creuers Cruise Services Pte Ltd and Country Foods Pte Ltd.

Building an ethical and compliant culture is an ongoing process. The Ethics & Compliance team will continue to review and update existing systems, policies, and processes to ensure compliance with current and new laws and regulations, while considering industry best practices.

Whistleblowing Policy
The Group in place a whistleblowing policy that sets out the procedure for reporting possible or suspected misconduct or wrongdoing relating to the Group and its officers. A whistleblower could be an employee, officer, Director, customer, supplier, contractor, agent or any member of the public. Under the SATS Whistleblowing Policy, all employees and officers of the Group are required to promptly report any misconduct or wrongdoing involving suspected fraud, corruption, other illegal or unethical practices or other similar matters that may cause financial loss to the Group or damage its reputation.

Whistleblowers may identify themselves or make anonymous reports in the form of emails or written/verbal reports directly to the GIA, or via dedicated whistleblowing channels through email at tipoffs@sats.com.sg, via hotline numbers at or accessible from +65 6370 7736 (Singapore and China) / 1800 2666 703 (India) / WFS Hotline, and through the online whistleblowing platforms for SATS (at https://sats.whispli.com) and WFS (accessible via the WFS Ethics & Compliance Portal). On the online whistleblowing platforms, whistleblowers can continue to communicate anonymously via the secured messaging channels to provide additional information or receive updates. The SATS Whistleblowing Policy further provides that reports and investigations, as well as the identity of the whistleblower, are kept confidential to the extent practicable or permitted by law or the applicable regulatory authority.

The SATS Whistleblowing Policy and SATS Code of Conduct expressly provide that there shall be no reprisal (whether in the form of termination, retribution, harassment or any unfair treatment) against a whistleblower who has made a report in good faith, even if the concerns raised may eventually be established to be mistaken.

The GIA, as an independent function, reviews and investigates whistleblowing reports to assess the seriousness, credibility, and likelihood of confirming allegations. If the reports are made in good faith, the GIA decides if further investigation is needed and whether they or another skilled team should handle it. External service providers may assist depending on the complexity of the issue. Reports concerning the Global Head, GIA, or the PCEO will be escalated to the AC Chairperson, who may delegate the investigation to a suitable person.

The AC oversees and reviews whistleblowing cases, ensuring an effective management process. Quarterly, the GIA updates the AC on whistleblowing reports for SATS and WFS, including investigation outcomes related to fraud, corruption, theft, conflicts of interest, and financial statement fraud. These internal processes guarantee independent investigations and proper follow-up actions, including disciplinary measures where needed.

As part of the Group's efforts to promote strong ethical values as well as fraud and control awareness, references to the SATS Whistleblowing Policy are made in the SATS Employee Handbook and SATS' Anti-Bribery and Anti-Corruption Policy and are covered during employee trainings and periodic communications to all employees and across all locations. The SATS Whistleblowing Policy is made available to all employees on the Group's intranet and the whistleblowing channels on the Group's intranet and corporate website. The Group's policies are harmonised with a view to ensuring the adoption of best practices and behaviours that are common across all locations within the Group.

SHAREHOLDER RIGHTS AND ENGAGEMENT
Shareholder Rights and Conduct of General Meetings
Principle 11

Shareholder Rights
SATS practices fair and equal dissemination of information. Media releases, announcements pertaining to material information, and investor presentations are issued via SGXNET and uploaded on the Company's website, providing timely information to shareholders.

Shareholders are informed of general meetings through notices published in the newspapers, electronic releases and/or reports or circulars sent to all shareholders. We generally provide our shareholders with longer than the minimum notice period required for general meetings. We also give our shareholders the necessary information on each resolution so as to enable them to exercise their votes on an informed basis. In particular, for resolutions on the election or re-election of Directors, sufficient information is provided on their background, their contributions to SATS and their Board and Board Committee positions so that shareholders may properly assess the candidacy of such Directors.

Shareholders are given the opportunity to participate effectively in and vote at general meetings. They are invited at such meetings to put forth any questions they may have on the motions to be debated and decided upon. Shareholders also have the right to call for general meetings by requisition, in accordance with the provisions of the Companies Act.

Provision 11.4 of the Code provides for a company's constitution to allow for absentia voting at general meetings of shareholders. Our Constitution currently does not, however, permit shareholders to vote at general meetings *in absentia* (such as via mail, email or fax). We will consider implementing the relevant amendments to the Company's Constitution if the Board is of the view that there is a demand for such alternative methods of voting, and after we have evaluated and put in place the necessary security processes to facilitate *in absentia* voting, and prevention measures against errors, fraud and other irregularities. Shareholders nevertheless already have the opportunity to communicate their views on matters affecting the Company even when they are not in attendance at general meetings as each shareholder is allowed to appoint up to two proxies to vote on his/her behalf at the meeting through proxy forms sent in advance. Institutional shareholders are allowed to appoint multiple proxies, so indirect investors who hold shares though nominee companies, custodian banks, CPF agent banks or SRS operators may be appointed as proxies to attend, speak and vote at the AGM.

Corporate Governance Report

The voting rights of shareholders are described in the Annual Report, and shareholders are briefed by independent scrutineers on the rules and voting procedures at the beginning of general meetings. We encourage shareholders to actively participate in general meetings, which are held at convenient locations.

Conduct of Shareholder Meetings

All Directors are generally required to attend general meetings and remain present for their entire duration. The Chairman of the Board, the Chairpersons of each of the Board Committees as well as our external auditors, are present to address shareholders' queries. Our PCEO makes presentations at AGMs to update shareholders on our performance, business activities and prospects, with presentation materials uploaded onto SGXNET and our corporate website. The Chairman of the meeting facilitates dialogue between the shareholders and the Board, Senior Management and external auditors. Where appropriate, the Chairman may request for specific Directors, such as the respective Board Committee Chairpersons, to answer queries related to their roles. Shareholders also have the opportunity to interact with the Directors before and/or after general meetings. Efforts are made to avoid scheduling AGMs during peak periods to prevent conflicts with the AGMs of other listed companies.

At general meetings, each specific issue is presented as a separate resolution, and resolutions are typically not "bundled" or made interdependent. When resolutions are "bundled", the rationale and material implications for doing so are detailed in the notice convening the general meeting.

All resolutions are put to the vote by electronic poll voting. Voting by poll allows for an equitable and transparent voting process. Shareholders will be better able to demonstrate their concerns in a manner more accurately reflective of their shareholdings. Independent scrutineers are appointed to conduct the voting process. Independent scrutineers brief the shareholders on the e-polling voting process and verify and tabulate votes after each resolution. The results of the voting at the general meetings showing the number of votes cast for and against each resolution and the respective percentages are shown to the shareholders at the end of each resolution before the Chairman makes a declaration on the passing of the resolution. In addition, the voting results at the general meetings showing the number of votes cast for and against each resolution and the respective percentages and the name of the independent scrutineer will be announced via SGXNET immediately after each general meeting.

The Company Secretary prepares minutes of shareholders' meetings, which incorporate substantial and relevant comments or queries from shareholders relating to the agenda of the general meeting, and responses from the Board and Senior Management. These minutes are published on our corporate website and on SGXNET within one month of the AGM.

2024 AGM

The 2024 AGM was held in a wholly physical format, with no option for virtual participation available to shareholders. Shareholders were given the opportunity to submit written questions prior to the 2024 AGM, and all substantial and relevant comments and queries received by the stated deadline were addressed through publication on SGXNET and the Company's corporate website on 13 July 2024.

2025 AGM

As with the 2024 AGM, the 2025 AGM will be held in a wholly physical format. There will be no option for shareholders to participate virtually. Shareholders may submit written questions prior to the 2025 AGM, and all substantial and relevant comments and queries received by the specified deadline will be addressed at least 48 hours prior to the closing date and time the lodgement of proxy forms, through publication on SGXNET and the Company's corporate website. For further information, please refer to the Notice of AGM for the 2025 AGM.

Dividend Policy

The Company is committed to paying dividends to shareholders equitably and sustainably. The Company's policy is to pay dividends that grow progressively with earnings, while taking into account the Company's cash flow generation capacity, level of cash and reserves, reinvestment and capital expenditure needs for sustainable growth, debt repayments to strengthen its balance sheet, any circumstances which might reduce the amount of reserves available to pay dividends and other factors that the Board considers to be relevant in determining the allocation of earnings for distribution and the amount of dividends.

Upon approval by shareholders at the general meeting, dividends are generally paid to all shareholders within 15 market days after the record date.

In the event of a material variation in declared dividends compared to the previous corresponding period, or any decision not to declare a dividend, the reasons for such will be disclosed in accordance with the Listing Manual.

Dealings in Securities

In line with the rules of the Listing Manual, we have in place a policy and guidelines on dealings in Company securities for the Company and for employees of the Group and Directors of the companies within the Group. The policy and guidelines restrict the Company and certain employees (including all administrative officers and employees of managerial grade and above, and employees in departments which are likely to be privy to confidential material price-sensitive or trade-sensitive information, such as the offices of Senior Management, the Legal and Finance departments, and departments or units of companies in the Group having charge of business development and/or marketing activities) from trading in Company securities during the period of one month immediately preceding the announcement of our half year and full year financial statements and during the period of two weeks immediately preceding the announcement of our voluntary quarterly business updates containing meaningful and relevant financial and non-financial information on our performance for the first and third quarters of each financial year.

The Company has a procedure for calling for a trading halt in its securities. This helps us manage our continuous disclosure obligations in accordance with Rule 703 of the Listing Manual, in case of leaked material unpublished information or false rumours or reports where a media comment about us is sufficiently specific and detailed to warrant a response, by ensuring we can respond appropriately to such media comments or SGX-ST queries.

In addition, the Company and the Group's Directors and employees are prohibited at all times from trading in the Company's securities whilst in possession of non-public, price-sensitive or trade-sensitive information. The policy and guidelines also remind employees and Directors of the Group that they should not deal in our securities on short-term considerations, and to be mindful of the insider trading prohibitions under the SFA whenever trading in our or any other corporation's securities. Directors are also reminded of their obligations under the SFA to give the requisite notice to the Company of any interests in securities of the Company or of any of its related corporations, and of any changes, within two business days after they acquire such interests or, as the case may be, after they become aware of the changes. In any event, the non-executive Directors who are currently our shareholders hold an insignificant number of shares in SATS.

SHAREHOLDER RIGHTS AND ENGAGEMENT

Engagement with Shareholders

Principle 12

Communication with Shareholders – Investor Relations

SATS' Mission and Values reflect our aim to create value across our businesses for our customers, industry partners, shareholders and employees. As such, SATS strives to communicate pertinent information to shareholders and the investment community in a clear and detailed manner on a regular and timely basis. We commit to disclosing material price- and trade-sensitive information to the public on a prompt and inclusive basis, providing our stakeholders with the latest, most relevant information they require to make informed decisions about the value of SATS and our long-term prospects. Material information relating to our financial performance, business and strategic developments is published on SGXNET first, followed by our website at www.sats.com.sg.

As required by the Listing Manual, the Company discloses the names of its substantial shareholders[1] 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 SFA.

A dedicated investor relations section on our website enables access for our shareholders and the investment community to pertinent information about SATS such as annual reports, financial results/voluntary quarterly business updates, webcasts of earnings briefings, and the latest corporate presentations. Shareholders are also able to access a copy of the Company's Constitution on its website.

We offer several channels for engagement and dialogue with Senior Management, helping stakeholders better understand our business strategies. In FY2025, we organised post-results conference calls at the end of every quarter of the financial year, with live audio webcasts to brief shareholders, the investment community and the media on our financial performance and key business and corporate developments. We also make available an on-demand audio recording of such sessions on our website within three business days.

The SATS Strategy Update and Capital Markets Day were held in conjunction with the announcements of our full year results in May 2024 and second quarter results in November 2024 respectively. Both events were held in hybrid formats, with in-person presentations by SATS' executive management and a live audio-visual webcast for investors and analysts.

We regularly participate in investor conferences, both locally and overseas, to meet with investors who are interested in knowing more about our business. We respond to requests from key institutional investors to meet with select members of Senior Management regarding specific matters and queries about our business. In FY2025, we extended our reach to investors through our participation in nine investor conferences, including two Non-Deal Roadshows to meet with existing and potential North American investors in New York City, Boston and Toronto as well as Kuala Lumpur.

[1] A substantial shareholder is a person who has an interest in one or more voting shares in the Company and the total votes attached to that share, or those shares, is not less than 5% of the total votes attached to all the voting shares in the Company.

Corporate Governance Report

Our Corporate Affairs department acts as our corporate liaison to facilitate the flow of information between SATS and our stakeholders, including investors, analysts, government agencies, the media and the general public. The department disseminates corporate information that promotes a transparent and positive relationship with all our stakeholders and manages enquiries about our business performance and requests for meetings with Senior Management. Shareholders who wish to contact SATS may get in touch with the Corporate Affairs department by completing the General Enquiry Form on our website, accessible from the URL https://www.sats.com.sg/about-sats/contact-us/general-enquiry-form, with "Investor Relations" selected as the nature of enquiry.

A dedicated investor relations team in the Finance Department works closely with the Corporate Affairs team to implement a defined investor relations programme. Upon receiving queries and feedback, our Corporate Affairs team will consult the relevant subject matter experts before responding appropriately. Communications with our stakeholders are conducted in an open, transparent manner and in compliance with SGX requirements. The Board receives regular updates from Senior Management on feedback received from stakeholders and is generally kept apprised of stakeholder discussions and queries.

Accountability to Shareholders

Sustainability

As aviation volumes recover to pre-COVID levels, SATS is working to improve its ESG performance across its global network.

Our eight ESG priorities have been established through a regularly revised materiality assessment that considers best practices, market trends, regulations, and stakeholder expectations. We are committed to:

- Reducing our environmental footprint through decarbonisation, waste management and sustainable sourcing.
- Improving our preparedness for extreme weather and cyber threats.
- Continuously investing in our people and systems to create a safe, secure, diverse and inclusive workplace.
- Upholding strong standards of governance and business ethics.

The Board provides strategic guidance on the Company's business strategy, regularly reviewing the effectiveness of sustainability driven programmes to ensure they remain relevant and current. Additionally, the Board also ensures the integration of sustainability goals with business objectives, making sustainability an essential component of business strategy. In FY2024, SATS incorporated sustainability oversight into the Terms of Reference of the former Board Risk and Safety Committee which was later renamed as the SSRC, to drive sustainability imperatives as part of business strategy.

The SSRMC, chaired by the PCEO and comprising GMB members, ensures alignment among top decision-makers on ESG ambitions and initiatives. The SSRMC also evaluates the business cases and trade-offs for the implementation of ESG projects, including resourcing, capital allocation, and potential financial impacts across SATS' global network.

The SSRMC relies on the outcomes and recommendations from four regional ESG Councils, established to better support ESG champions in driving ESG agendas in their respective business units and locations. The ESG Councils assess the effectiveness of sustainability programmes each quarter with reference to key performance metrics, share best practices between the various business entities, and identify opportunities and projects that drive decarbonisation and waste management outcomes.

We report our sustainability performance in accordance with the SGX Sustainability Reporting Guide, referencing the Global Reporting Initiative framework.

We align material topics with the United Nations Sustainable Development Goals and continuously review our sustainability strategy to improve stewardship and reporting. In FY2025, SATS renewed its membership as a signatory to the United Nations Global Compact (UNGC), demonstrating the Company's support for the UNGC's ten universal principles relating to human rights, labour, environment, and anti-corruption.

Addressing climate change is an important task that requires a global joint effort shared across all countries, sectors, and supply chains. In playing its part in this ecosystem and this collective worldwide effort, SATS has been taking and will continue to take, deliberate actions to decarbonise its operations.

In FY2023, we enhanced our Task Force on Climate-related Financial Disclosures to better assess climate-related financial risks and opportunities, supporting investments in mitigation actions and business climate resilience. Since then, we have been deliberate in investing in energy-efficient equipment, developing local supply bases for supply chain resilience, and continuously assessing carbon tax impacts on energy prices.

SATS is the first ground handling company and inflight catering business making disclosures through the Carbon Disclosure Project. In doing so and aligning our efforts with a widely accepted and recognisable global sustainability reporting standard, we wish to demonstrate that our ESG progress is measurable, credible, and aligned with investor and customer expectations. In FY2024, we have improved our scores in 6 categories and reached a B- level in 9 categories out of 16, demonstrating SATS' deliberate and coordinated action on environmental issues.

Our Environmental Policy has been translated into various key languages for our global network and published on our website.

Collaboration with stakeholders enhances our environmental and community impact. We regularly engage with internal and external stakeholders to align on key issues guiding our decisions, such as: customers, suppliers, employees, regulators, airport communities, industry associations, and the media.

More details are available in our Sustainability Report.

MANAGING STAKEHOLDER RELATIONSHIPS

Engagement with Stakeholders

Principle 13

Our Engagement Activities and Initiatives with Business Partners and Key Stakeholders

SATS has established appropriate channels to identify and engage with our key stakeholder groups in addition to our shareholders. We recognise the importance of sharing detailed knowledge of our business and having regular interactions with our stakeholders to determine material concerns for our business. These engagements enable SATS to review business processes, report on the progress of initiatives, and share ideas and knowledge for deeper collaboration with our partners.

Investor and Media Outreach

On the communications front, SATS is committed to transparency by providing timely and informative updates relating to Company announcements, financial results / voluntary quarterly business updates, news releases, and corporate presentations on its corporate website. We observe best practices when communicating with key stakeholders such as by tailoring relevant information for specific groups, considering constructive feedback on pertinent issues and postponing engagements during blackout periods.

SATS interacts with the investment community through various channels. We hold quarterly meetings with analysts and investors to discuss SATS' financial performance and address related queries. During these meetings, we also provide updates on the integration of WFS with SATS and the progress made towards achieving the committed potential EBITDA synergies. We share pertinent information with the broader investment community through updates on the SATS and SGX websites.

During FY2025, we engaged with around 600 analysts and investors through 60 face-to-face/virtual meetings, nine investor conferences and four results briefings. We also conducted two facility tours for our investors.

Through regular press releases and SGX announcements, we keep the investment community informed of material information such as new investments, commercial wins, and strategic collaborations.

Engagement and support of our suppliers in line with our Sustainable sourcing goals

Collaboration with our suppliers is essential to driving sustainability across our value chain. Beyond regular face-to-face meetings, phone calls, emails, and specific events such as our annual Suppliers' Day forum for our Singapore-based Food Solutions suppliers, we actively engage our partners through structured sustainability initiatives. In Singapore, the SATS Supplier Engagement Programme, which has commenced in 2023, serves as an ongoing platform to support our suppliers in their ESG journeys.

In FY2025, the sustainability and procurement teams worked to expand our supplier engagement efforts and ESG screening of our suppliers across the world covering all our regions and operations.

More details are available in our Sustainability Report.

Singapore Hub

SATS Singapore Hub takes a proactive approach in engaging with our stakeholders.

We regularly engage with stakeholders (such as the Ministry of Transport, Civil Aviation Authority of Singapore, Changi Airport Group and Singapore Airlines) to drive strategic initiatives and foster collaboration on the continued sustainability, capacity growth, and operational resilience of the Singapore aviation hub.

We also work closely with National Trades Union Congress and our union leaders on ensuring that job roles remain competitive and offer career progression for our employees.

Corporate Governance Report

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Summary of Disclosures of Code of Corporate Governance 2018 (CCG 2018)

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SATS Ltd.
RISK MANAGEMENT AND INTERNAL CONTROLS

Risk Management and Internal Controls Statement

The Board oversees risk governance, establishing the Company's risk tolerance and appetite. It determines the nature and extent of the significant risks which the Group is willing to take to achieve its strategic objectives. Annually, the Board reviews the effectiveness of the internal controls and risk management system implemented by Senior Management to ensure:

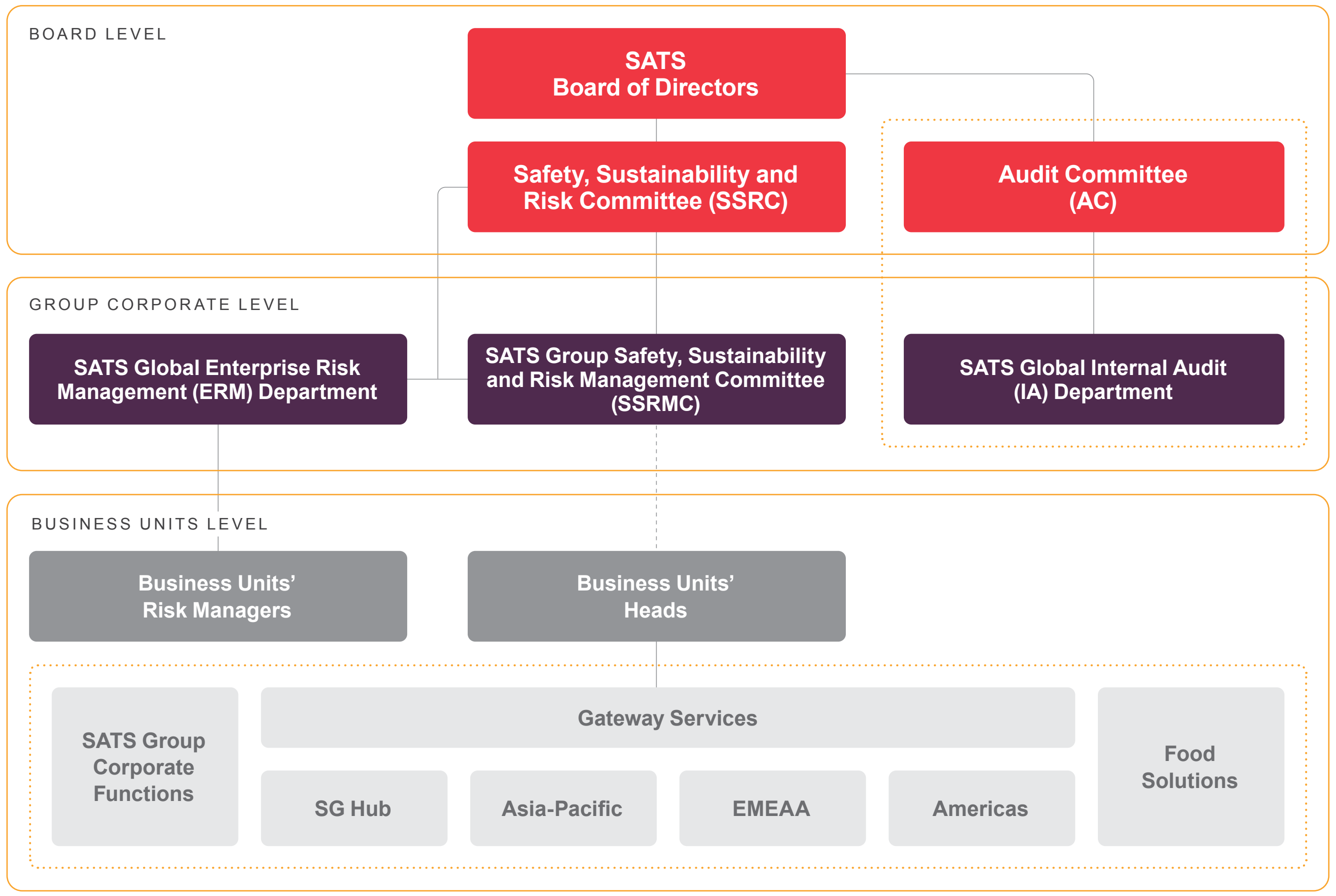
- Safeguarding of assets against unauthorised or improper use or disposal
- Protection against material misstatements or losses
- Maintenance of proper accounting records
- Reliability of financial information for internal use and publication
- Compliance with laws, regulations and corporate governance practices
- Identification and management of business risks

Risk Management Organisational Structure

The SSRC oversees the effectiveness of safety and risk management systems. It ensures the programme meets the organisation's needs. Supported by the SSRMC, the SSRC monitors regular risk management reports, initiatives, processes, and exercises. The SSRMC reviews the risk management system and mitigation measures quarterly.

The ERM Department coordinates and facilitates the risk management processes within the Group. It provides support to the SSRMC in carrying out its functions.

The Group risk management reporting structure is as depicted in the diagram below.



Corporate Governance Report

Enterprise Risk Management

At SATS, we understand that risks are an inherent part of conducting business. To manage these risks, we have in place an ERM Framework that guides our business in identifying, categorising, assessing and monitoring key risks through a structured process as these are crucial for achieving our strategic goals and objectives. The ERM Framework is also underpinned by a robust Management Controls and Assurance Framework[1].

Further, by closely integrating risk with strategy and performance, we are driving the right behaviours, culture and mindset necessary for informed decision making, ultimately driving value creation and sustainable growth for the organisation. To this end, the Board and Senior Management have also agreed on an established risk appetite for key risk areas for the Group ranging from 'conservative' to 'bold' and also monitor risk performance through the use of Key Risk Indicators where defined thresholds and limits are approved by the SSRC.

Key Risks of the Group

We have identified five key risk areas most significant to the Group – Strategic, Financial, Operational, Compliance and Technology. The Board, and its Committees oversee Senior Management's actions regarding these key risks. The following table highlights the key focus areas and risks for the Group.

KEY RISKS	RISK DESCRIPTIONS
STRATEGIC	
Market Economics & Competition	Erosion of market share, outdated business model or profitability pressures arising from: • Market disruptions from macroeconomic shifts, geopolitical tensions, and political instability; • Losing our competitive advantage and market leadership due to poor cost management, unmet customers and stakeholders expectations, or lack of innovation to capture growth opportunities; or • Concentration risk from overdependence on key sectors or regions.
Talent & Organisational Development	Inability to attract and retain talent to support the business due to: • A tightening of labour market conditions, poor workplace culture and/or inadequate compensation and benefits as compared to industry peers and/or cross-sector competition; • Limited or uncompetitive talent development options and career development pathways; or • Lack of quality bench strength and key succession planning to cater for attrition or an ageing workforce.
Environment & Climate Change	Environmental and climate change impacts on our reputation, investments, and operations such as: • Not meeting our public environmental commitments such as decarbonisation and waste reduction goals, thereby undermining trust and credibility; • Non-compliance with environmental regulations at global, regional, and local levels, potentially leading to legal and financial penalties; • Inadequately addressing low-carbon transition risks, such as financing decarbonisation, may impede long-term sustainability goals.; or • Insufficiently addressing and mitigating climate change-related physical risks, such as extreme weather events, chronic climate changes, and supply chain disruptions, any of which may impact operational continuity and profitability.
FINANCIAL	
Financial Resiliency	Inability to maintain investment grade rating, access to capital markets funding and low investor's confidence due to: • Inadequate liquidity and cash flow, inefficient capital structure or weak financial ratios; • Poor management of market related risks (foreign currency, interest rates, etc.); • Concentration of credit risks from key customers and counterparties not meeting their financial obligations; or • Breaches of key financial and loan covenants.

[1] Refer to Management Controls and Assurance Framework section on page 115.

KEY RISKS	RISK DESCRIPTIONS
Financial Controls	Risk of inaccurate financials or financial misstatements arising from weak internal controls over financial reporting and financial governance such as: • Gaps and lapses in financial policies and procedures; • Poor monitoring and independent verification checks; • Inadequate supporting documents and incomplete 3-way matches for key transactions (i.e. procure to pay process); or • Lack of clear segregation of duties.
OPERATIONAL	
Operational & Business Process Management	Risk of disruption to business operations/inefficient business processes and sub-optimal productivity arising from: • Operational lapses such as unplanned facilities/plant shutdowns or reduced availability due to poor machinery and equipment maintenance, non-compliance with SOPs, manpower/workforce shortages and/or labour strikes; • Poor project management and execution resulting in delays, cost overruns, variation orders and quality issues; or • Inability to synergise and integrate business processes across sectors and geographies.
Supply Chain & Third-Party Risks	Reputational, financial and operational risks/disruptions from outsourcing or using third-parties, vendors, and suppliers: • Inadequate onboarding and due diligence of third parties, vendors and suppliers; • Poor contract management and enforcement, including inadequate legal safeguards in contractual arrangements; • Misalignment of corporate values and ethics; • Weak business process and internal controls of third parties leading to data breaches or operational lapses; or • Supply chain disruptions due to material unavailability and quality issues.
Health, Safety & Security	Risk of health, safety and security incidents such as: • Food safety incidents, aviation related accidents, disease outbreaks and pandemics, extreme weather-related events and mental health related issues which can lead to loss time injuries and fatalities; • A less than desirable Health, Safety, Security and Environment culture and mindset as well as a lack of health and safety related training and awareness; or • Physical security incidents such as unauthorised access, terrorism and sabotage at operations and project sites due to poor security measures, trainings, and awareness.
Business Continuity	Unpreparedness in responding to crises like fires, natural calamities, pandemics, or major business disruptions that impede the ability to continue business operations or impact lives and assets. Causes include: • Inadequate crisis response and business continuity/recovery plans, training and exercises; • A lack of structured and timely escalation procedures; or • Poor insurance strategy, inadequate insurance coverage, poor insurance response and lengthy claims processes.
COMPLIANCE	
Legal & Regulatory Compliance	Risk of non-compliances with applicable laws and regulations resulting in fines, stop-work orders, suspension, or termination of operating licenses/permits. This could be due to: • Unfamiliarity with overseas markets, volatile political conditions or unclear laws and regulations; • Rising compliance costs and difficulty in adapting to rapid and complex regulatory changes; • Poor understanding of the organisation's compliance management system; or • Complexity and adequacy of addressing compliance and conflicting requirements of global sanctions laws and regulations.
Fraud, Corruption & Bribery	Intentional act to obtain an unfair advantage or unlawful gain. This could arise from the following: • Offering or accepting any payment, gift, favour, or advantage as an inducement to (i) advance a business advantage, (ii) avoid taking an official action, (iii) gain an improper business advantage, or (iv) influence business outcome; or • Any dishonest or fraudulent behaviour or activity that undermines the integrity of the organisation including the misappropriation of assets and intentional misstatements of financial information.

Corporate Governance Report

KEY RISKS	RISK DESCRIPTIONS
TECHNOLOGY	
Cyber & Data Security	Risk of breach of privacy, loss of sensitive and confidential information, ransomware, and disruption to infrastructure from cyber-attacks. This is due to: • Increased sophistication in methods (direct hacking, phishing, etc.) deployed by threat actors riding on accelerated digitisation and generative Artificial Intelligence, remote working, and digital connectivity; • Weak cyber and data security infrastructure, policy and procedures and lack of training and awareness; or • Absence of a robust data governance framework and inadequate communication and training for employees in this area.

Strategic Risks
Current and future portfolio considerations are integral to SATS' strategic risk management. We regularly monitor international developments, identify growth opportunities in new markets and capitalise on investment opportunities as they emerge. When evaluating current and potential investments, it is essential that we consider factors such as customer and country concentration or exposure to higher-risk regions. The Group remains highly cognisant of the impact of an evolving and often volatile macroeconomic environment, including heightened geopolitical tensions, effects from tariffs, unpredictable interest rates trends and the potential for persistent inflation, among other factors.

The Group is committed to ensuring the optimal combination of talent and capital for future success. SATS holds that empowering employees results in increased productivity and enhanced customers services. Accordingly, several initiatives have been introduced, such as global mobility programmes and various trainings courses, to offer employees greater opportunities for growth, enabling them to realise their career aspirations with SATS.

In its commitment to environmental responsibility and sustainability, the Group employs a technology-driven, people-focused approach to create more value for stakeholders. This approach includes enhancing SATS' operational efficiencies and reducing carbon footprint and waste, while transitioning to renewable and more sustainable sources of energy, water and raw materials to mitigate the environmental impact of its operations. More details are available in our Sustainability Report.

Financial Risks
SATS recognises the need for a comprehensive financial risk management system, given the globalised and diversified nature of the Group's businesses. SATS' overall philosophy to financial risk management is to manage the effects of economic uncertainty on the Group's financial performance, with its policies subject to regular Board reviews. Currently, foreign currency, interest rate and credit and liquidity risks form the main areas of concern for SATS' financial risk management.

To uphold the integrity and reliability of financial reporting, SATS has in place financial controls that includes clear approval processes, segregation of duties and regular reconciliations to ensure accountability and accuracy in financial transactions. Independent audits further validate the effectiveness of these controls, ensuring compliance with regulatory requirements and internal control policies.

In addition, SATS maintains a responsible and transparent approach to tax governance.

Tax Strategy and Governance Framework
In line with SATS' Corporate Governance principles and core values, SATS maintains a high standard of integrity in managing its tax affairs and complying with applicable local tax laws. We exercise due care and follow prescribed protocols in tax risk management, adopting a transparent approach in fulfilling our tax reporting obligations.

Compliance with Tax Law
As SATS continues to expand its global presence, we are fully committed to adhering to applicable tax laws and regulations in all jurisdictions where SATS has a taxable presence or where a tax reporting obligation arises under local law.

SATS exercises good faith effort in meeting all tax filings and payment obligations promptly. Operating within today's global business environments has become increasingly complex, with stringent regulatory requirements for tax reporting and transparency. SATS commits to being a responsible taxpayer and remains vigilant in complying with these regulations. Importantly, SATS does not engage in profit shifting with the intent of tax avoidance to minimise its tax obligations and upholds the principle of paying its fair share of taxes in all jurisdictions where it has tax filing obligations.

Where relevant, business or legal entity reorganisation plans are led by valid commercial reasons that support SATS' business strategy. In the event that these business reorganisation plans may give rise to tax consequences, appropriate external tax advice will be sought to address the relevant risk and potential financial impact that may arise from these business reorganisation plans.

