Registration Document

Yinson Production Financial Services Pte. Ltd.

Important notice

This Registration Document prepared according to Regulation (EU) 2017/1129, is valid for a period of up to 12 months following its approval by the Financial Supervisory Authority of Norway (the "**Norwegian FSA**") (Finanstilsynet), This Registration Document was approved by the Norwegian FSA on 29th January 2025. The prospectus for issuance or listing of new bonds or other securities may for a period of up to 12 months from the date of the approval consist of this Registration Document, a securities note and a summary if applicable to each issue and subject to a separate approval.

This Registration Document has been prepared by the Issuer and is based on sources such as annual reports and publicly available information as well as forward looking information based on current expectations, estimates and projections about global economic conditions, the economic conditions of the regions and industries that are major markets for the Company line of business.

A prospective investor should consider carefully the factors set forth in chapter 1 Risk factors, and elsewhere in the Prospectus, and should consult his or her own expert advisers as to the suitability of an investment in bonds, including any legal requirements, exchange control regulations and tax consequences within the country of residence and domicile for the acquisition, holding and disposal of bonds relevant to such prospective investor.

The manager and/or affiliated companies and/or officers, directors and employees may be a market maker or hold a position in any instrument or related instrument discussed in this Registration Document and may perform or seek to perform financial advisory or banking services related to such instruments. The managers corporate finance department may act as manager or co-manager for this Company in private and/or public placement and/or resale not publicly available or commonly known. Copies of this Registration Document are not being mailed or otherwise distributed or sent in or into or made available in the United States. Persons receiving this document (including custodians, nominees and trustees) must not distribute or send such documents or any related documents in or into the United States.

Other than in compliance with applicable United States securities laws, no solicitations are being made or will be made, directly or indirectly, in the United States. Securities will not be registered under the United States Securities Act of 1933 and may not be offered or sold in the United States absent registration or an applicable exemption from registration requirements.

The distribution of the Registration Document may be limited by law also in other jurisdictions, for example in Canada, Japan, Australia and in the United Kingdom. Verification and approval of the Registration Document by the Norwegian FSA implies that the Registration Document may be used in any EEA country. No other measures have been taken to obtain authorization to distribute the Registration Document in any jurisdiction where such action is required, and any information contained herein or in any other sales document relating to bonds does not constitute an offer or solicitation by anyone in any jurisdiction in which such offer or solicitation is not lawful or in which the person making such offer or solicitation is not qualified to do so or to anyone to whom it is unlawful to make such offer or solicitation.

The content of the Prospectus does not constitute legal, financial or tax advice and potential investors should seek legal, financial and/or tax advice.

Unless otherwise stated, the Prospectus is subject to Norwegian law. In the event of any dispute regarding the Prospectus, Norwegian law will apply.

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1. Risk factors

Investing in bonds involves inherent risks. Prospective investors should carefully consider, among other things, the risk factors set out in the Registration Document before making an investment decision.

A prospective investor should carefully consider all the risks related to the Group and should consult his or her own expert advisors as to the suitability of an investment in bonds issued by the Company. An investment in bonds entails significant risks and is suitable only for investors who understand the risk factors associated with this type of investment and who can afford a loss of all or part of the investment. Against this background, an investor should thus make a careful assessment of the Company, its creditworthiness and its prospects before deciding to invest, including its current and future tax position.

The risk factors for the Company, Guarantors and the Group are deemed to be equivalent for the purpose of this Registration Document unless otherwise stated.

The Company believes that the factors described below represent the principal risks inherent in investing in bonds in the Company, but the Company may be unable to pay interest, principal or other amounts on or in connecting with bonds for other reasons which may not be considered significant risks by the Company based on information currently available to it or which it may not currently be able to anticipate. The risks within each category are listed, in the view of the Company, according to the possible negative impact they may have and the probability of their occurrence. The greatest risk within each category is mentioned first. It applies for all risk factors that, if materialized, and depending on the circumstances, may have an adverse effect on the Company or any Guarantor and which may reduce anticipated revenue and profitability, ultimately resulting in a potential insolvency situation.

Risks related to the Group and the industry in which it operates

*Dependency on a limited number of Floating Storage, Production and Offloading ("**FPSO**") and Floating Storage and Offloading ("**FSO**") units*
The Group’s production operations are currently limited to eight units, namely FSO PTSC Bien Dong 01, FPSO PTSC Lam Son, FPSO John Agyekum Kufuor, FPSO Helang, FPSO Abigail-Joseph, FPSO Anna Nery, FPSO Maria Quitéria and FPSO Atlanta, as well as one unit under development, FPSO Agogo, which is currently under conversion. Any downtime, damage, or unforeseen interruption in the production, or delay in delivery, of the abovementioned units, including if any of the units do not achieve timely acceptance in accordance with the contract requirements, this can materially affect the Group’s operational and financial performance, including but not limited to its ability to service its ongoing obligations, develop new assets and realise its business plan, which could have a material effect on the Group’s prospects, financial condition, and results of operations.

Yinson Production Offshore Pte. Ltd. has granted parent company guarantees to the charterers of FPSO Atlanta and FPSO Agogo as security for the respective Owner’s obligations pursuant to the respective charter agreement. Yinson Production Offshore Pte. Ltd. may become financially liable under the relevant parent company guarantee, which in turn may have a material adverse effect on the Group's financial condition, results of operations, and future prospects as well as the value of the guarantee granted under the Bond Terms.

Dependency on the global offshore oil and gas markets
Future demand for the Group’s FPSO units and FSO services can be negatively affected by a number of factors outside of the Group's control including, but not limited to, changes in oil and gas prices, fluctuations in investments in offshore oil and gas developments, regulatory and fiscal changes, and exploration results. Oil and gas commodity prices are volatile and affected by numerous factors

beyond the Group's control, including, but not limited to, worldwide production of and demand for oil and gas, the worldwide political and military environment including uncertainty or instability resulting from an escalation or additional outbreak of armed hostilities, international sanctions, widespread adoption of electrified transportation and worldwide economic and financial problems. The Group may be unable to secure new construction, conversion and/or newbuild projects at acceptable rates of return if demand for oil and gas decreases, thereby impacting the demand for these new or converted production units. Lower demand for FPSO and FSO units and/or the Group’s services will impact the Group’s ability to contract new FPSO projects. In low oil price environments, E&P companies have historically reduced their exploration and investment budgets, resulting in fewer opportunities for the Group to win new business. Furthermore, low prices typically challenge project economics of new developments. For contracts approaching the end of their fixed term, continued low prices or reduced demand for hydrocarbons may result in the Group’s clients not seeking to renew their contracts or attempting to negotiate lower rates as a condition for renewal, which could have a material effect on the Group’s prospects, financial condition, and results of operations.

The industry in which the Group operates is highly competitive
The FPSO industry in which the Group operates is highly competitive and requires a balance between project risk and reward. There are over 200 FSPOs and FSOs globally, owned and operated by a wide variety of entities, and under various contractual structures. Many competitors are offering alternatives to the lease and operate contract model with which the Group competes, such as pure EPC and/or BOT (Build Operate Transfer) which may appear to be more attractive to potential clients. Whilst the Group has a well-established position in the geographies in which it operates, some of its competitors have been building FPSOs since the 1980s. Other industry participants have specialised in building brand new hulls and vessels, instead of conversion of existing vessels, which may be more appealing to potential clients under certain conditions.

Competitive pressure and other factors may result in significant price competition, particularly during industry downturns, which could have an adverse effect on the Group's ability to obtain new FPSO projects.

The principal competitive factors in the markets that the Group’s offshore production business serves include price, quality of service, ability to deliver projects on time, safety track record, reputation of vessel operators and crews and the quality and availability of the type of vessels required by the customers. Some of the Group’s competitors have more diverse fleets or fleets with generally higher specifications, greater resources, brand recognition and geographical reach, and/or lower capital costs than the Group. This may allow competitors to better withstand industry downturns, compete based on price, and relocate, build, and/or acquire additional assets, resulting in increased competitive pressure and significant price competition. Any failure to compete effectively or secure contracts on favourable terms could have a material adverse impact on the Group's business, results of operations, financial condition, and prospects.

Construction risk
In constructing an FPSO or FSO unit for a project, the Group may from time to time use an existing vessel (e.g. oil tanker) as the conversion candidate or an existing FPSO or FSO unit as the redeployment candidate. During the conversion of a tanker, or redeployment of an existing FPSO or FSO unit, the Group is exposed to several construction related risks.

The Group is dependent upon the ability of its subcontractors to provide key materials, components, finished products and services, often custom-made, which meet the specifications, quality standards and delivery schedules of the Company. Any failure by the Group's subcontractors to deliver may result in increased costs or delays on the units, which could have a material adverse effect on the Group's business, financial condition, and prospects.

Both conversion of a tanker and redeployment of an existing FPSO or FSO unit are based on proven methods and technology, but that technology may not function as expected, or the underlying vessel may have other issues, which may result in additional modifications and increased costs or delays on the units, which could have a material adverse effect on the Group's business, financial condition, and prospects.

Further, the Group must identify technical limits to ensure long-term asset integrity and performance of its units. Possible technical issues, particularly for ageing assets, can result in long-term shutdown or decreased production, which could have a material adverse impact on the Group's business, results of operations, financial condition, and prospects.

In pricing contracts with clients, the Group relies on cost quotes from its suppliers and sub-contractors and must also make assumptions and estimates. If third-party quotes, or the Group’s own assumptions or estimates of the overall risks, revenue, capital requirements, operating costs, or other costs of any project or contract prove inaccurate, or if circumstances change such that those quotes, assumptions or estimates prove inaccurate, lower than anticipated profit may be achieved, or a loss may be incurred on such project. The Group could become liable for delays or deficiencies by its subcontractors and might not be able to reclaim full coverage from the subcontractor e.g. due to the adverse effect or if the subcontractor becomes insolvent.

In connection with the conversion of FPSO Agogo the Company is highly dependent on delivery from suppliers and sub-contractors and there is a risk the delivery being delayed due to factors both within and outside of the Company's control. There is also a risk of the actual costs exceeding the Company's budgeted costs, and persistent cost inflation have already impacted the construction, commissioning, and installation phases. Any delay in project timelines or any cost overruns may result in the Company requiring additional funding, and the Company may not be able to obtain such financing on satisfactory terms or at all, constraining the Company’s ability to complete the construction process, which could have a material adverse effect on the Company's business, financial condition, and prospects. Furthermore, this could result in delay remedies, including but not limited to, penalties, loss of revenues, claims for liquidated damages, trigger purchase options, loss of customer satisfaction, termination of contracts and/or be damaging to the Group’s reputation towards potential clients or financial partners. If any of these risks materialise, it could have an adverse impact on the financial position of the Company as well as the Company's business and prospects.

The construction risks also apply to future project vessels . The Company recently signed a contract with Murphy Oil Corporation in Vietnam for an FSO through an existing joint venture between Yinson Production (49%) and with PetroVietnam Technical Services Corporates (“PTSC”, 51%) that will also be subject to similar construction risks.

Counterparty risk
Prolonged periods of lower oil and gas prices may lead to a reduction in revenues for the Group’s clients and may impact client’s ability to fulfil contractual obligations. The Group may therefore be exposed to contractual defaults from its clients, suppliers and/or subcontractors. Clients, suppliers and/or subcontractors of the Group may also try to renegotiate previously agreed contract terms, and any material changes may lead to a reduction in revenues to cover operating costs which in turn could have a material adverse impact on the Group's business, results of operations, financial condition, and prospects.

Health, safety, security, and environmental risks
The Group is exposed to all risks inherent in the industry, including risks and potential hazards involved when owning, operating, and managing its fleet of units worldwide, and is subject to operating risks, including health, safety, security, and environment incidents.

Hazards inherent in the offshore industry include blowouts, reservoir damage, loss of production, equipment defects, fires, explosions and pollution, the occurrence of which could result in the suspension of production operations, substantial damage to or destruction of equipment and injury or death of personnel on board the Group’s units. The discharge of oil, natural gas or other pollutants into the air or water may give rise to liabilities to foreign governments and third parties and may require the Group to incur costs to remedy such discharge. If a pollution accident were to take place, the Group may also suffer reputational damage. Furthermore, some environmental laws provide for joint and several strict liabilities for remediation of releases of hazardous substances, which could result in liability for environmental damage without regard to negligence or fault.

The Group's operations are also subject to hazards inherent in marine operations on site, such as capsizing, sinking, grounding, and collision.

Major incidents resulting in injury or death of the Group's personnel, damage to the Group's assets, and major disruption to its operations could occur in the future. If they occur, these incidents may, as well as causing reputational damage, subject the Group to significant liabilities under environmental and safety laws, and have serious consequences for the Group’s financial position due to loss of income, repair costs, claims and damages and indirect loss relating to customer satisfaction. Lack of compliance to safety-critical management system standards and/or insufficient measures to mitigate incidents may lead to the Group not being an approved FPSO or FSO operator by oil companies, which in turn could result in reduced operating income or cashflow for the Group which may have a material adverse effect on the Group's business, financial condition, results of operations, cash flow and/or prospects.

The Group endeavours to mitigate operational risks through operational measures that include systems and practises aligned with local, national, and international standards such as the International Convention for the Prevention of Pollution from Ships (MARPOL), International Safety Management (ISM), and ISO Standards pertaining to Occupational Health and Safety, Environmental Management Systems, and Quality Management Systems. These measures are externally audited annually. Additionally, the Group seeks to mitigate operational risks through strategic risk allocation within its leasing contracts. However, this strategy will not completely eliminate exposure to health, safety, security, and environmental incidents. Consequently, any major incidents could have a significant impact on the Group's profitability and reputation.

Operational risk
Operational risk for the Group includes vessel performance in accordance with statutory requirements and additional customer requirements for health and safety, security, quality, and environmental issues. The Group’s units may suffer design defaults, unexpected malfunctions, failures or potentially dependent on repairs or spare parts if reparable, which may not be available in the short term. This may significantly affect the operational efficiency and performance of the unit, which could entail the payment of penalties to the Group’s customers or induce environmental damages or damages to third parties, which in turn could have a material adverse impact on the Group's business, results of operations, financial condition, and prospects.

Risk of acts of piracy
The Group is exposed to acts of piracy on units which could adversely affect the Group's business and may result in increasing costs of operations. Acts of piracy have historically occurred in jurisdictions where the Group operates and plan to operate, such as in West Africa, and there is a risk that acts of piracy may continue to occur in this area, as well as other regions. Detention or hijacking because of an act of piracy against the unit, or an increase in cost or unavailability of insurance for the Group's units could have significant impact on the Group’s profitability and reputation.

Dependency on key management
The Group believes that its continued success and future performance largely depends upon the skills, abilities, experience, competency, and continuous efforts of its key management and on the Group’s ability to hire and retain qualified and competent personnel. The experience, knowledge and expertise of key management are pivotal to the Group’s success. For instance, The Group’s business units are dependent on the application of highly advanced technology and knowledge. The number

of people with the required expertise and experience is small whilst competition to acquire their services is usually intense in the offshore oil and gas industry.

While the Group has made efforts to nurture and maintain good relationships with its key management, any loss of the services of certain key management members and operational personnel, without suitable and timely replacement, may affect the operating results and prospects of the Group.

Geopolitical and Compliance risks
The Group does not operate in Russia or the Ukraine and has no plans to enter these geographies. However, the Group does operate across a wide variety of other national jurisdictions, which exposes the Group to risks inherent in operating internationally and in politically unstable regions.

Changes in the legislative, political, regulatory, and economic framework in the regions in which the Group carries out business could have a material impact on exploration, production and development activity or adversely affect the Group’s operations directly or indirectly, which in turn could increase complexity and the administrative burden, and result in increasing costs of operation. The Group may be required to procure a local partner or otherwise restructure its operations to comply with such regulations or may be required to cease operations in these areas. For risks relating to existing partnership arrangements, refer to “*The Group conducts a portion of its operations through joint ventures, exposing it to risks and uncertainties, many of which are outside its control*”.

Changes in political regimes or political instability may negatively affect the Group’s operations in foreign countries, as well as risk of war, other armed conflicts, and terrorist attacks. A government could seize one or more of the Group’s assets for title or hire. Requisition for title occurs when a government takes control of an asset and becomes its owner. Requisition for hire occurs when a government takes control of an asset and effectively becomes its charterer at dictated charter rates. Generally, requisitions occur during periods of war or emergency.

The Group operates and plan to operate in developing countries with political, economic, and social uncertainties, for example Angola. Risks may therefore arise in respect of fraud or non-compliance with laws and regulations, improper activities by any of the Group's employees, agents, or partners, which could have an adverse effect on the Group’s business and reputation, reduce its revenue and profit, and subject it to administrative, criminal, and civil enforcement actions. Further, the Group operates and owns assets in countries which have a low score on Transparency International’s Corruption Perception Index, which implies that these countries are perceived as jurisdictions where there is a higher risk of corruption. The Group may engage agents, consultants, and representatives in these jurisdictions. Although the Group believes and requires that agents, consultants, and representatives conduct their business in accordance with applicable laws, there is a risk that agents, consultants, and other persons acting on behalf of the Group may engage in corrupt activities, misconduct, fraud, or non-compliance with applicable government laws and or contractual obligations, or other improper activities without the knowledge of the Group. Failure by agents, consultants, and representatives to comply with applicable laws, regulations and contractual obligations or acts of misconduct could subject the Group to fines, penalties and/or administrative, criminal, or civil enforcement actions, which could materially and adversely affect the Group’s financial results, revenues, and reputation.

Should any of these events or other similar events occur in the future, it may have a material impact on the Group’s operations and, consequently, materially and adversely affect its financial condition and results.

Arrest by maritime claimants
Generally, crew members, suppliers of goods and services to a vessel, shippers of cargo and other parties may be entitled to a maritime lien against that vessel (and, in some jurisdictions, any associated vessel owned or controlled by the same owner) for unsatisfied debts, claims or damages.

In many jurisdictions, a maritime lienholder may enforce its lien by arresting a vessel through foreclosure proceedings. This would apply even if vessels in the Group's chartering fleet are chartered out (whether on a bareboat charter basis or otherwise). As the Group's customers are in possession of and have control over its vessels which have been chartered to them, any action taken against its customers may expose its vessels to arrest or other impounding actions. Unless the Group takes timely actions to intervene in these proceedings, any arrest or attachment of one or more of the Group's vessels could, among others result in the Group paying large amounts of money to have the arrest lifted, which would adversely affect the business, financial condition, results of operations and prospects of the Group.

Inadequate insurance coverage
The operation of the Group’s assets involves inherent risk of major losses and liabilities, death or injury of persons, oil spills, damage to and loss of vessels and cargo sustained in collisions, property loss and interruptions to operations caused by adverse weather and environmental conditions, mechanical failures, crew negligence, navigation errors, and other circumstances or events.

The occurrence of any of these events may result in damage to or loss of the Group’s assets and its cargo or other property and injury to passengers and personnel on board. Such occurrences may also result in a significant increase in operating costs or liabilities to third parties.

The Group considers that its assets are sufficiently covered by its insurances, which is in line with industry practice and requirements under its financing arrangements and client contracts. Further, the Group has not made any material insurance claims in the past. However, all risks may not be adequately insured at all times against all potential liabilities and losses or that any insured sum will be paid. In the event of an accident such as an oil spill where the damage or losses are in excess of the insurance coverage taken up, the Group may be required to make material compensation payments. In such event, the Group’s financial condition and results of operations may be materially and adversely affected. In certain situations, the Group’s customers may become subject to penalties, fines or insurance claims and may attempt to pass on part or all of these costs to the Group which may not be covered by the Group’s insurance or may exceed the Group’s insurance coverage. Any such events may likewise materially and adversely affect the Group’s financial condition and results of operations. Furthermore, events such as wars, piracy or terrorist attacks may result in substantial increases in the Group’s insurance premiums, thereby affecting its financial performance. There is also the possibility that the Company may be unable to procure similar adequate insurance coverage in the future at the terms and conditions equal to those it currently has, at favourable terms or at all.

The Group conducts a portion of its operations through joint ventures, exposing it to risks and uncertainties, many of which are outside its control
As detailed in Section 5 "Information about the Company and the Guarantors" under "Corporate Structure", the Group conducts some of its operations through joint ventures with PetroVietnam Technical Services Corporates, Sumitomo Corp., Kawasaki Kisen Kaisha Ltd., JGC Corp and Development Bank of Japan, and Japan Offshore facility Investment 1 Pte. Ltd. The terms of co-operation and shareholding in the joint ventures are governed by the joint shareholding agreements between the shareholders. These entities are otherwise unrelated to the Group, and differences in views with these joint shareholders may result in delayed decisions, failures to agree on major issues and/or a need to liquidate the joint venture on unfavourable terms.
The Group's obligations in respect of, and the Group's ability to receive any dividends from, its jointly owned ventures depend on the terms and conditions of the joint shareholding agreements and relationship with its joint shareholders. The Group may not continue its relationship with its joint shareholders and its joint shareholders may want to pursue other strategies than the Group.

The Group cannot control the actions of its joint shareholders, including any non-performance, default or bankruptcy of such shareholder. The joint shareholding agreements governing the joint ventures may restrict the Group's ability to exit the joint ventures at reasonable prices or at all.

Further, if any of the Group's joint shareholders do not meet their contractual obligations, the joint ventures may be unable to adequately perform and deliver their contracted services. Such factors could have a material adverse effect on the business operations of the joint ventures and, in turn, the Group's business, results of operations, cash flows, financial condition and/or prospects.

Financial risks

Capital structure and equity

The FPSO and FSO lease business is highly capital-intensive, making access to funding crucial for growth, project execution, and timely completion. The costs associated with construction of a newbuilt FPSO or FSO, conversion of a FPSO or FSO, or refurbishment of an existing FPSO or FSO may exceed the Company's budgeted estimates. This could, among other things, result in the need for additional capital to cover unforeseen expenses. The Company is currently in the process of converting FPSO Agogo, and any unexpected cost overruns or delays in this project could further amplify the Company's capital needs. Although the unit is in an advanced stage of construction, until it is accepted by the client as having been delivered in accordance with the requirements of the contract, the Company bears the risk of project actual cost exceeding the budgeted cost. If the expenditure required to complete the remaining scope results in the actual project cost exceeding the overall project budget, then, depending on the required additional expenditure, the Company may need to obtain additional funding in order for the unit to achieve acceptance. For future project execution, it noted that access to funding is subject to market conditions, which can fluctuate over time and is amongst others depended on interest rate fluctuations. Furthermore, as ESG considerations gain increasing importance among market participants, some investors may choose to exclude FPSO and FSO projects from their portfolios. As a result, the Company could face challenges in securing financing on favourable terms or at all. This could materially restrict the Company’s ability to bid for, and construct, new vessels, thereby adversely impacting its business, financial condition, and prospects.

Credit risk

Substantially all of the Group's FPSO and FSO units are currently on long-term contracts. Based on EPC contracts awarded between 2018 and 2023, the average length of the Group’s contracts is 17.4 years. As of 31 July 2024, the Group's revenue backlog is USD 21.9 billion, extending until 2048. As a result, substantially all of the Group’s revenue is generated through these long-term contracts. Outside of these units and contracts, the Group has no other material source of revenue or cashflow. As a result, any credit issue with a major customer may result in their inability to satisfy the contract, and consequently the Group’s ability to service its financial liabilities. Should the financial position of any of the Group’s major customers materially change during the contracted period, given the limited number of major customers of the Group and the significant portion they represent of the Group's income, the potential inability of one or more of them to make full payment on any of the Group’s contracted units may have a significant adverse impact on the financial position of the Group.

Interest rate fluctuations could affect the Group's cash flow and financial condition

The Group faces interest rate risk from interest-bearing debt with a floating rate. The Group has entered into certain hedging arrangements designed to fix or limit risk on a portion of these rates but the Company may not enter into such arrangements in the future and such arrangements may not be available on commercially reasonable terms. If interest rates were to rise significantly, the Group's interest expense would correspondingly increase, thus reducing free cash flow. Accordingly, fluctuations in interest rates could negatively affect the Group's business, results of operations, financial position and future prospects.

Regulatory risks

Permits and licenses

Significant parts of the Group's activities require licenses and permits from authorities in the countries in which it operates. The Group may not be able to obtain all necessary licenses and permits required to carry out its operations in the future. If the present permits and licenses are terminated or withdrawn, or if the Group is unable to obtain the same, such event could have a negative effect on the Group’s operations and reputation.

The Group also relies on several permits and certificates granted by classification societies and the flag state for its vessels, and in the event that these cannot be maintained, or are terminated or withdrawn, the Group may not be able to operate its vessels and may need to cease operations, which could adversely affect the Group’s financial results, revenues and reputation.

Additionally, the Group's operations are contingent upon its contracting parties obtaining and maintaining requisite approvals, permits, concessions and/or licences for their projects. Any failure or delay in obtaining or any subsequent failure to maintain these approvals, permits, concessions and/or licences may have an adverse impact the Group’s business, operations and financial condition.

Tax risks

Any changes in the current tax regime and/or laws, rules and regulations pertaining to the taxation of companies or the interpretation thereof, whether in Singapore or in any other jurisdictions in which the Group operates, which have a retrospective, current and/or prospective effect, will affect the tax paid or payable by the Group arising from a tax reassessment on its financial results. Any incorrect application or changes in tax regulations or customs duties, could adversely affect the Group's business, financial condition, results of operations, and prospects.

In the event that the Company is obligated to withhold any tax from payments in respect of bonds issued by the Company, the payment amount will be adjusted to ensure that each individual holder of the bonds (a "**Bondholder**") receives a net sum equivalent to what would have been received without any withholding. Consequently, any withholding will result in an increase in payments from the Company regarding the Bonds, potentially impacting the Group's financial results adversely.

Risks related to laws and regulations

The production, storage and offloading of oil and gas at sea is subject to inherent risks such as personal injuries, loss of life, oil spills or gas releases caused by equipment failure, system failure or human errors. Although the Group spends considerable resources to identify such risks and implement mitigating actions, there will always be residual risk. The offshore oil and gas industry is subject to regulations which aim to limit and control these risks and to govern the removal and clean-up of pollutants that may harm the environment.

The Group’s presence in, amongst others, Malaysia, Singapore, Norway, Nigeria, Ghana, and Brazil are subject to the laws, regulations, and policies of the various jurisdictions, including routine and special audits by the local tax authorities. Some of these jurisdictions have laws and regulations which the Group's vessels are required to comply with and may require the Group to apply for licences or operate under laws and regulations that may impose onerous conditions on the conduct of its operations. If the Group is unable to comply with the relevant laws and regulations, its vessels may not be allowed to operate, and its business would be adversely affected. The need to comply with new laws and regulations introduced by the jurisdictions in which the vessels are registered may increase its cost of operations. This will have an adverse effect on the Group’s business, financial performance, and financial condition.

The laws and regulations applicable to the offshore oil and gas industry, including the Group, have generally become more stringent and penalties and potential liability have increased and may increase further in the future. Any additional regulations could increase the cost of the Group's operations or those of its customers and reduce the area of operations for the offshore oil and gas industry. This could, in turn, materially and adversely affect the Group’s business, financial condition, results of operation and prospects by reducing demand for its services.

*Risk relating to Environmental, Social and Governance ("**ESG**") requirements*

The Group operates in several jurisdictions, each subject to international, national, and local regulation concerning environmental issues, emissions, human capital, anti-bribery, and anti-corruption. This exposes the Group to risks and evolving regulatory landscape, including ESG requirements under the Corporate Sustainability Reporting Directive (CRSD), the Corporate Sustainability Due Diligence Directive (CSDDD), and the Norwegian Transparency Act. These regulations illustrate how the regulatory landscape is evolving towards stricter standards and enforcement, which can necessitate significant expenditures. Breaches of these regulations may result in fines and/or penalties, some of which may be material. The trend towards stricter standards and enforcement, increased fines and liability and potentially increased capital expenditures and operating costs.

Updated and changing regulatory and societal environment requirements could impact the Group's financial condition and results of operations, and any liability for the Group pursuant to the aforementioned would adversely affect the Group’s financial results, revenues and reputation.

2. Persons responsible

RESPONSIBLE FOR THE INFORMATION
Responsible for the information given in the Registration Document are as follows:

Yinson Production Financial Services Pte. Ltd.,
3 Church Street,
#18-01,
Samsung Hub,
Singapore 049483.

DECLARATION BY THE RESPONSIBLE
Yinson Production Financial Services Pte. Ltd confirms that, to the best of its knowledge, the information contained in the Registration Document is in accordance with the facts and that the Registration Document makes no omission likely to affect its import.

29.01.2025

Yinson Production Financial Services Pte. Ltd.

THIRD PARTY INFORMATION
The source of the information contained in this Registration Document is from Yinson Production Financial Services Pte. Ltd unless otherwise stated. Where information has been sourced from a third party the information has been accurately reproduced and that as far as the Company is aware and is able to ascertain from information published by that third party, no facts have been omitted which would render the reproduced information inaccurate or misleading.

