

Financial Statements

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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 2022.

1. Opinion of the Directors

In the opinion of the Directors:

- (a) The financial statements set out on pages 112 to 212 give a true and fair view of the financial position of the Group and of the Company as at 31 March 2022 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:

Euleen Goh Yiu Kiang	Chairman
Kerry Mok Tee Heong	Appointed on 1 January 2022
Achal Agarwal	
Vinita Bali	
Chia Kim Huat	
Michael Kok Pak Kuan	
Jenny Lee Hong Wei	
Jessica Tan Soon Neo	
Tan Soo Nan	
Deborah Tan Yang Sock	
Yap Kim Wah	

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 as stated below:

4. Directors' Interests in Shares and Debentures (cont'd)

Name of Director	Direct interest		Deemed interest	
	At the beginning of financial year or date of appointment	At the end of financial year	At the beginning of financial year or date of appointment	At the end of financial year
Ordinary shares⁽¹⁾				
Euleen Goh Yiu Kiang	85,974	102,174	–	–
Kerry Mok Tee Heong	89,500	89,500	–	–
Achal Agarwal	44,100	51,400	–	–
Chia Kim Huat	16,090	22,590	–	–
Michael Kok Pak Kuan	15,300	22,600	–	–
Jenny Lee Hong Wei	7,400	11,300	–	–
Jessica Tan Soon Neo	15,100	22,300	–	–
Tan Soo Nan	43,500	50,900	4,088	4,088
Deborah Tan Yang Sock	–	2,200	–	–
Yap Kim Wah	15,400	23,100	–	–
Award under SATS Restricted Share Plan ("RSP")				
Kerry Mok Tee Heong ⁽²⁾	64,900	64,900	–	–
Award under SATS Performance Share Plan ("PSP")				
Kerry Mok Tee Heong ⁽³⁾	262,500	262,500	–	–

⁽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, 72,500 shares were awarded and 40,900 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, 85,000 shares were awarded and 21,900 shares were vested.

There was no change in any of the above-mentioned interests in the Company between the end of the financial year and 21 April 2022.

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 subsequently approved during the 41st Annual General Meeting held on 23 July 2014 for further extension of 10 years to July 2025.

From FY2015-16 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 RSP and PSP comprises the following Directors:

Euleen Goh Yiu Kiang	Chairman
Achal Agarwal	Member
Michael Kok Pak Kuan	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 65,700 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 2020 to 31 March 2021 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	Balance at 01 April 2021/ Date of grant	Vested	Forfeited	Adjustment	Balance at 31 March 2022
	24 June 2019	568,700	(560,400)	(7,100)	–	1,200
	20 August 2020	658,200	(338,500)	(58,300)	–	261,400
	25 June 2021	2,049,000	(689,500)	(173,500)	–	1,186,000
	02 August 2021	435,750	(435,750)	–	–	–
	10 August 2021	65,700	(65,700)	–	–	–
		3,777,350	(2,089,850)	(238,900)	–	1,448,600

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	Balance at 01 April 2021/ Date of grant	Vested	Forfeited	Adjustment [#]	Balance at 31 March 2022
	14 December 2018	695,000	(304,700)	–	(390,300)	–
	01 August 2019	635,000	–	(355,000)	–	280,000
	20 August 2020	1,097,500	–	(450,000)	–	647,500
	02 August 2021	890,000	–	(400,000)	–	490,000
		3,317,500	(304,700)	(1,205,000)	(390,300)	1,417,500

[#] Adjustments due to the performance factor at the end of the performance period upon meeting stated performance targets.

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 \$2.16 (2021: \$1.35).

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 2022 were 1,448,600 (2021: 1,226,900) and 1,417,500 (2021: 2,427,500) for RSP and PSP respectively. Based on the achievement factor, the actual release of the awards is 1,448,600 (2021: 1,226,900) and zero to a maximum of 2,126,250 (2021: zero to maximum 3,641,250) fully paid ordinary shares of the Company, for RSP and PSP respectively.

For the current financial year, the Group has provided \$7,606,000 (2021: \$8,787,000) 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 ("AC") 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 AC and the Board Risk and Safety 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 Group's 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 information technology controls) which the Group consider relevant and material to its current business scope and environment were adequate and effective as at the date of the 'Directors' Statement'. The AC concur 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 or other irregularities.

8. Auditors

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

On behalf of the Board of Directors,

Euleen Goh Yiu Kiang
Chairman

Kerry Mok Tee Heong
Executive Director / President and Chief Executive Officer

Dated this 30 May 2022

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 2022, 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 a summary of significant accounting policies, as set out on pages 112 to 212.

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 2022 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 ("ACRA") *Code of Professional Conduct and Ethics for Public Accountants and Accounting Entities* ("ACRA Code") together with the ethical requirements that are relevant to our audit of the financial statements in Singapore, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ACRA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key audit matters

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 goodwill

Refer to Note 2.14 'Impairment of non-financial and financial assets' and Note 3.2 'Impairment of non-financial assets' for relevant accounting policies and discussion of significant accounting estimates, and Note 16 'Intangible assets' for the key assumptions used in impairment testing of goodwill.

The key audit matter	How the matter was addressed in our audit
<p>The Group recognised goodwill which are allocated to the SATS Food Services, TFK Corporation, Ground Team Red Holdings, Nanjing Weizhou Airline Food Corp., Ltd, Monty's Bakehouse UK Limited, SATS Food Solutions (Thailand) Co., Ltd. and Asia Airfreight Terminal Company Limited cash generating units ("CGUs") respectively as at 31 March 2022.</p> <p>These CGUs are tested for impairment annually. Management applies the value-in-use (discounted cash flow) method to determine the recoverable amount of each CGU. Any shortfall of the recoverable amounts against the carrying amounts would be recognised as impairment losses.</p> <p>The recoverable amounts are determined based on estimates of forecasted revenue, growth rates, profit margins, tax rates and discount rates.</p> <p>There is uncertainty in the current and future economic environment in which the Group operates arising from the ongoing COVID-19 outbreak. The Group's near term cashflows have been impacted and the duration and severity of the crisis is dependent on events which are continuously unfolding and are beyond the control of the Group.</p> <p>As a result, there is a high degree of estimation uncertainty inherent in estimating the duration and severity of the economic downturn caused by the COVID-19 pandemic, and the pattern of any expected recovery. As a result, the estimates and assumptions used in the cashflow projections which form the basis of the recoverable amounts attributable to the CGUs require significant judgement. These judgements require estimates to be made over areas including those relating to forecasted revenues, growth rates, profit margins, discount rates for each CGUs and certain key aviation customers having to recapitalise for sustained operations post COVID-19 pandemic.</p> <p>The determination of the recoverable amounts is a key focus area for our audit.</p>	<p>We studied publicly available aviation industry reports relating to the impact COVID-19 pandemic has on the global aviation industry, to understand the possible recovery scenarios.</p> <p>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. These estimates include those relating to revenue forecast, growth rates, profit margins and discount rates.</p> <p>We challenged management's estimates applied in the value-in-use models based on our knowledge of the CGUs' operations, and compared them against historical forecasts and performance, regional indices and industry benchmarks. This included obtaining an understanding of management's planned strategies around business expansion, revenue stream growth strategies and cost initiatives, the progress of negotiations with target customers and the review of the secured and lost contracts.</p> <p>We performed sensitivity analyses to evaluate whether reasonable changes in the key assumptions for any of the Group's CGUs would cause the carrying amounts to exceed the recoverable amounts.</p> <p>We assessed the arithmetical accuracy of the computations used in assessing the recoverable amount of the CGUs.</p>

Findings

The COVID-19 pandemic has resulted economic uncertainty in the current and future economic environment. The key estimates applied in the value-in-use models such as revenue forecast, growth rates, profit margins and discount rates are subject to significant amounts of volatility and uncertainty. Nevertheless, we found the estimates applied in the value-in-use models to be reasonable in the context of currently available relevant information as at 31 March 2022.

Impairment of associates and joint ventures

Refer to Note 2.14 'Impairment of non-financial and financial assets' and Note 3.2 'Impairment of non-financial assets' for relevant accounting policies and discussion of significant accounting estimates, and Note 18 'Investment in associates' and Note 19 'Investment in joint ventures' for details of accounting for associates and joint ventures.

The key audit matter	How the matter was addressed in our audit
<p>The carrying value of associates and joint ventures amounted to \$454.0 million (2021: \$578.2 million), which accounted for 13.8% (2021: 18.7%) of the Group's total assets as at 31 March 2022.</p> <p>Management determines at the end of each reporting period the existence of any objective evidence that indicate the Group's investments in associates or joint ventures may be impaired. If there are indicators of impairment, a detailed impairment assessment would be performed and any deficit between the recoverable amount of the associate or joint venture and its carrying value would be recognised in profit or loss.</p> <p>The identification of different CGUs, assessment of indicators of impairment and where such indicators exist, the determination of the recoverable amounts of the CGUs require judgement. The determination of the recoverable amounts when value-in-use is applicable requires estimates of revenue forecast, growth rates, profit margins and discount rates.</p> <p>Due to the high degree of estimation uncertainty inherent in assessing the duration and severity of the economic downturn caused by the COVID-19 pandemic and the pattern of any expected recovery, the estimates and assumptions used in the cashflow projections to determine the recoverable amounts of the CGUs require significant judgement. This is a key area of focus for our audit.</p>	<p>We assessed the determination of the CGUs and the assessment of indicators of impairment based on our understanding of the nature of the Group's business and the economic environment in which its CGUs operate.</p> <p>We studied recent analyst market reports to obtain an understanding of the actual growth rates and outlook of the industries in which the CGUs operate, including the impact of COVID-19 pandemic has on the global aviation industry, to understand the possible recovery scenarios. We reviewed the CGUs' historical and current performances, and held discussions with management to understand their assessment of the future performance of the CGUs.</p> <p>Where indicators of impairment exist, we challenged management's revenue forecast, growth rates, profit margins, tax rates and discount rates based on our knowledge of the CGUs' operations, and compared them against historical forecasts and performance, regional indices and industry benchmarks. This included obtaining an understanding of management's planned strategies around business expansion, revenue stream growth strategies and cost initiatives, the progress of negotiations with target customers and the review of secured and lost contracts.</p> <p>We performed sensitivity analyses to evaluate whether reasonable change in the key assumptions for any of the Group's CGUs would cause the carrying amounts to exceed the recoverable amounts.</p>

Findings

The COVID-19 pandemic has resulted economic uncertainty in the current and future economic environment. Nevertheless, we found management's identification of CGUs and assessment of indicators of impairment to be appropriate. Where indicators of impairment existed, we found the estimates applied in the value-in-use models to be consistent with historical forecasts and reasonable in the context of currently available relevant information as at 31 March 2022.

Other information

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

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

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

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

Independent Auditors' Report

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.

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.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

We communicate with the directors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal 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 Quek Shu Ping.

KPMG LLP

Public Accountants and
Chartered Accountants

Singapore

30 May 2022

Consolidated Income Statement

for the financial year ended 31 March 2022

	Note	2021-22 \$'000	2020-21 \$'000
Revenue	4	1,176,766	969,997
Expenditure			
Staff costs	5	(550,555)	(382,265)
Cost of raw materials		(311,148)	(269,787)
Licence fees		(16,282)	(19,949)
Depreciation and amortisation charges		(119,667)	(130,442)
Company premise and utilities expenses		(73,887)	(65,271)
Other costs		(147,854)	(112,394)
		(1,219,393)	(980,108)
Operating loss	6	(42,627)	(10,111)
Interest on borrowings	7	(17,065)	(20,509)
Interest income	7	3,285	4,816
Share of results of associates/joint ventures, net of tax		17,154	(47,986)
Other non-operating gain/(loss), net	8	12,152	(71,659)
Loss before tax		(27,101)	(145,449)
Income tax credit	9	31,432	36,152
Profit/(loss) for the year		4,331	(109,297)
Profit/(loss) attributable to:			
Owners of the Company		20,371	(78,929)
Non-controlling interests		(16,040)	(30,368)
		4,331	(109,297)
Earnings/(loss) per share (cents)			
Basic	10	1.8	(7.1)
Diluted	10	1.8	(7.0)

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 2022

	2021-22 \$'000	2020-21 \$'000
Profit/(loss) for the year	4,331	(109,297)
Other comprehensive income:		
<u>Items that will not be reclassified to profit or loss:</u>		
Actuarial (loss)/gain on defined benefit plan	(5,487)	5,591
<u>Items that are or may be reclassified subsequently to profit or loss:</u>		
Net fair value changes on financial assets	626	239
Foreign currency translation differences	27,567	(6,882)
	28,193	(6,643)
Other comprehensive income for the year, net of tax	22,706	(1,052)
Total comprehensive income for the year	27,037	(110,349)
Total comprehensive income attributable to:		
Owners of the Company	48,678	(78,178)
Non-controlling interests	(21,641)	(32,171)
Total comprehensive income for the year	27,037	(110,349)

The accompanying accounting policies and explanatory notes form an integral part of the financial statements.

Statements of Financial Position

as at 31 March 2022

	Note	GROUP		COMPANY	
		31.3.2022 \$'000	31.3.2021 \$'000	31.3.2022 \$'000	31.3.2021 \$'000
Equity attributable to owners of the Company					
Share capital	12	367,947	367,947	367,947	367,947
Treasury shares	12	(8,481)	(18,798)	(8,481)	(18,798)
Share-based compensation reserve	13	4,878	9,442	4,878	9,442
Statutory reserve	13	13,506	13,502	–	–
Foreign currency translation reserve	13	(119,485)	(150,223)	–	–
Revenue reserve		1,368,752	1,348,986	1,345,013	1,305,292
Other reserves	13	(24,516)	(24,514)	(26,365)	(25,747)
		1,602,601	1,546,342	1,682,992	1,638,136
Non-controlling interests	17	231,106	152,458	–	–
Total equity		1,833,707	1,698,800	1,682,992	1,638,136
Non-current assets					
Property, plant and equipment	14	589,651	519,671	18,802	18,780
Right-of-use assets	14	312,827	187,716	59,522	63,336
Investment properties	15	–	497	147,650	173,025
Intangible assets	16	553,179	410,679	24,972	19,056
Investment in subsidiaries	17	–	–	923,753	753,983
Investment in associates	18	393,811	520,794	221,261	335,421
Investment in joint ventures	19	60,206	57,385	12,014	12,014
Long-term investments	20	14,577	14,541	6,060	6,060
Loan to subsidiaries	17	–	–	388,428	360,722
Loan to associate		2,152	–	2,152	–
Deferred tax assets	21	57,407	34,307	–	–
Other non-current assets	22	12,531	23,468	–	–
		1,996,341	1,769,058	1,804,614	1,742,397
Current assets					
Trade and other receivables	23	387,721	291,506	158,460	82,186
Prepayments and deposits		36,706	20,147	3,251	2,422
Amounts due from associates/joint ventures	18,19	2,323	1,204	1,492	803
Inventories	24	83,155	130,054	757	265
Cash and cash equivalents	25	786,041	879,849	505,781	761,558
		1,295,946	1,322,760	669,741	847,234

The accompanying accounting policies and explanatory notes form an integral part of the financial statements.

	Note	GROUP		COMPANY	
		31.3.2022 \$'000	31.3.2021 \$'000	31.3.2022 \$'000	31.3.2021 \$'000
Current liabilities					
Trade and other payables	26	457,946	358,523	132,713	122,061
Amounts due to joint ventures	19	11,400	11,400	–	–
Income tax payable		18,179	36,029	9,725	15,142
Term loans	27	101,685	143,293	–	94,801
Loan from subsidiaries	17	–	–	167,800	169,900
Lease liabilities		41,373	16,044	2,847	3,030
		630,583	565,289	313,085	404,934
Net current assets		665,363	757,471	356,656	442,300
Non-current liabilities					
Deferred tax liabilities	21	90,440	68,676	26,913	27,643
Term loans	27	109,127	234,850	86,646	150,000
Notes payable	28	300,000	300,000	300,000	300,000
Lease liabilities		285,659	179,247	58,009	60,699
Other payables	26	42,771	44,956	6,710	8,219
		827,997	827,729	478,278	546,561
Net assets		1,833,707	1,698,800	1,682,992	1,638,136

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 2022

	Attributable to owners of the Company											
	Share Capital \$'000	Treasury Shares \$'000	Share-Based Compensation Reserve \$'000	Statutory Reserve* \$'000	Foreign Currency Translation Reserve \$'000	Revenue Reserve \$'000	Capital Reserve \$'000	Loss on Reissuance of Treasury Shares \$'000	Fair Value Reserve \$'000	Total \$'000	Non-controlling Interests \$'000	Total Equity \$'000
GROUP												
Balance at 1 April 2021	367,947	(18,798)	9,442	13,502	(150,223)	1,348,986	1,072	(25,747)	161	1,546,342	152,458	1,698,800
Profit/(loss) for the year	-	-	-	-	-	20,371	-	-	-	20,371	(16,040)	4,331
Other comprehensive income for the year	-	-	-	-	30,738	(3,047)	-	-	616	28,307	(5,601)	22,706
Total comprehensive income for the year	-	-	-	-	30,738	17,324	-	-	616	48,678	(21,641)	27,037
Contributions by and distributions to owners												
Share-based payment	-	-	7,606	-	-	-	-	-	-	7,606	-	7,606
Share awards lapsed	-	-	(2,446)	-	-	2,446	-	-	-	-	-	-
Treasury shares reissued pursuant to equity compensation plans	-	10,317	(9,724)	-	-	-	-	(618)	-	(25)	-	(25)
Total contributions by and distributions to owners	-	10,317	(4,564)	-	-	2,446	-	(618)	-	7,581	-	7,581
Others												
Acquisition of shares in subsidiaries	-	-	-	-	-	-	-	-	-	-	102,689	102,689
Dividends paid to non-controlling interests	-	-	-	-	-	-	-	-	-	-	(2,400)	(2,400)
Transfer to statutory reserve	-	-	-	4	-	(4)	-	-	-	-	-	-
Balance at 31 March 2022	367,947	(8,481)	4,878	13,506	(119,485)	1,368,752	1,072	(26,365)	777	1,602,601	231,106	1,833,707

* Certain countries in which some of the associates and subsidiaries are incorporated legally require statutory reserves to be set aside. The laws of the countries restrict the distribution and use of these statutory reserves. 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 2022

	Attributable to owners of the Company											
	Share Capital \$'000	Treasury Shares \$'000	Share-Based Compensation Reserve \$'000	Statutory Reserve* \$'000	Foreign Currency Translation Reserve \$'000	Revenue Reserve \$'000	Capital Reserve \$'000	Loss on Reissuance of Treasury Shares \$'000	Fair Value Reserve \$'000	Total \$'000	Non-controlling Interests \$'000	Total Equity \$'000
GROUP												
Balance at 1 April 2020	367,947	(26,017)	9,504	12,076	(147,530)	1,426,096	1,072	(25,619)	(38)	1,617,491	188,032	1,805,523
Loss for the year	-	-	-	-	-	(78,929)	-	-	-	(78,929)	(30,368)	(109,297)
Other comprehensive income for the year	-	-	-	-	(2,693)	3,245	-	-	199	751	(1,803)	(1,052)
Total comprehensive income for the year	-	-	-	-	(2,693)	(75,684)	-	-	199	(78,178)	(32,171)	(110,349)
Contributions by and distributions to owners												
Share-based payment	-	-	8,787	-	-	-	-	-	-	8,787	-	8,787
Treasury shares reissued pursuant to equity compensation plans	-	8,787	(8,849)	-	-	-	-	(128)	-	(190)	-	(190)
Purchase of treasury shares	-	(1,568)	-	-	-	-	-	-	-	(1,568)	-	(1,568)
Total contributions by and distributions to owners	-	7,219	(62)	-	-	-	-	(128)	-	7,029	-	7,029
Others												
Dividends paid to non-controlling interests	-	-	-	-	-	-	-	-	-	-	(3,403)	(3,403)
Transfer to statutory reserve	-	-	-	1,426	-	(1,426)	-	-	-	-	-	-
Balance at 31 March 2021	367,947	(18,798)	9,442	13,502	(150,223)	1,348,986	1,072	(25,747)	161	1,546,342	152,458	1,698,800

* Certain countries in which some of the associates are incorporated legally require statutory reserves to be set aside. The laws of the countries restrict the distribution and use of these statutory reserves. 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 2022

COMPANY	Share Capital \$'000	Treasury Shares \$'000	Share-Based Compensation Reserve \$'000	Revenue Reserve \$'000	Loss on Reissuance of Treasury Shares \$'000	Total Equity \$'000
Balance at 1 April 2021	367,947	(18,798)	9,442	1,305,292	(25,747)	1,638,136
Profit for the year	–	–	–	37,275	–	37,275
Total comprehensive income for the year	–	–	–	37,275	–	37,275
Contributions by and distributions to owners						
Share-based payment	–	–	7,606	–	–	7,606
Treasury shares reissued pursuant to equity compensation plans	–	10,317	(9,724)	–	(618)	(25)
Share awards lapsed	–	–	(2,446)	2,446	–	–
Total contributions by and distributions to owners	–	10,317	(4,564)	2,446	(618)	7,581
Balance at 31 March 2022	367,947	(8,481)	4,878	1,345,013	(26,365)	1,682,992

COMPANY	Share Capital \$'000	Treasury Shares \$'000	Share-Based Compensation Reserve \$'000	Revenue Reserve \$'000	Loss on Reissuance of Treasury Shares \$'000	Total Equity \$'000
Balance at 1 April 2020	367,947	(26,017)	9,504	1,307,292	(25,619)	1,633,107
Loss for the year	–	–	–	(2,000)	–	(2,000)
Total comprehensive income for the year	–	–	–	(2,000)	–	(2,000)
Contributions by and distributions to owners						
Share-based payment	–	–	8,787	–	–	8,787
Treasury shares reissued pursuant to equity compensation plans	–	8,787	(8,849)	–	(128)	(190)
Purchase of treasury shares	–	(1,568)	–	–	–	(1,568)
Total contributions by and distributions to owners	–	7,219	(62)	–	(128)	7,029
Balance at 31 March 2021	367,947	(18,798)	9,442	1,305,292	(25,747)	1,638,136

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 2022

Note	2021-22 \$'000	2020-21 \$'000
Cash flows from operating activities		
Loss before tax	(27,101)	(145,449)
Adjustments for:		
Interest expenses, net	7	13,780
Depreciation and amortisation charges		119,667
Unrealised foreign exchange loss		42
Share of results of associates/joint ventures, net of tax		(17,154)
Gain on disposal of property, plant and equipment	8	(234)
Gain on deemed disposal of associate	8	(28,862)
Write-back of earn-out consideration	8	–
Impairment loss on investment in associates, long-term investment and intangible assets	8	–
Impairment loss on property, plant and equipment	14	16,948
Share-based payment expense	5	7,606
Provision for doubtful debts	6	11,134
Other non-cash items		773
Operating cash flows before working capital changes	96,599	152,701
Changes in working capital:		
(Increase)/decrease in receivables		(79,300)
(Increase)/decrease in prepayments and deposits		(15,748)
Decrease/(increase) in inventories		47,199
Increase/(decrease) in payables		48,081
(Increase)/decrease in amounts due from/to associates/joint ventures, net		(528)
Cash generated from operations	96,303	159,417
Interest paid to third parties		(16,994)
Income taxes paid		(16,989)
Net cash from operating activities	62,320	117,752
Cash flows from investing activities		
Capital expenditure	25	(77,989)
Dividends from associates/joint ventures		26,641
Net proceeds from sale of investments		306
Proceeds from disposal of property, plant and equipment		347
Investments in subsidiaries – cash acquired net of considerations paid for acquisition		80,666
Interest received from deposits		3,289
Loan to associate		(2,152)
Net cash from/(used in) investing activities	31,108	(28,379)
Cash flows from financing activities		
Repayment of term loans	27	(181,994)
Repayment of lease liabilities	27	(25,986)
Proceeds from borrowings	27	21,077
Purchase of treasury shares		–
Dividends paid to non-controlling interests		(2,400)
Net cash (used in)/from financing activities	(189,303)	239,521
Net (decrease)/increase in cash and cash equivalents	(95,875)	328,894
Effect of exchange rate changes		2,067
Cash and cash equivalents at beginning of financial year		879,849
Cash and cash equivalents at end of financial year	25	786,041

The accompanying accounting policies and explanatory notes form an integral part of the financial statements.

Notes to the Financial Statements

31 March 2022

The consolidated financial statements for the financial year ended 31 March 2022 were authorised for issue in accordance with a resolution of the Directors on 30 May 2022.

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.

The principal activities of the subsidiaries are disclosed in Note 17 to the financial statements.

2. Summary of Significant Accounting Policies

2.1 Basis of preparation

The financial statements have been prepared in accordance with Singapore Financial Reporting Standards (International) (“SFRS(I)”). The related changes to significant accounting policies are described in note 2.2.

The financial statements are presented in Singapore Dollars (“\$” or “SGD”) and all values in the tables are rounded to the nearest thousand (“\$’000”), unless otherwise indicated.

2.2 Changes in accounting policies

New standards and amendments

The Group has applied the following SFRS(I)s, amendments to and interpretations of SFRS(I) for the first time for the annual period beginning on 1 April 2021:

- *Interest Rate Benchmark Reform* (Amendments to SFRS(I) 9, SFRS(I) 1-39, SFRS(I) 7, SFRS(I) 4 and SFRS(I) 16)
- *COVID-19 – Related Rent Concession beyond 30 June 2021* (Amendment to SFRS(I) 16)
- *Reference to the Conceptual Framework* (Amendments to SFRS(I) 3)
- *Property, Plant and Equipment – Proceeds before Intended Use* (Amendments to SFRS(I) 16)
- *Onerous Contracts – Cost of Fulfilling a Contract* (Amendments to SFRS(I) 1-37)
- *Annual Improvements to SFRS(I)s 2018-2020*

The application of these amendments to standards and interpretations does not have a material effect on the financial statements.