Governance for Managing Tax Risk
SATS' tax risk and governance framework conforms to the principles under its Corporate Governance framework. SATS' Board has fully embraced the Corporate Governance principles since their adoption. Appropriate delegation of authority has been put in place to set up an adequate tax governance and control framework. The tax governance and control framework is fully endorsed by the Board and is designed to safeguard the Group from material financial or reputational risks.

Tax laws and regulations are continually evolving and becoming increasingly complex. The growing demands in tax reporting obligations substantially elevate the risk of unintentional non-compliance. SATS is committed to managing its tax affairs responsibly and with the utmost integrity.

SATS supports competitive business growth without compromising the integrity of its tax risk and governance principles. Differences in interpretation and/or enforcement of tax laws, rules and regulations may create tax risks, which SATS will proactively seek to identify, evaluate, manage and monitor through compliance, disclosure and an adequate control framework. Any significant tax issues will be reported to Senior Management and/or the Board in line with established risk management protocols and the delegation of authority framework.

The level of tax risk that SATS accepts is aligned with its business strategy, core values, corporate social responsibility and reputation. SATS seeks the counsel of external advisors, when relevant, to assess the tax risks associated with the interpretation of tax laws, rules or regulations. Care is duly exercised in the assessment of tax risks based on the available facts.

Relationship with Tax Authorities
SATS is committed to nurturing a collaborative relationship with the tax authorities and to exercise due care and professionalism in responding to questions or queries raised by the respective tax authorities. We seek appropriate opportunities to develop mutually respectful relationships with tax authorities based on transparency and trust. Where relevant, SATS intends to work with relevant authorities and legislators to engage in discussions, obtain advance rulings on certain transactions or seek clarity around any points of uncertainty arising from the interpretation or application of tax laws, rules and regulations.

More information on these risk areas can be found in the "Notes to the Financial Statements" in the "Financials" section of this Annual Report.

Operational Risks
Given the critical nature of SATS' operations in the aviation sector, the Group faces operational risks such as adverse exogenous events, extreme weather, trade sanctions, terrorism and workplace and food safety incidents. To mitigate these risks, SATS fosters a culture of vigilance and resilience, emphasising cybersecurity, food hygiene and mindfulness for workplace safety at all organisational levels. Risk managers have been appointed within all business units consolidate and streamline risk management processes efficiently. Additionally, SATS collaborates closely with the aviation community and relevant authorities, continually seeking innovative, technology-driven solutions to enhance operational excellence and further mitigate operational risks, particularly in the areas of workplace and aviation safety and security.

We also conduct regular audits across our operational domains to ensure that stringent safety and quality standards are met. In relation to these audits, we have obtained internationally recognised certifications such as ISO 45001, ISO 9001, ISO 14001, ISO 22000 and HACCP. SATS has also actively participated in the SGSecure@Workplaces programme, having been registered under the Singapore Police Force and Singapore Civil Defence Force's Safety and Security Watch Group scheme.

SATS monitors and mitigates risks from political and geopolitical uncertainties, including global supply chain disruptions, increased food and energy prices, and resulting inflationary pressures. Senior Management has determined that the direct impact on business, including bad debt provisions, has not been material but will continue to monitor the situation.

Compliance Risks
Operating in a highly regulated environment and owing to the strength of the SATS brand as a major institution in cargo, ground handling and catering, SATS is mindful of the importance of developing sustainable work practices and managing reputational and compliance risks, including fraud. SATS has in place an ethics and compliance programme and has implemented a comprehensive set of procedures to ensure that legal and industry regulations are monitored and complied with, thus mitigating as far as practicable the occurrence and impact of these risks as they arise.

Corporate Governance Report

The Board and Senior Management also continually monitors the Group's exposure or link to sanctions-related risks which are relevant and material to SATS' operations as an enlarged group following the acquisition of WFS. The Group has put in place a sanctions programme that entails (i) a sanctions policy and operations procedure to address and mitigate known and potential sanctions risks, (ii) enhancement of proprietary software screening tools to detect, report and block sanctioned activity in our cargo operations, (iii) the use of third party vendor tools to screen our vendors, suppliers and partners for sanctions-related risks amongst other compliance risks, and (iv) providing guidance to our businesses on our approach to contracts with our counterparties. Neither SATS, its subsidiaries nor its associated companies are presently on any sanctions list. Although the Group may have exposure to sanctions-related risks in operations in which it does not have management or operational control (e.g., via its associated companies or joint ventures), the Board and Senior Management have assessed that presently, such exposure does not materially change the risk profile of the Group and does not materially impact the Group's operations.

Technology Risks

SATS acknowledges the growing importance of cyber and data security as we embrace digital transformation and advanced technology to drive growth and efficiency. We are committed to a robust cybersecurity strategy and data governance framework to protect against evolving cyber threats and data security risks.

SATS continues to prioritise and maintain a strong focus on cybersecurity management, including security governance of both Operational Technology (sensor, controllers and CCTV) and Information Technology (network, computing and cloud assets). SATS' Information Security policy and its supporting standards and guidelines are aligned with ISO27001 and other cybersecurity best practices. The SATS Cyber Security Management Framework is designed to protect, detect and respond to cybersecurity threats, and strengthen SATS' cyber resilience.

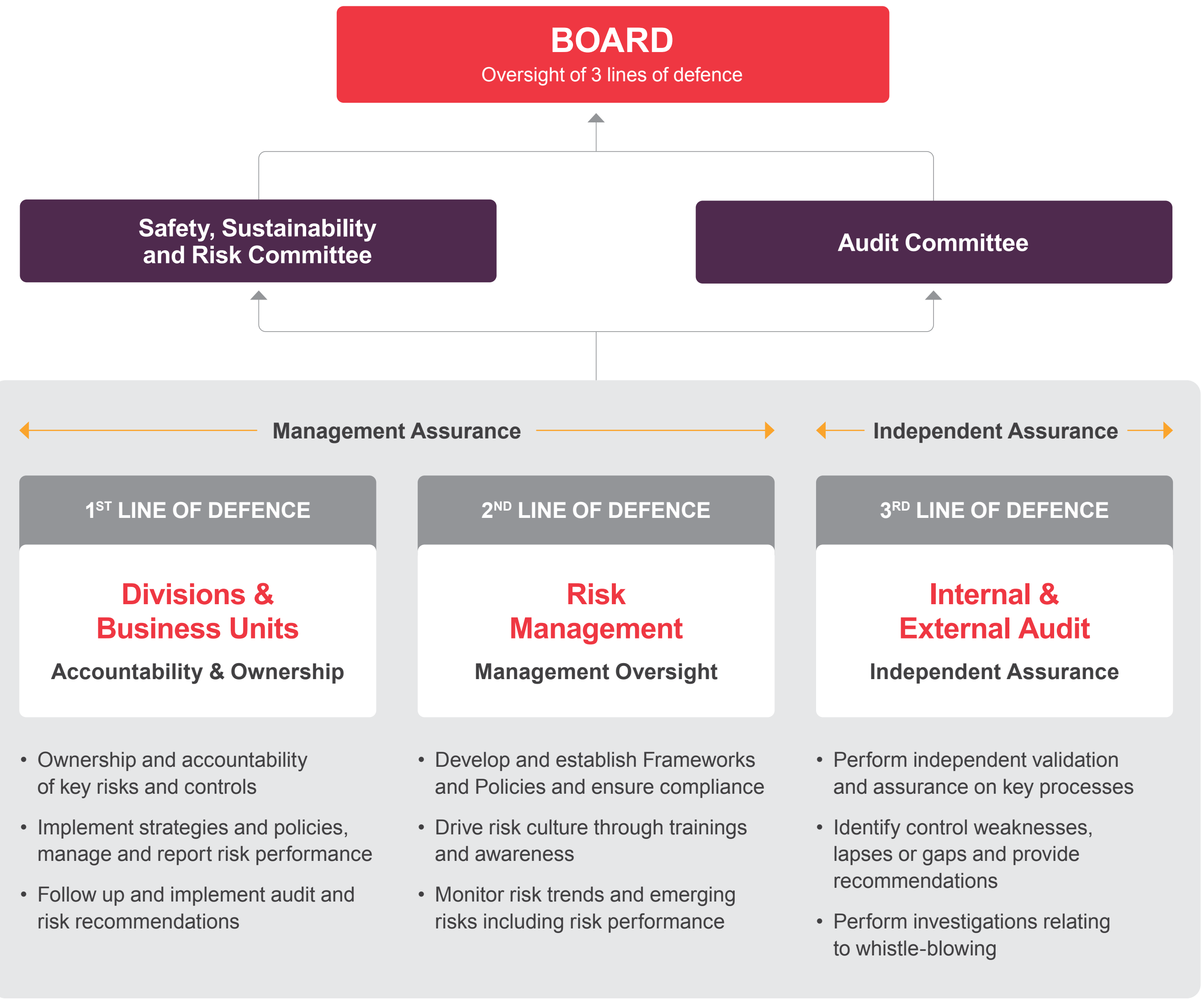
CYBER SECURITY MANAGEMENT FRAMEWORK

Defence-in-Depth	Attacker's Perspective	Cybersecure Culture	Collective Defence
Deploying multiple layers of security measures to protect against different types of attacks, reduce the likelihood of successful attacks and minimise the impact of any breaches.	**Looking at SATS' systems and networks from the point of view of attackers to understand how they might try to exploit SATS' systems and take proactive steps to prevent or mitigate those attacks.**	**Promoting safe and responsible behaviour when using SATS' IT assets and empowering employees to spot and report cyberattacks promptly.**	**Working together within a trusted community by collaborating and sharing insights, best practices, and resources to improve our overall security posture and better defend against cyber threats.**
Standardised System Criticality baselines: 1. Critical 2. Essential 3. Standard	Continuous attack surface monitoring	Security awareness programme	Threat insight sharing within trusted community
	System and infrastructure vulnerability assessments	Phishing simulations	
Cyber programme maturity assessment based upon the US National Institute of Standards and Technology's Cybersecurity Framework	Red-team exercises	Cyber tabletop exercises	Knowledge sharing and collaboration with the transportation sector ecosystem
	Technical Incident Response rehearsals	Acceptable Use Policy	
Multi-layer security controls: • Firewalls • Intrusion Prevention System • Secure Internet Access • Mobile Security • Infrastructure Security • Application Security • Data Encryption • Multi-Factor Authentication	Cyber Threat Intelligence	Data Privacy Policy	Active community involvement and partnership

Following the acquisition of WFS, SATS has expanded its cybersecurity mandate globally, integrating cybersecurity teams from both SATS and WFS into a single global team. Cybersecurity reports are presented to the SSRMC and SSRC quarterly, in line with our commitment to transparency and accountability.

Management Controls and Assurance Framework

The Group's Management Controls and Assurance Framework (Framework) comprises three levels of defence to ensure the adequacy and effectiveness of the Group's systems of risk management and internal controls.



Board Oversight

The Board of Directors, supported by the AC and the SSRC, oversees the Group's systems of internal controls and risk management. The Board required and has received assurance from the PCEO and CFO that the financial records have been properly maintained and that the financial statements give a true and fair view of the Group's operations and financial position.

Additionally, the PCEO and relevant business heads have assured the Board of the adequacy and effectiveness of the Group's risk management and internal control systems, which operate to identify, monitor and address financial, operational, compliance and technology risks as they arise.

In particular, the AC regularly reviews the Group's financials, projections, and its finance watchlist, highlighting high-risk areas like accounts receivables, the carrying value of investments, asset obsolescence and funding requirements. Key financial ratios and financial covenants are also tracked and presented regularly to alert the Board on the Group's financial condition.

Material updates and risks are highlighted to the SSRC at its quarterly meetings as well as through monthly risk reports. The SSRC is kept abreast of the financial impact of significant risks, if and where these arise.

Corporate Governance Report

1st Line of Defence – Accountability and Ownership
Under the 1st Line of Defence, the relevant businesses and divisions are both accountable and responsible for the identification and mitigation of the risks in their respective business. The business units consult the appropriate corporate functional teams as needed, ensuring coordinated risk management in addressing any potential risks. Senior Management maintains a high standard of corporate governance by implementing and ensuring adherence to policies and procedures relevant to the Group's business environment.

These policies and procedures govern financial, operational, information technology and compliance matters. Employees are also guided by SATS' core values and are expected to strictly comply with our Code of Conduct.

2nd Line of Defence – Oversight
Under the 2nd Line of Defence, management assurance frameworks are established to provide the necessary oversight and governance over the activities undertaken by the respective divisions and business units. The ERM framework has been integrated with Strategy and Performance as the Group recognises the importance of connecting strategic decision-making and entity performance with risk management to accelerate the Group's growth and enhance performance.

The risk management system focuses on those key risks which may have a significant influence on the Group's assets, finances and profits, and those that may potentially endanger the continued existence of the Group's companies. The procedures adopted facilitate the early detection and control of risks. The operational business units meet regularly to review risk and control matters, including ascertaining that there are effective follow-up procedures. The outcome and status of such matters are reported regularly to the SSRC and the AC for review and information.

The ongoing process to identify, assess, monitor and manage business risks that can impede the achievement of the Group's objectives is continuously reviewed for improvements. The key risks are assessed by their probability, consequence and velocity on a predetermined scale, and then ranked accordingly. The risk management process, which is in place throughout the year and up to the date of this statement, is firmly embedded within the Group's business operations and is every employee's responsibility.

3rd Line of Defence – Independent Assurance
Under the 3rd Line of Defence, both internal and external audit provide the Board and Senior Management with independent assurance on the adequacy and effectiveness of the system of internal controls, risk management and governance. Specifically, external audit also considers the internal controls relevant to SATS' preparation of financial statements and performs tests on such internal controls where necessary.

Written assurances and representations on the adequacy and effectiveness of the risk management and internal control systems have also been obtained from all relevant Key Management Personnel for the entities and functions under their charge.

The external auditors will highlight any material internal control weaknesses that have come to their attention in the course of their statutory audit. Any significant non-compliance or failures in internal controls and recommendations for improvement are reported to the AC.

The details of the Group's independent Internal Audit function are set out in the "Audit Committee" sub-section of this CG Report.

Conclusion
Taking into account the views of the AC and SSRC in the exercise of their responsibilities under their respective terms of reference, the framework of management controls, the internal control policies and procedures established and maintained by the Management, the reviews conducted by the internal and external auditors and the documented governance assurance, the Board is of the opinion that the systems of internal controls and risk management (addressing financial, operational, compliance and technology controls) that the Group considers relevant and material to its current business scope and environment were adequate and effective as at the date of the Directors' Statement set out in this Annual Report.
The AC concurs with the Board's opinion.

However, the Board also notes that no system of risk management and internal controls can provide absolute assurance in this regard, or absolute assurance against poor judgement in decision-making, human error, losses, fraud, cyberattacks or other irregularities.

Financial Statements

Directors' Statement

The Directors are pleased to present their statement to the members together with the audited consolidated financial statements of SATS Ltd. (the "**Company**") and its subsidiaries (collectively, the "**Group**") and the statement of financial position and statement of changes in equity of the Company for the financial year ended 31 March 2025.

1. OPINION OF THE DIRECTORS

In the opinion of the Directors:

(a) The financial statements set out on pages 128 to 215 give a true and fair view of the financial position of the Group and of the Company as at 31 March 2025 and the financial performance, changes in equity and cash flows of the Group and changes in equity of the Company for the year ended on that date in accordance with the provisions of the Companies Act 1967 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 Directors have, on the date of this statement, authorised these financial statements for issue.

2. DIRECTORS

The Directors of the Company in office at the date of this statement are:

Irving Tan Tiang Yew	Chairman – Appointed on 16 May 2024
Kerry Mok Tee Heong	
Achal Agarwal	
Vinita Bali	
Chan Lai Fung	
Chia Kim Huat	
Eng Aik Meng	
Mak Swee Wah	
Pier Luigi Sigismondi	
Jessica Tan Soon Neo	
Deborah Tan Yang Sock (Mrs Deborah Ong)	

3. ARRANGEMENTS TO ENABLE DIRECTORS TO ACQUIRE SHARES AND DEBENTURES

Except as disclosed in this statement, neither at the end of nor at any time during the financial year was the Company a party to any arrangement whose objects are, or one of whose objects is, to enable the Directors of the Company to acquire benefits by means of the acquisition of shares or debentures of the Company or any other body corporate.

4. DIRECTORS' INTERESTS IN SHARES AND DEBENTURES

The following Directors who held office at the end of the financial year, had, according to the register of Directors' shareholdings required to be kept under Section 164 of the Companies Act 1967, an interest in shares and share options of the Company (including those held by their spouses and children) as stated below:

	Direct interest		Deemed interest	
Name of Director	At the beginning of financial year/ date of appointment	At the end of financial year	At the beginning of financial year/ date of appointment	At the end of financial year
Ordinary shares[1]				
Irving Tan Tiang Yew	–	–	–	–
Kerry Mok Tee Heong	497,126	798,684	–	–
Achal Agarwal	91,683	102,583	–	–
Vinita Bali	17,044	28,544	–	–
Chan Lai Fung	–	1,000	–	–
Chia Kim Huat	51,876	61,676	–	–
Eng Aik Meng	–	8,300	20,000	20,000
Mak Swee Wah	21,235	26,635	–	–
Pier Luigi Sigismondi	–	5,000	–	–
Jessica Tan Soon Neo	52,986	64,486	–	–
Deborah Tan Yang Sock (Mrs Deborah Ong)	28,623	40,723	–	–
Award under SATS Restricted Share Plan ("RSP")				
Kerry Mok Tee Heong[2]	232,058	723,600	–	–
Award under SATS Performance Share Plan ("PSP")				
Kerry Mok Tee Heong[3]	346,149	1,783,535	–	–

[1] Includes, in respect of all the Directors named above other than Kerry Mok Tee Heong, shares of the Company delivered pursuant to awards granted to them under the RSP during the financial year under review as part of their Directors' Fees in lieu of cash and, in respect of Kerry Mok Tee Heong, shares of the Company delivered pursuant to awards granted to him under the RSP and PSP in his capacity as a Group employee.

[2] The final number of RSP award will vest equally over a three-year period. During the financial year, 753,200 shares were awarded and 261,658 shares were vested.

[3] The final number of PSP will range from 0% to 150% of the initial grant and is contingent on the achievements of pre-determined targets over a three-year performance conditions period. During the financial year, 1,527,273 shares were awarded and 39,900 shares were vested.

There was no change in any of the above-mentioned interests between the end of the financial year and 21 April 2025.

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

Directors' Statement

5. SHARE-BASED PAYMENTS

Restricted Share Plan ("RSP") and Performance Share Plan ("PSP")

At the Extraordinary General Meeting of the Company held on 19 July 2005, the shareholders approved the adoption of two new share plans, namely the RSP and the PSP, in addition to the Share Option Plan. Both share plans, which expired in July 2015, were approved for a 10-year extension until July 2025 and another 10-year extension was granted until July 2035.

From FY2016 onwards, the RSP final number of award will range from 0% to 120% of the initial grant and is contingent on the achievement of pre-determined targets over a one-year performance period and will vest equally over a three-year period. The PSP final number of award will range from 0% to 150% of the initial grant and is contingent on the achievement of pre-determined targets over a three-year performance period.

At the date of this report, the Remuneration and Human Resource Committee which administers the Share Option Plan, the RSP and PSP comprises the following Directors:

Achal Agarwal	Chairman
Irving Tan Tiang Yew	Member
Eng Aik Meng	Member
Chan Lai Fung	Member

No shares have been granted to controlling shareholders or their associates under the RSP and PSP.

At the 46th Annual General Meeting of the Company held on 18 July 2019, the shareholders of the Company approved alterations to the RSP to permit grants of fully paid shares of the Company to be made to Non-Executive Directors of the Company as part of their Directors' Fees in respect of their office as such, in lieu of cash. During the financial year, an aggregate of 75,500 shares of the Company were delivered pursuant to awards granted under RSP to Non-Executive Directors as part of their Directors' Fees for the period 1 April 2023 to 31 March 2024 in lieu of cash. The awards consisted of fully paid shares with no performance conditions attached and no vesting periods imposed.

The details of the shares awarded under the RSP and PSP during the year are as follows:

RSP

	Number of restricted shares				
Date of grant	At 1 April 2024/ Date of grant	Vested	Forfeited	Adjustment	At 31 March 2025
24 June 2022	715,133	(713,321)	(1,812)	–	**–**
3 July 2023	3,137,600	(1,565,800)	(76,700)	–	**1,495,100**
24 June 2024	5,826,700	(1,948,400)	(120,800)	–	**3,757,500**
6 August 2024	75,500	(75,500)	–	–	**–**
20 September 2024	8,343,900	–	(190,200)	–	**8,153,700**
1 November 2024	2,965,715	–	–	–	**2,965,715**
	21,064,548	(4,303,021)	(389,512)	–	**16,372,015**

5. SHARE-BASED PAYMENTS (cont'd)

Restricted Share Plan ("RSP") and Performance Share Plan ("PSP") (cont'd)

PSP

	Number of performance shares				
Date of grant	At 1 April 2024/ Date of grant	Vested	Forfeited	Adjustment#	At 31 March 2025
2 August 2021	248,511	(110,300)	–	(138,211)	**–**
24 June 2022	228,737	–	–	–	**228,737**
22 March 2024	570,000	–	–	–	**570,000**
20 September 2024	6,217,545	–	(818,182)	–	**5,399,363**
	7,264,793	(110,300)	(818,182)	(138,211)	**6,198,100**

Adjustments due to the performance factor at the end of the performance period.

Based on the Monte Carlo simulation model, the estimated weighted average fair values at the date of grant for each share granted during the year under the PSP is $2.04 (2024: $2.14).

For performance share grants with non-market conditions, the Group revises its estimates of the number of share grants expected to vest and corresponding adjustments are made to the income statement and share-based compensation reserve.

Under the PSP, eligible key executives are required to hold a portion of the shares released to them under a share ownership guideline which requires them to maintain a beneficial ownership stake in the Company, thus further aligning their interests with shareholders.

The number of contingent shares granted but not released as at 31 March 2025 were 16,372,015 (2024: 3,852,733) and 6,198,100 (2024: 1,047,248) for RSP and PSP respectively. Based on the achievement factor, the actual release of the awards is 16,372,015 (2024: 3,852,733) and zero to a maximum of 9,297,150 (2024: 1,570,872) fully paid ordinary shares of the Company, for RSP and PSP respectively.

For the current financial year, the Group has provided $45.3 million (2024: $11.1 million) in respect of the RSP and PSP based on the fair values determined on grant date and estimation of share grants that will ultimately vest.

6. AUDIT COMMITTEE

The Audit Committee performed the functions specified in the Companies Act 1967. The functions performed are detailed in the Corporate Governance Report.

Directors' Statement

7. INTERNAL CONTROL STATEMENT

Taking into account the views of the Audit Committee (AC) and the Safety, Sustainability and Risk Committee in the exercise of their responsibilities under their respective terms of reference, the framework of management controls, the internal control policies and procedures established and maintained by the Management, the reviews conducted by the internal and external auditors and the documented governance assurance, the Board is of the opinion that the systems of internal controls and risk management (addressing financial, operational, compliance and technology controls) that the Group considers relevant and material to its current business scope and environment were adequate and effective as at the date of the Directors' Statement. The AC concurs with the Board's opinions.

However, the Board also notes that no system of risk management and internal controls can provide absolute assurance in this regard, or absolute assurance against poor judgement in decision making, human error, losses, fraud, cyberattacks or other irregularities.

8. AUDITORS

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

On behalf of the Board of Directors,

Irving Tan Tiang Yew
Chairman

Kerry Mok Tee Heong
Executive Director / President and Chief Executive Officer

Dated this 30 May 2025

Independent Auditors' Report

Members of the Company
SATS Ltd.

Report on the audit of the financial statements

OPINION

We have audited the financial statements of SATS Ltd. (the "Company") and its subsidiaries (the "Group"), which comprise the consolidated statement of financial position of the Group, the statement of financial position of the Company as at 31 March 2025, the consolidated income statement, consolidated statement of comprehensive income, consolidated statements of changes in equity and consolidated statement of cash flows of the Group and statement of changes in equity of the Company for the year then ended, and notes to the financial statements, including material accounting policy information, as set out on pages 128 to 215.

In our opinion, the accompanying consolidated financial statements of the Group and the statement of financial position and statement of changes in equity of the Company are properly drawn up in accordance with the provisions of the Companies Act 1967 (the "Act") and Singapore Financial Reporting Standards (International) ("SFRS(I)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 March 2025 and of the consolidated financial performance, consolidated changes in equity and consolidated cash flows of the Group and changes in equity of the Company 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.

Independent Auditors' Report

IMPAIRMENT OF NON-FINANCIAL ASSETS, INCLUDING GOODWILL

Refer to Note 2.9 'Impairment of non-financial and financial assets' and Note 3.1 'Impairment of non-financial assets' for relevant accounting policies and discussion of significant accounting estimates, Note 16 'Property, Plant and Equipment', Note 17 'Right-of-Use Assets' and Note 19 'Intangible assets'

The key audit matter	How the matter was addressed in our audit
The accounting for the carrying value of WFS America and WFS EMEAA cash generating units ("CGUs") has a material financial impact on the Group due to the significant cumulative value of the goodwill and other long-lived non-financial assets within those CGUs. Annual impairment testing is required for CGUs containing goodwill. The impairment assessments of WFS America and WFS EMEAA CGUs are a key audit matter given the significant and elevated inherent risks associated with the estimation of projected revenue, projected costs and terminal growth rates assumptions the Group applied in their Value-in-Use ("VIU") impairment models.	We held discussions with senior management to understand the basis of the assumptions used in forming the estimates underpinning the assessment of the recoverable amount of the CGUs. We challenged management's estimates of projected revenue, projected costs and terminal growth rates applied based on our knowledge of the CGUs' operations, and performed independent assessments by comparing them against historical performance and external benchmarks.

FINDINGS

We found the estimates used in assessing the carrying value of the CGUs to be appropriate.

OTHER INFORMATION

Management is responsible for the other information. The other information comprises the Directors' statement which we obtained prior to the date of this auditor's report, and the annual report other than the financial statements and Directors' statement which is expected to be made available to us after the date of this auditors' report.

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

In connection with our audit of the financial statements, our responsibility is to read the other information identified above 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 on the other information that we obtained prior to the date of this auditors' report, 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.

When we read the annual report other than Directors' statement, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance and take appropriate actions in accordance with SSAs.

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, or has no realistic alternative but to do so.

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

Independent Auditors' Report

AUDITORS' RESPONSIBILITIES FOR THE AUDIT OF THE FINANCIAL STATEMENTS

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

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal controls.

- Obtain an understanding of internal controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal controls.

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

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Group to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

AUDITORS' RESPONSIBILITIES FOR THE AUDIT OF THE FINANCIAL STATEMENTS (cont'd)

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 the law or regulations preclude public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

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

The engagement partner on the audit resulting in this independent auditors' report is Mr. Malcolm Ramsay.

KPMG LLP
Public Accountants and
Chartered Accountants

Singapore
30 May 2025

Consolidated Income Statement

for the financial year ended 31 March 2025

	Note	FY2025 $ million	FY2024 (Reclassified*) $ million
CONTINUING OPERATIONS			
Revenue	4	**5,821.1**	5,149.6
Expenditure			
Staff costs	5	**(3,161.7)**	(2,939.3)
Cost of raw materials and supplies		**(545.4)**	(475.6)
Licence fees		**(123.3)**	(96.7)
Depreciation and amortisation charges		**(560.5)**	(536.4)
Company premise, utilities and maintenance		**(353.4)**	(336.3)
Subcontracting services		**(248.6)**	(205.0)
Other costs		**(352.5)**	(316.1)
		(5,345.4)	(4,905.4)
Operating profit	6	**475.7**	244.2
Finance expense	7	**(245.8)**	(258.1)
Finance income	7	**14.6**	21.4
Share of results of associates/joint ventures, net of tax		**114.3**	110.0
Other non-operating gain/(loss), net	8	**0.9**	(1.2)
Profit before tax		**359.7**	116.3
Income tax expense	9	**(98.9)**	(55.8)
Profit from continuing operations		**260.8**	60.5
DISCONTINUED OPERATION			
Profit from discontinued operation, net of tax	10	**–**	3.2
Profit for the year		**260.8**	63.7
Profit attributable to:			
Owners of the Company		**243.8**	56.4
Non-controlling interests		**17.0**	7.3
Profit for the year		**260.8**	63.7
Earnings per share (cents)			
Basic	11	**16.4**	3.8
Diluted	11	**16.2**	3.8
Earnings per share – continuing operations (cents)			
Basic	11	**16.4**	3.6
Diluted	11	**16.2**	3.6

* Please refer to Note 36 for details on reclassification of comparative.

The accompanying accounting policies and explanatory notes form an integral part of the financial statements.

Consolidated Statement of Comprehensive Income

for the financial year ended 31 March 2025

	FY2025 $ million	FY2024 $ million
Profit for the year	**260.8**	63.7
Other comprehensive income:		
Items that will not be reclassified to profit or loss:		
Actuarial loss on defined benefit plan	**(0.5)**	(3.2)
Items that are or may be reclassified subsequently to profit or loss:		
Net fair value changes on financial assets	**–**	(4.9)
Hedge translation differences	**0.1**	(12.4)
Foreign currency translation differences	**(6.8)**	(10.8)
Foreign currency translation differences reclassified to profit and loss on partial disposal of associate	**11.9**	–
	5.2	(28.1)
Other comprehensive income, net of tax	**4.7**	(31.3)
Total comprehensive income for the year	**265.5**	32.4
Total comprehensive income attributable to:		
Owners of the Company	**249.9**	30.0
Non-controlling interests	**15.6**	2.4
	265.5	32.4

The accompanying accounting policies and explanatory notes form an integral part of the financial statements.

Statements of Financial Position

as at 31 March 2025

	Note	Group 31 Mar 2025 $ million	Group 31 Mar 2024 $ million	Company 31 Mar 2025 $ million	Company 31 Mar 2024 $ million
EQUITY					
Share capital	13	**1,174.4**	1,162.0	**1,174.4**	1,162.0
Treasury shares	14	**(33.2)**	(0.4)	**(33.2)**	(0.4)
Share-based compensation reserve	15	**39.3**	6.4	**39.3**	6.4
Foreign currency translation reserve		**(167.7)**	(174.2)	**–**	–
Revenue reserve		**1,592.0**	1,395.1	**1,710.0**	1,648.8
Other reserves		**(18.1)**	(13.9)	**(34.3)**	(30.2)
Equity attributable to owners of the Company		**2,586.7**	2,375.0	**2,856.2**	2,786.6
Non-controlling interests	20	**182.2**	184.5	**–**	–
Total equity		**2,768.9**	2,559.5	**2,856.2**	2,786.6
ASSETS					
Property, plant and equipment	16	**860.3**	796.4	**7.7**	12.5
Right-of-use assets	17	**1,628.1**	1,326.6	**65.7**	77.3
Investment properties	18	**–**	–	**105.4**	124.0
Intangible assets	19	**3,467.4**	3,511.2	**21.9**	24.0
Investment in subsidiaries	20	**–**	–	**2,219.8**	2,219.8
Investment in associates	21	**448.2**	445.8	**226.1**	226.1
Investment in joint ventures	22	**318.9**	338.3	**24.6**	24.6
Deferred tax assets	23	**65.2**	61.1	**–**	–
Other receivables	24	**0.5**	1.3	**470.7**	1,018.9
Other non-current assets	25	**42.6**	49.6	**–**	–
Non-current assets		**6,831.2**	6,530.3	**3,141.9**	3,727.2
Trade and other receivables	24	**1,165.2**	1,144.2	**961.1**	417.9
Prepayments and deposits		**63.5**	73.5	**8.6**	4.7
Inventories	26	**85.8**	73.0	**0.4**	0.5
Cash and cash equivalents	27	**694.0**	659.0	**126.5**	176.5
Asset held for sale		**43.0**	–	**–**	–
Current assets		**2,051.5**	1,949.7	**1,096.6**	599.6

The accompanying accounting policies and explanatory notes form an integral part of the financial statements.

	Note	Group 31 Mar 2025 $ million	Group 31 Mar 2024 $ million	Company 31 Mar 2025 $ million	Company 31 Mar 2024 $ million
LIABILITIES					
Other non-current payables	28	**168.9**	186.9	**18.6**	23.6
Notes and borrowings	29	**824.6**	1,612.0	**69.8**	897.5
Lease liabilities	30	**1,417.5**	1,124.9	**65.4**	80.1
Deferred tax liabilities	23	**209.7**	205.7	**24.8**	23.9
Non-current liabilities		**2,620.7**	3,129.5	**178.6**	1,025.1
Trade and other payables	28	**1,393.2**	1,382.4	**350.9**	278.6
Notes and borrowings	29	**1,713.3**	1,100.2	**840.7**	229.1
Lease liabilities	30	**288.7**	255.0	**3.9**	1.0
Income tax payable		**97.9**	53.4	**8.2**	6.4
Current liabilities		**3,493.1**	2,791.0	**1,203.7**	515.1
Net current (liabilities)/assets		**(1,441.6)**	(841.3)	**(107.1)**	84.5
Net assets		**2,768.9**	2,559.5	**2,856.2**	2,786.6

The accompanying accounting policies and explanatory notes form an integral part of the financial statements.