COMPETENT AUTHORITY APPROVAL
This Registration Document has been approved by the Financial Supervisory Authority of Norway (the "Norwegian FSA") (Finanstilsynet), as competent authority under Regulation (EU) 2017/1129. The Norwegian FSA only approves this Registration Document as meeting the standards of completeness, comprehensibility and consistency imposed by Regulation (EU) 2017/1129. Such approval should not be considered as an endorsement of the Company that is the subject of this Registration Document.

3. Definitions

ACRA	Business Registry - Accounting and Corporate Regulatory Authority in Singapore.
bbl	Barrel of oil, defined as 42 US gallons.
blpd	Barrels of liquid per day.
bopd	Barrels of oil per day.
BOT	Build Operate Transfer.
bwpd	Barrels of water per day
Company	Yinson Production Financial Services Pte. Ltd., a company existing under the laws of Singapore with registration number 202340079Z and LEI-code 254900TYMSC94RS33U73.
EPC	Engineering, Procurement and Construction.
FPSO	Floating Production, Storage, and Offloading units.
FPSO	Floating Production, Storage, and Offloading units.
FSO	Floating, Storage, and Offloading units.
Group / Yinson Production	Means the Parent and its Subsidiaries from time to time.
Guarantors	At the date of this Registration Document the Guarantors are the Parent and each Material Subsidiary directly-owned by the Parent from time to time being, as of the date of this Registration Document: · Yinson Acacia Ltd; and · Yinson Production Capital Pte. Ltd.
LATAM	Latin America.
MMscfd	Million standard cubic feet per day.
Parent	Yinson Production Offshore Pte. Ltd., a company existing under the laws of Singapore with registration number 201429097M, being the direct 100.00 per cent. owner of the Issuer.
Prospectus	The Registration Document together with the Securities Note and, if applicable, the Summary.
Registration Document	This registration document dated 29.01.2025.
Securities Note	Document to be prepared for each new issue of bonds under the Prospectus.
Summary	If applicable, a document to be prepared for new issues of bonds under the Prospectus.
USD	United States dollar.
Yinson Holdings	Yinson Holdings Berhad, a company existing under the laws of Malaysia with registration number 199301004410 (259147-A).

4. Statutory auditors

COMPANY:

The Company's independent auditor for the period, covered by historical financial information in this Registration Document, has been PricewaterhouseCoopers LLP located at 7 Straits View, Marina One, East Tower, Level 12, Singapore 018936. PricewaterhouseCoopers LLP is regulated by Accounting and Corporate Regulatory Authority (ACRA) in Singapore.

GUARANTORS:

The Parent’s and Yinson Production Capital Pte. Ltd.’s independent auditor for the period, which has covered the historical financial information in this Registration Document, has been PricewaterhouseCoopers LLP, 7 Straits View, Marina One, East Tower, Level 12, Singapore 018936. PricewaterhouseCoopers LLP is regulated by Accounting and Corporate Regulatory Authority (ACRA) in Singapore.

Yinson Acacia Ltd. independent auditor for the period, which has covered the historical financial information in this Registration Document, has been PricewaterhouseCoopers PLT. (LLP0014401-LCA & AF 1146) located at Level 10, Menara TH 1 Sentral, Jalan Rakyat, Kuala Lumpur Sentral, P.O. Box 10192, 50706 Kuala Lumpur, Malaysia. PricewaterhouseCoopers PLT is regulated by Malaysian institute of Accountants (MIA).

5. Information about the Company and Guarantors

COMPANY:

Yinson Production Financial Services Pte. Ltd.
Yinson Production Financial Services Pte. Ltd. is a private company limited by shares domiciled in Singapore and organized and existing under the laws of Singapore pursuant to the Singapore Companies Act. The Company was incorporated in Singapore on 6th October 2023, and the registration number in ACRA is 202340079Z and its LEI-code is 254900TYMSC94RS33U73. The Company's legal and commercial name is Yinson Production Financial Services Pte. Ltd. The Company's registered and mailing address is 3 Church Street, #18-01, Samsung Hub, Singapore 049483. The telephone number is +65 6221 9855.
Website: www.yinson-production.com[1]

The Company, Yinson Production Financial Services Pte. Ltd. is a wholly-owned subsidiary of the Parent, Yinson Production Offshore Pte. Ltd. The Parent together with its subsidiaries (the "**Group**"), is a FPSO operator with a global presence. The Company acts as the finance and treasury centre of the Group, with a principal activity of provision of treasury management services. The Company issued its first Norwegian bond to finance its business activities. The Company has also been awarded the Finance and Treasury Centre (FTC) Incentive by Singapore Economic Development Board. Income derived from qualifying FTC activities during the incentive period (1 April 2024 – 31 March 2029) shall be taxed at the concessionary tax rate of 8% (as opposed to the prevailing Singapore corporate income tax rate of 17%).

GUARANTORS:

Yinson Production Offshore Pte. Ltd.
Yinson Production Offshore Pte. Ltd. is a private company limited by shares domiciled in Singapore and organized and existing under the laws of Singapore pursuant to the Singapore Companies Act. The company was incorporated in Singapore on 1st October 2014, and the registration number in ACRA is 201429097M and its LEI-code is 549300393KL8JIDTTV54. The company's legal name is Yinson Production Offshore Pte. Ltd., and its commercial name is Yinson Production. The company's registered and mailing address is 3 Church Street, #18-01, Samsung Hub, Singapore 049483. The telephone number is +65 6221 9855.
Website: www.yinson-production.com[1].

The principal activities of the company are investment holding and provision of management services.

Yinson Production Capital Pte. Ltd.
Yinson Production Capital Pte. Ltd. is a private company limited by shares domiciled in Singapore and organized and existing under the laws of Singapore pursuant to the Singapore Companies Act. The company was incorporated in Singapore on 17th August 2018, and the registration number in ACRA is 201828308K and its LEI-code is 2549004AS7ZTQ7VB8980. The company's legal and commercial name is Yinson Production Capital Pte. Ltd. The company's registered and mailing address is 3 Church Street, #18-01, Samsung Hub, Singapore 049483. The telephone number is +65 6221 9855.
Website: www.yinson-production.com[1].

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[1] *Disclaimer - the information on the website does not form part of this Registration Document unless information is incorporated by reference into the Registration Document*

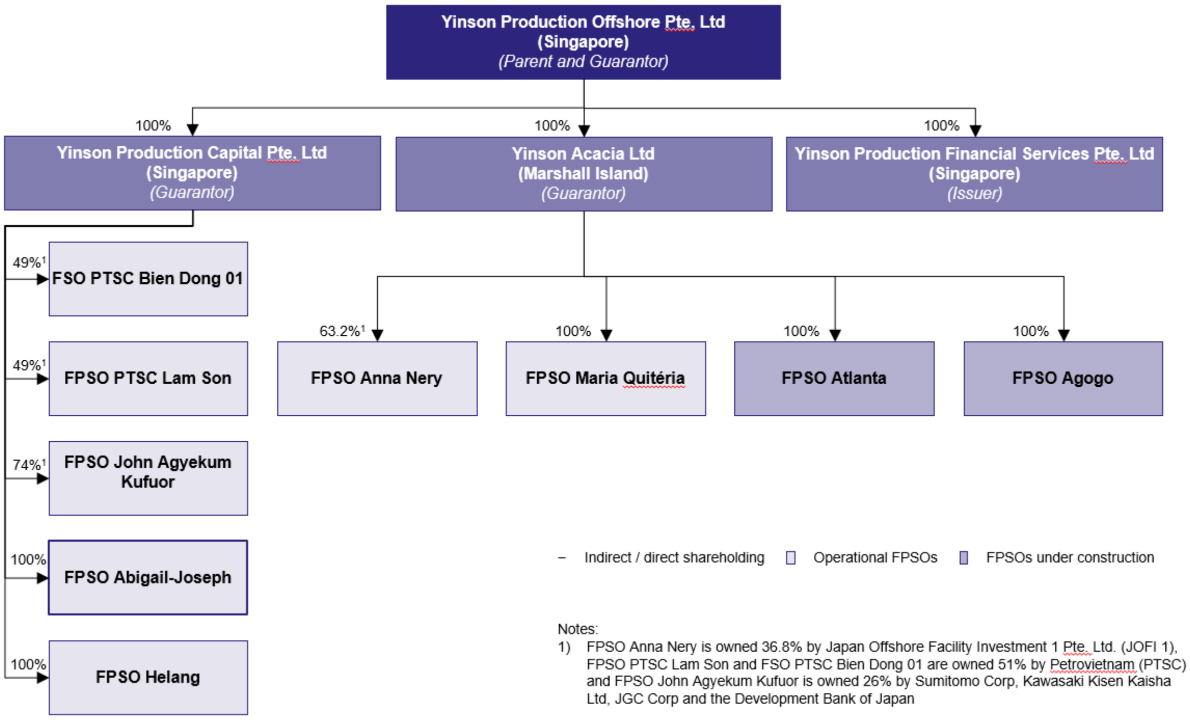
The principal activity of the company is investment holding and provision of management consultancy services.

Yinson Acacia Ltd.

Yinson Acacia Ltd. is a private company limited by shares domiciled in the Republic of Marshall Islands and organized and existing under the laws of Marshall Islands pursuant to the Marshall Islands Companies Act. The company was incorporated in Marshall Islands on 11th February 2015, and the registration number in the Marshall Islands Companies Registry is 74653 and its LEI-code is 254900OGNM7CU6K0PH80. The company's legal and commercial name is Yinson Acacia Ltd. The registered office is located at Trust Company Complex, Ajeltake Road, Ajeltake Island, Majuro, Marshall Islands MH96960 and the principal place of business of the company is Level 16, Menara South Point, Mid Valley City, Medan Syed Putra Selatan, 59200 Kuala Lumpur, Wilayah Persekutuan. The telephone number is +603 2289 3888.
Website: www.yinson-production.com[1].

The principal activity of the company is investment holding.

CORPORATE STRUCTURE[1]:



Notes:
1) FPSO Anna Nery is owned 36.8% by Japan Offshore Facility Investment 1 Pte. Ltd. (JOFI 1), FPSO PTSC Lam Son and FSO PTSC Bien Dong 01 are owned 51% by Petrovietnam (PTSC) and FPSO John Agyekum Kufuor is owned 26% by Sumitomo Corp, Kawasaki Kisen Kaisha Ltd, JGC Corp and the Development Bank of Japan

Note:

1) The corporate structure doesn't include our new contract with Murphy Oil Corporation in Vietnam for an FSO through an existing joint venture between Yinson Production (49%) and with PetroVietnam Technical Services Corporates ("PTSC", 51%)

Asset	JV Partner	JV Partner %	YP%
FSO Bien Dong	PetroVietnam Technical Services Corporates (PTSC)	51.0%	49.0%
FPSO Lam Son	PetroVietnam Technical Services Corporates (PTSC)	51.0%	49.0%
FPSO John Agyekum Kufuor	Sumitomo Corp., Kawasaki Kisen Kaisha Ltd., JGC Corp and Development Bank of Japan	26.0%	74.0%
FPSO Anna Nery	Japan Offshore facility Investment 1 Pte. Ltd. (JOFI 1)	36.8%	63.2%
FSO Lac Da Vang (New)	PetroVietnam Technical Services Corporates (PTSC)	51.0%	49.0%

The Group’s ultimate parent company is Yinson Holdings Berhad. Yinson Holdings is a public limited liability company, incorporated and domiciled in Malaysia, and is listed and quoted on the Main Market of Bursa Malaysia Securities Berhad.

The Board of Directors of Yinson Holdings has established an Audit Committee. The appointed members of the Audit Committee are Tan Sri Dato’ (Dr) Wee Hoe Soon @ Gooi Hoe Soon (Chair), Raja Datuk Zaharaton binti Raja Zainal Abidin, Datuk Abdullah bin Karim, and Dato’ Mohamad Nasir bin Ab Latif. The composition of the audit committee fulfils the requirements for independence and competence in accounting and/or auditing outlined in Article 41 of Article 41 of Directive 2006/43/EC of the European Parliament and of the Council of 17 May 2006 on statutory audits of annual accounts and consolidated accounts, amending Council Directives 78/ 660/EEC and 83/349/EEC and repealing Council Directive 84/253/EEC (the "**Statutory Audit Directive**").

The Audit Committee is responsible for overseeing plans, policies, and practices related to risk management and internal control, financial reporting, and internal and external audit functions for Yinson Holdings and its subsidiaries. These responsibilities are carried out under the authority delegated by the Board of Directors of Yinson Holdings to ensure the effective management and monitoring of the group. Accordingly, the Audit Committee's duties fulfil the requirements outlined in Article 41 of the Statutory Audit Directive.

Yinson Holdings was founded in 1984 by Mr. Lim Han Weng together with his wife, Madam Bah Kim Lian, as a transport and logistics company in Johor Bahru, Malaysia. It grew to become one of Malaysia's largest transport companies. In the years 2011-2013, it ventured into Offshore Production and Offshore Marine through a joint venture with PTSC Vietnam to build an FPSO and FSO. In 2014 - 2018 it became a full-scale provider of FPSO services. Fred. Olsen Production ASA was acquired and divested non-O&G subsidiaries. The fleet size was increased, and it became a global FPSO leasing company. Since 2019, it has been an energy infrastructure and technology company. Divisions for renewable energy and green technology were established, it ventured into new territories for Offshore Production and established strategic collaborations for Offshore Marine.

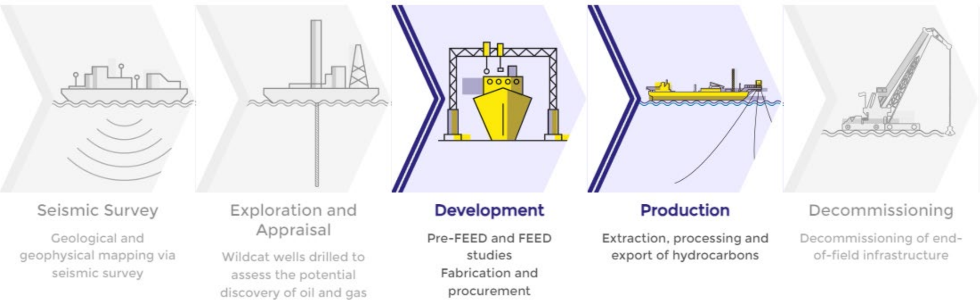
Today, the principal activities of Yinson Holdings are investment holding and provision of management services and its segments include *Offshore Production & Offshore Marine*, *Renewables*, *Green Technologies*, and *Other operations*.

6. Business overview

The Group specializes in the provision of integrated services for Floating, Production, Storage, Offloading, (FPSO) and Floating, Storage, and Offloading, (FSO) units. Yinson Production construct and operate production assets for the offshore oil and gas industry towards improving global access to stable and affordable energy.

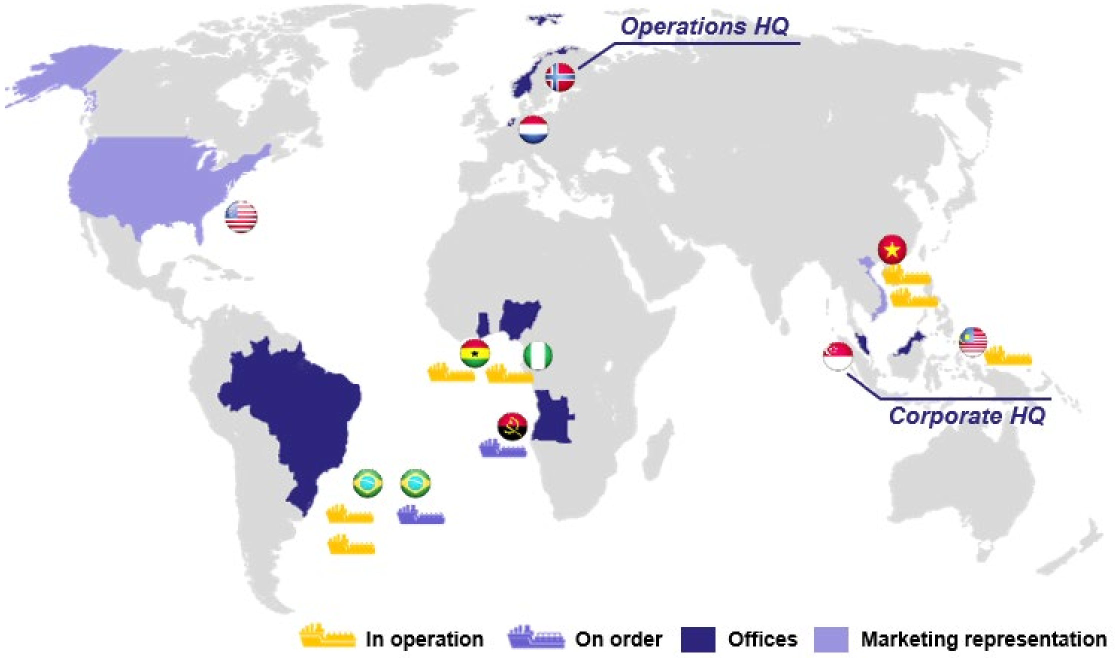
An FPSO vessel is designed to receive and process hydrocarbons, then store it until it can be offloaded. A vessel used solely for the storage and offloading of hydrocarbons is referred to as a Floating Storage and Offloading unit (FSO). Each FPSO is purpose-built to meet the specific requirements of designated oil fields, resulting in long-term contract durations due to high replacement costs for operators. FPSOs can be either converted from existing oil tankers or purpose-built vessels for the application. Yinson Production focuses on conversion projects as there are readily available hulls for conversion, they require a smaller initial investment, and the project can be completed in a shorter duration. FPSOs are valued for their mobility, as they can be refurbished, relocated, and reused for production in other fields although additional capex is generally required for redeployment, as the vessel will need to be re-spec'd to match the new field.

Yinson Production's services contribute to the 'development' and 'production' phases of the offshore oil and gas field lifecycle:



In the 'development' phase, a series of plans are developed to outline how the field can be optimised, while in the 'production' phase, hydrocarbons are produced and processed.

Yinson Production has a global asset portfolio of 9 diversified assets of which 1 asset is in an advanced construction/commissioning phase, and 8 assets are operating (this doesn't include the latest FSO contract in Vietnam). The portfolio is the youngest fleet with the longest contracts in the peer group (Altera Infrastructure, Bluewater, Bumi Armada, BW Offshore, MISC Group, MODEC, Shapoorij Pallonjii, and SBM Offshore) over the last five years, with a capacity-weighted average contract length of ~17 years. It also has an average five-year fleet technical uptime of 99.7% at the end of Q1 FY25.



Yinson Production's strategies in short to medium term (1 to 5 years) are: To build a sustainable project pipeline, including through mergers and acquisitions; To drive ESG initiatives towards reducing the group's carbon intensity by 30% by 2030; Invest in asset lifecycle management via proactive digitalization strategy; To enhance learning, leadership, safety and corporate culture. The strategies in the long term (6 to 10 years) are: Continuous development of the asset portfolio to create strong order book and stable cashflows; Optimize capital structure, increase capital velocity, and expand capital pool to support growth and capture market opportunities; Continuously evaluate effectiveness of supply chain and project execution philosophy. Below are some strategic considerations when building our future pipeline:

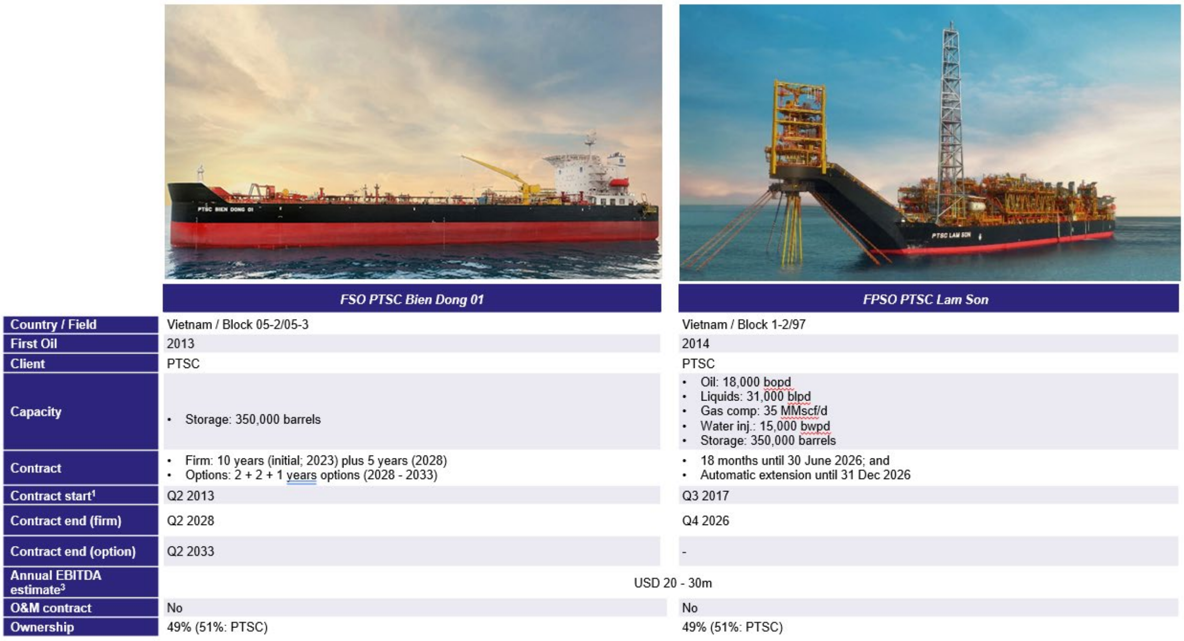
Geographic location: Continue to focus on South America, Africa and Asia, as the Company views these countries as dominant to the outlook for FPSO industry. These areas are where Yinson Production currently has the strongest presence, and we aim to further capitalize on our track record with our clients and our local human capital. Yinson Production aims to play a role in the provision of energy to support local economic growth.

Project developments: We will maintain focus on conversion and redeployment projects, and mid-sized deepwater units. We will leverage our long track record in this environment.

Technology: We will continue developing our carbon technologies and aim to integrate such facilities in future design. We are currently offering our concept for CO2 Floating Storage and Injection Unit as well as the Green and Blue Ammonia FPSO concept to our clients. We aim to add new markets in our future project pipeline.

Carbon emissions profile: We intend to select projects which align with our climate goals of lowering our operating fleet’s carbon intensity by 30% by 2030 and further 30% by 2050. We intend to work with clients that support our philosophy and share our targets. Yinson Production participates in the carbon value chain, with a view of diversifying our product offering while providing solutions for our clients, our industry, and beyond, to manage carbon emissions. Carbon capture and storage solutions form part of our strategy to remove the majority of the residual emissions on our operating assets. Direct air capture onshore also forms part of our strategy to reduce our residual emissions, and at the same time can be offered as a solution to other businesses to achieve net zero goals. Our participation in this value chain leverages our expertise in project execution and operation of complex technical assets.

Portfolio details of the vessels:



	FSO PTSC Bien Dong 01	FPSO PTSC Lam Son
Country / Field	Vietnam / Block 05-2/05-3	Vietnam / Block 1-2/97
First Oil	2013	2014
Client	PTSC	PTSC
Capacity	• Storage: 350,000 barrels	• Oil: 18,000 bopd • Liquids: 31,000 blpd • Gas comp: 35 MMscf/d • Water inj.: 15,000 bwpd • Storage: 350,000 barrels
Contract	• Firm: 10 years (initial; 2023) plus 5 years (2028) • Options: 2 + 2 + 1 years options (2028 - 2033)	• 18 months until 30 June 2026; and • Automatic extension until 31 Dec 2026
Contract start[1]	Q2 2013	Q3 2017
Contract end (firm)	Q2 2028	Q4 2026
Contract end (option)	Q2 2033	-
Annual EBITDA estimate[3]	USD 20 - 30m	
O&M contract	No	No
Ownership	49% (51%: PTSC)	49% (51%: PTSC)

Notes:

1) Calendar year

2) Figures shown are presented on a full ownership basis for each vessel in USD million. The company will fully consolidate the figures for vessels where the company is the majority owner, otherwise the figures are equity accounted. Project level debt service is paid on asset level from the full ownership figures presented

	FPSO John Agyekum Kufuor	FPSO Helang
Country / Field	Ghana / Offshore Cape Three Points (OCTP) Block	Malaysia / Block SK10
First Oil	2017	2019
Client	Eni	JX Nippon
Capacity	• Oil: 58,000 bopd • Liquids: 75,000 blpd • Gas inj.: 165 MMscf/d / Gas exp.: 210 MMscf/d • Water inj.: 55,000 bwpd • Storage: 1,400,000 barrels	• Oil: 12,000 bopd • Liquids: 17,000 blpd • Gas comp: 180 MMscf/d • Storage: 550,000 barrels
Contract	• Firm 15 years (until 2032) • 5 x 1 year options (2032 - 2037)	• Firm: 8 years (until 2027) • Option: 10 x 1-year (2028 - 2037)
Contract start[1]	Q2 2017	Q4 2019
Contract end (firm)	Q2 2032	Q4 2027
Contract end (option)	Q2 2037	Q4 2037
Annual EBITDA estimate[3]	USD 120 - 160m	USD 40 - 50m
O&M contract	Yes (49% ownership)	Yes (100% ownership)
Ownership	74% (26%: Japanese consortium)	100%

Notes:

1) Calendar year

2) Figures shown are presented on a full ownership basis for each vessel in USD million. The company will fully consolidate the figures for vessels where the company is the majority owner, otherwise the figures are equity accounted. Project level debt service is paid on asset level from the full ownership figures presented

	FPSO Abigail-Joseph	FPSO Anna Nery
Country / Field	Nigeria / OML 83 & 85	Brazil / Marlim in Campos Basin
First Oil	2020	2023
Client	First E&P	Petrobras
Capacity	• Oil: 50,000 bopd • Liquids: 60,000 blpd • Gas lift: 15 MMscf/d / Gas inj: 39 MMscf/d • Storage: 870,000 barrels	• Oil: 70,000 bopd • Liquids: 250,000 blpd • Gas comp: 142 MMscf/d • Water inj.: 240,000 bwpd • Storage: 1,600,000 barrels
Contract	• Firm: 7 years (until 2027) • Option: 1 x 2-year and 6 x 1-year (2028 - 2035)	Firm: 25 years (until 2048)
Contract start[1]	Q4 2020	Q2 2023
Contract end (firm)	Q4 2027	Q2 2048
Contract end (option)	Q4 2035	-
Annual EBITDA estimate[3]	USD 50 - 60m	USD 175 - 225m
O&M contract	Yes (40%)	Yes (63.2% ownership)
Ownership	100%	63.2% (36.8%: JOFI)

Notes:

1) Calendar year

2) Figures shown are presented on a full ownership basis for each vessel in USD million. The company will fully consolidate the figures for vessels where the company is the majority owner, otherwise the figures are equity accounted. Project level debt service is paid on asset level from the full ownership figures presented

	FPSO Maria Quitéria	FPSO Atlanta
Country / Field	Brazil / Jubarte Field, North Campos Basin	Brazil / Atlanta Field
First Oil	15 October 2024	31 December 2024
Client	Petrobras	Brava Energia
Capacity	• Oil: 100,000 bopd • Liquids: 240,000 blpd • Gas comp: 177 MMscf/d • Water inj.: 330,000 bwpd • Storage: 1,000,000 barrels (min)▪	• Oil: 50,000 bopd • Water: 134,000 bwpd • Liquids: 144,000 blpd • Gas comp: 12.4 MMscf/d • Storage: 1,000,000 - 1,251,000 barrels
Contract	• Firm: 22.5 years	• Firm: 15 years • Options: 1 x 5-years
Contract start[1]	Q4 2024	Q4 2024
Contract end (firm)	Q2 2047	Q3 2039
Contract end (option)	-	Q3 2044
Annual EBITDA estimate[3]	USD 175 - 225m	USD 75 - 100m
O&M contract	Yes (100% ownership)	Yes (100% ownership)
Ownership	100%	100%

Notes:

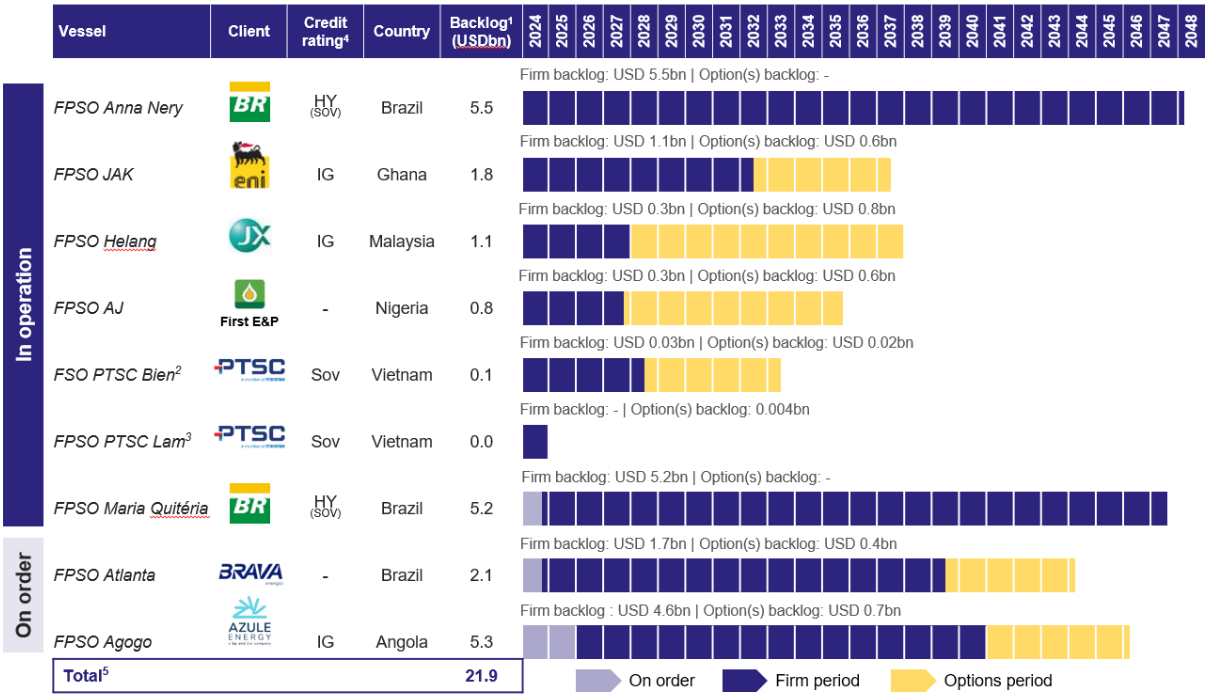
1) Calendar year

2) Figures shown are presented on a full ownership basis for each vessel in USD million. The company will fully consolidate the figures for vessels where the company is the majority owner, otherwise the figures are equity accounted. Project level debt service is paid on asset level from the full ownership figures presented

	FPSO Agogo
Country / Field	Angola / The West Hub part of Block 15/06
First Oil	2025 (expected)
Client	Azule Energy (50/50 JV of BP and Eni)
Capacity	• Oil: 120,000 bopd • Liquids: 180,000 blpd • Gas comp: 230 MMscf/d • Water inj.: 180,000 bwpd • Storage: 1,600,000 barrels (min)
Contract	• Firm: 15 years • Options: 5 x 1-year
Contract start[1]	Q4 2025
Contract end (firm)	Q1 2041
Contract end (option)	Q1 2045
Annual EBITDA estimate[3]	USD 200 - 250m
O&M contract	Yes (100% ownership)
Ownership	100%

Notes:
1) Calendar year
2) Figures shown are presented on a full ownership basis for each vessel in USD million. The company will fully consolidate the figures for vessels where the company is the majority owner, otherwise the figures are equity accounted. Project level debt service is paid on asset level from the full ownership figures presented

Orderbook:
Yinson Production has a strong existing order book underpinned by long term contracts across FPSO & FSO units. FPSO & FSO orderbook over firm and option period of up to USD 21.9 billion up till 2048 as of 31st July 2024.