2. Summary of Significant Accounting Policies (cont’d)

2.3 Standards issued but not yet effective

A number of new standards interpretations and amendments to standards are effective for annual periods beginning after 1 April 2021 and earlier application is permitted. However, the Group has not early adopted the new or amended standards and interpretations in preparing these financial statements.

The following new SFRS(I)s, interpretations and 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.

- SFRS(I) 17 *Insurance Contracts* and amendments to SFRS(I) 17 *Insurance Contracts*
- *Classification of Liabilities as Current or Non-current* (Amendments to SFRS(I) 1-1)
- *Disclosure of Accounting Policies* (Amendments to SFRS(I) 1-1 and SFRS(I) Practice Statement 2)
- *Definition of Accounting Estimates* (Amendments to SFRS(I) 1-8)
- *Deferred Tax related to Assets and Liabilities arising from a Single Transaction* (Amendments to SFRS(I) 1-12)

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 to profit or loss or revenue reserve, as appropriate.

Notes to the Financial Statements

31 March 2022

2. Summary of Significant 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 2.10. 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. Summary of Significant 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 other comprehensive income by the associates or joint ventures, the Group recognises its share of such changes in other comprehensive income. 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 Transactions with non-controlling interests

Non-controlling interest represents the equity in subsidiaries not attributable, directly or indirectly, to owners of the Company.

Changes in the Company's ownership interest in a subsidiary that do not result in a loss of control are accounted for as equity transactions. In such circumstances, the carrying amounts of the controlling and non-controlling interests are adjusted to reflect the changes in their relative interests in the subsidiary. Any difference between the amount by which the non-controlling interest is adjusted and the fair value of the consideration paid or received is recognised directly in equity and attributed to owners of the Company.

Notes to the Financial Statements

31 March 2022

2. Summary of Significant Accounting Policies (cont'd)

2.7 Foreign currency

The financial statements are presented in Singapore Dollars, which is also the Company's functional currency. Each entity in the Group determines its own functional currency and items included in the financial statements of each entity are measured using that functional currency.

Transactions and balances

Transactions in foreign currencies are measured in the respective functional currencies of the Company and its subsidiaries at the dates of the transactions. Monetary assets and liabilities denominated in foreign currencies are translated at the rate of exchange ruling at the end of the reporting period. Non-monetary items in a foreign currency that are measured in terms of historical cost are translated using the exchange rates as at the dates of the initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was measured.

Foreign currency differences arising on translation are generally recognised in profit or loss. However, foreign currency differences arising from the translation of a financial liability designated as a hedge of the net investment in a foreign operation to the extent that the hedge is effective.

Consolidated financial statements

For consolidation purposes, the assets and liabilities of foreign operations including goodwill and fair value adjustments arising on acquisition are translated into Singapore Dollars at exchange rates at the reporting date and their profit or loss are translated at exchange rates at the date of the transactions. The exchange differences arising on the translation are recognised in other comprehensive income. On disposal of a foreign operation, the component of other comprehensive income relating to that particular foreign operation is recognised in profit or loss.

In the case of a partial disposal without loss of control of a subsidiary that includes a foreign operation, the proportionate share of the cumulative amount of the exchange differences are re-attributed to non-controlling interest and are not recognised in profit or loss. For partial disposals of associates or jointly controlled entities that are foreign operations, the proportionate share of the accumulated exchange differences is reclassified to profit or loss.

2.8 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 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. The accounting policy for borrowing costs is set out in Note 2.19. 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.

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.

2. Summary of Significant Accounting Policies (cont'd)

2.8 Property, plant and equipment (cont'd)

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 operational lives. Operational 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 or 30 years whichever is the shorter
Office fittings and fixtures, office and commercial equipment, fixed and mobile ground support equipment	– 1 to 12 years
Motor vehicles	– 1 to 10 years

Assets under construction included in property, 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.

2.9 Investment properties

Investment properties are properties that are either owned by the Group that are held to earn rentals or for capital appreciation, or both, rather than for use in the production or supply of goods or services, or for administrative purposes, or in the ordinary course of business. Investment properties comprise completed investment properties.

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 its estimated useful lives of 10 to 30 years. Operational lives and residual values are reviewed annually in the light of experience and changing circumstances, and adjusted as appropriate at each balance sheet date.

Investment properties are de-recognised when either they have been disposed of or when the investment property is permanently withdrawn from use and no future economic benefit is expected from its disposal. Any gains or losses on the retirement or disposal of an investment property are recognised in the profit or loss in the year of retirement or disposal.

Transfers are made to or from investment property only when there is a change in use. Transfers between investment property and owner-occupied property do not change the carrying amount of the property transferred and they do not change the cost of that property for measurement or disclosure purposes.

Notes to the Financial Statements

31 March 2022

2. Summary of Significant Accounting Policies (cont'd)

2.10 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.

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 Group and Company do not have other intangible assets with indefinite useful life.

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.

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.

(i) Software development

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.

2. Summary of Significant Accounting Policies (cont'd)

2.10 Intangible assets (cont'd)

Other intangible assets (cont'd)

(ii) Licences

Licences comprise the 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.

(iii) Customer relationships

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 15 years.

2.11 Financial assets

(i) Recognition and initial measurement

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

A financial asset (unless it is a trade receivable without a significant financing component) or financial liability 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 fair value through profit or loss (FVTPL).

Financial assets are not reclassified subsequent to their initial recognition unless the Group changes its business model for managing financial assets, in which case all affected financial assets are reclassified on the first day of the first reporting period following the change in the business model.

Financial assets at amortised cost

A financial asset is measured at amortised cost if it meets both of the following conditions and is not designated as at FVTPL:

- it is held within a business model whose objective is to hold assets to collect contractual cash flows; and
- its contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Equity investments at FVOCI

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

Notes to the Financial Statements

31 March 2022

2. Summary of Significant Accounting Policies (cont'd)

2.11 Financial assets (cont'd)

(ii) Classification and subsequent measurement (cont'd)

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. Summary of Significant Accounting Policies (cont'd)

2.11 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 amortised cost is reduced by impairment losses. Interest income, foreign exchange gains and losses and impairment losses are recognised in profit or loss. Any gain or loss on derecognition is recognised in profit or loss.

Equity investments at FVOCI

These assets are subsequently measured at fair value. Dividends are recognised as income in profit or loss unless the dividend clearly represents a recovery of part of the cost of the investment. Other net gains and losses are recognised in other comprehensive income (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.

Notes to the Financial Statements

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2. Summary of Significant Accounting Policies (cont'd)

2.11 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 Hedges of a Net Investment is set out in Note 2.24.

Hedging relationships designated under FRS 39 that were still existing as at 31 March 2018 are treated as continuing hedges and hedge documentations were aligned accordingly to the requirements of SFRS(I) 9.

2.12 Inventories

Inventories, which consist mainly of equipment spare parts and food supplies, are stated at the lower of cost and net realisable value. Costs are determined using the weighted average cost basis, and comprise all costs of purchase, costs of conversion and other costs incurred in bringing the inventories to their present location and condition.

Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale. Where necessary, allowance is provided for damaged, obsolete and slow moving items to adjust the carrying value of inventories to the lower of cost and net realisable value.

2.13 Cash and cash equivalents

Cash and cash equivalents comprise cash balances and highly liquid fixed deposits that are readily converted to known amounts of cash and are subject to an insignificant risk of change in fair value.

For the purpose of the consolidated cash flow statement, cash and cash equivalents consist of cash on hand and cash equivalents in banks, net of outstanding bank overdrafts.

2.14 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;
- intra-group financial guarantee contracts ("FGCs").

2. Summary of Significant Accounting Policies (cont'd)

2.14 Impairment of non-financial and financial assets (cont'd)

(i) Non-derivative financial assets (cont'd)

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.

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.

Notes to the Financial Statements

31 March 2022

2. Summary of Significant Accounting Policies (cont'd)

2.14 Impairment of non-financial and financial assets (cont'd)

(i) Non-derivative financial assets (cont'd)

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.

- 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.

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.

2. Summary of Significant Accounting Policies (cont'd)

2.14 Impairment of non-financial and financial assets (cont'd)

(ii) Non-financial assets (cont'd)

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.

2.15 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. These financial liabilities comprised term loans, bank overdrafts, and trade and other payables.

(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.

Notes to the Financial Statements

31 March 2022

2. Summary of Significant Accounting Policies (cont'd)

2.15 Financial liabilities (cont'd)

(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.

2.16 Provisions

Provisions are recognised when the Group has a present obligation (legal or constructive) where, as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and the amount of the obligation can be estimated reliably.

Provisions are reviewed at the end of each reporting period and adjusted to reflect the current best estimate. If it is no longer probable that an outflow of resources embodying economic benefits will be required to settle the obligation, the provision is reversed. If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, where appropriate, the risks specific to the liability. Where discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

2.17 Leases

At inception of a contract, the Group assesses whether a contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

(i) As a lessee

At commencement or on modification of a contract that contains a lease component, the Group allocates the consideration in the contract to each lease component on the basis of its relative stand-alone prices. However, for the leases of property, the Group has elected not to separate non-lease components and account for the lease and non-lease components as a single lease component.

The Group recognises a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received.

The right-of-use asset is subsequently depreciated 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 fair value in accordance with Note 15.

2. Summary of Significant Accounting Policies (cont'd)

2.17 Leases (cont'd)

(i) As a lessee (cont'd)

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.

Notes to the Financial Statements

31 March 2022

2. Summary of Significant Accounting Policies (cont'd)

2.17 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".

Generally, the accounting policies applicable to the Group as a lessor in the comparative period were not different from SFRS(I) 16 except for the classification of the sub-lease entered into during current reporting period that resulted in a finance lease classification.

2.18 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 other comprehensive income 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. Summary of Significant Accounting Policies (cont'd)

2.18 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 other comprehensive income 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.

Notes to the Financial Statements

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2. Summary of Significant Accounting Policies (cont'd)

2.18 Taxes (cont'd)

Sales tax

Revenues, expenses and assets 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.

2.19 Borrowing costs

Borrowing costs are capitalised as part of the cost of qualifying asset if they are directly attributable to the acquisition, construction or production of that asset. Capitalisation of borrowing costs commences when the activities to prepare the asset for its intended use or sale are in progress and the expenditure and borrowing costs are incurred. Borrowing costs are capitalised until the assets are substantially completed for their intended use or sale. All other borrowing costs are expensed in the period they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds.

2.20 Employee benefits

Equity compensation plans

The Group has implemented the Restricted Share Plan and Performance Share Plan for awarding of fully paid ordinary shares to key senior management and senior executives, when and after pre-determined performance or service conditions are accomplished. Details of the plans are disclosed in Note 12 to the financial statements.

The cost of the equity-settled transactions with employees is measured by reference to the fair value of the options or awards at the date on which the share options or awards are granted. Estimating fair value for share-based payment transactions requires determining the most appropriate valuation model, which is dependent on the terms and conditions of the grant. This estimate also requires determining the most appropriate inputs to the valuation model including the expected life of the share option, volatility and dividend yield and making assumptions about them. In valuing the share options, no account is taken of any performance conditions, other than conditions linked to the price of the shares of the Company. The assumptions and models used for estimating fair value for share-based payment transactions are disclosed in Note 12.

Costs related to share-based payment are recognised in profit or loss, with a corresponding increase in the share-based compensation reserve, over the vesting period in which the service conditions are fulfilled, ending on the date on which the relevant employees become fully entitled to the award ("the vesting date"). Non-market vesting conditions are included in the estimation of the number of shares under options that are expected to become exercisable on the vesting date. At each balance sheet date, the Group revises its estimates of the number of shares under options that are expected to become exercisable on the vesting date and recognises the impact of the revision of the estimates in profit or loss, with a corresponding adjustment to the share-based compensation reserve over the remaining vesting period.

2. Summary of Significant Accounting Policies (cont'd)

2.20 Employee benefits (cont'd)

Equity compensation plans (cont'd)

No expense is recognised for options or awards that do not ultimately vest, except for options or awards where vesting is conditional upon a market condition, which are treated as vesting irrespective of whether or not the market condition is satisfied, provided that all other performance and/or service conditions are satisfied.

The share-based compensation reserve is transferred to revenue reserve upon cancellation or expiry of the vested options or awards. When the options are exercised or awards are released, the share-based compensation reserve is transferred to share capital if new shares are issued, or to treasury shares if the options are satisfied by the reissuance of treasury shares.

Defined contribution plans

The Group participates in national pension schemes as defined by the laws of the countries in which it has operations. In particular, the Singapore companies in the Group make contributions to the Central Provident Fund ("CPF") scheme in Singapore, a defined contribution pension scheme. Contributions to defined contribution pension schemes are recognised as an expense in the period in which the related service is performed.

Defined benefit plan

The Group has defined benefit plan in one of its overseas subsidiaries but the amount is not significant and is included under other payables (non-current).

The net defined benefit liability or asset is the aggregate of the present value of the defined benefit obligation (derived using a discount rate based on high quality corporate bonds) at the end of the reporting period reduced by the fair value of plan assets (if any), adjusted for any effect of limiting a net defined benefit asset to the asset ceiling. The asset ceiling is the present value of any economic benefits available in the form of refunds from the plan or reductions in future contributions to the plan.

The cost of providing benefits under the defined benefit plan is determined separately for each plan using the projected unit credit method.

Defined benefit costs comprise the following:

- Service cost;
- Net interest on the net defined benefit liability or asset; and
- Remeasurements of net defined benefit liability or asset.

Service costs which include current service costs, past service costs and gains or losses on non-routine settlements are recognised as expense in profit or loss. Past service costs are recognised when plan amendment or curtailment occurs.

Net interest on the net defined benefit liability or asset is the change during the period in the net defined benefit liability or asset that arises from the passage of time which is determined by applying the discount rate based on high quality corporate bonds to the net defined benefit liability or asset. Net interest on the net defined benefit liability or asset is recognised as expense or income in profit or loss.

Remeasurements comprising actuarial gains and losses, return on plan assets and any change in the effect of the asset ceiling (excluding net interest on defined benefit liability) are recognised immediately in other comprehensive income in the period in which they arise. Remeasurements are recognised in retained earnings within equity and are not reclassified to profit or loss in subsequent periods.

Notes to the Financial Statements

31 March 2022

2. Summary of Significant Accounting Policies (cont'd)

2.21 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.

2.22 Government grants

Government grants are recognised when there is reasonable assurance that the grant will be received and all attaching conditions will be complied with.

Government grants receivable are recognised as income over the period necessary to match them with the related costs which they are intended to compensate, on a systematic basis. Government grants relating to expense are offset against the related expenses.

2. Summary of Significant Accounting Policies (cont'd)

2.23 Treasury shares

The Group's own equity instruments, which are reacquired (treasury shares) are recognised at cost and deducted from equity (Note 12). No gain or loss is recognised in profit or loss on the purchase, sale, issue or cancellation of the Group's own equity instruments. Any difference between the carrying amount of treasury shares and the consideration received, if reissued, is recognised directly in equity. Voting rights related to treasury shares are nullified for the Group and no dividends are allocated to them respectively.

2.24 Hedges of a net investment

The Group uses loans as a hedge of its exposure to foreign exchange risk on its investments in foreign subsidiaries. For more details, refer to Note 27.

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 other comprehensive income is reclassified to profit or loss as a reclassification adjustment on disposal of the foreign operation.

2.25 Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the senior management of the Group. The senior management are responsible for allocating resources and assessing performance of the operating segments. Additional disclosures on each of these segments are shown in Note 34, including the factors used to identify the reportable segments and the measurement basis of segment information.

2.26 Related parties

A related party is defined as follows:

- (i) A person or a close member of that person's family is related to the Group and Company if that person:
 - (a) has control or joint control over the Company;
 - (b) has significant influence over the Company; or
 - (c) is a member of the key management personnel of the Group or Company or of a parent of the Company.

Notes to the Financial Statements

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2. Summary of Significant Accounting Policies (cont'd)

2.26 Related parties (cont'd)

- (ii) An entity is related to the Group and the Company if any of the following conditions applies:
- (a) the entity and the Company are members of the same group (which means that each parent, subsidiary and fellow subsidiary is related to the others);
 - (b) one entity is an associate or joint venture of the other entity (or an associate or joint venture of a member of a group of which the other entity is a member);
 - (c) both entities are joint ventures of the same third party;
 - (d) one entity is a joint venture of a third entity and the other entity is an associate of the third entity;
 - (e) the entity is a post-employment benefit plan for the benefit of employees of either the Company or an entity related to the Company. If the Company is itself such a plan, the sponsoring employers are also related to the Company;
 - (f) the entity is controlled or jointly controlled by a person identified in (i); or
 - (g) a person identified in (i)(a) has significant influence over the entity or is a member of the key management personnel of the entity (or of a parent of the entity).

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 critical judgements in applying accounting policies that have the most significant effect on the amount recognised in the financial statements; and 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.

3.1 Business impact and financial implications of the COVID-19 pandemic

The COVID-19 pandemic has significantly impacted the aviation industry with the reduction of international and regional flights around the world. While the borders are gradually opening up and pent-up demand in the last quarter of the financial year have led to continuing surge in travel volume, aviation passenger volume has yet to reach the pre-pandemic level and this has a direct impact on the revenue and profitability for the Group.

3. Significant Accounting Estimates and Judgements (cont'd)

3.1 Business impact and financial implications of the COVID-19 pandemic (cont'd)

In addition to the loss in revenue, the Group has also considered the impact of COVID-19 pandemic in the following areas:

(i) Accounting for government assistance grants

In view of the economic impact of the COVID-19 pandemic to the companies in Singapore, the Singapore Government has granted a series of reliefs to help ease the cost pressures of the Singapore companies. A significant portion of the reliefs comes under the Jobs Support Scheme ("JSS") and Aviation Workforce Retention Grant ("AWRG") whereby the Singapore Government provide wage support to employers to help them retain their local employees during this period of economic uncertainty.

Consequently, the Institute of Singapore Chartered Accountants has issued a Financial Reporting Bulletin 6 ("FRB 6 – Revised Sep 2020"), *COVID-19 Government Relief Measures: Accounting for the grant provided by the Singapore Government for wages paid to local employees under the Jobs Support Scheme*, where it provides accounting guidance and key consideration in accounting for the government grants that were given by the Government. In line with SFRS(I) 1-20 *Accounting for Government Grants and Disclosures of Government Assistance*, government grant is recognised (i) when there is reasonable assurance that it will comply with the conditions attached to them and the grants will be received; and (ii) it shall be recognised in profit or loss on a systematic basis over the period of economic uncertainty in which the entity recognises as expenses the related costs for which the grants are intended to compensate.

Significant judgement is required in determining the timing of recognition of grant receivable and realisation to profit or loss on a systematic basis over a period. In recognition of the government grants, management has evaluated and assessed that the government grant including JSS and AWRG will be recognised from February 2020 up to the financial year ending 31 March 2023. For the financial year ended 31 March 2022, the Group recorded a total of government grants amounting to \$113.3 million (2021: \$210.7 million) as a credit to staff costs (Note 5) in line with the intention of the grants to defray such expenses.

In addition, the Group has also obtained training grants from the Singapore Government in order to reskill and upskill its workforce. Training grants are recognised over the period in which the entity recognises the related training costs. For the financial year ended 31 March 2022, the Group recorded a total of training grants amounting to \$7.1 million (2021: \$40.5 million) as a credit to Other Costs in line with the intention of the grants to defray such expenses.

(ii) Estimated credit losses

As COVID-19 continues to evolve with economic uncertainties and adversely impact the aviation sector, certain airlines may potentially face the need to recapitalise and establish refinancing and capitalisation plans. The estimates on ECLs have included the expected effects that pandemic may have on the recoverability of the Group's receivables from the airline customers (Note 31). Management has made a provision for the amount due from those airlines with a sign of financial distress but without a concrete recapitalisation or refinancing and capitalisation plan up to the date of these financial statements.

(iii) Solvency and liquidity

The Group continues to rationalise and manage its operating and capital expenditure and working capital adequately as the aviation industry recovers from the severe impact caused by the pandemic. As at 31 March 2022, the Group has a cash balance of \$786.0 million (2021: \$879.8 million) after the repayment of \$150 million term loan ahead of its maturity, giving rise to a debt-equity ratio of 0.46 (2021: 0.51). The Group has access to undrawn credit facilities, bank lines and debt capital markets and continue to have the necessary financial resources to meet its obligations when they fall due.

Notes to the Financial Statements

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3. Significant Accounting Estimates and Judgements (cont'd)

3.2 Impairment of non-financial assets

An impairment exists when the carrying value of an asset or cash generating unit ("CGU") exceeds its recoverable amount, which is the higher of its fair value less costs of disposal and its value in use. The fair value less costs of disposal calculation is based on available data from binding sales transactions in an arm's length transaction of similar assets or observable market prices less incremental costs for disposing the asset. The value in use for calculation is based on a discounted cash flow model. The cash flows are derived from the forecast for the next five to ten years and do not include restructuring activities that the Group has not committed to or significant future investments that may enhance the asset's performance of the CGU being tested. The recoverable amount is most sensitive to the discount rate used for the discounted cash flow model as well as the expected future cash inflows and the growth rate used for extrapolation purposes.

There is uncertainty in the current and future economic environment in which the Group operates arising from the ongoing COVID-19 outbreak. Given the pervasiveness of the pandemic, the Group's management has considered and evaluated the impact of COVID-19 pandemic by reviewing the impairment assessment of the Group's significant CGUs in light of the economic and market conditions. Significant judgement is required in determining the recoverable amount of the investments which is subject to a high degree of estimation uncertainty in assessing the duration and severity of the economic downturn caused by the pandemic and recovery of air travel demand. There was no impairment charge recorded in the current financial year, compared to impairment charges of \$31.5 million, \$12.5 million and \$24.7 million recorded for investments in associates (Note 18), long-term investment (Note 20) and goodwill (Note 16) respectively in financial year 2021.

The Group has also carried out a review on the recoverable amount of its property, plant and equipment that are impacted by COVID-19 pandemic. A total impairment loss of \$16.9 million (2021: \$24.1 million) was recorded in the income statement (Note 8).

3.3 Income taxes

Uncertainties exist with respect to the interpretation of complex tax regulations and the amount and timing of future taxable income. Given the wide range of international business relationships and the long-term nature and complexity of existing contractual agreements, differences arising between the actual results and the assumptions made, or future changes to such assumptions, could necessitate future adjustments to tax provisions already recorded.

The Group establishes provisions, based on reasonable estimates, for possible consequences of audits by the tax authorities of the respective countries in which it operates. The amount of such provisions is based on various factors, such as experience of previous tax audits and differing interpretations of tax regulations by the taxable entity and the relevant tax authority. Such differences of interpretation may arise on a wide variety of issues depending on the conditions prevailing in the respective company's domicile.

Deferred tax assets are recognised for all unused tax losses to the extent that it is probable that taxable profit will be available against which the losses can be utilised. Significant management judgement is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and level of future taxable profits together with future tax planning strategies.

4. Revenue

The Group recognises revenue from the following sources:

	GROUP	
	2021-22 \$'000	2020-21 \$'000
Food Solutions	640,930	573,753
Gateway Services	532,457	389,749
Others (rental and other services)	3,379	6,495
	1,176,766	969,997

Revenue is measured based on consideration specified in contracts with customers.

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 ground handling, airport cargo delivery, management services, aviation security services and cruise terminal services. Revenue is recognised when 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.

Others

Others include rental income and other services. Revenue is recognised when it transfers control of a product to a customer or as and when services are rendered.

5. Staff Costs

	GROUP	
	2021-22 \$'000	2020-21 \$'000
Salaries, bonuses and other costs*	591,671	514,976
CPF and other defined contribution plans	64,626	69,250
Share-based payment expense (Note 12)	7,606	8,787
Government grants	(113,348)	(210,748)
	550,555	382,265

* Included in salaries, bonuses and other costs are contract labour expenses of \$82,952,000 (2021: \$27,910,000).