Statements of Changes in Equity

for the financial year ended 31 March 2025

GROUP	Attributable to Owners of the Company								
	Share Capital $ million	Treasury Shares $ million	Share-Based Compensation Reserve $ million	Foreign Currency Translation Reserve $ million	Revenue Reserve $ million	Other Reserves $ million	Total $ million	Non-controlling Interests $ million	Total Equity $ million
At 1 April 2024	**1,162.0**	**(0.4)**	**6.4**	**(174.2)**	**1,395.1**	**(13.9)**	**2,375.0**	**184.5**	**2,559.5**
Profit for the year	**–**	**–**	**–**	**–**	**243.8**	**–**	**243.8**	**17.0**	**260.8**
Other comprehensive income for the year	**–**	**–**	**–**	**6.5**	**(0.5)**	**0.1**	**6.1**	**(1.4)**	**4.7**
Total comprehensive income for the year	**–**	**–**	**–**	**6.5**	**243.3**	**0.1**	**249.9**	**15.6**	**265.5**
Contributions by and distributions to owners									
Share-based compensation	**–**	**–**	**45.3**	**–**	**–**	**–**	**45.3**	**–**	**45.3**
Treasury shares transferred on payment of Directors' remuneration	**–**	**0.3**	**–**	**–**	**–**	**–**	**0.3**	**–**	**0.3**
Purchase of treasury shares	**–**	**(33.1)**	**–**	**–**	**–**	**–**	**(33.1)**	**–**	**(33.1)**
Dividends (3.0 cents per share)	**–**	**–**	**–**	**–**	**(44.7)**	**–**	**(44.7)**	**–**	**(44.7)**
Issuance of new shares pursuant to share-based compensation	**12.4**	**–**	**(12.4)**	**–**	**–**	**–**	**–**	**–**	**–**
Total contributions by and distributions to owners	**12.4**	**(32.8)**	**32.9**	**–**	**(44.7)**	**–**	**(32.2)**	**–**	**(32.2)**
Others									
Acquisition of non-controlling interests ("NCI")	**–**	**–**	**–**	**–**	**–**	**(6.7)**	**(6.7)**	**(3.9)**	**(10.6)**
Disposal of NCI	**–**	**–**	**–**	**–**	**–**	**0.8**	**0.8**	**(0.8)**	**–**
Impact to NCI upon liquidation of subsidiary	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**(0.6)**	**(0.6)**
Capital contribution from NCI	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**0.2**	**0.2**
Dividends paid to NCI	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**(12.8)**	**(12.8)**
Transfer to statutory reserve	**–**	**–**	**–**	**–**	**(1.7)**	**1.7**	**–**	**–**	**–**
Others	**–**	**–**	**–**	**–**	**–**	**(0.1)**	**(0.1)**	**–**	**(0.1)**
At 31 March 2025	**1,174.4**	**(33.2)**	**39.3**	**(167.7)**	**1,592.0**	**(18.1)**	**2,586.7**	**182.2**	**2,768.9**

The accompanying accounting policies and explanatory notes form an integral part of the financial statements.

GROUP	Attributable to Owners of the Company								
	Share Capital $ million	Treasury Shares $ million	Share-Based Compensation Reserve $ million	Foreign Currency Translation Reserve $ million	Revenue Reserve $ million	Other Reserves $ million	Total $ million	Non-controlling Interests $ million	Total Equity $ million
At 1 April 2023	1,153.5	(0.9)	5.2	(168.5)	1,342.6	1.7	2,333.6	181.2	2,514.8
Profit for the year	–	–	–	–	56.4	–	56.4	7.3	63.7
Other comprehensive income for the year	–	–	–	(5.7)	(3.3)	(17.4)	(26.4)	(4.9)	(31.3)
Total comprehensive income for the year	–	–	–	(5.7)	53.1	(17.4)	30.0	2.4	32.4
Contributions by and distributions to owners									
Share-based compensation	–	–	11.1	–	–	–	11.1	–	11.1
Treasury shares transferred on payment of Directors' remuneration	–	0.5	–	–	–	(0.2)	0.3	–	0.3
Issuance of new shares pursuant to share-based compensation	8.5	–	(9.9)	–	–	1.4	–	–	–
Total contributions by and distributions to owners	8.5	0.5	1.2	–	–	1.2	11.4	–	11.4
Others									
Acquisition of subsidiary with NCI	–	–	–	–	–	–	–	14.3	14.3
Capital contribution from NCI	–	–	–	–	–	–	–	6.7	6.7
Dividends paid to NCI	–	–	–	–	–	–	–	(20.1)	(20.1)
Transfer to statutory reserve	–	–	–	–	(0.6)	0.6	–	–	–
At 31 March 2024	1,162.0	(0.4)	6.4	(174.2)	1,395.1	(13.9)	2,375.0	184.5	2,559.5

The accompanying accounting policies and explanatory notes form an integral part of the financial statements.

Statements of Changes in Equity

for the financial year ended 31 March 2025

COMPANY	Share Capital $ million	Treasury Shares $ million	Share-Based Compensation Reserve $ million	Revenue Reserve $ million	Other Reserves $ million	Total Equity $ million
At 1 April 2024	**1,162.0**	**(0.4)**	**6.4**	**1,648.8**	**(30.2)**	**2,786.6**
Profit for the year	**–**	**–**	**–**	**105.9**	**–**	**105.9**
Other comprehensive income for the year	**–**	**–**	**–**	**–**	**(4.1)**	**(4.1)**
Total comprehensive income for the year	**–**	**–**	**–**	**105.9**	**(4.1)**	**101.8**
Contributions by and distributions to owners						
Share-based compensation	**–**	**–**	**45.3**	**–**	**–**	**45.3**
Treasury shares transferred on payment of Directors' remuneration	**–**	**0.3**	**–**	**–**	**–**	**0.3**
Purchase of treasury shares	**–**	**(33.1)**	**–**	**–**	**–**	**(33.1)**
Dividends	**–**	**–**	**–**	**(44.7)**	**–**	**(44.7)**
Issuance of new shares pursuant to share-based compensation	**12.4**	**–**	**(12.4)**	**–**	**–**	**–**
Total contributions by and distributions to owners	**12.4**	**(32.8)**	**32.9**	**(44.7)**	**–**	**(32.2)**
At 31 March 2025	**1,174.4**	**(33.2)**	**39.3**	**1,710.0**	**(34.3)**	**2,856.2**
At 1 April 2023	1,153.5	(0.9)	5.2	1,424.2	(26.3)	2,555.7
Profit for the year	–	–	–	224.6	–	224.6
Other comprehensive income for the year	–	–	–	–	(5.1)	(5.1)
Total comprehensive income for the year	–	–	–	224.6	(5.1)	219.5
Contributions by and distributions to owners						
Share-based compensation	–	–	11.1	–	–	11.1
Treasury shares transferred on payment of Directors' remuneration	–	0.5	–	–	(0.2)	0.3
Issuance of new shares pursuant to share-based compensation	8.5	–	(9.9)	–	1.4	–
Total contributions by and distributions to owners	8.5	0.5	1.2	–	1.2	11.4
At 31 March 2024	1,162.0	(0.4)	6.4	1,648.8	(30.2)	2,786.6

The accompanying accounting policies and explanatory notes form an integral part of the financial statements.

Consolidated Statement of Cash Flows

for the financial year ended 31 March 2025

	Note	FY2025 $ million	FY2024 $ million
Cash flows from operating activities			
Profit before tax from continuing operations		**359.7**	116.3
Profit before tax from discontinued operation		**–**	5.7
Profit before tax		**359.7**	122.0
Adjustments for:			
Finance expense, net	7	**231.2**	236.7
Depreciation and amortisation charges		**560.5**	536.4
Unrealised foreign exchange loss/(gain)		**19.2**	(8.6)
Share of results of associates/joint ventures, net of tax		**(114.3)**	(110.0)
Share-based compensation expense	5	**45.3**	11.1
Reversal of provision for doubtful debts	24	**(2.5)**	(3.3)
(Gain)/loss on disposal of property, plant and equipment ("PPE")/ROU assets	8	**(4.2)**	0.8
Impairment/(reversal of impairment) for associates/PPE, net		**3.9**	(0.4)
Loss on partial disposal of associate and secured loan redemption		**11.7**	–
Other non-cash items		**(3.4)**	(1.6)
Operating cash flows before working capital changes		**1,107.1**	783.1
Changes in:			
Receivables		**(44.9)**	(287.2)
Prepayments and deposits		**10.6**	(10.1)
Inventories		**(12.8)**	1.0
Payables		**6.0**	206.9
Cash generated from operations		**1,066.0**	693.7
Interest paid to third parties		**(129.5)**	(154.0)
Income taxes paid		**(45.4)**	(27.6)
Net cash from operating activities		**891.1**	512.1
Cash flows from investing activities			
Capital expenditure	27	**(221.7)**	(185.6)
Dividends from associates/joint ventures		**58.2**	44.9
Proceeds from disposal of property, plant and equipment		**10.2**	2.4
Proceeds from sale of subsidiary, net of cash disposed of		**–**	58.4
Investments in subsidiaries, net of cash acquired		**(1.4)**	139.1
Investment in joint ventures		**(0.1)**	(12.7)
Interest received from deposits		**15.2**	21.5
Proceeds from partial disposal of interest in associate		**14.5**	–
Proceeds from redemption of investment in secured loan		**20.4**	–
Others		**3.9**	–
Net cash (used in)/from investing activities		**(100.8)**	68.0
Cash flows from financing activities			
Repayment of notes and borrowings	29	**(467.6)**	(2,237.1)
Repayment of lease liabilities	29	**(441.1)**	(374.7)
Repayment of loan to joint venture		**(11.0)**	–
Proceeds from notes and borrowings	29	**308.0**	2,333.2
Proceeds from disposal of NCI		**7.6**	–
Share buyback from NCI		**(10.6)**	–
Factoring payment, net		**(55.5)**	–
Dividends paid		**(44.7)**	–
Dividends paid to NCI		**(16.7)**	(20.1)
Buy-back of treasury shares		**(33.1)**	–
Others		**(0.5)**	6.7
Net cash used in financing activities		**(765.2)**	(292.0)
Net increase in cash and cash equivalents		**25.1**	288.1
Effect of exchange rate changes		**9.9**	(3.5)
Cash and cash equivalents at beginning of financial year		**659.0**	374.4
Cash and cash equivalents at end of financial year	27	**694.0**	659.0

The accompanying accounting policies and explanatory notes form an integral part of the financial statements.

Notes to the Financial Statements

31 March 2025

The consolidated financial statements for the financial year ended 31 March 2025 were authorised for issue in accordance with a resolution of the Board of Directors on 30 May 2025.

1. GENERAL

SATS Ltd. (the "Company" or "SATS") is a limited liability company incorporated and domiciled in Singapore and is listed on the Singapore Exchange Securities Trading Limited ("SGX-ST").

The registered office and principal place of business of the Company is located at 20 Airport Boulevard, SATS Inflight Catering Centre 1, Singapore 819659.

The Company is principally an investment holding company. Its other activities include rental of premises and provision of management services to related companies.

2. MATERIAL ACCOUNTING POLICIES

2.1 Basis of preparation

The consolidated financial statements of SATS Ltd. and its subsidiaries (the "Group") have been prepared in accordance with Singapore Financial Reporting Standards (International) ("SFRS(I)").

The financial statements have been prepared on the historical cost basis except as otherwise disclosed in the accounting policies below.

The financial statements are presented in Singapore Dollars ("$" or "SGD"), which is the Company's functional currency and all values in the tables are expressed in million, unless otherwise indicated.

2.2 Changes in material accounting policies

New standards and amendments

The Group has applied the following new and revised standards and interpretations of SFRS(I) that are effective for the annual period beginning on 1 April 2024. The adoption of these standards and interpretations did not have any material effect on the financials of the Group and the Company.

- Amendments to SFRS(I) 1-1 *Classification of Liabilities as Current or Non-current*
- 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*

2.3 New standards and interpretations not adopted

A number of new accounting standards and amendments to standards that are effective from the Group's financial year beginning 1 April 2025 onwards and earlier application is permitted. However, the Group had not early adopted the new or amended accounting standards in preparing these financial statements.

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.

2. MATERIAL ACCOUNTING POLICIES (cont'd)

2.3 New standards and interpretations not adopted (cont'd)

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.

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*
- Amendments to SFRS(I) 9 and SFRS(I) 7 *Classification and Measurement of Financial Instruments*
- *Annual Improvements to SFRS(I)s – Volume 11*
- SFRS(I) 19 *Subsidiaries without Public Accountability: Disclosures*

2.4 Basis of consolidation and business combinations

Basis of consolidation

The consolidated financial statements comprise the financial statements of the Company and its subsidiaries as at the end of the reporting period. The financial statements of the subsidiaries used in the preparation of the consolidated financial statements are prepared for the same reporting date as the Company. Consistent accounting policies are applied to like transactions and events in similar circumstances.

All intra-group balances, income and expenses and unrealised gains and losses resulting from intra-group transactions and dividends are eliminated in full.

Subsidiaries are consolidated from the date of acquisition, being the date on which the Group obtains control, and continue to be consolidated until the date that such control ceases.

Losses within a subsidiary are attributed to the non-controlling interest even if that results in a deficit balance.

A change in the ownership interest of a subsidiary, without a loss of control, is accounted for as an equity transaction. If the Group loses control over a subsidiary, it:

– de-recognises the assets (including goodwill) and liabilities of the subsidiary at their carrying amounts at the date when control is lost;
– de-recognises the carrying amount of any non-controlling interest;
– de-recognises the cumulative translation differences recorded in equity;
– recognises the fair value of the consideration received;
– recognises the fair value of any investment retained;
– recognises any surplus or deficit in profit or loss; and
– re-classifies the Group's share of components previously recognised in other comprehensive income ("OCI") to profit or loss or revenue reserve, as appropriate.

2. MATERIAL ACCOUNTING POLICIES (cont'd)

2.4 Basis of consolidation and business combinations (cont'd)

Business combinations

Business combinations are accounted for by applying the acquisition method. Identifiable assets acquired and liabilities assumed in a business combination are measured initially at their fair values at the acquisition date. Acquisition-related costs are recognised as expenses in the periods in which the costs are incurred and the services are received.

Any contingent consideration to be transferred by the acquirer will be recognised at fair value at the acquisition date. Subsequent changes to the fair value of the contingent consideration which is deemed to be an asset or liability, will be recognised in profit or loss.

The Group elects for each individual business combination, whether non-controlling interest in the acquiree (if any), that are present ownership interests and entitle their holders to a proportionate share of net assets in the event of liquidation, is recognised on the acquisition date at fair value, or at the non-controlling interest's proportionate share of the acquiree's identifiable net assets. Other components of non-controlling interests are measured at their acquisition date fair value, unless another measurement basis is required by SFRS(I)s.

Any excess of the sum of the fair value of the consideration transferred in the business combination, the amount of non-controlling interest in the acquiree (if any), and the fair value of the Group's previously held equity interest in the acquiree (if any), over the net fair value of the acquiree's identifiable assets and liabilities is recorded as goodwill. The accounting policy for goodwill is set out in Note 2.7. In instances where the latter amount exceeds the former, the excess is recognised as gain on bargain purchase in profit or loss on the acquisition date.

2.5 Subsidiaries, associates and joint ventures

Subsidiaries

A subsidiary is an investee that is controlled by the Group. The Group controls an investee when it is exposed to, or has rights to, variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee.

In determining whether the Group has control over an investee requires management judgement. In exercising its judgement, management considers the proportion of its ownership interest and voting rights, the Group's decision making authority over the investee, as well as the Group's overall exposure to variable returns.

In the Company's balance sheet, investments in subsidiaries are accounted for at cost less impairment losses.

Associates and joint ventures

An associate is an entity over which the Group has significant influence, but not control or joint control over the financial and operating policy decisions of the investee.

A joint venture is a contractual arrangement whereby two or more parties undertake an economic activity that is subject to joint control, where the strategic financial and operating decisions relating to the activity require the unanimous consent of the parties sharing control and the joint arrangement provides the Group with rights to the net assets of the arrangement.

The Group accounts for its investment in associates and joint ventures using the equity method from the date on which it becomes an associate or joint venture.

2. MATERIAL ACCOUNTING POLICIES (cont'd)

2.5 Subsidiaries, associates and joint ventures (cont'd)

Associates and joint ventures (cont'd)

On acquisition of the investment, any excess of the cost of the investment over the Group's share of the net fair value of the investee's identifiable assets and liabilities represents goodwill and is included in the carrying amount of the investment. Any excess of the Group's share of the net fair value of the investee's identifiable assets and liabilities over the cost of the investment is included as income in the determination of the entity's share of the associate or joint venture's profit or loss in the period in which the investment is acquired.

Under the equity method, the investment in associates or joint ventures is carried in the statement of financial position at cost plus post-acquisition changes in the Group's share of net assets of the associates or joint ventures. The profit or loss reflects the share of the results of the operations of the associates or joint ventures. Distributions received from the associates or joint ventures reduce the carrying amount of the investment. Where there has been a change recognised in OCI by the associates or joint ventures, the Group recognises its share of such changes in OCI. Unrealised gains and losses resulting from transactions between the Group and the associates or joint ventures are eliminated to the extent of the interests in the associates or joint ventures.

When the Group's share of losses in an associate or joint venture equals or exceeds its interest in the associate or joint venture, the Group does not recognise further losses, unless it has incurred obligations or made payments on behalf of the associate or joint venture.

After application of the equity method, the Group determines whether it is necessary to recognise an additional impairment loss on the Group's investment in its associates or joint ventures. The Group determines at the end of each reporting period whether there is any objective evidence that the investment in the associate or joint venture is impaired. If this is the case, the Group calculates the amount of impairment as the difference between the recoverable amount of the associate or joint venture and its carrying value and recognises the amount in profit or loss.

Upon loss of significant influence or joint control over the associate or joint venture, the Group measures the retained interest at fair value. Any difference between the fair value of the aggregate of the retained interest and proceeds from disposal against the carrying amount of the investment at the date the equity method was discontinued is recognised in profit or loss.

The most recently available audited financial statements of the associates and joint ventures are used by the Group in applying the equity method. Where the dates of the audited financial statements used are not coterminous with those of the Group, the share of results is arrived at from the last audited financial statements available and unaudited management financial statements to the end of the accounting period. Where necessary, adjustments are made to bring the accounting policies in line with those of the Group.

2.6 Property, plant and equipment

All items of property, plant and equipment are initially recorded at cost. Subsequent to recognition, property, plant and equipment other than freehold land and buildings are measured at cost less accumulated depreciation and any accumulated impairment losses. The cost includes the cost of replacing part of the property, plant and equipment and borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying property, plant and equipment. Purchased software that is integral to the functionality of the related equipment is capitalised as part of that equipment. The cost of an item of property, plant and equipment is recognised as an asset if, and only if, it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably.

2. MATERIAL ACCOUNTING POLICIES (cont'd)

2.6 Property, plant and equipment (cont'd)

When significant parts of property, plant and equipment are required to be replaced in intervals, the Group recognises such parts as individual assets with specific useful lives and depreciation, respectively. Likewise, when a major inspection is performed, its cost is recognised in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognised in profit or loss as incurred.

An item of property, plant and equipment is de-recognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss on de-recognition of the asset is included in profit or loss in the year the asset is de-recognised.

The cost of self-constructed assets includes the cost of materials and direct labour, any other costs directly attributable to bringing the asset to a working condition for its intended use, and the cost of dismantling and removing the items and restoring the site on which they are located.

Useful lives of property, plant and equipment

Judgement is required in determining the useful lives of property, plant and equipment. In determining useful lives, which is based on the period over which an asset is expected to be available for efficient use, the Group considers factors like insurance coverage requirement, maintenance and repair cost, technical or commercial obsolescence, the asset replacement policy and legal or similar limits to the use of the property, plant and equipment.

Property, plant and equipment are depreciated on a straight-line basis at rates which are calculated to write-down their costs to their estimated residual values at the end of their useful lives. Useful lives and residual values are reviewed annually in the light of experience and changing circumstances, and adjusted as appropriate at each balance sheet date. The estimated useful lives are as follows:

Freehold buildings	–	50 to 55 years
Leasehold land and buildings	–	according to the lease period
Office fittings and fixtures, and equipment	–	3 to 12 years
Motor vehicles	–	3 to 10 years

Assets under construction included in plant and equipment are not depreciated as these assets are not yet available for use.

The carrying values of property, plant and equipment are reviewed for impairment when events or changes in circumstances indicate that the carrying value may not be recoverable.

2.7 Intangible assets

Goodwill

Goodwill is initially measured at cost. Following initial recognition, goodwill is measured at cost less any accumulated impairment losses.

For the purpose of impairment testing, goodwill acquired in a business combination is, from the acquisition date, allocated to the Group's cash-generating units that are expected to benefit from the synergies of the combination, irrespective of whether other assets or liabilities of the acquiree are assigned to those units.

2.7 Intangible assets (cont'd)

Goodwill (cont'd)

The cash-generating units to which goodwill has been allocated are tested for impairment annually and whenever there is an indication that the cash-generating unit may be impaired. Impairment is determined for goodwill by assessing the recoverable amount of each cash-generating unit (or group of cash-generating units) to which the goodwill relates. Where the recoverable amount of the cash-generating unit is less than the carrying amount, an impairment loss is recognised in profit or loss. Impairment losses recognised for goodwill are not reversed in subsequent periods.

Where goodwill forms part of a cash-generating unit and part of the operation within that cash-generating unit is disposed of, the goodwill associated with the operation disposed of is included in the carrying amount of the operation when determining the gain or loss on disposal of the operation. Goodwill disposed of in this circumstance is measured based on the relative fair values of the operation disposed of and the portion of the cash-generating unit retained.

Other intangible assets

Intangible assets acquired separately are measured initially at cost. The cost of intangible assets acquired in a business combination is their fair value as at the date of acquisition. Following initial acquisition, intangible assets are measured at cost less any accumulated amortisation and any accumulated impairment losses. Internally generated intangible assets, excluding capitalised development costs, are not capitalised and expenditure is reflected in profit or loss in the year in which the expenditure is incurred.

The useful lives of intangible assets are assessed as either finite or infinite.

Intangible assets with finite useful lives are amortised over the estimated useful lives and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method are reviewed at least at each financial year end. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset is accounted for by changing the amortisation period or method, as appropriate, and are treated as changes in accounting estimates.

Intangible assets with indefinite useful lives are tested for impairment annually, or more frequently if the events and circumstances indicate that the carrying value may be impaired either individually or at the cash-generating unit level. Such intangible assets are not amortised. The useful life of an intangible asset with an indefinite useful life is reviewed annually to determine whether the useful life assessment continues to be supportable. If not, the change in useful life from indefinite to finite is made on a prospective basis.

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

Gains or losses arising from de-recognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the profit or loss when the asset is de-recognised.

2. MATERIAL ACCOUNTING POLICIES (cont'd)

2.7 Intangible assets (cont'd)

Other intangible assets (cont'd)

Software development is stated at cost less accumulated amortisation and impairment losses, if any. The cost is amortised using the straight-line method over the estimated useful life of 3 to 10 years.

Licence and concession comprise:

- abattoir licence which was acquired in a business combination. The abattoir licence is amortised on a straight-line basis over its estimated useful life of 14 years.
- operating rights acquired in business combinations which is amortised on a straight-line basis over its estimated useful life of 15 to 16 years.

Customer relationships were acquired in business combinations. The customer relationships are amortised on a straight-line basis over its estimated useful life of 10 to 25 years.

Trademarks were acquired in business combinations and have indefinite useful lives.

2.8 Financial assets

(i) Recognition and initial measurement

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

A financial asset (unless it is a trade receivable without a significant financing component) is initially measured at fair value plus, 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.

(ii) Classification and subsequent measurement

Non-derivative financial assets

On initial recognition, a financial asset is classified as measured at: amortised cost; fair value through other comprehensive income ("FVOCI") 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.

2. MATERIAL ACCOUNTING POLICIES (cont'd)

2.8 Financial assets (cont'd)

(ii) Classification and subsequent measurement (cont'd)

Non-derivative financial assets (cont'd)

Equity investments at FVOCI

On initial recognition of an equity investment 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.

Financial assets at FVTPL

All financial assets not classified as measured at amortised cost or FVOCI as described above are measured at FVTPL. On initial recognition, the Group may irrevocably designate a financial asset that otherwise meets the requirements to be measured at amortised cost or at FVOCI as at FVTPL if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise.

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. The information considered includes:

- the stated policies and objectives for the portfolio and the operation of those policies in practice;
- how the performance of the respective financial assets is evaluated and reported to the Group's management;
- the risks that affect the performance of the business model and how those risks are managed; and
- the frequency, volume and timing of sales of financial assets in prior periods, the reasons for such sales and expectations about future sales activity.

Transfers of financial assets to third parties in transactions that do not qualify for derecognition are not considered sales for this purpose, consistent with the Group's continuing recognition of the assets.

Financial assets that are held-for-trading or are managed and whose performance is evaluated on a fair value basis are measured at FVTPL.

Assessment of whether contractual cash flows are solely payments of principal and interest

For the purposes of this assessment, 'principal' is defined as the fair value of the financial asset on initial recognition. 'Interest' is defined as consideration for the time value of money and for the credit risk associated with the principal amount outstanding during a particular period of time and for other basic lending risks and costs (e.g. liquidity risk and administrative costs), as well as a profit margin.

In assessing whether the contractual cash flows are solely payments of principal and interest, the Group considers the contractual terms of the instrument. This includes assessing whether the financial asset contains a contractual term that could change the timing 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).

2. MATERIAL ACCOUNTING POLICIES (cont'd)

2.8 Financial assets (cont'd)

(ii) Classification and subsequent measurement (cont'd)

Assessment of whether contractual cash flows are solely payments of principal and interest (cont'd)

A prepayment feature is consistent with the solely payments of principal and interest criterion if the prepayment amount substantially represents unpaid amounts of principal and interest on the principal amount outstanding, which may include reasonable additional compensation for early termination of the contract. Additionally, for a financial asset acquired at a 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 additional compensation for early termination) is treated as consistent with this criterion if the fair value of the prepayment feature is insignificant at initial recognition.

Non-derivative financial assets

Subsequent measurement and gains and losses

Financial assets at FVTPL

These assets are subsequently measured at fair value. Net gains and losses, including any interest or dividend income, are recognised in profit or loss.

Financial assets at amortised cost

These assets are subsequently measured at amortised cost using the effective interest method. The gross carrying amount is reduced by impairment losses. Interest income, foreign exchange gains and losses and impairment losses are recognised in profit or loss. Any gain or loss on derecognition is recognised in profit or loss.

Equity investments at FVOCI

These assets are subsequently measured at fair value. Dividends are recognised as income in profit or loss unless the dividend clearly represents a recovery of part of the cost of the investment. Other net gains and losses are recognised in OCI and are never reclassified to profit or loss.

(iii) De-recognition

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 substantially all of the risks and rewards of ownership of the financial asset are transferred or in which 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.

The Group enters into transactions whereby it transfers assets recognised in its statement of financial position, but retains either all or substantially all of the risks and rewards of the transferred assets. In these cases, the transferred assets are not derecognised.

2. MATERIAL ACCOUNTING POLICIES (cont'd)

2.8 Financial assets (cont'd)

(iv) Derivatives and hedge accounting

Derivatives are used to manage exposures to foreign exchange, interest rate risks arising from operational, financing and investment activities. Derivatives are not used for trading purposes. However, derivatives that do not qualify for hedge accounting are accounted for as FVTPL. 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 and any directly attributable transaction costs are recognised in profit or loss as incurred. Subsequent to initial recognition, derivatives are measured at fair value, and changes therein are generally recognised in profit or loss.

Where derivatives qualify for hedge accounting, at inception of designated hedging relationships, the Group documents the risk management objective and strategy for undertaking the hedge. The Group also documents the economic relationship between the hedged item and the hedging instrument, including whether the changes in cash flows of the hedged item and hedging instrument are expected to offset each other. The Group's accounting policy for hedge accounting is set out in Note 2.14.

2.9 Impairment of non-financial and financial assets

(i) Non-derivative financial assets

The Group recognises loss allowances for expected credit losses ("ECLs") on:

- financial assets measured at amortised costs; and
- intra-group financial guarantee contracts ("FGC").

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.

Simplified approach

The Group applies the simplified approach to provide for ECLs for all trade receivables and contract assets. The simplified approach requires the loss allowance to be measured at an amount equal to lifetime ECLs.

General approach

The Group applies the general approach to provide for ECLs on all other financial instruments and FGCs. 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.

2. MATERIAL ACCOUNTING POLICIES (cont'd)

2.9 Impairment of non-financial and financial assets (cont'd)

(i) Non-derivative financial assets (cont'd)

General approach (cont'd)

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 assumes that the credit risk on a financial asset has increased significantly if it is more than 30 days past due.

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); or
- the financial asset is more than 90 days past due.

The Group considers a contract asset to be in default when the customer is unlikely to pay its contractual obligations to the Group in full, without recourse by the Group to actions such as realising security (if any is held).

The maximum period considered when estimating ECLs is the maximum contractual period over which the Group is exposed to credit risk.

Measurement of 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 are credit-impaired. A financial asset is 'credit-impaired' when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred.

Evidence that a financial asset is credit-impaired includes the following observable data:

- breach of contract such as a default or being more than 90 days past due;
- the restructuring of a loan or advance by the Group on terms that the Group would not consider otherwise;
- it is probable that the debtor will enter bankruptcy or other financial reorganisation; or
- the disappearance of an active market for a security because of financial difficulties.

Presentation of allowance for ECLs in the statement of financial position

Loss allowances for financial assets measured at amortised cost are deducted from the gross carrying amount of these assets.

Loss allowances for FGC are recognised as a financial liability to the extent that they exceed the initial carrying amount of the FGC less the cumulated income recognised.

2. MATERIAL ACCOUNTING POLICIES (cont'd)

2.9 Impairment of non-financial and financial assets (cont'd)

(i) Non-derivative financial assets (cont'd)

Write-off

The gross carrying amount of a financial asset is written off (either partially or in full) to the extent that there is no realistic prospect of recovery. This is generally the case when the Group determines that the debtor does not have assets or sources of income that could generate sufficient cash flows to repay the amounts subject to the write-off. However, financial assets that are written off could still be subject to enforcement activities in order to comply with the Group's procedures for recovery of amounts due.

(ii) Non-financial assets

The Group assesses at each reporting date whether there is an indication that an asset may be impaired. If any indication exists, or when an annual impairment testing for an asset is required, the Group makes an estimate of the asset's recoverable amount.

An asset's recoverable amount is the higher of an asset's or cash-generating unit's fair value less costs of disposal and its value in use and is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. Where the carrying amount of an asset or cash-generating unit exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. In assessing value in use, the estimated future cash flows expected to be generated by the asset 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. In determining fair value less costs of disposal, recent market transactions are taken into account, if available. If no such transactions can be identified, an appropriate valuation model is used.

The Group bases its impairment calculation on detailed budgets and forecast calculations which are prepared separately for each of the Group's cash-generating units to which the individual assets are allocated. These budgets and forecast calculations generally cover a period of five years. For longer periods, a long-term growth rate is calculated and applied to project future cash flows after the fifth year.

Impairment losses of continuing operations are recognised in profit or loss.

For assets excluding goodwill, an assessment is made at each reporting date as to whether there is any indication that previously recognised impairment losses may no longer exist or may have decreased. If such indication exists, the Group estimates the asset's or cash-generating unit's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the estimates used to determine the asset's recoverable amount since the last impairment loss was recognised. If that is the case, the carrying amount of the asset is increased to its recoverable amount. That increase cannot exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised previously. Such reversal is recognised in profit or loss. An impairment loss in respect of goodwill is not reversed.

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 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 a 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 a joint venture is tested for impairment as a single asset when there is objective evidence that the investment in an associate or a joint venture may be impaired.

2. MATERIAL ACCOUNTING POLICIES (cont'd)

2.10 Financial liabilities

(i) Initial recognition, classification, subsequent measurement and gains and losses

Financial liabilities are recognised when, and only when, the Group becomes a party to the contractual provisions of the financial instrument. The Group determines the classification of its financial liabilities at initial recognition.

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 are initially measured at fair value less directly attributable transaction costs. They are subsequently measured at amortised cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognised in profit or loss.

(ii) De-recognition

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.

(iii) Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is presented in the statements of financial position, when and only when, there is a currently enforceable legal right to set off the recognised amounts and there is an intention to settle on a net basis, or to realise the assets and settle the liabilities simultaneously.

2.11 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.

2. MATERIAL ACCOUNTING POLICIES (cont'd)

2.11 Leases (cont'd)

(i) As a lessee (cont'd)

The right-of-use asset is subsequently depreciated using 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 are carried at cost in accordance with note 18.

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 Group's incremental borrowing rate. Generally, the Group uses its incremental borrowing rate as the discount rate.

The Group determines its incremental borrowing rate by obtaining interest rates from various external financing sources and makes certain adjustments to reflect the terms of the lease and type of the asset leased.

Lease payments included in the measurement of the lease liability comprise the following:

- fixed payments, including in-substance fixed payments;
- variable lease payments that depend on an index or a rate, initially measured using the index or rate as at the commencement date;
- amounts expected to be payable under a residual value guarantee; and
- the exercise price under a purchase option that the Group is reasonably certain to exercise, lease payments in an optional renewal period if the Group is reasonably certain to exercise an extension option, and penalties for early termination of a lease unless the Group is reasonably certain not to terminate early.

The lease liability is measured at amortised cost using the effective interest method. It is remeasured when there is a change in future lease payments arising from a change in an index or rate, if there is a change in the Group's estimate of the amount expected to be payable under a residual value guarantee, if the Group changes its assessment of whether it will exercise a purchase, extension or termination option or if there is a revised in-substance fixed lease payment.

When the lease liability is remeasured in this way, a corresponding adjustment is made to the carrying amount of the right-of-use asset, or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

Short-term leases and leases of low-value assets

The Group has elected not to recognise right-of-use assets and lease liabilities for leases of low-value assets and short-term leases, including IT equipment. The Group recognises the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

2. MATERIAL ACCOUNTING POLICIES (cont'd)

2.11 Leases (cont'd)

(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.