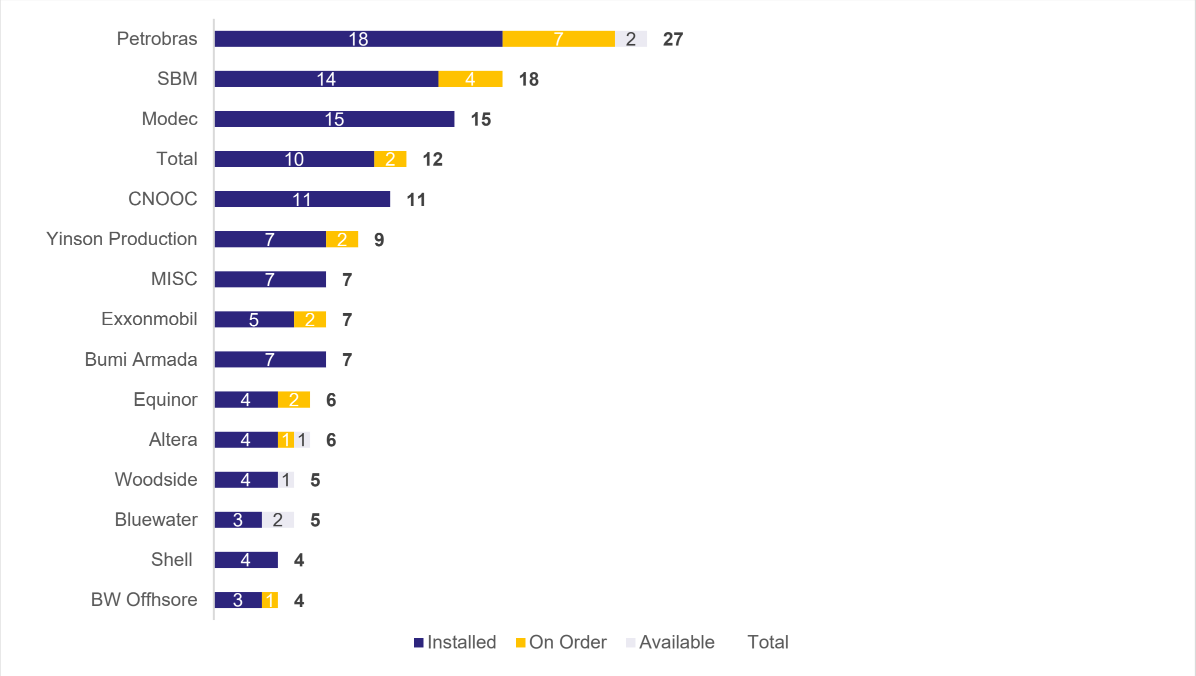
	Vessel	Client	Credit rating[4]	Country	Backlog[1] (USDbn)
In operation	*FPSO Anna Nery*	BR	HY (SOV)	Brazil	5.5
	FPSO JAK	eni	IG	Ghana	1.8
	FPSO Helang	JX	IG	Malaysia	1.1
	FPSO AJ	First E&P	-	Nigeria	0.8
	FSO PTSC Bien[2]	PTSC	Sov	Vietnam	0.1
	FPSO PTSC Lam[3]	PTSC	Sov	Vietnam	0.0
	FPSO Maria Quitéria	BR	HY (SOV)	Brazil	5.2
On order	*FPSO Atlanta*	BRAVA	-	Brazil	2.1
	FPSO Agogo	AZULE ENERGY	IG	Angola	5.3
	Total[5]				**21.9**

1) Remaining backlog as of 31 July 2024, including options. Backlog figures are rounded to 0.1bn, totals may not sum exactly to USD 21.9bn
2) 49% ownership; on 02 June 2023, PTSC SEA entered into an amendment no. 2 to the BBC Charter Contract with PTSC to extend the tenure of the BBC Charter Contract for a further period of five (5) years from 4 June 2023 to 3 June 2028

3) 49% ownership, On 29 June 2023, PTSC AP entered into amendment no. 3 to the BBC Charter Contract with PTSC to extend the tenure of the BBC Charter Contract for a further period of one (1) year from 1 July 2023 to 30 June 2024, and a further automatic extension until 31 December 2024
4) HY (sov.) represents high yield but at sovereign rating, IG represents investment grade
5) Total revenue backlog includes inflationary adjustments on Brazilian assets
6) The above doesn't include our new contract with Murphy Oil Corporation in Vietnam for an FSO through an existing joint venture between Yinson Production (49%) and with PetroVietnam Technical Services Corporates ("PTSC", 51%)

Market:
The FPSO market has consolidated, with only a few global players possessing operational experience. This is illustrated in Exhibit A, which shows the number of assets currently owned by these players.

Exhibit A: Top FPSO owners by status of the asset[1]



Source: Energy Maritime Associates 2024 October report
Note:
1) The 9 vessels for Yinson Production doesn't include our new contract with Murphy Oil Corporation in Vietnam for an FSO through an existing joint venture between Yinson Production (49%) and with PetroVietnam Technical Services Corporates ("PTSC", 51%)
2) Further the status of the vessels is as the time of the issue of the report i.e. October 2024 when the two vessels on order were FPSO Agogo and FPSO Atlanta. FPSO Atlanta achieved first oil on 31 December 2024

As of 31 December 2024, the majority of active FPSOs globally are operating in the 'Equatorial Belt', a key region for Yinson Production.[2]

Furthermore, Yinson Production operates in the "Mid-sized segment" (~50–200 kboe/d), as illustrated in Exhibit C. This exhibit highlights Yinson Production's strategic position among independent FPSO operators in terms of FPSO size, hull type and its vertically integrated business model.

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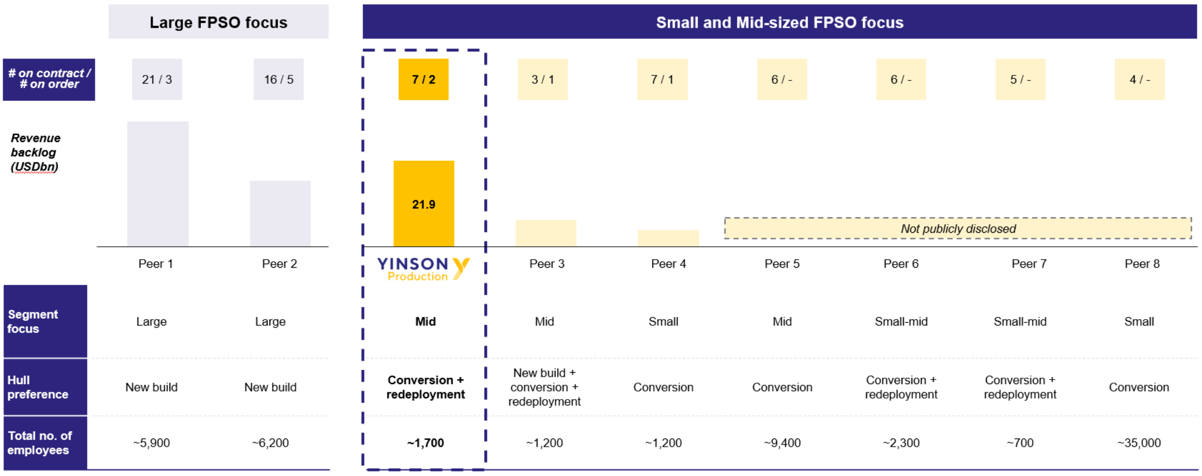
[2] Source: Rystad Energy: Global FPSO and CCUS Market Outlook December 2024

Exhibit C: Positioning Yinson Production across peers



	Large FPSO focus		Small and Mid-sized FPSO focus						
	Peer 1	Peer 2	YINSON Production	Peer 3	Peer 4	Peer 5	Peer 6	Peer 7	Peer 8
# on contract / # on order	21 / 3	16 / 5	7 / 2	3 / 1	7 / 1	6 / -	6 / -	5 / -	4 / -
Revenue backlog (USDbn)			21.9			*Not publicly disclosed*			
Segment focus	Large	Large	**Mid**	Mid	Small	Mid	Small-mid	Small-mid	Small
Hull preference	New build	New build	**Conversion + redeployment**	New build + conversion + redeployment	Conversion	Conversion	Conversion + redeployment	Conversion + redeployment	Conversion
Total no. of employees	~5,900	~6,200	**~1,700**	~1,200	~1,200	~9,400	~2,300	~700	~35,000

Source: Company information, public filings

Note:

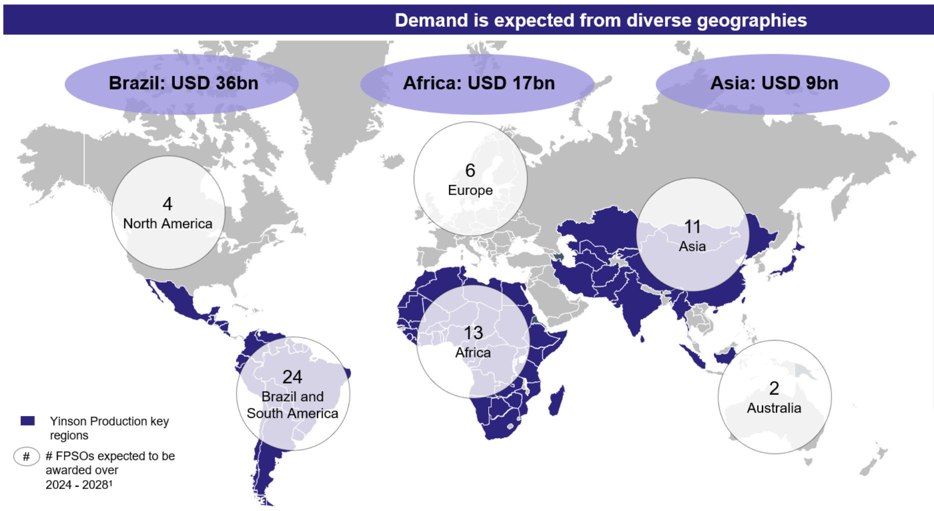
1) Peer group consisting of (alphabetical order) Altera Infrastructure, Bluewater, Bumi Armada, BW Offshore, MISC Group, MODEC, Shapoorij Pallonjii, and SBM Offshore. Size classification based on capacity: small-to-mid sized segment of 0-200kboe/d and large segment of >200kboe/d.

2) The 9 vessels for Yinson Production doesn't include our new contract with Murphy Oil Corporation in Vietnam for an FSO through an existing joint venture between Yinson Production (49%) and with PetroVietnam Technical Services Corporates ("PTSC", 51%)

FPSOs are key development solutions for deepwater offshore. Deep-water and ultra deep-water solutions are well positioned as the cost per bbl on average is more economic compared to all other onshore and offshore solutions apart from Middle East. From 2010 to 2022, 75% of all floaters installed were FPSO solutions. Offshore liquids production by FPSOs has remained consistent over the last 12 years, ranging between 4.7 MMbbl/d and 5.3 MMbbl/d.

Demand is expected from diversified geographies, driven by organic increase in energy demand and pent-up demand following supply chain constraints in recent years. Through 2028, a total of 60 FPSO contracts are expected to be awarded as per the forecast by Energy Maritime Associates[3]. South America and West Africa are the main growth areas, combined they are projected to secure 37 FPSO contracts. Yinson Production's core operations are all based in the key FPSO demand centers.

Exhibit D: FPSO market outlook 2024-2028



Market Outlook 2024 - 2028

- Total projected FPSO capex of USD 96bn
- 60 FPSOs awards expected
- On average, 12 FPSOs expected to be awarded per year

Source: Rystad Energy and Energy Maritime Associates – Floating Production Systems Outlook Report, 2023 Issue 4

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[3] www.energymaritimeassociates.com *– not publicly available, reports can be purchased*

1) Middle case scenario assuming – among others – oil price of USD 60-80/bbl, world economic growth of 3-4%/year, global energy demand growth of 1%/year

There is an increasing demand for leased FPSOs compared to owned units, and a high market interest for FPSO conversion and redeployment. 57% of the new FPSOs ordered are either conversions or redeployments, the segment where Yinson Production's operates. The high market interest for FPSO conversion and redeployment are due to the potential for shorter delivery schedules, reduced time to first oil and quick payback, i.e., lower CAPEX compared to new build FPSOs.

7. Administrative, management and advisory bodies

COMPANY:

Yinson Production Financial Services Pte. Ltd.:

Board of Directors:

Name	Position
Andrew Choy Wei Nung	Director
Markus Wenker	Director

GUARANTORS:

Yinson Production Offshore Pte. Ltd.:

Board of Directors:

Name*	Position
Lim Chern Yuan	Director
Flemming Grønnegaard	Director
Jahn Atle Høgberg	Director
Andrew Choy Wei Nung	Director
Chai Jia Jun	Director

**Note that Yinson Production has not appointed a Chairman of the Board*

Management:

Name	Position
Flemming Grønnegaard	Chief Executive Officer
Markus Wenker	Chief Financial Officer
Jahn Atle Høgberg	Chief Operating Officer
Laurence Harvey Shepherd	Chief Projects Officer
Lars Gunnar Vogt	Chief Technical Officer

Yinson Production Capital Pte. Ltd.:

Board of Directors:

Name	Position
Andrew Choy Wei Nung	Director
Laurence Harvey Shepherd	Director
Chai Jia Jun	Director
Flemming Grønnegaard	Director

Yinson Acacia Ltd.:

Board of Directors:

Name	Position
Andrew Choy Wei Nung	Director
Flemming Grønnegaard	Director
Laurence Harvey Shepherd	Director
Jahn Atle Høgberg	Director

Set out below are brief biographies of the members of the Board of Directors and Management:

Andrew Choy Wei Nung
Mr. Andrew Choy Wei Nung is the General Counsel of Yinson Holdings. He has previously served as Head of Legal and has over 20 years of relevant industry experience. He is a Member, Honourable Society of Gray's Inn (UK). Barrister-at-Law (England & Wales). Advocate & Solicitor (Singapore).

Chai Jia Jun
Mr. Chai Jia Jun is the CSO of Yinson Holdings. He has previously served as Director of CEO Office and Head of IR in Yinson and has over 10 years of relevant industry experience. He has a Bachelor of Commerce (Corporate Finance), University of Adelaide.

Flemming Grønnegaard
Mr. Flemming Grønnegaard is the CEO of Yinson Production. He has previously served as VP at Teekay Shipping and the Group Technical Director at A.P Moller Group and has over 20 years of relevant industry experience. He has a Master of Science in Engineering from Technical University of Denmark.

Jahn Atle Høgberg
Mr. Jahn Atle Høgberg is the COO of Yinson Production. He has previously served as VP of Business Development at BW Offshore and has over 25 years of relevant industry experience. He has a Master of Science in Engineering from Norwegian University of Science and Technology.

Lars Gunnar Vogt
Mr. Lars Gunnar Vogt is the CTO of Yinson Production. He has previously served as SVP Technology at BW Offshore and has over 25 years of relevant industry experience. He has a Master in Naval Architecture and Marine Engineering from Norwegian University of Science and Technology.

Laurence Shepherd
Mr. Laurence Shepherd is the CPO of Yinson Production. He has previously served as the FPSO Division Manager and Engineering Director at Mitra Rajasa, Apexindo Pratama, PT Dimas Utama and has over 35 years of relevant industry experience. He has a Bachelor of Science in Engineering from Kingston University.

Lim Chern Yuan
Mr. Lim Chern Yuan is the CEO of Yinson Holdings. He is the son of Mr. Lim Han Weng and Mdm. Bah Kim Lian, the founders of Yinson Holdings and representative of Yinson Holdings largest shareholder. He has over 20 years of relevant industry experience and has a Bachelor of Commerce (Finance major), University of Melbourne.

Markus Wenker
Mr. Markus Wenker is the CFO of Yinson Production. He was previously the CFO at FSL Trust, Head of Ship Finance at Hellenic Bank and senior positions at HSH Nordbank and has over 20 years of relevant industry experience. He has a Bachelor in Banking from Frankfurt School of Finance & Management and MBA from Hult International Business School.

All the persons referred to in this section – chapter 7 - can be reached at the Company's business address. There are currently no potential conflicts of interests between any duties to the Company and Guarantors of the persons referred to in this section – chapter 7 - and their private interests or other duties.

8. Major shareholders

COMPANY:

Yinson Production Financial Services Pte. Ltd. share capital is USD 1,500,001 divided into 1,500,001 ordinary shares. All issued ordinary shares are fully paid. There is no par value for these ordinary shares. There is only one class of shares and all shares issued carry equal rights. The Company is 100 % owned by the Parent.

GUARANTORS:

Yinson Production Offshore Pte. Ltd. share capital is USD 1,013,564,127 divided into 1,013,564,127 ordinary shares. All issued ordinary shares are fully paid. There is no par value for these ordinary shares. There is only one class of shares and all shares issued carry equal rights. The Parent is indirectly owned 100% by Yinson Holdings.

Yinson Production Capital Pte. Ltd. share capital is USD 216,798,433 divided into 216,798,433 ordinary shares. All issued ordinary shares are fully paid. There is no par value for these ordinary shares. There is only one class of shares and all shares issued carry equal rights. Yinson Production Capital Pte. Ltd. is directly owned 100% by the Parent.

Yinson Acacia Ltd. share capital is USD 3 divided into 3 ordinary shares. All issued ordinary shares are fully paid. There is no par value for these ordinary shares. There is only one class of shares and all shares issued carry equal rights. Yinson Acacia Ltd. is directly owned 100% by the Parent.

At the date of this Registration Document, neither the Company nor any Guarantor are aware of any arrangements the operation of which may at a subsequent date result in a change of control of the Company or any Guarantor. No particular measures are initiated to ensure that control is not abused by large shareholders.

9. Financial information

The financial information included herein for the Company and the Guarantors should be read in connection with the financial statements which are attached to this Registration Document. Please note that their financial year starts on 1 February and ends on 31 January.

COMPANY:

Yinson Production Financial Services Pte. Ltd.

	Period 6 October 2023 to 31 July 2024 *audited*
Income statement	Page 1
Balance sheet	Page 2
Cash flow statement	Page 4 -5
Notes	Page 6 - 21
Accounting principles	Page 6 - 10
Auditors report	attached

The financial statements for Yinson Production Financial Services Pte. Ltd. have been prepared in accordance with IFRS Accounting Standards (”IFRS”) as issued by the International Accounting Standards Board (“IASB”). The financial statements have been subject to an audit in accordance with International Standards of Auditing (“ISA”).

Company has prepared audited financial statements from 6 October 2023 to 31 July 2024.

GUARANTORS:

Yinson Production Offshore Pte. Ltd.

	Consolidated **Interim ending 31 October 2024*** *unaudited*	*Consolidated* **Year ended 31 January 2024** *audited*	*Consolidated* **Year ended 31 January 2023** *audited*
Income statement	Page 5	Page 1	Page 1
Balance sheet	Page 7-8	Page 3	Page 3
Cash flow statement	Page 10-11	Page 6 - 8	Page 6 - 8
Notes	Page 12-22	Page 9 - 77	Page 9 - 77
Accounting principles	Page 12-13	Page 9 - 29	Page 9 - 29
Auditors report	n/a	attached	attached

** Includes comparative figures for same period 2023*

The Parent’s financial statements have been prepared in accordance with IFRS Accounting Standards (”IFRS”) as issued by the International Accounting Standards Board (“IASB”). The year ended 31 January 2024 and 2023 financial statements have been subject to an audit in accordance with ISA. The year ended 31 January 2024 and 2023 financial statements have been audited by PricewaterhouseCoopers LLP. The interim report is unaudited.

Yinson Production Capital Pte. Ltd.

	Interim ending 31 July 2024*	**Year ended 31 January 2024**	**Year ended 31 January 2023**
	unaudited	*audited*	*audited*
Income statement	Page 3	Page 4	Page 4
Balance sheet	Page 4	Page 5	Page 5
Cash flow statement	Page 6	Page 7	Page 7
Notes	Page 7 - 12	Page 8 – 25	Page 8 - 25
Accounting principles	Page 7 - 8	Page 8 – 14	Page 8 - 14
Auditors report	NA	Page 1 – 3	Page 1 - 3

** Includes comparative figures for same period 2023*

The financial statements for Yinson Production Capital Pte. Ltd. have been prepared in accordance with IFRS Accounting Standards (”IFRS”) as issued by the International Accounting Standards Board (“IASB”). The year ended 31 January 2024 and 2023 financial statements have been subject to an audit in accordance with ISA. The year ended 31 January 2024 and 2023 financial statements have been audited by PricewaterhouseCoopers LLP. The interim report is unaudited.

Yinson Acacia Ltd.

	Interim ending 31 July 2024*	**Year ended 31 January 2024**	**Year ended 31 January 2023**
	unaudited	*audited*	*audited*
Income statement	Page 3	Page 2	Page 2
Balance sheet	Page 4-5	Page 3 - 4	Page 3 - 4
Cash flow statement	Page 6	Page 6 - 7	Page 6 - 7
Notes	Page 7-11	Page 8 – 36	Page 8 - 40
Accounting principles	Page 7-8	Page 8 – 16	Page 8 - 18
Auditors report	NA	Page 37 - 40	Page 41 - 44

** Includes comparative figures for same period 2023*

The financial statements for Yinson Acacia Ltd. have been prepared in accordance with IFRS Accounting Standards (”IFRS”) as issued by the International Accounting Standards Board (“IASB”). The year ended 31 January 2024 and 31 January 2023 financial statements have been subject to an audit in accordance with ISA. The year ended 31 January 2024 and 2023 financial statements have been audited by PricewaterhouseCoopers PLT. The interim report is unaudited.

Overview of the Company’s Bond Issue:

ISIN	*Name*	*Issue*	*Maturity*	*Interest*	*Outstanding Amount*
NO0013215509	Yinson Production Fin 24/29 9,625% USD C	03.05.2024	03.05.2029	9.625%	600 000 000 USD

Other statements

Financial statements

There are no significant changes in the financial position of the Company nor the Guarantors which has occurred since the end of the last financial period for which either audited financial information or interim financial information have been published.

There are no recent events in particular to the Company nor the Guarantors which are to a material extent relevant to an evaluation of the Company’s or the Guarantor’s solvency.

The Group has an established capital velocity strategy for financing assets based on the construction phase or operational phase:

Construction phase: During construction phase, projects are financed with a combination of equity funding, senior debt, and junior debt. The total combined debt size can be up to an aggregate of 70 to 75% of project cost. These initial financings structured during construction phase usually benefit from recourse to the Parent, and in addition can only have direct recourse to the same project companies (one FPSO), and no recourse against any other group companies or its assets. The Parent recourse is released upon the FPSO concluding adequate ramp-up period post final acceptance. Typically, such recourse is released within 12 months from final acceptance by the charter party, and such ramp-up period is concluded through vetting by a third-party advisor acting as a lender technical advisor.

Operation phase: During operation phase, the group refinances its initial project financing into an optimised long-term financing where the tenor is linked to the FPSO contract length as much as possible, mitigating intermediate refinancing and pricing risks. Any such long-term financing solutions will have no recourse to the Parent as the asset is past its ramp-up period and fully operational. The debt is sized on project cash flows and based on market convention, at present representing 1.3x-1.4x DSCR. Lenders during this phase include commercial banks, institutional credit investors (including infrastructure funds), and capital markets investors.

Material changes in the Company's or the Guarantor's borrowing and funding structure: On 14 January 2025, Yinson Production, through the newly established UK-based holding company, Yinson Production Offshore Holdings Limited, has entered into a definitive agreement with a consortium comprising Platinum Lily B 2024 RSC Limited, a wholly owned subsidiary of the Abu Dhabi Investment Authority, and funds managed by British Columbia Investment Management Corporation, and RRJ Group to issue USD 1 billion in redeemable convertible preferred shares (the "**RCPS**") and 10% warrants at a post money valuation of USD 3.7 billion. The agreement provides the option to issue additional RCPS of up to USD 500 million within 24 months from closing, subject to agreement.

The transaction is expected to close in the first quarter of 2025, subject to customary closing conditions, including regulatory approvals and approval of the shareholders of Yinson Holdings. UBS AG, Singapore Branch acted as financial advisor and A&O Shearman acted as legal advisor to Yinson Production in connection with this transaction.

Trend information

There has been no material adverse change in the prospects of the Company nor the Guarantors since the date of its last published audited financial statements or any significant change in the financial performance of the Group or Guarantors since the end of the last financial period for which financial information has been published to the date of the Registration Document.

As described in section 1 *"Risk Factors"- "Dependency on a limited number of Floating Storage, Production and Offloading ("**FPSO**") and Floating Storage and Offloading ("**FSO**") units"* above, Yinson Production Offshore Pte. Ltd. has granted parent company guarantees to the charterers of FPSO Atlanta and FPSO Agogo as security for the respective owner's obligations pursuant to the respective charter agreement. Yinson Production Offshore Pte. Ltd. may become financially liable under the relevant parent company guarantee, which in turn may have a material adverse effect on the Group's financial condition, results of operations, and future prospects as well as the value of the guarantee granted under the Bond Terms. Apart from this, there are no known trends, uncertainties, demands, commitments or events that are reasonably likely to have a material effect on the Company's or the Guarantor's prospects for at least the current financial year.

Legal and arbitration proceedings

There are no governmental, legal or arbitration proceedings (including any such proceedings which are pending or threatened of which the Company or the Guarantors are aware), during a period covering at least the previous 12 months which may have, or have had in the recent past significant effects on the Company, the Guarantors and/or Group's financial position or profitability.

Material contracts
There are no material contracts that are not entered into in the ordinary course of the Company’s or Guarantor’s business, which could result in any group member being under an obligation or entitlement that is material to the Company’s or Guarantor’s ability to meet its obligation to security holders in respect of the securities being issued.

10. Documents on display

For the term of the Registration Document the following documents where applicable, can be inspected:

- the up to date memorandum and articles of association of the Company and Guarantors;
- all reports, letters, and other documents, valuations and statements prepared by any expert at the Company's or Guarantor's request any part of which is included or referred to in the Registration Document.