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6. Operating Loss

The following items have been included in arriving at operating loss:

	GROUP	
	2021-22 \$'000	2020-21 \$'000
Audit fee paid to auditors of the Company	600	566
Audit fee paid to other auditors	404	344
Non-audit fee paid to auditors of the Company	208	65
Non-audit fee paid to other auditors	51	219
Allowance of doubtful receivables and bad debts written off, net	11,134	13,681
Maintenance of equipment and vehicles	30,830	30,680
Digitalisation and IT expenses	38,832	39,203
Lease of ground support equipment	6,700	5,882
Rental for leasehold land and premises	4,763	5,719
COVID-19 related government grants and reliefs	(145,641)	(271,796)
Exchange loss, net	168	1,616

7. Interest on Borrowings and Interest Income

	GROUP	
	2021-22 \$'000	2020-21 \$'000
Interest expenses – financial liabilities at amortised cost	(17,065)	(20,509)
Interest income – financial assets at amortised cost	3,285	4,816
	(13,780)	(15,693)

8. Other Non-Operating Gain/(Loss), Net

	GROUP	
	2021-22 \$'000	2020-21 \$'000
Gain on disposal of property, plant and equipment	234	4
Write-back of earn-out consideration	–	13,693
Impairment loss on investment in associates, long-term investment and intangible assets	–	(68,751)
Impairment loss on property, plant and equipment	(16,948)	(24,079)
Accelerated recognition of government grant for impaired property, plant and equipment	321	7,498
Gain on deemed disposal of associate	28,862	–
Others	(317)	(24)
	12,152	(71,659)

9. Income Tax Credit

The major components of income tax credit for the years ended 31 March 2022 and 2021 are:

	GROUP	
	2021-22 \$'000	2020-21 \$'000
Current income tax:		
Current year	10,788	11,215
(Over)/under provision in respect of prior years	(6,820)	193
	3,968	11,408
Deferred income tax (Note 21):		
Origination and reversal of temporary differences	(36,247)	(48,530)
Under/(over) provision of deferred taxation in respect of prior years	18	(470)
Withholding tax on share of results of associates/joint ventures	829	1,440
Income tax credit recognised in profit or loss	(31,432)	(36,152)

Reconciliation of effective tax rate

	GROUP	
	2021-22 \$'000	2020-21 \$'000
Loss before tax	(27,101)	(145,449)
Taxation at statutory tax rate of 17% (2021: 17%)	(4,607)	(24,726)
Adjustments:		
Non-deductible expenses	14,417	16,145
Effect of different tax rates in other countries	(4,130)	(9,952)
Effect of reduction in tax rate	–	(17)
Tax rebate	(208)	(58)
(Over)/under provision of current taxation in respect of prior years	(6,820)	193
Under/(over) provision of deferred taxation in respect of prior years	18	(470)
Utilisation of previously unrecognised tax losses/capital allowances	(59)	(567)
Tax exempt income	(32,451)	(27,678)
Effect of share of results of associates/joint ventures	(2,991)	7,996
Withholding tax on share of results of associates/joint ventures	829	1,440
Deferred tax assets not recognised	4,730	1,536
Others	(160)	6
Income tax credit recognised in profit or loss	(31,432)	(36,152)

Notes to the Financial Statements

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10. Earnings/(Loss) Per Share

	GROUP	
	2021-22 \$'000	2020-21 \$'000
Profit/(loss) attributable to owners of the Company	20,371	(78,929)
	GROUP	
	2021-22	2020-21
Weighted average number of ordinary shares in issue used for computing basic earnings per share	1,120,990,368	1,118,729,203
Adjustment for share options, RSP and PSP	4,449,129	4,290,538
Weighted average number of ordinary shares in issue used for computing diluted earnings per share	1,125,439,497	1,123,019,741
Earnings per share (cents)		
Basic	1.8	(7.1)
Diluted	1.8	(7.0)

Basic earnings per share is calculated by dividing the profit attributable to owners of the Company by the weighted average number of ordinary shares in issue during the financial year.

For purposes of calculating diluted earnings per share, the weighted average number of ordinary shares in issue is adjusted to take into account the dilutive effect of share-based payment plans of the Company.

11. Dividends Paid

No tax exempt (one-tier) dividend was proposed for the financial year ended 31 March 2022 (2021: Nil).

12. Share Capital and Treasury Shares

Share Capital

	GROUP AND COMPANY 31 March			
	2022 Number of shares	2021 Number of shares	2022 \$'000	2021 \$'000
Ordinary shares				
Balance at beginning and end of the year	1,124,056,275	1,124,056,275	367,947	367,947

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.

No ordinary shares were issued pursuant to equity compensation plans during the year and in previous financial year.

Treasury Shares

	GROUP AND COMPANY 31 March			
	2022 Number of shares	2021 Number of shares	2022 \$'000	2021 \$'000
At beginning of the year	4,362,955	5,867,355	18,798	26,017
Shares acquired	–	535,000	–	1,568
Shares reissued pursuant to equity compensation plans	(2,394,550)	(2,039,400)	(10,317)	(8,787)
At end of the year	1,968,405	4,362,955	8,481	18,798

Treasury shares relate to ordinary shares of the Company that are held by the Company.

During the year, 2,394,550 (2021: 2,039,400) treasury shares were reissued pursuant to the equity compensation plans of which 2,089,850 (2021: 2,039,400) were reissued for the Restricted Share Plan, and 304,700 (2021: Nil) were reissued for the Performance Share Plan.

Notes to the Financial Statements

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12. Share Capital and Treasury Shares (cont'd)

Share-Based Incentive Plans

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. Both share plans which expired in July 2015 were subsequently approved during the 41st Annual General Meeting held on 23 July 2014 for further extension of 10 years to July 2025.

The details of the two plans are described below:

Restricted Share Plan ("RSP") For grants in FY2019-20 to FY2021-22

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 .

Performance Share Plan ("PSP") For grants in FY2018-19 to FY2021-22

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	<ul style="list-style-type: none"> Absolute Total Shareholder Return 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.

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.

12. Share Capital and Treasury Shares (cont'd)

Share-Based Incentive Plans (cont'd)

The following table lists the inputs to the model used for the awards:

RSP	Jun 2021	Aug 2020	Jun 2019
Expected dividend yield (%)		Management's forecast	
Expected volatility (%)	39.6	28.3	13.8
Risk-free interest rate (%)	0.4 – 0.5	0.2 – 0.3	1.7 – 1.9
Expected term (years)	0.2 – 2.0	0.0 – 1.9	0.0 – 2.0
Share price at date of grant (\$)	4.02	2.91	5.27

PSP	Aug 2021	Aug 2020	Aug 2019	Dec 2018
Expected dividend yield (%)		Management's forecast		
Expected volatility (%)	32.6	26.1	16.2	16.3
Risk-free interest rate (%)	0.5	0.3	1.72	1.99
Expected term (years)	2.9	2.9	2.9	2.6
Index (for Relative TSR)	STI	STI	NA	NA
Index volatility (%)	19.2	17.6	NA	NA
Correlation with index (%)	0.7	0.7	NA	NA
Share price at date of grant (\$)	3.99	2.91	4.82	4.60

For non-market conditions, achievement factors are determined based on inputs from the Remuneration and Human Resource Committee for the purpose of accrual for the RSP until the achievement of the targets can be accurately ascertained.

Movement of RSP and PSP shares award during the year

RSP	Number of restricted shares					
	Date of grant	Balance at 01 April 2021/ Date of grant	Vested	Forfeited	Adjustment	Balance at 31 March 2022
	24 June 2019	568,700	(560,400)	(7,100)	–	1,200
	20 August 2020	658,200	(338,500)	(58,300)	–	261,400
	25 June 2021	2,049,000	(689,500)	(173,500)	–	1,186,000
	02 August 2021	435,750	(435,750)	–	–	–
	10 August 2021	65,700	(65,700)	–	–	–
		3,777,350	(2,089,850)	(238,900)	–	1,448,600

Notes to the Financial Statements

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12. Share Capital and Treasury Shares (cont'd)

Share-Based Incentive Plans (cont'd)

Movement of RSP and PSP shares award during the year (cont'd)

PSP	Number of performance shares				
	Balance at 01 April 2021/ Date of grant	Vested	Forfeited	Adjustment [#]	Balance at 31 March 2022
14 December 2018	695,000	(304,700)	–	(390,300)	–
01 August 2019	635,000	–	(355,000)	–	280,000
20 August 2020	1,097,500	–	(450,000)	–	647,500
02 August 2021	890,000	–	(400,000)	–	490,000
	3,317,500	(304,700)	(1,205,000)	(390,300)	1,417,500

[#] Adjustments due to the performance factor at the end of the performance period upon meeting stated performance targets.

The estimated weighted average fair values at date of grant for each share granted during the year under the PSP is \$2.16 (2021: \$1.35) 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 2022 were 1,448,600 (2021: 1,226,900) and 1,417,500 (2021: 2,427,500) for RSP and PSP respectively. Based on the achievement factor, the actual release of the awards is 1,448,600 (2021: 1,226,900) and zero to a maximum of 2,126,250 (2021: zero to maximum of 3,641,250) fully-paid ordinary shares of the Company, for RSP and PSP respectively.

The total amount of share-based payment 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 summarised as follows:

	GROUP	
	2021-22 \$'000	2020-21 \$'000
Share-based payment expense		
Restricted Share Plan	8,489	6,747
Performance Share Plan	(883)	2,040
	7,606	8,787

13. Reserves

(a) Share-Based Compensation Reserve

Share-based compensation reserve represents the equity-settled share options, 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 equity-settled share options, restricted and performance shares, net of cumulative shares vested.

(b) Statutory Reserve

Certain countries in which some of the Group's subsidiaries and associates are incorporated legally require statutory reserves to be set aside. The laws of the countries restrict the distribution and use of these statutory reserves.

(c) 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 of net investments in a foreign operation (Note 27).

(d) Fair Value Reserve

Fair value reserve represents the cumulative fair value changes, net of tax, of available-for-sale financial assets, until they are disposed or impaired.

(e) Capital Reserve

Capital reserve comprises acquisitions of non-controlling interests that do not result in a change of control.

(f) Gain or Loss on Reissuance of Treasury Shares

This represents the gain or loss arising from purchase, sale, issue or cancellation of treasury shares. No dividend may be paid, and no other distribution (whether in cash or otherwise) of the Company's assets (including any distribution of assets to members on a winding up) may be made in respect of this reserve.

14. Property, Plant and Equipment and Right-of-Use Assets

	Note	GROUP		COMPANY	
		31 Mar 2022 \$'000	31 Mar 2021 \$'000	31 Mar 2022 \$'000	31 Mar 2021 \$'000
Property, plant and equipment	14.1	589,651	519,671	18,802	18,780
Right-of-use assets	14.2	312,827	187,716	59,522	63,336
		902,478	707,387	78,324	82,116

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14. Property, Plant and Equipment and Right-of-Use Assets (cont'd)

14.1 Property, Plant and Equipment

GROUP	Freehold land and buildings \$'000	Leasehold land and buildings \$'000	Office fittings and fixtures \$'000	Fixed ground support equipment \$'000	Mobile ground support equipment \$'000	Office and commercial equipment \$'000	Motor vehicles \$'000	Work in progress \$'000	Total \$'000
Cost									
At 1 April 2020	105,881	803,663	202,679	418,836	86,765	65,458	67,360	33,961	1,784,603
Translation	(9,543)	(1,442)	(358)	460	(261)	(1,141)	(983)	30	(13,238)
Reclassifications	–	–	4,103	13,694	410	(453)	–	(17,754)	–
Transfer to intangible assets (Note 16)	–	–	–	–	–	–	–	(28)	(28)
Additions (Note 25)	186	2,397	1,239	7,483	2,285	2,078	5,000	17,157	37,825
Disposals	(1,186)	(534)	(12,468)	(3,928)	(306)	(2,078)	(3,375)	(282)	(24,157)
At 31 March 2021	95,338	804,084	195,195	436,545	88,893	63,864	68,002	33,084	1,785,005
At 31 March 2021 and 1 April 2021	95,338	804,084	195,195	436,545	88,893	63,864	68,002	33,084	1,785,005
Translation	(13,902)	234	(854)	403	(80)	(3,833)	(1,643)	136	(19,539)
Reclassifications	–	(42)	3,040	3,110	3,045	1,027	–	(10,180)	–
Acquisition of subsidiaries	5,285	285,497	952	148,964	–	29,745	419	1,885	472,747
Additions (Note 25)	29	619	2,230	8,315	357	519	1,345	49,191	62,605
Disposals	–	–	(345)	(4,554)	(192)	(73)	(1,155)	–	(6,319)
At 31 March 2022	86,750	1,090,392	200,218	592,783	92,023	91,249	66,968	74,116	2,294,499

14. Property, Plant and Equipment and Right-of-Use Assets (cont'd)

14.1 Property, Plant and Equipment (cont'd)

GROUP	Freehold land and buildings \$'000	Leasehold land and buildings \$'000	Office fittings and fixtures \$'000	Fixed ground support equipment \$'000	Mobile ground support equipment \$'000	Office and commercial equipment \$'000	Motor vehicles \$'000	Work in progress \$'000	Total \$'000
Accumulated depreciation and impairment losses									
At 1 April 2020	26,136	574,839	128,583	324,612	43,589	46,438	38,109	–	1,182,306
Translation	(3,994)	(67)	(72)	430	(120)	(717)	(487)	–	(5,027)
Reclassifications	–	–	–	514	–	(514)	–	–	–
Depreciation	5,435	27,018	15,922	16,048	9,789	6,607	6,056	–	86,875
Disposals	(669)	(534)	(12,329)	(3,722)	(306)	(2,038)	(3,301)	–	(22,899)
Impairment	–	270	3,371	15,435	22	1,080	1,762	2,139	24,079
At 31 March 2021	26,908	601,526	135,475	353,317	52,974	50,856	42,139	2,139	1,265,334
At 31 March 2021 and 1 April 2021	26,908	601,526	135,475	353,317	52,974	50,856	42,139	2,139	1,265,334
Translation	(8,452)	(467)	(743)	(103)	(46)	(3,534)	(1,056)	–	(14,401)
Depreciation	5,014	23,820	13,689	15,872	8,536	4,720	5,032	–	76,683
Acquisition of subsidiaries	–	228,252	952	110,298	–	26,608	380	–	366,490
Disposals	–	–	(184)	(4,644)	(191)	(71)	(1,116)	–	(6,206)
Impairment	–	–	16	14,055	272	195	–	2,410	16,948
At 31 March 2022	23,470	853,131	149,205	488,795	61,545	78,774	45,379	4,549	1,704,848
Carrying amounts									
At 1 April 2020	79,745	228,824	74,096	94,224	43,176	19,020	29,251	33,961	602,297
At 31 March 2021	68,430	202,558	59,720	83,228	35,919	13,008	25,863	30,945	519,671
At 31 March 2022	63,280	237,261	51,013	103,988	30,478	12,475	21,589	69,567	589,651

As part of the Group's annual impairment assessment, management assessed that the recoverable amount of certain plant and equipment is lower than its carrying amount due to the change in business and operation plan. As a result, impairment losses of \$16,948,000 was recorded during the financial year ended 31 March 2022. The Group's property, plant and equipment with a carrying amount of \$13,853,000 (2021: \$13,543,000) are pledged to secure the Group's bank loans (Note 27).

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14. Property, Plant and Equipment and Right-of-Use Assets (cont'd)

14.1 Property, Plant and Equipment (cont'd)

COMPANY	Fixed ground support equipment \$'000	Mobile ground support equipment \$'000	Office and commercial equipment \$'000	Motor vehicles \$'000	Work in progress \$'000	Total \$'000
Cost						
At 1 April 2020	7,256	–	6,141	116	10,754	24,267
Reclassification/transfer to investment properties (Note 15)	5,167	–	–	–	(7,209)	(2,042)
Additions	–	–	495	–	5,621	6,116
Disposals	(6)	–	(172)	(27)	–	(205)
At 31 March 2021 and 1 April 2021	12,417	–	6,464	89	9,166	28,136
Reclassification/transfer to investment properties (Note 15)	1,063	–	–	–	(2,072)	(1,009)
Additions	239	–	5	–	3,040	3,284
At 31 March 2022	13,719	–	6,469	89	10,134	30,411
Accumulated depreciation						
At 1 April 2020	3,647	–	3,684	75	–	7,406
Depreciation	1,306	–	841	8	–	2,155
Disposals	(6)	–	(172)	(27)	–	(205)
At 31 March 2021 and 1 April 2021	4,947	–	4,353	56	–	9,356
Depreciation	1,557	–	688	8	–	2,253
At 31 March 2022	6,504	–	5,041	64	–	11,609
Carrying amounts						
At 1 April 2020	3,609	–	2,457	41	10,754	16,861
At 31 March 2021	7,470	–	2,111	33	9,166	18,780
At 31 March 2022	7,215	–	1,428	25	10,134	18,802

14. Property, Plant and Equipment and Right-of-Use Assets (cont'd)

14.2 Right-of-Use Assets

GROUP	Leasehold land and buildings \$'000	Others \$'000	Total \$'000
Cost			
At 1 April 2020	221,127	5,778	226,905
Translation	(6,425)	(109)	(6,534)
Additions	16,748	119	16,867
Disposals	(1,765)	(1,704)	(3,469)
At 31 March 2021 and 1 April 2021	229,685	4,084	233,769
Translation	(6,658)	(27)	(6,685)
Acquisition of subsidiaries	192,977	–	192,977
Additions	28,928	1,001	29,929
Disposals	(9,839)	(297)	(10,136)
At 31 March 2022	435,093	4,761	439,854
Accumulated depreciation			
At 1 April 2020	18,637	2,311	20,948
Translation	(547)	(55)	(602)
Amortisation	25,750	1,526	27,276
Disposals	(744)	(825)	(1,569)
At 31 March 2021 and 1 April 2021	43,096	2,957	46,053
Translation	(893)	(20)	(913)
Acquisition of subsidiaries	60,195	–	60,195
Amortisation	26,607	776	27,383
Disposals	(5,546)	(145)	(5,691)
At 31 March 2022	123,459	3,568	127,027
Carrying amounts			
At 31 March 2020	202,490	3,467	205,957
At 31 March 2021	186,589	1,127	187,716
At 31 March 2022	311,634	1,193	312,827

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14. Property, Plant and Equipment and Right-of-Use Assets (cont'd)

14.2 Right-of-Use Assets (cont'd)

COMPANY	Leasehold land and buildings \$'000
Cost	
At 1 April 2020	70,895
Additions	195
At 31 March 2021 and 1 April 2021	71,090
Additions	47
At 31 March 2022	71,137
Accumulated depreciation	
At 1 April 2020	3,858
Amortisation	3,896
At 31 March 2021 and 1 April 2021	7,754
Amortisation	3,861
At 31 March 2022	11,615
Carrying amounts	
At 31 March 2020	67,037
At 31 March 2021	63,336
At 31 March 2022	59,522

15. Investment Properties

	GROUP \$'000	COMPANY \$'000
Cost		
At 1 April 2020	16,292	799,101
Transfer from property, plant and equipment (Note 14.1)	–	2,042
Additions	–	16
Disposals	(6,663)	(6,663)
At 31 March 2021 and 1 April 2021	9,629	794,496
Transfer from property, plant and equipment (Note 14.1)	–	1,009
Disposals	(2,390)	–
At 31 March 2022	7,239	795,505
Accumulated depreciation		
At 1 April 2020	15,253	598,065
Depreciation	542	30,069
Disposals	(6,663)	(6,663)
At 31 March 2021 and 1 April 2021	9,132	621,471
Depreciation	497	26,384
Disposals	(2,390)	–
At 31 March 2022	7,239	647,855
Carrying amount		
At 1 April 2020	1,039	201,036
At 31 March 2021	497	173,025
At 31 March 2022	–	147,650

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.

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15. Investment Properties (cont'd)

Information relating to the fair values of the investment properties of the Group as at 31 March as follows:

	2022		2021	
	Carrying value \$'000	Fair value \$'000	Carrying value \$'000	Fair value \$'000
Investment properties	–	12,400	497	13,000

Information relating to the fair values of the investment properties of the Company rented to third parties as at 31 March as follows:

	2022		2021	
	Carrying value \$'000	Fair value \$'000	Carrying value \$'000	Fair value \$'000
Investment properties rented by Company to third parties	–	12,400	497	13,000

The valuation is based on the Investment Method that makes reference to gross rental income of similar properties based on prevailing economic conditions.

The remaining investment properties of the Company are rented to the subsidiaries of the Group for their operational needs and therefore the Company does not consider the disclosure of fair value of these investment properties to be relevant.

Investment properties are categorised within level 3 of the fair value hierarchy. A significant increase (decrease) in gross rental income would result in a significantly higher (lower) fair value measurement.

The property rental income earned by the Group and Company for the year ended 31 March 2022 from its investment properties which are leased out under operating leases, amounted to \$1,020,000 and \$49,860,000 (2021: Nil and \$49,721,000) respectively.

Direct operating expenses (including repairs and maintenance) incurred on rental-earning investment properties amounted to \$151,000 and \$38,236,000 (2021: \$116,000 and \$37,838,000) for the Group and Company respectively.

16. Intangible Assets

GROUP	Software development \$'000	Work in progress \$'000	Goodwill \$'000	Licence \$'000	Customer relationships \$'000	Total \$'000
Cost						
At 1 April 2020	114,512	13,208	302,820	27,099	144,822	602,461
Translation	(631)	(19)	(1,782)	15	(1,033)	(3,450)
Transfer from/(to) property, plant and equipment (Note 14.1)	3,660	(3,632)	–	–	–	28
Additions (Note 25)	592	24,195	–	–	–	24,787
Impairment	–	–	(24,700)	–	–	(24,700)
Disposals	(3,628)	–	–	–	–	(3,628)
Other	–	–	–	–	1,877	1,877
At 31 March 2021 and 1 April 2021	114,505	33,752	276,338	27,114	145,666	597,375
Translation	(662)	(20)	(2,070)	(12)	(128)	(2,892)
Reclassifications	13,955	(13,955)	–	–	–	–
Additions (Note 25)	1,946	14,708	–	–	–	16,654
Acquisition through business combinations	–	–	50,182	–	93,113	143,295
At 31 March 2022	129,744	34,485	324,450	27,102	238,651	754,432
Accumulated depreciation						
At 1 April 2020	105,576	–	–	21,670	47,840	175,086
Translation	(578)	–	–	15	43	(520)
Amortisation	4,289	–	–	1,917	9,543	15,749
Disposals	(3,619)	–	–	–	–	(3,619)
At 31 March 2021 and 1 April 2021	105,668	–	–	23,602	57,426	186,696
Translation	(630)	–	–	(12)	94	(548)
Amortisation	4,600	–	–	1,918	8,587	15,105
At 31 March 2022	109,638	–	–	25,508	66,107	201,253
Carrying amounts						
At 1 April 2020	8,936	13,208	302,820	5,429	96,982	427,375
At 31 March 2021	8,837	33,752	276,338	3,512	88,240	410,679
At 31 March 2022	20,106	34,485	324,450	1,594	172,544	553,179

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16. Intangible Assets (cont'd)

Customer relationships and licence

Customer relationships relate to the economic benefits that are expected to derive from business dealings with the existing customers in the Singapore, Japan, Malaysia, China and United Kingdom operations. These are acquired as part of the acquisition of the subsidiaries. The relationships include catering, 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 granted by the Singapore Food Agency.

Amortisation expense

The amortisation of software development, licence and customer relationships is included in the "Depreciation and amortisation charges" in the consolidated income statement.

Impairment testing of goodwill

Goodwill arising from business combinations have been allocated to the cash-generating units ("CGU") for impairment testing.

Impairment testing for CGU is carried out annually. There was no impairment loss recorded in the current financial year. In the last financial year, the carrying amount of the CGU was determined to be higher than its recoverable amount and thus, impairment loss of \$11,000,000 and \$13,700,000 were recognised for Ground Team Red Holdings Sdn. Bhd. and Monty's Bakehouse UK Limited respectively.

The carrying amounts of goodwill allocated to each CGU are as follows:

	31 Mar 2022 \$'000	31 Mar 2021 \$'000
SATS Food Services ("SFS")	111,791	111,791
TFK Corporation	17,059	18,666
Ground Team Red Holdings Sdn. Bhd. ("GTRH")	100,781	101,329
Nanjing Weizhou Airline Food Corp., Ltd ("NWA")	30,959	29,767
Monty's Bakehouse UK Limited ("MBUK")	13,678	14,785
SATS Food Solutions (Thailand) Co., Ltd. ("SFST") (formerly known as Food City Company Limited)	4,324	–
Asia Airfreight Terminal Company Limited ("AAT")	45,858	–
	324,450	276,338

16. Intangible Assets (cont'd)

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. A reasonable possible change in demand from key customers of the respective CGUs would not have an impact to the carrying value of goodwill in the CGUs.