When the Group is an intermediate lessor, it accounts for its interests in the head lease and the sub-lease separately. It assesses the lease classification of a sub-lease with reference to the right-of-use asset arising from the head lease, not with reference to the underlying asset. If a head lease is a short-term lease to which the Group applies the exemption described above, then it classifies the sub-lease as an operating lease.

If an arrangement contains lease and non-lease components, then the Group applies SFRS(I) 15 *Revenue from Contracts with Customers* to allocate the consideration in the contract.

The Group recognises lease payments received from investment property under operating leases as income on a straight-line basis over the lease term as part of 'revenue'. Rental income from sub-leased property is recognised as "other income".

2.12 Taxes

Current income tax

Current income tax assets and liabilities for the current and prior periods is the best estimate of the tax amount expected to be paid or received that reflects uncertainty related to income taxes, if any. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted at the end of the reporting period, in the countries where the Group operates and generates taxable income.

Current income taxes are recognised in profit or loss except to the extent that the tax relates to items recognised outside profit or loss, either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

2. MATERIAL ACCOUNTING POLICIES (cont'd)

2.12 Taxes (cont'd)

Deferred tax

Deferred tax is provided, using the liability method on temporary differences at the end of reporting period between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes.

Deferred tax liabilities are recognised for all temporary differences, except:

– Where the deferred tax liability arises from the initial recognition of goodwill or of an asset or liability in a transaction that is not a business combination and, at the time of the transaction affects neither the accounting profit nor taxable profit or loss; and

– In respect of taxable temporary differences associated with investments in subsidiaries, associates and joint ventures, where the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.

Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and unused tax losses, to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised except:

– Where the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss; and

– In respect of deductible temporary differences associated with investments in subsidiaries, associates and joint ventures, deferred tax assets are recognised only to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilised.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are reassessed at the end of each reporting period and are recognised to the extent that it has become probable that future taxable profit will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the end of each reporting period.

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss. Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity and deferred tax arising from a business combination is adjusted against goodwill on acquisition.

Deferred tax assets and deferred tax liabilities are offset, if a legally enforceable right exists to set off current income tax assets against current income tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

Tax benefits acquired as part of a business combination, but not satisfying the criteria for separate recognition at that date, would be recognised subsequently if new information about facts and circumstances changed. The adjustment would either be treated as a reduction to goodwill (as long as it does not exceed goodwill) if it is incurred during the measurement period or in profit or loss.

2. MATERIAL ACCOUNTING POLICIES (cont'd)

2.12 Taxes (cont'd)

Sales tax

Revenues and expenses are recognised net of the amount of sales tax except:

– Where the sales tax incurred on a purchase of assets or services is not recoverable from the taxation authority, in which case the sales tax is recognised as part of the cost of acquisition of the asset or as part of the expense item as applicable; and

– Receivables and payables that are stated with the amount of sales tax included.

The net amount of sales tax recoverable from, or payable to, the taxation authority is included as part of receivables or payables in the statement of financial position.

2.13 Revenue

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 performance obligations if it relates specifically to those POs.

The 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.

Rental income

Rental income arising from operating leases on investment properties is accounted for on a straight-line basis over the lease terms.

Dividend income

Dividend income from investments is recognised when the Group's right to receive payment is established.

Interest income

Interest income from investments and fixed deposits is recognised using the effective interest rate method.

2. MATERIAL ACCOUNTING POLICIES (cont'd)

2.14 Hedge accounting

Net investment hedges

The Group uses loans as a hedge of its exposure to foreign exchange risk on its investments in foreign subsidiaries.

When a derivative instrument or a non-derivative financial liability is designated as the hedging instrument in a hedge of a net investment in a foreign operation, the effective portion of, for a derivative, changes in the fair value of the hedging instrument or, for a non-derivative, foreign exchange gains and losses is recognised in OCI and presented in the translation reserve within equity. Any ineffective portion of the changes in the fair value of the derivative or foreign exchange gains and losses on the non-derivative is recognised immediately in profit or loss. The amount recognised in OCI is reclassified to profit or loss as a reclassification adjustment on disposal or partial disposal of the foreign operation, respectively.

Cash flow hedges

Cash flow hedge is a hedge of the exposure to variability in cash flows that is attributable to a particular risk associated with a recognised asset or liability (such as all or some future interest payments on variable rate debt) or a highly probable forecast transaction and could affect profit or loss.

For designated and qualifying cash flow hedges, the effective portion of the cumulative gain or loss on the hedging instrument is initially recognised directly in OCI within equity (fair value reserve). The ineffective portion of the gain or loss on the hedging instrument is recognised immediately in the income statement.

When the hedged cash flow affects the income statement, the effective portion of the gain or loss on the hedging instrument is recorded in the corresponding income or expense line of the income statement.

When a hedging instrument expires, is sold, terminated, exercised, or when a hedge no longer meets the criteria for hedge accounting, any cumulative gain or loss that has been recognised in OCI at that time remains in OCI and is recognised when the hedged forecast transaction is ultimately recognised in the income statement. When a forecast transaction is no longer expected to occur, the cumulative gain or loss that was reported in OCI is immediately transferred to the income statement.

When the hedged forecast transaction subsequently results in the recognition of a non-financial item, the amount accumulated in reserve and the cost of hedging reserve is included directly in the initial cost of the non-financial item when it is recognised.

2.15 Reserves

Foreign Currency Translation Reserve

The foreign currency translation reserve represents exchange differences arising from the translation of the financial statements of foreign operations whose functional currencies are different from that of the Group's presentation currency. The foreign currency translation reserve is also used to record the effect of hedging.

3. SIGNIFICANT ACCOUNTING ESTIMATES AND JUDGEMENTS

The preparation of the financial statements in conformity with SFRS(I) requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and in any future periods affected.

Information about assumptions and estimation uncertainties that have a significant risk of resulting in a material adjustment within the next financial year are discussed below.

Management is of the opinion that there are no critical judgements made in applying the entity's accounting policies that have a significant risk of resulting in a material adjustment within the next financial year

Impairment of non-financial assets

Significant estimates is involved in determining the recoverable amount of the CGU given the significant inherent risks associated with the projected revenue, cashflow, terminal growth rates and discount rates assumptions applied in the value in use calculation.

For net impairment and write-off recorded to profit and loss, refer to Note 8.

4. REVENUE

The Group recognises revenue from the following sources:

	GROUP	
	FY2025 $ million	**FY2024 $ million**
CONTINUING OPERATIONS		
Food Solutions	**1,351.4**	1,107.9
Gateway Services	**4,469.4**	4,041.2
Others	**0.3**	0.5
	5,821.1	5,149.6
DISCONTINUED OPERATION		
Gateway Services	**–**	43.9

Revenue is measured based on consideration specified in contracts with customers.

4. REVENUE (cont'd)

Food Solutions

Revenue from Food Solutions comprises revenue from inflight and institutional catering, food processing, distribution and airline laundry services. Revenue is recognised when goods and services are delivered to the customer and all criteria to acceptance have been satisfied. Payments are due from customers based on the agreed billing term stipulated in the contracts.

Gateway Services

Revenue from Gateway Services comprises revenue from airport, and cruise terminal services and trucking services. The airport terminal services include airfreight handling services, passenger services, aviation security services, baggage handling services and apron services to the Group's airline customers. On the provision of cruise terminal services, the segment manages and operates Marina Bay Cruise Centre in Singapore and Kai Tak Cruise Terminal in Hong Kong. Trucking services are provided in Europe and North America region.

Revenue is recognised when services are delivered to the customers and all criteria to acceptance have been satisfied. Payment are due from customers based on the agreed billing term stipulated in the contracts.

Others

Others include income from rental and other services. Revenue is recognised when services are rendered.

5. STAFF COSTS

	GROUP	
	FY2025 $ million	**FY2024 $ million**
Salaries, bonuses and other costs	**2,781.5**	2,585.6
Central Provident Fund and other defined contribution plans	**350.3**	343.1
Share-based compensation expense (Note 15)	**45.3**	11.1
Government grants	**(15.4)**	(0.5)
	3,161.7	2,939.3

6. OPERATING PROFIT

The following items have been included in arriving at operating profit:

	GROUP	
	FY2025 $ million	FY2024 $ million
Audit fee paid to		
– auditors of the Company and other firms associated with KPMG	**2.5**	2.7
– other auditors	**0.2**	0.4
Non-audit fee paid to		
– auditors of the Company and other firms associated with KPMG	**0.9**	1.4
– other auditors	*	*
Exchange loss, net	**13.3**	8.4
Inventories recognised as cost of raw materials and supplies	**247.7**	226.9
Inventories written down	**0.7**	0.2

* Amount is less than $0.1 million.

7. FINANCE EXPENSES AND FINANCE INCOME

	GROUP	
	FY2025 $ million	FY2024 $ million
Interest expenses – financial liabilities not measured at FVTPL	**(128.0)**	(153.1)
Interest expenses – lease liabilities	**(117.1)**	(104.7)
Unwinding of discount on provision for assets reinstatement	**(0.7)**	(0.3)
Finance expenses	**(245.8)**	(258.1)
Interest income – financial assets at amortised cost	**14.6**	21.4
Finance income	**14.6**	21.4

8. OTHER NON-OPERATING GAIN/(LOSS), NET

Included in other non-operating gain/(loss), net are the following items:

	GROUP	
	FY2025 $ million	FY2024 $ million
Gain on disposal of right-of-use assets and PPE, net	**4.2**	2.1
Impairment for associates/joint ventures/PPE, net	**(3.9)**	(1.5)

9. INCOME TAX EXPENSE

	GROUP	
	FY2025 $ million	FY2024 $ million
Current income tax		
Current year	**96.3**	52.4
Changes in estimates in respect of prior years	**(5.2)**	(2.9)
	91.1	49.5
Deferred income tax (Note 23)		
Origination and reversal of temporary differences	**(11.2)**	2.3
Change in unrecognised deductible temporary differences	**11.8**	(2.2)
	0.6	0.1
Withholding tax on share of results of associates/joint ventures	**5.2**	2.2
Other withholding tax expenses	**2.0**	4.0
Income tax expense recognised in profit or loss	**98.9**	55.8
Reconciliation of effective tax rate		
Profit before tax from continuing operations	**359.7**	116.3
Taxation at statutory tax rate of 17% (2024: 17%)	**61.1**	19.8
Adjustments		
Non-deductible expenses	**27.1**	40.1
Effect of different tax rates in other countries	**6.3**	(6.7)
Changes in estimates in respect of prior years	**(5.2)**	(2.9)
Change in unrecognised deductible temporary differences	**11.8**	(2.2)
Utilisation of previously unrecognised tax losses and capital allowances	**(7.4)**	(12.8)
Tax exempt income	**(44.6)**	(6.5)
Effect of share of results of associates/joint ventures	**(19.4)**	(18.7)
Withholding tax	**7.2**	6.2
Deferred tax assets not recognised	**44.8**	39.3
Others	**17.2**	0.2
Income tax expense recognised in profit or loss	**98.9**	55.8

Global minimum top-up tax

The Group is within the scope of the Global Anti-Base Erosion ("GloBE") rules introduced by the OECD under the new global minimum top-up tax framework ("Pillar Two"). Pillar Two legislation has been enacted in several jurisdictions in which the Group operates effective for the financial year beginning 1 April 2024. In Singapore where the Company is incorporated, Pillar Two legislation has been enacted and came into effect from 1 January 2025. The Group had applied a temporary relief from deferred tax accounting for the impact of the top-up tax and accounts for it as current tax when it is incurred.

9. INCOME TAX EXPENSE (cont'd)

Global minimum top-up tax (cont'd)

Under the Pillar Two legislation, the Group is liable to pay a top-up tax for the difference between the GloBE effective tax rate for each jurisdiction and the 15% minimum rate. The Group performed an assessment of its exposure to Pillar Two taxes based on FY2025 financial information for the constituent entities in the Group. The Group expects to qualify for the Transitional Country-by-Country Reporting Safe Harbour in most of the jurisdictions where the Group operates, except for Ireland. The estimated effective tax rate (calculated in accordance with SFRS(I) 1-12 *Income Taxes*) of the operating subsidiary in Ireland is 12.58% and the Pillar Two top-up tax impact is not material to the Group.

The relevant tax jurisdictions in which the Group operates in that have implemented Pillar Two are as follows:

Tax jurisdictions	Effective financial year
Australia, Belgium, Canada, Denmark, France, Germany, Ireland, Italy, Japan, Netherlands, Spain, Sweden, United Kingdom and South Africa	FY2025
Brazil, Hong Kong, Singapore, Malaysia, Thailand, United Arab Emirates and Indonesia	FY2026

The Group continues to monitor legislative developments and refine its calculations as more definitive guidance becomes available.

10. DISCONTINUED OPERATION

The Company's indirect wholly-owned subsidiary, Worldwide Flight Services, Inc., sold the entire issued equity interests in Maytag Aircraft LLC ("Maytag") to a third party, Albion MA Holdings LLC on 15 March 2024 at net proceeds of USD 45.6 million (approximately $60.7 million).

The profit and loss of Maytag for the year ended 31 March 2024 was presented as discontinued operation separately from continuing operations.

The gain/loss disposal of Maytag, results of discontinued operation, effect of disposal on the financial position of the Group and cash flow from discontinued operation is immaterial to the Group and therefore not disclosed in the note.

The profit from discontinued operation net of tax of $3.2 million for the year ended 31 March 2024 is attributable entirely to the owners of the Company.

11. EARNINGS PER SHARE

	GROUP	
	FY2025 $ million	FY2024 $ million
Profit from continuing operations	**243.8**	53.2
Profit from discontinued operation	**–**	3.2
Profit attributable to owners of the Company	**243.8**	56.4
	in million	**in million**
Weighted average number of ordinary shares (basic)	**1,489.8**	1,487.3
Adjustment for share-based compensation	**14.8**	4.1
Weighted average number of ordinary shares (diluted)	**1,504.6**	1,491.4
	Cents	**Cents**
Earnings per share		
Basic	**16.4**	3.8
Diluted	**16.2**	3.8
Earnings per share – continuing operations		
Basic	**16.4**	3.6
Diluted	**16.2**	3.6

12. DIVIDENDS

Dividend proposed but not recognised as liability as at 31 March 2024 and 2025 respectively:

	GROUP	
	31 March 2025 $ million	31 March 2024 $ million
Dividend on ordinary shares, subject to shareholder's approval at the Annual General Meeting – final dividend of 3.5 cents per ordinary share (one-tier tax exempt) (FY2024: 1.5 cents)	**52.0**	22.4

13. SHARE CAPITAL

	GROUP AND COMPANY 31 March			
	2025 Number of shares (in million)	2024 Number of shares (in million)	2025 $ million	2024 $ million
Ordinary shares				
At beginning of the year	**1,490.7**	1,487.5	**1,162.0**	1,153.5
Issuance of new shares pursuant to share-based compensation	**4.3**	3.2	**12.4**	8.5
At end of the year	**1,495.0**	1,490.7	**1,174.4**	1,162.0

The holders of ordinary shares (except treasury shares) are entitled to receive dividends as and when declared by the Company. All ordinary shares carry one vote per share without restriction. All issued shares are fully paid, with no par value.

14. TREASURY SHARES

	GROUP AND COMPANY 31 March			
	2025 Number of shares (in thousand)	2024 Number of shares (in thousand)	2025 $ million	2024 $ million
At beginning of the year	**99.9**	198.3	**0.4**	0.9
Shares acquired during the year	**9,145.0**	–	**33.1**	–
Shares transferred on payment of Directors' remuneration	**(75.5)**	(98.4)	**(0.3)**	(0.5)
At end of the year	**9,169.4**	99.9	**33.2**	0.4

Treasury shares relate to ordinary shares of the Company that are held by the Company.

15. SHARE-BASED COMPENSATION

Share-based compensation reserve represents the restricted and performance shares granted to employees. The reserve is made up of the cumulative value of services received from employees recorded on grant of restricted and performance shares, net of cumulative shares vested.

The Restricted Share Plan ("RSP") and Performance Share Plan ("PSP") are share-based incentive plans for management staff, which were approved by the shareholders of the Company on 19 July 2005 for an initial term of 10 years till 18 July 2015. A subsequent 10-year extension until 18 July 2025 was approved, followed by another 10-year extension until 18 July 2035.

The details of the two plans are described below:

Restricted Share Plan

For grants in FY2023 to FY2024

Plan description	Award of fully-paid ordinary shares of the Company, conditional on achievement of both corporate pre-determined performance targets set over one-year period and individual performance
Performance conditions	Company financial and operating achievements
Vesting condition	Equal vesting over a three-year period
Payout	0% – 120% depending on the achievement based on prior financial year

For grants in FY2025

Grant date	24 June 2024 20 September 2024	1 November 2024
Plan description	Award of fully-paid ordinary shares of the Company, conditional on achievement of both corporate predetermined performance targets set over one-year period and individual performance	Award of fully-paid ordinary shares of the Company to selected WFS executives who accepted the option to convert their long-term cash incentive awards into SATS shares.
Performance conditions	Company financial and operating achievements	Nil
Vesting condition	Equal vesting over a three-year period	Vesting over a three-year period in tranches of 40% in each of the first two years and 20% in the third year.
Payout	0% – 120% depending on the achievement based on prior financial year	100%

15. SHARE-BASED COMPENSATION (cont'd)

Performance Share Plan

For grant in FY2023

Plan description	Award of fully-paid ordinary shares of the Company, conditional on achievement of both pre-determined performance targets set at the start of a three-year overlapping performance period based on stretched long-term corporate objectives and individual performance.
Performance conditions	• Absolute Total Shareholder Return ("TSR") • Transformation Scorecard
Vesting condition	Vesting based on meeting specified performance conditions over a three-year performance period.
Payout	0% – 150% depending on the achievement of specified performance targets over the performance period.

For grant in FY2024

Plan description	Award of fully-paid ordinary shares of the Company, conditional on achievement of both pre-determined performance targets set at the start of a three-year overlapping performance period based on stretched long-term corporate objectives and individual performance.
Performance conditions	• Return on Invested Capital • Absolute Total Shareholder Return • Carbon Reduction
Vesting condition	Vesting based on meeting specified performance conditions over a three-year performance period.
Payout	0% – 150% depending on the achievement of specified performance targets over the performance period.

For grant in FY2025

One-off Transformation Long-Term Incentive ("LTI") Plan

Following the review of the overall remuneration framework, a one-off Transformation LTI plan with 5 years performance period was introduced in FY2025.

This is a one-off LTI award to align with SATS' future business priorities and transformational objectives.

15. SHARE-BASED COMPENSATION (cont'd)

Performance Share Plan (cont'd)

The key features of the One-off Transformation LTI Plan are outlined below:

Award Type	One-off Transformation LTI Plan
Linkage to performance	• SATS five-year Absolute TSR achieved against predetermined targets (50%) • SATS five-year cumulative 5-year profit after tax and minority interest ("PATMI") achieved against predetermined targets (40%) • Carbon Emission Reduction achieved against predetermined targets (10%) • Awards are also subjected to a performance underpin where Return on Invested Capital needs to exceed Weighted Average Cost of Capital for the vesting to occur
Vesting mechanism and schedule	The one-off LTI award features a 5-year performance period. To encourage key senior executives to achieve the 5-year targets earlier, this plan includes a milestone vesting feature. This allows 15% to vest after Year 3 if the 5-year Absolute TSR performance threshold is achieved, 5-year Cumulative PATMI and Carbon Emission Reduction are on track based on business plan trajectory, and another 15% would vest 12 months later, subject to Remuneration and Human Resources Committee's ("RHRC") approval. The remaining 70% would then be subject to final performance testing after Year 5 if the milestone vesting has been achieved.
Policy and governance	Similar to the PSP, the number of shares awarded is determined using the valuation of the shares based on a Monte Carlo simulation model. The performance conditions and targets are approved by the RHRC. The existing treatment for awards upon cessation of employment will continue to apply to this one-off share award.

5-year Absolute TSR (50%)		5-year Cumulative PATMI (40%)		Carbon Emission Reduction (10%)	
Performance	Vesting Level[1]	Performance	Vesting Level[1]	Performance	Vesting Level[1]
Superior	150%	Superior	150%	Superior	150%
Target	100%	Target	100%	Target	100%
Threshold	50%	Threshold	50%	Threshold	50%

[1] For achievement between these performance levels, the percentage of shares that will vest would vary accordingly.

15. SHARE-BASED COMPENSATION (cont'd)

Fair values of RSP and PSP

The fair value of services received in return for shares awarded is measured by reference to the fair value of shares granted each year under the SATS RSP and PSP. The estimate of the fair value of the services received is measured based on a Monte Carlo simulation model, which involves projection of future outcomes using statistical distributions of key random variables including share price and volatility of returns.

For the awards granted under the SATS RSP in November 2024, they were awarded to selected WFS executives who opted to convert their long-term cash incentive awards into SATS share awards, with the objective of aligning their long-term interests with those of our shareholders and the SATS group. The estimate of the fair value of the services received is measured based on a Dividend Discount Model, which involves projecting future dividend payments and discounting them to present value using an appropriate discount rate and assumed dividend growth rate.

The following table lists the inputs to the model used for the awards:

RSP	Nov 2024	Sep 2024	Jun 2024	Jul 2023	Jun 2022
Expected dividend yield (%)	Management's forecast in line with dividend policy				
Expected volatility (%)	N/A	28.4	29.0	28.2	31.0
Risk-free interest rate (%)	2.7 – 2.9	2.7 – 2.3	3.9 – 3.4	4.0 – 3.6	2.1 – 2.6
Expected term (years)	0.7 – 1.7	0.8 – 2.8	0.2 – 2.0	0.2 – 2.0	0.2 – 2.0
Share price at date of grant ($)	3.97	3.69	2.89	2.58	3.97

PSP	Sep 2024	Mar 2024	Jun 2022	Aug 2021
Expected dividend yield (%)	Management's forecast in line with dividend policy			
Expected volatility (%)	31.5	25.2	33.6	32.6
Risk-free interest rate (%)	2.3	3.3	2.8	0.5
Expected term (years)	4.8	2.3	3.0	2.9
Index (for Relative TSR)	–	–	STI	STI
Index volatility (%)	–	–	18.2	19.2
Correlation with index (%)	–	–	0.8	0.7
Share price at date of grant ($)	3.69	2.51	3.75	3.99

For non-market conditions, achievement factors are determined based on inputs from the RHRC for the purpose of accrual for the RSP until the achievement of the targets can be accurately ascertained.

15. SHARE-BASED COMPENSATION (cont'd)

Movement of RSP and PSP shares award during the year

RSP

	Number of restricted shares				
Date of grant	At 1 April 2024/ Date of grant	Vested	Forfeited	Adjustment#	At 31 March 2025
24 June 2022	715,133	(713,321)	(1,812)	–	**–**
3 July 2023	3,137,600	(1,565,800)	(76,700)	–	**1,495,100**
24 June 2024	5,826,700	(1,948,400)	(120,800)	–	**3,757,500**
6 August 2024	75,500	(75,500)	–	–	**–**
20 September 2024	8,343,900	–	(190,200)	–	**8,153,700**
1 November 2024	2,965,715	–	–		**2,965,715**
	21,064,548	(4,303,021)	(389,512)	–	**16,372,015**

PSP

	Number of performance shares				
Date of grant	At 1 April 2024/ Date of grant	Vested	Forfeited	Adjustment#	At 31 March 2025
2 August 2021	248,511	(110,300)	–	(138,211)	**–**
24 June 2022	228,737	–	–	–	**228,737**
22 March 2024	570,000	–	–	–	**570,000**
20 September 2024	6,217,545	–	(818,182)	–	**5,399,363**
	7,264,793	(110,300)	(818,182)	(138,211)	**6,198,100**

Adjustments due to the performance factor at the end of the performance period.

The estimated weighted average fair values at date of grant for each share granted during the year under the PSP is $2.04 (2024: $2.14) based on the Monte Carlo simulation model.

For performance share grants with non-market conditions, the Group revises its estimates of the number of share grants expected to vest and corresponding adjustments are made to the income statement and share-based compensation reserve.

Under the PSP, eligible key executives are required to hold a portion of the shares released to them under a share ownership guideline which requires them to maintain a beneficial ownership stake in the Company, thus further aligning their interests with shareholders.

The number of contingent shares granted but not released as at 31 March 2025 were 16,372,015 (2024: 3,852,733) and 6,198,100 (2024: 1,047,248) for RSP and PSP respectively. Based on the achievement factor, the actual release of the awards is 16,372,015 (2024: 3,852,733) and zero to a maximum of 9,297,150 (2024: 1,570,872) fully-paid ordinary shares of the Company, for RSP and PSP respectively.

15. SHARE-BASED COMPENSATION (cont'd)

Movement of RSP and PSP shares award during the year (cont'd)

The share-based compensation expense recognised in profit or loss based on the fair values determined on grant date and estimation of share grants that will ultimately vest are as follows:

	GROUP	
	FY2025 $ million	FY2024 $ million
Share-based compensation expense		
Restricted Share Plan	**42.0**	11.1
Performance Share Plan	**3.3**	*
	45.3	11.1

* Amount is less than $0.1 million.

16. PROPERTY, PLANT AND EQUIPMENT

GROUP	Freehold land and buildings $ million	Leasehold land and buildings $ million	Office fittings and fixtures $ million	Equipment $ million	Motor vehicles $ million	Work in progress $ million	Total $ million
Cost							
At 1 April 2023	48.2	1,132.1	214.0	767.6	61.2	68.4	2,291.5
Additions (Note 27)	0.9	7.6	31.3	59.0	1.3	90.2	190.3
Disposals	(0.2)	–	(1.4)	(14.2)	(3.3)	(0.3)	(19.4)
Translation	(22.9)	3.8	(1.2)	(5.0)	(0.8)	(4.5)	(30.6)
Reclassification	18.3	8.2	2.2	36.0	–	(64.7)	–
Transfer from intangible assets	–	–	–	–	–	0.6	0.6
Acquisition of subsidiaries [a]	105.9	–	–	392.8	25.0	19.9	543.6
Impairment/write-off	(0.3)	–	–	8.4	3.8	(15.2)	(3.3)
At 31 March 2024 and 1 April 2024	149.9	1,151.7	244.9	1,244.6	87.2	94.4	2,972.7
Additions (Note 27)	**1.5**	**5.5**	**11.8**	**84.0**	**5.1**	**111.9**	**219.8**
Disposals	**(0.2)**	**(0.2)**	**(15.4)**	**(75.3)**	**(2.3)**	**(1.1)**	**(94.5)**
Translation	**2.7**	**0.1**	**7.2**	**(6.4)**	**(2.4)**	**(9.2)**	**(8.0)**
Reclassification	**15.3**	**(0.8)**	**6.8**	**62.6**	**2.2**	**(86.1)**	**–**
Transfer from/(to) intangible assets	**0.2**	**–**	**–**	**4.7**	**0.6**	**(4.6)**	**0.9**
Transfer from Right-of-Use Assets	**–**	**–**	**0.2**	**–**	**–**	**–**	**0.2**
Acquisition of subsidiaries [b]	**0.3**	**–**	**–**	**2.5**	**1.3**	**–**	**4.1**
Impairment/write-off	**–**	**–**	**–**	**–**	**–**	**(0.8)**	**(0.8)**
At 31 March 2025	**169.7**	**1,156.3**	**255.5**	**1,316.7**	**91.7**	**104.5**	**3,094.4**

16. PROPERTY, PLANT AND EQUIPMENT (cont'd)

GROUP	Freehold land and buildings $ million	Leasehold land and buildings $ million	Office fittings and fixtures $ million	Equipment $ million	Motor vehicles $ million	Work in progress $ million	Total $ million
Accumulated depreciation and impairment losses							
At 1 April 2023	5.8	876.0	153.0	629.8	43.1	4.5	1,712.2
Acquisition of subsidiaries [a]	85.6	–	–	253.9	16.0	–	355.5
Depreciation	6.3	33.0	17.3	77.6	6.4	–	140.6
Disposals	–	–	(1.4)	(11.7)	(3.2)	–	(16.3)
Translation	(19.6)	4.0	(0.5)	2.4	(0.4)	–	(14.1)
Reclassification	–	0.3	(0.8)	0.5	–	–	–
Impairment/write-off	(0.3)	0.1	(0.6)	0.5	(1.3)	–	(1.6)
At 31 March 2024 and 1 April 2024	77.8	913.4	167.0	953.0	60.6	4.5	2,176.3
Acquisition of subsidiaries [b]	**–**	**–**	**–**	**1.2**	**0.7**	**–**	**1.9**
Depreciation	**6.7**	**34.3**	**16.9**	**80.1**	**7.0**	**–**	**145.0**
Disposals	**(0.2)**	**(0.2)**	**(13.0)**	**(70.9)**	**(2.1)**	**–**	**(86.4)**
Translation	**(0.2)**	**0.5**	**5.9**	**(5.1)**	**(1.5)**	**–**	**(0.4)**
Reclassification	**–**	**0.1**	**–**	**(0.1)**	**–**	**–**	**–**
Transfer from Right-of-Use Assets	**–**	**–**	**0.1**	**–**	**–**	**–**	**0.1**
Impairment/write-off	**–**	**(0.1)**	**(0.1)**	**(2.2)**	**–**	**–**	**(2.4)**
At 31 March 2025	**84.1**	**948.0**	**176.8**	**956.0**	**64.7**	**4.5**	**2,234.1**
Carrying amounts							
At 1 April 2023	42.4	256.0	61.0	137.8	18.1	63.9	579.2
At 31 March 2024	72.0	238.1	78.1	291.6	26.6	90.0	796.4
At 31 March 2025	**85.6**	**208.3**	**78.7**	**360.7**	**27.0**	**100.0**	**860.3**
Net carrying value of PPE through acquisition of subsidiaries							
a. FY2024	20.3	–	–	138.9	9.0	19.9	188.1
b. FY2025	0.3	–	–	1.3	0.6	–	2.2

16. PROPERTY, PLANT AND EQUIPMENT (cont'd)

COMPANY	Equipment and motor vehicles $ million	Work in progress $ million	Total $ million
Cost			
At 1 April 2023	24.1	3.0	27.1
Reclassification/transfer from/(to) investment properties (Note 18)	1.5	(1.8)	(0.3)
Reclassification/transfer from intangible asset (Note 19)	–	0.4	0.4
Additions	1.0	4.3	5.3
Disposals	(1.8)	–	(1.8)
Impairment	–	(2.1)	(2.1)
At 31 March 2024 and 1 April 2024	24.8	3.8	28.6
Transfer from/(to) investment properties (Note 18)	**0.1**	**(3.2)**	**(3.1)**
Reclassification/transfer from intangible asset (Note 19)	**–**	**0.1**	**0.1**
Additions	**0.1**	**2.2**	**2.3**
Disposals	**(0.3)**	**–**	**(0.3)**
Impairment	**–**	**(0.9)**	**(0.9)**
At 31 March 2025	**24.7**	**2.0**	**26.7**
Accumulated depreciation			
At 1 April 2023	14.1	–	14.1
Depreciation	3.8	–	3.8
Disposals	(1.8)	–	(1.8)
At 31 March 2024 and 1 April 2024	16.1	–	16.1
Depreciation	**3.2**	**–**	**3.2**
Disposals	**(0.3)**	**–**	**(0.3)**
At 31 March 2025	**19.0**	**–**	**19.0**
Carrying amounts			
At 1 April 2023	10.0	3.0	13.0
At 31 March 2024	8.7	3.8	12.5
At 31 March 2025	**5.7**	**2.0**	**7.7**

The Group's property, plant and equipment with a carrying amount of $19.3 million (2024: $19.5 million) are pledged to secure the Group's term loans (Note 29). The impairment loss on property, plant and equipment are included in "other non-operating gain/(loss), net".

17. RIGHT-OF-USE ASSETS

GROUP	Leasehold land and buildings $ million	Others $ million	Total $ million
Cost			
At 1 April 2023	491.6	5.0	496.6
Acquisition of subsidiaries	734.7	152.7	887.4
Additions	403.0	117.5	520.5
Disposals	(82.9)	(27.6)	(110.5)
Translation	13.1	2.4	15.5
At 31 March 2024 and 1 April 2024	1,559.5	250.0	1,809.5
Additions	**643.9**	**130.1**	**774.0**
Disposals	**(123.7)**	**(56.3)**	**(180.0)**
Transfer to property, plant and equipment	**(0.2)**	**–**	**(0.2)**
Translation	**(20.7)**	**(0.1)**	**(20.8)**
At 31 March 2025	**2,058.8**	**323.7**	**2,382.5**
Accumulated depreciation			
At 1 April 2023	171.6	4.0	175.6
Acquisition of subsidiaries	0.5	–	0.5
Depreciation	253.6	74.3	327.9
Disposals	(10.7)	(13.3)	(24.0)
Translation	1.6	1.3	2.9
At 31 March 2024 and 1 April 2024	416.6	66.3	482.9
Depreciation	**265.6**	**83.2**	**348.8**
Disposals	**(39.3)**	**(25.3)**	**(64.6)**
Transfer to property, plant and equipment	**(0.1)**	**–**	**(0.1)**
Translation	**(13.8)**	**1.2**	**(12.6)**
At 31 March 2025	**629.0**	**125.4**	**754.4**
Carrying amounts			
At 31 March 2023	320.0	1.0	321.0
At 31 March 2024	1,142.9	183.7	1,326.6
At 31 March 2025	**1,429.8**	**198.3**	**1,628.1**

17. RIGHT-OF-USE ASSETS (cont'd)

COMPANY	Leasehold land and buildings $ million
Cost	
At 1 April 2023	96.2
Additions	2.8
At 31 March 2024 and 1 April 2024	99.0
Additions	**3.0**
Disposals	**(10.7)**
At 31 March 2025	**91.3**
Accumulated depreciation	
At 1 April 2023	16.6
Depreciation	5.1
At 31 March 2024 and 1 April 2024	21.7
Depreciation	**4.8**
Disposals	**(0.9)**
At 31 March 2025	**25.6**
Carrying amounts	
At 31 March 2023	79.6
At 31 March 2024	77.3
At 31 March 2025	**65.7**

18. INVESTMENT PROPERTIES

	GROUP $ million	COMPANY $ million
Cost		
At 1 April 2023	7.2	802.6
Additions	–	16.1
Disposals	–	(0.2)
Transfer from property, plant and equipment (Note 16)	–	0.3
At 31 March 2024 and 1 April 2024	7.2	818.8
Additions	**–**	**3.3**
Disposals	**–**	**(7.9)**
Transfer from property, plant and equipment (Note 16)	**–**	**3.1**
At 31 March 2025	**7.2**	**817.3**
Accumulated depreciation		
At 1 April 2023	7.2	671.0
Depreciation	–	24.0
Disposals	–	(0.2)
At 31 March 2024 and 1 April 2024	7.2	694.8
Depreciation	**–**	**22.9**
Disposals	**–**	**(5.8)**
At 31 March 2025	**7.2**	**711.9**
Carrying amounts		
At 1 April 2023	–	131.6
At 31 March 2024	–	124.0
At 31 March 2025	**–**	**105.4**

The Group's and the Company's investment properties consist of office-cum-warehouses and inflight catering facilities in Singapore. The Company's investment properties are rented out to subsidiaries of the Group for their operational needs.