The documents may be inspected at the website: www.yinson-production.com the Company's business address during normal business hours from Monday to Friday each week (except public holidays).

11. Attachments

1) Yinson Production Financial Services Pte. Ltd. - Financial period ended 31 July 2024 including the auditor’s report
2) Yinson Production Financial Services Pte. Ltd. - Articles of Association
3) Yinson Production Offshore Pte. Ltd. - Financial years ended 31 January 2024 and 31 January 2023 including the auditor’s report
4) Yinson Production Offshore Pte. Ltd. - Interim report ending 31 October 2024 includes comparative figures for interim report ending 31 October 2023
5) Yinson Production Capital Pte. Ltd. - Financial years ended 31 January 2024 and 31 January 2023 including the auditor’s report
6) Yinson Production Capital Pte. Ltd. - Interim report ending 31 July 2024 includes comparative figures for interim report ending 31 July 2023
7) Yinson Acacia Ltd. - Financial years ended 31 January 2024 and 31 January 2023 including the auditor’s report
8) Yinson Acacia Ltd. - Interim report ending 31 July 2024 includes comparative figures for interim report ending 31 July 2023

The Board of Directors

Yinson Production Financial Services Pte. Ltd.
3 Church Street,
#18-01 Samsung Hub,
Singapore 049483

INDEPENDENT AUDITOR'S REPORT ON THE SPECIAL PURPOSE FINANCIAL STATEMENTS OF YINSON PRODUCTION FINANCIAL SERVICES PTE. LTD. FOR THE LISTING OF A BOND ON EURONEXT OSLO BØRS

Our opinion

In our opinion, the accompanying special purpose financial statements of Yinson Production Financial Services Pte. Ltd. (the "Company") present fairly, in all material respects, the financial position of the Company as at 31 July 2024, and its financial performance and its cash flows for the financial period from 6 October 2023 (date of incorporation) to 31 July 2024 in accordance with International Financial Reporting Standards ("IFRSs").

What we have audited

The special purpose financial statements of the Company comprise:
- the statement of comprehensive income for the financial period from 6 October 2023 (date of incorporation) to 31 July 2024;
- the statement of financial position as at 31 July 2024;
- the statement of changes in equity for the financial period from 6 October 2023 (date of incorporation) to 31 July 2024;
- the statement of cash flows for the financial period from 6 October 2023 (date of incorporation) to 31 July 2024; and
- the notes to the special purpose financial statements, including material accounting policy information.

Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing ("ISAs"). Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Special Purpose Financial Statements* section of our report.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence

We are independent of the Company in accordance with the Accounting and Corporate Regulatory Authority Code of Professional Conduct and Ethics for Public Accountants and Accounting Entities ("ACRA Code") together with the ethical requirements that are relevant to our audit of the special purpose financial statements in Singapore, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ACRA Code.

INDEPENDENT AUDITOR'S REPORT ON THE SPECIAL PURPOSE FINANCIAL STATEMENTS OF YINSON PRODUCTION FINANCIAL SERVICES PTE. LTD. FOR THE LISTING OF A BOND ON EURONEXT OSLO BØRS (continued)

Responsibilities of Management and Directors for the Special Purpose Financial Statements

Management is responsible for the preparation and fair presentation of the special purpose financial statements in accordance with IFRSs, and for such internal control as management determines is necessary to enable the preparation of special purpose financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the special purpose financial statements, management is responsible for assessing the Company'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 Company or to cease operations, or has no realistic alternative but to do so.

The directors are responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Special Purpose Financial Statements

Our objectives are to obtain reasonable assurance about whether the special purpose financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's 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 ISAs 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 special purpose financial statements.

As part of an audit in accordance with ISAs, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the special purpose 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 control.
- Obtain an understanding of internal control 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 Company's internal control.
- 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 Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the special purpose 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 auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the special purpose financial statements, including the disclosures, and whether the special purpose financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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 control that we identify during our audit.

INDEPENDENT AUDITOR'S REPORT ON THE SPECIAL PURPOSE FINANCIAL STATEMENTS OF YINSON PRODUCTION FINANCIAL SERVICES PTE. LTD. FOR THE LISTING OF A BOND ON EURONEXT OSLO BØRS (continued)

Restriction on distribution and use

This report is made solely to you as a body for the inclusion in the Prospectus of the Company to be issued in relation to the Company's listing of a bond on Euronext Oslo Børs.

PricewaterhouseCoopers LLP

PricewaterhouseCoopers LLP
Public Accountants and Chartered Accountants
Singapore, 22 January 2025

YINSON PRODUCTION FINANCIAL SERVICES PTE. LTD.

(Incorporated in Singapore. Registration Number: 202340079Z)

SPECIAL PURPOSE FINANCIAL STATEMENTS

For the financial period from 6 October 2023 (date of incorporation) to 31 July 2024

YINSON PRODUCTION FINANCIAL SERVICES PTE. LTD.
(Incorporated in Singapore)

SPECIAL PURPOSE FINANCIAL STATEMENTS
For the financial period from 6 October 2023 (date of incorporation) to 31 July 2024

Contents

YINSON PRODUCTION FINANCIAL SERVICES PTE. LTD.

STATEMENT OF COMPREHENSIVE INCOME

For the financial period from 6 October 2023 (date of incorporation) to 31 July 2024

	Note	**For the financial period from 6 October 2023 (date of incorporation) to 31 July 2024 US$**
Revenue	4	**12,342,711**
Other losses – net		**(4,877)**
Expenses		
- Administrative expenses	5	**(602,694)**
- Finance costs	7	**(12,882,574)**
Loss before income tax		**(1,147,434)**
Income tax expense	8	**-**
Loss after income tax and total comprehensive loss		**(1,147,434)**

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

YINSON PRODUCTION FINANCIAL SERVICES PTE. LTD.

STATEMENT OF FINANCIAL POSITION

As at 31 July 2024

	Note	**31 July 2024** **US$**
ASSETS		
Current assets		
Cash and bank balances	9	**49,307,217**
Trade and other receivables	10	**12,237,006**
Other assets		**31,600**
		61,575,823
Non-current asset		
Loan receivables due from immediate holding company	11	**431,663,260**
Total assets		**493,239,083**
LIABILITIES		
Current liabilities		
Other payables	12	**532,684**
Borrowings	13	**11,763,889**
		12,296,573
Non-current liability		
Borrowings	13	**480,589,943**
Total liabilities		**492,886,516**
NET ASSETS		**352,567**
Equity		
Share capital	14	**1,500,001**
Accumulated losses		**(1,147,434)**
Total equity		**352,567**

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

YINSON PRODUCTION FINANCIAL SERVICES PTE. LTD.

STATEMENT OF CHANGES IN EQUITY

For the financial period from 6 October 2023 (date of incorporation) to 31 July 2024

	Note	Share capital US$	Accumulated losses US$	Total equity US$
2024				
At 6 October 2023 (date of incorporation)		**1**	**-**	**1**
Total comprehensive loss		-	(1,147,434)	(1,147,434)
Total transactions with owner, recognised directly in equity				
- Issuance of new shares	14	1,500,000	-	1,500,000
At 31 July 2024		**1,500,001**	**(1,147,434)**	**352,567**

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

YINSON PRODUCTION FINANCIAL SERVICES PTE. LTD.

STATEMENT OF CASH FLOWS

For the financial period from 6 October 2023 (date of incorporation) to 31 July 2024

	Note	For the financial period from 6 October 2023 (date of incorporation) to 31 July 2024 US$
OPERATING ACTIVITIES		
Loss before tax		**(1,147,434)**
Adjustments for:		
Finance costs		12,882,574
Interest income		(11,887,586)
Unrealised currency exchange gain		(4,790)
Operating cash flows before working capital changes		**(157,236)**
Changes in working capital:		
Trade and other receivables		(981,394)
Other assets		(31,600)
Other payables		520,258
Cash flows used in operations		**(649,972)**
Bank charges paid		(603)
Interest received		664,264
Net cash flows generated from operating activities		**13,689**
INVESTING ACTIVITIES		
Loan to immediate holding company		(431,663,260)
Advances to immediate holding company		(32,275)
Net cash flows used in investing activities		**(431,695,535)**
FINANCING ACTIVITIES		
Proceeds from issuance of share capital		1,500,001
Advances from immediate holding company		88,142
Repayment of advances to immediate holding company		(75,010)
Cash pledged for repayment of bond interest		(12,061,121)
Issuance of secured bond, net of transaction costs		479,471,861
Net cash flows generated from financing activities		**468,923,873**
Net increase in cash and cash equivalents		**37,242,027**
Effect of currency translation on cash and cash equivalents		4,069
End of the financial period	9	**37,246,096**

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

YINSON PRODUCTION FINANCIAL SERVICES PTE. LTD.

STATEMENT OF CASH FLOWS

For the financial period from 6 October 2023 (date of incorporation) to 31 July 2024

Reconciliation of liabilities arising from financing activities:

				Non-cash changes			
	6 October 2023 (date of incorporation) US$	**Advances/ Drawdown US$**	**Repayment US$**	**Interest expenses (Note 7) US$**	**Deferred financing cost amortisation (Note 7) US$**	**Unrealised foreign exchange losses US$**	**31 July 2024 US$**
Amount due to immediate holding corporation	-	88,142	(75,010)	-	-	(41)	13,091
Issuance of secured bond, net of transaction costs paid	-	479,471,861	-	11,763,889	1,118,082	-	492,353,832

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

These notes form an integral part of and should be read in conjunction with the accompanying special purpose financial statements.

1. General information

The Company is incorporated and domiciled in Singapore. The address of its registered office is 3 Church Street, #18-01 Samsung Hub, Singapore 049483.

The principal activity of the Company is provision of treasury services.

The Company was incorporated in Singapore on 6 October 2023. No comparatives are presented as this is the first set of financial statements.

2. Material accounting policy information

2.1 Statement of compliance

The special purpose financial statements of the Company have been prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB"). The directors wish to affirm the special purpose financial statements have met the requirements of International Accounting Standard 1 – Presentation of Financial Statements.

2.2 Basis of preparation

These special purpose financial statements have been prepared under the historical cost convention, except as disclosed in the accounting policies below.

The preparation of these special purpose financial statements in conformity with IFRS require management to exercise judgement in the process of applying the Company's accounting policies. It also requires the use of certain critical accounting estimates and assumptions. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the special purpose financial statements are disclosed in Note 3.

2. Material accounting policy information (continued)

2.3 Income taxes

Current income tax for current and prior periods is recognised at the amount expected to be paid to or recovered from the tax authorities, using the tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation and considers whether it is probable that a tax authority will accept an uncertain tax treatment. The Company measures its tax balances either based on the most likely amount or the expected value, depending on which method provides a better prediction of the resolution of the uncertainty.

Current income taxes are recognised as income or expenses in profit or loss, except to the extent that the tax arises from a transaction which is recognised directly in equity.

2.4 Borrowing costs

Borrowing costs are recognised in profit or loss using the effective interest method.

2.5 Borrowings

Borrowings are presented as current liabilities unless the Company has an unconditional right to defer settlement for at least 12 months after the balance sheet date, in which case they are presented as non-current liabilities.

Borrowings are initially recognised at fair values (net of transaction costs) and subsequently carried at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption value is recognised in profit or loss over the period of the borrowings using the effective interest method.

2.6 Financial assets

The Company classifies its financial assets as amortised cost.

The classification of debt instruments depends on the Company's business model for managing the financial assets as well as the contractual terms of the cash flows of the financial assets.

2. **Material accounting policy information** (continued)

2.6 **Financial assets** (continued)

The Company reclassifies debt instruments when and only when its business model for managing those assets changes.

(i) *At initial recognition*

At initial recognition, the Company measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs that are directly attributable to the acquisition of the financial assets. Transaction costs of financial assets carried at fair value through profit or loss are expensed in profit or loss.

(ii) *At subsequent measurement*

Debt instruments of the Company mainly comprise of cash and bank balances, trade and other receivables and loan receivables due from immediate holding company.

There are three prescribed subsequent measurement categories, depending on the Company's business model in managing the assets and the cash flow characteristic of the assets. The Company managed these group of financial assets by collecting the contractual cash flow and these cash flows represents solely payment of principal and interest. Accordingly, these group of financial assets are measured at amortised cost subsequent to initial recognition.

A gain or loss on a debt investment that is subsequently measured at amortised cost and is not part of a hedging relationship is recognised in profit or loss when the asset is derecognised or impaired. Interest income from these financial assets are recognised using the effective interest rate method.

The Company assesses on forward looking basis the expected credit losses associated with its debt instruments carried at amortised cost.

For trade receivables, the Company applied the simplified approach permitted by the IFRS 9, which requires expected lifetime losses to be recognised from initial recognition of the receivables.

For cash and bank balances and other receivables, the general 3-stage approach is applied. Credit loss allowance is based on 12-month expected credit loss if there is no significant increase in credit risk since initial recognition of the assets. If there is a significant increase in credit risk since initial recognition, lifetime expected credit loss will be calculated and recognised.

2. Material accounting policy information (continued)

2.7 Other payables

Other payables represent liabilities for goods and services provided to the Company prior to the end of financial period which are unpaid. They are classified as current liabilities if payment is due within one year or less (or in the normal operating cycle of the business, if longer). Otherwise, they are presented as non-current liabilities.

Other payables are initially recognised at fair value, and subsequently carried at amortised cost using the effective interest method.

2.8 Cash and cash equivalents

For the purpose of presentation in the statement of cash flows, cash and cash equivalents include deposits with financial institutions which is subject to an insignificant risk of change in value. For cash subjected to restriction, assessment is made on the economic substance of the restriction and whether they meet the definition of cash and cash equivalents.

2.9 Currency translation

The special purpose financial statements are presented in United States Dollar (“US$”), which is the functional currency of the Company.

Transactions in a currency other than the functional currency (“foreign currency”) are translated into the functional currency using the exchange rates at the dates of the transactions. Currency exchange differences resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at the closing rates at the balance sheet date are recognised in profit or loss. Non-monetary items measured at fair values in foreign currencies are translated using the exchange rates at the date when the fair values are determined.

Foreign exchange gains and losses impacting profit or loss are presented in the income statement within ‘Other losses – net’.

2.10 Employee benefits

(a) Short term employee benefits

Wages, salaries, paid annual leave and sick leave, bonuses, and non-monetary benefits that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are recognised in respect of employees’ services up to the end of the reporting period and are measured at the amounts expected to be paid when the liabilities are settled.

2. Material accounting policy information (continued)

2.10 Employee benefits (continued)

(b) Defined contribution plans

The Company's contributions to defined contribution plans are charged to profit or loss in the period to which they relate. Once the contributions have been paid, the Company have no further financial obligations.

2.11 Share capital

Ordinary shares are classified as equity. Incremental costs directly attributable to the issuance of new ordinary shares are deducted against the share capital account.

2.12 Interest income

Interest income from financial assets at amortised cost is recognised using the effective interest rate method.

2.13 Management fee income

The Company provides treasury management services to its immediate holding company. Management service income is recognised in the accounting period in which the services are rendered, based on fixed mark-up on actual costs incurred in providing the services.

3. Critical accounting estimates, assumptions and judgements

Expected credit losses ("ECL") on receivables

When measuring expected credit loss, the Company uses reasonable and supportable forward-looking information, which is based on assumptions for the future movement of different economic drivers and how these drivers will affect each other.

Loss given default is an estimate of the loss arising on default. It is based on the difference between the contractual cash flows due and those that the lender would expect to receive, taking into account cash flows from collateral and integral credit enhancements.

Probability of default constitutes a key input in measuring ECL. Probability of default is an estimate of the likelihood of default over a given time horizon, the calculation of which includes historical data, assumptions and expectations of future conditions.

The carrying amount of trade and other receivables and loan receivables due from immediate holding company are disclosed in Note 10 and Note 11 to the special purpose financial statements respectively.

4. Revenue

	For the financial period from 6 October 2023 (date of incorporation) to 31 July 2024 US$
Interest income	
- bank deposits	**731,014**
- immediate holding company	**11,156,572**
Management fee income	**455,125**
	12,342,711

5. Administrative expenses

	For the financial period from 6 October 2023 (date of incorporation) to 31 July 2024 US$
Auditors' remuneration	
- auditors of the Company	**46,000**
Employee compensation (Note 6)	**386,851**
Others	**169,843**
	602,694

During the financial period, there were no other non-assurance services conducted by PricewaterhouseCoopers LLP or any overseas practice members.

6. Employee compensation

	For the financial period from 6 October 2023 (date of incorporation) to 31 July 2024 US$
Wages, salaries and bonuses	**358,804**
Contributions to defined contribution plans	**24,903**
Other benefits	**3,144**
	386,851

7. Finance costs

	For the financial period from 6 October 2023 (date of incorporation) to 31 July 2024 US$
Bank charges	603
Deferred financing costs	1,118,082
Interest expenses	11,763,889
	12,882,574

8. Income tax expense

	For the financial period from 6 October 2023 (date of incorporation) to 31 July 2024 US$
Tax expense attributable to profit is made up of:	
- Current income tax	-

The tax on loss before tax differs from the theoretical amount that would arise using the Singapore standard rate of income tax as follows:

	For the financial period from 6 October 2023 (date of incorporation) to 31 July 2024 US$
Loss before tax	(1,147,434)
Tax calculated at tax rate 8%	(91,795)
Effects of:	
- Expenses not deductible for tax purposes	91,795
	-

The Company has been awarded a Finance and Treasury Centre (“FTC”) Incentive effective from 1 April 2024 for 5 years, under which income from qualifying activities is taxed at legislated, concessionary tax rate of 8%. This is subject to the Company meeting the terms and conditions of the FTC incentive, which includes ongoing substance and economic activity-based obligations.

8. **Income tax expense** (continued)

The Company is within the scope of the Organisation for Economic Co-operation and Development ("OECD") Pillar Two model rules. In the Singapore 2023 Budget Statement, the Singapore government has announced that the country would implement the Global Anti-Base Erosion ("GloBE") rules including a domestic top-up tax ("DTT") from 1 January 2025.

The Pillar Two legislation has not been enacted in Singapore, the jurisdiction in which the Company is incorporated, and was not effective at the reporting date. The Company applies the exception to recognising and disclosing information about deferred tax assets and liabilities related to Pillar Two income taxes, as provided in the amendments to IAS 12 issued in May 2023.

9. Cash and bank balances

	31 July 2024 **US$**
Deposits with banks	**30,000,000**
Cash at banks	**19,307,217**
	49,307,217

Cash and cash equivalents
For the purpose of the statement of cash flows, the cash and cash equivalents comprise the following:

	31 July 2024 **US$**
Cash and bank balances (as per above)	**49,307,217**
Less: Pledged cash at banks	**(12,061,121)**
Cash and cash equivalents per statement of cash flows	**37,246,096**

As at 31 July 2024, the Company has pledged cash placed with a bank amounting to US$ 12,061,121. These pledged cash can only be used for purposes specified in the bond agreement, such as repayment of the principal and interest of the bond.

10. Trade and other receivables

	31 July 2024 US$
Current:	
Trade receivables	
Immediate holding company	981,408
Interest receivable due from immediate holding company	11,156,573
Other receivables	
Advances to immediate holding company	32,275
Interest receivables from fixed deposits	66,750
	12,237,006

Trade receivables from immediate holding company are non-interest bearing and are generally on 30-day credit terms. They are recognised at their original invoiced amounts, which represent their fair values on initial recognition.

Advances to immediate holding company is unsecured, interest-free and repayable on demand.

11. Loan receivables due from immediate holding company

	31 July 2024 US$
Loan receivables due from immediate holding company	431,663,260

The loan receivables due from immediate holding company is unsecured and bears interest of 0.45% plus cost of funds per annum. The loan has a maturity date on 3 May 2029. There will be three principal repayments which consist of two repayments of US$ 100 million in year three and four respectively and the remaining amount in in year five.

12. Other payables

	31 July 2024 US$
Advance from immediate holding company	13,091
Other accruals for operating expenses	131,147
Other accruals for bond transaction costs	388,446
	532,684

Advance from immediate holding company is unsecured, interest-free and repayable on demand.

13. Borrowings

	31 July 2024 US$
Current:	
Secured bond	**11,763,889**
Non-current:	
Secured bond	**480,589,943**
Total borrowings	**492,353,832**

On 3 May 2024, the Company successfully issued a US$ 500 million five-year senior secured bond with a fixed coupon of 9.625% per annum. The interest is repayable every six months from the date of drawdown. There will be three principal repayments which consist of two repayments of US$ 100 million in year three and four respectively and one repayment of US$ 300 million in year five. The bonds are secured by a bank account of the Company as disclosed in Note 9 and guaranteed by its immediate holding company, Yinson Production Offshore Pte. Ltd. and its related companies, Yinson Production Capital Pte. Ltd. and Yinson Acacia Ltd.

14. Share capital

	No. of ordinary shares	Amount US$
2024		
At 6 October 2023 (date of incorporation)	**1**	**1**
Issuance of ordinary shares	**1,500,000**	**1,500,000**
At 31 July 2024	**1,500,001**	**1,500,001**

On 19 February 2024, the Company increased its issued and paid-up share capital by way of issuance of 1,500,000 new ordinary shares amounting to cash consideration US$ 1,500,000 for working capital purposes.

All issued ordinary shares are fully paid. There is no par value for these ordinary shares. The newly issued shares rank pari passu in all aspects with the previously issued shares.

15. Related party transactions

In addition to the information disclosed elsewhere in the special purpose financial statements, the following transactions took place between the Company and related parties at terms agreed between the parties:

(a) Transactions with related parties

	For the financial period from 6 October 2023 (date of incorporation) to 31 July 2024 US$
Immediate holding company:	
- management fee charges	**455,125**
- interest income	**11,156,572**
- payment on behalf	**526,283**

(b) Key management personnel compensation

No fees or other emoluments were paid or payable directly to the key management of the Company nor allocated via a recharge from its related corporations for the current financial period.

16. Financial risk management

Financial risk factors

The Company's activities expose it to a variety of financial risk: market risk (including currency risk and interest rate risk), credit risk and liquidity risk.

The Board of Directors is responsible for setting the objectives and underlying principles of financial risk management for the Company. The management team then establishes the detailed policies such as risk identification and measurement, exposure limits and hedging strategies. Financial risk management is carried out by treasury personnel.

The finance personnel measure actual exposures against the limits set and prepare regular reports for the review of the management team and the Board of Directors. The information presented below is based on information received by the management team.

16. Financial risk management (continued)

(a) Market risk

(i) Currency risk

The Company's business operations are not exposed to significant foreign currency risks as it has no significant transactions denominated in foreign currencies.

(ii) Interest rate risk

The Company has insignificant financial assets or liabilities that are exposed to interest rate risk.

(b) Credit risk

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the Company. At the reporting date, the Company's maximum exposure to credit risk is represented by the carrying amounts of each class of financial assets recognised in the statements of financial position.

The Company has applied the simplified approach to measure the lifetime expected credit losses for trade receivables and loan receivables due from immediate holding company. To measure the expected credit losses, the Company considers reasonable and supportable forward-looking information, which is based on assumptions for the future movement of different economic drivers and how these drivers will affect each other. The Company uses the 3-stage general approach to measure the expected credit loss for other receivables.

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

The Company held cash and bank balances of US$ 49,307,217 with banks which are rated A-1+ based on Standard & Poor and are considered to have low credit risk. The cash balances are measured on 12-months expected credit losses and subject to immaterial credit loss.

Other receivables are subject to immaterial credit loss. The Company assessed that the counterparties have the financial capability to meet the contractual cash flow obligations.

16. Financial risk management (continued)

(b) Liquidity risk

The Company monitors its liquidity risks and maintains sufficient cash and and bank balances and availability of funding through continuing financial support from its ultimate holding corporation to meet its liquidity requirements and to mitigate the effects of fluctuations in cash flows.

The table below analyses the Company's non-derivative financial liabilities. The amounts disclosed in the table are the contractual undiscounted cash flows.

	Less than 1 year US$	Between 1 to 2 years US$	Between 2 to 5 years US$	Total US$
At 31 July 2024				
Other payables	**532,684**	**-**	**-**	**532,684**
Borrowings	**48,125,000**	**48,125,000**	**615,500,000**	**711,750,000**
	48,657,684	**48,125,000**	**615,500,000**	**712,282,684**

(d) Capital management

The Company's objectives when managing capital are to safeguard the Company's ability to continue as a going concern in order to provide returns for its shareholder and benefits for other stakeholders and to maintain an optimal capital structure to reduce the cost of capital.

The Board of Director monitors its capital based on net debt and total capital. Net debt is calculated as sum of borrowings less cash and bank balances.

	31 July 2024 US$
Net debt	**443,046,615**
Total equity	**352,567**
Total capital	**443,399,182**

16. Financial risk management (continued)

(e) Financial instruments by category

The carrying amounts of the different categories of financial instruments are as follows:

	31 July 2024 **US$**
Financial assets	
Financial assets at amortised costs	
- Trade and other receivables	**12,237,006**
- Loan receivables due from immediate holding company	**431,663,260**
- Cash and bank balances	**49,307,217**
Total	**493,207,483**
Financial liabilities	
Financial liabilities at amortised cost:	
- Other payables	**532,684**
- Borrowings	**492,353,832**
Total	**492,886,516**

(f) Fair value measurements

Fair value hierarchy

The Company classifies fair value measurement using the fair value hierarchy that reflects the significance of the inputs used in making the measurements. The fair value hierarchy has the following levels:

Level 1 - Quoted (unadjusted) market prices in active markets for identical assets or liabilities;

Level 2 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable; and

Level 3 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

There are no transfers between Levels 1, 2 and 3 during the current financial period.

16. Financial risk management (continued)

(f) Fair value measurements (continued)

Fair value hierarchy (continued)

The following table provides the fair value measurement hierarchy of the Company's liabilities.

	Fair value measurement using			
	Quoted prices in active market Level 1 US$	**Significant observable inputs Level 2 US$**	**Significant unobservable inputs Level 3 US$**	**Total US$**
At 31 July 2024				
Asset:				
Loan receivables due from immediate holding company	-	-	**431,663,260**	**431,663,260**
Liability:				
Fixed rate bond	**-**	**502,700,000**	**-**	**502,700,000**

On 3 May 2024, the Company successfully issued a US$ 500 million five-year senior secured bond with a fixed coupon of 9.625% per annum. The bond is in the process of being listed on the Euronext Oslo Børs, Norway.

The fair value of the bond is determined using Level 2 inputs of the fair value hierarchy. Level 2 inputs are quoted prices (unadjusted) in inactive markets for identical assets or liabilities that the entity can access at the measurement date. The quoted market price of the bond as of the reporting date is used to determine its fair value.

The fair value of the loan receivables due from immediate holding company is classified as Level 3 fair values in the fair value hierarchy due to the inclusion of unobservable inputs as shown below:

Description	**Fair value at 31 July 2024 US$**	**Unobservable inputs**	**Range of unobservable inputs**	**Relationship of unobservable inputs to fair value**
Loan receivables due from immediate holding company	431,663,260	Risk adjusted discount rate	11.22%	The higher the discount rate, the lower the fair value

16. **Financial risk management** (continued)

(f) Fair value measurements (continued)

Financial instruments that are not carried at fair value and whose carrying amounts are reasonable approximation of fair value

The following are classes of the Company's financial instruments that are not carried at fair value and whose carrying amounts are reasonable approximation of fair value:

	Note
Trade and other receivables	**10**
Other payables	**12**

The carrying amounts of financial assets and financial liabilities are reasonable approximation of fair values, either due to their short-term nature or those floating rate instruments that are re-priced to market interest rates on or near the reporting date.

17. Immediate and ultimate holding corporation

The Company's immediate holding corporation is Yinson Production Offshore Pte Ltd, incorporated in Singapore. The ultimate holding corporation is Yinson Holdings Berhad, incorporated in Malaysia and listed on the Main Market of Bursa Malaysia Securities Berhad.

18. New or revised accounting standards and interpretations

Certain new accounting standards and interpretations have been published that are not mandatory for 31 July 2024 reporting period and have not been early adopted by the Company. These standards are not expected to have a material impact on the Company in the current or future reporting periods and on foreseeable future transactions.

19. Subsequent event

On 20 November 2024, the Company has successfully placed US$ 100 million senior secured bond maturing on 2 May 2039, with a fixed coupon of 9.625% per annum. This was a tap issue of the bonds issued on 3 May 2024. The proceeds will be used to finance the capital expenditures for upgrading the existing Floating Production Storage and Offloading ("FPSO") assets within the related companies in the group.

20. Authorisation of special purpose financial statements

These special purpose financial statements were authorised for issue in accordance with a resolution of the Board of Directors of Yinson Production Financial Services Pte. Ltd. on 22 January 2025.

Company Registration No.
202340079Z
………………………….