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 to ten years period. The financial forecasts include the impact of COVID-19 pandemic, management's estimated recovery of the aviation industry from COVID-19 pandemic and the long-term viability of the airline customers, which could be dependent on the refinancing or recapitalisation plan of the airlines. The recoverable amount of the CGU is highly sensitive to such financial projection. The discount rate applied to the cash flow projections and the forecasted terminal growth rates used to extrapolate cash flow projections beyond the terminal year are as follows:

	Terminal growth rates		Pre-tax discount rates	
	31 Mar 2022 %	31 Mar 2021 %	31 Mar 2022 %	31 Mar 2021 %
SFS	1.0	1.0	6.6	8.1
TFK Corporation	0.8	0.8	13.6	13.0
GTRH	2.3	2.3	12.7	12.7
NWA	2.0	2.5	11.7	12.6
MBUK	1.5	1.5	13.2	13.6
SFST	2.0	–	10.3	–
AAT	1.0	–	10.8	–

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16. Intangible Assets (cont'd)

COMPANY	Software \$'000	Work in progress \$'000	Total \$'000
Cost			
At 1 April 2020	31,019	4,215	35,234
Additions	–	13,155	13,155
Reclassifications	1,044	(1,044)	–
Disposals	(186)	–	(186)
At 31 March 2021 and 1 April 2021	31,877	16,326	48,203
Additions	135	7,610	7,745
Reclassifications	13,669	(13,669)	–
At 31 March 2022	45,681	10,267	55,948
Accumulated amortisation			
At 1 April 2020	28,065	–	28,065
Amortisation	1,267	–	1,267
Disposals	(185)	–	(185)
At 31 March 2021 and 1 April 2021	29,147	–	29,147
Amortisation	1,829	–	1,829
At 31 March 2022	30,976	–	30,976
Carrying amounts			
At 1 April 2020	2,954	4,215	7,169
At 31 March 2021	2,730	16,326	19,056
At 31 March 2022	14,705	10,267	24,972

17. Investment in Subsidiaries

COMPANY	COMPANY	
	31 Mar 2022 \$'000	31 Mar 2021 \$'000
Unquoted shares, at cost	949,753	779,983
Impairment loss	(26,000)	(26,000)
	923,753	753,983

17. Investment in Subsidiaries (cont'd)

The names of the subsidiaries are set out below and the country of incorporation and place of business is Singapore, unless otherwise stated:

Name of companies	Principal activities (Place of business)	Cost of investment		Equity held	
		31 Mar 2022 \$'000	31 Mar 2021 \$'000	31 Mar 2022 %	31 Mar 2021 %
Held by the Company					
SATS Airport Services Pte Ltd* ^a	Airport ground handling services	16,500	16,500	100	100
SATS Catering Pte Ltd* ^a	Inflight catering services	14,000	14,000	100	100
SATS Security Services Private Limited ^a	Security handling services	3,000	3,000	100	100
SATS Aero Laundry Pte. Ltd. ^a	Providing and selling laundry and linen services	2,515	2,515	100	100
SATS Aerolog Express Pte. Ltd. ^a	Airport cargo delivery management services	1,340	1,340	100	100
SATS Institutional Catering Pte. Ltd. ^a	Supplier of food products and provision of expertise and manpower to manage central kitchens and catering operations	11,030	11,030	100	100
SATS Asia-Pacific Star Pte. Ltd. ^a	Airport ground handling services and inflight catering services	#	#	100	100
SATS Food Services Pte. Ltd. ^a	Food processing and distribution services	487,260	487,260	100	100
SATS Investments Pte. Ltd. ^a	Investment holding	#	#	100	100
SATS (India) Co. Private Limited ^b	Business development and marketing and product development (India)	228	228	100	100

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17. Investment in Subsidiaries (cont'd)

Name of companies	Principal activities (Place of business)	Cost of investment		Equity held	
		31 Mar 2022 \$'000	31 Mar 2021 \$'000	31 Mar 2022 %	31 Mar 2021 %
Held by the Company (cont'd)					
SATS Investments (II) Pte. Ltd. ^a	Investment holding	#	#	100	100
Cemerlang Pte. Ltd. ^a	Investment holding	#	#	100	100
SATS Services Sdn. Bhd. ^b	Shared services to the Company and its subsidiaries (Malaysia)	201	201	100	100
SATS Saudi Arabia Company ^b	Cargo handling (Saudi Arabia)	145	145	80	80
SATS Consumer Services Pte. Ltd. ^a	Provide airline and airport services, including buy on board, lounge access and concierge	100	100	100	100
GTRSG Pte. Ltd. ^a	Ground handling	754	754	20	20
SATS Group Services Sdn. Bhd. ^b	Investment holding (Malaysia)	#	#	100	100
Ground Team Red Holdings Sdn. Bhd. ^b	Investment holding (Malaysia)	160,886	160,886	50	50
SATS China Co., Ltd. ^b	Investment holding (People's Republic of China)	100,298	82,024	100	100
Asia Airfreight Terminal Company Limited ^{b, n}	Air cargo handling services (Hong Kong)	151,496	–	65.4	49
		949,753	779,983		

There was no impairment charge recognised in the current financial year (2021: \$26,000,000)

17. Investment in Subsidiaries (cont'd)

Name of companies (Country of incorporation)	Principal activities (Place of business)	Equity held	
		31 Mar 2022 %	31 Mar 2021 %
Held through SATS Airport Services Pte Ltd			
SATS-Creuers Cruise Services Pte. Ltd. ^a	Management of international cruise terminal	60	60
SATS Saudi Arabia Company ^b	Cargo handling (Saudi Arabia)	20	20
SATS Seletar Aviation Services Pte. Ltd. ^a	Terminal management services	52	52
Held through SATS Food Services Pte. Ltd.			
Primary Industries Private Limited and its subsidiary ^a	Provision of abattoir services	78.5	78.5
– Hog Auction Market Pte Ltd ^a	Auctioneers of pigs	78.5	78.5
Primary Industries (Qld) Pty Ltd ^b	Provision of land logistics and food solutions (Australia)	100	100
Shanghai ST Food Industries Co., Limited ^c	Manufacture and sale of frozen foodstuffs (People's Republic of China)	100	100
SFI Food Pte. Ltd. ^a	Food catering related ventures	100	100
SFI Manufacturing Private Limited ^a	Supply of food products and catering services	100	100
SATS Delaware North Pte. Ltd. ^a	Catering and food and beverages services at Singapore Sports Hub	70	70
Country Foods Pte. Ltd. ^a	Food distribution, processing and manufacturing	100	100

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17. Investment in Subsidiaries (cont'd)

Name of companies (Country of incorporation)	Principal activities (Place of business)	Equity held	
		31 Mar 2022 %	31 Mar 2021 %
Held through SATS Investments Pte. Ltd.			
TFK Corporation ^{b,i}	Inflight catering services (Japan)	59.4	59.4
SATS Investments Turkey Havacılık Yatırımları Anonim Şirketi ^m	Investment holding (Turkey)	–	100
SATS Food Turkey Gıda Hizmetleri Anonim Şirketi ^m	Food-related projects (Turkey)	–	100
Monty's Bakehouse UK Limited ^d	Providing hand-held meals and snacks to leading airline customers globally (United Kingdom)	100	100
SATS (Thailand) Co., Ltd. ^g	Investment holding company (Thailand)	100	100
Real Tasty Pte. Ltd. ^{a,k}	Snack bars, food kiosks and fast food outlets	100	–
SATS Food Solutions India Private Limited ^{b,k}	Central kitchen (India)	100	–
Held through TFK Corporation			
Inflight Foods Co., Ltd. ^{i,j}	Preparation and sale of inflight meals, frozen foods, seafood, meat and rice products and vegetables and fruits (Japan)	59.4	59.4
Narita Dry Ice Co., Ltd. ^{i,j}	Manufacture and sale of dry ice and ice cubes and sale of refrigerant and packaging material (Japan)	59.4	59.4
New Tokyo Service Co., Ltd. ^{i,j}	Inflight catering services, and provision of manpower to inflight catering operators (Japan)	59.4	59.4

17. Investment in Subsidiaries (cont'd)

Name of companies (Country of incorporation)	Principal activities (Place of business)	Equity held	
		31 Mar 2022 %	31 Mar 2021 %
Held through SATS China Co., Ltd.			
SATS (Tianjin) Food Co., Ltd. ^e	Food production, processing and distribution (People's Republic of China)	100	100
SATS (Kunshan) Food Co., Ltd. ^b	Food production, processing and distribution (People's Republic of China)	100	100
Nanjing Weizhou Airline Food Corp., Ltd. ^f	Aviation food manufacturer producing frozen food, ambient meals and related food components to aviation companies (People's Republic of China)	50	50
Held through Nanjing Weizhou Airline Food Corp., Ltd			
Ganzhou SATS Aviation Food Co., Ltd. ^f	Aviation and railway food production and distribution (People's Republic of China)	50	50
Huizhou Weilian Airline Food., Ltd. ^f	Aviation food production and distribution (People's Republic of China)	27.5	27.5
Shenzhen Weilian Air Catering Co., Ltd. ^{f,k}	Airline food services and other catering services (People's Republic of China)	50	–
Zhoushan Weilian Air Catering Co., Ltd. ^{f,k}	Airline food services and other catering services (People's Republic of China)	50	–
Zhanjiang Wuchuan Weilian Air Catering Co., Ltd. ^{f,k}	Airline food services and other catering services (People's Republic of China)	50	–
Held through SATS (Thailand) Co., Ltd.			
SATS Food Solutions (Thailand) Co., Ltd. (formerly known as Food City Company Limited) ^{g,l}	Production of frozen, ready-to-cook, ready-to-eat and other food products (Thailand)	85	–

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17. Investment in Subsidiaries (cont'd)

Name of companies (Country of incorporation)	Principal activities (Place of business)	Equity held	
		31 Mar 2022 %	31 Mar 2021 %
Held through Ground Team Red Holdings Sdn. Bhd.			
Ground Team Red Sdn. Bhd. ^b	Airport ground handling services (Malaysia)	49	49
GTRSG Pte. Ltd. ^a	Ground handling	40	40
Held through Monty's Bakehouse UK Limited			
Monty's Bakehouse GCC and Asia General Trading FZE ^m	Manufacture and supply of hand-held savory snacks and bakery to airlines and airline caterers (United Arab Emirates)	–	100
Monty's Bakehouse NL B.V. ^d	Manufacture and supply hand-held savory snacks and bakery to airlines and airline caterers (Netherlands)	100	100
Held through Asia Airfreight Terminal Company Limited			
Asia Airfreight Services Limited ^{b, n}	Provision of off-airport terminal, cargo consolidation, express delivery and other cargo related services (Hong Kong)	100	–
Held through SATS Catering Pte Ltd			
The Aviation Sustainability Forum Ltd. ^h	Aviation association for Improved sustainability in inflight passenger services	100	–

^a Audited by KPMG, Singapore.

^b Audited by member firms of KPMG International in the respective countries.

^c Audited by Shanghai YMD Certified Public Accountants (LLP).

^d Audited by Grant Thornton UK LLP.

^e Audited by CAC CPA Limited Liability Partnership.

^f Audited by Jonten Certified Public Accountants (Limited Liability Partnership).

^g Audited by Ernst and Young Thailand.

^h Audited by Ardent Assurance.

ⁱ Percentage of equity held excludes Treasury Shares held by TFK Corporation.

^j Not required to be audited under the laws of their countries of incorporation.

^k Incorporated during the year.

^l Acquired during the year.

^m Liquidated during the year.

ⁿ Became a subsidiary during the year subsequent to step-up acquisition of additional 16.4% equity interest.

Amount is less than \$1,000.

* Significant subsidiaries in FY2021-22 in accordance to Rule 718 of the Singapore Exchange Securities Trading Limited – Listing Rules.

17. Investment in Subsidiaries (cont'd)

Interest in subsidiaries with material non-controlling interest (NCI)

The Group has the following subsidiaries that have NCI that are material to the Group:

Name of subsidiaries (Place of business)	Proportion of ownership interest held by non-controlling interest %	Loss allocated to NCI during the reporting period \$'000	Accumulated NCI at the end of reporting period \$'000	Dividends paid to NCI \$'000
TFK Corporation and its subsidiaries ("TFK") (Japan)				
31 March 2022	40.6	(6,729)	(34,866)	–
31 March 2021	40.6	(14,412)	(47,300)	–
Ground Team Red Holdings Sdn. Bhd. ("GTRH") (Malaysia)				
31 March 2022	50.0	(6,946)	(56,027)	–
31 March 2021	50.0	(17,601)	(64,941)	–
Asia Airfreight Terminal Company Limited ("AAT") (Hong Kong)				
31 March 2022	34.6	–	(99,677)	–
31 March 2021	–	–	–	–

Summarised financial information about subsidiaries with material NCI

Summarised financial information including goodwill on acquisition and consolidation adjustments but before intercompany eliminations of subsidiaries with material non-controlling interests are as follows:

Summarised statement of comprehensive income:

	TFK		GTRH*	
	2021-22 \$'000	2020-21 \$'000	2021-22 \$'000	2020-21 \$'000
Revenue	77,521	58,714	22,940	13,840
Loss before tax	(23,459)	(51,787)	(17,809)	(57,135)
Income tax credit	6,886	16,289	4,227	11,005
Loss after tax	(16,573)	(35,498)	(13,582)	(46,130)
Other comprehensive income	(63,813)	(41,259)	(1,692)	(5,729)
Total comprehensive income	(80,386)	(76,757)	(15,274)	(51,859)

* The figures disclosed include Ground Team Red Sdn. Bhd. ("GTR") and GTRSG Pte. Ltd. ("GTRSG") being subsidiaries of GTRH.

Notes to the Financial Statements

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17. Investment in Subsidiaries (cont'd)

Summarised financial information about subsidiaries with material NCI (cont'd)

Summarised statement of financial position as at 31 March:

	TFK		GTRH*		AAT**	
	31 Mar 2022 \$'000	31 Mar 2021 \$'000	31 Mar 2022 \$'000	31 Mar 2021 \$'000	31 Mar 2022 \$'000	31 Mar 2021 \$'000
Current assets	21,645	39,138	5,360	6,846	184,539	–
Current liabilities	(26,932)	(34,185)	(14,932)	(12,884)	(69,738)	–
	(5,287)	4,953	(9,572)	(6,038)	114,801	–
Non-current assets	187,482	213,398	211,030	219,962	359,799	–
Non-current liabilities	(79,259)	(84,580)	(48,175)	(46,096)	(140,659)	–
	108,223	128,818	162,855	173,866	219,140	–
Net assets	102,936	133,771	153,283	167,828	333,941	–

Other summarised information:

	TFK		GTRH*	
	2021-22 \$'000	2020-21 \$'000	2021-22 \$'000	2020-21 \$'000
Net cash outflows from operations	(21,313)	(19,467)	(4,165)	(14,820)
Acquisition of significant property, plant and equipment, and intangible assets	(1,628)	(2,651)	(462)	(838)

* The figures disclosed include GTR and GTRSG being subsidiaries of GTRH.

** AAT became a subsidiary on 23 March 2022 subsequent to step-up acquisition of additional 16.4% equity interest. No summarised statement of comprehensive income and other summarised information disclosed for AAT as the transactions from 23 to 31 March 2022 are immaterial.

A – Acquisition of subsidiary SATS Food Solutions (Thailand) Co., Ltd.

On 9 July 2021, the Group, through its subsidiaries, SATS Investments Pte. Ltd. (“SIPL”) and SATS (Thailand) Co., Ltd. (“SATS Thailand”) acquired 85% equity interest in the capital of SATS Food Solutions (Thailand) Co., Ltd. (“SFST”) (formerly known as Food City Company Limited) for cash consideration of \$20.4 million. SFST became a subsidiary of the Group upon acquisition.

SFST’s main asset is a food production facility in Thailand. The facility covers a land area of 30,000 square metres, and benefits from the well-established food ecosystem in Thailand. Post-acquisition, the facility will be configured to focus on the production of ready-to-eat meals.

For the nine months ended 31 March 2022, SFST contributed revenue of \$0.6 million and loss of \$2.4 million to the Group. If the acquisition had occurred on 1 April 2021, management estimates that consolidated revenue would have been higher by \$0.2 million and consolidated profit for the year would have been \$0.8 million lower.

17. Investment in Subsidiaries (cont'd)

A – Acquisition of subsidiary SATS Food Solutions (Thailand) Co., Ltd. (cont'd)

Identifiable assets acquired and liabilities assumed

The fair value of the identifiable assets and liabilities assumed at the date of acquisition were:

	July 2021 \$'000
Property, plant and equipment	18,322
Trade and other receivables	663
Other current assets	306
Cash and cash equivalents	204
	19,495
Other non-current liabilities	(124)
Trade and other payables	(319)
Other current liabilities	(273)
	(716)
Total net identifiable assets at fair value	18,779
Consideration transferred	20,454
Non-controlling interest (NCI) measured at the NCI’s proportionate share	2,823
Less: goodwill arising from acquisition	(4,498)
	18,779

Goodwill arising from acquisition

The goodwill amounting to \$4,498,000 arose from the acquisition of 85% equity interest in the capital of Food City collectively through SIPL and SATS Thailand. This was attributable to the scale and food technology capability as well as the potential synergies expected to arise from the partnership.

B – Step-up acquisition of Asia Airfreight Terminal Company Limited

Prior to the step-up acquisition, the Company owns 49% of the total issued share of Asia Airfreight Terminal Company Limited (“AAT”), a cargo terminal operator operating in the Hong Kong International Airport at Chek Lap Kok, Hong Kong (“HKIA”).

On 23 March 2022, the Company acquired additional 16.4% equity interest of the total issued share of AAT at cash consideration of \$58.8 million. This brought the total issued share capital of AAT owned by the Company to 65.4%, granting the Company control of AAT. As a result, AAT became a subsidiary of the Company.

Notes to the Financial Statements

31 March 2022

17. Investment in Subsidiaries (cont'd)

B – Step-up acquisition of Asia Airfreight Terminal Company Limited (cont'd)

The step-up acquisition was accounted for as if there was a disposal of 49% stake, followed by the acquisition of 65.4% stake. A gain on deemed disposal amounting to \$28.9 million was recorded at acquisition date.

The acquisition is a part of the Company's strategy to expand its cargo handling network and accelerate innovation to drive sustainable business growth.

If the acquisition had occurred on 1 April 2021, management estimates that consolidated revenue would have been higher by \$152.5 million and consolidated profit for the year would have been higher by \$0.8 million (excluding share of results as an associate, from 1 April 2021 to the date of acquisition and taking into consideration the amortisation of intangible assets recognised upon acquisition assuming acquisition happened on 1 April 2021).

Fair values measured on a provisional basis

The fair value of material assets acquired has been determined provisionally pending completion of an independent valuation. If new information obtained within one year from the date of acquisition about facts and circumstances that existed at the date of acquisition identifies adjustments to the above amounts or any additional provisions existed at the date of acquisitions, then the accounting for the acquisition will be revised.

The fair value of the identifiable assets and liabilities were:

	March 2022 \$'000
Property, plant and equipment	88,621
Right-of-use assets	132,782
Intangible assets	93,113
Trade and other receivables	22,760
Other current assets	2,508
Cash and cash equivalents	159,751
	499,535
Other non-current liabilities	(125,621)
Trade and other payables	(49,381)
Other current liabilities	(20,538)
Deferred tax liabilities	(15,364)
	(210,904)
Total net identifiable assets at fair value	288,631
Consideration transferred	58,835
Fair value of existing 49% stake	175,788
Non-controlling interest (NCI) measured at the NCI's proportionate share	99,866
Less: Provisional goodwill arising from acquisition	(45,858)
	288,631

17. Investment in Subsidiaries (cont'd)

Provisional goodwill arising from acquisition

The provisional goodwill amounting to \$45,858,000 arose from the acquisition of 16.4% equity interest in AAT. This was attributable to network and capabilities, as well as the potential synergies in connectivity expected to arise from the acquisition.

Measurement of fair values

The valuation techniques used for measuring the fair value of material assets acquired were as follows:

Asset required	Valuation technique
Property, plant and equipment	<i>Market comparison technique and cost technique:</i> The valuation model considers quoted market prices for similar items when they are available, and depreciated replacement cost when appropriate. Depreciated replacement cost reflects adjustments for physical deterioration as well as functional and economic obsolescence.
Intangible assets	<i>Multi-period excess earnings method:</i> The multi-period excess earnings method considers the present value of net cash flows related to contributory assets.
Inventories	<i>Market comparison technique:</i> The fair value is determined based on the estimated selling price in the ordinary course of business less the estimated costs of completion and sale, and a reasonable profit margin based on the effort required to complete and sell the inventories.

Loan to and from subsidiaries

	COMPANY	
	31 Mar 2022 \$'000	31 Mar 2021 \$'000
Loan to subsidiaries (Non-current)	388,428	360,722

\$45,000,000 (2021: \$45,000,000) is unsecured, bears interest at 1.5% per annum above the 12 months SGD SIBOR and is repayable by 31 March 2024.

\$3,105,000 (2021: Nil) is unsecured, bears interest at 5% per annum and is repayable by April 2024.

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31 March 2022

17. Investment in Subsidiaries (cont'd)

Loan to and from subsidiaries (cont'd)

The remaining loans to subsidiaries of \$340,323,000 (2021: \$315,722,000) are unsecured, non-interest bearing, repayable on demand and not expected to be repaid in the next 12 months.

	COMPANY	
	31 Mar 2022 \$'000	31 Mar 2021 \$'000
Loan from subsidiaries (Current)	(167,800)	(169,900)

Loan from subsidiaries is unsecured, bears interest at 0.15% per annum and repayable on demand.

18. Investment in Associates

	GROUP		COMPANY	
	31 Mar 2022 \$'000	31 Mar 2021 \$'000	31 Mar 2022 \$'000	31 Mar 2021 \$'000
Quoted shares, at cost	116,428	116,428	–	–
Unquoted shares, at cost	385,385	478,048	282,811	375,474
Impairment loss	(58,365)	(58,365)	(61,550)	(40,053)
Share of post-acquisition results	112,940	191,101	–	–
Accumulated amortisation of intangible assets	(63,986)	(76,976)	–	–
Share of statutory reserves of associates	13,948	13,343	–	–
Share of changes recognised directly in associates' equity	(13,580)	(13,957)	–	–
Foreign currency translation adjustments	(98,959)	(128,828)	–	–
	393,811	520,794	221,261	335,421

There was no impairment charge recorded in the financial year ended 31 March 2022 (2021: \$31,500,000).

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.

Amounts due from associates

The amounts due from associates amounting to \$2,264,000 (2021: \$1,095,000) are unsecured, trade-related and are repayable on demand. Impairment loss of nil (2021: \$952,000) was provided for in the financial year for amount due from the associates.

18. Investment in Associates (cont'd)

Associates

Name of companies	Principal activities (Place of business)	GROUP			
		Cost of investment		Equity held	
		31 Mar 2022 \$'000	31 Mar 2021 \$'000	31 Mar 2022 %	31 Mar 2021 %
Held by the Company					
Maldives Inflight Catering Private Limited ^{b, k}	Inflight catering services (Republic of Maldives)	287	287	35.0	35.0
Beijing Airport Inflight Kitchen Limited ^{c, k}	Inflight catering services (People's Republic of China)	13,882	13,882	28.0	28.0
Beijing Aviation Ground Services Co., Ltd ^{e, k}	Airport ground handling services (People's Republic of China)	17,101	17,101	29.0	29.0
Aviserv Limited ^{f, k} (Incorporated in Ireland)	Inflight catering services (Pakistan)	3,313	3,313	49.0	49.0
Tan Son Nhat Cargo Services Joint Stock Company Limited ^{g, k}	Air cargo handling services (Vietnam)	979	979	15.0	15.0
Asia Airfreight Terminal Company Limited ^{b, m}	Air cargo handling services (Hong Kong)	–	92,663	–	49.0
Servair-SATS Holding Company Pte Ltd ^{h, k}	Investment holding company (Singapore)	509	509	49.0	49.0
MacroAsia Catering Services, Inc. ^{h, k}	Inflight catering services (Philippines)	11,604	11,604	33.0	33.0
Evergreen Airline Services Corporation ^{g, k}	Airport ground handling services (Taiwan)	5,404	5,404	20.0	20.0

Notes to the Financial Statements

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18. Investment in Associates (cont'd)

Associates (cont'd)

Name of companies	Principal activities (Place of business)	GROUP			
		Cost of investment		Equity held	
		31 Mar 2022 \$'000	31 Mar 2021 \$'000	31 Mar 2022 %	31 Mar 2021 %
Held by the Company (cont'd)					
Evergreen Air Cargo Services Corporation ^{i,k}	Air cargo handling services (Taiwan)	16,163	16,163	25.0	25.0
Taj SATS Air Catering Limited ^b	Catering services (India)	24,646	24,646	49.0	49.0
PT Jasa Angkasa Semesta, Tbk ^{h,k}	Ground and cargo handling (Indonesia)	105,532	105,532	49.8	49.8
Evergreen Sky Catering Corporation ^{g,k}	Inflight catering services (Taiwan)	39,765	39,765	25.0	25.0
SATS HK Limited ^{i,k}	Ramp services, passenger handling services and operations control services (Hong Kong)	14,813	14,813	49.0	49.0
KrisShop Pte. Ltd. ^a	Travel retail business, offer inflight and ground-based duty-free and duty paid goods (Singapore)	7,316	7,316	15.0	15.0
Beijing CAH SATS Aviation Services Co., Ltd. ^{d,k}	Ground and cargo handling services (People's Republic of China)	21,497	21,497	40.0	40.0
		282,811	375,474		
Held through TFK Corporation					
Tasco Foods Co., Ltd. ^l	Production and sales of confectionery (Japan)	2,748	2,748	29.6	29.6

18. Investment in Associates (cont'd)

Associates (cont'd)

Name of companies	Principal activities (Place of business)	GROUP			
		Cost of investment		Equity held	
		31 Mar 2022 \$'000	31 Mar 2021 \$'000	31 Mar 2022 %	31 Mar 2021 %
Held through SATS Investments Pte. Ltd.					
Brahim's SATS Investment Holdings Sdn. Bhd. ^{j,k}	Investment holding company (Malaysia)	49,057	49,057	49.0	49.0
Oman SATS LLC ^{i,k} (Formerly known as Oman Air SATS Cargo LLC)	Air cargo handling services (Oman)	23,038	23,038	33.0	33.0
Held through SATS Investments (II) Pte. Ltd. & Cemerlang Pte. Ltd.					
PT Cardig Aero Services Tbk ^{h,k}	Aviation support and catering services (Indonesia)	116,428	116,428	41.7	41.7
Held through SATS Investments (II) Pte. Ltd.					
Mumbai Cargo Service Center Airport Private Limited ^b	Air cargo handling services (India)	16,363	16,363	49.0	49.0
Held through SATS Catering Pte Ltd					
PT Purantara Mitra Angkasa Dua ^{h,k}	Aviation catering services (Indonesia)	11,368	11,368	20.0	20.0
		501,813	594,476		

^a Audited by KPMG, Singapore.

^b Audited by member firms of KPMG International in the respective countries.

^c Audited by Beijing Zhong Rui Cheng Certified Public Accountants Co., Ltd.

^d Audited by ShineWing Certified Public Accountants, Beijing.

^e Audited by Grant Thornton, China.