Investment properties are stated at cost, net of depreciation and any accumulated impairment losses. Depreciation is provided on the straight-line basis so as to write off the cost of the investment properties over their estimated useful lives, according to the lease period.

The Group has no restrictions on the realisability of its investment properties and no contractual obligations to purchase, construct or develop investment property or for repairs, maintenance or enhancement.

The property rental income earned by the Group and Company for the year ended 31 March 2025 from its investment properties which are leased out under operating leases, amounted to $0.4 million and $49.5 million (2024: $0.1 million and $49.3 million) respectively.

Direct operating expenses (including repairs and maintenance) incurred on rental-earning investment properties amounted to $0.2 million and $37.6 million (2024: $0.2 million and $37.6 million) for the Group and Company respectively.

18. INVESTMENT PROPERTIES (cont'd)

Measurement of fair value

As at 31 March 2025, the fair value of the Group's and the Company's investment properties amounted to $11.0 million and $369.2 million respectively (2024: $11.0 million and $369.0 million).

The valuations for the disclosed fair values of the investment properties were performed by an independent valuer with a recognised and relevant professional qualification and with recent experience in the location and category of the properties being valued. The fair value of the investment properties disclosed are based on the most recent valuations as at 31 March 2025.

The valuation of investment properties are categorised within level 3 of the fair value hierarchy. The valuation is based on the "Income capitalisation method" that makes reference to capitalisation rates. The capitalisation rates used range from 6.0% to 12.0% (2024: 6.5% to 10.5%). A significant increase (decrease) in capitalisation rates would result in a significantly lower (higher) fair value measurement.

The following key assumptions were made in deriving the Fair Values of the properties:

- Rental income: Estimated based on prevailing market rental rates of comparable industrial and logistics properties.
- Vacancy allowance: Applied as a percentage of the estimated gross market rent, reflecting expected downtime and tenant turnover based on prevailing market conditions.
- Capitalisation rate: Selected to reflect property-specific factors such as location, asset quality, lease tenure, income risk, and prevailing investor return expectations as at the valuation date.

19. INTANGIBLE ASSETS

GROUP	Software development $ million	Licence $ million	Customer relationships $ million	Trademark $ million	Goodwill $ million	Work in progress $ million	Total $ million
Cost							
At 1 April 2023	125.1	104.8	172.6	–	300.3	30.1	732.9
Acquisition of subsidiaries	35.3	29.4	734.1	212.6	2,069.2	–	3,080.6
Disposal of subsidiary	–	–	(15.2)	–	–	–	(15.2)
Reclassification	24.1	–	–	–	–	(24.1)	–
Transfer from property, plant and equipment	–	–	–	–	–	(0.6)	(0.6)
Additions (Note 27)	5.0	–	–	–	–	4.7	9.7
Disposal	(11.3)	–	–	–	–	–	(11.3)
Translation	(0.2)	(5.2)	9.3	1.3	5.3	0.6	11.1
At 31 March 2024 and 1 April 2024	178.0	129.0	900.8	213.9	2,374.8	10.7	3,807.2
Acquisition of subsidiaries	**0.1**	**–**	**4.1**	**–**	**7.9**	**–**	**12.1**
Reclassification	**6.7**	**0.2**	**–**	**(0.1)**	**–**	**(6.8)**	**–**
Transfer from property, plant and equipment	**2.6**	**–**	**–**	**(4.4)**	**–**	**0.9**	**(0.9)**
Write-off	**(0.9)**	**–**	**–**	**–**	**–**	**–**	**(0.9)**
Additions (Note 27)	**7.7**	**–**	**0.2**	**–**	**–**	**5.2**	**13.1**
Disposal	**(17.9)**	**–**	**–**	**(0.2)**	**–**	**–**	**(18.1)**
Translation	**(12.2)**	**2.5**	**(0.6)**	**(1.8)**	**11.5**	**–**	**(0.6)**
At 31 March 2025	**164.1**	**131.7**	**904.5**	**207.4**	**2,394.2**	**10.0**	**3,811.9**

19. INTANGIBLE ASSETS (cont'd)

GROUP	Software development $ million	Licence $ million	Customer relationships $ million	Trademark $ million	Goodwill $ million	Work in progress $ million	Total $ million
Accumulated amortisation							
At 1 April 2023	89.9	30.7	85.2	–	–	–	205.8
Acquisition of subsidiaries	33.1	–	–	–	–	–	33.1
Disposal of subsidiary	–	–	(4.1)	–	–	–	(4.1)
Amortisation	17.0	6.4	48.6	–	–	–	72.0
Disposal	(11.3)	–	–	–	–	–	(11.3)
Translation	(0.2)	(0.1)	0.8	–	–	–	0.5
At 31 March 2024 and 1 April 2024	128.5	37.0	130.5	–	–	–	296.0
Acquisition of subsidiaries	**–**	**–**	**0.4**	**–**	**–**	**–**	**0.4**
Amortisation	**15.5**	**5.3**	**41.9**	**4.0**	**–**	**–**	**66.7**
Reclassification	**–**	**–**	**0.3**	**(0.3)**	**–**	**–**	**–**
Write-off	**(0.9)**	**–**	**–**	**–**	**–**	**–**	**(0.9)**
Disposal	**(17.6)**	**–**	**–**	**–**	**–**	**–**	**(17.6)**
Translation	**(0.1)**	**–**	**0.1**	**(0.1)**	**–**	**–**	**(0.1)**
At 31 March 2025	**125.4**	**42.3**	**173.2**	**3.6**	**–**	**–**	**344.5**
Carrying amounts							
At 1 April 2023	35.2	74.1	87.4	–	300.3	30.1	527.1
At 31 March 2024	49.5	92.0	770.3	213.9	2,374.8	10.7	3,511.2
At 31 March 2025	**38.7**	**89.4**	**731.3**	**203.8**	**2,394.2**	**10.0**	**3,467.4**

Customer relationships and licence

Customer relationships relate to the economic benefits that are expected to derive from business dealings with the existing customers. These are acquired as part of the acquisition of the subsidiaries. The relationships include catering, cargo handling, ground handling services and supply contracts with customers as well as other non-contractual customer relationships which past transactions provide evidence that the Group is able to benefit from the future economic inflows from such relationships.

Licence refers to the abattoir licence and operating rights to perform business activities in the airport.

Trademark

As at 31 March 2025, indefinite life trademarks amount to $203.8 million (2024: $213.9 million). The indefinite life trademark arose from the acquisition of the WFS group in FY2024 and relates to the use of the "WFS" trademark. The WFS trademark is used as an umbrella trademark for all the WFS group's activities and geographies, except for non-core businesses (e.g. trucking services in the US).

The Group has assessed the WFS trademark as having indefinite useful lives as the Group has exclusive access to the use of these trademark. The WFS trademark is a material asset of the WFS group as it is associated with the Group's global leading position in the cargo industry, its global footprint, and the quality of the services provided. The trademark is expected to be used indefinitely by the Group as they relate to continuing businesses that have a proven track record with stable cash flows.

19. INTANGIBLE ASSETS (cont'd)

Impairment testing for CGUs containing indefinite life trademark and goodwill

The Group's indefinite life trademark and goodwill arising from business combinations have been allocated to the cash-generating units ("CGU") for impairment testing.

The carrying amounts of goodwill allocated to each CGU are as follows:

	31 Mar 2025 $ million	31 Mar 2024 $ million
SATS Food Services ("SFS")	**111.8**	111.8
Ground Team Red Holdings Sdn. Bhd. ("GTRH")	**94.7**	89.4
WFS EMEAA	**846.5**	845.6
WFS America	**1,239.8**	1,235.2
Multiple units without significant goodwill	**101.4**	92.8
	2,394.2	2,374.8

Impairment testing for CGU containing goodwill and indefinite life trademark is carried out annually. There was no impairment loss recorded in the current and last financial year. The WFS trademark was also included in the CGU used in the goodwill impairment testing.

Key assumptions used in the value in use calculations

The calculations of value in use for the CGUs are most sensitive to the following assumptions:

Forecast revenue and gross margins – Revenue and gross margins are based on average values achieved in the recent years preceding to the start of the forecast period. These are increased over the forecast period for anticipated retention of customers, expansion in business, synergies and efficiency improvements. The forecast revenue is dependent on the demand from key customers.

Terminal growth rates – The forecasted terminal growth rates are based on the relevant industry outlook and do not exceed the long-term average growth rate for the industries relevant to the CGUs.

Discount rates – Discount rates represent the current market assessment of the risks specific to each CGU. This is the benchmark used by the Group to assess operating performance and to evaluate future investment proposals. In determining appropriate discount rates for each CGU, consideration has been given to the yield on a ten-year government bond at the beginning of the forecast year.

Market share assumptions – In addition to using industry data to estimate the growth rates (as noted above), the management assesses how the CGU's position, relative to its competitors, might change over the forecast period. The management expects the market share of the CGUs to be stable over the forecast period.

The recoverable amounts of the CGUs have been determined based on value in use calculations using cash flow projections from financial forecasts approved by management covering a five-year period. The recoverable amount of the CGU is highly sensitive to the financial projection.

19. INTANGIBLE ASSETS (cont'd)

Key assumptions used in the value in use calculations (cont'd)

The discount rate applied to the cash flow projections and the forecasted terminal growth rates and revenue growth used to extrapolate cash flow projections beyond the terminal year are as follows:

	Pre-tax discount rates		Terminal value growth rates		Average revenue growth in 5-year projection	
	2025 %	2024 %	2025 %	2024 %	2025 %	2024 %
At 31 March						
SFS	**8.4**	7.8	**2.0**	2.0	**7.3**	8.8
GTRH	**11.4**	12.9	**2.0**	2.1	**7.8**	13.0
WFS EMEAA	**10.5**	10.3	**2.3**	2.0	**7.4**	5.3
WFS America	**11.6**	11.8	**2.2**	2.2	**5.8**	6.7

Management has identified that a reasonably possible change in the key assumptions could cause the carrying amount to exceed the recoverable amount. The breakeven analysis table shows the percentage by which these assumptions would need to change individually for the estimated recoverable amount to be equal to the carrying amount.

	Breakeven analysis		
CGU	Pre-tax discount rates %	Terminal value growth rates %	Average revenue growth in 5-year projection %
31 March 2025			
SFS	**12.1**	**(20.3)**	**(2.6)**
GTRH	**1.6**	**(1.8)**	**(1.2)**
WFS EMEAA	**4.3**	**(4.6)**	**(2.4)**
WFS America	**0.6**	**(0.5)**	**(0.3)**

19. INTANGIBLE ASSETS (cont'd)

COMPANY	Software $ million	Work in progress $ million	Total $ million
Cost			
At 1 April 2023	45.5	4.6	50.1
Additions	0.2	1.7	1.9
Disposals	(4.8)	(0.4)	(5.2)
Reclassification	2.7	(2.7)	–
Transfer from property, plant and equipment (Note 16)	–	(0.4)	(0.4)
At 31 March 2024 and 1 April 2024	43.6	2.8	46.4
Additions	**1.9**	**1.3**	**3.2**
Disposals	**(0.9)**	**–**	**(0.9)**
Reclassification	**1.6**	**(1.6)**	**–**
Transfer to property, plant and equipment (Note 16)	**–**	**(0.1)**	**(0.1)**
At 31 March 2025	**46.2**	**2.4**	**48.6**
Accumulated amortisation			
At 1 April 2023	21.9	–	21.9
Amortisation	5.3	–	5.3
Disposals	(4.8)	–	(4.8)
At 31 March 2024 and 1 April 2024	22.4	–	22.4
Amortisation	**5.2**	**–**	**5.2**
Disposals	**(0.9)**	**–**	**(0.9)**
At 31 March 2025	**26.7**	**–**	**26.7**
Carrying amounts			
At 1 April 2023	23.6	4.6	28.2
At 31 March 2024	21.2	2.8	24.0
At 31 March 2025	**19.5**	**2.4**	**21.9**

20. INVESTMENT IN SUBSIDIARIES

	COMPANY	
	31 Mar 2025 $ million	31 Mar 2024 $ million
Unquoted shares, at cost	**2,247.1**	2,247.1
Impairment loss	**(27.3)**	(27.3)
	2,219.8	2,219.8

20. INVESTMENT IN SUBSIDIARIES (cont'd)

Details of key subsidiaries are as follows:

Name of key subsidiaries	Principal activities and country of incorporation	Equity held by the Group 31 Mar 2025 %	Equity held by the Group 31 Mar 2024 %
SATS Airport Services Pte Ltd[a,c]	Airport ground handling services (Singapore)	**100**	100
SATS Catering Pte Ltd[a,c]	Inflight catering services (Singapore)	**100**	100
SATS Investments (III) Pte. Ltd.[a]	Investment holding (Singapore)	**100**	100
SATS Treasury Pte. Ltd.[a]	Treasury services (Singapore)	**100**	100
Ground Team Red Holdings Sdn. Bhd.[b]	Investment holding (Malaysia)	**50**	50
Neptune Holdings 4 B.V.	Investment holding (Netherlands)	**100**	100
SATS International SAS[b]	Investment holding (France)	**100**	100
Worldwide Flight Services, Inc[b]	Air cargo handling services (United States)	**100**	100

a. Audited by KPMG LLP, Singapore.
b. Audited by member firms of KPMG International in the respective countries for local statutory and/or group reporting purposes.
c. Significant subsidiaries in FY2025 in accordance with Rule 718 of the Singapore Exchange Securities Trading Limited – Listing Rules.

A. Acquisition of 100% of the shares in WFS Global Holdings SAS ("WFS")

On 28 September 2022, the Company signed a sale and purchase agreement ("SPA") to acquire 100% of the shares of Neptune Holdings 1 B.V. (formerly known as Promontoria Holding 243 B.V.), which owns 100% of the shares of global air cargo logistics provider, WFS.

The acquisition was completed on 3 April 2023 with SATS obtaining control over WFS group. The acquisition is part of the Company's strategy to expand its cargo handling network and accelerate innovation to drive sustainable business growth.

Consideration transferred

The total purchase consideration for the acquisition of $1,783.2 million was paid in cash, including an additional consideration of $9.2 million that was transferred directly from SATS to the seller in April 2023.

20. INVESTMENT IN SUBSIDIARIES (cont'd)

A. Acquisition of 100% of the shares in WFS Global Holdings SAS ("WFS") (cont'd)

Identifiable assets acquired and liabilities assumed

The goodwill, fair value of identifiable assets acquired and liabilities assumed at the acquisition date assessed by an independent valuation specialist were summarised below:

	Final amount at 3 April 2023 $ million
Property, plant and equipment	188.1
Right-of-use assets	886.9
Intangible assets	978.3
Investment in joint ventures	270.2
Other non-current assets	36.3
Trade and other receivables	474.3
Cash and bank balances	148.0
Other current assets	62.7
	3,044.8
Notes and borrowings	(1,553.0)
Other long-term liabilities	(959.1)
Trade and other payables	(578.3)
Other current liabilities	(238.6)
	(3,329.0)
Non-controlling interest	(14.2)
Net identifiable liabilities at fair value	(298.4)
Consideration transferred	1,783.2
Less: Net identifiable liabilities at fair value	298.4
	2,081.6
Less: Effect of hedge accounting in 2022-23 for projected acquisition	(12.4)
Goodwill arising from acquisition	2,069.2

Trade receivables comprised gross contractual amount of $287.9 million, of which $18.4 million was expected to be uncollectable at the date of acquisition. The carrying value of the trade receivables approximates its fair value.

20. INVESTMENT IN SUBSIDIARIES (cont'd)

A. Acquisition of 100% of the shares in WFS Global Holdings SAS ("WFS") (cont'd)

Measurement of fair value

The valuation techniques used for measuring fair value of material assets acquired were as follows:

Assets acquired	Valuation technique
Customer relationships	Multi-period excess earnings method This method considers the present value of net cash flows expected to be generated by the customer relationships, excluding any cash flows related to contributory assets.
Trademark	Relief-from-royalty method This method considers the discounted estimated royalty payments that are expected to be avoided as result of the trademark being owned.
Property, plant and equipment	Depreciated replacement cost approach This approach reflects the adjustments for physical deterioration as well as functional and economic obsolescence.
Right-of-use assets	Adjusted present value of remaining lease payments Right-of-use assets were measured as the present value of remaining lease payments, adjusted for favourable or unfavourable terms. The identification and measurement of such favourable or unfavourable terms was based on the Market comparison technique. Market comparison technique This approach considers market prices for similar items when they are available.
Investment in joint ventures	Discounted cash flow method This method considers the discounted forecast free cash flows to the valuation date using an appropriate rate of return.

Contingent liabilities

The liabilities assumed at date of acquisition include contingent liabilities arising from a potential loss-making contract and legal claims.

Goodwill

The goodwill amounting to $2,069.2 million arose from the acquisition of 100% equity interest in WFS. This was attributable to initiatives that include cross-selling, network expansion and deeper eCommerce cargo partnerships across the SATS Group. The Group continues to retain the tax benefit associated with the historical acquisition by WFS previously amounting to $185.9 million.

20. INVESTMENT IN SUBSIDIARIES (cont'd)

B. Disposal of Maytag Aircraft LLC

Please refer to Note 10 Discontinued Operation for details.

C. Acquisition of Terminal & Transporttjänst i Sigtuna AB and APH Logistics AB

WFS Sweden AB, a wholly owned subsidiary of SATS Ltd completed the acquisition of the entire issued and paid-up share capital of Terminal & Transporttjänst i Sigtuna AB and APH Logistics AB on 31 May 2024 with the Group obtaining control over the entities. The total purchase consideration for the acquisition was SEK 105.0 million ($14.2 million).

Management completed the assessment of goodwill as well as fair value of identifiable assets acquired and liabilities assumed at the acquisition date and they are not material to the Group.

D. Partial disposal of SATS-MIT Food Solutions Pte. Ltd.

On 22 November 2024, the Group divested 15% shares in SATS-MIT Food Solutions Pte. Ltd. ("SATS-MIT") to Mitsui & Co., Ltd. ("Mitsui"). SATS-MIT is an investment holding company which holds 100% shares in SATS Food Solutions India Private Limited and SATS (Tianjin) Food Co., Ltd. Upon completion of the partial divestment, SATS-MIT remains as a subsidiary of the Group.

Following completion of the partial divestment, Mitsui also subscribed to term loans related to SATS (Thailand) Co., Ltd. and other bonds with the Group. The total consideration for the partial divestment, term loans and bonds amounting to $15.5 million had been paid in cash.

E. Buyback of 10% stake in Orbital Serviços Auxiliares de Transporte Aéreo Ltda

On 30 January 2025, the Group acquired a total of 4,899,093 quotas capital issued by Orbital Serviços Auxiliares de Transporte Aéreo Ltda. ("Orbital"), a subsidiary of the Group, from its minority shareholder for a consideration of BRL 33.0 million (approximately $7.6 million). BRL 25.8 million ($5.9 million) out of the total consideration was paid in cash and BRL 5.7 million ($1.3 million) as dividend related to FY2023 and FY2024. The remaining BRL 1.5 million ($0.4 million) is retained for a 3-year period from 27 January 2025 to cover any outstanding indemnifiable losses that may be incurred by Orbital after the date of minority interest acquisition.

This increased the Group's ownership in Orbital from 80% to 90% and its voting rights from 90% to 100%. The acquisition of NCI in Orbital does not have a material impact to the Group.

F. Buyback of 15% stake in SATS Food Solutions (Thailand) Co., Ltd.

On 31 January 2025, the Group acquired 15% of shares in SATS Food Solutions (Thailand) Co., Ltd. ("SFST"), a subsidiary of the Group, from its minority shareholder at consideration of THB 85.5 million (approximately $3.4 million).

This increased the Group's ownership in SFST to 100%. The acquisition of NCI in SFST does not have a material impact to the Group.

G. Acquisition of Menzies World Cargo (Amsterdam) B.V.

On 31 January 2025, the Group acquired the entire issued and paid-up share capital of Menzies World Cargo (Amsterdam) B.V. from Menzies Aviation (Cargo) B.V. at consideration of EUR 1 (approximately $1.40).

Menzies World Cargo (Amsterdam) B.V. became an indirect wholly-owned subsidiary of SATS through its subsidiary, Worldwide Flight Services Holland B.V.

Management is currently assessing the goodwill, fair value of identifiable assets acquired and liabilities assumed at the acquisition date, which are not expected to be material to the Group.

20. INVESTMENT IN SUBSIDIARIES (cont'd)

Interest in subsidiaries with material non-controlling interest ("NCI")

The Group has the following subsidiary that has NCI that are material to the Group:

Name of subsidiary (Place of business)	Proportion of ownership interest held by NCI %	Profit/(loss) allocated to NCI during the reporting period $ million	Accumulated NCI at the end of reporting period $ million	Dividends paid to NCI $ million
Asia Airfreight Terminal Co. Ltd (Hong Kong)				
31 March 2025	**34.6**	**1.9**	**(60.3)**	**(8.0)**
31 March 2024	34.6	(1.1)	(62.2)	(11.8)

Summarised financial information about subsidiary with material NCI

Summarised financial information including goodwill on acquisition and consolidation adjustments but before intercompany eliminations of subsidiary with material NCI is as follows:

Summarised statement of comprehensive income:

Asia Airfreight Terminal Co. Ltd	FY2025 $ million	FY2024 $ million
Revenue	**157.0**	140.0
Profit/(loss) before tax	**5.6**	(5.6)
Income tax (expense)/credit	**(0.1)**	2.5
Profit/(loss) after tax	**5.5**	(3.1)
Other comprehensive loss	**(0.8)**	(1.0)
Total comprehensive income/(loss)	**4.7**	(4.1)

Summarised statement of financial position as at 31 March:

Asia Airfreight Terminal Co. Ltd	31 March 2025 $ million	31 March 2024 $ million
Current assets	**92.7**	87.1
Current liabilities	**(88.2)**	(80.8)
Non-current assets	**229.6**	273.4
Non-current liabilities	**(72.1)**	(100.2)
Net assets	**162.0**	179.5

Other summarised information:

Asia Airfreight Terminal Co. Ltd	FY2025 $ million	FY2024 $ million
Net cash inflow from operations	**61.3**	52.3
Acquisition of significant property, plant and equipment, and intangible assets	**(5.4)**	(5.0)

21. INVESTMENT IN ASSOCIATES

	GROUP		COMPANY	
	31 Mar 2025 $ million	31 Mar 2024 $ million	31 Mar 2025 $ million	31 Mar 2024 $ million
Investment in associates	**458.3**	455.9	**282.8**	282.8
Impairment loss	**(10.1)**	(10.1)	**(56.7)**	(56.7)
	448.2	445.8	**226.1**	226.1

A. Partial disposal of associate, PT Cahaya Aero Services

On 16 April 2024, Cemerlang Pte Ltd ("Cemerlang"), a wholly-owned subsidiary of the Company sold 9.85% of the issued share capital of PT Cahaya Aero Services Tbk (formerly known as PT Cardig Aero Services Tbk) ("PT CAS") to PT Roket Cipta Sentosa (the "Purchaser") for consideration of IDR168.6 billion ($14.5 million).

At the same time, Cemerlang and the Purchaser entered into a Put and Call Share Option Agreement, in which, Cemerlang grants to the Purchaser within the agreed option period an irrevocable and unconditional right to purchase 208,695,000 ordinary shares ("Option Shares") representing 10% of the issued share capital of PT CAS for IDR 253.4 billion (approximately $21.8 million), while Cemerlang has the right to request the Purchaser to purchase the Option Shares for IDR171.1 billion ($14.7 million).

Pursuant to the transaction, the purchaser was required to pay $29.4 million to SATS Airport Services Pte Ltd, a wholly-owned subsidiary of SATS, in connection with the settlement of outstanding secured loan due from DRS Capital Pte Ltd amounting to USD 15.0 million ($20.4 million), and loan restructuring fee of $9.0 million.

On 26 March 2025, the purchaser exercised the call option by way of notice to Cemerlang.

The 10% stake in PT CAS measured at fair value was presented as assets held for sale as at 31 March 2025. Management assessed the fair value of 10% shareholding in PT CAS to be $43.0 million. A forward liability that is measured at the difference between fair value and the strike price of disposal was recognised on the balance sheet, representing the irrevocable obligation of Cemerlang to sell the 10% stake in PT CAS.

The gain or loss on partial disposal and transactions above, including the fair value measurement and forward liability as at 31 March 2025, recognised in FY2025 was not material to the Group.

The partial disposal of 10% shareholding in PT CAS was subsequently completed in April 2025, with no additional gain or loss of disposal recorded in April 2025.

B. Disposal of associate, Krisshop Pte. Ltd.

On 5 March 2025, the Company disposed of its entire shareholding in its associate, KrisShop Pte. Ltd. ("KSPL") for a consideration of $1, after taking into account various factors such as the net asset value and financial performance of KSPL. There is no gain or loss recorded in FY2025 arising from the disposal of KSPL, and the Company was able to recover $2.25 million being the shareholders loan owing from KSPL.

21. INVESTMENT IN ASSOCIATES (cont'd)

Amortisation of intangible assets

Customer-related intangible assets that arose from the acquisition of associates are recorded as part of the investment in associates. The useful lives of these intangible assets with definite useful lives were determined to be 2.5 to 18 years and these assets are amortised on a straight-line basis over their respective useful lives. The amortisation expense is included in the "Share of results of associates/joint ventures, net of tax" in the consolidated income statement.

The Group has not recognised losses where its share of losses exceeds the Group's interest in the associates. The Group's cumulative share of unrecognised losses at the end of the reporting period was $129.1 million (2024: $113.5 million), of which $15.6 million (2024: $17.0 million) was the share of the current year's losses. The Group has no obligation in respect of these unrecognised losses.

Corporate Guarantee

The Group has issued a financial guarantee to financial institution for granting of credit and banking facilities to an associate whereby the Group (i) provided a proportionate guarantee up to a maximum amount of approximately $17.4 million (2024: $21.4 million), (ii) pledged its shares in the associate as collateral and (iii) provided an undertaking to lenders that it will maintains its ownership in the associate, and will provide any shortfall in resources and support as required.

The Group's material investment in associates are summarised below:

		Equity held by the Group	
Name of companies	Principal activities (Place of business)	31 Mar 2025 %	31 Mar 2024 %
PT Jasa Angkasa Semesta, Tbk ("PT JAS")	Ground and cargo handling (Indonesia)	**49.8**	49.8
PT CAS	Aviation support and catering services (Indonesia)	**21.8**	41.7
Evergreen Sky Catering Corporation ("ESCC")	Inflight catering services (Taiwan)	**25.0**	25.0

In addition to the 49.8% direct interest in PT JAS held by the Group, SATS has an additional interest of 10.9% in PT JAS that is held through PT CAS as at 31 March 2025 (2024: 20.8%).

There was no associate that was considered as significant in accordance to Rule 718 of the Singapore Exchange Securities Trading Limited – Listing Rules.

	31 Mar 2025 $ million	31 Mar 2024 $ million
PT JAS	**83.6**	72.2
PT CAS	**50.8**	87.7
ESCC	**66.6**	63.0
Other associates	**247.2**	222.9
	448.2	445.8
PT CAS – quoted market price at reporting date	**67.4**	78.4

21. INVESTMENT IN ASSOCIATES (cont'd)

Aggregate information about the Group's investments in associates that are not individually material are as follows:

	FY2025 $ million	FY2024 $ million
Share of profit after tax	**52.7**	55.1
Other comprehensive loss	**(3.4)**	(3.0)
Total comprehensive income	**49.3**	52.1

The summarised financial information in respect of PT JAS, PT CAS and ESCC, based on their respective financial statements and a reconciliation with the carrying amount of the investment in the consolidated financial statements are as follows:

	PT JAS		PT CAS		ESCC	
	FY2025 $ million	FY2024 $ million	FY2025 $ million	FY2024 $ million	FY2025 $ million	FY2024 $ million
Revenue	**188.5**	161.5	**231.7**	214.0	**209.0**	86.4
Profit after tax	**47.2**	38.4	**29.7**	19.7	**41.9**	44.1
Other comprehensive income	**(0.1)**	(0.1)	**–**	(0.2)	**1.0**	(1.1)
Total comprehensive income	**47.1**	38.3	**29.7**	19.5	**42.9**	43.0

Summarised statement of financial position as at 31 March:

	PT JAS		PT CAS		ESCC	
	2025 $ million	2024 $ million	2025 $ million	2024 $ million	2025 $ million	2024 $ million
At 31 March						
Current assets	**109.4**	69.4	**165.5**	97.5	**89.2**	60.6
Non-current assets	**42.3**	45.1	**56.9**	77.6	**233.1**	254.0
Current liabilities	**47.0**	39.1	**113.5**	70.5	**35.2**	32.5
Non-current liabilities	**10.9**	8.2	**14.6**	12.1	**20.8**	34.9
Net assets	**93.8**	67.2	**94.3**	92.5	**266.3**	247.2

21. INVESTMENT IN ASSOCIATES (cont'd)

	PT JAS		PT CAS		ESCC	
	2025 $ million	2024 $ million	2025 $ million	2024 $ million	2025 $ million	2024 $ million
Net assets excluding goodwill	**93.8**	67.2	**93.1**	91.2	**266.3**	247.2
Less: Non-controlling interest	**–**	–	**–**	(33.8)	**–**	–
	93.8	67.2	**93.1**	57.4	**266.3**	247.2
Proportion of the Group's ownership	**49.8%**	49.8%	**21.8%**	41.7%	**25.0%**	25.0%
Group's share of net assets	**46.7**	33.5	**20.3**	23.9	**66.6**	61.8
Goodwill on acquisition and intangible assets	**36.9**	38.7	**30.5**	63.8	**–**	1.2
Carrying amount of the investment	**83.6**	72.2	**50.8**	87.7	**66.6**	63.0
Group's interest in net assets of investee at beginning of the year	**72.2**	68.7	**87.7**	85.6	**63.0**	56.1
Group's share of:						
Profit after tax	**23.5**	19.1	**10.8**	6.2	**9.2**	9.2
Other comprehensive loss	**(3.8)**	(3.3)	**(3.8)**	(4.1)	**(2.4)**	(2.3)
Total comprehensive income	**19.7**	15.8	**7.0**	2.1	**6.8**	6.9
Equity stake disposed/reclassified as asset held for sale	**–**	–	**(43.9)**	–	**–**	–
Dividends received during the year	**(8.3)**	(12.3)	**–**	–	**(3.2)**	–
Carrying amount of interest in investee at end of the year	**83.6**	72.2	**50.8**	87.7	**66.6**	63.0

22. INVESTMENT IN JOINT VENTURES

	GROUP		COMPANY	
	31 Mar 2025 $ million	31 Mar 2024 $ million	31 Mar 2025 $ million	31 Mar 2024 $ million
Investment in joint ventures	**318.9**	338.3	**24.6**	24.6

The Group's material investments in joint ventures are summarised below:

		Equity held by the Group	
Name of companies	Principal activities (Place of business)	31 Mar 2025 %	31 Mar 2024 %
FCS Frankfurt Cargo Services GMBH ("FCS")	Air cargo handling services (Germany)	**51**	51
Dunwoody Airline Services Limited ("DAS")	Air cargo handling services (United Kingdom)	**60**	60
Air India SATS Airport Services Private Limited ("AISATS")	Ground handling and cargo handling services (India)	**50**	50

There was no joint venture that was considered as significant in accordance to Rule 718 of the Singapore Exchange Securities Trading Limited – Listing Rules.