THE COMPANIES ACT 1967

REPUBLIC OF SINGAPORE

PRIVATE COMPANY LIMITED BY SHARES

CONSTITUTION

OF

YINSON PRODUCTION FINANCIAL SERVICES PTE. LTD.

(Incorporating amendments up 30 April 2024)

Incorporated on the 6th day of October 2023

Certificate Confirming Incorporation of Company

THIS CERTIFICATE IS PRESENTED TO

YINSON PRODUCTION FINANCIAL SERVICES PTE. LTD.

OF UEN

202340079Z

The company was incorporated under the Companies Act 1967, on and from **06 Oct 2023**, and is a **PRIVATE COMPANY LIMITED BY SHARES**.

TAN YONG TAT
ASST REGISTRAR OF COMPANIES & BUSINESS NAMES
ACCOUNTING AND CORPORATE REGULATORY
AUTHORITY SINGAPORE

RECEIPT NO. : ACRA231006158989
DATE : 06 OCT 2023

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NOTICE OF RESOLUTION

Name of Company: **YINSON PRODUCTION FINANCIAL SERVICES PTE. LTD.**

Company No: **202340079Z**

The special resolution set out below was passed by the members of the Company by written means pursuant to Section 184G of the Companies Act 1967 on 30 April 2024:

SPECIAL RESOLUTION
PROPOSED AMENDMENTS TO CONSTITUTION OF THE COMPANY

RESOLVED THAT the Constitution of the Company be amended as follows:

(a) New Regulation 10A

The following shall be included as Regulation 10A of the Constitution:-

"Notwithstanding anything contained in this Constitution, the rights, privileges or conditions for the time being attached or belonging to any class of shares for the time being forming part of the share capital of the Company which have been charged by way of security, from time to time, to any bank or institution (or any nominee, agent or trustee of or on behalf of such bank or institution), shall not be modified, affected, varied, extended or surrendered in any way or manner without the prior written consent of such bank or institution (or, as the case may be, such nominee, agent or trustee)."

(b) Amendment to Regulation 13

The following shall be included at the end of Regulation 13 of the Constitution:-

"Notwithstanding anything contained in these Regulations or any agreement between the members and the Company (as may be amended from time to time), the Company shall recognise the interest of any bank or institution (or any nominee, agent or trustee of or on behalf of such bank or institution) to whom such shares have been charged by way of security from time to time."

(c) New Regulation 17A

The following shall be included as Regulation 17A of the Constitution:-

"Notwithstanding anything contained in this Constitution, any bank or institution to whom any shares have from time to time been charged by way of security to secure the chargors' or any other person's debts, liabilities and engagements (or any nominee, agent or trustee of or on behalf of such bank or institution) shall have a first fixed charge over such shares, ranking in priority over the lien expressed to be created under Regulation 17 (which shall in all respects be subject to such charge), whether the period for the payment, fulfilment or discharge shall have actually arrived or not, and such first fixed charge, regardless of when such charge and such security has been created by the charge, shall extend to all dividends from time to time declared in respect of such shares."

(d) Amendment to Regulation 18

The following shall be included at the end of Regulation 18 of the Constitution:-

"However, no sale pursuant to this Regulation 18 shall be made of any shares which have been charged by way of security, from time to time, to any bank or institution (or any nominee, agent or trustee on behalf of such bank or institution)."

(e) New Regulation 28A

The following shall be included as Regulation 28A of the Constitution:-

"Notwithstanding anything contained in this Constitution, any bank or institution to whom any shares have been charged by way of security from time to time (or any agent or trustee on behalf of such bank or institution), shall be entitled to transfer such shares to any person in its sole discretion, pursuant to the power of sale conferred on such bank or institution to whom such shares have been charged by way of security (or any agent or trustee on behalf of such bank or institution), without reference to any restriction on transfer contained in this Constitution."

(f) New Regulation 29A

The following shall be included as Regulation 29A of the Constitution:-

"For the purpose of Regulation 29, any bank or institution to whom any shares have been charged by way of security (or any nominee, agent or trustee on behalf of such bank or institution) shall not be required to pay any fee and shall not be required to provide any evidence to prove its title to such shares or to prove the right of the transferor to make the transfer of such shares other than the certificate of the shares to be transferred."

(g) New Regulation 31A

The following shall be included as Regulation 31A of the Constitution:-

"Notwithstanding anything contained in this Constitution, the Directors shall not decline to register any transfer of shares, nor may they suspend registration thereof, nor shall they decline to accept any instrument of transfer, where such transfer is requested by any bank or institution to whom shares have been charged by way of security (or any nominee, agent or trustee of or on behalf of such bank or institution), and where such registration is executed by any bank or institution to whom such shares have been charged by way of security, or by any nominee, agent or trustee of such a bank or institution, pursuant to the power of sale under such security, and a certificate by any officer of such bank or institution (or any such nominee, agent or trustee of or on behalf of such bank or institution) that the shares were so charged and the transfer was so executed shall be conclusive evidence of such facts."

(h) New Regulation 39A

The following shall be included as Regulation 39A of the Constitution:-

"Notwithstanding anything contained in this Constitution, no forfeiture pursuant to Regulation 39 shall be effected and no sale or disposition pursuant to Regulation 40 shall be made of any shares which have been charged by way of security, from time to time, to any bank or institution (or any nominee, agent or trustee on behalf of such bank or institution), unless and until:

(i) the bank or institution (or any nominee, agent or trustee on behalf of such bank or institution), has been given not less than thirty (30) days' prior notice that for the reasons stated in these Regulations, the shares are liable to be forfeited (such thirty (30) days to be in addition to the period of notice set forth in Article 30); and

(ii) the bank or institution (or any nominee, agent or trustee on behalf of such bank or institution), has not paid or does not within the said thirty (30) days pay in full the call or instalment of a call due."

(i) New Regulation 45A

The following shall be included as Regulation 45A of the Constitution:-

"Notwithstanding anything contained in this Constitution, no shares for the time being forming part of the share capital of the Company which have been charged by way of security from time to time to any bank or institution (or any nominee, agent or trustee on behalf of any bank or institution) shall be converted to stock without the prior written consent of such bank or institution or nominee, agent or trustee of or on behalf of such bank or institution."

(j) New Regulation 49A

The following shall be included as Regulation 49A of the Constitution:-

"Notwithstanding anything contained in this Constitution, no shares for the time being forming part of the share capital of the Company which have been charged by way of security from time to time to any bank or institution (or any nominee, agent or trustee on behalf of such bank or institution), shall be subject to any consolidation, division, cancellation, subdivision or conversion into any class of shares in any way or manner without the prior written consent of such bank or institution (or, as the case may be, such nominee, agent or trustee)."

Date: 30 April 2024

DocuSigned by:

35BCBFAB23C5407...

ANDREW CHOY WEI NUNG
Director

THE COMPANIES ACT 1967

PRIVATE COMPANY LIMITED BY SHARES

CONSTITUTION

OF

YINSON PRODUCTION FINANCIAL SERVICES PTE. LTD.

(Incorporated in the Republic of Singapore)

1. The name of the Company is **YINSON PRODUCTION FINANCIAL SERVICES PTE. LTD.**

2. The registered office of the Company will be situated in the Republic of Singapore.

3. Business Activity. Subject to the provisions of the Companies Act 1967, and any other written law and the Constitution, the Company has full capacity, rights, powers and privileges to carry on or undertake any business or activity, do any act or enter into any transaction.

4. The liability of the members is limited.

[redacted]

5. I/We, the person(s) whose name(s), address(es) and occupations is/are hereunto subscribed, is/are desirous of being formed into a company in pursuance of these Regulations, and I/We agree to take the number of shares in the capital of the Company set opposite to my/our name:-

Name, Address and Occupation of Subscriber	**Number of Share(s)**	**Amount**
YINSON PRODUCTION OFFSHORE PTE. LTD. 3 Church Street #18-01 Samsung Hub Singapore 049483 DocuSigned by: E827C5CC7AC1478... …………………………………………… **Name: Lim Chern Yuan** **Executed on behalf of YINSON PRODUCTION OFFSHORE PTE. LTD.** by its duly authorised attorney	**ONE (1)**	**USD1**
Total number of share(s) taken	**ONE (1)**	**USD1**

Dated this 6th October 2023

Confirming the above e-signature
via DocuSign: -

DocuSigned by:
FE3DCB67DE8A40D...
……………………………………
Name: Chia Mei Lin
(CSIS NO. 8171110)
Chartered Secretary

INTERPRETATION

6. In these Regulations, unless the subject or context otherwise requires, the words standing in the first column of the table next hereinafter contained shall bear the meaning set opposite to them respectively in the second column thereof:- Interpretation

The Company	:	**YINSON PRODUCTION FINANCIAL SERVICES PTE. LTD.**
Act	:	The Companies Act 1967 or any statutory modification thereof for the time being in force.
Directors	:	The Directors for the time being of the Company.
Electronic register of members	:	The electronic register of members kept and maintained by the Registrar for private companies under the Act.
Member	:	The member of the Company.
Office	:	The Registered Office for the time being of the Company.
Secretary	:	Any person appointed to perform the duties of Secretary of the Company.
Seal	:	The common seal of the Company.

Words importing the singular number only, include the plural number and vice versa.

Words importing the masculine gender only, include the feminine gender.

Words denoting persons include corporations.

Expressions referring to writing shall, unless the contrary intention appears, be construed as including references to printing, lithography, photography and any other modes of representing or reproducing words in a visible form.

Subject as aforesaid, any words or expressions defined in the Act shall, except where the subject or context forbids, bear the same meanings in these Regulations.

Words or expressions contained in these Regulations shall be interpreted in accordance with the provisions of the Interpretation Act, and of the Act as in force at the date at which these Regulations become binding on the Company.

PRIVATE COMPANY

7. The Company is a private company and accordingly:- Private company

(a) The right of transfer of shares shall be restricted as hereinafter provided.

(b) The number of members for the time being of the Company (exclusive of persons who are in the employment of the Company and/or its subsidiaries, and of persons who having been formerly in the employment of the Company and/or its subsidiaries were, while in such employment, and have continued after the determination of such employment to be, members of the Company) shall not exceed fifty, but where two or more persons hold one or more shares in the Company jointly, they shall, for the purpose of this paragraph, be treated as a single member.

SHARE CAPITAL AND VARIATION OF RIGHTS

8. Save as permitted by the Act, no shares may be issued by the Directors without the prior approval of the Company in General Meeting but subject thereto and to the provisions of these Regulations, the Directors may allot and issue shares or grant options over or otherwise dispose of the same to such persons on such terms and conditions and at such time as the Company in General Meeting may approve. Without prejudice to any special rights previously conferred on the holders of any existing shares or class of shares but subject to the Act, shares in the Company may be issued by the Directors and any such share may be issued with such preferred, deferred, or other special rights or such restrictions, whether in regard to dividend, voting, return of capital, or otherwise, as the Directors determine.

Issue of shares

9. Subject to the Act, any preference shares may, with the sanction of an ordinary resolution, be issued on the terms that they are, or at the option of the Company are liable, to be redeemed.

Preference shares

10. If at any time the share capital is divided into different classes of shares, the rights attached to any class (unless otherwise provided by the terms of issue of the shares of that class) may whether or not the Company is being wound up, be varied with the consent in writing of the holders of three-fourths of the issued shares of that class, or with the sanction of a special resolution passed at a separate general meeting of the holders of the shares of the class. To every such separate general meeting the provisions of these Regulations relating to general meetings shall mutatis mutandis apply but so that the necessary quorum shall be two persons at least holding or representing by proxy one-third of the issued shares of the class and that any holder of shares of the class present in person or by proxy may demand a poll, except that where there is only one holder of the shares of the class, that sole holder shall constitute the quorum for the meeting of the holders of that class of shares. To every such special resolution the provisions of the Act shall with such adaptations as are necessary apply.

Variations of rights attached to shares

11. The rights conferred upon the holders of the shares of any class issued with preferred, or other rights shall, unless otherwise expressly provided by the terms of issue of the shares of that class, be deemed to be varied by the creation or issue of further shares ranking equally therewith.

Deemed variation of rights

12. The Company may, unless otherwise specified or restricted by law, pay commissions or brokerage on any issue or purchase of its shares or sale, disposal or transfer of treasury shares at such rate or amount and in such manner as the Directors may deem fit. Such commission or brokerage may be satisfied by the payment of cash or the allotment of fully or partly paid shares or partly in one way and partly in the other.

Payment of commission for shares

13. Except as required by law, no person shall be recognised by the Company as holding any share upon any trust, and the Company shall not be bound by or be compelled in any way to recognise (even when having notice thereof) any equitable, contingent, future, or partial interest in any share or unit of a share or (except only as by these Regulations or by laws otherwise provided) any other rights in respect of any share except an absolute right to the entirety thereof in the registered holder.

No trust recognised

14. Every person whose name is entered as a member in the electronic register of members is entitled without payment to receive a certificate in accordance with the Act but in respect of a share or shares held jointly by several persons the Company shall not be bound to issue more than one certificate, and delivery of a certificate for a share to one of several joint holders shall be sufficient delivery to all such holders. For the purpose of these Regulations, any of the Company's issued share capital held as treasury shares and the Company as a holder of treasury shares shall be disregarded.

Registered member entitled to share certificate

15. (1) Except as required by law, no person is to be recognised by the company as holding any share upon any trust.

Right of share

(2) Except as required by law or by this Constitution, the Company is not bound by or compelled in any way to recognise –
(a) any equitable, contingent, future or partial interest in any share or unit of a share; or
(b) any other rights in respect of any share or unit of share,
other than the registered holder's absolute right to the entirety of the share or unit of share.

(3) Paragraph (2) applies even when the company has notice of any interest or right referred to in paragraph (2)(a) or (b).

SHARE BUY BACK AND TREASURY SHARES

16. (a) Save to the extent permitted by the Act, none of the funds of the Company or of any subsidiary thereof shall be directly or indirectly employed in the purchase or subscription of or in loans upon the security of the Company's shares.

Share buy back and treasury shares

(b) Notwithstanding the aforesaid provision, but subject to the Act, the Company may purchase or otherwise acquire its issued shares on such terms and in such manner as the Company may from time to time think fit. If required by the Act, any share that is so purchased or acquired by the Company shall, unless held in treasury in accordance with the Act, be deemed to be cancelled immediately on purchase or acquisition by the Company. On the cancellation of a share as aforesaid, the rights and privileges attached to that share shall expire. In any other instance, the Company may hold or deal with any such share which is so purchased or acquired by it in such manner as may be permitted by, and in accordance with, the Act.

(c) The Company shall not exercise any right in respect of treasury shares other than as provided by the Act. Subject thereto, the Company may deal with its treasury shares in the manner authorised or prescribed by the Act.

LIEN

17. The Company shall have a first and paramount lien on every share (not being a fully paid share) for all money (whether presently payable or not) called or payable at a fixed time in respect of that share, and the Company shall also have a first and paramount lien on all shares (other than fully paid shares) registered in the name of a single person for all money presently payable by him or his estate to the Company; but the Directors may at any time declare any share to be wholly or in part exempt from the provisions of this regulation. The Company's lien, if any, on a share shall extend to all dividends payable thereon.

Company to have lien on shares and dividends

18. The Company may sell, in such manner as the Directors think fit any shares on which the Company has a lien, but no sale shall be made unless a sum in respect of which the lien exists is presently payable, nor until the expiration of fourteen days after a notice in writing, stating and demanding payment of such part of the amount in respect of which the lien exists as is presently payable, has been given to the registered holder for the time being of the share, or the person entitled thereto by reason of his death or bankruptcy.

Lien may be enforced by sale of shares

19. To give effect to any such sale the Directors may authorise some person to transfer the shares sold to the purchaser thereof. The purchaser shall be registered as the holder of the shares comprised in any such transfer, and he shall not be bound to see to the application of the purchase money, nor shall his title to the shares be affected by any irregularity or invalidity in the proceedings in reference to the sale.

Directors may transfer and enter purchaser's name in share register

20. The proceeds of the sale shall be received by the Company and applied in payment of such part of the amount in respect of which the lien exists as is presently payable, and the residue, if any, shall (subject to a like lien for sums not presently payable as existed upon the shares before the sale) be paid to the person entitled to the shares at the date of the sale.

Application of proceeds of sale

CALLS ON SHARES

21. The Directors may from time to time make calls upon the members in respect of any money unpaid on their shares and not by the conditions of allotment thereof made payable at fixed times, provided that no call shall be payable at less than one month after the date fixed for the payment of the last preceding call, and each member shall (subject to receiving at least fourteen days' notice specifying the time or times and place of payment given by the company to the members) pay to the Company at the time or times and place so specified in the notice above referred, the amount called on the member's shares. A call may be revoked or postponed as the Directors may determine.

Directors may make calls

22. A call shall be deemed to have been made at the time when the resolution of the Directors authorising the call was passed and may be required to be paid by instalments.

When call deemed made

23. The joint holders of a share shall be jointly and severally liable to pay all calls in respect thereof.

Liability of joint holders

24. If a sum called in respect of a share is not paid before or on the day appointed for payment thereof the person from whom the sum is due shall pay interest on the sum from the day appointed for payment thereof to the time of actual payment at such rate not exceeding 10 per cent per annum as the Directors may determine, but the Directors shall be at liberty to waive payment of that interest wholly or in part.

Interest on unpaid call

25. Any sum which by the terms of issue of a share becomes payable on allotment or at any fixed date shall for the purposes of these Regulations be deemed to be a call duly made and payable on the date on which by the terms of issue the same becomes payable, and in case of non-payment all the relevant provisions of these Regulations as to payment of interest and expenses, forfeiture, or otherwise shall apply as if the sum had become payable by virtue of a call duly made and notified.

Sums payable on allotment deemed a call

26. The Directors may, on the issue of shares, differentiate between the holders as to the amount of calls to be paid and the times of payment.

Difference in calls

27. The Directors may, if they think fit, receive from any member willing to advance the same all or any part of the money uncalled and unpaid upon any shares held by him, and upon all or any part of the money so advanced may (until the same would, but for the advance, become payable) pay interest at such rate not exceeding (unless the Company in general meeting shall otherwise direct) 10 per cent per annum as may be agreed upon between the Directors and the member paying the sum in advance.

Calls may be paid in advance

TRANSFER OF SHARES

28. Subject to this Constitution, any member may transfer all or any of the member's shares by instrument in writing in any usual or common form or in any other form which the Directors may approve. The instrument shall be executed by or on behalf of the transferor and the transferor shall remain the holder of the shares transferred until the transfer is registered and the name of the transferee is entered in the electronic register of members in respect thereof.

Shares to be transferable

29. The instrument of transfer must be left for registration at the registered office of the Company together with such fee not exceeding $1.00 as the Directors from time to time may require accompanied by the certificate of the shares to which it relates and such other evidence as the Directors may reasonably require to show the right of the transferor to make the transfer, and thereupon the Company shall subject to the powers vested in the Directors by these Regulations register the transferee as a shareholder and retain the instrument of transfer.

Instrument of transfer

30. Upon receipt of the items referred to in regulation 29, the company must, subject to regulation 31 lodge with the Registrar a notice of transfer of shares in accordance with the Act and retain the instrument of transfer referred to in regulation 28.

Lodgement with Registrar

31. The Directors may in their absolute discretion and without giving any reason therefor decline to register any transfer of shares to a person of whom they do not approve and may also decline to register any transfer of shares on which the Company has a lien. No share shall in any circumstances be transferred to any bankrupt or person of unsound mind.

Directors may refuse transfer of shares

32. The registration of transfer of shares with the Registrar for the purpose of updating the electronic register of members may be suspended at such times and for such periods as the directors may from time to time determine not exceeding in the whole thirty days in any year.

Suspension of share transfers

TRANSMISSION OF SHARES

33. In case of the death of a member the survivor or survivors where the deceased was a joint holder, and the legal personal representatives of the deceased where he was a sole holder, shall be the only persons recognised by the Company as having any title to his interest in the shares; but nothing herein contained shall release the estate of a deceased joint holder from any liability in respect of any share which had been jointly held by him with other persons.

On death of member survivor or executor only recognised

34. Any person becoming entitled to a share in consequence of the death or bankruptcy of a member may, upon such evidence being produced as may from time to time properly be required by the Directors and subject as hereinafter provided, elect either to be registered himself as holder of the share in the electronic register of members or to have some person nominated by him registered as the transferee of the share in the electronic register of members, but the Directors shall in either case, have the same right to decline or suspend registration as they would have had in the case of a transfer of the share by that member before his death or bankruptcy.

Registration of transmission of shares

35. If the person so becoming entitled elects to be registered himself, he shall deliver or send to the Company a notice in writing signed by him stating that he so elects. If he elects to have another person registered in the electronic register of members he shall testify his election by executing to that person a transfer of the share. All the limitations, restrictions, and provisions of these Regulations relating to the right to transfer and the registration of transfers of shares in the electronic register of members shall be applicable to any such notice or transfer as aforesaid as if the death or bankruptcy of the member had not occurred and the notice or transfer were a transfer signed by that member.

Procedure for registering transmission of shares

36. Where the registered holder of any share dies or becomes bankrupt his personal representative or the assignee of his estate, as the case may be, shall, upon the production of such evidence as may from time to time be properly required by the Directors in that behalf, be entitled to the same dividends and other advantages, and to the same rights (whether in relation to meetings of the Company, or to voting or otherwise), as the registered holder would have been entitled to if he had not died or become bankrupt, and where two or more persons are jointly entitled to any share in consequence of the death of the registered holder they shall, for the purposes of these Regulations, be deemed to be joint holders of the share.

Rights of legal representative to be secured as registered holder

FORFEITURE OF SHARES

37. If a member fails to pay any call or instalment of a call on the day appointed for payment thereof, the Directors may, at any time thereafter during such time as any part of the call or instalment remains unpaid, serve a notice on him requiring payment of so much of the call or instalment as is unpaid, together with any interest which may have accrued.

Directors may require payment of call with interest and expenses

38. The notice shall name a further day (not earlier than the expiration of fourteen days from the date of service of the notice) on or before which the payment required by the notice is to be made, and shall state that in the event of non-payment at or before the time appointed the shares in respect of which the call was made will be liable to be forfeited.

Notice requiring payment to contain certain particulars

39. If the requirements of any such notice as aforesaid are not complied with any share in respect of which the notice has been given may at any time thereafter, before the payment required by the notice has been made, be forfeited by a resolution of the Directors to that effect. Such forfeiture shall include all dividends declared in respect of the forfeited shares and not actually paid before the forfeiture.

On non-compliance with notice shares forfeited on resolution of Directors

40. A forfeited share may be sold or otherwise disposed of on such terms and in such manner as the Directors think fit, and at any time before a sale or disposition the forfeiture may be cancelled on such terms as the Directors think fit.

Sale of forfeited shares

41. A person whose shares have been forfeited shall cease to be a member in respect of the forfeited shares, but shall, notwithstanding, remain liable to pay to the Company all money which, at the date of forfeiture was payable by him to the Company in respect of the shares (together with the interest rate of 8 per cent per annum from the date of forfeiture on the money for the time being unpaid if the Directors think fit to enforce payment of such interest), but his liability shall cease if and when the Company receives payment in full of all such money in respect of the shares.

Former holder of forfeited shares liable for call made before forfeiture

42. A statutory declaration in writing that the declarant is a Director or the Secretary of the Company, and that a share in the Company has been duly forfeited on a date stated in the declaration, shall be conclusive evidence of the facts therein stated as against all persons claiming to be entitled to the share.

Statutory Declaration on forfeited shares

43. The Company may receive the consideration, if any, given for a forfeited share on any sale or disposition thereof and may execute a transfer of the share in favour of the person to whom the share is sold or disposed of and he shall thereupon be registered as the holder of the share, and shall not be bound to see to the application of the purchase money, if any, nor shall his title to the share be affected by any irregularity or invalidity in the proceedings in reference to the forfeiture, sale, or disposal of the share.

Re-issue of forfeited shares

44. The provisions of these Regulations as to forfeiture shall apply in the case of non-payment of any sum which, by the terms of issue of a share, becomes payable at a fixed time, as if the same had been payable by virtue of a call duly made and notified.

Applicability of provisions on forfeiture

CONVERSION OF SHARES INTO STOCK

45. The Company may by ordinary resolution passed at a general meeting convert any paid up shares into stock and reconvert any stock into paid-up shares.

Conversion of shares into stock and vice versa

46. The holders of stock may transfer the same or any part thereof in the same manner and subject to the same resolution as and subject to which the shares from which the stock arose might previously to conversion have been transferred or as near thereto as circumstances admit; but the Directors may from time to time fix the minimum amount of stock transferable and restrict or forbid the transfer of fractions of that minimum.

Transfer of stocks

47. The holders of stock shall according to the amount of the stock held by them have the same rights privileges and advantages as regards dividends, voting at meetings of the Company and other matters as if they held the shares from which the stock arose, but no such privilege or advantage (except participation in the dividends and profits of the Company and in the assets on winding up) shall be conferred by any such aliquot part of stock which would not if existing in shares have conferred that privilege or advantage.

Rights and privileges of stock holders

48. Such of these Regulations of the Company as are applicable to paid-up shares shall apply to stock, and the words "share" and "shareholder" therein shall include "stock" and "stockholder" respectively.

Applicability of provisions of paid-up shares

ALTERATION OF CAPITAL

49. The Company may from time to time by ordinary resolution:-

Company may alter its capital in certain ways

(a) consolidate and divide all or any of its share capital;

(b) sub-divide its shares so however that in the sub-division the proportion between the amount paid and the amount (if any) unpaid on each reduced share shall be the same as it was in the case of the share from which the reduced share is derived;

(c) subject to the provisions of this Constitution and the Act, convert any class of shares into any other class of shares;

(d) cancel the number of shares which at the date of the passing of the resolution have not been taken or agreed to be taken by any person or which have been forfeited, and diminish the amount of its share capital by the number of the shares so cancelled.

50. Subject to the provisions of the Act, the shares shall be under the control of the Directors, who may issue, allot, place under option or otherwise dispose of the same to such persons on such terms and conditions (subject to the provisions of the Act) at such times as the Directors think fit and with full power to give to any person the right to call for the allotment of any shares as the Directors may see fit.

Directors to control new shares

51. The Company may by special resolution reduce its share capital or any undistributable reserve in any manner and with, and subject to, any incident authorised, and consent required by law.

Reduction of share capital

GENERAL MEETINGS

52. Unless dispensed with in accordance with the Act, an annual general meeting of the Company shall be held in accordance with the provisions of the Act. All general meetings other than the annual general meetings shall be called extraordinary general meetings.

General meeting

53. Any Director may whenever he thinks fit convene an extraordinary general meeting, and extraordinary general meetings shall be convened on such requisition or in default may be convened by such requisitionists as provided by the Act.

Any Director may convene extraordinary general meeting

54. Subject to the provisions of the Act relating to special notices and agreements for shorter notice, fourteen days' notice at the least (exclusive of the day on which the notice is served or deemed to be served, but inclusive of the day for which notice is given) specifying the place the day and the hour of meeting and in case of special business the general nature of that business shall be given to such persons as are entitled to receive such notices from the Company.

Notice of meeting

55. The accidental omission to give notice of a meeting to or the non-receipt of notice of a meeting by any person entitled to receive notice shall not invalidate the proceedings at the meeting.

Omission of notice

56. All business shall be deemed special that is transacted at any Extraordinary General Meeting, and all that is transacted at an Annual General Meeting shall also be deemed special, with the exception of the following which shall be ordinary business, that is to say:

Special Business

(a) declaring dividends;

(b) receiving and adopting the financial statements, the reports of the Auditors, the statements of the directors and other documents as required to be attached or annexed to the accounts;

(c) election of directors in the place of retiring directors;

(d) appointing Auditors and fixing the remuneration of Auditors or determining the manner in which such remuneration is to be fixed; and

(e) fixing the fees of the Directors.

PROCEEDINGS AT GENERAL MEETINGS

57. No business shall be transacted at any general meeting unless a quorum of members is present at the time when the meeting proceeds to business, and continues to be present until the conclusion of the meeting. Save as herein otherwise provided, two members present in person shall be a quorum, except that where the company has only one member, that sole member shall constitute a quorum for any general meeting. For the purposes of this regulation "member" includes a person attending as a proxy or as representing a corporation or limited liability partnership which is a member but excludes the Company in respect of treasury shares. One person attending both as a member and as a proxy or corporate representative shall not constitute a quorum.

No business to be transacted unless quorum present

58. Notwithstanding anything in these Regulations, where the company has only one member, he may pass a resolution by recording it and signing the record.

Resolutions by one member

59. If within half an hour from the time appointed for the meeting a quorum is not present, the meeting, if convened upon the requisition of members, shall be dissolved; in any other case it shall stand adjourned to the same day in the next week at the same time and place, or to such other day and at such other time and place as the Directors may determine. And if at the adjourned meeting a quorum is not present within half an hour from the time appointed for the meeting, the member or members present in person or by proxy, attorney or representative shall be a quorum.