^f Audited by Fitzgerald & Associates, Ireland.

^g Audited by Deloitte and Touche and its member firms.

^h Audited by Ernst & Young and its member firms.

ⁱ Audited by PricewaterhouseCoopers and its member firms.

^j Audited by Baker Tilly Monteiro Heng PLT.

^k Financial year end on 31 December.

^l Not required to be audited under the laws of their countries of incorporation.

^m Reclassified to investment in subsidiaries following a step-up acquisition (Note 17).

There was no associate company that was considered as significant in accordance to Rule 718 of the Singapore Exchange Securities Trading Limited – Listing Rules.

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18. Investment in Associates (cont'd)

The Group has not recognised losses where its share of losses exceeds the Group's interest in the associate. The Group's cumulative share of unrecognised losses at the end of the reporting period was \$65,484,000 (2021: \$27,726,000), of which \$37,758,000 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 provided a proportionate guarantee up to a maximum amount of approximately \$31,253,000 (2021: \$35,146,000) to financial institutions for providing credit and banking facilities to an associate, which the Group is liable for in the event of default by the associate.

The Group's material investments in associates are summarised below:

	31 Mar 2022 \$'000	31 Mar 2021 \$'000
PT Jasa Angkasa Semesta, Tbk ("PT Jas")	66,978	56,354
Asia Airfreight Terminal Company Limited ("AAT")	–	127,542
PT Cardig Aero Services Tbk ("PT Cas")	87,776	89,969
Evergreen Sky Catering Corporation ("ESCC")	61,041	68,981
Other associates	178,016	177,948
	393,811	520,794
Fair value of PT Cas based on the quoted market price at reporting date (Level 1 in the fair value hierarchy)	30,231	28,616

Aggregate information about the Group's investments in associates that are not individually material are as follows:

	2021-22 \$'000	2020-21 \$'000
Share of profit/(loss) after tax	5,278	(57,514)
Other comprehensive income	1,020	(3,951)
Total comprehensive income	6,298	(61,465)

18. Investment in Associates (cont'd)

The summarised financial information in respect of PT Jas, AAT, 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:

Summarised statement of comprehensive income:

	PT Jas		AAT		PT Cas		ESCC	
	2021-22 \$'000	2020-21 \$'000	2021-22 \$'000	2020-21 \$'000	2021-22 \$'000	2020-21 \$'000	2021-22 \$'000	2020-21 \$'000
Revenue	117,307	81,870	152,474	145,672	135,329	101,035	33,122	19,306
Profit/(loss) after tax	24,621	7,868	16,394	27,591	(2,493)	(6,663)	(24,640)	(27,406)
Other comprehensive income	–	–	–	–	(700)	(454)	680	547
Total comprehensive income	24,621	7,868	16,394	27,591	(3,193)	(7,117)	(23,960)	(26,859)

Summarised statement of financial position as at 31 March:

	PT Jas		AAT*		PT Cas		ESCC	
	31 Mar 2022 \$'000	31 Mar 2021 \$'000						
Current assets	67,928	44,018	–	180,478	64,632	58,081	38,870	45,925
Non-current assets excluding goodwill	33,258	34,619	–	240,508	80,581	78,974	321,550	326,997
Goodwill	–	–	–	–	1,443	1,428	–	–
Total assets	101,186	78,637	–	420,986	146,656	138,483	360,420	372,922
Current liabilities	44,123	41,444	–	182,867	81,045	74,691	20,108	18,679
Non-current liabilities	8,572	9,121	–	9,338	14,004	16,255	115,718	104,975
Total liabilities	52,695	50,565	–	192,205	95,049	90,946	135,826	123,654
Net assets	48,491	28,072	–	228,781	51,607	47,537	224,594	249,268

* AAT became a subsidiary during the year subsequent to step-up acquisition of additional 16.4% equity interest.

Notes to the Financial Statements

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18. Investment in Associates (cont'd)

	PT Jas		AAT		PT Cas		ESCC	
	2022 \$'000	2021 \$'000	2022 \$'000	2021 \$'000	2022 \$'000	2021 \$'000	2022 \$'000	2021 \$'000
Net assets excluding goodwill	48,491	28,072	–	228,781	50,164	46,109	224,594	249,268
Less: Non-controlling interest	–	–	–	–	(18,722)	(12,567)	–	–
	48,491	28,072	–	228,781	31,442	33,542	224,594	249,268
Proportion of the Group's ownership	49.8%	49.8%	–	49.0%	41.7%	41.7%	25.0%	25.0%
Group's share of net assets	24,148	13,980	–	112,103	13,096	13,970	56,148	62,317
Goodwill on acquisition and intangible assets	42,830	42,374	–	15,439	74,680	75,999	4,893	6,664
Carrying amount of the investment	66,978	56,354	–	127,542	87,776	89,969	61,041	68,981
Group's interest in net assets of investee at beginning of the year	56,354	51,836	127,542	126,743	89,969	88,950	68,981	78,231
Group's share of:								
Profit/(loss) after tax	12,261	3,918	8,033	13,520	(3,160)	(4,971)	(8,175)	(8,824)
Other comprehensive income	347	3,544	(229)	(7,607)	967	5,990	235	433
Equity stake disposed	–	–	(118,485)	–	–	–	–	–
Total comprehensive income	12,608	7,462	(110,681)	5,913	(2,193)	1,019	(7,940)	(8,391)
Dividends received during the year	(1,984)	(2,944)	(16,861)	(5,114)	–	–	–	(859)
Carrying amount of interest in investee at end of the year	66,978	56,354	–	127,542	87,776	89,969	61,041	68,981

19. Investment in Joint Ventures

	GROUP		COMPANY	
	31 Mar 2022 \$'000	31 Mar 2021 \$'000	31 Mar 2022 \$'000	31 Mar 2021 \$'000
Unquoted shares, at cost	34,126	34,126	12,014	12,014
Post-acquisition revenue reserve capitalised as share capital	3,090	3,090	–	–
Share of post-acquisition results	37,129	34,212	–	–
Others	(325)	(470)	–	–
Foreign currency translation	(13,814)	(13,573)	–	–
	60,206	57,385	12,014	12,014

19. Investment in Joint Ventures (cont'd)

Amounts due from/to joint ventures

The amounts due from joint ventures amounting to \$59,000 (2021: \$108,000) and amount due to joint ventures amounting to \$11,400,000 (2021: \$11,400,000) are unsecured, trade-related and are repayable on demand. Impairment loss of nil (2021: \$1,369,000) was provided for in the financial year for amount due from a joint venture.

Joint ventures

Name of companies	Principal activities (Place of business)	GROUP			
		Cost of investment		Equity held	
		31 Mar 2022 \$'000	31 Mar 2021 \$'000	31 Mar 2022 %	31 Mar 2021 %
Held by the Company					
Air India SATS Airport Services Private Limited ^a	Ground handling and cargo handling services (India)	12,014	12,014	50.0	50.0
Unquoted shares held by Company, at cost		12,014	12,014		
Held through SATS Food Services Pte. Ltd.					
SG IPF Pte. Ltd. ^b	Investment holding (Singapore)	12,957	12,957	60.0	60.0
Held through SATS Asia-Pacific Star Pte. Ltd.					
DFASS SATS Pte. Ltd. ^b	Inflight duty-free and duty-paid sales, offer mail order and pre-order service, supply liquor for inflight pantry services, and operate ground based duty-free and duty-paid retail sales (Singapore)	9,019	9,019	50.0	50.0
Held through SATS Airport Services Pte Ltd					
SATS PPG Singapore Pte. Ltd. ^b	Manage and operate airport lounge (Singapore)	136	136	50.0	50.0
		34,126	34,126		

^a Audited by member firm of KPMG International.

^b Audited by KPMG, Singapore.

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19. Investment in Joint Ventures (cont'd)

The Group's material investments in joint ventures are summarised below:

	31 Mar 2022 \$'000	31 Mar 2021 \$'000
Air India SATS Airport Services Private Limited	35,146	32,758
Other joint ventures	25,060	24,627
	60,206	57,385

Aggregate information about the Group's investments in joint ventures that are not individually material are as follows:

	2021-22 \$'000	2020-21 \$'000
Share of loss after tax	(78)	(596)
Other comprehensive income	763	270
Total comprehensive income	685	(326)

The summarised financial information in respect of Air India SATS Airport Services Private Limited ("AISATS") based on the company's financial statement and a reconciliation with the carrying amount of the investment in consolidated financial statements are as follows:

	AISATS	
	2021-22 \$'000	2020-21 \$'000
Revenue	103,137	76,369
Operating expenses	(92,257)	(98,297)
Interest expenses	(2,169)	(5,240)
Profit/(loss) before tax	8,711	(27,168)
Income tax (expense)/credit	(2,722)	3,575
Profit/(loss) after tax	5,989	(23,593)
Total comprehensive income	5,989	(23,593)

19. Investment in Joint Ventures (cont'd)

Summarised statement of financial position as follow:

	AISATS	
	31 Mar 2022 \$'000	31 Mar 2021 \$'000
Cash and cash equivalents	7,270	845
Inventories	2,228	2,283
Other receivable	–	2,096
Trade receivable	23,302	28,751
Current assets	32,800	33,975
Non-current assets	93,268	99,391
Total assets	126,068	133,366
Current liabilities	27,821	42,196
Non-current liabilities	27,955	25,653
Total liabilities	55,776	67,849
Net assets	70,292	65,517
Proportion of the Group's ownership	50.0%	50.0%
Group's share of net assets	35,146	32,758
Carrying amount of the investment	35,146	32,758
Group's interest in net assets of investee at beginning of the year	32,758	46,232
Group's share of total comprehensive income	2,388	(13,474)
Carrying amount of interest in investee at end of the year	35,146	32,758

20. Long-Term Investments

	GROUP		COMPANY	
	31 Mar 2022 \$'000	31 Mar 2021 \$'000	31 Mar 2022 \$'000	31 Mar 2021 \$'000
Quoted equity investment	303	303	–	–
Unquoted equity investment	6,060	6,060	6,060	6,060
Loan, secured	7,894	8,065	–	–
Others	320	113	–	–
	14,577	14,541	6,060	6,060

The secured loan of \$7,894,000 (2021: \$8,065,000) refers to an investment in a 5-year secured loan of US\$5,833,000 (2021: US\$5,833,000) with interest rate of 6.5% (2021: 6.5%) per annum (Note 31(c)).

No impairment charge was recorded in the current financial year (2021: \$12,500,000).

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21. Deferred Taxation

	GROUP			
	Consolidated Statement of Financial Position		Consolidated Income Statement	
	31 Mar 2022 \$'000	31 Mar 2021 \$'000	2021-22 \$'000	2020-21 \$'000
Deferred tax liabilities				
Property, plant and equipment	42,986	47,143	3,567	726
Intangible assets	31,758	18,354	2,021	2,864
Accrued expenses	(2,818)	(683)	658	(414)
Defined benefit plan	58	58	–	–
Unremitted foreign dividend and interest income	6,478	6,478	–	–
Fair value gain	2,639	1,112	–	–
Unutilised tax losses/capital allowances	(3,975)	(18,391)	3,474	16,146
Undistributed earnings of associates/joint ventures	13,941	13,557	(1,213)	2,082
Other temporary differences	(627)	1,048	(58)	563
	90,440	68,676		
Deferred tax assets				
Provisions	3,711	2,561	(1,501)	272
Unutilised tax losses	49,771	28,770	27,389	24,628
Property, plant and equipment	3,925	2,976	1,063	694
	57,407	34,307	35,400	47,561
			COMPANY	
			31 Mar 2022 \$'000	31 Mar 2021 \$'000
Deferred tax liabilities				
Property, plant and equipment			21,520	22,311
Accrued expenses			(1,551)	(1,146)
Unremitted foreign dividend and interest income			6,944	6,478
			26,913	27,643

Unrecognised tax losses

As at 31 March 2022, the Group has tax losses of approximately \$20,113,000 (2021: \$33,326,000) 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 is 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.

22. Other Non-Current Assets

Other non-current assets relate mainly to long-term prepayments and lease deposits.

23. Trade and Other Receivables

	GROUP		COMPANY	
	31 Mar 2022 \$'000	31 Mar 2021 \$'000	31 Mar 2022 \$'000	31 Mar 2021 \$'000
Trade receivables	136,439	132,512	604	3,050
Staff loans	265	563	59	363
Sundry receivables	60,458	24,189	2,462	1,519
Government grant receivables	50,718	63,532	2,506	11,825
Amounts due from related parties				
– Trade	139,841	70,710	–	–
Amounts due from related companies				
– Non-trade	–	–	152,829	65,429
	387,721	291,506	158,460	82,186

Trade receivables are generally on 30 – 90 day terms.

Trade receivables denominated in foreign currencies at 31 March are as follows:

	GROUP		COMPANY	
	31 Mar 2022 \$'000	31 Mar 2021 \$'000	31 Mar 2022 \$'000	31 Mar 2021 \$'000
United States Dollar	2,850	9,311	–	–

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.

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23. Trade and Other Receivables (cont'd)

Trade receivables are stated after impairment. Analysis of the impairment account is as follows:

	GROUP		COMPANY	
	31 Mar 2022 \$'000	31 Mar 2021 \$'000	31 Mar 2022 \$'000	31 Mar 2021 \$'000
Balance at 1 April	13,631	2,663	116	22
Exchange differences	336	(124)	–	–
Write-off against provisions	(141)	(287)	–	–
Charge to/(write-back) income statement	11,134	11,379	(57)	94
Acquisition of subsidiary	1,281	–	–	–
Balance at 31 March	26,241	13,631	59	116
Bad debts (recovered)/write-off directly to income statement	(218)	(1,416)	162	1

Staff loans

There was no interest charge on the staff loans for FY2021-22 and FY2020-21.

Sundry receivables

Sundry receivables are unsecured, interest-free and repayable upon demand.

Amounts due from related parties

The amounts due from related parties are trade-related, with a credit term of 45 days.

Amounts due from related companies

The amounts due from related companies are unsecured, interest-free and are repayable upon demand.

24. Inventories

	GROUP		COMPANY	
	31 Mar 2022 \$'000	31 Mar 2021 \$'000	31 Mar 2022 \$'000	31 Mar 2021 \$'000
Food supplies and dry stores	71,345	119,488	–	–
Technical spares	10,849	10,121	–	–
Other consumables	961	445	757	265
	83,155	130,054	757	265
Income Statement:				
Inventories recognised as an expense	259,962	228,593	–	–
Inclusive:				
Inventories written down	806	1,584	–	–

25. Cash and Cash Equivalents

Cash at banks earns interest at floating rates based on daily bank deposit rates ranging from 0.00% to 2.5% (2021: 0.00% to 1.6%) per annum. Short-term deposits are made for varying periods of between 12 days and 12 months depending on the expected cash requirements of the Group, and earn interest at the effective interest rate ranging from 0.00% to 2.96% (2021: 0.00% to 1.8%) 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 2022 \$'000	31 Mar 2021 \$'000	31 Mar 2022 \$'000	31 Mar 2021 \$'000
Fixed deposits	566,161	767,753	459,509	745,000
Cash and bank balances	219,880	112,096	46,272	16,558
	786,041	879,849	505,781	761,558

(b) Analysis of capital expenditure cash flows:

	GROUP	
	2021-22 \$'000	2020-21 \$'000
Additions of property, plant and equipment (Note 14.1)	62,605	37,825
Additions of intangible assets (Note 16)	16,654	24,787
Accrual for purchases of property, plant and equipment (Note 26)	(1,270)	(1,078)
Cash invested in property, plant and equipment and intangible assets	77,989	61,534

(c) Cash and cash equivalents denominated in foreign currencies at 31 March are as follows:

	GROUP		COMPANY	
	31 Mar 2022 \$'000	31 Mar 2021 \$'000	31 Mar 2022 \$'000	31 Mar 2021 \$'000
Australian Dollar	3,054	21	–	–
United States Dollar	4,119	934	3,891	1,870
Japanese Yen	241	471	241	471
Euro	90	–	–	–

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26. Trade and Other Payables

	GROUP		COMPANY	
	31 Mar 2022 \$'000	31 Mar 2021 \$'000	31 Mar 2022 \$'000	31 Mar 2021 \$'000
Current:				
Trade payables	248,063	158,777	16,605	10,659
Tender deposits	4,229	3,661	3,309	2,539
Accrued expenses	180,721	178,782	29,442	17,089
Purchase of property, plant and equipment	18,044	16,774	526	15
Others	4,896	125	–	–
	207,890	199,342	33,277	19,643
Amounts due to related companies	1,993	404	7	225
Deposits placed by subsidiaries	–	–	82,824	91,534
Trade and other payables	457,946	358,523	132,713	122,061
Non-current:				
Deferred considerations	20,319	18,537	–	–
Accrued expenses	22,452	26,419	6,710	8,219
Other payables	42,771	44,956	6,710	8,219

Trade and other payables are 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.

Trade and other payables denominated in foreign currencies are as follows:

	GROUP		COMPANY	
	31 Mar 2022 \$'000	31 Mar 2021 \$'000	31 Mar 2022 \$'000	31 Mar 2021 \$'000
Australian Dollar	423	146	–	–
Euro	180	55	–	–
United States Dollar	1,407	2,256	184	–
Japanese Yen	–	79	–	–

Amounts due to related companies

These amounts are trade-related, unsecured, non-interest bearing and repayable on demand. Purchases from related companies are made at agreed terms.

27. Term Loans

	GROUP		COMPANY	
	31 Mar 2022 \$'000	31 Mar 2021 \$'000	31 Mar 2022 \$'000	31 Mar 2021 \$'000
Unsecured:				
Repayable within one year	88,601	134,062	–	94,801
Repayable after one year	109,127	234,850	86,646	150,000
	197,728	368,912	86,646	244,801
Secured:				
Repayable within one year	13,084	9,231	–	–
Total term loans	210,812	378,143	86,646	244,801
Represented by:				
Current	101,685	143,293	–	94,801
Non-current	109,127	234,850	86,646	150,000
	210,812	378,143	86,646	244,801

As at 31 March 2022, there were nine (2021: six) unsecured loans held by the Group and one (2021: three) unsecured loan held by the Company. The unsecured loan, held by the Company, has an interest rate of 0.64% per annum and maturity date of June 2026. On 30 April 2021, the Company has fully paid a term loan of \$150,000,000 ahead of its maturity.

There were ten (2021: ten) secured term loans held by the Group as at 31 March 2022. The loans as at 31 March 2022 were secured on the property, plant and equipment and other assets of the subsidiaries.

Weighted average effective interest rate at the end of reporting period

Interest Rates	GROUP		COMPANY	
	31 Mar 2022 %	31 Mar 2021 %	31 Mar 2022 %	31 Mar 2021 %
Unsecured term loans:				
Fixed rate	0.76% – 5.00%	1.20% – 2.49%	–	1.66%
Floating rate	4.45%	0.49%	0.62%	0.49%
Secured term loans:				
Fixed rate	0.50% – 5.60%	3.20% – 5.80%	–	–

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27. Term Loans (cont'd)

Hedge of net investments in foreign operations

Included in term loans as at 31 March 2022 was the term loan of JPY 7.8 billion (2021: JPY 7.8 billion), approximately \$86.6 million (2021: \$94.8 million), which have been designated as a hedge of the net investment in its subsidiary, TFK Corporation in Japan, and is being used to hedge the Group's exposure to foreign exchange risk on this investment. Foreign exchange gains or losses on the translation of this term loan are transferred to equity to offset any gains or losses on translation of the net investment in the subsidiary. There is no ineffectiveness portion transferred to profit or loss in the year ended 31 March 2022 (2021: Nil).

Reconciliation of movements of liabilities to cash flows from financing activities

	Term Loans \$'000	Leases \$'000	Notes Payable \$'000	Total \$'000
At 1 April 2020	214,835	209,606	200,000	624,441
Changes from financing cash flows				
Proceeds from borrowings	383,211	–	99,465	482,676
Repayment of term loans	(209,064)	–	–	(209,064)
Repayment of finance leases and related charges	–	(29,120)	–	(29,120)
Effect of changes in foreign exchange rates	(7,490)	(6,267)	–	(13,757)
Other changes				
Addition of lease liabilities	–	17,285	–	17,285
Interest expense/professional fees	2,202	5,449	535	8,186
Termination of contracts	–	(1,662)	–	(1,662)
Upon recognition of loan	(5,551)	–	–	(5,551)
31 March 2021 and 1 April 2021	378,143	195,291	300,000	873,434
Changes from financing cash flows				
Proceeds from borrowings	21,077	–	–	21,077
Repayment of term loans	(181,994)	–	–	(181,994)
Repayment of finance leases and related charges	–	(25,986)	–	(25,986)
Effect of changes in foreign exchange rates	(8,455)	(5,816)	–	(14,271)
Other changes				
Acquisition of subsidiaries	–	136,598	–	136,598
Addition of lease liabilities	–	25,682	–	25,682
Interest expense/professional fees	2,041	5,125	–	7,166
Termination of contracts	–	(3,862)	–	(3,862)
Balance at 31 March 2022	210,812	327,032	300,000	837,844

28. Notes Payable

	GROUP		COMPANY	
	31 Mar 2022 \$'000	31 Mar 2021 \$'000	31 Mar 2022 \$'000	31 Mar 2021 \$'000
Notes payable	300,000	300,000	300,000	300,000

Notes payable at 31 March 2022 and 31 March 2021 comprised unsecured notes issued by the Company. The details are set out below.

Multicurrency Medium Term Note Programme

Series	Year of issuance	Fixed interest rate per annum (%)	Date payable	31 Mar 2022 \$'000	31 Mar 2021 \$'000
001	2020	2.88	Mar 2025	200,000	200,000
002	2021	2.60	Apr 2025	100,000	100,000

29. 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 Chief Executive Officer, Chief Financial Officer and all Business Unit Heads to be Key Management Personnel of the Group.

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	
	2021-22 \$'000	2020-21 \$'000
Services rendered by:		
Related parties	33,212	24,453
Sales to:		
Related parties	345,321	234,832

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29. Related Party Transactions (cont'd)

Directors' and key executives' remuneration

	GROUP	
	2021-22 \$'000	2020-21 \$'000
Directors		
Directors' fees		
– paid by the Company	1,191	980
Key executives		
Salary, bonuses and other costs	5,405	6,710
CPF and other defined contributions	56	58
Share-based compensation expense (net of reversal)	261	3,111
	5,722	9,879

30. Capital and Other Commitments

The Group and the Company have commitments for capital expenditure. Such commitments aggregated to \$89.0 million (2021: \$92.5 million) for the Group and \$20.4 million (2021: \$21.6 million) for the Company. In aggregate, these commitments are not at prices in excess of current market prices.

31. Financial Instruments and Financial Risk Management

Financial Risk Management

The Group operates principally in Singapore and generates revenue mainly in Singapore Dollars. The Group also has investments outside of Singapore and it operates in more than 13 countries. 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. 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.

31. Financial Instruments and Financial Risk Management (cont'd)

Financial Risk Management (cont'd)

(a) Foreign Currency Risk (cont'd)

Exposure to currency risk

The summary of quantitative data about the exposure to currency risk (excluding the JPY-denominated bank loan that is designated as a hedge of the Group's net investment in its Japan subsidiary) as reported to the management of the Group is as follows:

GROUP	31 Mar 2022		31 Mar 2021	
	USD \$'000	AUD \$'000	USD \$'000	AUD \$'000
Trade and other receivables	2,850	–	9,311	–
Cash and cash equivalents	4,119	3,054	934	21
Loan, secured	7,894	–	8,065	–
Trade and other payables	(1,407)	(423)	(2,256)	(146)
	13,456	2,631	16,054	(125)

The following significant exchange rates have been applied.

	Average rate		Year-end spot rate	
	31 Mar 2022	31 Mar 2021	31 Mar 2022	31 Mar 2021
USD	1.348	1.363	1.353	1.345
AUD	0.995	0.985	1.012	1.024

Sensitivity analysis

A reasonably possible strengthening/(weakening) of the Singapore dollar, as indicated below against the USD and AUD at 31 March would have increased/(decreased) profit or loss by the amounts shown below. This analysis assumes that all other variables remain constant.

GROUP	Effect on profit/(loss) before tax	
	2022 \$'000	2021 \$'000
USD (5% strengthening)	(673)	(803)
AUD (5% strengthening)	(132)	6
USD (5% weakening)	673	803
AUD (5% weakening)	132	(6)

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31. Financial Instruments and Financial Risk Management (cont'd)

Financial Risk Management (cont'd)

(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 term loans.

The Group's interest-bearing assets and interest-bearing liabilities are predominantly denominated in SGD, JPY and USD. Information relating to other interest-bearing assets and liabilities are disclosed in the cash and cash equivalents (Note 25) and term loans (Note 27).

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.
- Changes in market interest rates affecting the carrying value of financial instruments with fixed interest rates if these are recognised at their fair value.

Under these assumptions, an increase or decrease in market interest rates of 50 basis points for all currencies in which the Group had deposits and term loans at 31 March would have the following effects:

	GROUP		COMPANY	
	31 Mar 2022 \$'000	31 Mar 2021 \$'000	31 Mar 2022 \$'000	31 Mar 2021 \$'000
Effect of an increase in 50 basis points in market interest rates				
Profit/(loss) before tax	642	94	(807)	(1,016)
Effect of a decrease in 50 basis points in market interest rates				
Profit/(loss) before tax	(642)	(94)	807	1,016

(c) 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 2022 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.