22. INVESTMENT IN JOINT VENTURES (cont'd)

	31 Mar 2025 $ million	31 Mar 2024 $ million
FCS	**77.3**	78.7
DAS	**71.3**	71.9
AISATS	**68.3**	61.1
Other joint ventures	**102.0**	126.6
	318.9	338.3

Aggregate information about the Group's investments in joint ventures that are not individually material are as follows:

	FY2025 $ million	FY2024 $ million
Share of profit after tax	**27.3**	21.6
Other comprehensive loss	**(0.1)**	(0.4)
Total comprehensive income	**27.2**	21.2

The summarised financial information in respect of FCS, DAS and AISATS based on their financial statements and a reconciliation with the carrying amount of the investment in consolidated financial statements are as follows:

	FCS		DAS		AISATS	
	FY2025 $ million	FY2024 $ million	FY2025 $ million	FY2024 $ million	FY2025 $ million	FY2024 $ million
Revenue	**150.2**	141.3	**47.0**	46.0	**229.3**	193.2
Operating expenses	**(147.0)**	(144.3)	**(40.7)**	(36.4)	**(197.9)**	(152.9)
Interest (expenses)/income	**(8.3)**	(2.2)	**(0.9)**	(0.5)	**(3.7)**	1.1
(Loss)/profit before tax	**(5.1)**	(5.2)	**5.4**	9.1	**27.7**	41.4
Income tax credit/(expense)	**2.6**	1.1	**(1.6)**	(3.3)	**(13.1)**	(3.7)
(Loss)/profit after tax	**(2.5)**	(4.1)	**3.8**	5.8	**14.6**	37.7
Total comprehensive income	**(2.5)**	(4.1)	**3.8**	5.8	**14.6**	37.7
Depreciation and amortisation expense	**(18.5)**	(20.9)	**(6.3)**	(5.6)	**(12.7)**	(13.4)

22. INVESTMENT IN JOINT VENTURES (cont'd)

Summarised statement of financial position as follow:

	FCS		DAS		AISATS	
	2025 $ million	2024 $ million	2025 $ million	2024 $ million	2025 $ million	2024 $ million
At 31 March						
Current assets[a]	**37.2**	38.5	**24.2**	25.3	**92.3**	88.3
Non-current assets	**95.6**	27.9	**25.9**	6.8	**287.3**	199.6
Current liabilities						
Financial liabilities	**5.8**	5.8	**–**	–	**44.9**	30.1
Non-financial liabilities	**38.5**	38.6	**11.4**	11.2	**17.2**	8.1
Non-current liabilities						
Financial liabilities	**–**	–	**–**	–	**110.2**	74.5
Non-financial liabilities	**98.3**	33.4	**30.9**	12.1	**70.7**	53.0
Net (liabilities)/assets	**(9.8)**	(11.4)	**7.8**	8.8	**136.6**	122.2
Proportion of the Group's ownership	**51%**	51%	**60%**	60%	**50%**	50%
Group's share of net (liabilities)/assets	**(5.0)**	(5.8)	**4.7**	5.2	**68.3**	61.1
Goodwill and intangible assets	**82.2**	84.5	**66.6**	66.7	**–**	–
Carrying amount of the investment	**77.2**	78.7	**71.3**	71.9	**68.3**	61.1
Group's interest in net assets of investee at beginning of the year	**78.7**	–	**71.9**	–	**61.1**	42.2
Acquisition of subsidiary	**–**	2.3	**–**	8.4	**–**	–
Fair value uplift	**–**	74.3	**–**	60.1	**–**	–
Dividend received	**–**	–	**(2.9)**	–	**–**	–
Group's share of total comprehensive income	**(1.5)**	2.1	**2.3**	3.4	**7.2**	18.9
Carrying amount of interest in investee at end of the year	**77.2**	78.7	**71.3**	71.9	**68.3**	61.1

(a) Includes cash and cash equivalents of $48.0 million (2024: $40.3 million).

23. DEFERRED TAXATION

	GROUP			
	Deferred tax (liabilities)/assets		Deferred tax expense/(credit)	
	31 Mar 2025 $ million	31 Mar 2024 $ million	FY2025 $ million	FY2024 $ million
Property, plant and equipment	**(62.3)**	(64.5)	**(1.3)**	7.8
Intangible assets	**(106.2)**	(211.5)	**(31.9)**	(3.5)
Accruals and provisions	**27.9**	57.8	**(15.0)**	(4.4)
Defined benefit plan	**2.4**	(9.2)	**1.0**	(0.1)
Unremitted foreign dividend and interest income	**(12.1)**	(9.8)	**2.3**	3.4
Allowance for impairments	**5.8**	19.7	**3.6**	0.3
Unutilised tax losses/capital allowances	**125.2**	75.4	**0.9**	(9.8)
Undistributed earnings of associates/ joint ventures	**(40.0)**	(31.7)	**8.3**	15.6
Right-of-use assets	**(307.7)**	(335.4)	**32.6**	29.2
Lease liabilities	**321.4**	349.1	**(38.3)**	(40.8)
Others	**(98.9)**	15.5	**38.4**	2.4
	(144.5)	(144.6)	**0.6**	0.1
In statement of financial position				
Deferred tax assets	**65.2**	61.1		
Deferred tax liabilities	**(209.7)**	(205.7)		
	(144.5)	(144.6)		

	COMPANY	
	31 Mar 2025 $ million	31 Mar 2024 $ million
Deferred tax liabilities		
Property, plant and equipment	**(15.6)**	(18.0)
Accruals	**1.9**	1.8
Unremitted foreign dividend and interest income	**(12.1)**	(9.8)
Others	**1.0**	2.1
	(24.8)	(23.9)

Unrecognised tax losses

As at 31 March 2025, the Group has tax losses of approximately $496.5 million (2024: $266.0 million) that are available for offset against future taxable profits of the companies in which the losses arose, for which no deferred tax asset is recognised due to uncertainty of its recoverability.

The use of these tax losses are subject to the agreement of the tax authorities and compliance with certain provisions of the tax legislation of the respective countries in which the companies operate.

24. TRADE AND OTHER RECEIVABLES

	GROUP		COMPANY	
	31 Mar 2025 $ million	31 Mar 2024 $ million	31 Mar 2025 $ million	31 Mar 2024 $ million
Current				
Trade receivables	**729.4**	721.9	**10.7**	9.2
Sundry receivables	**181.1**	172.7	**4.6**	3.2
Amounts due from				
– Related parties – Trade	**243.9**	222.8	**29.6**	8.0
– Related companies – Non-trade	**–**	–	**305.9**	348.4
– Associates/joint ventures	**9.1**	5.5	**4.0**	1.4
Loan to associates	**–**	1.4	**–**	1.4
Loan to subsidiaries	**–**	–	**606.3**	46.0
Derivative assets	**–**	5.8	**–**	–
Others	**1.7**	14.1	**–**	0.3
	1,165.2	1,144.2	**961.1**	417.9
Non-current				
Loan to associates/joint ventures	**0.5**	1.3	**–**	0.8
Loan to subsidiaries	**–**	–	**470.7**	1,018.1
	0.5	1.3	**470.7**	1,018.9

- Trade receivables are generally on 30 – 90 days terms.
- Sundry receivables are unsecured, interest-free and repayable upon demand.
- The amounts due from related parties are trade-related, with credit term of 45 days.
- The amounts due from related companies are unsecured, interest-free and are repayable upon demand.
- The amounts due from associates and joint ventures are unsecured, trade-related and are repayable on demand.

24. TRADE AND OTHER RECEIVABLES (cont'd)

Loan to subsidiaries

- The current loans of $606.3 million (2024: $46.0 million) are unsecured, with interest rates ranging from 3.9% to 9.0% (2024: 3.9% to 5.1%) per annum and are repayable within the next 12 months.
- $10.1 million (2024: $596.8 million) of the loans are unsecured, bear interest at 5.5% (2024: 4.5% to 9.0%) per annum and are repayable after one year.
- $39.8 million (2024: $50.1 million) of the loans are unsecured, bear interest at 6.0% (2024: 5.5% to 6.0%) and is expected to be repaid within 2 to 5 years
- $92.5 million (2024: $45.0 million) of the loans are unsecured, bear interest at 5.8% (2024: 5.2%) and is not expected to be repaid in the next 12 months.
- The remaining loans of $328.2 million (2024: $326.3 million) are unsecured, non-interest bearing, repayable on demand and not expected to be repaid in the next 12 months.

Impairment for trade receivables

The carrying amount of trade receivables impaired by credit losses is reduced through the use of an allowance account unless on the date the impairment loss is recognised, the Group ascertains the amount to be uncollectible whereby it would be reduced directly. In subsequent periods when a trade receivable is ascertained to be uncollectible, it is written off against the allowance account.

Significant financial difficulties of the debtors, probability that the debtors will enter bankruptcy or financial reorganisation, and default or delinquency in payments (more than 90 days aging of receivables balances) are considered indicators that the amounts owing by the debtors are impaired. Individual trade receivable is written off when management deems the amount not collectible.

Trade receivables are stated after impairment. Analysis of the impairment account is as follows:

	GROUP		COMPANY	
	31 Mar 2025 $ million	31 Mar 2024 $ million	31 Mar 2025 $ million	31 Mar 2024 $ million
At beginning of the year	**27.1**	10.0	**0.1**	0.1
Write-off against provisions	**(1.2)**	(1.0)	**–**	–
Charge/(write-back) to income statement	**0.6**	(3.3)	**–**	–
Acquisition of subsidiary	**0.8**	20.5	**–**	–
Exchange differences	**(0.8)**	0.9	**–**	–
At end of the year	**26.5**	27.1	**0.1**	0.1

25. OTHER NON-CURRENT ASSETS

	GROUP		COMPANY	
	31 Mar 2025 $ million	31 Mar 2024 $ million	31 Mar 2025 $ million	31 Mar 2024 $ million
Unquoted equity investment	**0.7**	0.6	**–**	–
Deposits	**38.4**	43.4	**–**	–
Others	**3.5**	5.6	**–**	–
	42.6	49.6	**–**	–

26. INVENTORIES

	GROUP		COMPANY	
	31 Mar 2025 $ million	31 Mar 2024 $ million	31 Mar 2025 $ million	31 Mar 2024 $ million
Food supplies	**70.3**	59.7	**–**	–
Technical spares	**14.6**	12.7	**–**	–
Other consumables	**0.9**	0.6	**0.4**	0.5
	85.8	73.0	**0.4**	0.5

27. CASH AND CASH EQUIVALENTS

Cash at banks earns interest at floating rates based on daily bank deposit rates ranging from 0.00% to 5.4% (2024: 0.00% to 12.0%) per annum.

Fixed deposits are made for varying periods of between 9 days to 3 months (2024: 3 days to 2 months) depending on the expected cash requirements of the Group, and earn interest at the effective interest rate ranging from 2.57% to 5.40% (2024: 2.85% to 5.10%) per annum.

(a) Cash and cash equivalents included in the consolidated statement of cash flows comprise the following amounts in statements of financial position:

	GROUP		COMPANY	
	31 Mar 2025 $ million	31 Mar 2024 $ million	31 Mar 2025 $ million	31 Mar 2024 $ million
Fixed deposits	**285.8**	449.3	**15.0**	120.0
Cash and bank balances	**408.2**	209.7	**111.5**	56.5
Cash and cash equivalents	**694.0**	659.0	**126.5**	176.5

(b) Analysis of capital expenditure cash flows:

	GROUP	
	FY2025 $ million	FY2024 $ million
Additions of property, plant and equipment (Note 16)	**219.8**	190.3
Additions of intangible assets (Note 19)	**13.1**	9.7
Accrual for purchases of property, plant and equipment	**(11.2)**	(14.4)
Cash invested in property, plant and equipment and intangible assets	**221.7**	185.6

28. TRADE AND OTHER PAYABLES

	GROUP		COMPANY	
	31 Mar 2025 $ million	31 Mar 2024 $ million	31 Mar 2025 $ million	31 Mar 2024 $ million
Current				
Trade payables	**736.7**	832.0	**20.6**	26.3
Accrued expenses	**578.1**	465.7	**41.6**	48.9
Others	**58.2**	60.8	**4.7**	4.6
Amounts due to				
– Related companies – Trade	**3.7**	1.0	**8.9**	–
– Related companies – Non-trade	**–**	–	**167.6**	23.3
– Associate/joint ventures	**3.7**	11.9	**3.9**	0.6
Loan from joint ventures	**–**	11.0	**–**	–
Loan from subsidiaries	**–**	–	**94.4**	174.9
Derivative liabilities	**12.8**	–	**9.2**	–
Trade and other payables	**1,393.2**	1,382.4	**350.9**	278.6
Non-current				
Deferred consideration	**19.3**	17.6	**–**	–
Deferred income	**7.8**	9.4	**0.4**	1.1
Long-term employee benefits	**38.6**	38.4	**–**	–
Long-term service concession	**33.8**	35.2	**–**	–
Derivative liabilities	**4.5**	10.4	**–**	5.1
Provisions for reinstatement cost	**64.5**	75.0	**14.8**	14.4
Others	**0.4**	0.9	**3.4**	3.0
Other payables	**168.9**	186.9	**18.6**	23.6

Trade and other payables due to external and related companies are unsecured and non-interest bearing. Trade payables are normally settled on 60-day terms while other current payables have an average term of three to six months.

The amount due to associates and joint ventures are unsecured, trade-related and are repayable on demand.

Loan from subsidiaries is unsecured, bears interest at 1-month compounded SORA less 0.3% (2024: SIBOR less 0.3%) per annum and repayable on demand.

29. NOTES AND BORROWINGS

	GROUP		COMPANY	
	31 Mar 2025 $ million	31 Mar 2024 $ million	31 Mar 2025 $ million	31 Mar 2024 $ million
Current				
Notes payable	**100.0**	200.0	**100.0**	200.0
Term loans	**1,613.3**	900.2	**740.7**	29.1
	1,713.3	1,100.2	**840.7**	229.1
Non-current				
Notes payable	**675.1**	771.9	**–**	100.0
Term loans	**149.5**	840.1	**69.8**	797.5
	824.6	1,612.0	**69.8**	897.5
Total notes and borrowings	**2,537.9**	2,712.2	**910.5**	1,126.6

Term loans amounting to $25.2 million were secured on the property, plant and equipment and other assets of the subsidiaries.

Interest rate of term loans

	GROUP		COMPANY	
	31 Mar 2025 %	31 Mar 2024 %	31 Mar 2025 %	31 Mar 2024 %
Fixed rate	**0.58% – 10.00%**	0.54% – 4.90%	**–**	4.16%
Floating rate	**0.88% – 14.28%**	0.73% – 10.00%	**0.88% – 3.72%**	0.73% – 5.25%

Interest rate of notes payable

			GROUP		COMPANY	
Currency	Fixed interest rate (%)	Date payable	31 Mar 2025 $ million	31 Mar 2024 $ million	31 Mar 2025 $ million	31 Mar 2024 $ million
SGD	2.88	March 2025	**–**	200.0	**–**	200.0
SGD	2.60	April 2025	**100.0**	100.0	**100.0**	100.0
USD	4.83	January 2029	**675.1**	671.9	**–**	–

29. NOTES AND BORROWINGS (cont'd)

Hedge of net investments in foreign operations

Included in notes and borrowings as at 31 March 2025 were the term loan of JPY 7.8 billion approximately $69.8 million (2024: JPY 7.8 billion approximately $69.5 million) and term loan of EUR 500 million approximately $726.2 million (2024: EUR 500 million approximately $727.9 million). These loans have been designated as hedge of the net investment in subsidiaries, TFK Corporation in Japan and WFS in Europe respectively to hedge the Group's exposure to foreign exchange risk on these investments.

Foreign exchange gains or losses on the translation of the term loans are transferred to equity to offset any gains or losses on translation of the net investment in the subsidiaries. There was no ineffectiveness portion transferred to profit or loss in the year ended 31 March 2025 and 31 March 2024.

Hedge of interest rate risk for floating rate term loan

As at 31 March 2025, the Group has an interest rate swap arrangement on the EUR 500 million (2024: EUR 500 million) term loan, for which the associated floating rate term loan have the same critical terms and which have been assessed to be effective hedges. Under the interest rate swap, the Group agreed with the counterparty to exchange, at specific interval mainly quarterly, the difference between fixed rate and floating rate interest amounts calculated by reference to the agreed notional principal amount of EUR 500 million.

Reconciliation of movements of liabilities to cash flows from financing activities

GROUP	Notes and borrowings $ million	Lease liabilities $ million	Total $ million
At 1 April 2023	1,146.5	331.9	1,478.4
Changes from financing cash flows			
Proceeds from notes and borrowings	2,333.2	–	2,333.2
Repayment of notes and borrowings	(2,237.1)	–	(2,237.1)
Repayment of leases and related charges	–	(374.7)	(374.7)
Effect of foreign exchange translation	1.0	3.4	4.4
Other changes			
Acquisition of subsidiaries	1,468.6	887.2	2,355.8
Addition of lease liabilities	–	427.4	427.4
Disposal	(0.4)	–	(0.4)
Professional fees/interest expense	0.4	104.7	105.1
At 31 March 2024 and 1 April 2024	2,712.2	1,379.9	4,092.1
Changes from financing cash flows			
Proceeds from notes and borrowings	**308.0**	**–**	**308.0**
Repayment of notes and borrowings	**(467.6)**	**–**	**(467.6)**
Repayment of leases and related charges	**–**	**(441.1)**	**(441.1)**
Effect of foreign exchange translation	**(15.8)**	**(0.8)**	**(16.6)**
Other changes			
Acquisition of subsidiaries	**0.6**	**–**	**0.6**
Addition of lease liabilities	**–**	**768.8**	**768.8**
Disposal	**–**	**(117.7)**	**(117.7)**
Professional fees/interest expense	**0.5**	**117.1**	**117.6**
At 31 March 2025	**2,537.9**	**1,706.2**	**4,244.1**

30. LEASES

Leases as lessee

The Group leases offices, warehouse and factory facilities. The leases typically run for a period of 11 months to 59 years, with an option to renew the lease after that date. Lease payments are renegotiated upon renewal to reflect market rentals. Some leases provide for additional rent payments that are based on changes in local price indices.

The Group leases IT equipment with contract terms of one to three years. These leases are short-term and/or leases of low-value items. The Group has elected not to recognise right-of-use assets and lease liabilities for these leases.

Information about leases for which the Group is a lessee is presented below.

	GROUP	
	FY2025 $ million	FY2024 $ million
Amounts recognised in profit or loss		
Expenses relating to short-term leases	**30.1**	22.3
Expenses relating to leases of low-value assets, excluding short-term leases of low-value assets	**3.4**	4.7

Extension options

Some property leases contain extension options exercisable by the Group up to one year before the end of the non-cancellable contract period. Where practicable, the Company seeks to include extension options in new leases to provide operational flexibility. The extension options held are exercisable only by the Group and not by the lessors. The Group assesses at lease commencement date whether it is reasonably certain to exercise the extension options. The Company reassesses whether it is reasonably certain to exercise the options if there is a significant event or significant changes in circumstances within its control.

31. FINANCIAL INSTRUMENTS AND FINANCIAL RISK MANAGEMENT

Financial Risk Management

The Group operates in Singapore and multiple countries in Asia Pacific, Europe, the Middle East and Africa ("EMEA") and America. The Group's operations carry certain financial and commodity risks, including the effects of changes in foreign exchange rates and interest rates. The Group's overall risk management approach is to minimise the effects of such volatility on its financial performance. It is, and has been throughout the current and previous financial year, the Group's policy that no derivatives shall be undertaken except for the use as hedging instruments for specific exposures where appropriate and cost-efficient.

Financial risk management policies are periodically reviewed and approved by the Board of Directors.

31. FINANCIAL INSTRUMENTS AND FINANCIAL RISK MANAGEMENT (cont'd)

Financial Risk Management (cont'd)

Market risk

The objective of market risk management is to manage and control market risk exposure within acceptable parameters, while optimising the return.

The Group has exposure to the following risks arising from the financial investments:

(a) **Foreign Currency Risk**

The Group is exposed to the effects of fluctuations in certain foreign exchange rates because of its foreign currency denominated operating revenue and expenses. However, the effects of foreign exchange rate fluctuations on the Group's operations are not significant because the Group's sales and purchases are mainly denominated in the respective functional currencies of the Group's entities, except for those disclosed as follows.

Exposure to currency risk

The summary of quantitative data about the exposure to currency risk (excluding the EUR 500 million term loan that is designated as a hedge of the Group's net investment in its Europe subsidiary) as reported to the management of the Group is as follows:

	31 Mar 2025		31 Mar 2024	
	USD $ million	EUR $ million	USD $ million	EUR $ million
GROUP				
Trade and other receivables	**261.4**	**171.5**	251.8	214.2
Cash and cash equivalents	**85.0**	**64.4**	144.0	53.2
Loan, secured	**–**	**–**	7.7	–
Other non-current assets	**11.1**	**7.7**	11.5	13.7
Trade and other payables	**(108.9)**	**(151.8)**	(103.4)	(90.4)
Notes and borrowings	**(874.5)**	**(653.6)**	(674.7)	(873.5)
	(625.9)	**(561.8)**	(363.1)	(682.8)
Derivatives				
– Forward exchange contract	**(527.9)**	**522.9**	(568.5)	573.0
– Cross currency swap	**671.4**	**(668.1)**	674.7	(669.7)
Net exposure	**(482.4)**	**(707.0)**	(256.9)	(779.5)
COMPANY				
Trade and other receivables	**–**	**604.7**	1.4	620.7
Cash and cash equivalents	**9.7**	**0.2**	5.9	0.1
Trade and other payables	**(0.8)**	**–**	(0.4)	–
Notes and borrowings	**–**	**(740.7)**	–	(757.1)
Net exposure	**8.9**	**(135.8)**	6.9	(136.3)

* Refer to note 29 for details of hedge accounting.

31. FINANCIAL INSTRUMENTS AND FINANCIAL RISK MANAGEMENT (cont'd)

Financial Risk Management (cont'd)

Market risk (cont'd)

(a) **Foreign Currency Risk** (cont'd)

Sensitivity analysis

A reasonably possible strengthening/(weakening) of the Singapore dollar, as indicated below against the USD and EUR at 31 March would have increased/(decreased) profit or loss by the amounts shown below. This analysis assumes that all other variables remain constant.

	Effect on profit/(loss) before tax			
	GROUP		COMPANY	
	2025 $ million	2024 $ million	2025 $ million	2024 $ million
At 31 March				
5% strengthening of SGD against USD	**31.3**	18.2	**(0.4)**	(0.3)
5% strengthening of SGD against EUR	**28.1**	34.1	**6.8**	6.8
5% weakening of SGD against USD	**(31.3)**	(18.2)	**0.4**	0.3
5% weakening of SGD against EUR	**(28.1)**	(34.1)	**(6.8)**	(6.8)

(b) **Interest Rate Risk**

The Group's earnings are affected by changes in interest rates due to the impact that such changes have on its interest income from cash and cash equivalents and its interest expense on notes and borrowings.

The Group's interest-bearing assets and interest-bearing liabilities are predominantly denominated in SGD, JPY, EUR and USD. Information relating to other interest-bearing assets and liabilities are disclosed in the cash and cash equivalents (Note 27) and notes and borrowings (Note 29).

The Group policy is to manage interest cost using a mix of fixed and variable rate debts, and interest rate economic effect of converting borrowings from variable rates to fixed rates or vice versa. Under the interest rate swap, the Group agreed with the counter party to exchange, at specified intervals mainly quarterly, the difference between fixed rate and floating rate interest amounts calculated by reference to the agreed notional principal amounts.

31. FINANCIAL INSTRUMENTS AND FINANCIAL RISK MANAGEMENT (cont'd)

Financial Risk Management (cont'd)

Market risk (cont'd)

(b) **Interest Rate Risk** (cont'd)

At the reporting date, the interest rate profile of interest-bearing assets and liabilities was as follows:

	GROUP		COMPANY	
	Nominal amount		Nominal amount	
	2025 $ million	2024 $ million	2025 $ million	2024 $ million
Variable rate instruments				
Financial assets	**694.0**	659.0	**233.8**	267.5
Financial liabilities	**(1,743.0)**	(1,590.0)	**(904.9)**	(972.4)
Effect of interest rate swaps	**726.2**	728.0	**726.2**	728.0
	(322.8)	(203.0)	**55.1**	23.1

The Group does not account for any fixed rate financial assets and liabilities at FVTPL, and the Group does not designate derivatives as hedging instruments under a fair value hedge accounting model. Therefore, any change in interest rates as reporting date would not affect profit or loss in respect of any fixed rate instruments.

Cash flow sensitivity analysis for variable rate instruments

The interest rate sensitivity analysis is based on the following assumptions:

- Changes in market interest rates affecting the interest income or finance charges of variable interest financial instruments, excluding the variable rate term loan that is hedged with an interest rate swap.
- Changes in market interest rates affecting the carrying value of financial instruments with fixed interest rates if these are recognised at their fair value.

A reasonable possible change of 50 basis points in interest rates at the reporting date would have increased (decreased) equity and profit or loss by the amounts shown below.

31. FINANCIAL INSTRUMENTS AND FINANCIAL RISK MANAGEMENT (cont'd)

Financial Risk Management (cont'd)

Market risk (cont'd)

	Profit or loss		Equity	
	50 bp increase $ million	50 bp decrease $ million	50 bp increase $ million	50 bp decrease $ million
GROUP				
31 March 2025				
Variable rate instruments	**(4.4)**	**4.4**	**–**	**–**
Interest rate swaps	**3.0**	**(3.0)**	**(3.0)**	**3.0**
Net	**(1.4)**	**1.4**	**(3.0)**	**3.0**
31 March 2024				
Variable rate instruments	(3.9)	3.9	–	–
Interest rate swaps	3.0	(3.0)	(3.0)	3.0
Net	(0.9)	0.9	(3.0)	3.0
COMPANY				
31 March 2025				
Variable rate instruments	**(2.8)**	**2.8**	**–**	**–**
Interest rate swaps	**3.0**	**(3.0)**	**(3.0)**	**3.0**
Net	**0.2**	**(0.2)**	**(3.0)**	**3.0**
31 March 2024				
Variable rate instruments	(2.9)	2.9	–	–
Interest rate swaps	3.0	(3.0)	(3.0)	3.0
Net	0.1	(0.1)	(3.0)	3.0

31. FINANCIAL INSTRUMENTS AND FINANCIAL RISK MANAGEMENT (cont'd)

Financial Risk Management (cont'd)

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 principally from the Group's receivables from customers, cash and cash equivalents and loan receivable.

The Group's maximum exposure to credit risk in the event that counterparties fail to perform their obligations as at 31 March 2025 in relation to each class of recognised financial assets was the carrying amount of those assets as indicated in the statement of financial position.

The Group only transacts with credit-worthy counterparties. Surplus funds are placed as interest-bearing deposits with reputable financial institutions. Credit risks are managed by limiting aggregate exposure on all outstanding financial instruments to any individual counterparty, taking into account its credit rating. Such credit risk exposures are regularly reviewed, and adjusted as necessary. This mitigates the risk of material loss arising in the event of non-performance by counterparties.

Concentration of credit risk exists when changes in economic, industry or geographical factors affect the group of counterparties whose aggregate credit exposure is significant in relation to the Group's total credit exposure.

The Group determines concentration of credit risk by monitoring the industry, country and credit rating of its counterparties. The table below shows an analysis of credit risk exposures of the financial assets of the Group and the Company as at 31 March:

Credit profiles

	Outstanding balance		Percentage of total financial assets	
	31 Mar 2025 $ million	31 Mar 2024 $ million	31 Mar 2025 %	31 Mar 2024 %
GROUP				
By industry				
Airlines	**688.7**	666.4	**37.0**	37.0
Financial institutions	**574.2**	487.2	**30.9**	27.3
Others	**596.3**	643.8	**32.1**	35.7
	1,859.2	1,797.4	**100.0**	100.0
By region				
Singapore	**825.7**	756.4	**44.4**	42.2
Asia Pacific	**386.2**	388.5	**20.8**	21.6
EMEA	**273.1**	277.5	**14.7**	15.4
Americas	**286.8**	265.4	**15.4**	14.7
Others	**87.4**	109.6	**4.7**	6.1
	1,859.2	1,797.4	**100.0**	100.0

31. FINANCIAL INSTRUMENTS AND FINANCIAL RISK MANAGEMENT (cont'd)

Financial Risk Management (cont'd)

Credit Risk (cont'd)

Credit profiles (cont'd)

	Outstanding balance		Percentage of total financial assets	
	31 Mar 2025 $ million	31 Mar 2024 $ million	31 Mar 2025 %	31 Mar 2024 %
COMPANY				
By industry				
Airlines	**9.9**	6.5	**0.6**	0.4
Financial institutions	**126.5**	176.5	**8.1**	10.9
Related parties	**1,412.5**	1,423.9	**90.7**	88.3
Others	**9.4**	6.4	**0.6**	0.4
	1,558.3	1,613.3	**100.0**	100.0
By region				
Singapore	**810.3**	891.3	**52.0**	55.2
Others	**748.0**	722.0	**48.0**	44.8
	1,558.3	1,613.3	**100.0**	100.0

Trade receivables

At the end of the reporting period, approximately:

– 25% (2024: 22%) of the Group's trade receivables were due from a major customer located in Singapore.

– 25% (2024: 24%) of the Group's trade receivables were due from related parties.

There is no concentration of customers' credit risk at the Company level.

The Group uses an allowance matrix to measure the lifetime expected credit loss allowance for trade receivables. In measuring the expected credit losses, trade receivables are grouped based on similar credit risk characteristics and days past due. In calculating the expected credit loss rates, the Group considers historical observed default rates analysed in accordance to days past due by segmenting customers based on industry and geographical classification. Trade and other receivables are written off when there is no reasonable expectation of recovery.

31. FINANCIAL INSTRUMENTS AND FINANCIAL RISK MANAGEMENT (cont'd)

Financial Risk Management (cont'd)

Credit Risk (cont'd)

Credit profiles (cont'd)

The following table provides information about the exposure to credit risk and ECLs for trade receivables for individual customers.

GROUP	Weighted average loss rate 2025 %	Weighted average loss rate 2024 %	Gross carrying value 2025 $ million	Gross carrying value 2024 $ million	Impairment loss allowance 2025 $ million	Impairment loss allowance 2024 $ million
At 31 March						
Not past due	**–**	–	**739.1**	721.7	**–**	–
1 to 30 days past due	**–**	–	**164.9**	135.1	**–**	–
31 to 90 days past due	**–**	–	**49.5**	36.9	**0.1**	–
More than 90 days past due	**57.1**	31.3	**46.2**	86.6	**26.4**	27.1
			999.7	980.3	**26.5**	27.1

There is no disclosure on the exposure to credit risk and ECLs for the Company's trade receivables balance as the amount is not material.

Amount due from related companies (non-trade) and loan to subsidiaries

The Company held non-trade receivables due from its related companies and loan to subsidiaries. These balances are amounts for working capital requirements.

Based on an assessment of qualitative and quantitative factors that are indicative of the risk of default (including but not limited to audited financial statements, management accounts and cash flow projections, and applying experienced credit judgement), these exposures are considered to have low credit risk. Therefore, impairment on these balances has been measured on the 12-month expected credit loss basis and the amount of the allowance is insignificant.

Financial guarantees

The Group has issued financial guarantees to financial institution for granting of credit and banking facilities to its associate (see Note 21). These guarantees are subject to the impairment requirements of SFRF(I) 9. The Group has assessed that its associate has adequate financial capacity to meet the contractual cash flow obligations in the near future and hence, does not expect credit losses arising from these guarantees.

31. FINANCIAL INSTRUMENTS AND FINANCIAL RISK MANAGEMENT (cont'd)

Financial Risk Management (cont'd)

Credit Risk (cont'd)

Cash and cash equivalents

The cash and cash equivalents are held with reputable banks and financial institution counterparties with high credit ratings and no history of defaults.

	GROUP 31 Mar 2025 $ million	GROUP 31 Mar 2024 $ million	COMPANY 31 Mar 2025 $ million	COMPANY 31 Mar 2024 $ million
Investment grade (A to Aaa)	**684.5**	656.7	**126.5**	176.5
Others	**9.5**	2.3	**–**	–
	694.0	659.0	**126.5**	176.5

Impairment on cash and cash equivalents has been measured on the 12-month expected loss basis and reflects the short maturities of the exposures. 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 allowances of cash and cash equivalents is negligible.

Derivatives

The derivatives are entered into with financial institution counterparties which are rated Aa1, based on rating agency Moody's ratings.

Secured loan receivable

As at 31 March 2024, the Group held a secured loan receivable amounting to $11.2 million which has been fully collaterised with quoted equity shares. The estimated fair value of the quoted shares is higher than the carrying value of the secured loan. This secured loan receivable was fully repaid in April 2024.

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's objective when managing liquidity is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Group's reputation.

As at 31 March 2025, the Group had at its disposal, cash and cash equivalents amounting to $694.0 million (2024: $659.0 million). In addition, the Group has available short-term credit facilities of approximately $1,339.0 million (2024: $589.0 million) from revolving credit facilities granted by commercial banks.

The Group's holdings of cash, short-term deposits and investments, together with non-committed funding facilities and net cash flow from operations, are expected to be sufficient to cover the cost of all capital expenditure and any cash outflow from operating activities due in the next financial year. The shortfall, if any, could be met by further bank borrowings or public market funding.

Notes to the Financial Statements

31 March 2025

31. FINANCIAL INSTRUMENTS AND FINANCIAL RISK MANAGEMENT (cont'd)

Financial Risk Management (cont'd)

Liquidity Risk (cont'd)

The maturity profile of the financial assets and liabilities of the Group and the Company is shown in the table that follows. The amounts disclosed in the table are the contractual undiscounted cash flows.