If quorum not present meeting adjourned or dissolved

60. Subject to the provisions of the Act, the members may participate in a General Meeting by means of a conference telephone or a video conference telephone or similar communication equipment by which all persons participating in the General Meeting are able to hear and to be heard by all other members without the need for a member to be in the physical presence of another member(s) and participation in the General Meeting in this manner shall be deemed to constitute presence in person at such meeting. The members participating in any such General Meeting shall be counted in the quorum for such General Meeting and subject to there being a requisite quorum under these Regulations, all resolutions agreed by the members in such General Meeting shall be deemed to be effective as a resolution passed at a meeting in person of the members duly convened and held. A General Meeting conducted by means of a conference telephone or a video conference telephone or similar communication equipment as aforesaid is deemed to be held at the place agreed upon by the members attending the General Meeting, provided that at least one of the members present at the General Meeting was at that place for the duration of the General Meeting.

General Meeting via conference telephone, video conference telephone or similar communication equipment.

61. The chairman, if any, of the board of Directors shall preside as chairman at every general meeting of the Company, or if there is no such chairman, or if he is not present within fifteen minutes after the time appointed for the holding of the meeting or is unwilling to act, the Directors present shall choose one of their number or, if no Director be present or it all the Directors present decline to take the chair, the members present shall elect one of their number to be chairman of the meeting.

Chairman of General Meeting

62. The chairman may, with the consent of any meeting at which a quorum is present (and shall if so directed by the meeting), adjourn the meeting from time to time and from place to place, but no business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place. When a meeting is adjourned for thirty days or more, notice of the adjourned meeting shall be given as in the case of an original meeting. Save as aforesaid it shall not be necessary to give any notice of an adjournment or of the business to be transacted at an adjourned meeting.

Notice of adjournment to be given

63. Subject to the provisions of the Act, any resolution may be passed by written means or such other permitted alternative form in accordance with these Regulations provided that where:

Resolutions by written means

(a) a resolution is stated to be a special resolution, it must have been formally agreed on any date by one or more members of the Company who on that date represent at least 75% of the total voting rights of all members who on that date would have the right to vote on that resolution at a general meeting of the Company; and

(b) the resolution does not state that it is a special resolution, it must have been formally agreed on any date by one or more members of the Company who on that date represent a majority of the total voting rights of all members who on that date would have the right to vote on that resolution at a general meeting of the Company.

For the purpose of these Regulations, a member shall be deemed to have formally agreed to a resolution if the document received from the member (i) is in legible form or a permitted alternative form; (ii) indicates that the member has agreed to the resolution; and (iii) includes the text of the resolution or refers to the resolution being agreed to.

64. At any general meeting a resolution put to the vote of the meeting shall be decided on a show of hands unless a poll is (before or on the declaration of the result of the show of hands) demanded –

Voting on resolutions

(a) by the chairman;

(b) by at least three members present in person or by proxy and entitled to vote at the meeting;

(c) by any member or members present in person or by proxy and representing not less than 5 per cent of the total voting rights of all the members having the right to vote at the meeting; or

(d) by a member or members present in person or by proxy and holding not less than 5 per cent of the total number of paid-up shares of the Company (excluding treasury shares).

Unless a poll is so demanded a declaration by the chairman that a resolution has on a show of hands been carried or carried unanimously, or by a particular majority, or lost, and an entry to that effect in the book containing the minutes of the proceedings of the Company shall be conclusive evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against the resolution. The demand for a poll may be withdrawn.

65. If a poll is duly demanded it shall be taken in such manner and either at once or after an interval or adjournment or otherwise as the chairman directs, and the result of the poll shall be the resolution of the meeting at which the poll was demanded, but a poll demanded on the election of a chairman or on a question of adjournment shall be taken forthwith.

Poll to be taken as Chairman shall direct

66. In the case of an equality of votes, whether on a show of hands or on a poll, the chairman of the meeting at which the show of hands takes place or at which the poll is demanded is entitled to a second or casting vote.

Chairman to have casting vote

67. Subject to any rights or restrictions for the time being attached to any class or classes of shares, at meetings of members or classes of members each member entitled to vote may vote in person or by proxy or by attorney and on a show of hands every person present who is member or a representative of a member shall have one vote, and on a poll every member present in person or by proxy or by attorney or other duly authorised representative shall have one vote for each share he holds.

How votes may be given and who can act as proxy

68. In the case of joint holders the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders; and for this purpose seniority shall be determined by the order in which the names stand in the electronic register of members.

Votes of joint holders of shares

69. A member who is of unsound mind or whose person or estate is liable to be dealt with in any way under the law relating to mental disorder may vote, whether on a show of hands or on a poll, by his committee or by such other person who properly has the management of his estate, and any such committee or other person may vote by proxy or attorney.

Vote by member of unsound mind

70. No member shall be entitled to vote at any general meeting unless all calls or other sums presently payable by him in respect of shares in the Company have been paid.

Not entitle to vote unless calls are paid

71. No objection shall be raised to the qualification of any voter except at the meeting or adjourned meeting at which the vote objected to is given or tendered, and every vote not disallowed at such meeting shall be valid for all purposes. Any such objection made in due time shall be referred to the chairman of the meeting, whose decision shall be final and conclusive.

Dis-qualification of voter

72. The instrument appointing a proxy shall be in writing (in the common or usual form) under the hand of the appointor or of his attorney duly authorised in writing or, if the appointor is a corporation, either under the hand of an officer or attorney duly authorised. A proxy need not be a member of the Company. The instrument appointing a proxy shall be deemed to confer authority to demand or join in demanding a poll.

Instrument of appointing proxy to be in writing

73. Where it is desired to afford members an opportunity of voting for or against a resolution the instrument appointing a proxy shall be in the following form or a form as near thereto as circumstances admit:

Form of proxy

YINSON PRODUCTION FINANCIAL SERVICES PTE. LTD.
(Incorporated in the Republic of Singapore)

I/We, ____________________________ , of __________________________________being a member/members of the above-named company, hereby appoint ______________________ of __________________________________ , or failing him, ___________________________ of __________________________________ , as my/our proxy to vote for me/us on my/our behalf at the [annual or extraordinary, as the case may be] general meeting of the Company, to be held on the __________ day of __________________ 20______ and at any adjournment thereof.

Signed this __________ day of ______________________ 20_______.

*in favour of
This form is to be used against the resolution.

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*Strike out whichever is not desired. [Unless otherwise instructed, the proxy may vote as he thinks fit.]

74. The instrument appointing a proxy and the power of attorney or other authority if any, under which it is signed or a notarially certified copy of that power or authority shall be deposited at the registered office of the Company, or at such other place within Singapore as is specified for that purpose in the notice convening the meeting, not less than seventy-two hours before the time for holding the meeting or adjourned meeting at which the person named in the instrument proposes to vote, or, in the case of a poll, not less than twenty-four hours before the time appointed for the taking of the poll, and in default the instrument of proxy shall not be treated as valid.

Instrument appointing a proxy to be left at Company's office

75. A vote given in accordance with the terms of an instrument of proxy or attorney shall be valid notwithstanding the previous death or unsoundness of mind of the principal or revocation of the instrument or of the authority under which the instrument was executed, or the transfer of the share in respect of which the instrument is given, if no intimation in writing of such death, unsoundness of mind, revocation or transfer as aforesaid has been received by the Company at the registered office before the commencement of the meeting or adjourned meeting at which the instrument is used.

Irregularity proxy vote

DIRECTORS: APPOINTMENT, ETC.

76. Subject to the provisions of the Act, there shall be at least one Director in the Company. All Directors of the Company shall be natural persons. Whenever the minimum number of the Directors shall be one, the sole Director shall have authority to exercise all the powers and discretions by these Regulations expressed to be vested in the Directors generally.

Number of Directors

77. At the first annual general meeting of the Company all the Directors shall retire from office, and at the annual general meeting in every subsequent year one-third of the Directors for the time being, or, if their number is not three or a multiple of three, then the number nearest one-third, shall retire by rotation from office. A retiring Director shall be eligible for re-election. Where the Company has dispensed with the holding of an annual general meeting, any retirement and subsequent re-election of Directors shall be by way of a resolution by written means in accordance with the provisions of the Act. In the event the Company has only one director, there shall be no requirement for the director to retire under these Regulations.

One third of Directors to retire at Ordinary meeting

78. The Directors to retire in every year shall be those who have been longest in office since their last election, but as between persons who became Directors on the same day those to retire shall (unless they otherwise agree among themselves) be determined by lot.

Basis for retirement

79. The Company at the meeting at which a Director so retires may fill the vacated office by electing a person thereto, and in default the retiring Director shall if offering himself for re-election and not being disqualified under the Act from holding office as a Director be deemed to have been re-elected, unless at that meeting it is expressly resolved not to fill the vacated office, or unless a resolution for the re-election of that Director is put to the meeting and lost.

Re-appointment of Directors

80. The Company may from time to time by ordinary resolution passed at a general meeting increase or reduce the number of Directors, and may also determine in what rotation the increased or reduced number is to go out of office.

Change in number of Directors

81. The Directors shall have power at any time, and from time to time, to appoint any person to be a Director, either to fill a casual vacancy or as an addition to the existing Directors, but so that the total number of Directors shall not at any time exceed the number fixed in accordance with these Regulations. Any Director so appointed shall hold office only

Power to add to Directors

until the next following annual general meeting, and shall then be eligible for re-election but shall not be taken into account in determining the Directors who are to retire by rotation at that meeting.

82. The Company may by ordinary resolution remove any Director before the expiration of his period of office and may by an ordinary resolution appoint another person in his stead; the person so appointed shall be subject to retirement at the same time as if he had become a Director on the day on which the Director in whose place he is appointed was last elected a Director.

Removal of Director

83. (1) The fees of the Directors shall from time to time be determined by the Company in general meeting. The Director may also be paid all travelling, hotel, and other expenses properly incurred by them in attending and returning from meetings of the Directors or any committee of the Directors or general meetings of the Company or in connection with the business of the Company.

Directors' Fees

(2) Any Director who is appointed to any executive office or serves on any committee or who otherwise performs or renders services which, in the opinion of the Directors, are outside his ordinary duties as a Director, may be paid such remuneration as the Directors may determine.

Extra remuneration

84. Unless otherwise determined by a General Meeting, a Director shall not be required to hold any share qualification in the Company.

Director's qualification

85. The office of Director shall become vacant if the Director -

Office of Director vacated in certain cases

(a) ceases to be a Director by virtue of the Act;

(b) becomes bankrupt or makes any arrangement or composition with his creditors generally;

(c) becomes prohibited from being a Director by reason of any order made under the Act;

(d) becomes disqualified from being a director by virtue of his or her disqualification or removal or the revocation of his appointment as a director, as the case may be, under-

(i) section 148, 149, 149A, 154, 155, 155A or 155C of the Act;

(ii) section 50 or 54 of the Banking Act (Cap. 19);

(iii) section 47 of the Finance Companies Act (Cap. 108);

(iv) section 57 of the Financial Advisers Act (Cap. 110);

(v) section 31, 31A, 35ZJ or 41(2)(a)(ii) of the Insurance Act (Cap. 142);

(vi) section 30AAI of the Monetary Authority of Singapore Act (Cap. 186);

(vii) section 12A of the Money-changing and Remittance Businesses Act (Cap. 187);

(viii) section 22 of the Payment Systems (Oversight) Act (Cap. 222A);

(ix) section 44, 46Z, 81P, 81ZJ, 97 or 292A of the Securities and Futures Act (Cap. 289); or

(x) section 14 of the Trust Companies Act (Cap. 336);

(e) becomes mentally disordered and incapable of managing himself or his affairs or a person whose person or estate is liable to be dealth with in any way under the law relating to mental capacity;

(f) resigns his office by notice in writing to the Company;

(g) for more than six months is absent without permission of the Directors from meetings of the Directors held during that period;

(h) without the consent of the company in general meeting, holds any other office of profit under the company except that of managing director or manager;

(i) is directly or indirectly interested in any contract or proposed contract with the company and fails to declare the nature of his interest in manner required by the Act.; or

(j) being a director of a Registered Fund Management Company as defined in the Securities and Futures (Licensing and Conduct of Business) Regulations (Cap. 289, Rg10), he has been removed by the Registered Fund Management Company as director in accordance with those Regulations.

POWERS AND DUTIES OF DIRECTORS

86. The business of a company shall be managed by or under the direction of the Directors and the Directors may exercise all the powers of a company except any power that the Act or the Constitution of the Company require the Company to exercise in general meeting or by written means.

Business of Company to be managed by Directors

87. The Directors may exercise all the powers of the Company to borrow money and to mortgage or charge its undertaking, property and uncalled capital, or any part thereof, and to issue debentures and other securities whether outright or as security for any debt, liability, or obligation of the Company or of any third party.

Director's borrowing power

88. The Directors may from time to time by power of attorney appoint any corporation, firm, or person or body of persons, whether nominated directly or indirectly by the Directors, to be the attorney or attorneys of the Company for such purposes and with such powers, authorities, and discretions (not exceeding those vested in or exercisable by the Directors under these Regulations) and for such period and subject to such conditions as they may think fit, and any such powers of attorney may contain such provisions for the protection and convenience of persons dealing with any such attorney as the Directors may think fit and may also authorise any such attorney to delegate all or any of the powers, authorities, and discretions vested in him.

Appointment of Power of Attorney

89. The Directors may exercise all the powers of the Company in relation to any official seal for use outside Singapore and in relation to branch registers.

Use of seal outside Singapore

90. All cheques, promissory notes, drafts, bills of exchange, and other negotiable instruments, and all receipts for money paid to the Company, shall be signed, drawn, accepted, endorsed, or otherwise executed, as the case may be, by any two Directors or in such other manner as the Directors from time to time determine.

Signing authority for cheques, etc.

91. The Directors shall cause minutes to be made –

a. of all appointments of officers;

b. of names of Directors present at all meetings of the Company and of the Directors; and

c. of all proceedings at all meetings of the Company and of the Directors.

Minutes to be made and when signed by Chairman to be conclusive evidence

Such minutes shall be signed by the chairman of the meeting at which the proceedings were held or by the chairman of the next succeeding meeting or by the sole Director.

PROCEEDINGS OF DIRECTORS

92. The Directors may meet together for the despatch of business adjourn and otherwise regulate their meetings as they think fit. A Director may at any time and the Secretary shall on the requisition of a Director summon a meeting of the Directors.

Meeting of Directors

93. Any Director or member of a committee of the Directors may participate in a meeting of the Directors or such committee by means of conference telephone or a video conference or similar communication equipment whereby all persons participating in the meeting can hear each other and participation in the meeting in this manner shall be deemed to constitute in person at such meeting. A meeting conducted by means of a conference telephone or conference video or similar communications equipment as aforesaid is deemed to be held at the place agreed upon by the Directors attending the meeting, provided that at least one of the Directors present at the meeting was at that place for the duration of the meeting. Where a meeting is not held in person, the fact that a Director is taking part in the meeting must be made known to all the other Directors taking part, and no Director may disconnect or cease to take part in the meeting unless he makes known to all other Directors taking part that he is ceasing to take part in the meeting.

Meetings by teleconference

94. Subject to these Regulations, questions arising at any meeting of Directors shall be decided by a majority of votes and a determination by a majority of Directors shall for all purposes be deemed a determination of the Directors. In case of an equality of votes the chairman of the meeting shall have a second or casting vote.

Casting vote of chairman

95. Other than the office of auditor, a director may hold any other office or place of profit under the Company and he or any firm of which he is a member may act in a professional capacity for the Company in conjunction with his office of director for such period and on such terms (as to remuneration and otherwise) as the directors may determine. No director or intending director shall be disqualified by his office from transacting or entering into any arrangement with the Company either as vendor, purchaser or otherwise nor shall such transaction or arrangement or any transaction or arrangement entered into by or on behalf of the Company in which any director shall be in any way interested be avoided nor shall any director so transacting or being so interested be liable to account to the Company for any profit realised by any such transaction or arrangement by reason only of such director holding that office or of the fiduciary relation thereby established.

Power of Directors to hold office of profit and to transact with company

96. Every director shall observe the provisions of the Act relating to the disclosure of the interests of the directors in transactions or proposed transactions with the Company or of any office or property held by a director which might create duties or interests in conflict with his duties or interests as a director. Subject to such disclosure, a director shall be entitled to vote in respect of any transaction or arrangement in which he is interested and he shall be taken into account in ascertaining whether a quorum is present.

Directors to observe Section 156 of the Act

97. Any Director may by writing under his hand or under the hand of his agent, duly authorized in writing, appoint any person to be his substitute, and every such substitute shall be entitled to receive notices of all meetings of the Directors to attend and vote at all such meetings at which the Director appointing him is not personally present, and shall have and exercise all the powers, duties, and authorities, as a Director, of his appointor in his absence. A substitute may act as alternate or substitute for one or more Directors and if he is an alternate or substitute Director for more than one Director his vote shall count as equal to one vote for each Director he represents (the intention being that in counting votes his vote shall be counted as equal to as many votes as the number of Directors he represents).

Alternate Director

Provided always that a Director or his agent duly authorized may at any time by writing under his hand revoke the appointment of any substitute appointed by him or his agent duly authorized, and appoint another person approved as aforesaid in his place as such Director or his agent may think fit; and if a Director shall die or otherwise cease to hold office of Director, the appointment of his substitute shall thereupon cease and determine. Provided further that no such substitute shall be required to hold any share qualification or be entitled to any remuneration from the Company.

98. The directors may from time to time appoint any person to be an associate director and may from time to time cancel any such appointment. The directors may fix, determine and vary the powers, duties and remuneration of any person appointed as an associate director. A person appointed as an associate director is not required to hold any shares to qualify him for appointment and does not have any right to attend or vote at any meeting of directors except by the invitation and with the consent of the directors.

Associate Directors

99. The quorum necessary for the transaction of the business of the Directors may be fixed by the Directors, and unless so fixed shall be two. One Director who is also alternate for another Director shall not be a quorum. In the case of a sole Director, he shall constitute the quorum.

Quorum for Directors' meeting

100. The continuing Directors may act notwithstanding any vacancy in their body, but if and so long as their number is reduced below the number fixed by or pursuant to the Constitution of the Company as the necessary quorum of Directors, the continuing Directors or Director may act for the purpose of increasing the number of Directors to that number or of summoning a general meeting of the Company, but for no other purpose.

Continuing Directors may act to fill vacancies or summon meetings

101. If the Company shall have only one Director the provisions herein contained for meetings of the Directors shall not apply but such sole Director shall have full power to represent and act for the Company in all matters as are not by the Act or the Constitution required to be exercised by the members of the Company.

Power of sole Director

102. The Directors may elect a chairman of their meetings and determine the period for which he is to hold office; but if no such chairman is elected, or if at any meeting the chairman is not present within fifteen minutes after the time appointed for holding the meeting, the Directors present may choose one of their number to be chairman of the meeting.

Chairman of Directors

103. The Directors may delegate any of their powers to committees consisting of such member or members of their body as they think fit; any committee so formed shall in the exercise of the powers so delegated conform to any regulations that may be imposed on it by the Directors.

Power for Directors to appoint committees

104. A committee may elect a chairman of its meetings, if no such chairman is elected, or if at any meeting the chairman is not present within ten minutes after the time appointed for holding the meeting, the members present may choose one of their number to be chairman of the meeting.

Chairman of committees

105. A committee may meet and adjourn as it thinks proper. Questions arising at any meeting shall be determined by a majority of votes of the members present, and in the case of an equality of votes the chairman shall have a second or casting vote.

Meeting of committees

106. All acts done by any meeting of the Directors or of a committee of Directors or by any person acting as a Director shall notwithstanding that it is afterwards discovered that there was some defect in the appointment of any such Director or person acting as aforesaid, or that they or any of them were disqualified, be as valid as if every such person had been duly appointed and was qualified to be a Director.

All acts done by Directors to be valid

107. A resolution in writing signed by a majority of the Directors and constituting a quorum shall be as effective as a resolution duly passed at a meeting of the Directors and may consist of several documents in the like form, each signed by one or more Directors. The expressions "in writing" and "signed" include approval by any such Director by telefax, telex, cable or telegram or any form of electronic communication approved by the Directors for such purpose from time to time incorporating, if the Directors deem necessary, the use of security and/or identification procedures and devices approved by the Directors.

Resolution in writing

108. Where the company has only one Director, he may pass a resolution by recording it and signing the record.

Resolution by one Director

MANAGING DIRECTOR

109. The Directors may from time to time appoint one or more of their body to the office of managing director for such period and on such terms as they think fit and, subject to the terms of any agreement entered into in any particular case, may revoke any such appointment. A Director so appointed shall be subject to retirement by rotation and his appointment shall be automatically determined if he ceases from any cause to be a Director.

Directors may appoint Managing Director

110. A managing director shall, subject to the terms of any agreement entered into in any particular case, receive such remuneration (whether by way of salary, commission, or participation in profits, or partly in one way and partly in another) as the Directors may determine.

Remuneration to Managing Director

111. The Directors may entrust to and confer upon a managing director any of the powers exercisable by them upon such terms and conditions and with such restrictions as they may think fit, and either collaterally with or to the exclusion of their own powers, and may from time to time revoke, withdraw, alter, or vary all or any of these powers.

Special position of Managing Directors

SECRETARY

112. The Secretary shall in accordance with the Act be appointed by the Directors for such term, at such remuneration, and upon such conditions as they may think fit, and any Secretary so appointed may be removed by them. A Director may be the Secretary provided that where a Director is a sole Director of the Company, he shall not act or be appointed as the Secretary of the Company.

Secretary

SEAL

113. The Directors shall provide for the safe custody of the seal, which shall only be used by the authority of the Directors or of a committee of the Directors authorised by the Directors in that behalf and every instrument to which the seal is affixed shall be signed by a Director and shall be countersigned by the Secretary or by a second Director or by some other person appointed by the Directors for the purpose. The Company may exercise all the powers conferred by the Act to have an official seal for use abroad.

Affixing of Common Seal

FINANCIAL STATEMENTS

114. The Directors shall cause proper accounting and other records to be kept and shall distribute copies of financial statements and other documents as required by the Act and shall from time to time determine whether and to what extent and at what times and places and under what conditions or regulations the accounting and other records of the Company or any of them shall be open to the inspection of members not being Directors, and no member (not being a Director) shall have any right of inspecting any account or book or paper of the Company except as conferred by statute or authorised by the Directors or by the Company in general meeting.

Accounting records

AUTHENTICATION OF DOCUMENTS

115. Any Director or the Secretary or any person appointed by the Directors for the purpose shall have power to authenticate any documents affecting the Constitution of the Company and any resolutions passed by the Company or the Directors, and any books, records, documents and accounts relating to the business of the Company, and to certify copies thereof or extracts therefrom as true copies or extracts; and where any books, records, documents or accounts are elsewhere than at the Office, the local manager and other officer of the Company having the custody thereof shall be deemed to be a person appointed by the Directors as aforesaid.

Authentication of documents

116. A document purporting to be a copy of a resolution of the Directors or an extract from the minutes of a meeting of Directors which is certified as such in accordance with the provisions of the last preceding Constitution shall be conclusive evidence in favour of all persons dealing with the Company upon the faith thereof that such resolution has been duly passed or, as the case may be, that such extract is a true and accurate record of a duly constituted meeting of the Directors.

Extracts of minutes

DIVIDENDS AND RESERVES

117. The Company in general meeting may declare dividends, but no dividend shall exceed the amount recommended by the Directors.

Declaration for dividends

118. The Directors may from time to time pay to the members such interim dividends as appear to the Directors to be justified by the profits of the Company.

Interim dividends

119. No dividend shall be paid otherwise than out of profits or shall bear interest against the Company.

Dividends from profits only

120. The Directors may retain any dividend or other moneys payable on or in respect of a share on which the Company has a lien, and may apply the same in or towards satisfaction of debts, liabilities or engagement in respect of which the lien exists.

Directors may retain dividend to offset debts

121. The Directors may, before recommending any dividends, set aside out of the profits of the Company such sums as they think proper as reserves which shall, at the discretion of the Directors, be applicable for any purpose to which the profits of the Company may be properly applied, and pending any such application may, at the like discretion, either be employed in the business of the Company or be invested in such investments (other than shares in the Company) as the Directors may from time to time think fit. The Directors may also without placing the same to reserve carry forward any profits which they may think prudent not to divide.

Payment of dividends in specie

122. Subject to the right of persons, if any, entitled to shares with special rights as to dividend, all dividends shall be declared and paid according to the amounts paid or credited as paid on the shares in respect whereof the dividend is paid, but no amount paid or credited as paid on a share in advance of calls shall be treated for the purposes of this regulation as paid on the share. All dividends shall be apportioned and paid proportionately to the amounts paid or credited as paid on the shares during any portion or portions of the period in respect of which the dividend is paid; but if any share is issued on terms providing that it shall rank for dividend as from a particular date that share shall rank for dividend accordingly.

Entitlement of dividends

123. The Directors may deduct from any dividend payable to any member all sums of money, if any, presently payable by him to the Company on account of calls or otherwise in relation to the shares of the Company.

Calls to be deducted from dividends

124. Any general meeting declaring a dividend or bonus may direct payment of such dividend or bonus wholly or partly by the distribution of specific assets and in particular of paid-up shares, debentures or debenture stock of any other company or in any one or more of such ways and the Directors shall give effect to such resolution, and where any difficulty arises in regard to such distribution, the Directors may settle the same as they think expedient, and fix the value for distribution of such specific assets or any part thereof and may determine that cash payments shall be made to any members upon the footing of the value so fixed in order to adjust the rights of all parties, and may vest any such specific assets in trustees as may seem expedient to the Directors.

Payments of dividends in specie

125. Any dividend, interest, or other money payable in cash in respect of shares may be paid by cheque or warrant sent through the post directed to the registered address of the holder or, in the case of joint holders, to the registered address of that one of the joint holders who is first named on the register of members or to such person and to such address as the holder or joint holders may in writing direct. Every such cheque or warrant shall be made payable to the order of the person to whom it is sent. Any one of two or more joint holders may give effectual receipts for any dividends, bonuses, or other money payable in respect of the shares held by them as joint holders.

Dividend warrants to be sent to members by post

126. A transfer of shares shall not pass the right to any dividend declared thereon before such transfer has been duly registered.

Rights only after transfer registered

127. The payment by the Directors of any unclaimed dividends or other moneys payable on or in respect of a share into a separate account shall not constitute the Company a trustee in respect thereof. All dividends unclaimed after being so declared may be invested or otherwise made use of by the Directors for the benefit of the Company and any dividend unclaimed after a period of six years from the date of declaration of such dividend may be forfeited and if so shall revert to the Company but the Directors may at any time thereafter at their absolute discretion annul any such forfeiture and pay the dividend so forfeited to the person entitled thereto prior to the forfeiture.

Unclaimed dividend

BONUS ISSUES AND CAPITALISATION OF PROFITS

128. The Directors may, with the sanction of the Company by way of an Ordinary Resolution,

Capitalisation of profits

(a) issue bonus shares for which no consideration is payable to the Company to the members holding shares in the Company in proportion to their then holdings of shares; and/or

(b) capitalise any part of the amount for the time being standing to the credit of the Company's reserve accounts or other undistributable reserve or any sum standing to the credit of the profit and loss account and accordingly that such sum be set free for distribution amongst the members who would have been entitled thereto if distributed by way of dividend and in the same proportions on condition that the same be not paid in cash but be applied either in or towards paying up any amounts for the time being unpaid on any shares held by such members respectively or paying up in full new shares or debentures of the Company to be allotted and distributed credited as fully paid up to and amongst such members in the proportion aforesaid, or partly in the one way and partly in the other, and the Directors shall give effect to such resolution.

129. Whenever such a resolution as aforesaid shall have been passed the Directors shall make all appropriations and applications of the undivided profits resolved to be capitalised thereby, and all allotments and issues of fully paid shares or debentures, if any, and generally shall do all acts and things required to give effect thereto, with full power to the Directors to make such provisions by the issue of fractional certificates or by payment in cash or otherwise as they think fit for the case of shares or debentures becoming distributable in fractions, and also to authorise any person to enter on behalf of all the members entitled thereto into an agreement with the Company providing for the allotment to them respectively, credited as fully paid up, of any further shares or debentures to which they may be entitled upon such capitalisation, or (as the case may require) for the payment up by the Company on their behalf, by the application thereto of their respective proportion of the profits resolved to be capitalised, of the amounts or any part of the amounts remaining unpaid on their existing shares, and any agreement made under such authority shall be effective and binding on all such members.

Appropriation of capitalised profits

AUDIT

130. Unless otherwise exempted by the Act and provided no written notice has been received from the member(s) in accordance with the provisions of the Act, once at least in every year the financial statements of the Company shall be examined, and the correctness of the profit and loss account and balance sheet ascertained by one or more Auditors.