31. Financial Instruments and Financial Risk Management (cont'd)

Financial Risk Management (cont'd)

(c) Credit Risk (cont'd)

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 2022 \$'000	31 Mar 2021 \$'000	31 Mar 2022 %	31 Mar 2021 %
GROUP				
By industry				
Airlines	174,131	90,644	14.8	7.7
Financial institutions	786,041	876,072	66.7	74.7
Others	218,065	205,843	18.5	17.6
	1,178,237	1,172,559	100.0	100.0
By region				
Singapore	894,132	1,076,632	75.9	91.8
Japan	18,145	33,909	1.5	2.9
Others	265,960	62,018	22.6	5.3
	1,178,237	1,172,559	100.0	100.0
COMPANY				
By industry				
Airlines	537	3,749	0.1	0.3
Financial institutions	505,781	761,558	47.9	63.2
Related parties	541,316	426,152	51.2	35.4
Others	8,679	13,810	0.8	1.1
	1,056,313	1,205,269	100.0	100.0
By region				
Singapore	1,004,880	1,159,543	95.1	96.2
Others	51,433	45,726	4.9	3.8
	1,056,313	1,205,269	100.0	100.0

Notes to the Financial Statements

31 March 2022

31. Financial Instruments and Financial Risk Management (cont'd)

Financial Risk Management (cont'd)

(c) Credit Risk (cont'd)

Trade receivables

At the end of the reporting period, approximately:

- 50% (2021: 35%) of the Group's trade receivables were due from a major customer located in Singapore.
- 51% (2021: 36%) 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.

The following table provides information about the exposure to credit risk and ECLs for trade receivables for individual customers as at reporting date. 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.

	Weighted average loss rate		Gross carrying value		Impairment loss allowance	
	31 Mar 2022 %	31 Mar 2021 %	31 Mar 2022 \$'000	31 Mar 2021 \$'000	31 Mar 2022 \$'000	31 Mar 2021 \$'000
GROUP						
Not past due	–	0.1	172,150	141,427	–	143
Past due 1 to 30 days	1.03	1.08	36,385	30,022	375	323
Past due 31 to 90 days	11.22	0.96	40,021	13,287	4,490	127
More than 90 days	39.61	40.60	53,965	32,117	21,376	13,038
			302,521	216,853	26,241	13,631

Financial assets that are neither past due nor impaired

Trade and other receivables that are neither past due nor impaired are with creditworthy debtors with good payment record with the Group. Cash and cash equivalents are entered into with reputable financial institutions or companies with high credit ratings and no history of default.

31. Financial Instruments and Financial Risk Management (cont'd)

Financial Risk Management (cont'd)

(c) Credit Risk (cont'd)

Financial assets that are either past due or impaired

Information regarding financial assets that are either past due or impaired is disclosed as above.

No aging analysis of other receivables are presented as the majorities of outstanding balances as at 31 March 2022 are current. The Group assesses that no allowance for impairment loss on other receivables is required.

Amount due from related companies – Non-trade and loan to subsidiaries

The Company held non-trade receivables due from its related companies of \$152,829,000 (2021: \$65,429,000) and loan to subsidiaries of \$388,428,000 (2021: \$360,722,000). 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 18). These guarantees are subject to the impairment requirements of SFRS(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.

Cash and cash equivalents

The Group held cash and cash equivalents of \$786.0 million as at 31 March 2022 (2021: \$879.8 million). The cash and cash equivalents are held with bank and financial institution counterparties.

	GROUP			
	31 Mar 2022 \$'000	31 Mar 2021 \$'000	31 Mar 2022 %	31 Mar 2021 %
Investment grade (A to Aaa)	759,205	864,911	96.6	98.3
Others	26,836	14,938	3.4	1.7
	786,041	879,849	100.0	100.0

Notes to the Financial Statements

31 March 2022

31. Financial Instruments and Financial Risk Management (cont'd)

Financial Risk Management (cont'd)

(c) Credit Risk (cont'd)

Cash and cash equivalents (cont'd)

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.

Loan, secured

The Group held a 5-year secured loan which has been fully collateralised with quoted equity shares. The carrying amount of the loan is \$11,276,000 (2021: \$11,209,000) As the estimated fair value of the quoted shares is higher than the carrying value of the secured loan, the Group assesses that no allowance for credit losses is required.

(d) Liquidity Risk

As at 31 March 2022, the Group had at its disposal, cash and cash equivalents amounting to \$786.0 million (2021: \$879.8 million). In addition, the Group has available short-term credit facilities of approximately \$564.3 million (2021: \$545.1 million) from revolving credit facilities granted by commercial banks. The Group also has a Medium Term Note Programme to issue notes up to \$2 billion (2021: \$2 billion), out of which the Group has issued \$300 million (2021: \$300 million) notes as at 31 March 2022.

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.

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.

31. Financial Instruments and Financial Risk Management (cont'd)

Financial Risk Management (cont'd)

(d) Liquidity Risk (cont'd)

GROUP	Within 1 year \$'000	1-2 years \$'000	2-5 years \$'000	More than 5 years \$'000	Total \$'000
31 March 2022					
Financial assets:					
Trade and other receivables	387,721	–	–	–	387,721
Amount due from associates/joint ventures	2,323	–	–	–	2,323
Loan to associate	–	–	2,152	–	2,152
Cash and cash equivalents	786,041	–	–	–	786,041
Total undiscounted financial assets	1,176,085	–	2,152	–	1,178,237
Financial liabilities:					
Trade and other payables	437,159	29,528	4,397	8,846	479,930
Amount due to joint ventures	11,400	–	–	–	11,400
Term loans	110,473	2,395	8,151	96,919	217,938
Notes payable	8,360	8,360	308,531	–	325,251
Lease liabilities	49,934	46,589	123,897	163,572	383,992
Total undiscounted financial liabilities	617,326	86,872	444,976	269,337	1,418,511
Total net undiscounted financial assets/(liabilities)	558,759	(86,872)	(442,824)	(269,337)	(240,274)
31 March 2021					
Financial assets:					
Trade and other receivables	291,506	–	–	–	291,506
Amount due from associates/joint ventures	1,204	–	–	–	1,204
Cash and cash equivalents	879,849	–	–	–	879,849
Total undiscounted financial assets	1,172,559	–	–	–	1,172,559
Financial liabilities:					
Trade and other payables	315,319	31,577	3,634	9,745	360,275
Amount due to joint ventures	11,400	–	–	–	11,400
Term loans	165,046	60,071	154,054	6,822	385,993
Notes payable	8,360	8,360	316,720	–	333,440
Lease liabilities	23,052	18,813	51,047	155,452	248,364
Total undiscounted financial liabilities	523,177	118,821	525,455	172,019	1,339,472
Total net undiscounted financial assets/(liabilities)	649,382	(118,821)	(525,455)	(172,019)	(166,913)

Notes to the Financial Statements

31 March 2022

31. Financial Instruments and Financial Risk Management (cont'd)

Financial Risk Management (cont'd)

(d) Liquidity Risk (cont'd)

COMPANY	Within 1 year \$'000	1-2 years \$'000	2-5 years \$'000	More than 5 years \$'000	Total \$'000
31 March 2022					
Financial assets:					
Trade and other receivables	158,460	–	–	–	158,460
Amount due from associates/joint ventures	1,492	–	–	–	1,492
Loan to subsidiaries	–	48,105	–	340,323	388,428
Loan to associate	–	–	2,152	–	2,152
Cash and cash equivalents	505,781	–	–	–	505,781
Total undiscounted financial assets	665,733	48,105	2,152	340,323	1,056,313
Financial liabilities:					
Loan from subsidiaries	168,052	–	–	–	168,052
Term loans	533	533	1,599	86,780	89,445
Notes payable	8,360	8,360	308,531	–	325,251
Trade and other payables	132,689	5,221	–	–	137,910
Total undiscounted financial liabilities	309,634	14,114	310,130	86,780	720,658
Total net undiscounted financial assets/(liabilities)	356,099	33,991	(307,978)	253,543	335,655
31 March 2021					
Financial assets:					
Trade and other receivables	82,186	–	–	–	82,186
Amount due from associates/joint ventures	803	–	–	–	803
Loan to subsidiaries	–	–	45,000	315,722	360,722
Cash and cash equivalents	761,558	–	–	–	761,558
Total undiscounted financial assets	844,547	–	45,000	315,722	1,205,269
Financial liabilities:					
Loan from subsidiaries	169,922	–	–	–	169,922
Term loans	95,112	–	152,490	–	247,602
Notes payable	8,360	8,360	316,720	–	333,440
Trade and other payables	119,551	6,738	–	–	126,289
Total undiscounted financial liabilities	392,945	15,098	469,210	–	877,253
Total net undiscounted financial assets/(liabilities)	451,602	(15,098)	(424,210)	315,722	328,016

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:

GROUP	Amortised costs \$'000	FVOCI \$'000	FVTPL \$'000	Other financial liabilities \$'000	Total \$'000
31 March 2022					
Assets					
Long-term investments	8,214	303	6,060	–	14,577
Trade and other receivables	387,721	–	–	–	387,721
Amount due from associates/joint ventures	2,323	–	–	–	2,323
Cash and cash equivalents	786,041	–	–	–	786,041
	1,184,299	303	6,060	–	1,190,662
Total non-financial assets					2,101,625
Total assets					3,292,287
Liabilities					
Amount due to joint ventures	–	–	–	11,400	11,400
Term loans	–	–	–	210,812	210,812
Notes payable	–	–	–	300,000	300,000
Lease liabilities	–	–	–	327,032	327,032
Trade and other payables	–	–	–	456,699	456,699
Deferred consideration	–	–	20,319	–	20,319
	–	–	20,319	1,305,943	1,326,262
Total non-financial liabilities					132,318
Total liabilities					1,458,580

Notes to the Financial Statements

31 March 2022

31. Financial Instruments and Financial Risk Management (cont'd)

Classification of Financial Instruments (cont'd)

GROUP	Amortised costs \$'000	FVOCI \$'000	FVTPL \$'000	Other financial liabilities \$'000	Total \$'000
31 March 2021					
Assets					
Long-term investments	8,178	303	6,060	–	14,541
Trade and other receivables	291,506	–	–	–	291,506
Amount due from associates/joint ventures	1,204	–	–	–	1,204
Cash and cash equivalents	879,849	–	–	–	879,849
	1,180,737	303	6,060	–	1,187,100
Total non-financial assets					1,904,718
Total assets					3,091,818
Liabilities					
Amount due to associates/joint ventures	–	–	–	11,400	11,400
Term loans	–	–	–	378,143	378,143
Notes payable	–	–	–	300,000	300,000
Lease liabilities	–	–	–	195,291	195,291
Trade and other payables	–	–	–	340,569	340,569
Deferred consideration	–	–	18,537	–	18,537
	–	–	18,537	1,225,403	1,243,940
Total non-financial liabilities					149,078
Total liabilities					1,393,018

31. Financial Instruments and Financial Risk Management (cont'd)

Classification of Financial Instruments (cont'd)

COMPANY	Amortised costs \$'000	FVTPL \$'000	Other financial liabilities \$'000	Total \$'000
31 March 2022				
Assets				
Long-term investment	–	6,060	–	6,060
Trade and other receivables	158,460	–	–	158,460
Loan to subsidiaries	388,428	–	–	388,428
Loan to associate	2,152	–	–	2,152
Amount due from associates/joint ventures	1,492	–	–	1,492
Cash and cash equivalents	505,781	–	–	505,781
	1,056,313	6,060	–	1,062,373
Total non-financial assets				1,411,982
Total assets				2,474,355
Liabilities				
Loan from subsidiaries	–	–	167,800	167,800
Term loans	–	–	86,646	86,646
Notes payable	–	–	300,000	300,000
Trade and other payables	–	–	137,910	137,910
Lease liabilities	–	–	60,856	60,856
	–	–	753,212	753,212
Total non-financial liabilities				38,151
Total liabilities				791,363

Notes to the Financial Statements

31 March 2022

31. Financial Instruments and Financial Risk Management (cont'd)

Classification of Financial Instruments (cont'd)

COMPANY	Amortised costs \$'000	FVTPL \$'000	Other financial liabilities \$'000	Total \$'000
31 March 2021				
Assets				
Long-term investment	–	6,060	–	6,060
Trade and other receivables	82,186	–	–	82,186
Loan to subsidiaries	360,722	–	–	360,722
Amount due from associates/joint ventures	803	–	–	803
Cash and cash equivalents	761,558	–	–	761,558
	1,205,269	6,060	–	1,211,329
Total non-financial assets				1,378,302
Total assets				2,589,631
Liabilities				
Loan from subsidiaries	–	–	169,900	169,900
Term loans	–	–	244,801	244,801
Notes payable	–	–	300,000	300,000
Trade and other payables	–	–	126,289	126,289
Lease liabilities	–	–	63,729	63,729
	–	–	904,719	904,719
Total non-financial liabilities				46,776
Total liabilities				951,495

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.

The quoted equity instruments classified as long-term investments are categorised within Level 1 of the fair value hierarchy. Fair value hierarchy Level 1 refers to quoted prices (unadjusted) in active markets for identical assets or liabilities. These quoted equity instruments represent ordinary shares in companies that are traded in an active stock exchange market.

The deferred consideration classified as other payables are categories within Level 3 of the fair value hierarchy. The valuation model considers the present value of the expected future payments, discounted using a risk adjusted discount rate. Significant unobservable inputs will include the expected cash flows as well as the discount rate used in the valuation.

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, term loans and finance leases. The carrying amount of the secured loan receivables approximate the fair value of the quoted price of the pledged shares.

32. Leases

Leases as lessee

The Group leases offices, warehouse and factory facilities. The leases typically run for a period of 17 months to 50 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	
	2021-22 \$'000	2020-21 \$'000
Amounts recognised in profit or loss		
Interest on lease liabilities	5,052	5,449
Expenses relating to short-term leases	8,325	997
Expenses relating to leases of low-value assets, excluding short-term leases of low-value assets	3,319	3,281
Amounts recognised in statement of cash flows		
Cash outflow for leases	25,986	29,120

Notes to the Financial Statements

31 March 2022

32. Leases (cont'd)

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.

33. 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 a low 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. The Directors will continue to regularly review the Group's capital structure in line with this objective. For the financial years ended 31 March 2022 and 31 March 2021, 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 Group includes within total debt, loans and borrowings, finance lease commitments and bank overdraft.

	GROUP		COMPANY	
	31 March		31 March	
	2022 \$'000	2021 \$'000	2022 \$'000	2021 \$'000
Term loans (Note 27)	210,812	378,143	86,646	244,801
Notes payable (Note 28)	300,000	300,000	300,000	300,000
Lease liabilities	327,032	195,291	60,856	63,729
Total debt	837,844	873,434	447,502	608,530
Total equity	1,833,707	1,698,800	1,682,992	1,638,136
Total debt-equity ratio	0.46	0.51	0.26	0.37

34. Segment Reporting

For management purposes, the Group's operating businesses are organised and managed according to the nature of products and services provided, with each segment representing a strategic business unit that offers different products and services. The Group has three reportable operating segments as follows:

1. The Food Solutions segment provides mainly inflight and institutional catering, food processing, distribution services and airline laundry services.
2. The Gateway Services segment provides both airport and cruise terminal 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 Marine Bay Cruise Centre.
3. The Others segment provides rental of premises and other services.

Management monitors the operating results of its business units separately for the purpose of making decisions about resource allocation and performance assessment. Segment performance is evaluated based on revenue and profit after taxation.

Segment accounting policies are the same as the policies described in Note 2. Segment assets comprise primarily of inventories, receivables, prepayments, amount due from associates/joint ventures, cash and cash equivalents, other non-current assets and other long-term investments.

Capital expenditure comprises additions to property, plant and equipment and intangible assets, excluding those acquired through business combinations and finance leases.

Transfer prices between operating segments are on arm's length basis in a manner similar to transactions with third parties.

The Group generally accounts for inter-segment sales and transfers as if the sales and transfers were to third parties at current market prices.

Notes to the Financial Statements

31 March 2022

34. Segment Reporting (cont'd)

By Business

	Food Solutions \$'000	Gateway Services \$'000	Others \$'000	Total \$'000
Financial year ended 31 March 2022				
Revenue	640,930	532,457	3,379	1,176,766
Operating (loss)/profit	(44,057)	6,669	(5,239)	(42,627)
Net finance expense	(3,795)	(3,688)	(6,297)	(13,780)
Share of results of associates/joint ventures, net of tax	(15,442)	32,596	–	17,154
Impairment loss on property, plant and equipment, net of grants	(16,627)	–	–	(16,627)
Gain on deemed disposal of associate	–	28,862	–	28,862
Other non-operating income/(expenses)	258	(1,031)	690	(83)
(Loss)/profit before tax	(79,663)	63,408	(10,846)	(27,101)
Income tax credit	17,880	7,459	6,093	31,432
(Loss)/profit for the year	(61,783)	70,867	(4,753)	4,331
As at 31 March 2022				
Segment assets	478,956	426,061	420,189	1,325,206
Property, plant and equipment, right-of-use assets and investment properties	308,810	480,684	112,984	902,478
Associates/joint ventures	158,297	295,720	–	454,017
Deferred tax assets	43,016	14,119	272	57,407
Intangible assets	208,351	319,857	24,971	553,179
Total assets	1,197,430	1,536,441	558,416	3,292,287
Current liabilities	301,895	256,009	54,500	612,404
Non-current liabilities	115,073	166,544	455,940	737,557
Tax liabilities	18,916	53,004	36,699	108,619
Total liabilities	435,884	475,557	547,139	1,458,580
Capital expenditure	31,131	37,098	11,030	79,259
Depreciation and amortisation charges	43,475	55,953	20,239	119,667

34. Segment Reporting (cont'd)

By Business (cont'd)

	Food Solutions \$'000	Gateway Services \$'000	Others \$'000	Total \$'000
Financial year ended 31 March 2021				
Revenue	573,753	389,749	6,495	969,997
Operating (loss)/profit	(46,856)	39,039	(2,294)	(10,111)
Net finance expense	(4,602)	(3,916)	(7,175)	(15,693)
Share of results of associates/joint ventures, net of tax	(35,461)	(12,525)	–	(47,986)
Write back of earn-out consideration	13,693	–	–	13,693
Impairment loss on investment in associates, long-term investment and intangible assets	(39,951)	(16,300)	(12,500)	(68,751)
Impairment loss on property, plant and equipment	(8,623)	(7,958)	–	(16,581)
Other non-operating income/(expenses)	181	(1,260)	1,059	(20)
Loss before tax	(121,619)	(2,920)	(20,910)	(145,449)
Income tax credit/(expense)	24,823	13,780	(2,451)	36,152
(Loss)/profit for the year	(96,796)	10,860	(23,361)	(109,297)
As at 31 March 2021				
Segment assets	516,726	260,140	583,903	1,360,769
Property, plant and equipment, right-of-use assets and investment properties	329,205	250,928	127,751	707,884
Associates/joint ventures	170,494	407,685	–	578,179
Deferred tax assets	25,167	9,101	39	34,307
Intangible assets	207,219	184,404	19,056	410,679
Total assets	1,248,811	1,112,258	730,749	3,091,818
Current liabilities	245,117	153,373	130,770	529,260
Non-current liabilities	192,774	44,113	522,166	759,053
Tax liabilities	26,178	35,579	42,948	104,705
Total liabilities	464,069	233,065	695,884	1,393,018
Capital expenditure	26,174	17,150	19,288	62,612
Depreciation and amortisation charges	52,184	62,276	15,982	130,442

Notes to the Financial Statements

31 March 2022

34. Segment Reporting (cont'd)

By Geographical Location

Revenue, total assets and capital expenditure information based on the geographical location of the subsidiaries deriving the revenue and owning the assets respectively are as follows:

	Singapore \$'000	Japan \$'000	Others \$'000	Total \$'000
Financial year ended 31 March 2022				
Revenue	1,005,584	77,521	93,661	1,176,766
As at 31 March 2022				
Segment assets	1,047,716	33,806	243,684	1,325,206
Property, plant and equipment, right-of-use assets and investment properties	392,493	124,749	385,236	902,478
Associates/joint ventures	28,104	1,506	424,407	454,017
Deferred tax assets	15,362	29,929	12,116	57,407
Intangible assets	174,383	18,867	359,929	553,179
Total assets	1,658,058	208,857	1,425,372	3,292,287
Capital expenditure	41,014	1,628	36,617	79,259
Financial year ended 31 March 2021				
Revenue	850,407	58,714	60,876	969,997
As at 31 March 2021				
Segment assets	1,254,459	60,623	45,687	1,360,769
Property, plant and equipment, right-of-use assets and investment properties	433,285	148,488	126,111	707,884
Associates/joint ventures	29,270	2,022	546,887	578,179
Deferred tax assets	1,740	23,248	9,319	34,307
Intangible assets	166,263	19,310	225,106	410,679
Total assets	1,885,017	253,691	953,110	3,091,818
Capital expenditure	50,953	2,652	9,007	62,612

Information about major customers

Revenue from two major customers amounted to \$469.2 million (2021: \$352.8 million), arising from sales by all segments.

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 2022 are as follows:

Name of interested person	Nature of relationship	Aggregate value of all interested person transactions during the financial year under review (excluding transactions less than S\$100,000 and transactions conducted under shareholders' mandate pursuant to Rule 920 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 S\$100,000) \$'000
Transactions for the Sale of Goods and Services			
SIA Engineering Company Limited	An associate of the Company's Controlling Shareholder	–	6,250
Singapore Zoological Gardens	An associate of the Company's Controlling Shareholder	–	554
SMRT Experience Pte. Ltd.	An associate of the Company's Controlling Shareholder	480	–
Singapore Airlines Limited	An associate of the Company's Controlling Shareholder	–	18,860
Scoot Pte. Ltd. (Formerly known as Scoot Tigerair Pte. Ltd.)	An associate of the Company's Controlling Shareholder	–	212
		480	25,876
Transactions for the Purchase of Goods and Services			
SMM Pte. Ltd.	An associate of the Company's Controlling Shareholder	–	25,988
ST Engineering Synthesis Pte. Ltd.	An associate of the Company's Controlling Shareholder	–	367
Singapore Telecommunications Limited	An associate of the Company's Controlling Shareholder	–	886

Additional Information

required by the Singapore Exchange Securities Trading Limited ("SGX-ST")

1. Interested Person Transactions (cont'd)

Name of interested person	Nature of relationship	Aggregate value of all interested person transactions during the financial year under review (excluding transactions less than S\$100,000 and transactions conducted under shareholders' mandate pursuant to Rule 920 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 S\$100,000) \$'000
Transactions for the Purchase of Goods and Services (cont'd)			
SMRT Experience Pte. Ltd.	An associate of the Company's Controlling Shareholder	410	–
SMRT Trains Ltd.	An associate of the Company's Controlling Shareholder	100	–
Certis CISCO Consulting Services Pte. Ltd.	An associate of the Company's Controlling Shareholder	–	440
ST Engineering Aerospace Services Company Pte. Ltd.	An associate of the Company's Controlling Shareholder	–	2,461
Grid Communications Pte. Ltd.	An associate of the Company's Controlling Shareholder	–	3,093*
		510	33,235

* This includes the value of the transactions entered into between SATS Ltd. and Grid Communications Pte. Ltd. for the period from 1 April 2020 to 31 March 2021.

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 or which commenced before 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

Except as disclosed above and in the financial statements for the financial year ended 31 March 2022, there were no material contracts entered into by the Company and its subsidiaries involving the interests of its President and Chief Executive Officer, Directors or controlling shareholders, which are 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.