GROUP	Within 1 year $ million	1–2 years $ million	2–5 years $ million	More than 5 years $ million	Total $ million
31 March 2025					
Financial assets:					
Trade and other receivables	1,165.2	–	–	–	1,165.2
Cash and cash equivalents	694.0	–	–	–	694.0
Other non-current asset	–	23.7	2.6	12.8	39.1
Total undiscounted financial assets	1,859.2	23.7	2.6	12.8	1,898.3
Financial liabilities:					
Trade and other payables	(1,380.4)	–	–	–	(1,380.4)
Notes and borrowings	(1,778.4)	(938.7)	(449.1)	(2.6)	(3,168.8)
Lease liabilities	(418.6)	(403.5)	(759.9)	(221.8)	(1,803.8)
Other long-term liability	–	(20.6)	(20.8)	(58.3)	(99.7)
Total undiscounted financial liabilities	(3,577.4)	(1,362.8)	(1,229.8)	(282.7)	(6,452.7)
Derivatives financial instruments					
Interest rate swaps	(5.1)	–	–	–	(5.1)
Cross currency swap					
– Inflow	–	–	671.4	–	671.4
– Outflow	–	–	(668.1)	–	(668.1)
Forward exchange contract					
– Inflow	522.9	–	1.8	–	524.7
– Outflow	(527.9)	–	(1.8)	–	(529.7)
	(10.1)	–	3.3	–	(6.8)
Undiscounted financial liabilities, net	(1,728.3)	(1,339.1)	(1,223.9)	(269.9)	(4,561.2)

31. FINANCIAL INSTRUMENTS AND FINANCIAL RISK MANAGEMENT (cont'd)

Financial Risk Management (cont'd)

Liquidity Risk (cont'd)

GROUP	Within 1 year $ million	1–2 years $ million	2–5 years $ million	More than 5 years $ million	Total $ million
31 March 2024					
Financial assets:					
Trade and other receivables	1,138.4	–	–	–	1,138.4
Cash and cash equivalents	659.0	–	–	–	659.0
Total undiscounted financial assets	1,797.4	–	–	–	1,797.4
Financial liabilities:					
Trade and other payables	(1,382.4)	–	–	–	(1,382.4)
Notes and borrowings	(1,346.2)	(913.2)	(883.8)	(5.4)	(3,148.6)
Lease liabilities	(378.7)	(323.1)	(621.4)	(236.4)	(1,559.6)
Other long-term liability	–	(146.3)	(3.3)	(37.2)	(186.8)
Total undiscounted financial liabilities	(3,107.3)	(1,382.6)	(1,508.5)	(279.0)	(6,277.4)
Derivatives financial instruments					
Interest rate swaps	0.3	(5.1)	–	–	(4.8)
Cross currency swap					
– Inflow	–	–	674.7	–	674.7
– Outflow	–	–	(669.7)	–	(669.7)
Forward exchange contract					
– Inflow	573.0	–	–	–	573.0
– Outflow	(568.5)	–	–	–	(568.5)
	4.8	(5.1)	5.0	–	4.7
Undiscounted financial liabilities, net	(1,305.1)	(1,387.7)	(1,503.5)	(279.0)	(4,475.3)

31. FINANCIAL INSTRUMENTS AND FINANCIAL RISK MANAGEMENT (cont'd)

Financial Risk Management (cont'd)

Liquidity Risk (cont'd)

COMPANY	Within 1 year $ million	1–2 years $ million	2–5 years $ million	More than 5 years $ million	Total $ million
31 March 2025					
Financial assets:					
Trade and other receivables	**1,001.9**	**17.9**	**56.5**	**426.1**	**1,502.4**
Cash and cash equivalents	**126.5**	**–**	**–**	**–**	**126.5**
Total undiscounted financial assets	**1,128.4**	**17.9**	**56.5**	**426.1**	**1,628.9**
Financial liabilities:					
Notes and borrowings	**(868.2)**	**(70.0)**	**–**	**–**	**(938.2)**
Trade and other payables	**(343.4)**	**(3.4)**	**–**	**–**	**(346.8)**
Lease liability	**(6.4)**	**(6.3)**	**(18.2)**	**(61.6)**	**(92.5)**
Total undiscounted financial liabilities	**(1,218.0)**	**(79.7)**	**(18.2)**	**(61.6)**	**(1,377.5)**
Derivatives financial instrument					
Interest rate swaps	**(5.1)**	**–**	**–**	**–**	**(5.1)**
Undiscounted financial assets/ (liabilities), net	**(94.7)**	**(61.8)**	**38.3**	**364.5**	**246.3**
31 March 2024					
Financial assets:					
Trade and other receivables	457.1	634.8	63.4	373.7	1,529.0
Cash and cash equivalents	176.5	–	–	–	176.5
Total undiscounted financial assets	633.6	634.8	63.4	373.7	1,705.5
Financial liabilities:					
Notes and borrowings	(276.3)	(866.8)	(69.6)	–	(1,212.7)
Trade and other payables	(284.9)	(8.5)	–	(14.5)	(307.9)
Lease liability	(7.0)	(7.0)	(20.8)	(81.7)	(116.5)
Total undiscounted financial liabilities	(568.2)	(882.3)	(90.4)	(96.2)	(1,637.1)
Derivatives financial instrument					
Interest rate swaps	0.3	(5.1)	–	–	(4.8)
Undiscounted financial assets/ (liabilities), net	65.7	(252.6)	(27.0)	277.5	63.6

31. FINANCIAL INSTRUMENTS AND FINANCIAL RISK MANAGEMENT (cont'd)

Classification of Financial Instruments

Financial assets and financial liabilities are measured on an ongoing basis either at fair value or at amortised cost. The principal accounting policies in Note 2 describe how the classes of financial instruments are measured, and how income and expenses, including fair value gains and losses, are recognised.

The following table analyses the financial assets and liabilities in the statement of financial position by the class of financial instrument to which they are assigned, and therefore by the measurement basis:

	Carrying value					Fair value			
GROUP	Amortised costs $ million	FVTPL $ million	Fair value – hedging instruments $ million	Other financial liabilities $ million	Total $ million	Level 1 $ million	Level 2 $ million	Level 3 $ million	Total $ million
31 March 2025									
Assets									
Trade and other receivables	**1,165.2**	**–**	**–**	**–**	**1,165.2**	**N/A**	**N/A**	**N/A**	**N/A**
Cash and cash equivalents	**694.0**	**–**	**–**	**–**	**694.0**	**N/A**	**N/A**	**N/A**	**N/A**
	1,859.2	**–**	**–**	**–**	**1,859.2**				
Liabilities									
Notes and borrowings	**–**	**–**	**–**	**2,537.9**	**2,537.9**	**–**	**2,537.9**	**–**	**2,537.9**
Trade and other payables	**–**	**26.1**	**13.7**	**1,357.9**	**1,397.7**	**N/A**	**39.8**	**N/A**	**39.8**
	–	**26.1**	**13.7**	**3,895.8**	**3,935.6**				
31 March 2024									
Assets									
Trade and other receivables	1,138.4	5.8	–	–	1,144.2	N/A	5.8	N/A	5.8
Cash and cash equivalents	659.0	–	–	–	659.0	N/A	N/A	N/A	N/A
	1,797.4	5.8	–	–	1,803.2				
Liabilities									
Notes and borrowings	–	–	–	2,712.2	2,712.2	–	2,712.2	–	2,712.2
Trade and other payables	–	5.3	5.1	1,508.6	1,519.0	N/A	10.4	N/A	10.4
	–	5.3	5.1	4,220.8	4,231.2				

31. FINANCIAL INSTRUMENTS AND FINANCIAL RISK MANAGEMENT (cont'd)

Classification of Financial Instruments (cont'd)

COMPANY	Carrying value: Amortised costs $ million	Carrying value: Fair value – hedging instruments $ million	Carrying value: Other financial liabilities $ million	Carrying value: Total $ million	Fair value: Level 1 $ million	Fair value: Level 2 $ million	Fair value: Level 3 $ million	Fair value: Total $ million
31 March 2025								
Assets								
Trade and other receivables	**1,431.8**	**–**	**–**	**1,431.8**	**N/A**	**N/A**	**N/A**	**N/A**
Cash and cash equivalents	**126.5**	**–**	**–**	**126.5**	**N/A**	**N/A**	**N/A**	**N/A**
	1,558.3	**–**	**–**	**1,558.3**				
Liabilities								
Notes and borrowings	**–**	**–**	**910.5**	**910.5**	**N/A**	**910.5**	**N/A**	**910.5**
Trade and other payables	**–**	**–**	**368.8**	**368.8**	**N/A**	**9.2**	**N/A**	**9.2**
	–	**–**	**1,279.3**	**1,279.3**				
31 March 2024								
Assets								
Trade and other receivables	1,436.8	–	–	1,436.8	N/A	N/A	N/A	N/A
Cash and cash equivalents	176.5	–	–	176.5	N/A	N/A	N/A	N/A
	1,613.3	–	–	1,613.3				
Liabilities								
Notes and borrowings	–	–	1,126.6	1,126.6	N/A	1,126.6	N/A	N/A
Trade and other payables	–	5.1	296.8	301.9	N/A	5.1	N/A	5.1
	–	5.1	1,423.4	1,428.5				

31. FINANCIAL INSTRUMENTS AND FINANCIAL RISK MANAGEMENT (cont'd)

Fair Values

Financial assets and financial liabilities are measured on an ongoing basis either at fair value or at amortised cost. 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.

Financial assets and financial liabilities that are classified as measured at amortised cost with carrying amounts being a reasonable approximation of their fair values, either due to their short-term nature or that they are floating rate instruments that are re-priced to market interest rates on or near the balance sheet date or the fixed interest rates approximate the market interest rates for such assets/liabilities. These financial assets include trade and other receivables, amount due from associates/joint ventures, loan to subsidiaries and cash and cash equivalents. These financial liabilities include trade and other payables, amount due to joint ventures, term loans and leases. The carrying amount of the secured loan receivables approximate the fair value of the quoted price of the pledged shares.

The fair value of forward foreign exchange contracts is determined using forward exchange market rates for contracts with similar maturity profiles at the end of the reporting period.

The fair value of cross currency or interest rate swap is the estimated amount that the swap contract can be exchanged for or settled with under normal market conditions. This fair value can be estimated using the discounted cash flow method where the future cash flows of the swap contract are discounted at the prevailing market foreign exchange rates and interest rates. Market interest rates are actively quoted interest rates or interest rates computed by applying techniques to these actively quoted interest rates.

32. RELATED PARTY TRANSACTIONS

For the purposes of these financial statements, parties are considered to be related to the Group if the Group has the ability, directly or indirectly, to control the party or exercise significant influence over the party in making financial and operating decisions, or vice versa, or where the Group and the party are subject to common control or common significant influence. Related parties may be individuals or other entities.

Key Management Personnel of the Group are those persons having the authority and responsibility for planning, directing and controlling the activities of the Group. The Group considers the President and Chief Executive Officer, Chief Financial Officer and all Business Unit Heads to be Key Management Personnel of the Group.

32. RELATED PARTY TRANSACTIONS (cont'd)

In addition to the related party information disclosed elsewhere in the financial statements, the following significant related party transactions took place on terms agreed between the parties during the financial year:

Sale and purchase of goods and services

	GROUP	
	FY2025 $ million	FY2024 $ million
Services rendered by:		
Related parties	**69.8**	49.4
Sales to:		
Related parties	**1,165.0**	890.6

Remuneration of key management personnel

	GROUP	
	FY2025 $ million	FY2024 $ million
Directors		
Directors' fees – paid by the Company	**1.6**	1.2
Key executives		
Salary, bonuses and other costs	**9.8**	8.5
CPF and other defined contributions plans	**0.3**	0.3
Share-based compensation expense	**8.8**	1.7
	18.9	10.5

33. CAPITAL AND OTHER COMMITMENTS

The Group and the Company have commitments for capital expenditure. Such commitments aggregated to $107.6 million (2024: $79.2 million) for the Group and $4.3 million (2024: $2.2 million) for the Company.

34. CAPITAL MANAGEMENT

The primary objective of management of the Group's capital structure is to maintain an efficient mix of debt and equity in order to achieve an optimal cost of capital, while taking into account the desirability of retaining financial flexibility to pursue business opportunities and adequate access to liquidity to mitigate the effect of unforeseen events on cash flows.

The Directors have reviewed the Group's capital structure and will continue to regularly review the Group's capital structure in line with this objective. For the financial years ended 31 March 2025 and 31 March 2024, no changes were made in the objectives, policies or processes relating to the management of the Group's capital structure.

The Group monitors capital based on the debt-equity ratio, which is total debt divided by total equity. The Group keeps the debt-equity ratio at a level below the required ratio under its debt covenants. The total debt under its debt covenants, includes notes and borrowings and bank overdrafts and excludes lease liabilities.

34. CAPITAL MANAGEMENT (cont'd)

	GROUP		COMPANY	
	31 Mar 2025 $ million	31 Mar 2024 $ million	31 Mar 2025 $ million	31 Mar 2024 $ million
Notes and borrowings	**2,537.9**	2,712.2	**910.5**	1,126.6
Lease liabilities	**1,706.2**	1,379.9	**69.3**	81.1
Total debt	**4,244.1**	4,092.1	**979.8**	1,207.7
Total equity	**2,768.9**	2,559.5	**2,856.2**	2,786.6
Total debt-equity ratio	**1.5**	1.6	**0.3**	0.4

35. SEGMENT REPORTING

Management determines the operating segments based on the reports reviewed and used by the President and Chief Executive Officer ("PCEO") of the Group for performance assessment and resource allocation.

The Group is organised into 3 operating segments as follows:

- Food Solutions segment provides mainly inflight and institutional catering, food processing, distribution services and airline laundry service in Asia Pacific region and United Kingdom.
- Gateway Services segment provides airport and cruise terminal services as well as trucking services. The airport terminal services include airfreight handling services, passenger services, aviation security services, baggage handling services and apron services to the Group's airline customers. On the provision of cruise terminal services, the segment manages and operates Marina Bay Cruise Centre in Singapore and Kai Tak Cruise Terminal in Hong Kong. Trucking services are provided in Europe and North America region.
- Others segment comprising corporate activities which are not allocated to the operating segments described above.

Information regarding the results of each operating segment is presented in this note. Performance is measured based on segment operating profit and share of results of associates/joint ventures net of tax, as included in the internal management reports reviewed by PCEO.

One of the corporate entities which mainly provides treasury services to Gateway Services was presented as part of Gateway Services segment in the financial year ended 31 March 2024. The entity is classified as Others from 1 April 2024 onwards.

The comparative information as at 31 March 2024 are reclassified to mirror the change as mentioned above.

35. SEGMENT REPORTING (cont'd)

BY BUSINESS

GROUP	Food Solutions $ million	Gateway Services $ million	Others $ million	Total $ million
Financial year ended 31 March 2025				
External revenue from continuing operations	**1,351.4**	**4,469.4**	**0.3**	**5,821.1**
Intercompany revenue	**91.0**	**68.0**	**110.0**	**269.0**
Operating profit/(loss)	**121.4**	**367.0**	**(12.7)**	**475.7**
Share of results of associates/joint ventures, net of tax	**34.0**	**80.3**	**–**	**114.3**
Finance expense				**(245.8)**
Finance income				**14.6**
Other non-operating gain, net				**0.9**
Profit before tax				**359.7**
Income tax expense				**(98.9)**
Profit for the year				**260.8**
Staff costs	**(445.4)**	**(2,612.6)**	**(103.7)**	**(3,161.7)**
Depreciation and amortisation charges	**(54.3)**	**(499.7)**	**(6.5)**	**(560.5)**
Capital expenditure	**41.6**	**184.6**	**6.7**	**232.9**
Financial year ended 31 March 2024				
External revenue from continuing operations	1,107.9	4,041.2	0.5	5,149.6
Intercompany revenue	87.0	57.6	78.9	223.5
Operating profit/(loss)	27.5	256.9	(40.2)	244.2
Share of results of associates/joint ventures, net of tax	30.1	79.9	–	110.0
Finance expense				(258.1)
Finance income				21.4
Other non-operating loss, net				(1.2)
Profit before tax				116.3
Income tax expense				(55.8)
Profit from continuing operation				60.5
Profit from discontinued operation, net of tax				3.2
Profit for the year				63.7
Staff costs	(407.3)	(2,419.2)	(112.8)	(2,939.3)
Depreciation and amortisation charges	(54.0)	(478.7)	(3.7)	(536.4)
Capital expenditure	53.2	124.0	22.8	200.0

35. SEGMENT REPORTING (cont'd)

BY BUSINESS (cont'd)

GROUP	Food Solutions $ million	Gateway Services $ million	Others $ million	Total $ million
As at 31 March 2025				
Associates/joint ventures	**195.4**	**571.7**	**–**	**767.1**
Total assets (including associates/joint ventures)	**1,426.9**	**7,052.3**	**403.5**	**8,882.7**
Total liabilities	**558.2**	**3,134.1**	**2,421.5**	**6,113.8**
As at 31 March 2024				
Associates/joint ventures	179.5	604.6	–	784.1
Total assets (including associates/joint ventures)	1,284.6	6,650.7	544.7	8,480.0
Total liabilities	473.8	2,640.1	2,806.6	5,920.5

Note: Intercompany revenue are eliminated upon consolidation.

BY GEOGRAPHICAL LOCATION

Geographical segments are defined as Singapore, Asia Pacific (excluding Singapore), EMEA (Europe, Middle East and Africa) and Americas (North America and South America).

Revenue, associates/joint ventures and assets information based on the geographical location of the subsidiaries deriving the revenue and owning the assets respectively are as follows:

	GROUP	
	FY2025 $ million	FY2024 $ million
Revenue – continuing operations		
Singapore	**2,058.3**	1,730.1
Asia Pacific (ex. Singapore)	**636.3**	521.9
EMEA	**1,078.2**	1,036.3
Americas	**2,048.3**	1,861.3
	5,821.1	5,149.6

35. SEGMENT REPORTING (cont'd)

BY GEOGRAPHICAL LOCATION (cont'd)

	GROUP			
	Associates/ joint ventures		Total assets (including associates/joint ventures)	
	31 March 2025 $ million	31 March 2024 $ million	31 March 2025 $ million	31 March 2024 $ million
Singapore	**7.6**	18.2	**1,631.5**	1,532.7
Asia Pacific (ex. Singapore)	**568.5**	572.7	**1,762.3**	1,763.6
EMEA	**191.0**	193.2	**2,745.9**	2,547.3
Americas	**–**	–	**2,743.0**	2,636.4
Total	**767.1**	784.1	**8,882.7**	8,480.0

36. RECLASSIFICATION OF THE CONSOLIDATED INCOME STATEMENT

The Group has changed the classification of operating expenses in the consolidated income statement to provide clarity and better understanding of the expenses incurred by the Group.

The table below illustrate the reclassification for the financial year ended 31 March 2024.

GROUP	As previously reported $ million	Reclassification $ million	As reclassified $ million
FY2024			
Expenditure			
Staff costs	(2,939.3)	–	(2,939.3)
Cost of raw materials and supplies	(386.8)	(88.8)	(475.6)
Licence fees	(96.7)	–	(96.7)
Depreciation and amortisation charges	(536.4)	–	(536.4)
Company premise, utilities and maintenance	(240.3)	(96.0)	(336.3)
Subcontracting services	–	(205.0)	(205.0)
Other costs	(705.9)	389.8	(316.1)
	(4,905.4)		(4,905.4)

37. SUBSEQUENT EVENT

Disposal of WFS Ground Solutions Ltd

On 1 April 2025, the Group disposed of its entire shareholding in WFS Ground Solutions Ltd, a 100% owned subsidiary in Edinburgh for EUR 6.4 million (approximately $9.5 million). The impact of disposal is not material to the Group.

Repayment and refinancing of notes and borrowings

In April 2025, the Group had fully repaid its $100 million fixed rate medium term notes using internal funds.

World Flight Services, Inc, a wholly-owned subsidiary of the Company issued USD 100 million ($130.6 million) fixed rate notes. These notes are due in 2028 and will be unconditionally and irrevocably guaranteed by the Company.

In May 2025, the Group's borrowing amounting to EUR 440 million ($639.1 million) due November 2025 was early refinanced with the proceeds from USD 100 million notes as mentioned above and drawdown of a term loan facility amounting to $500 million due in November 2026.

Additional Information

required by the Singapore Exchange Securities Trading Limited ("SGX-ST")

1. INTERESTED PERSON TRANSACTIONS

The interested person transactions entered into during the financial year ended 31 March 2025 are as follows:

Name of interested person	Nature of Relationship	Aggregate value of all interested person transactions during the financial period under review (excluding transactions less than $100,000 and transactions conducted under shareholders' mandate pursuant to Rule 920 of the SGX-ST Listing Manual) $'000	Aggregate value of all interested person transactions conducted under the shareholders' mandate pursuant to Rule 920 of the SGX-ST Listing Manual (excluding transactions less than $100,000) $'000
Transactions for the Sale of Goods and Services			
TATA SIA Airlines Limited (Vistara)	An associate of the Company's Controlling Shareholder	–	5,500
Gate Gourmet Japan YK	An associate of the Company's Controlling Shareholder	–	3,631
Go Net Zero Pte. Ltd.	An associate of the Company's Controlling Shareholder	–	992
Singapore Airlines Limited	An associate of the Company's Controlling Shareholder	–	5,364,613
SIA Engineering Company Ltd.	An associate of the Company's Controlling Shareholder	–	14,000
KrisShop Pte Ltd	An associate of the Company's Controlling Shareholder	–	2,232
ST Engineering Aerospace Ltd.	An associate of the Company's Controlling Shareholder	–	680
		–	5,391,648

1. INTERESTED PERSON TRANSACTIONS (cont'd)

Name of interested person	Nature of Relationship	Aggregate value of all interested person transactions during the financial period under review (excluding transactions less than $100,000 and transactions conducted under shareholders' mandate pursuant to Rule 920 of the SGX-ST Listing Manual) $'000	Aggregate value of all interested person transactions conducted under the shareholders' mandate pursuant to Rule 920 of the SGX-ST Listing Manual (excluding transactions less than $100,000) $'000
Transactions for the Purchase of Goods and Services			
NCS Communications Engineering Pte Ltd	An associate of the Company's Controlling Shareholder	–	1,175
ST Engineering Training & Simulation Systems Pte. Ltd.	An associate of the Company's Controlling Shareholder	–	433
ST Engineering Synthesis Pte. Ltd.	An associate of the Company's Controlling Shareholder	–	3,232
Singapore Telecommunications Limited	An associate of the Company's Controlling Shareholder	–	864
ST Engineering Aerospace Ltd.	An associate of the Company's Controlling Shareholder	–	110
Gate Group Trading Hong Kong Ltd	An associate of the Company's Controlling Shareholder	–	1,734
		–	7,548

Note:
All the transactions set out in the above table were based on records from the Group's Register of Interested Person Transactions for the financial period under review, and include transactions whose durations exceed the financial period under review and/or multiple transactions with the same interested person. The transactions were based on actual or estimated values of the transactions for the entire duration of the relevant transactions in the case of fixed term contracts or annual/ periodic values of the transactions in the case of open-ended contracts, taking into account agreed rates.

All the above interested person transactions were done on normal commercial terms.

2. MATERIAL CONTRACTS

There were no material contracts entered into by the Company or its subsidiaries involving the interests of its President and Chief Executive Officer, Directors or controlling shareholders, either still subsisting at the end of the financial year or, if not then subsisting, entered into since the end of the previous financial year.

3. APPOINTMENT OF AUDITORS

The Company confirms that it has complied with Rules 712 and 715 of the Listing Manual of the SGX- ST in relation to its auditing firms.

Information on Shareholdings

as at 27 May 2025

Number of Issued Shares	:	1,495,068,992
Number of Issued Shares (excluding Treasury Shares)	:	1,485,899,587
Class of Shares	:	Ordinary shares
Number / Percentage of Treasury Shares	:	9,169,405 / 0.62%
Number of Shares / Percentage held by Subsidiary Holdings	:	Nil
Voting Rights	:	1 vote per share

ANALYSIS OF SHAREHOLDINGS

Range of shareholdings	No. of shareholders	%	No. of shares (excluding treasury shares)	%*
1 – 99	1,156	2.32	51,260	0.00
100 – 1,000	15,831	31.81	9,817,137	0.66
1,001 – 10,000	26,036	52.31	102,465,129	6.90
10,001 – 1,000,000	6,720	13.50	222,627,685	14.98
1,000,001 and above	29	0.06	1,150,938,376	77.46
Total	**49,772**	**100.00**	**1,485,899,587**	**100.00**

TWENTY LARGEST SHAREHOLDERS

No.	Name	No. of shares held	%*
1	VENEZIO INVESTMENTS PTE LTD	590,220,938	39.72
2	CITIBANK NOMINEES SINGAPORE PTE LTD	169,875,093	11.43
3	DBS NOMINEES (PRIVATE) LIMITED	124,052,058	8.35
4	HSBC (SINGAPORE) NOMINEES PTE LTD	58,679,003	3.95
5	RAFFLES NOMINEES (PTE.) LIMITED	49,331,039	3.32
6	DBSN SERVICES PTE. LTD.	40,606,404	2.73
7	PHILLIP SECURITIES PTE LTD	17,889,245	1.20
8	UNITED OVERSEAS BANK NOMINEES (PRIVATE) LIMITED	15,694,940	1.06
9	MOOMOO FINANCIAL SINGAPORE PTE. LTD.	10,832,034	0.73
10	OCBC NOMINEES SINGAPORE PRIVATE LIMITED	10,237,692	0.69
11	IFAST FINANCIAL PTE. LTD.	7,787,399	0.52
12	OCBC SECURITIES PRIVATE LIMITED	7,652,079	0.51
13	BPSS NOMINEES SINGAPORE (PTE.) LTD.	6,179,711	0.42
14	UOB KAY HIAN PRIVATE LIMITED	4,024,551	0.27
15	MAYBANK SECURITIES PTE. LTD.	3,941,531	0.27
16	CGS INTERNATIONAL SECURITIES SINGAPORE PTE. LTD.	3,892,278	0.26
17	TIGER BROKERS (SINGAPORE) PTE. LTD.	3,797,689	0.26
18	HUNGATE ALEXANDER CHARLES	3,124,144	0.21
19	CHU MENG CHEE	3,012,000	0.20
20	YIM CHEE CHONG	2,745,400	0.18
		1,133,575,228	**76.28**

* The shareholding percentage has been calculated based on the number of issued ordinary shares of the Company as at 27 May 2025, excluding any ordinary shares held in treasury and subsidiary holdings as at that date.

SUBSTANTIAL SHAREHOLDERS

As at 27 May 2025, the substantial shareholders of the Company and their direct and deemed interests, as shown in the Company's Register of Substantial Shareholders, were as follows:

Name of substantial shareholder	No. of shares in which the substantial shareholder has a direct interest (representing percentage[1] of total shareholding)	No. of shares in which the substantial shareholder has a deemed interest (representing percentage[1] of total shareholding)	Total no. of shares in which the substantial shareholder is interested (representing percentage[1] of total shareholding)
Temasek Holdings (Private) Limited	–	594,958,640[2] (approximately 40.04%)	594,958,640 (approximately 40.04%)
Tembusu Capital Pte. Ltd.	–	594,606,203[2] (approximately 40.02%)	594,606,203 (approximately 40.02%)
Napier Investments Pte. Ltd.	–	446,123,158[2,3] (approximately 30.02%)	446,123,158 (approximately 30.02%)
Venezio Investments Pte. Ltd.	446,123,158[3] (approximately 30.02%)	–	446,123,158 (approximately 30.02%)

Notes:

1 The shareholding percentage has been calculated based on the number of issued ordinary shares of the Company as at 27 May 2025, excluding any ordinary shares held in treasury and subsidiary holdings as at that date.

2 Tembusu Capital Pte. Ltd. ("**Tembusu**") is the holding company of Napier Investments Pte. Ltd. ("**Napier**"), which is in turn the holding company of Venezio Investments Pte. Ltd. ("**Venezio**"). Tembusu and Napier are deemed to be interested in the shares held by Venezio by virtue of section 4 of the Securities and Futures Act 2001 ("**SFA**"). Temasek Holdings (Private) Limited ("**Temasek**") is the holding company of Tembusu and the ultimate holding company of Venezio. Accordingly, Temasek has a deemed interest in all the shares held by Venezio. In addition, Temasek is deemed to be interested in further shares in which its other subsidiaries and associated companies have or are deemed to have an interest pursuant to section 4 of the SFA.

3 Does not include shares acquired pursuant to the Company's renounceable underwritten rights issue in March 2023. As the acquisition(s) did not result in any overall percentage level changes in the substantial shareholders' total interest in the Company, no notification of the changes was required to be given under the SFA.

SHAREHOLDINGS HELD BY THE PUBLIC

Based on information available to the Company as at 27 May 2025, approximately 59.44% of the issued ordinary shares of the Company are held by the public (as defined in the Listing Manual of the Singapore Exchange Securities Trading Limited ("**SGX-ST**")). The Company hence confirms that Rule 723 of the Listing Manual of the SGX-ST has been complied with.

Glossary of Capitalised Terms

2024 AGM	SATS' Annual General Meeting held on 19 July 2024
2025 AGM	SATS' Annual General Meeting to be held on 25 July 2025 in respect of FY2025
2025 Letter to Shareholders	SATS' Letter to Shareholders dated 26 June 2025
2026 AGM	SATS' Annual General Meeting to be held on or around July 2026
AC	Audit Committee of the Board
BOD or Board	SATS' Board of Directors
Board Committees	Collectively, the AC, NC, RHRC and SSRC
CFO	SATS' Chief Financial Officer
CG Report	SATS' Corporate Governance Report
Code	Singapore Code of Corporate Governance 2018
Companies Act	Companies Act 1967 of Singapore
Directors	A member of the Board
EBITDA	Earnings before interest, taxes, depreciation, and amortization
EMEAA	Europe, the Middle East, Africa and Asia
ERM	Global Enterprise Risk Management
ESG	Environmental, Social, and Governance
FY2025	SATS' financial year ending 31 March 2025
FY2026	SATS' financial year ending 31 March 2026
GIA	Group Internal Audit Department
GMB	Members of SATS' Group Management Board which includes the following title holders: PCEO, CFO, CFO-Designate (as of 2 May 2025), Deputy CEO (Gateway Services, Global), CEO (Gateway Services, Americas), CEO (Gateway Services, EMEAA), CEO (Gateway Services, Asia-Pacific), CEO (SATS Singapore Hub), CEO (Food Solutions), Chief Human Capital Officer, Chief Digital Officer and Chief Corporate Officer
Group	SATS and its subsidiaries
IPTs	Interested Person Transactions
Key Management Personnel	For the purpose of this Annual Report, it refers to the CFO, CEO (Gateway Services, Americas), CEO (Gateway Services, EMEAA), CEO (Gateway Services, Asia-Pacific), CEO (Singapore Hub) and CEO (Food Solutions)
KPIs	Key Performance Indicators
Listing Manual	Listing Manual of the SGX-ST
LTI	Long-term Incentive
NC	Nominating Committee of the Board
PCEO	SATS' President & Chief Executive Officer
RHRC	Remuneration and Human Resource Committee of the Board
ROIC	Return on Invested Capital
SATS PSP	SATS Performance Share Plan
SATS RSP	SATS Restricted Share Plan
Senior Management	Collectively, members of the GMB and employees holding the rank of Senior Vice President and above
SFA	Securities and Futures Act 2001
SGX-ST	Singapore Exchange Securities Trading Limited
SSRC	Safety, Sustainability and Risk Committee of the Board
SSRMC	SATS' Safety, Sustainability and Risk Management Committee
TSR	Total Shareholder Returns

Notice of Annual General Meeting

SATS Ltd.
(Incorporated in the Republic of Singapore)
Company Registration No. 197201770G

NOTICE IS HEREBY GIVEN that the 52nd Annual General Meeting of SATS Ltd. (the "**Company**") will be held at the Grand Ballroom, Level 4, Grand Copthorne Waterfront Hotel Singapore, 392 Havelock Road, Singapore 169663, on Friday, 25 July 2025 at 11.00 a.m. to transact the following business:

ORDINARY BUSINESS

Resolution 1 To receive and adopt the Directors' Statement and Audited Financial Statements for the financial year ended 31 March 2025 and the Auditors' Report thereon.

Resolution 2 To declare a final ordinary tax-exempt (one-tier) dividend of 3.5 cents per share for the financial year ended 31 March 2025.

To re-elect the following directors who are retiring by rotation under Article 90 of the Company's Constitution and who, being eligible, offer themselves for re-election:

Resolution 3 (a) Ms Jessica Tan

Resolution 4 (b) Mrs Deborah Ong

Resolution 5 (c) Mr Eng Aik Meng

Resolution 6 To approve payment of Directors' fees of up to S$1,700,000 for the financial year ending 31 March 2026 (2025: up to S$1,700,000).

Resolution 7 To re-appoint Messrs KPMG LLP as Auditors of the Company to hold office until the next Annual General Meeting and to authorise the Directors to fix their remuneration.

SPECIAL BUSINESS

To consider and if thought fit, to pass, with or without modifications, the following resolutions which will be proposed as Ordinary Resolutions:

Resolution 8 That authority be and is hereby given to the Directors of the Company 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 Instruments made or granted by the Directors while this Resolution was in force, provided that:

(i) 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 percent of the total number of issued Shares (excluding treasury shares and subsidiary holdings) (as calculated in accordance with sub-paragraph (ii) 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 5 percent of the total number of issued Shares (excluding treasury shares and subsidiary holdings) (as calculated in accordance with sub-paragraph (ii) below);

(ii) (subject to such manner of calculation as may be prescribed by the Singapore Exchange Securities Trading Limited ("**SGX-ST**")) for the purpose of determining the aggregate number of Shares that may be issued under sub-paragraph (i) 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:

(aa) new Shares arising from the conversion or exercise of any convertible securities or employee share options or vesting of share awards which were issued and are outstanding or subsisting at the time this Resolution is passed; and

(bb) any subsequent bonus issue, consolidation or subdivision of Shares,

and, in sub-paragraph (i) above and this sub-paragraph (ii), "**subsidiary holdings**" has the meaning given to it in the Listing Manual of the SGX-ST;

(iii) 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 of the Company; and

(iv) (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 Annual General Meeting of the Company or the date by which the next Annual General Meeting of the Company is required by law to be held, whichever is the earlier.