Accounts to be audited

NOTICES

131. A notice may be given by the Company to any member either personally or through electronic communication, or by sending it by post to him at his registered address, or (if he has no registered address in Singapore) to the address, if any, in Singapore supplied by him to the Company for the giving of notices to him. Where a notice is sent by post, service of the notice shall be deemed to be effected by properly addressing, pre-paying, and posting a letter containing the notice, and to have been effected in the case of a notice of a meeting on the day after the date of its posting, and in any other case at the time at which the letter would be delivered in the ordinary course of post.

Service of notices by Company

132. Without prejudice to the provision of Regulation 131, but subject otherwise to any applicable laws relating to electronic communications , any notice of meeting or document (including without limitation, any accounts, balance sheet, financial statements or report) which is required or permitted to be given, sent or served under applicable laws or under this Constitution to a Member may, at the sole discretion of the Directors, be given, sent or served by the Company or by the Directors using electronic communications:

(a) To the current address of that person; or
(b) In such manner as may be approved by the Directors in their absolute discretion expressly consented to by such Member giving notice in writing to the Company; or
(c) By making it available on a website prescribed by the Company from time to time

In accordance with the provisions of this Constitution and any applicable laws.

A notice served by using electronic communications shall be deemed to be duly served in accordance with the provisions of the Act.

133. For the purposes of Regulation 132 above, a Member shall be implied to have agreed to receive such notice or document by way of such electronic communications and shall not have a right to elect to receive a physical copy of such notice or document, unless otherwise provided under applicable laws.

Electronic communication

134. Notwithstanding Regulation 133 above, the Directors may, at their discretion, at any time give a Member an opportunity via notice in writing to elect within a specified period of time whether to receive such notice or document by way of electronic communications or as a physical copy, and such Member shall be deemed to have consented to receive such notice or document by way of electronic communications if he was given such an opportunity via notice in writing to make an election and he failed to make an election within the specified time, and he shall not in such an event have a right to receive a physical copy of such notice or document, unless otherwise provided under applicable laws.

135. Where a notice of document is given, sent or served by electronic communications:

(a) To the current address of a person pursuant to Regulation 132, it shall be deemed to have been duly given, sent or served at the time of transmission of the electronic communication by email server or facility operated by the Company or its service provider to the current address of such person (notwithstanding any delayed receipt, non-delivery or "returned mail" reply message or any other error message indicating that the electronic communication was delayed or not successfully sent), unless otherwise provided under applicable laws; or
(b) By making it available on a website pursuant to Regulation 132, it shall be deemed to have been duly given, sent or served on the date on which the notice or document is first made available on the website, or unless otherwise provided under applicable laws.

136. A notice may be given by the Company to the joint holders of a share by giving the notice to the joint holder first named in the register of members in respect of the share.

How joint holders of shares may be served

137. A notice may be given by the Company to the persons entitled to a share in consequence of the death or bankruptcy of a member by sending it through the post in a prepaid letter addressed to them by name, or by the title of representatives of the deceased, or assignee of the bankrupt, or by any like description, at the address, if any within Singapore supplied for the purpose by the persons claiming to be so entitled, or (until such an address has been so supplied) by giving the notice in any manner in which the same might have been given if the death or bankruptcy had not occurred.

Notices in case of death or bankruptcy

138. (1) Notice of every general meeting shall be given in any manner hereinbefore authorised to –

Notice of general meetings

(a) every member;
(b) every person entitled to a share in consequence of the death or bankruptcy of a member who, but for his death or bankruptcy, would be entitled to receive notice of the meeting; and
(c) the auditor for the time being of the Company.

(2) No other person shall be entitled to receive notice of general meetings.

WINDING UP

139. If the Company is wound up the liquidator may, with the sanction of a special resolution of the Company, divide amongst the members in kind the whole or any part of the assets of the Company (whether they consist of property of the same kind or not) and may for that purpose set such value as he deems fair upon any property to be divided as aforesaid and may determine how the division shall be carried out as between the members or different classes of members. The liquidator may, with the like sanction, vest the whole or any part of such assets in trustees upon such trusts for the benefit of the contributories as the liquidator, with the like sanction, thinks fit, but so that no member shall be compelled to accept any shares or other securities whereon there is any liability.

Distribution of assets in specie

INDEMNITY

140. Every Director, managing director, agent, auditor, Secretary, and other officer for the time being of the Company shall be indemnified out of the assets of the Company against any liability incurred by him in defending any proceedings, whether civil or criminal, in which judgement is given in his favour or in which he is acquitted or in connection with any application under the Act in which relief is granted to him by the Court in respect of any negligence, default, breach of duty or breach of trust.

Indemnity

SECRECY

141. No member shall be entitled to require discovery of or any information respecting any detail of the Company's trade or any matter which may be in the nature of a trade secret, mystery of trade or secret process which may relate to the conduct of the business of the Company and which in the opinion of the Directors it will be inexpedient in the interest of the members of the Company to communicate to the public save as may be authorised by law.

Secrecy

PERSONAL DATA

142. (a) A member who is a natural person is deemed to have consented to the collection, use and disclosure of his personal data (whether such personal data is provided by that Member or is collected through a third party) by the Company (or its agents or service providers) from time to time for any of the following purposes:

Personal data of Member who is an individual

(i) Implementation and administration of any corporate action by the Company (or its agents or service providers);

(ii) Internal analysis and/or market research by the Company (or its agents or service providers);

(iii) Investor relations communications by the Company (or its agents or service providers);

(iv) Administration by the Company (or its agents or service providers) of that Member's holding of shares in the capital of the Company;

(v) Implementation and administration of any service provided by the Company (or its agents or service providers) to the Members to receive notices of meetings, annual reports and other shareholder communications and/or for appointment of proxies, whether by electronic transmission or otherwise;

(vi) Processing, administration and analysis by the Company (or its agents or service providers) of proxies and representatives appointed for any general meeting (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to any general meeting (including any adjournment thereof);

(vii) Implementation and administration of, and compliance with, any provision of these Regulations;

(viii) Compliance with any applicable laws, regulations and/or guidelines;

(ix) Purposes which have been agreed between the Company and that Member; and

(x) Purposes which are reasonably related to any of the above purposes.

(b) Any member who appoints a proxy and/or representative for any Personal data of general meeting and/or any adjournment thereof is deemed to have warranted that such Member discloses the personal data of such proxy and/or representative to the Company (or its agents or service providers), that such Member has obtained the prior consent of such proxy and/or representative for the collection, use and disclosure by the Company (or its agents or service providers) of the personal data of such proxy and/or representative for the purposes specified in these Regulation and is deemed to have agreed to indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of such Member's breach of warranty.

Personal data of proxies and representative

[redacted]

Name(s), Address(es) and Occupation(s) of Subscriber(s)
YINSON PRODUCTION OFFSHORE PTE. LTD. 3 Church Street #18-01 Samsung Hub Singapore 049483 DocuSigned by: E827C5CC7AC1478... ……………………………………….......... **Name: Lim Chern Yuan** **Executed on behalf of YINSON PRODUCTION OFFSHORE PTE. LTD.** by its duly authorised attorney

Dated this 6th October 2023

Confirming the above e-signature
via DocuSign: -

DocuSigned by:
FE3DCB67DE8A40D...
………………………………

Name: Chia Mei Lin
(CSIS NO. 8171110)
Chartered Secretary

The Board of Directors

Yinson Production Offshore Pte. Ltd.
3 Church Street,
#18-01 Samsung Hub,
Singapore 049483

INDEPENDENT AUDITOR'S REPORT ON THE SPECIAL PURPOSE FINANCIAL STATEMENTS OF YINSON PRODUCTION OFFSHORE PTE. LTD. ACTING AS A GUARANTOR FOR YINSON PRODUCTION FINANCIAL SERVICES PTE. LTD.'S LISTING OF A BOND ON EURONEXT OSLO BØRS

Our Opinion

In our opinion, the accompanying special purpose consolidated financial statements of Yinson Production Offshore Pte. Ltd. ("the Company") and its subsidiaries ("the Group") present fairly, in all material respects, the consolidated financial position of the Group as at 31 January 2024 and 31 January 2023, and their consolidated financial performance and their consolidated cash flows for the financial years ended 31 January 2024 and 31 January 2023 in accordance with International Financial Reporting Standards ("IFRSs").

What we have audited

The special purpose consolidated financial statements of the Group comprise:

- the consolidated income statements of the Group for the financial years ended 31 January 2024 and 31 January 2023;
- the consolidated statements of comprehensive income of the Group for the financial years ended 31 January 2024 and 31 January 2023;
- the consolidated statements of financial position of the Group as at 31 January 2024 and 31 January 2023;
- the consolidated statements of changes in equity of the Group for the financial years then ended;
- the consolidated statements of cash flows of the Group for the financial years then ended; and
- the notes to the special purpose consolidated financial statements, including material accounting policy information.

Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing ("ISAs"). Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Special Purpose Consolidated Financial Statements* section of our report.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion

Basis for Opinion (continued)

Independence

We are independent of the Group in accordance with the Accounting and Corporate Regulatory Authority Code of Professional Conduct and Ethics for Public Accountants and Accounting Entities ("ACRA Code") together with the ethical requirements that are relevant to our audit of the special purpose consolidated financial statements in Singapore, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ACRA Code.

Responsibilities of Management and Directors for the Special Purpose Consolidated Financial Statements

Management is responsible for the preparation and fair presentation of the special purpose consolidated financial statements in accordance with IFRSs, and for such internal control as management determines is necessary to enable the preparation of special purpose consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the special purpose consolidated 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 are responsible for overseeing the Group's financial reporting process.

Auditor's Responsibilities for the Audit of the Special Purpose Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the special purpose consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's 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 ISAs 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 special purpose consolidated financial statements.

Auditor's Responsibilities for the Audit of the Special Purpose Consolidated Financial Statements (continued)

As part of an audit in accordance with ISAs, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the special purpose consolidated 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 control.
- Obtain an understanding of internal control 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 control.
- 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 auditor's report to the related disclosures in the special purpose consolidated 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 auditor's 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 special purpose consolidated financial statements, including the disclosures, and whether the special purpose consolidated 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 special purpose 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 control that we identify during our audit.

INDEPENDENT AUDITOR'S REPORT ON THE SPECIAL PURPOSE FINANCIAL STATEMENTS OF YINSON PRODUCTION OFFSHORE PTE. LTD. ACTING AS A GUARANTOR FOR YINSON PRODUCTION FINANCIAL SERVICES PTE. LTD.'S LISTING OF A BOND ON EURONEXT OSLO BØRS (continued)

Restriction on distribution and use

This report is made solely to you as a body for the inclusion in the Prospectus of Yinson Production Financial Services Pte. Ltd. to be issued in relation to the Yinson Production Financial Services Pte. Ltd.'s listing of a bond on Euronext Oslo Børs.

PricewaterhouseCoopers LLP

PricewaterhouseCoopers LLP
Public Accountants and Chartered Accountants
Singapore, 22 January 2025

YINSON PRODUCTION OFFSHORE PTE. LTD. AND ITS SUBSIDIARIES

(Incorporated in Singapore. Registration Number: 201429097M)

SPECIAL PURPOSE CONSOLIDATED FINANCIAL STATEMENTS

For the financial years ended 31 January 2024 and 31 January 2023

YINSON PRODUCTION OFFSHORE PTE LTD AND ITS SUBSIDIARIES
(Incorporated in Singapore)

SPECIAL PURPOSE CONSOLIDATED FINANCIAL STATEMENTS
For the financial years ended 31 January 2024 and 31 January 2023

Contents

YINSON PRODUCTION OFFSHORE PTE LTD AND ITS SUBSIDIARIES

CONSOLIDATED INCOME STATEMENTS

For the financial years ended 31 January 2024 and 31 January 2023

	Note	Group **2024** **USD million**	 2023 USD million
Revenue	6	**2,506**	1,351
Cost of sales	7	**(1,870)**	(951)
Gross profit		**636**	400
Other items of income			
Interest income		**11**	6
Other income	8	**11**	9
Other items of expenses			
Administrative expenses	9	**(54)**	(39)
Finance costs	11	**(175)**	(93)
Share of profit/(loss) of joint ventures		**4**	(1)
Share of loss of associates		**(^)**	-
Profit before tax		**433**	282
Income tax expense	12	**(114)**	(63)
Profit for the financial year		**319**	219
Attributable to:			
Owners of the Company		**279**	216
Non-controlling interests		**40**	3
		319	219

^ Below USD 1 million.

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

YINSON PRODUCTION OFFSHORE PTE LTD AND ITS SUBSIDIARIES

CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME

For the financial years ended 31 January 2024 and 31 January 2023

		Group	
	Note	**2024** **USD million**	2023 USD million
Profit for the financial year		**319**	219
Other comprehensive income/(loss):			
Items that will be reclassified subsequently to profit or loss:			
- Cash flows hedge reserve		**27**	95
- Reclassification of changes in fair value of cash flow hedges	11	**(39)**	(2)
Other comprehensive (loss)/income for the financial year		**(12)**	93
Total comprehensive income for the financial year		**307**	312
Attributable to:			
Owner of the Company		**268**	288
Non-controlling interests		**39**	24
		307	312

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

YINSON PRODUCTION OFFSHORE PTE LTD AND ITS SUBSIDIARIES

CONSOLIDATED STATEMENTS OF FINANCIAL POSITION

As at 31 January 2024 and 31 January 2023

	Note	Group	
		2024 **USD million**	2023 USD million
Assets			
Non-current assets			
Property, plant and equipment	14	**692**	729
Intangible assets	15	**43**	55
Investment in joint ventures	17	**78**	82
Investment in associates	18	**4**	1
Other receivables	19	**17**	17
Other assets	20	**4**	5
Finance lease receivables	21(a)	**1,785**	471
Deferred tax assets	22	**4**	2
Derivatives	23	**73**	80
Contract assets	6(b)	**1,965**	1,934
		4,665	3,376
Current assets			
Inventories	24	**16**	6
Other assets	20	**49**	165
Contract assets	6(b)	**72**	30
Tax recoverable		**3**	-
Derivatives	23	**8**	7
Finance lease receivables	21(a)	**34**	23
Trade and other receivables	19	**156**	219
Cash and bank balances	25	**576**	275
		914	725
Total assets		**5,579**	4,101
Equity and liabilities			
Equity			
Share capital	26	**1,014**	1,104
Reserves	27	**45**	46
Retained earnings		**544**	301
Equity attributable to owner of the Company		**1,603**	1,451
Non-controlling interests		**158**	129
Total equity		**1,761**	1,580
Non-current liabilities			
Loans and borrowings	28	**2,701**	1,452
Lease liabilities	21(b)	**12**	14
Contract liabilities	6(b)	**52**	59
Other payables	29	**97**	275
Derivatives	23	**6**	-
Deferred tax liabilities	22	**124**	76
		2,992	1,876
Current liabilities			
Loans and borrowings	28	**185**	117
Lease liabilities	21(b)	**5**	4
Contract liabilities	6(b)	**11**	218
Trade and other payables	29	**588**	278
Put option liability	27(c)	**5**	15
Tax payables		**32**	13
		826	645
Total liabilities		**3,818**	2,521
Total equity and liabilities		**5,579**	4,101

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

YINSON PRODUCTION OFFSHORE PTE LTD AND ITS SUBSIDIARIES

CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY

For the financial year ended 31 January 2024

	Attributable to owner of the Company								
	Share capital USD million (Note 26)	**Foreign currency translation reserve USD million (Note 27(a))**	**Cash flows hedge reserve USD million (Note 27(b))**	**Put option reserve USD million (Note 27(c))**	**Capital reserve USD million (Note 27(d))**	**Retained earnings USD million**	**Total USD million**	**Non-controlling interests USD million**	**Total equity USD million**
Group									
2024									
At 1 February 2023	1,104	4	65	(15)	(8)	301	1,451	129	1,580
Profit for the financial year	-	-	-	-	-	279	279	40	319
Other comprehensive loss	-	-	(11)	-	-	-	(11)	(1)	(12)
Total comprehensive income	-	-	(11)	-	-	279	268	39	307
Transactions with owners									
Cash dividends to owner of the Company (Note 13)	-	-	-	-	-	(36)	(36)	-	(36)
Cash dividends to a non-controlling interest (Note 16(b)(i))	-	-	-	10	-	-	10	(10)	-
Capital reduction to owner of the Company (Note 26)	(90)	-	-	-	-	-	(90)	-	(90)
Total transactions with owners	(90)	-	-	10	-	(36)	(116)	(10)	(126)
At 31 January 2024	1,014	4	54	(5)	(8)	544	1,603	158	1,761

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

YINSON PRODUCTION OFFSHORE PTE LTD AND ITS SUBSIDIARIES

CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY

For the financial year ended 31 January 2023

	Attributable to owner of the Company								
	Share capital USD million (Note 26)	**Foreign currency translation reserve USD million (Note 27(a))**	**Cash flows hedge reserve USD million (Note 27(b))**	**Put option reserve USD million (Note 27(c))**	**Capital reserve USD million (Note 27(d))**	**Retained earnings USD million**	**Total USD million**	**Non-controlling interests USD million**	**Total equity USD million**
Group									
2023									
At 1 February 2022	845	4	(7)	(30)	222	154	1,188	120	1,308
Profit for the financial year	-	-	-	-	-	216	216	3	219
Other comprehensive income	-	-	72	-	-	-	72	21	93
Total comprehensive income	-	-	72	-	-	216	288	24	312
Transactions with owners									
Cash dividends to owner of the Company (Note 13)	-	-	-	-	-	(69)	(69)	-	(69)
Cash dividends to a non-controlling interest (Note 16(b)(i))	-	-	-	15	-	-	15	(15)	-
Restructuring exercise (Note 27(d))	-	-	-	-	(230)	-	(230)	-	(230)
Issue of share capital (Note 26)	259	-	-	-	-	-	259	-	259
Total transactions with owners	259	-	-	15	(230)	(69)	(25)	(15)	(40)
At 31 January 2023	1,104	4	65	(15)	(8)	301	1,451	129	1,580

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

CONSOLIDATED STATEMENTS OF CASH FLOWS

For the financial years ended 31 January 2024 and 31 January 2023

	Note	Group **2024** **USD million**	 2023 USD million
Cash flows from operating activities			
Profit before tax		**433**	282
Adjustments for:			
Amortisation of intangible assets	15	**13**	13
Depreciation of property, plant and equipment		**50**	52
Finance costs	11	**175**	93
Finance lease income	6	**(195)**	(82)
Gain on disposal of property, plant and equipment		**-**	(5)
Interest income		**(11)**	(6)
Net compensation income from termination of an anticipated FPSO project	8	**(8)**	-
Remeasurement of finance lease receivables	6	**(93)**	-
Share of (profit)/loss of joint ventures		**(4)**	1
Unrealised loss on foreign exchange		**3**	4
Operating cash flows before working capital changes		**363**	352
Changes in working capital:			
Inventories		**(10)**	(6)
Receivables		**97**	(77)
Other assets		**117**	(149)
Payables		**307**	70
Contract assets		**(1,357)**	(837)
Contract liabilities		**(214)**	204
Cash flows used in operations		**(697)**	(443)
Finance lease payments received		**213**	112
Finance costs paid		**(1)**	(1)
Interest received		**11**	6
Taxes paid		**(52)**	(27)
Net cash flows used in operating activities		**(526)**	(353)

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

YINSON PRODUCTION OFFSHORE PTE LTD AND ITS SUBSIDIARIES

CONSOLIDATED STATEMENTS OF CASH FLOWS

For the financial years ended 31 January 2024 and 31 January 2023

	Note	Group	
		2024	2023
Cash flows from investing activities		**USD million**	USD million
Purchase of intangible assets	15	**(1)**	-
Purchase of property, plant and equipment	14(a)	**(8)**	(8)
Proceeds from disposal of property, plant and equipment		**-**	16
Investments in associates		**(3)**	-
Fixed deposits placement with maturity period over 3 months		**(2)**	-
Dividend received from joint ventures		**8**	-
Advance to immediate holding company		**-**	(12)
Advance to related companies		**-**	(22)
Repayment of advances to immediate holding company		**7**	-
Deposits paid to acquire a vessel		**-**	(8)
Deposits received to acquire a vessel		**-**	13
Net cash flows generated from/(used in) investing activities		**1**	(21)
Cash flows from financing activities			
Dividends paid to immediate holding company	13	**(36)**	(69)
Dividends paid to non-controlling interests		**(10)**	(15)
Advances from immediate holding company		**-**	109
Advances from related companies		**74**	138
Repayment of advances from immediate holding company		**(39)**	-
Repayment of advances from related companies		**(211)**	(3)
Finance costs paid[(i)]		**(140)**	(67)
Drawdown of term loans		**1,397**	139
Repayment of term loans		**(115)**	(82)
Repayment of lease liabilities		**(6)**	(2)
Capital reduction to owner of the Company		**(90)**	-
Net cash flows generated from financing activities		**824**	148
Net increase/(decrease) in cash and cash equivalents		**299**	(226)
Cash and cash equivalents at beginning of financial year		**255**	481
Cash and cash equivalents at end of financial year	25	**554**	**255**

(i) Included in the Group's finance cost paid is finance cost relating to interest rate swaps of USD 39 million (2023: USD 2 million) received in the current financial year.

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

CONSOLIDATED STATEMENTS OF CASH FLOWS

For the financial years ended 31 January 2024 and 31 January 2023

Reconciliation of liabilities arising from financing activities

	Note	Amounts due to immediate holding company USD million	Amounts due to ultimate holding company USD million	Amounts due to related companies USD million	Loans and borrowings USD million	Lease liabilities USD million	Total USD million
Group							
At 1 February 2022		-	4	42	1,492	3	1,541
Cash inflows/(outflows)							
Drawdown		-	-	-	139	-	139
Repayment		-	-	-	(82)	(2)	(84)
Finance costs paid		-	-	-	(68)	(1)	(69)
Advances		109	-	138	-	-	247
Repayment of advances		-	-	(3)	-	-	(3)
Changes in working capital within operating activities		(23)	3	1	-	-	(19)
Non-cash changes							
Addition to lease liabilities		-	-	-	-	17	17
Finance costs		-	-	3	88	1	92
Acquisition of equity interest	27(d)	-	219	-	-	-	219
Novation[(ii)]		259	(219)	(40)	-	-	-
Capitalisation	26	(259)	-	-	-	-	(259)
At 31 January 2023 and 1 February 2023	21(b), 28, 29	86	7	141	1,569	18	1,821
Cash inflows/(outflows)							
Drawdown		-	-	-	1,397	-	1,397
Repayment		-	-	-	(115)	(6)	(121)
Finance costs paid		-	-	(16)	(162)	(1)	(179)
Advances		-	-	74	-	-	74
Repayment of advances		(39)	-	(211)	-	-	(250)
Changes in working capital within operating activities		-	1	-	-	-	1
Non-cash changes							
Addition to lease liabilities		-	-	-	-	5	5
Finance costs		-	-	13	197	1	211
At 31 January 2024	21(b), 28, 29	47	8	1	2,886	17	2,959

(ii) Novation of advances arose from the internal re-organisation exercise carried out during the financial years.

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

1. Corporate information

Yinson Production Offshore Pte Ltd (the "Company" or “YPOPL”) is incorporated and domiciled in Singapore. The address of its registered office is 3 Church Street, #18-01 Samsung Hub, Singapore 049483.

The principal activities of the Company are investment holding and provision of management services.

The principal activities of the subsidiaries are disclosed in Note 16 to the special purpose consolidated financial statements.

The immediate holding company is Yinson Global Corporation (S) Pte. Ltd., incorporated in Singapore. Yinson Holdings Berhad (“YHB”), incorporated and listed in Malaysia, is the ultimate holding company.

The special purpose consolidated financial statements are presented in United States Dollar (“USD”), which is also the Company’s functional currency. Unless otherwise indicated, the amounts in these special purpose consolidated financial statements have been rounded to the nearest million.

2. Material accounting policy information

Unless otherwise stated, the following accounting policies have been applied consistently in dealing with items that are considered material in relation to the special purpose consolidated financial statements.

2.1 Basis of preparation

These special purpose consolidated financial statements of the Group have been prepared in accordance with International Financial Reporting Standards (“IFRSs”), as issued by the International Accounting Standards Board (“IASB”). The directors wish to affirm the special purpose consolidated financial statements have met the requirements of International Accounting Standard 1 – Presentation of Financial Statements.

The special purpose consolidated financial statements have been prepared under the historical cost convention unless otherwise indicated in this summary of significant accounting policies.

The preparation of special purpose consolidated financial statements in conformity with IFRSs requires the use of certain critical accounting estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the special purpose consolidated financial statements, and the reported amounts of revenues and expenses during the reported period. It also requires Directors to exercise their judgement in the process of applying the Group's accounting policies. Although these estimates and judgements are based on the Directors’ best knowledge of current events and actions, actual results may differ. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the special purpose consolidated financial statements are disclosed in Note 5.

2.2 Consolidation

Control is achieved when the Group is exposed, 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. Specifically, the Group controls an investee, if and only if, the Group has:
(i) power over the investee (i.e. existing rights that give it the current ability to direct the relevant activities of the investee);
(ii) exposure or rights to variable returns from its involvement with the investee; and
(iii) the ability to use its power over the investee to affect its returns.

When the Group has less than a majority of the voting or similar rights in an investee, the Group considers all relevant facts and circumstances in assessing whether it has power over an investee, including:
(i) the contractual arrangement with the other vote holders of the investee;
(ii) rights arising from other contractual arrangements; and
(iii) the Group’s voting rights and potential voting rights.

2. Material accounting policy information (continued)

2.2 Consolidation (continued)

The Group re-assesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control. Consolidation of a subsidiary begins when the Group obtains control over the subsidiary and ceases when the Group loses control of the subsidiary. Assets, liabilities, income and expenses of a subsidiary acquired or disposed of during the financial year are included in the special purpose consolidated financial statements of the Group from the date the Group gains control or until the date the Group ceases to control the subsidiary respectively.

Profit or loss and each component of other comprehensive income ("OCI") are attributed to the owner of the Company and to the non-controlling interests, even if this results in the non-controlling interests having a deficit balance. When necessary, adjustments are made to the special purpose consolidated financial statements of subsidiaries to bring their accounting policies in line with the Group's accounting policies. All intra-group assets and liabilities, equity, income, expenses and cash flows relating to transactions between members of the Group are eliminated in full on consolidation.

Transactions with non-controlling interests that do not result in loss of control are accounted for as transactions with equity owners of the Group. A change in ownership interest results in an adjustment between carrying amounts of the controlling and non-controlling interests to reflect their relative interest in the subsidiary. Any difference between the amount of adjustment to non-controlling interests and any consideration paid or received is recognised in equity attributable to owner of the Company.

2.3 Business combinations

Common control business combinations

Business combinations involving entities under common control are accounted for by applying predecessor accounting. The assets and liabilities of the combining entities are reflected at their carrying amounts reported in the special purpose consolidated financial statements of the controlling holding company. Any difference between the consideration paid and the share capital of the “acquired” entity is reflected within equity as capital reserve. The consolidated statement of comprehensive income reflects the results of the combining entities for the full year, irrespective of when the combination takes place. The comparative information is restated to reflect the consolidated results of combining entities.

Other business combinations

For other acquisitions, business combinations are accounted for using the acquisition method. The cost of an acquisition is measured as the aggregate of the consideration transferred measured at acquisition date fair value and the amount of any non-controlling interests in the acquiree. For each business combination, the Group elects whether to measure the non-controlling interests in the acquiree at fair value or at the proportionate share of the acquiree's identifiable net assets. Acquisition-related costs are expensed as incurred and included in administrative expenses.

The Group determines that it has acquired a business when the acquired set of activities and assets include an input and a substantive process that together significantly contribute to the ability to create outputs. The acquired process is considered substantive if it is critical to the ability to continue producing outputs, and the inputs acquired include an organised workforce with the necessary skills, knowledge, or experience to perform that process or it significantly contributes to the ability to continue producing outputs and is considered unique or scarce or cannot be replaced without significant cost, effort, or delay in the ability to continue producing outputs.

When the Group acquires a business, it assesses the financial assets acquired and liabilities assumed for appropriate classification and designation in accordance with the contractual terms, economic circumstances and pertinent conditions as at the acquisition date. This includes the separation of embedded derivatives in host contracts by the acquiree.

If the business combination is achieved in stages, any previously held equity interest in the acquiree is re-measured to fair value at the acquisition date, any resulting gain or loss is recognised in profit or loss. It is then considered in the determination of goodwill.

2. Material accounting policy information (continued)

2.3 Business combinations (continued)

Other business combinations (continued)

Any contingent consideration to be transferred by the acquirer will be recognised at fair value at the acquisition date. Contingent consideration classified as an asset or liability that is a financial instrument and within the scope of IFRS 9 “Financial Instruments: Classification and Measurement of Financial Assets and Financial Liabilities”, is measured at fair value with changes in fair value recognised in profit or loss. If the contingent consideration is not within the scope of IFRS 9, it is measured in accordance with the appropriate IFRS. Contingent consideration that is classified as equity is not re-measured and subsequent settlement is accounted for within equity.