SATS Acronym

Acronym	Name of Companies
SAS	SATS Airport Services Pte Ltd
SCAT	SATS Catering Pte Ltd
SSS	SATS Security Services Private Limited
SAL	SATS Aero Laundry Pte. Ltd.
AeroL	SATS Aerolog Express Pte. Ltd.
SIC	SATS Institutional Catering Pte. Ltd.
SATSAPS	SATS Asia-Pacific Star Pte. Ltd.
SFS	SATS Food Services Pte. Ltd.
SIPL	SATS Investments Pte. Ltd.
SATSIndia	SATS (India) Co. Private Limited
SIPL2	SATS Investments (II) Pte. Ltd.
CPL	Cemerlang Pte. Ltd.
SSSB	SATS Services Sdn. Bhd.
SATSSaudi	SATS Saudi Arabia Company
CS3	SATS Consumer Services Pte. Ltd.
GTRSG	GTRSG Pte. Ltd.
SGSSB	SATS Group Services Sdn. Bhd.
GTRH	Ground Team Red Holdings Sdn. Bhd.
SChina	SATS China Co., Ltd.
SCCS	SATS-Creuers Cruise Services Pte. Ltd.
SATS Seletar	SATS Seletar Aviation Services Pte. Ltd.
PIPL	Primary Industries Private Limited
HAM	Hog Auction Market Pte Ltd
PIQ	Primary Industries (Qld) Pty Ltd
SSTF	Shanghai ST Food Industries Co., Limited
SFIF	SFI Food Pte. Ltd.
SFIM	SFI Manufacturing Private Limited
SDN	SATS Delaware North Pte. Ltd.
CFPL	Country Foods Pte. Ltd.
TFK	TFK Corporation
SITH	SATS Investments Turkey Havacılık Yatırımları Anonim Şirketi
SFTG	SATS Food Turkey Gıda Hizmetleri Anonim Şirketi
MBUK	Monty's Bakehouse UK Limited
IFC	Inflight Foods Co., Ltd.
NDI	Narita Dry Ice Co., Ltd.
NTS	New Tokyo Service Co., Ltd
STJ	SATS (Tianjin) Food Co., Ltd.
SKF	SATS (Kunshan) Food Co., Ltd
NWA	Nanjing Weizhou Airline Food Corp., Ltd
GSA	Ganzhou SATS Aviation Food Co., Ltd

SATS Acronym

Acronym	Name of Companies
HWA	Huizhou Weilian Airline Food., Ltd
NWA Shenzhen	Shenzhen Weilian Air Catering Co., Ltd.
NWA Zhoushan	Zhoushan Weilian Air Catering Co., Ltd
NWA Zhanjiang	Zhanjiang Wuchuan Weilian Air Catering Co., Ltd
GTR	Ground Team Red Sdn. Bhd.
MBGCC	Monty's Bakehouse GCC and Asia General Trading FZE
MBNL	Monty's Bakehouse NL B.V.
SATSTH	SATS (Thailand) Co., Ltd.
SFST	SATS Food Solutions (Thailand) Co., Ltd. (Formerly known as Food City Company Limited)
RTPL	Real Tasty Pte. Ltd.
SFSI	SATS Food Solutions India Private Limited
ASF	The Aviation Sustainability Forum Ltd
AAT	Asia Airfreight Terminal Company Limited
AAS	Asia Airfreight Services Limited
MIC	Maldives Inflight Catering Private Limited
BAIK	Beijing Airport Inflight Kitchen Limited
BGS	Beijing Aviation Ground Services Co., Ltd
AVIS	Aviserv Limited
TCS	Tan Son Nhat Cargo Services Joint Stock Company Limited
Servair	Servair-SATS Holding Company Pte Ltd
MACS	MacroAsia Catering Services, Inc.
TMFK	Taj Madras Flight Kitchen Private Limited
EGAS	Evergreen Airline Services Corporation
EGAC	Evergreen Air Cargo Services Corporation
TSAC	Taj SATS Air Catering Limited
PT JAS	PT Jasa Angkasa Semesta, Tbk
ESCC	Evergreen Sky Catering Corporation
SATSHK	SATS HK Limited
KSPL	KrisShop Pte. Ltd.
BCS	Beijing CAH SATS Aviation Services Co., Ltd.
Tasco	Tasco Foods Co., Ltd.
BSH	Brahim's SATS Investment Holdings Sdn. Bhd.
OmanSATS	Oman Air SATS Cargo LLC
PT CAS	PT Cardig Aero Services Tbk
MCSC	Mumbai Cargo Service Center Airport Private Limited
PMAD	PT Purantara Mitra Angkasa Dua
AISATS	Air India SATS Airport Services Private Limited
SGIPFPL	SG IPF Pte. Ltd.
DSPL	DFASS SATS Pte. Ltd.
SATSPPG	SATS PPG Singapore Pte. Ltd.

Information on Shareholdings

as at 24 May 2022

Number of Issued Shares	:	1,124,056,275
Number of Issued Shares (excluding Treasury Shares)	:	1,122,087,870
Class of Shares	:	Ordinary shares
Number/Percentage of Treasury Shares	:	1,968,405 / 0.18%
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	1,135	2.51	50,306	0.00
100 – 1,000	19,813	43.77	12,767,458	1.14
1,001 – 10,000	20,806	45.96	76,427,131	6.81
10,001 – 1,000,000	3,488	7.70	103,782,739	9.25
1,000,001 and above	26	0.06	929,060,236	82.80
Total	45,268	100.00	1,122,087,870	100.00

Twenty Largest Shareholders

No.	Name	No. of shares held	%*
1	VENEZIO INVESTMENTS PTE LTD	446,123,158	39.76
2	CITIBANK NOMINEES SINGAPORE PTE LTD	128,451,241	11.45
3	RAFFLES NOMINEES (PTE) LIMITED	95,306,749	8.49
4	DBS NOMINEES PTE LTD	82,105,741	7.32
5	HSBC (SINGAPORE) NOMINEES PTE LTD	68,770,431	6.13
6	DBSN SERVICES PTE LTD	46,012,791	4.10
7	BPSS NOMINEES SINGAPORE (PTE.) LTD.	12,746,729	1.14
8	UNITED OVERSEAS BANK NOMINEES (PRIVATE) LIMITED	9,356,371	0.83
9	OCBC NOMINEES SINGAPORE PRIVATE LIMITED	5,102,311	0.46
10	PHILLIP SECURITIES PTE LTD	4,900,299	0.44
11	ALEXANDER CHARLES HUNGATE	3,917,136	0.35
12	IFAST FINANCIAL PTE LTD	2,907,163	0.26
13	DB NOMINEES (SINGAPORE) PTE LTD	2,500,270	0.22
14	HENG SIEW ENG	2,025,000	0.18
15	OCBC SECURITIES PRIVATE LTD	2,023,249	0.18
16	TAN CHUAN LYE	1,923,301	0.17
17	CGS-CIMB SECURITIES (SINGAPORE) PTE LTD	1,806,207	0.16
18	MAYBANK SECURITIES PTE. LTD	1,713,270	0.15
19	YIM CHEE CHONG	1,701,700	0.15
20	UOB KAY HIAN PTE LTD	1,694,484	0.15
		921,087,601	82.09

* The shareholding percentage has been calculated based on the number of issued ordinary shares of the Company as at 24 May 2022, excluding any ordinary shares held in treasury and subsidiary holdings as at that date.

Information on Shareholdings

as at 24 May 2022

Substantial Shareholders

As at 24 May 2022, 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	–	447,886,336 ² (approximately 39.92%)	447,886,336 (approximately 39.92%)
Tembusu Capital Pte. Ltd.	–	448,886,288 ² (approximately 40.00%)	448,886,288 (approximately 40.00%)
Napier Investments Pte. Ltd.	–	446,123,158 ² (approximately 39.76%)	446,123,158 (approximately 39.76%)
Venezio Investments Pte. Ltd.	446,123,158 (approximately 39.76%)	–	446,123,158 (approximately 39.76%)

Notes:

¹ The shareholding percentage has been calculated based on the number of issued ordinary shares of the Company as at 24 May 2022, excluding any ordinary shares held in treasury and subsidiary holdings as at that date.

² Derived mainly through the direct interest of Venezio Investments Pte. Ltd.

Shareholdings Held by the Public

Based on information available to the Company as at 24 May 2022, approximately 59.49% 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.

Notice of Annual General Meeting

SATS Ltd.

(Incorporated in the Republic of Singapore)

Company Registration No. 197201770G

NOTICE IS HEREBY GIVEN that the 49th Annual General Meeting of SATS Ltd. (the “Company”) will be convened and held by way of electronic means on Friday, 22 July 2022 at 10.00 a.m. (Singapore time) to transact the following business:

Ordinary Business

- To receive and adopt the Directors' Statement and Audited Financial Statements for the financial year ended 31 March 2022 and the Auditors' Report thereon.
- To re-elect Ms Euleen Goh Yiu Kiang, who will retire by rotation in accordance with Article 90 of the Constitution of the Company and who, being eligible, offers herself for re-election as a Director of the Company.
- To re-elect Mr Achal Agarwal, who will retire by rotation in accordance with Article 90 of the Constitution of the Company and who, being eligible, offers himself for re-election as a Director of the Company.
- To re-elect Mr Yap Kim Wah, who will retire by rotation in accordance with Article 90 of the Constitution of the Company and who, being eligible, offers himself for re-election as a Director of the Company.
- To re-elect Ms Jenny Lee Hong Wei, who will retire by rotation in accordance with Article 90 of the Constitution of the Company and who, being eligible, offers herself for re-election as a Director of the Company.
- To re-elect Mr Kerry Mok Tee Heong, who will retire in accordance with Article 96 of the Constitution of the Company and who, being eligible, offers himself for re-election as a Director of the Company.
- To approve payment of Directors' fees of up to S\$1,350,000 for the financial year ending 31 March 2023 (2022: up to S\$1,300,000).
- 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:

- That authority be and is hereby given to the Directors of the Company to:
 - (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
 - (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:
- 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);

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(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.

10. 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.

11. 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 23 June 2022 (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 may consider expedient or necessary or in the interests of the Company to give effect to the IPT Mandate and/or this Resolution.

12. 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**”);

(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 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.

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13. That for the purposes of Rule 210(5)(d)(iii)(A) of the Listing Manual of the Singapore Exchange Securities Trading Limited (“**SGX-ST**”), and subject to and contingent upon the passing of Ordinary Resolution No. 2 by shareholders and the passing of Ordinary Resolution No. 14 by shareholders (excluding the Directors and the President and Chief Executive Officer of the Company and their respective associates (as defined in the Listing Manual of the SGX-ST)):
 - (a) the continued appointment of Ms Euleen Goh Yiu Kiang as an independent Director be and is hereby approved; and
 - (b) such approval shall continue in force until (i) the retirement or resignation of Ms Euleen Goh Yiu Kiang as a Director; or (ii) the conclusion of the third Annual General Meeting of the Company following the passing of this Resolution, whichever is earlier.
14. That for the purposes of Rule 210(5)(d)(iii)(B) of the Listing Manual of the Singapore Exchange Securities Trading Limited, and subject to and contingent upon the passing of Ordinary Resolution No. 13 by shareholders:
 - (a) the continued appointment of Ms Euleen Goh Yiu Kiang as an independent Director be and is hereby approved; and
 - (b) such approval shall continue in force until (i) the retirement or resignation of Ms Euleen Goh Yiu Kiang as a Director; or (ii) the conclusion of the third Annual General Meeting of the Company following the passing of this Resolution, whichever is earlier.

BY ORDER OF THE BOARD

Prema d/o K Subramaniam
Company Secretary

Singapore, 23 June 2022

Explanatory Notes

1.
 - (a) In relation to Ordinary Resolution No. 2, Ms Euleen Goh Yiu Kiang 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 Goh will, upon re-election, continue to serve as the Chairman of the Board and the Chairman of the Board Executive Committee and (upon confirmation of her continued independent status under Ordinary Resolution Nos. 13 and 14) continue to serve as the Chairman of the Nominating Committee and the Chairman of the Remuneration and Human Resource Committee. Ms Goh is considered an independent Director.
 - (b) In relation to Ordinary Resolution No. 3, Mr Achal Agarwal 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 Agarwal will, upon re-election, continue to serve as a member of the Board Executive Committee and a member of the Remuneration and Human Resource Committee. Mr Agarwal is considered an independent Director.
 - (c) In relation to Ordinary Resolution No. 4, Mr Yap Kim Wah 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 Yap will, upon re-election, continue to serve as the Chairman of the Board Risk and Safety Committee and a member of the Audit Committee. Mr Yap is considered an independent Director.
 - (d) In relation to Ordinary Resolution No. 5, Ms Jenny Lee Hong Wei 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 Lee is considered an independent Director.
 - (e) In relation to Ordinary Resolution No. 6, Mr Kerry Mok Tee Heong will be retiring from office at the Annual General Meeting pursuant to Article 96 of the Constitution of the Company, and will be standing for re-election at the Annual General Meeting. Mr Mok will, upon re-election, continue to serve as a member of the Board Executive Committee. Mr Mok is the President and Chief Executive Officer of the Company.

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 2022 (“**FY2021-22**”).

2. Ordinary Resolution No. 7 is to approve the payment of an aggregate sum of up to S\$1,350,000 as Directors’ fees for the non-executive Directors of the Company for the current financial year ending 31 March 2023 (“**FY2022-23**”). There is a slight increase in the fees for FY2022-23 of S\$50,000 to cater for additional Board and Board Committee meetings in view of the various initiatives that the Company is working on, with the scale of fees payable to the non-executive Directors held flat since the financial year ended 31 March 2019.

The proposed fees for FY2022-23, 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 on the basis of the anticipated number of Board and Board Committee meetings for FY2022-23, assuming attendance by all the Directors at such meetings, and 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 to additional Board or Board Committee members being appointed in the course of FY2022-23. 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 2023 (the “**2023 AGM**”) before any such payments are made.

If approved, each of the non-executive Directors (including the Chairman) will receive approximately 70 percent of his/her total Directors’ fees for FY2022-23 in cash and approximately 30 percent in the form of ordinary shares of the Company (“**Shares**”) (FY2021-22: 70 percent in cash and 30 percent in Shares).

The Share component of the Directors’ fees for FY2022-23 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, the non-executive Directors will be required to retain a base shareholding worth up 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 under the heading “Non-Executive Directors Remuneration” in the Corporate Governance Report in the SATS Annual Report for FY2021-22.

The cash component of the Directors’ fees for FY2022-23 is intended to be paid half-yearly in arrears. The current intention is for the Share component of the Directors’ fees for FY2022-23 to be paid after the 2023 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 2023 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 his/her holding 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. 9, if passed, will 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 24 May 2022, the Company had 1,968,405 treasury shares and no subsidiary holdings.
4. Ordinary Resolution No. 10 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:
 - (i) 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

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- (ii) 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 on 1 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 Meeting held on 23 July 2014, were extended for a further period of 10 years up to 18 July 2025. The SATS Restricted Share Plan was altered at the Annual General Meeting held on 18 July 2019 to (*inter alia*) permit grants of fully paid Shares to be made to the non-executive Directors of the Company as part of their remuneration in respect of their office as such in lieu of cash.

- 5. Ordinary Resolution No. 11 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. 12 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 24 May 2022 (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 22,441,757 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 22,441,757 Shares at the Maximum Price of S\$4.72 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 22,441,757 Shares is approximately S\$105,925,093.

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 2022, based on certain assumptions, are set out in paragraph 3.7.4 of the Letter to Shareholders dated 23 June 2022 (the "**Letter to Shareholders**").

Please refer to the Letter to Shareholders for more details.

- 7. Ordinary Resolution Nos. 13 and 14 are to approve the continued appointment of Ms Euleen Goh Yiu Kiang as an independent Director for the purposes of Rule 210(5)(d)(iii) of the Listing Manual of the SGX-ST. This Rule provides that a director will not be independent if he/she has been a director for an aggregate period of more than nine years and his/her continued appointment as an independent director has not been sought and approved in separate resolutions by (a) all shareholders; and (b) shareholders excluding the directors and the chief executive officer of the company, and their respective associates (as defined in the Listing Manual of the SGX-ST).

Ms Goh, who is seeking re-election as a Director under Ordinary Resolution No. 2, was appointed to the Board as an independent Director on 1 August 2013 (and as Chairman with effect from 19 July 2016). She will reach nine years of service on 1 August 2022. The Company is accordingly seeking, subject to the passing of Ordinary Resolution No. 2, the requisite approvals from shareholders for the continued appointment of Ms Goh as an independent Director from 1 August 2022 via the two-tier voting process under Rule 210(5)(d)(iii)(A) and Rule 210(5)(d)(iii)(B). If obtained, the requisite approvals will remain in force until (a) her retirement or resignation as a Director, or (b) the conclusion of the third Annual General Meeting following the passing of Ordinary Resolutions Nos. 13 and 14, whichever is earlier. If Ms Goh's re-election as a Director under Ordinary Resolution No. 2 is approved by shareholders but her continued appointment as an independent Director under Ordinary Resolutions Nos. 13 and 14 is not, Ms Goh will be regarded as non-independent from 1 August 2022. Either way, the Company will continue to plan for the succession of the role of Chairman, which will be implemented to ensure a smooth transition and to maintain effectiveness of the Board.

In seeking the requisite approvals for Ms Goh to continue as an independent Director, the Board aims to strike an appropriate balance between the need for Board refreshment and the need to provide continuity in leadership and guidance to Management amidst the challenging operating environment. There have been changes to the key management personnel of the Company over the recent years, including the appointment of Mr Kerry Mok as President and Chief Executive Officer ("**PCEO**") on 15 December 2021. As the Company gears up for aviation recovery, there has also been significant transformation with a focus on operational excellence and proficiency as well as to meet the increasing demands of our customers and eco-system partners. Additionally, the Company continues to assess growth opportunities aligned to our strategic direction. The Nominating Committee ("**NC**") (with Ms Goh abstaining and recusing herself) has considered the above factors and assessed that it would be in the best interest of the Company for Ms Goh to continue serving as an independent Director and Board Chairman in order to oversee the management transition and implementation of the various initiatives. The Company would benefit from an independent Director who has, over time, accumulated deep institutional knowledge, expertise and valuable insights into the Company's business and established strong relationships with key regulators and customers. Ms Goh has made invaluable contributions to the Company, particularly in her guidance to the Management team especially during the COVID-19 pandemic and she is also well placed to continue to guide the Company in its transformation journey.

With regard to the perception of Ms Goh's independence because of her long tenure, the NC and the Board (in both cases, with Ms Goh abstaining and recusing herself from the deliberations as to her independence) have determined that Ms Goh's independence from Management has not been compromised as she remains objective and independent-minded in Board and Board Committee deliberations. This can be seen from her robust discussions with the PCEO and the Management team during Board and Board Committee meetings and her constructive challenges to them on matters raised for deliberation. It is also worthwhile to note that during her tenure as an independent Director, there have been various changes to the key management personnel of the Company, including the PCEO. As such, the NC and the Board have determined that Ms Goh's independence will not be compromised due to a long tenure of working with the same management team.

On this basis, the NC and the Board are confident that Ms Goh is and would be able to continue to discharge her duties independently as Director and Chairman of the Board.

For more information on Ms Goh, please refer to the "Board of Directors" section in the Annual Report for the financial year ended 31 March 2022.

If Ordinary Resolution No. 2 is passed but Ordinary Resolutions Nos. 13 and/or 14 are not passed, Ms Goh will be re-designated as a non-independent and non-executive Director with effect from 1 August 2022. Assuming (a) each of the Directors seeking re-election at the Annual General Meeting (being Mr Achal Agarwal, Mr Yap Kim Wah, Ms Jenny Lee Hong Wei, Mr Kerry Mok Tee Heong, and including Ms Goh) is re-elected, and (b) there is no further change to the Board size and composition from the conclusion of the Annual General Meeting until 1 August 2022, the Board would then comprise nine independent and two non-independent Directors from 1 August 2022. In such event, independent Directors would continue to comprise at least one-third of the Board as required under Rule 210(5)(c) of the Listing Manual of the SGX-ST. The Company will also review and make the necessary changes to the composition of its Board Committees, which will be announced accordingly.

Under Rule 210(5)(d)(iii)(A), all shareholders may vote on Ordinary Resolution No. 13. In compliance with Rule 210(5)(d)(iii)(B), the Directors (including the PCEO) of the Company, and their respective associates (as defined in the Listing Manual of the SGX-ST) will abstain from voting on Ordinary Resolution No. 14. The Company will disregard any votes cast by the Directors (including the PCEO) of the Company, and their respective associates, in respect of their holdings of shares (if any) on Ordinary Resolution No. 14.

If Ordinary Resolution No. 13 is not passed, Ordinary Resolution No. 14 will be withdrawn. If Ordinary Resolution No. 2 (relating to the re-election of Ms Goh as a Director) is not passed, both Ordinary Resolutions Nos. 13 and 14 will be withdrawn.

Notice of Annual General Meeting

SATS Ltd.
(Incorporated in the Republic of Singapore)
Company Registration No. 197201770G

Notes:

1. The Annual General Meeting is being convened, and will be held, by way of electronic means pursuant to the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020. We seek your understanding that hard copies of this Notice will not be printed nor sent to members. Instead, this Notice will be sent to members by electronic means via publication on the Company's website at the URL <https://www.sats.com.sg/AGM2022> and on the SGX website at the URL <https://www.sgx.com/securities/company-announcements>.

Participation in the Annual General Meeting via electronic means

2. Alternative arrangements relating to:
 - (a) attendance at the Annual General Meeting via electronic means (including arrangements by which the meeting can be electronically accessed via live audio-visual webcast or live audio-only stream);
 - (b) submission of questions to the Chairman of the Meeting in advance of, or "live" via text-based questions through the audio-visual webcast platform at, the Annual General Meeting, and addressing of substantial and relevant questions in advance of, or "live" at, the Annual General Meeting; and
 - (c) voting at the Annual General Meeting (i) "live" by the member or his/her/its duly appointed proxy(ies) (other than the Chairman of the Meeting) via electronic means; or (ii) by appointing the Chairman of the Meeting as proxy to vote on the member's behalf at the Annual General Meeting,

are set out in the accompanying Company's announcement dated 23 June 2022. This announcement may be accessed at the Company's website at the URL <https://www.sats.com.sg/AGM2022> and will also be made available on the SGX website at the URL <https://www.sgx.com/securities/company-announcements>.

Voting "live", or submitting instruments appointing a proxy(ies) to vote "live", at the Annual General Meeting

3. **To keep physical interactions and COVID-19 transmission risk to a minimum, the Company is not providing for physical attendance by members at the Annual General Meeting. A member who wishes to exercise his/her/its voting rights at the Annual General Meeting may:**
 - (a) **(where the member is an individual) vote "live" via electronic means at the Annual General Meeting, or (whether the member is an individual or a corporate) appoint a proxy(ies) (other than the Chairman of the Meeting) to vote "live" via electronic means at the Annual General Meeting on his/her/its behalf; or**
 - (b) **(whether the member is an individual or a corporate) appoint the Chairman of the Meeting as his/her/its proxy to vote on his/her/its behalf at the Annual General Meeting.**

The accompanying proxy form for the Annual General Meeting may be accessed at the Company's website at the URL <https://www.sats.com.sg/AGM2022> and on the SGX website at the URL <https://www.sgx.com/securities/company-announcements>. A member may also appoint a proxy(ies) via the online process through the pre-registration website at the URL <https://www.sats.com.sg/AGM2022>.

4.
 - (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 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 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.

5. A proxy need not be a member of the Company.
6. The instrument appointing a proxy(ies) must be submitted to the Company in the following manner:
 - (a) if submitted by post, be lodged at the office of the Company's Share Registrar, M & C Services Private Limited, at 112 Robinson Road #05-01, Singapore 068902; or
 - (b) if submitted electronically, be submitted:
 - (i) via email to the Company's Share Registrar at gpe@mncsingapore.com; or
 - (ii) via the online process through the pre-registration website at the URL <https://www.sats.com.sg/AGM2022>,

in each case, not less than 72 hours before the time appointed for holding the Annual General Meeting.

A member who wishes to submit an instrument appointing a proxy(ies) by post or via email must first download, complete and sign the proxy form before submitting it by post to the address provided above, or before submitting it via email (e.g., by enclosing a completed and signed PDF copy of the proxy form) to the email address provided above. A member may also appoint a proxy(ies) via the online process through the pre-registration website at the URL <https://www.sats.com.sg/AGM2022>.

Members are strongly encouraged to submit completed instruments appointing a proxy(ies) electronically via email or appoint a proxy(ies) via the online process through the pre-registration website at the URL <https://www.sats.com.sg/AGM2022>.

7. Central Provident Fund Scheme ("CPF") and Supplementary Retirement Scheme ("SRS") investors:
 - (a) may vote "live" via electronic means at the 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 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 12 July 2022.

Annual Report 2021-22 and Letter to Shareholders

8. The Annual Report 2021-22 and the Letter to Shareholders dated 23 June 2022 (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 at the Company's website at the URL <https://www.sats.com.sg/AGM2022>.

The above documents will also be made available on the SGX website at the URL <https://www.sgx.com/securities/company-announcements>.

Personal Data Privacy

By submitting an instrument appointing a proxy(ies) 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 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) to the Company (or its agents or service providers), the member has obtained the prior consent of such proxy(ies) for the collection, use and disclosure by the Company (or its agents or service providers) of the personal data of such proxy(ies) 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.