Resolution 9 That the Directors of the Company be and are hereby authorised to:

(a) grant awards in accordance with the provisions of the SATS Performance Share Plan and/or the SATS Restricted Share Plan; and

(b) allot and issue from time to time such number of ordinary shares of the Company ("**Shares**") as may be required to be issued pursuant to the vesting of awards under the SATS Performance Share Plan and/or the SATS Restricted Share Plan,

provided that:

(i) the aggregate number of new Shares to be allotted and issued pursuant to the SATS Performance Share Plan, the SATS Restricted Share Plan and the SATS Employee Share Option Plan shall not exceed 15 percent of the total number of issued Shares (excluding treasury shares and subsidiary holdings) from time to time; and

(ii) the aggregate number of Shares under awards to be granted pursuant to the SATS Performance Share Plan and/or the SATS Restricted Share Plan during the period commencing from the date of this Annual General Meeting of the Company and ending on the date of the next Annual General Meeting of the Company or the date by which the next Annual General Meeting of the Company is required by law to be held, whichever is the earlier, shall not exceed 1 percent of the total number of issued Shares (excluding treasury shares and subsidiary holdings) from time to time,

and in this Resolution, "**subsidiary holdings**" has the meaning given to it in the Listing Manual of the Singapore Exchange Securities Trading Limited.

Resolution 10 That:

(a) approval be and is hereby given, for the purposes of Chapter 9 of the Listing Manual ("**Chapter 9**") of the Singapore Exchange Securities Trading Limited, for the Company, its subsidiaries and associated companies that are entities at risk (as that term is used in Chapter 9), or any of them, to enter into any of the transactions falling within the types of interested person transactions described in the Appendix to the Letter to Shareholders dated 26 June 2025 (the "**Letter to Shareholders**") with any party who is of the class of interested persons described in the Appendix to the Letter to Shareholders, provided that such transactions are made on normal commercial terms and in accordance with the review procedures for such interested person transactions;

(b) the approval given in paragraph (a) above (the "**IPT Mandate**") shall, unless revoked or varied by the Company in general meeting, continue in force until the conclusion of the next Annual General Meeting of the Company; and

(c) the Directors of the Company and/or any of them be and are hereby authorised to complete and do all such acts and things (including executing all such documents as may be required) as they and/or he/she may consider expedient or necessary or in the interests of the Company to give effect to the IPT Mandate and/or this Resolution.

Resolution 11 That:

(a) for the purposes of Sections 76C and 76E of the Companies Act 1967 (the "**Companies Act**"), the exercise by the Directors of the Company 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 of the Company 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 ("**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 of the Company 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**");

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(b) unless varied or revoked by the Company in general meeting, the authority conferred on the Directors of the Company pursuant to the Share Purchase Mandate may be exercised by the Directors of the Company 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 Annual General Meeting of the Company is held;

(ii) the date by which the next Annual General Meeting 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:

"**Maximum Limit**" means that number of issued Shares representing 2 percent of the 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, in the case of both a market purchase of a Share and an off-market purchase of a Share, 105 percent of the Average Closing Price of the Shares;

where:

"**Average Closing Price**" means the average of the last dealt prices of a Share for the five consecutive trading 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; and

"**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 herein) for each Share and the relevant terms of the equal access scheme for effecting the off-market purchase; and

(d) the Directors of the Company 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 or in the interests of the Company to give effect to the transactions contemplated and/or authorised by this Resolution.

BY ORDER OF THE BOARD

Ian Chye
Company Secretary

Singapore, 26 June 2025

EXPLANATORY NOTES

1. (a) In relation to Ordinary Resolution No. 3, Ms Jessica Tan will be retiring from office at the Annual General Meeting pursuant to Article 90 of the Constitution of the Company, and will be standing for re-election at the Annual General Meeting. Ms Tan will, upon re-election, continue to serve as the Chairperson of the Nominating Committee and a member of the Audit Committee. Ms Tan is considered an independent Director.

   (b) In relation to Ordinary Resolution No. 4, Mrs Deborah Ong will be retiring from office at the Annual General Meeting pursuant to Article 90 of the Constitution of the Company, and will be standing for re-election at the Annual General Meeting. Mrs Ong will, upon re-election, continue to serve as the Chairperson of the Audit Committee and a member of the Safety, Sustainability and Risk Committee. Mrs Ong is considered an independent Director.

   (c) In relation to Ordinary Resolution No. 5, Mr Eng Aik Meng will be retiring from office at the Annual General Meeting pursuant to Article 90 of the Constitution of the Company, and will be standing for re-election at the Annual General Meeting. Mr Eng will, upon re-election, continue to serve as a member of the Nominating Committee and a member of the Remuneration and Human Resource Committee. Mr Eng is considered a non-independent Director as he is a nominee of Temasek Holdings (Private) Limited, a substantial shareholder of the Company.

   (d) As announced by the Company on 2 June 2025, Mr Chia Kim Huat will be retiring from office at the Annual General Meeting pursuant to Article 90 of the Company's Constitution, and has notified the Company that he will not be seeking re-election as a Director of the Company at the Annual General Meeting. His retirement from the Board will take effect from the conclusion of the Annual General Meeting. Mr Chia will, upon retirement, cease to be a member of the Nominating Committee and a member of the Safety, Sustainability and Risk Committee. Mr Mak Swee Wah will be appointed as a member of the Nominating Committee in place of Mr Chia.

   (e) As announced by the Company on 2 June 2025, Mr Achal Agarwal has notified the Company that he will be stepping down as a Director of the Company with effect from the conclusion of the Annual General Meeting. Mr Agarwal will thereupon cease to be the Chairperson of the Remuneration and Human Resource Committee. Ms Chan Lai Fung will be appointed as the Chairperson of the Remuneration and Human Resource Committee in place of Mr Agarwal.

   Detailed information on the Directors who are standing for re-election (including information as set out in Appendix 7.4.1 of the Listing Manual of the Singapore Exchange Securities Trading Limited) can be found in the section on "Additional information on Directors seeking re-election" in the SATS Annual Report for the financial year ended 31 March 2025 ("**FY2025**").

2. Ordinary Resolution No. 6 is to approve the payment of an aggregate sum of up to S$1,700,000 as Directors' fees for the non-executive Directors of the Company for the current financial year ending 31 March 2026 ("**FY2026**") (FY2025: up to S$1,700,000). The scale of fees can be found in the "Non-Executive Directors' Remuneration" section of the Corporate Governance Report in the SATS Annual Report for FY2025.

   The proposed fees for FY2026, if approved, will facilitate the payment of Directors' fees during or soon after the financial year in which such fees are incurred. The amount of Directors' fees has been computed based on the current scale of Directors' fees and takes into account, among others, the anticipated number of Board and Board Committee meetings for FY2026, assuming attendance by all the Directors at such meetings. The amount also caters for additional fees (if any) which may be payable due to additional board representations on the Company's subsidiary(ies) and/or joint ventures or other appointments, or additional Board or Board Committee members being appointed in the course of FY2026. If, for unforeseen reasons, payments are required to be made to the Directors in excess of the amount proposed, the Company will revert to shareholders for approval at the next Annual General Meeting in the year 2026 (the "**2026 AGM**") before any such payments are made.

   If approved, each of the non-executive Directors (including the Chairman but excluding Mr Eng Aik Meng) will receive approximately 70 percent of his/her total Directors' fees for FY2026 in cash and approximately 30 percent in the form of ordinary shares of the Company ("**Shares**") (FY2025: 70 percent in cash and 30 percent in Shares). The Directors' fees for FY2026 for Mr Eng Aik Meng will be paid fully in cash to his employer, Temasek International Pte. Ltd..

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The Share component of the Directors' fees for FY2026 is intended to be paid out in the form of awards under the SATS Restricted Share Plan. The awards will consist of fully paid Shares with no performance conditions attached and no vesting periods imposed. However, each non-executive Director will be required to retain a base shareholding with a value equivalent to one year's retainer fee for as long as he/she is on the Board of the Company, and for a period of one year after stepping down as a Director, in order to better align the interests of non-executive Directors with the interests of shareholders. A non-executive Director who steps down before the payment of the Share component of his/her fees will receive all of his/her fees (calculated on a pro-rated basis, where applicable) in cash. Further details regarding the Directors' fees can be found in the "Non-Executive Directors Remuneration" section of the Corporate Governance Report in the SATS Annual Report for FY2025.

The cash component of the Directors' fees for FY2026 is intended to be paid half-yearly in arrears. The current intention is for the Share component of the Directors' fees for FY2026 to be paid after the 2026 AGM has been held. The actual number of Shares to be awarded will be determined by reference to the volume-weighted average price of a Share on the Singapore Exchange Securities Trading Limited over the 10 trading days after the 2026 AGM, rounded down to the nearest hundred Shares, and any residual balance will be settled in cash.

The non-executive Directors will abstain from voting their holdings of Shares (if any), and will procure that their respective associates abstain from voting their respective holdings of Shares (if any), in respect of this Resolution.

3. Ordinary Resolution No. 8 is to empower the Directors to issue Shares, make or grant instruments convertible into Shares and to issue Shares pursuant to such instruments, from the date of this Annual General Meeting until the date of the next Annual General Meeting. The number of Shares which the Directors may issue under this Resolution will not exceed 50 percent of the issued Shares (excluding treasury shares and subsidiary holdings) with a sub-limit of 5 percent for issues other than on a *pro rata* basis. The 5 percent sub-limit for non-*pro rata* issues is lower than the 20 percent sub-limit allowed under the Listing Manual of the SGX-ST. For the purpose of determining the aggregate number of Shares which may be issued, 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 (a) new Shares arising from the conversion or exercise of any convertible instruments or share options or vesting of share awards which were issued and are outstanding at the time this Resolution is passed and (b) any subsequent bonus issue, consolidation or subdivision of Shares. As at 27 May 2025 (the "**Latest Practicable Date**"), the Company had 9,169,405 treasury shares and no subsidiary holdings.

4. Ordinary Resolution No. 9 is to empower the Directors to grant awards and to allot and issue Shares pursuant to the SATS Performance Share Plan and/or the SATS Restricted Share Plan, provided that:

   (a) the aggregate number of new Shares which may be issued under the SATS Performance Share Plan, the SATS Restricted Share Plan and the SATS Employee Share Option Plan is limited to 15 percent of the total number of issued Shares (excluding treasury shares and subsidiary holdings) from time to time; and

   (b) the aggregate number of Shares under awards which may be granted pursuant to the SATS Performance Share Plan and/or the SATS Restricted Share Plan from this Annual General Meeting to the next Annual General Meeting shall not exceed 1 percent of the total number of issued Shares (excluding treasury shares and subsidiary holdings) from time to time.

   The SATS Employee Share Option Plan was adopted by the Company in February 2000 and the last grant of options thereunder was made in July 2008. The SATS Performance Share Plan and the SATS Restricted Share Plan were adopted at an Extraordinary General Meeting of the Company held on 19 July 2005 for an initial duration of 10 years and subsequently at the Annual General Meetings held on 23 July 2014 and 19 July 2024, were extended for further periods of 10 years up to 18 July 2025 and 18 July 2035 respectively.

5. Ordinary Resolution No. 10 is to renew the mandate to allow the Company, its subsidiaries and associated companies that are entities at risk (as the term is used in Chapter 9 of the Listing Manual of the Singapore Exchange Securities Trading Limited) or any of them, to enter into certain interested person transactions with the classes of interested persons as described in the Letter to Shareholders. The authority will, unless revoked or varied by the Company in general meeting, continue in force until the conclusion of the next Annual General Meeting of the Company. Please refer to the Letter to Shareholders for more details.

6. Ordinary Resolution No. 11 is to renew the mandate to allow the Company to purchase or otherwise acquire Shares, on the terms and subject to the conditions set out in the Resolution.

   The Company intends to use its internal sources of funds, external borrowings or a combination of internal resources and external borrowings, to finance the purchases or acquisitions 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, 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 existing issued Shares as at the Latest Practicable Date, the purchase by the Company of 2 percent of its issued Shares (excluding treasury shares and subsidiary holdings) will result in the purchase or acquisition of a maximum number of 29,717,991 Shares.

   In the case of both market purchases and off-market purchases by the Company and assuming that the Company purchases or acquires the maximum number of 29,717,991 Shares at the Maximum Price of S$3.14 for one Share (being the price equivalent to 5 percent above the average closing prices 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 29,717,991 Shares is approximately S$93,314,492.

   The financial effects of the purchase or acquisition of such 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 March 2025, based on certain assumptions, are set out in paragraph 3.7.4 of the Letter to Shareholders dated 26 June 2025 (the "**Letter to Shareholders**").

   Please refer to the Letter to Shareholders for more details.

NOTES:

Format of Meeting

1. The 52nd Annual General Meeting of the Company will be held, in a wholly physical format, at the Grand Ballroom, Level 4, Grand Copthorne Waterfront Hotel Singapore, 392 Havelock Road, Singapore 169663 on Friday, 25 July 2025 at 11.00 a.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 52nd Annual General Meeting by attending the 52nd Annual General Meeting in person. **There will be no option for shareholders to participate virtually**.

   Printed copies of this Notice and the accompanying proxy form will be sent by post to members. These documents will also be published on the Company's website at the URL https://www.sats.com.sg/AGM2025 and the SGX website at the URL https://www.sgx.com/securities/company-announcements.

Appointment of Proxy(ies)

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 52nd Annual General Meeting. 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 52nd Annual General Meeting, 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.

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 at the office of 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 sats-agm2025@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 52nd Annual General Meeting.

5. CPF and SRS investors:

   (a) may vote at the 52nd Annual General Meeting if they are appointed as proxies by their respective CPF Agent Banks or SRS Operators, and should contact their respective CPF Agent Banks or SRS Operators if they have any queries regarding their appointment as proxies; or

   (b) may appoint the Chairman of the Meeting as proxy to vote on their behalf at the 52nd Annual General Meeting, in which case they should approach their respective CPF Agent Banks or SRS Operators to submit their votes by 5.00 p.m. on 15 July 2025.

Submission of Questions

6. Shareholders, including CPF and SRS investors, may submit substantial and relevant questions related to the resolutions to be tabled for approval at the 52nd Annual General Meeting in advance of the 52nd Annual General Meeting:

   (a) by post to the Company's Share Registrar, Boardroom Corporate & Advisory Services Pte. Ltd., at 1 Harbourfront Avenue, #14-07 Keppel Bay Tower, Singapore 098632; or

   (b) via email to the Company at sats_ir@sats.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 must be received by 14 July 2025.

7. The Company will address all substantial and relevant questions received from shareholders by the 14 July 2025 deadline by publishing its responses to such questions on the Company's website at the URL https://www.sats.com.sg/AGM2025 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 14 July 2025 deadline either within a reasonable timeframe before the 52nd Annual General Meeting, or at the 52nd Annual General Meeting 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 52nd Annual General Meeting, at the 52nd Annual General Meeting itself.

Access to Documents

9. (a) The Letter to Shareholders dated 26 June 2025 (in relation to the proposed renewal of the mandate for interested person transactions and the proposed renewal of the share purchase mandate) may be accessed from the date of this Notice at the Company's website at the URL https://www.sats.com.sg/AGM2025 by clicking on the link for "Letter to Shareholders 2025" under "AGM 2025 Documents".

   (b) The SATS Annual Report for FY2025 may be accessed from 10 July 2025 at the Company's website at the URL https://www.sats.com.sg/AGM2025 by clicking on the link for "SATS Annual Report FY2025" under "AGM 2025 Documents".

   The above documents will also be made available on the SGX website from the dates specified above 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, or otherwise made available on the Company's website at the URL https://www.sats.com.sg/AGM2025 and the SGX website at the URL https://www.sgx.com/securities/company-announcements, by 14 July 2025.

PERSONAL DATA PRIVACY

By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the Annual General Meeting and/or any adjournment thereof, a member of the Company (i) consents to the collection, use and disclosure of the member's personal data by the Company (or its agents 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 Annual General Meeting (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the Annual General Meeting (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**"); (ii) warrants that where the member discloses the personal data of the member's proxy(ies) and/or representative(s) to the Company (or its agents 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 (iii) agrees that the member will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the member's breach of warranty.

CLOSURE OF BOOKS

NOTICE IS HEREBY GIVEN that, subject to the approval of shareholders for the proposed final dividend being obtained at the 52nd Annual General Meeting of the Company to be held on 25 July 2025, the Transfer Books and Register of Members of the Company will be closed on 1 August 2025 for the preparation of dividend warrants.

Duly completed and stamped transfers together with all relevant documents of or evidencing title received by the Company's Share Registrar, Boardroom Corporate & Advisory Services Pte. Ltd., at 1 Harbourfront Avenue, #14-07 Keppel Bay Tower, Singapore 098632, up to 5.00 p.m. on 31 July 2025 will be registered to determine shareholders' entitlements to the proposed final dividend. Subject as aforesaid, persons whose securities accounts with The Central Depository (Pte) Limited are credited with ordinary shares of the Company as at 5.00 p.m. on 31 July 2025 will be entitled to the proposed final dividend.

The proposed final dividend, if approved by shareholders on 25 July 2025, will be paid on 15 August 2025.

Additional Information on Directors Seeking Re-election

(Information as at 27 May 2025)

Name of Director	JESSICA TAN	DEBORAH ONG	ENG AIK MENG
Date of appointment	**17 April 2017**	**16 November 2020**	**15 April 2023**
Date of last re-appointment (if applicable)	**21 July 2023**	**21 July 2023**	**21 July 2023**
Age	**59**	**66**	**55**
Country of principal residence	**Singapore**	**Singapore**	**Singapore**
The Board's comments on this appointment (including rationale, selection criteria, board diversity considerations and the search and nomination process)	The Board has considered the NC's recommendation and assessment on Ms Tan's background, expertise, experience, diversity of skillsets, independence, contributions and commitment in the discharge of her duties as an Independent Director of SATS Ltd. and is satisfied that she will continue to contribute meaningfully to the Board.	The Board has considered the NC's recommendation and assessment on Mrs Ong's background, expertise, experience, independence, diversity of skillsets, contributions and commitment in the discharge of her duties as an Independent Director of SATS Ltd. and is satisfied that she will continue to contribute meaningfully to the Board.	The Board has considered the NC's recommendation and assessment on Mr Eng's background, expertise, experience, diversity of skillsets, contributions and commitment in the discharge of his duties as a Non-Independent Non-Executive Director of SATS Ltd. and is satisfied that he will continue to contribute meaningfully to the Board.
Whether appointment is executive, and if so, the area of responsibility	Non-Executive	Non-Executive	Non-Executive
Job Title (e.g. Lead ID, AC Chairman, AC Member etc.)	• Non-Executive and Independent Director • Chairperson, NC • Member, AC	• Non-Executive and Independent Director • Chairperson, AC • Member, SSRC	• Non-Executive and Non-Independent Director • Member, NC • Member, RHRC
Professional qualifications	• Bachelor of Social Sciences (Honours), National University of Singapore • Bachelor of Arts (Economics and Sociology), National University of Singapore	• Bachelor of Accountancy (Honours), National University of Singapore • Fellow, Institute of Singapore Chartered Accountants • Fellow, Certified Practising Accountants (CPA) Australia	• Bachelor of Accountancy (Honours), Nanyang Technological University • MBA, Harvard University
Working experience and occupation(s) during the past 10 years	Ms Tan held leadership positions in Microsoft in Asia Pacific prior to her appointment as the managing director of Microsoft Singapore in 2008 – 2011 when she then took on the role as general manager Enterprise & Partner Group Microsoft Asia Pacific. She was re-appointed in July 2013 as managing director of Microsoft Singapore till the end of 2016. She was responsible for developing and driving growth strategies as well as deepening relationships with partners, customers and employees. In May 2025, Ms Tan was re-elected the Member of Parliament for the East Coast Group Representation Constituency (GRC) in Singapore, having served for four terms since 2006. She was the chairperson of the Public Accounts Committee from 2016 to 2020 and the group commercial director of Raffles Medical Group Ltd. from June 2017 to June 2022. In addition, she was elected Deputy Speaker of Parliament in August 2020. She is currently the chairman for the East Coast Town Council, a member of the Finance, Trade and Industry Government Parliamentary Committee (GPC) and a member of the Communications and Information GPC.	Mrs Ong is an independent director of Starhub Ltd. and CapitaLand India Trust Management Pte Ltd. (the Trustee-Manager of CapitaLand India Trust). Additionally, she is a board member of the Monetary Authority of Singapore, a board member and chairperson of the Audit and Risk Committee at the Lee Kong Chian School of Medicine Governing Board at Nanyang Technological University, as well as SkillsFuture Singapore. She is also a member of The Judicial Services Commission. Previously, Mrs Ong was a partner of PricewaterhouseCoopers LLP, Singapore from 1 July 1993 to 31 October 2020. She was also a board member of Workforce Singapore and Council for Estate Agencies, and a member of the Legal Service Commission.	Mr Eng is currently the joint head, Portfolio Development Group and head of Operating Group, of Temasek International Pte. Ltd. ("**Temasek International**"). He also serves as a non-independent and non-executive director of Seatrium Limited. Prior to these roles, Mr Eng was the co-founder of TE Asia Healthcare Partners and group chief executive officer of TE Healthcare Advisory Pte Ltd. from October 2015 to August 2024.
Shareholding interest in the listed issuer and its subsidiaries	64,486 ordinary shares in SATS Ltd.	40,723 ordinary shares in SATS Ltd.	Direct Interest: 8,300 ordinary shares in SATS Ltd. Deemed interest: 20,000 ordinary shares in SATS Ltd.
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	Nil	Mr Eng is currently the joint head, Portfolio Development Group and head of Operating Group, of Temasek International, a full-time executive role within Temasek Holdings (Private) Limited ("**Temasek**"). Temasek International is a wholly owned subsidiary of Temasek, which is in turn a substantial shareholder of SATS Ltd.

Additional Information on Directors Seeking Re-election

(Information as at 27 May 2025)

Name of Director	JESSICA TAN	DEBORAH ONG	ENG AIK MENG
Conflict of interest (including any competing business)	Ms Tan is a non-executive director of Mitsui & Co. Ltd. ("**Mitsui**") which holds 15% in SATS-Mit Food Solutions Pte. Ltd., a subsidiary of the Company. She has and will continue to recuse herself from any discussion or decision involving Mitsui's dealings with the Company. Save for the above disclosed relationship with Mitsui, Ms Tan is not involved in any undertaking which conflicts with the business of the Company.	Nil	Save for the above disclosed relationships with Temasek and Temasek International, Mr Eng is not involved in any undertaking which conflicts with the business of the Company.
Undertaking (in the format set out in Appendix 7.7) under Rule 720(1) has been submitted to the listed issuer	Yes	Yes	Yes
Other Principal Commitments* including Directorships			
Past (for the last 5 years)	*Other listed companies* • Non-executive and independent director, CapitaLand Commercial Trust Management Limited (The Manager of CapitaLand Commercial Trust) *Other principal commitments* • Group commercial director, Raffles Medical Group Ltd. • Member of Board of Advisory, The School of Information System, Singapore Management University • Deputy chairman, Nanyang Polytechnic Board of Governors • Chairman, Information Technology Advisory Committee of Nanyang Polytechnic • Director, RM Network Pte. Ltd. • Non-executive director, Changi Health Fund (Ltd.)	*Other listed companies* Nil *Other principal commitments* • Board member, Workforce Singapore • Council for Estate Agencies • Member, Legal Service Commission	*Other listed companies* Nil *Other principal commitments* • Group CEO, TE Healthcare Advisory Pte. Ltd.
Present	*Other listed companies* • Lead independent director, chairman of the Nominating and Remuneration Committee, member of the Investment Committee, CapitaLand India Trust Management Pte. Ltd. (Trustee-Manager of CapitaLand India Trust) • Non-executive director and member of the Remuneration Committee, Mitsui & Co., Ltd. *Other principal commitments* • Member of Parliament, East Coast GRC, Singapore • Deputy Speaker of Parliament, Singapore • Member, Finance; Trade and Industry; and Communications and Information Government Parliamentary Committees • Chairperson, East Coast Town Council • Member, CGH Fund (Under SingHealth Fund)	*Other listed companies* • Non-executive and independent director, StarHub Ltd • Non-executive and independent director, CapitaLand India Trust Management Pte. Ltd. (The Trustee-Manager of CapitaLand India Trust) *Other principal commitments* • Board member, Monetary Authority of Singapore • Board member and chairperson of the Audit and Risk Committee, Lee Kong Chian School of Medicine Governing Board at Nanyang Technological University • Board member and chairperson of the Audit and Risk Committee, SkillsFuture Singapore	*Other listed companies* • Non-independent and non-executive director, Seatrium Limited *Other principal commitments* • Joint head, Portfolio Development Group and head, Operating Group, Temasek International

* "Principal Commitments" has the same meaning as defined in the Code.

Additional Information on Directors Seeking Re-election

(Information as at 27 May 2025)

INFORMATION REQUIRED

Disclose the following matters concerning an appointment of director, chief executive officer, chief financial officer, chief operating officer, general manager or other officer of equivalent rank. If the answer to any questions is "yes", full details must be given.

Name of Director	JESSICA TAN	DEBORAH ONG	ENG AIK MENG
(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	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	No
(c) Whether there is any unsatisfied judgment against him?	No	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	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	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	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	No
(h) Whether he has ever been disqualified from acting as a director or an equivalent person of any entity (including the trustee of a business trust), or from taking part directly or indirectly in the management of any entity or business trust?	No	No	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	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	No	No	No
(ii) any entity (not being a corporation) which has been investigated for a breach of any law or regulatory requirement governing such entities in Singapore or elsewhere; or	No	No	No
(iii) any business trust which has been investigated for a breach of any law or regulatory requirement governing business trusts in Singapore or elsewhere; or	No	No	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, in connection with any matter occurring or arising during that period when he was so concerned with the entity or business trust?	No	No	No
(k) Whether he has been the subject of any current or past investigation or disciplinary proceedings, or has been reprimanded or issued any warning, by the Monetary Authority of Singapore or any other regulatory authority, exchange, professional body or government agency, whether in Singapore or elsewhere?	No	No	No

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Proxy Form

SATS Ltd.
(Incorporated in the Republic of Singapore)
Company Registration No. 197201770G

IMPORTANT
1. The 52nd Annual General Meeting of the Company will be held, in a wholly physical format, at the Grand Ballroom, Level 4, Grand Copthorne Waterfront Hotel Singapore, 392 Havelock Road, Singapore 169663 on Friday, 25 July 2025 at 11.00 a.m.. **There will be no option for shareholders to participate virtually**.
2. **Please read the notes overleaf which contain instructions on, *inter alia*, the appointment of a proxy(ies)**.
3. 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:
   (a) may vote at the 52nd Annual General Meeting if they are appointed as proxies by their respective CPF Agent Banks or SRS Operators, and should contact their respective CPF Agent Banks or SRS Operators if they have any queries regarding their appointment as proxies; or
   (b) may appoint the Chairman of the Meeting as proxy to vote on their behalf at the 52nd Annual General Meeting, in which case they should approach their respective CPF Agent Banks or SRS Operators to submit their votes by 5.00 p.m. on 15 July 2025.
4. 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 Annual General Meeting dated 26 June 2025.

*I/We ______________________ (Name) ______________________ (*NRIC/Passport No./Co. Regn. No.)

of ____ (Address)

being a *member/members of SATS Ltd. (the "**Company**") hereby appoint:

Name	Address	NRIC/ Passport No.	No. of Shares Represented	Proportion of Shareholdings (%)

*and/or

Name	Address	NRIC/ Passport No.	No. of Shares Represented	Proportion of Shareholdings (%)

or failing *him/her, the Chairman of the Annual General Meeting ("**AGM**") of the Company as *my/our *proxy/proxies to attend, speak and vote for *me/us and on *my/our behalf, at the AGM of the Company to be held at the Grand Ballroom, Level 4, Grand Copthorne Waterfront Hotel Singapore, 392 Havelock Road, Singapore 169663 on Friday, 25 July 2025 at 11.00 a.m. and at any adjournment thereof.

*I/We direct *my/our *proxy/proxies to vote for or against or to abstain from voting on the Resolutions to be proposed at the AGM as indicated hereunder. If no person is named in the above boxes, the Chairman of the AGM shall be *my/our proxy to vote for or against or to abstain from voting on the Resolutions to be proposed at the AGM as indicated hereunder, for *me/us and on *my/our behalf at the AGM and at any adjournment thereof.

No.	Resolutions	**For	**Against	**Abstain
	ORDINARY BUSINESS			
1	Adoption of the Directors' Statement, the Audited Financial Statements and the Auditors' Report thereon			
2	Declaration of a final dividend			
3	Re-election of Ms Jessica Tan as Director			
4	Re-election of Mrs Deborah Ong as Director			
5	Re-election of Mr Eng Aik Meng as Director			
6	Approval of Directors' fees for the financial year ending 31 March 2026			
7	Re-appointment of Auditors and authorisation for Directors to fix their remuneration			
	SPECIAL BUSINESS			
8	To grant authority to the Directors to issue additional shares and convertible instruments pursuant to Section 161 of the Companies Act 1967			
9	To grant authority to the Directors to grant awards and allot and issue shares in accordance with the provisions of the SATS Performance Share Plan and/or the SATS Restricted Share Plan			
10	To approve the proposed renewal of the Mandate for Interested Person Transactions			
11	To approve the proposed renewal of the Share Purchase Mandate			

* *Delete accordingly.*

** *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 a (√) 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 a (√) 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 Annual General Meeting.*

Dated this ____________ day of ____________ 2025

Total Number of Shares Held

Signature(s) of Member(s) or Common Seal

Contact Number/Email Address of Member(s)

Important: Please read notes on the reverse side

Notes:

1. A member should insert the total number of shares held. 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 as well as 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.
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 at the office of 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 sats-agm2025@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. The instrument appointing a proxy(ies) must be signed 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 either under its seal or under the hand of an officer or attorney duly authorised. 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.
6. 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 its constitution and Section 179 of the Companies Act 1967.
7. Completion and return of an instrument appointing a proxy(ies) shall not preclude a member from attending, speaking and voting in person at the AGM. Any appointment of a proxy(ies) shall be deemed to be revoked if a 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.
8. The Company shall be entitled to reject an instrument appointing a proxy(ies) if it is incomplete, improperly completed or 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 a member whose shares are entered against his/her/its name in the Depository Register, the Company shall be entitled to reject any instrument appointing a proxy(ies) which has been lodged or submitted if such member, being the appointor, is not shown to have shares entered against his/her/its name in the Depository Register 72 hours before the time appointed for holding the AGM, as certified by The Central Depository (Pte) Limited to the Company.

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sats

Please affix postage stamp

The Company Secretary
SATS Ltd.
c/o Boardroom Corporate & Advisory Services Pte. Ltd.
1 Harbourfront Avenue
#14-07 Keppel Bay Tower
Singapore 098632

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Corporate Information

As at 27 May 2025

BOARD OF DIRECTORS

Irving Tan
Chairman, Independent Non-Executive

Kerry Mok
President and Chief Executive Officer, Executive Director

Independent Non-Executive
Achal Agarwal
Vinita Bali
Chan Lai Fung
Chia Kim Huat
Mak Swee Wah
Pier Luigi Sigismondi
Jessica Tan
Deborah Tan (Deborah Ong)

Non-Independent Non-Executive
Eng Aik Meng

BOARD COMMITTEES

Audit Committee
Deborah Ong (Chairperson)
Vinita Bali
Chan Lai Fung
Pier Luigi Sigismondi
Jessica Tan

Nominating Committee
Jessica Tan (Chairperson)
Chia Kim Huat
Eng Aik Meng
Irving Tan

Remuneration and Human Resource Committee
Achal Agarwal (Chairperson)
Chan Lai Fung
Eng Aik Meng
Irving Tan

Safety, Sustainability and Risk Committee
Vinita Bali (Chairperson)
Chia Kim Huat
Mak Swee Wah
Deborah Ong
Pier Luigi Sigismondi

COMPANY SECRETARY

Ian Chye

ASSISTANT COMPANY SECRETARY

Evelyn Low

SHARE REGISTRAR

Boardroom Corporate & Advisory Services Pte. Ltd.
1 Harbourfront Avenue
#14-07 Keppel Bay Tower
Singapore 098632

AUDITORS

KPMG LLP
Public Accountants and Chartered Accountants
12 Marina View
#15-01 Asia Square Tower 2
Singapore 018961

Audit Partner: Malcolm Ramsay
(Appointed since FY2023)

GROUP MANAGEMENT BOARD

Kerry Mok
President and Chief Executive Officer

Manfred Seah
Chief Financial Officer

Timothy Tang
Chief Financial Officer Designate

Stanley Goh
Chief Executive Officer, Food Solutions

François Mirallié
Deputy Chief Executive Officer, Gateway Services Global

Bob Chi
Chief Executive Officer, Gateway Services, Asia-Pacific

Michael Simpson
Chief Executive Officer, Gateway Services, Americas

John Batten
Chief Executive Officer, Gateway Services, Europe, Middle East, Africa & Asia (EMEAA)

Henry Low
Chief Executive Officer, SATS Singapore Hub

Tan Chee Wei
Chief Human Capital Officer

Sandeep Sakharkar
Chief Digital Officer

Ian Chye
Chief Corporate Officer and Company Secretary

SATS Ltd.
(Company Registration No.: 197201770G)

Registered Office:
20 Airport Boulevard
SATS Inflight Catering Centre 1
Singapore 819659
T: (65) 6542 5555

SATS Ltd.
Company Registration No. 197201770G

20 Airport Boulevard
SATS Inflight Catering Centre 1
Singapore 819659

General Line
T: (65) 6542 5555
E: info_enquiry@sats.com.sg

Investor Relations
T: (65) 6541 8200
E: sats_ir@sats.com.sg

sats.com.sg