Additional Information on Directors Seeking Re-election

(Information as at 24 May 2022)

Name of Director	Kerry Mok Tee Heong	Achal Agarwal	Jenny Lee Hong Wei	Yap Kim Wah
Date of appointment	1 January 2022	1 September 2016	25 January 2019	20 July 2016
Date of last re-appointment (if applicable)	Nil	24 September 2020	18 July 2019	24 September 2020
Age	51	63	50	74
Country of principal residence	Singapore	Singapore	China	Singapore
The Board's comments on this appointment (including rationale, selection criteria, board diversity consideration and the search and nomination process)	The Board considered the Nominating Committee's recommendation and assessment on Mr Mok's background, expertise, experience, diversity of skillsets, contributions and commitment in the discharge of his duties as an Executive Director and President and Chief Executive Officer of SATS Ltd., and is satisfied that he will continue to provide the Board with insights into the business.	The Board has considered the Nominating Committee's recommendation and assessment on Mr Agarwal's background, expertise, experience, diversity of skillsets, independence, contributions and commitment in the discharge of his duties as an Independent Director of SATS Ltd., and is satisfied that he will continue to contribute meaningfully to the Board.	The Board has considered the Nominating Committee's recommendation and assessment on Ms Lee'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 Nominating Committee's recommendation and assessment on Mr Yap's background, expertise, experience, diversity of skillsets, independence, contributions and commitment in the discharge of his duties as an Independent 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	Executive	Non-Executive	Non-Executive	Non-Executive
Job Title (e.g. Lead ID, AC Chairman, AC Member etc.)	<ul style="list-style-type: none"> Executive Director President and Chief Executive Officer Member, Board Executive Committee 	<ul style="list-style-type: none"> Non-Executive and Independent Director Member, Board Executive Committee Member, Remuneration and Human Resource Committee 	<ul style="list-style-type: none"> Non-Executive and Independent Director 	<ul style="list-style-type: none"> Non-Executive and Independent Director Chairman, Board Risk and Safety Committee Member, Audit Committee
Professional qualifications	<ul style="list-style-type: none"> Bachelor of Business, Accounting (First Class Honours), Monash University, Melbourne, Australia 	<ul style="list-style-type: none"> BA (Hons), History, University of Delhi MBA, University of Delhi AMP, Wharton Business School 	<ul style="list-style-type: none"> Master and Bachelor of Science in Electrical Engineering, Cornell University Master of Business Administration from Kellogg School of Management, Northwestern University 	<ul style="list-style-type: none"> Bachelor of Engineering (First Class Honours), University of Singapore Registered Engineer (Mechanical), Professional Engineers Board, Singapore Fellow Member, The Institution of Engineers, Singapore Executive Development Program, Houston University Advanced Management Program, Harvard Business School

Additional Information on Directors Seeking Re-election

(Information as at 24 May 2022)

Name of Director	Kerry Mok Tee Heong	Achal Agarwal	Jenny Lee Hong Wei	Yap Kim Wah
Working experience and occupation(s) during the past 10 years	<p>Mr Kerry Mok is the President and CEO of SATS and joined the company since June 2018. Prior to this, he was the CEO of YCH Group.</p> <p>Mr Mok is a seasoned executive with more than twenty-five years of experience in supply chain management and logistics. He held various senior appointments prior to his move to YCH Group, including his role in Goodpack Limited as the acting Chief Executive Officer and Chief Operating Officer. Before that, he held the position of Managing Director, Strategy – Operations and was also head of the ASEAN Supply Chain Strategy practice for Accenture. Mr Mok was also previously Senior Vice President – Global Head of Technology Sector and APAC Technology Sector & Service Logistics with DHL, accountable for the strategy and growth of the Global Technology Sector for DHL Supply Chain.</p> <p>He has been an active contributor to tripartite initiatives. Mr Mok is a member of the Future Economy Council's Connectivity Sub-Committee since 7 January 2022 and served on the Ministry of Communication and Information's Infocomm Media Master Plan 2025 working group. Mr Mok was also recently appointed by Ministry of Transport as a member of the International Advisory Panel for Sustainable Air Hub.</p>	<p>Mr Agarwal joined Kimberly-Clark in 2008 as President for the company's North Asia business, and subsequently as President, Asia Pacific. He has accelerated growth and market share gains in emerging markets like China and ASEAN. He was the Chief Strategy & Transformation Officer, Kimberly-Clark Corporation before he retired on 1 January 2021.</p>	<p>Ms Lee has been the Managing Partner of GGV Capital LLC since 2005. She has over 17 years of global venture capital experience.</p> <p>Ms Lee currently serves as a Director of various companies, including Temasek Holdings (Private) Limited and Agora Inc. which is listed on NASDAQ.</p>	<p>Mr Yap joined Singapore Airlines in 1975 till retirement, having achieved over 35 years' experience in a range of Senior Management positions including Marketing, Cabin Crew, Human Resource, Regional Director West Asia & Africa and Chief Executive SATS Catering. He was the Chairman of the subsidiary company, Tradewinds Tours & Travel Private Limited and a Board Member of the Singapore Land Authority.</p> <p>Mr Yap currently serves as the Vice Chairman, RTS Operations Pte. Ltd., a Director of SMRT Corporation Ltd and SMRT Trains Ltd.</p>
Shareholding interest in the listed issuer and its subsidiaries	<p>89,500 ordinary shares in SATS Ltd.</p> <p>64,900 unvested shares awarded under the SATS Restricted Share Plan</p> <p>262,500 contingent awards under the SATS Performance Share Plan</p>	<p>51,400 ordinary shares in SATS Ltd.</p>	<p>11,300 ordinary shares in SATS Ltd.</p>	<p>23,100 ordinary shares in SATS Ltd.</p>
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	<p>Nil</p>	<p>Nil</p>	<p>Nil</p>	<p>Nil</p>
Conflict of interest (including any competing business)	<p>Nil</p>	<p>Nil</p>	<p>Nil</p>	<p>Nil</p>
Undertaking (in the format set out in Appendix 7.7) under Rule 720(1) has been submitted to the listed issuer	<p>Yes</p>	<p>Yes</p>	<p>Yes</p>	<p>Yes</p>

Additional Information on Directors Seeking Re-election

(Information as at 24 May 2022)

Name of Director	Kerry Mok Tee Heong	Achal Agarwal	Jenny Lee Hong Wei	Yap Kim Wah
Other Principal Commitments* including Directorships				
Past (for the last 5 years)	<p><i>Other listed companies</i> Nil</p> <p><i>Other principal commitments</i></p> <ul style="list-style-type: none"> Beijing Airport Inflight Kitchen Ltd Taj Madras Flight Kitchen Private Limited Food and Allied Support Services Corporation Pte. Ltd. Goodpack India Pvt Ltd 	<p><i>Other listed companies</i> Nil</p> <p><i>Other principal commitments</i></p> <ul style="list-style-type: none"> Chairman, Yuhan-Kimberly Limited Director, Kimberly-Clark Asia Pacific Headquarters Pte. Ltd. Director, Kimberly-Clark Lever Private Limited Director, Singapore International Chamber of Commerce Director, Asian Venture Philanthropy Network Limited (AVPN) Council Member, Singapore Business Federation President, Asia Pacific, Kimberly-Clark Corporation Chief Strategy & Transformation Officer, Kimberly-Clark Corporation 	<p><i>Other listed companies</i></p> <ul style="list-style-type: none"> Director, YY Inc. (NASDAQ) Director, 21 Vianet Group Inc. (NASDAQ) Director, LAIX Inc. (NYSE) Director, NIU Technologies (NASDAQ) Director, EHang Holdings Limited (NASDAQ) <p><i>Other principal commitments</i></p> <ul style="list-style-type: none"> Director, Airlook Airspace Technology (Beijing) Co., Ltd. Director, Beijing Xiangyue Education Technology Co., Ltd. Director, Beijing Zhichong Technology Co., Ltd Director, FarmFriend Inc. Director, Geekplus Corporation Director, GGV (Xiaole) Limited Director, Kascend Holding Inc. Director, Myhug Inc. Director, Phononic Devices, Inc. Director, Shenzhen Immotor Technology Co., Ltd Director, Vincross Inc. Director, Wuhan Kubote Technology Co., Ltd Director, Xiaobu Holdings Inc 	<p><i>Other listed companies</i> Nil</p> <p><i>Other principal commitments</i></p> <ul style="list-style-type: none"> Deputy Chairman and Chief Executive Officer, Hyflux Caprica Pte. Ltd. Deputy Chairman & Executive Director, Baking Industry Training College Pte. Ltd.
Present	<p><i>Other listed companies</i> Nil</p> <p><i>Other principal commitments</i></p> <ul style="list-style-type: none"> Chairman, Asia Airfreight Terminal Company Limited Chairman, Country Foods Pte. Ltd. (formerly known as SATS BRF Food Pte. Ltd.) Chairman, Nanjing Weizhou Airline Food Corp. Ltd. Chairman, SATS Food Solutions (Thailand) Co., Ltd. (formerly known as Food City Company Limited) Chairman, SATS Food Solutions India Private Limited Chairman, Shanghai ST Food Industries Co., Limited Chairman, TFK Corporation Director, Air India SATS Airport Services Private Limited Director, MACROASIA Catering Services, Inc. Director, Monty's Bakehouse NL B.V. Director, Monty's Bakehouse UK Limited Director, Mumbai Cargo Service Center Airport Private Limited Director, Primary Industries Private Limited Director, Real Tasty Pte. Ltd. Director, SATS China Co., Ltd. Director, SATS Investments (II) Pte. Ltd. Director, SATS Investments Pte. Ltd. Director, SATS (Thailand) Co., Ltd. Director, SATS (India) Co. Private Limited Director, Taj SATS Air Catering Limited 	<p><i>Other listed companies</i></p> <ul style="list-style-type: none"> Non-Executive Director, Amcor Plc. <p><i>Other principal commitments</i></p> <ul style="list-style-type: none"> Chairman, WWF-World Wide Fund For Nature (Singapore) Limited Director, Clear Thought Advisors Pte. Ltd. Senior Advisor, Accenture Pte. Ltd. 	<p><i>Other listed companies</i></p> <ul style="list-style-type: none"> Director, Agora, Inc (NASDAQ) <p><i>Other principal commitments</i></p> <ul style="list-style-type: none"> Director, Temasek Holdings (Private) Limited Director, Singapore Govtech Director, Airlook Aviation Technology (Beijing) Co., Ltd Director, BeautyVector (cayman) Technology Ltd. Director, Beijing Sudo Technology Limited Director, Cashshield Pte. Ltd. Director, Cloud First Director, Clobotics Holdings Limited Director, Directouch Holdings Limited Director, FLT Holding Limited Director, FUSE Technology Company Limited Director, GGV Capital Pte. Ltd. Director, GGV Capital LLC Director, GGV China Limited Director, GGV Capital IV LLC Director, GGV Capital V LLC Director, GGV Capital VI LLC Director, GGV Capital VI Plus LLC Director, GGV Capital VII LLC Director, GGV, Capital VII Plus LLC Director, GGV Capital (Shanghai) Co., Ltd. Director, GGV Capital Select LLC Director, GGV Capital VI Entrepreneurs Fund LLC Director, GGV Capital VII Entrepreneurs Fund LLC Director, GGV VII Investments Pte. Ltd. Director, GGV VII Plus Investments Pte. Ltd. Director, GGV VIII Investments Pte. Ltd. Director, GGV VIII Plus Investments Pte. Ltd. <p><i>Other principal commitments</i></p> <ul style="list-style-type: none"> Director, GGV Discovery I LLC Director, GGV Discovery II LLC Director, GGV Discovery II Pte. Ltd. Director, GGV Discovery III Pte. Ltd. Director, GGV (CS) LLC Director, GGV (Immotor) Limited Director, GGV (Koala) Limited Director, GGV (WPS) Limited Director, GGV (Xcharge) Limited Director, GGV (Petkit) Limited Director, Granite Global Ventures II LLC Director, Granite Global Ventures III LLC Director, ISENSORO Limited Director, JH Limited Director, Jiwei Enterprise Management Consulting (Shanghai) Co., Ltd. Director, LongWin Investment Management Co. Ltd. Director, Palfish Inc. Director, Petkit Technology Inc. Director, Shanghai Luodingsen Automated Equipment Co., Ltd. Director, Shenzhen Chengzi Automation Co., Ltd. Director, Spark Education Limited Director, Treelab Inc. Director, Xiamen Fengbian Technology Co., Ltd. Director, Xiamen Yaji Software Co., Ltd. Director, Xiaozhan Limited Director, XChange Technology International Limited Director, Yodo1 Holding Ltd. Director, Zuoyebang Education Limited Commissioner, PT Privy Identitas Digital 	<p><i>Other listed companies</i> Nil</p> <p><i>Other principal commitments</i></p> <ul style="list-style-type: none"> Vice Chairman and Director, RTS Operations Pte. Ltd. Non-Executive and Independent Director, SMRT Corporation Ltd. Non-Executive and Independent Director, SMRT Trains Ltd.

Note:
Directorships in the entities listed above are held by Ms Lee as part of her functions as a Managing Partner of GGV Capital, a venture capital firm with investments globally. These entities are investee companies of GGV Capital.

* "Principal Commitments" has the same meaning as defined in the Code of Corporate Governance 2018.

Additional Information on Directors Seeking Re-election

(Information as at 24 May 2022)

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	Kerry Mok Tee Heong	Achal Agarwal	Jenny Lee Hong Wei	Yap Kim Wah
(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	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	No
(c) Whether there is any unsatisfied judgment against him?	No	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	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	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	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	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	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	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	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	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	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	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	No

Additional Information on Directors Seeking Re-election

(Information as at 24 May 2022)

Name of Director	Euleen Goh Yiu Kiang
Date of appointment	1 August 2013
Date of last re-appointment (if applicable)	18 July 2019
Age	67
Country of principal residence	Singapore
The Board's comments on this appointment (including rationale, selection criteria, board diversity consideration and the search and nomination process)	The Board has considered the Nominating Committee's recommendation and assessment on Ms Goh'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, particularly in the ongoing transformation of the Company's businesses.
Whether appointment is executive, and if so, the area of responsibility	Non-Executive
Job Title (e.g. Lead ID, AC Chairman, AC Member etc.)	<ul style="list-style-type: none"> • Non-Executive and Independent Director • Chairman of the Board • Chairman, Board Executive Committee • Chairman, Remuneration and Human Resource Committee • Chairman, Nominating Committee
Professional qualifications	<ul style="list-style-type: none"> • Associate, Institute of Chartered Accountants in England & Wales • Member, The Chartered Institute of Taxation, UK • Associate member, Institute of Financial Services, UK • Fellow, Institute of Singapore Chartered Accountants • Fellow, Singapore Institute of Directors
Working experience and occupation(s) during the past 10 years	Ms Goh held various senior management positions in Standard Chartered Bank from 2001, before she retired as Chief Executive Officer of Standard Chartered Bank Singapore in 2006. Ms Goh currently serves as a Director/Chairman of various companies.
Shareholding interest in the listed issuer and its subsidiaries	102,174 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
Conflict of interest (including any competing business)	Nil
Undertaking (in the format set out in Appendix 7.7) under Rule 720(1) has been submitted to the listed issuer	Yes
Other Principal Commitments* including Directorships	
Past (for the last 5 years)	<p><i>Other listed companies</i></p> <ul style="list-style-type: none"> • Non-Executive Director, CapitaLand Limited • Non-Executive and Non-Independent Director, DBS Group Holdings Ltd. <p><i>Other principal commitments</i></p> <ul style="list-style-type: none"> • Chairman, NorthLight School Board of Governors • Chairman, Singapore Chinese Girls' School • Rector, Cinnamon College, National University of Singapore • Trustee, Temasek Trust/Director, Temasek Trustees Pte. Ltd. • Non-Executive Director, DBS Bank Ltd • Justice of the Peace
Present	<p><i>Other listed companies</i></p> <ul style="list-style-type: none"> • Non-Executive Director, Deputy Chair and Senior Independent Director, Shell plc (formerly known as Royal Dutch Shell plc) <p><i>Other principal commitments</i></p> <ul style="list-style-type: none"> • Chairman, DBS Foundation Ltd. • Chairman, Singapore Institute of Management Group Limited • Non-Executive Director, Singapore Health Services Pte. Ltd. • Trustee, Singapore Institute of International Affairs Endowment Fund • Member, Future Economy Council • Member, Public Service Commission Singapore

* "Principal Commitments" has the same meaning as defined in the Code of Corporate Governance 2018.

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	Euleen Goh Yiu Kiang
(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
(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
(c) Whether there is any unsatisfied judgment against him?	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
(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
(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
(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
(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
(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
(j) Whether he has ever, to his knowledge, been concerned with the management or conduct, in Singapore or elsewhere, of the affairs of:	
(i) any corporation which has been investigated for a breach of any law or regulatory requirement governing corporations in Singapore or elsewhere; or	Yes*
(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
(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
(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?	Yes*
(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

* Notes:

Ms Euleen Goh Yiu Kiang was appointed as an independent director of DBS Group Holdings Ltd ("DBS") on 1 December 2008 and retired on 30 March 2021 as a non-executive director. DBS is a financial institution regulated in multiple jurisdictions. During her tenure as a DBS director, DBS may have had from time to time been subject to various public or non-public regulatory actions which had different degrees of materiality. These could have varied from regulatory requests for information as part of normal supervisory activity, to production orders by law enforcement, to formal regulatory investigations or penalties. To the best of Ms Goh's knowledge and belief, none of those actions which occurred during her tenure as a DBS director are material to the conduct of the Bank's business activities.

Ms Euleen Goh Yiu Kiang joined Shell plc as a non-executive director on 1 September 2014 and was appointed as the Deputy Chairman and Senior Independent Director on 20 May 2020. The Shell group is a global group of energy and petrochemical companies. Shell Companies are subject to various laws and regulations governing their day-to-day operations and may from time to time be investigated by regulatory authorities for possible breaches of such laws and regulations in the ordinary course of business, and have been subject to fines. To the best of Ms Goh's knowledge and belief, none of the investigations or fines imposed on such Shell Companies (in connection with incidents occurring or arising during the period when she was a director of Shell plc) are material to Shell plc.

Proxy Form

SATS Ltd.
(Incorporated in the Republic of Singapore)
Company Registration No. 197201770G

IMPORTANT

- The Annual General Meeting is being convened, and will be held, by way of electronic means pursuant to the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020. Printed copies of the Notice of Annual General Meeting will not be sent to members. Instead, the Notice of Annual General Meeting will be sent to members by electronic means via publication on the Company's website at the URL <https://www.sats.com.sg/AGM2022> and on the SGX website at the URL <https://www.sgx.com/securities/company-announcements>.
- Alternative arrangements relating to:
 - attendance at the Annual General Meeting via electronic means (including arrangements by which the meeting can be electronically accessed via live audio-visual webcast or live audio-only stream);
 - submission of questions to the Chairman of the Meeting in advance of, or "live" via text-based questions through the audio-visual webcast platform at, the Annual General Meeting, and addressing of substantial and relevant questions in advance of, or "live" at, the Annual General Meeting; and
 - voting at the Annual General Meeting (i) "live" by the member or his/her/its duly appointed proxy(ies) (other than the Chairman of the Meeting) via electronic means; or (ii) by appointing the Chairman of the Meeting as proxy to vote on the member's behalf at the Annual General Meeting.
 are set out in the accompanying Company's announcement dated 23 June 2022. This announcement may be accessed at the Company's website at the URL <https://www.sats.com.sg/AGM2022> and will also be made available on the SGX website at the URL <https://www.sgx.com/securities/company-announcements>.
- To keep physical interactions and COVID-19 transmission risk to a minimum, the Company is not providing for physical attendance by members at the Annual General Meeting. A member who wishes to exercise his/her/its voting rights at the Annual General Meeting may:**
 - (where the member is an individual) vote "live" via electronic means at the Annual General Meeting, or (whether the member is an individual or a corporate) appoint a proxy(ies) (other than the Chairman of the Meeting) to vote "live" via electronic means at the Annual General Meeting on his/her/its behalf; or
 - (whether the member is an individual or a corporate) appoint the Chairman of the Meeting as his/her/its proxy to vote on his/her/its behalf at the Annual General Meeting.
- Please read the notes overleaf which contain instructions on, *inter alia*, the appointment of a proxy(ies).
- This proxy form is not valid for use and shall be ineffective for all intents and purposes if used or purported to be used by CPF and SRS investors. CPF and SRS investors:
 - may vote "live" via electronic means at the 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
 - may appoint the Chairman of the Meeting as proxy to vote on their behalf at the 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 12 July 2022.
- By submitting an instrument appointing a proxy(ies), the member accepts and agrees to the personal data privacy terms set out in the Notice of Annual General Meeting dated 23 June 2022.

*I/We _____ (Name) _____ (*NRIC/Passport No./Co. Regn. No.)

of _____ (Address) being a *member/members of SATS Ltd. (the "Company") hereby appoint:

Name	Address	Email Address^	NRIC/ Passport No.	Proportion of Shareholdings	
				No. of Shares	%

*and/or

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^ Appointed proxy(ies) will be prompted via email (within 2 business days after the Company's receipt of a validly completed and submitted instrument appointing a proxy(ies)) to pre-register at the pre-registration website at the URL <https://www.sats.com.sg/AGM2022>, in order to access the live audio-visual webcast or live audio-only stream of the Annual General Meeting proceedings.

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or if no proxy is named, the Chairman of the Meeting as *my/our proxy/proxies to attend, speak and vote for *me/us on *my/our behalf at the 49th Annual General Meeting of the Company to be convened and held by way of electronic means on Friday, 22 July 2022 at 10.00 a.m. (Singapore time) 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	Re-election of Ms Euleen Goh Yiu Kiang as Director			
3	Re-election of Mr Achal Agarwal as Director			
4	Re-election of Mr Yap Kim Wah as Director			
5	Re-election of Ms Jenny Lee Hong Wei as Director			
6	Re-election of Mr Kerry Mok Tee Heong as Director			
7	Approval of Directors' fees for the financial year ending 31 March 2023			
8	Re-appointment of Auditors and authorisation for Directors to fix their remuneration			
Special Business				
9	To grant authority to the Directors to issue additional shares and convertible instruments pursuant to Section 161 of the Companies Act 1967			
10	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			
11	To approve the proposed renewal of the Mandate for Interested Person Transactions			
12	To approve the proposed renewal of the Share Purchase Mandate			
13	To approve the continued appointment of Ms Euleen Goh Yiu Kiang as an independent Director for the purposes of Rule 210(5)(d)(iii)(A) of the Listing Manual of the Singapore Exchange Securities Trading Limited			
14	To approve the continued appointment of Ms Euleen Goh Yiu Kiang as an independent Director for the purposes of Rule 210(5)(d)(iii)(B) of the Listing Manual of the Singapore Exchange Securities Trading Limited			

* 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 _____ 2022

Total Number of Shares Held	
------------------------------------	--

Signature(s) of Member(s) or Common Seal

Contact Number of Member(s)

Email Address of Member(s)

Important: Please read notes on the reverse side

Notes:

1. If the member has shares entered against his/her/its name in the Depository Register (maintained by The Central Depository (Pte) Limited), he/she/it should insert that number of shares. If the member has shares registered in his/her/its name in the Register of Members (maintained by or on behalf of the Company), he/she/it should insert that number of shares. If the member has shares entered against his/her/its name in the Depository Register and shares registered in his/her/its name in the Register of Members, he/she/it should insert the aggregate number of shares. If no number is inserted, this instrument appointing a proxy(ies) will be deemed to relate to all the shares held by the member.
2. To keep physical interactions and COVID-19 transmission risk to a minimum, the Company is not providing for physical attendance by members at the Annual General Meeting. A member who wishes to exercise his/her/its voting rights at the Annual General Meeting may:
 - (a) (where the member is an individual) vote "live" via electronic means at the Annual General Meeting, or (whether the member is an individual or a corporate) appoint a proxy(ies) (other than the Chairman of the Meeting) to vote "live" via electronic means at the Annual General Meeting on his/her/its behalf; or
 - (b) (whether the member is an individual or a corporate) appoint the Chairman of the Meeting as his/her/its proxy to vote on his/her/its behalf at the Annual General Meeting.This proxy form may be accessed at the Company's website at the URL <https://www.sats.com.sg/AGM2022> and on the SGX website at the URL <https://www.sgx.com/securities/company-announcements>. A member may also appoint a proxy(ies) via the online process through the pre-registration website at the URL <https://www.sats.com.sg/AGM2022>.
3. (a) A member who is not a relevant intermediary is entitled to appoint not more than two proxies. 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, 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.
4. A proxy need not be a member of the Company.
5. The instrument appointing a proxy(ies) must be submitted to the Company in the following manner:
 - (a) if submitted by post, be lodged at the office of the Company's Share Registrar, M & C Services Private Limited, at 112 Robinson Road #05-01, Singapore 068902; or
 - (b) if submitted electronically, be submitted:
 - i. via email to the Company's Share Registrar at gpe@mncsingapore.com; or
 - ii. via the online process through the pre-registration website at the URL <https://www.sats.com.sg/AGM2022>.

- in each case, not less than 72 hours before the time appointed for holding the Annual General Meeting. A member who wishes to submit an instrument appointing a proxy(ies) by post or via email must first download, complete and sign the proxy form before submitting it by post to the address provided above, or before submitting it via email (e.g., by enclosing a completed and signed PDF copy of the proxy form) to the email address provided above. A member may also appoint a proxy(ies) via the online process through the pre-registration website at the URL <https://www.sats.com.sg/AGM2022>. **Members are strongly encouraged to submit completed instruments appointing a proxy(ies) electronically via email or appoint a proxy(ies) via the online process through the pre-registration website at the URL <https://www.sats.com.sg/AGM2022>.**
6. Completion and return of the instrument appointing a proxy(ies) does not preclude a member from attending, speaking and voting at the Annual General Meeting. A member who accesses the live audio-visual webcast or live audio-only stream of the Annual General Meeting proceedings may revoke the appointment of a proxy(ies) at any time before voting commences and in such an event, the Company reserves the right to terminate the proxy(ies)' access to the live audio-visual webcast and live audio-only stream of the Annual General Meeting proceedings.
 7. The instrument appointing a proxy(ies) must, if submitted by post or electronically via email, be signed under the hand of the appointor or of his/her attorney duly authorised in writing, or if submitted electronically via the online process through the pre-registration website at the URL <https://www.sats.com.sg/AGM2022>, be authorised by the appointor via the online process through the website. Where the instrument appointing a proxy(ies) is executed by a corporation, it must, if submitted by post or electronically via email, be executed either under its seal or under the hand of an officer or attorney duly authorised, or if submitted electronically via the online process through the pre-registration website at the URL <https://www.sats.com.sg/AGM2022>, be authorised by the appointor via the online process through the website. 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 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.
 8. The Company shall be entitled to reject an instrument appointing a proxy(ies) if it is incomplete, improperly completed, illegible or where the true intentions of the appointor are not ascertainable from the instructions of the appointor specified in the instrument appointing a proxy(ies) (including any related attachment). In addition, in the case of members whose shares are entered against their names in the Depository Register, the Company may reject any instrument appointing a proxy(ies) lodged or submitted if such members are not shown to have shares entered against their names in the Depository Register 72 hours before the time appointed for holding the Annual General Meeting as certified by The Central Depository (Pte) Limited to the Company.

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Please affix
postage
stamp

The Company Secretary
SATS Ltd.
c/o M & C Services Private Limited
112 Robinson Road
#05-01
Singapore 068902

3rd fold along this line and glue overleaf. Do not staple.

3rd fold along this line and glue overleaf. Do not staple.

3rd fold along this line and glue overleaf. Do not staple.