2.4 Investments in associates and joint ventures

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

A joint venture is a type of joint arrangement whereby the parties that have joint control of the arrangement have rights to the net assets of the joint venture. Joint control is the contractually agreed sharing of control of an arrangement, which exists only when decisions about the relevant activities require unanimous consent of the parties sharing control.

The classification of a joint arrangement as a joint venture depends upon the rights and obligations of the parties to the arrangement.

The Group’s investments in its associates and joint ventures are accounted for using the equity method.

Under the equity method, the investments in associates and joint ventures are initially recognised at cost. The carrying amount of the investments is adjusted to recognise changes in the Group’s share of net assets of the associates or joint venture since the acquisition date. Goodwill relating to the associate or joint venture is included in the carrying amount of the investment and is neither amortised nor individually tested for impairment.

The profit or loss reflects the Group’s share of the results of operations of the joint ventures and associates. Any change in OCI of those investees is presented as part of the Group’s OCI. In addition, when there has been a change recognised directly in the equity of the associates and joint ventures, the Group recognises its share of any changes, when applicable, in the statement of changes in equity. Unrealised gains and losses resulting from transactions between the Group and the associates and joint ventures are eliminated to the extent of the interest in the associate or joint venture.

Dividends received or receivable from associates and joint ventures are recognised as a reduction in the carrying amount of the investments. When the Group’s share of losses in associates or joint ventures equals or exceeds its interests in the associates or joint ventures, the Group does not recognise further losses, unless it has incurred legal or constructive obligations or made payments on behalf of the associate or joint venture.

The financial information of the associate and joint venture are prepared for the same reporting period as the Group. When necessary, adjustments are made to bring the accounting policies in line with those of the Group.

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

2. Material accounting policy information (continued)

2.5 Current versus non-current classification

The Group presents assets and liabilities in consolidated statements of financial position based on current/non-current classification. An asset is current when it is:

(i) expected to be realised or intended to be sold or consumed in its normal operating cycle;
(ii) held primarily for the purpose of trading;
(iii) expected to be realised within twelve months after the reporting period; or
(iv) cash or cash equivalents unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current. A liability is current when:

(i) it is expected to be settled in its normal operating cycle;
(ii) it is held primarily for the purpose of trading;
(iii) it is due to be settled within twelve months after the reporting period; or
(iv) there is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

The Group classifies all other liabilities as non-current. Deferred tax assets and liabilities are classified as non-current assets and liabilities.

2.6 Fair value measurement

The Group measures financial instruments, such as derivatives, at fair value at each reporting date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

(i) in the principal market for the asset or liability; or
(ii) in the absence of a principal market, in the most advantageous market for the asset or liability.

The principal or the most advantageous market must be accessible to by the Group.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Group uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the special purpose consolidated financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

Level 1 - Quoted (unadjusted) market prices in active markets for identical assets or liabilities;
Level 2 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable; and
Level 3 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

For assets and liabilities that are recognised in the special purpose consolidated financial statements on a recurring basis, the Group determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

2. Material accounting policy information (continued)

2.6 Fair value measurement (continued)

The Group's senior management determines the policies and procedures for recurring fair value measurement.

External valuers are involved for valuation of significant non-financial assets. Involvement of external valuers is decided by the senior management after discussion with and approval by the ultimate holding company's audit committee. Selection criteria include market knowledge, reputation, independence and whether professional standards are maintained. The senior management decides, after discussions with the Group's external valuers, which valuation techniques and inputs to use for each case.

At each reporting date, the senior management analyses the movements in the values of assets and liabilities which are required to be re-measured or re-assessed based on the Group's accounting policies. For this analysis, the senior management verifies the major inputs applied in the latest valuation by agreeing the information in the valuation computation to contracts and other relevant documents.

The senior management, in conjunction with the Group's external valuers, also compares the changes in the fair value of each asset and liability with relevant external sources to determine whether the change is reasonable.

For the purpose of fair value disclosures, the Group has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

2.7 Revenue from contracts with customers

The Group recognises revenue to depict the transfer of promised goods or services to the customer in an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services.

Revenue is recognised when a customer obtains control of goods or services, i.e. when the customer has the ability to direct the use of and obtain the benefits from the goods or services.

A five-step process is applied before revenue can be recognised:

Step 1: Identify contracts with customers;
Step 2: Identify the separate performance obligations;
Step 3: Determine the transaction price of the contract;
Step 4: Allocate the transaction price to each of the separate performance obligations; and
Step 5: Recognise the revenue as each performance obligation is satisfied.

The specific recognition criteria described below must also be met before revenue is recognised.

(i) Engineering, Procurement, Construction, Installation and Commissioning ("EPCIC") of Floating Production, Storage and Offloading ("FPSO") vessels

The Group provides design, supply, installation, operation, life extension and demobilisation of FPSO vessels. The vessel is constructed and leased to a customer on a finance lease arrangement (EPCIC contracts). The vessel is operated by the Group, under a separate operating and maintenance agreement, after transfer to the customer.

The contract includes multiple deliverables (such as Front-End Engineering Design ("FEED"), engineering, construction, procurement, installation, maintenance, operating services, demobilisation). The Group assesses the level of integration between different deliverables and ability of the deliverables to be performed by another party. Based on this assessment, the Group concludes whether the multiple deliverables are a single, or separate, performance obligation(s).

The EPCIC contract generally comprise a single performance obligation due to significant integration of the activities involved.

2. Material accounting policy information (continued)

2.7 Revenue from contracts with customers (continued)

(i) Engineering, Procurement, Construction, Installation and Commissioning ("EPCIC") of Floating Production, Storage and Offloading ("FPSO") vessels (continued)

The Group determines the transaction price based on consideration stated in the EPCIC contract and transaction price is allocated to performance obligations in the contract based on the relative stand-alone selling prices. The EPCIC contract has agreed fixed pricing terms and a fixed lump sum.

Finance lease arrangements under which the Group constructs and delivers an FPSO vessel to a customer (manufacture lease) are treated as disclosed in Note 2.13(b), therefore the transaction price is determined as the lower of (i) the fair value of the underlying leased FPSO, or (ii) the present value of the future lease payments accruing to the lessor plus any unguaranteed residual value accruing to it, discounted using a market rate of interest. In order to determine the revenue to be recognised based on this policy, the Group determines discounting using a market rate of interest that takes into account among others: time value of money, financing structure, country risk and risk profile of a client and project.

At contract inception, the Group assesses whether the Group renders EPCIC services and transfers control under IFRS 15 of the FPSO vessel over time or at a point in time by determining if (a) its performance does not create an asset with an alternative use to the Group; and (b) the Group has an enforceable right to payment for performance completed to date.

Where the FPSO vessel has no alternative use for the Group due to contractual restriction, and where the Group has enforceable rights to payment arising from the contractual terms, revenue is recognised over time by reference to the Group's progress towards completing the EPCIC of the FPSO vessels. Otherwise, revenue is recognised at a point in time.

The measure of progress is determined based on the proportion of contract costs incurred to date to the estimated total contract costs. Costs incurred that are not related to the EPCIC contract or that do not contribute towards satisfying a performance obligation are excluded from the measure of progress.

Management has determined that the input method best depicts the Group's progress towards complete satisfaction of the performance to the customer under its ongoing EPCIC contract, as it reflects the Group's efforts incurred to date relative to the total inputs expected to be incurred for these contracts.

An element of significant financing under IFRS 15 is deemed present in one of the Group's constructions FPSO project. In determining the construction revenue, the Group adjusts for the effects of the significant financing component using a discount rate that would be reflected in a separate financing transaction between the Group and its customer at contract inception, such that it reflects the credit characteristics of the party receiving financing in the contract.

Up to the point that the Group can reasonably measure the outcome of the performance obligation, revenue is only recognised to the extent of costs incurred.

Estimates of revenues, costs, or extent of progress toward completion are revised if circumstances change. Any resulting increases or decreases in estimated revenues or costs are reflected in the profit or loss in the period in which the circumstances that give rise to the revision become known by management.

Due to the nature of the services performed, variation orders and claims are commonly billed to customers in the normal course of business. The variation orders and claims are modifications of contracts that are usually not distinct and are therefore normally considered as part of the existing performance obligation. Variable consideration is included in the transaction only to the extent that it is a highly probable that a significant reversal in the amount of cumulative revenue recognised will not occur when the uncertainty associated with the variable consideration is subsequently resolved.

2. Material accounting policy information (continued)

2.7 Revenue from contracts with customers (continued)

(i) Engineering, Procurement, Construction, Installation and Commissioning ("EPCIC") of Floating Production, Storage and Offloading ("FPSO") vessels (continued)

The Group can agree on various payment arrangements which generally reflect the progress of delivered performance obligations. If the value of the goods transferred by the Group exceed the billings, a contract asset (refer to Note 2.26 for the accounting policy on contract assets) is recognised. If the billings exceed the value of the goods transferred, a contract liability (refer to Note 2.27 for the accounting policy on contract liabilities) is recognised.

For costs incurred in fulfilling the contract which are within the scope of another IFRS (e.g. Inventories), these have been accounted for in accordance with those other IFRS. If these are not within the scope of another IFRS, the Group will capitalise these as contract costs assets only if (a) these cost relate directly to a contract or an anticipated contract which the Group can specifically identify; (b) these cost generate or enhance resources of the Group that will be used in satisfying (or in continuing to satisfy) performance obligations in the future; and (c) these costs are expected to be recovered. Otherwise, such costs are recognised as an expense immediately.

Capitalised contract costs are subsequently amortised on a systematic basis as the Group recognises the related revenue over time. An impairment loss is recognised in the profit or loss to the extent that the carrying amount of capitalised contract costs exceeds the expected remaining consideration less any directly related costs not yet recognised as expenses.

(ii) Offshore maintenance support and rendering of services

The Group provides separate services to FPSO charterers including vessel management, repair and maintenance, crewing and operators, provisions, insurance, logistic support during the on-hire period. Revenue from offshore maintenance support and rendering of services are identified as a single performance obligation as the contracts comprise multiple deliverables that include a series of distinct goods or services that are substantially the same and have the same pattern of transfer to the customer.

The Group recognises revenue from offshore maintenance support and rendering of services over time, using an input method, measuring the inputs put in relative to the total expected inputs needed to transfer the promised services to the customer. Revenue is recognised on a straight-line basis as the inputs are expended evenly throughout the period. Revenue is recognised as and when the performance obligations are satisfied by the Group. The credit terms to customers is generally for a period of 30 to 60 days.

(iii) Management fees

Management fees are recognised over time in the period in which the services are rendered.

2.8 Revenue from other sources

The Group recognises revenue from other sources as follows:

(i) Chartering of FPSOs

Revenue from FPSO chartering contracts classified as operating leases are recognised on a straight-line basis over the lease period for which the customer has contractual right over the vessel.

(ii) Dividend income

Dividend income from associates and joint ventures is recognised when the Company's right to receive payment is established.

2. Material accounting policy information (continued)

2.8 Revenue from other sources (continued)

(iii) Interest income

Interest income from financial assets at amortised costs is recognised using the effective interest rate method.

2.9 Taxes

(a) Current income tax

Current income tax assets and liabilities for the current period are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date in the countries where the Group operates and generates taxable income.

Current income tax relating to items recognised directly in equity is recognised in equity and not in the profit or loss. 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.

(b) Deferred tax

Deferred tax is provided using the liability method, on temporary differences between the tax bases of assets and liabilities and their carrying amounts in the special purpose consolidated financial statements at the reporting date.

Deferred tax assets are recognised for all deductible temporary differences, unused tax credits and any unused tax losses, to the extent that it is probable that sufficient future taxable profit will be available against which the deductible temporary differences, unused tax credits and unused tax losses can be utilised.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the financial 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 reporting date.

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss. Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

2.10 Foreign currencies

(a) Functional and presentation currency

Items included in the special purpose consolidated financial statements of each of the Group’s entities are measured using the currency of the primary economic environment in which the entity operates (the “functional currency”). The special purpose consolidated financial statements are presented in United States Dollar, which is also the Group’s functional currency.

(b) Transactions and balances

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions or valuation where items are remeasured. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at year-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in profit or loss.

2. Material accounting policy information (continued)

2.10 Foreign currencies (continued)

(b) Transactions and balances (continued)

However, exchange differences are deferred in OCI when they arose from qualifying cash flow or net investment hedges or are attributable to items that form part of the net investment in a foreign operation.

Translation differences on non-monetary financial assets and liabilities such as equities held at fair value through profit or loss are recognised in profit or loss as part of the fair value gain or loss. Translation differences on non-monetary financial assets are included in OCI.

(c) Group companies

The results and financial position of all the Group's entities (none of which has the currency of a hyperinflationary economy) that have a functional currency different from the presentation currency are translated into the presentation currency as follows:

(i) assets and liabilities for each statement of financial position presented are translated at the closing rate at the date of that statement of financial position;

(ii) income and expenses for each statement of comprehensive income or separate income statement presented are translated at average exchange rates for the financial periods (unless this average is not a reasonable approximation of the cumulative effect of the rates prevailing on the transaction dates, in which case income and expenses are translated at the rate on the dates of the transactions); and

(iii) all resulting exchange differences are recognised as a separate component of OCI.

Fair value adjustments arising on the acquisition of a foreign entity are treated as assets and liabilities of the foreign entity and translated at the closing rate. Exchange differences arising are recognised in OCI.

2.11 Cash dividend to owner of the Company

The Company recognises a liability to make cash distributions to owner of the Company when the distribution is authorised and the distribution is no longer at the discretion of the Company.

2.12 Property, plant and equipment

Property, plant and equipment is stated at cost, net of accumulated depreciation and accumulated impairment losses, if any. Cost includes purchase price and any cost that is directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by the management. Cost also includes borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset. Refer to Note 2.14 for the accounting policy on borrowing costs.

When significant parts of property, plant and equipment are required to be replaced at intervals, the Group recognises such parts as individual assets with specific useful lives and depreciates them accordingly. Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when 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. 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. The carrying amount of the replaced part is derecognised. All other repair and maintenance costs are recognised in profit or loss as incurred. The present value of the expected cost for the decommissioning of an asset after its use is included in the cost of the respective asset if the recognition criteria for a provision are met.

2. Material accounting policy information (continued)

2.12 Property, plant and equipment (continued)

Construction-in-progress are not depreciated as these assets are not yet available for use. Depreciation is calculated on a straight-line basis to allocate the cost of each asset to their residual values over their estimated useful lives as follows:

Motor vehicles	5 - 10 years
FPSO	Lease term of 20 years
Electrical installation (under other assets)	3 years
Renovation, office equipment, furniture and fittings (under other assets)	3 - 10 years
Capital spares (under other assets)	25 years

An item of property, plant and equipment and any significant part is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the profit or loss when the asset is derecognised.

Residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

At the end of the reporting period, the Group assesses whether there is any indication of impairment. If such indications exist, an analysis is performed to assess whether the carrying amount of the asset is fully recoverable. A write down is made if the carrying amount exceeds the recoverable amount. Refer to Note 2.19 for the accounting policy on impairment of non-financial assets.

2.13 Leases

(a) Accounting by lessee

Leases are recognised as right-of-use ("ROU") asset and a corresponding liability at the date on which the leased asset is available for use by the Group (i.e. the commencement date).

Contracts may contain both lease and non-lease components. The Group allocates the consideration in the contract to the lease and non-lease components based on their relative stand-alone prices. However, for leases of properties for which the Group is a lessee, it has elected the practical expedient provided in IFRS 16 not to separate lease and non-lease components. Both components are accounted for as a single lease component and payments for both components are included in the measurement of lease liability.

<u>Lease term</u>

In determining the lease term, the Group considers all facts and circumstances that create an economic incentive to exercise an extension option, or not to exercise a termination option. Extension options (or periods after termination options) are only included in the lease term if the lease is reasonably certain to be extended (or not to be terminated).

The Group reassesses the lease term upon the occurrence of a significant event or change in circumstances that is within the control of the Group and affects whether the Group is reasonably certain to exercise an option not previously included in the determination of lease term, or not to exercise an option previously included in the determination of lease term. A revision in lease term results in remeasurement of the lease liabilities. See accounting policy below on reassessment of lease liabilities.

<u>ROU assets</u>

ROU assets are initially measured at cost comprising the following:

- The amount of the initial measurement of lease liability;
- Any lease payments made at or before the commencement date less any lease incentive received;
- Any initial direct costs; and
- Decommissioning or restoration costs.

2. Material accounting policy information (continued)

2.13 Leases (continued)

(a) Accounting by lessee (continued)

ROU assets (continued)

ROU assets are subsequently measured at cost, less accumulated depreciation and impairment loss (if any). The ROU assets are generally depreciated over the shorter of the asset's useful life and the lease term on a straight-line basis. If the Group is reasonably certain to exercise a purchase option, the ROU asset is depreciated over the underlying asset's useful life. In addition, the ROU assets are adjusted for certain remeasurement of the lease liabilities.

ROU assets are presented as part of property, plant and equipment in the consolidated statements of financial position of the Group.

Lease liabilities

Lease liabilities are initially measured at the present value of the lease payments that are not paid at that date. The lease payments include the following:

- Fixed payments (including in-substance fixed payments), less any lease incentive receivable;
- Variable lease payments that are based on an index or a rate, initially measured using the index or rate as at the commencement date;
- Amounts expected to be payable by the Group under residual value guarantees;
- The exercise price of a purchase and extension options if the Group is reasonably certain to exercise that option; and
- Payments of penalties for terminating the lease, if the lease term reflects the Group exercising that option.

Lease payments are discounted using the interest rate implicit in the lease. If that rate cannot be readily determined, which is generally the case for leases in the Group, the lessee's incremental borrowing rate is used. This is the rate that the individual lessee would have to pay to borrow the funds necessary to obtain an asset of similar value to the ROU in a similar economic environment with similar term, security and conditions.

Lease payments are allocated between principal and finance cost. The finance cost is charged to profit or loss over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period.

Variable lease payments that are not based on an index or rate are recognised in profit or loss in the period in which the condition that triggers those payments occurs.

Lease liabilities are presented as a separate line item in the consolidated statements of financial position of the Group. Interest expense on the lease liability is presented within finance cost in profit or loss.

Reassessment of lease liabilities

The Group is also exposed to potential future increases in variable lease payments that depend on an index or rate, which are not included in the lease liability until they take effect. When adjustments to lease payments based on an index or rate take effect, the lease liability is remeasured and adjusted against the ROU assets.

Short-term leases and leases of low-value assets

Short-term leases are leases with a lease term of 12 months or less. Low-value assets comprise small items of office furniture. Payments associated with short-term leases of vehicles and properties and all leases of low-value assets are recognised on a straight-line basis over the lease term as an expense in profit or loss.

2. **Material accounting policy information** (continued)

2.13 **Leases** (continued)

(b) **Accounting by lessor**

As a lessor, the Group 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 to the lessee. As part of this assessment, the Group considers certain indicators such as whether the lease is for the major part of the economic life of the asset, the present value of the minimum lease payments amounts to at least substantially all of the fair value of the leased asset at the inception of the lease and the lessee has the option to purchase the asset at a price that is expected to be sufficiently lower than the fair value at the date the option becomes exercisable for it to be reasonably certain, at the inception of the lease, that the option will be exercised.

Finance lease

The Group classifies a lease as a finance lease if the lease transfers substantially all the risks and rewards incidental to ownership of an underlying asset to the lessee.

The Group derecognises the underlying asset and recognises a receivable at an amount equal to the net investment in a finance lease. Net investment in a finance lease is measured at an amount equal to the sum of the present value of lease payments from lessee and the unguaranteed residual value of the underlying asset. The lease payments include fixed payments, variable lease payments that depend on an index or a rate and unguaranteed residual value of the leased asset.

Variable lease payments that do not depend on an index or a rate are recognised as revenue in the period in which the event or condition that triggers the payment occurs.

The net investment is subject to IFRS 9 impairment (refer to Note 2.16(ii) on impairment of financial assets). In addition, the Group reviews regularly the estimated unguaranteed residual value.

Lease income is recognised over the term of the lease using the net investment method so as to reflect a constant periodic rate of return. The Group revises the lease income allocation if there is a reduction in the estimated unguaranteed residual value.

Where a lease is determined to be a finance lease at lease inception and the Group is a manufacturer-lessor, the Group recognises selling profit or loss on a finance lease as follows:

- Revenue is the fair value of the underlying leased asset or, if lower, the present value of the lease payments accruing to the lessor, discounted using a market rate of interest;
- Cost of sale is the cost, or carrying amount (if different), of the underlying leased asset, less the present value of the unguaranteed residual value; and
- Selling profit or loss is the difference between revenue and the cost of sale, and is recognised in accordance with the principles in IFRS 15 (Note 2.7(i)).

Changes in variable lease payments that depend on an index or a rate that occur subsequent to initial measurement are included in the lease payments at lease commencement and upon subsequent adjustments to the charter rates that are agreed with customers. These changes are accounted for as a re-measurement of the net investment in a finance lease and recognised as revenue in the period in which the change occurs.

Operating lease

Leases in which the Group does not transfer substantially all the risks and benefits of ownership of an asset are classified as operating leases. Initial direct costs incurred in negotiating an operating lease are added to the carrying amount of the leased asset and recognised over the lease term on a straight-line basis on the same basis as rental income. Contingent rents are recognised as revenue in the period in which they are earned.

2. Material accounting policy information (continued)

2.13 Leases (continued)

(b) Accounting by lessor (continued)

Separating lease and non-lease components

If an arrangement contains lease and non-lease components, the Group allocates the consideration in the contract to the lease and non-lease components based on the stand-alone selling prices in accordance with the principles in IFRS 15.

2.14 Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of a qualifying asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the asset, until such time all the assets are substantially ready for their intended use or sale. All other borrowing costs are expensed in the period in which they occur.

2.15 Intangible assets

(i) Computer software

Costs incurred to acquire computer software that are not an integral part of the related hardware, are capitalised as intangible assets and amortised on a straight-line basis over the estimated useful life of 5 - 10 years, when the assets are ready for their intended use. The capitalisation of computer software is on the basis of the costs incurred to acquire and bring to use the specific software.

Directly attributable costs that are capitalised as part of the software product include the software development employee costs and an appropriate portion of relevant overheads.

(ii) Contract rights

Contractual rights and obligations for a customer contract are recognised at its fair value at the date of acquisition and subsequently amortised over the contract period of 8 years upon commencement of charter.

When an indication of impairment exists, the carrying amount of the intangible assets is assessed and written down to its recoverable amount. Refer to Note 2.19 for the accounting policy on impairment of non-financial assets.

2.16 Financial instruments

(i) Financial assets

(a) Classification, initial recognition and measurement

The Group classifies its financial assets in the following measurement categories:

- Financial assets measured at amortised cost;
- Financial assets at fair value through other comprehensive income ("FVOCI"); and
- Financial assets at fair value through profit or loss ("FVTPL").

Regular way purchases and sales of financial assets are recognised on trade-date, the date on which the Group commits to purchase or sell the asset.

At initial recognition, the Group measures a financial asset at its fair value plus, in the case of a financial asset not at FVTPL, transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at FVTPL are expensed in profit or loss.

2. Material accounting policy information (continued)

2.16 Financial instruments (continued)

(i) Financial assets (continued)

(a) Classification, initial recognition and measurement (continued)

Financial assets with embedded derivatives are considered in their entirety when determining whether their cash flows are solely payment of principal and interest ("SPPI").

(b) Subsequent measurement

Debt instruments

Subsequent measurement of debt instruments depends on the Group’s business model for managing the asset and the cash flow characteristics of the asset. The Group reclassifies debt investments when and only when its business model for managing those assets changes.

(i) Financial assets at amortised cost

Assets that are held for collection of contractual cash flows where those cash flows represent SPPI are measured at amortised cost using the effective interest rate ("EIR") method. Any gains and losses are recognised in profit or loss when the debt instruments are derecognised or impaired, and through the amortisation process.

(ii) Financial assets at fair value through other comprehensive income (“FVOCI”)

Assets that are held for collection of contractual cash flows and for selling the financial assets, where the assets’ cash flows represent SPPI, are measured at FVOCI.

After initial measurement, FVOCI financial assets are subsequently measured at fair value with unrealised gains or losses recognised in OCI and credited in the FVOCI reserve until the investment is derecognised, at which time the cumulative gain or loss is recognised in other operating income, or the investment is determined to be impaired, at which time the cumulative loss is reclassified from the FVOCI reserve to the profit or loss. Interest earned whilst holding FVOCI financial assets is reported as interest income using the EIR method.

(iii) Financial assets at fair value through profit or loss ("FVTPL")

Assets that do not meet the criteria for amortised cost or FVOCI are measured at FVTPL. The Group may also irrevocably designate financial assets at FVTPL if doing so significantly reduces or eliminates a mismatch created by assets and liabilities being measured on different bases.

Financial assets at FVTPL are carried in the consolidated statements of financial position at fair value with net changes in fair value presented as administrative expenses (negative net changes in fair value) or other income (positive net changes in fair value) in profit or loss.

2. Material accounting policy information (continued)

2.16 Financial instruments (continued)

(ii) Impairment of financial assets

The Group assesses on a forward looking basis the expected credit loss ("ECL") associated with its debt instruments carried at amortised cost. The impairment methodology applied depends on whether there has been a significant increase in credit risk.

The Group has five types of financial instruments that are subject to the ECL model:

(i) Trade and other receivables;
(ii) Contract assets;
(iii) Derivatives
(iv) Finance lease receivables; and
(v) Cash and bank balances.

While cash and bank balances are also subject to the impairment requirements of IFRS 9, there was no impairment loss identified.

ECL represent a probability-weighted estimate of the difference between the present value of cash flows according to contracts and the present value of cash flows the Group expects to receive, over the remaining life of the financial instrument.

(a) General 3-stage approach for financial assets and contract assets at amortised cost

At each reporting date, the Group measures loss allowance at an amount equal to 12-month ECL if credit risk on a financial instrument or a group of financial instruments has not increased significantly since initial recognition. For all other financial instruments, a loss allowance at an amount equal to lifetime ECL is required.

Other financial assets at amortised cost comprise other receivables, finance lease receivables and cash and cash balances. The general 3-stage approach is applied for other financial assets at amortised cost other than trade receivables and contract assets.

The Group considers the probability of default upon initial recognition of the asset and whether there has been a significant increase in credit risk on an ongoing basis throughout each reporting period. To assess whether there is a significant increase in credit risk, the Group compares the risk of a default occurring on the asset as at the reporting date with the risk of default as at the date of initial recognition. It considers available reasonable and supportable forward-looking information.

2. Material accounting policy information (continued)

2.16 Financial instruments (continued)

(ii) Impairment of financial assets (continued)

(a) General 3-stage approach for financial assets and contract assets at amortised cost (continued)

The following indicators are incorporated:

- internal credit rating;
- external credit rating (as far as available);
- actual or expected significant adverse changes in business, financial or economic conditions that are expected to cause a significant change to the debtor’s ability to meet its obligations;
- actual or expected significant changes in the operating results of the debtor; and
- significant changes in the expected performance and behaviour of the debtor, including changes in the payment status and changes in the operating results of the debtor.

Macroeconomic information (such as market interest rates or growth rates) is incorporated as part of the internal rating model.

Regardless of the analysis above, a significant increase in credit risk is presumed if a debtor is more than 30 days past due in making a contractual payment.

Note 34(b) sets out the measurement details of ECL.

(b) Simplified approach for trade receivables and contract assets

The Group applies the IFRS 9 simplified approach to measure ECL which uses a lifetime ECL for all trade receivables and contract assets.

The Group defines a financial instrument as default, which is fully aligned with the definition of credit-impaired, when it meets one or more of the following criteria:

Quantitative criteria

The Group defines a financial instrument as being in default, when the counterparty fails to make contractual payment within 90 days of when they fall due.

Qualitative criteria

The debtor meets unlikeliness to pay criteria, which indicates the debtor is in significant financial difficulty. The Group considers the following instances:

- the debtor is in breach of financial covenants;
- concessions have been made by the lender relating to the debtor’s financial difficulty;
- it is becoming probable that the debtor will enter bankruptcy or other financial reorganisation; and
- the debtor is insolvent.

Financial instruments that are credit-impaired are assessed on individual basis.

Note 34(b) sets out the measurement details of ECL.

2. Material accounting policy information (continued)

2.16 Financial instruments (continued)

(iii) Financial liabilities

(a) Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate.

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

The Group's financial liabilities include trade and other payables, loans and borrowings, lease liabilities and derivative financial instruments.

(b) Subsequent measurement

The measurement of financial liabilities depends on their classification, as described below:

Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss include derivative financial instruments and financial liabilities designated upon initial recognition as at fair value through profit or loss.

Derivative financial instruments entered into by the Group that are not designated as hedging instruments in hedge relationships as defined by IFRS 9 are classified as held for trading. Separated embedded derivatives are also classified as held for trading unless they are designated as effective hedging instruments.

Gains or losses on liabilities held for trading are recognised in profit or loss.

Financial liabilities designated upon initial recognition at fair value through profit or loss are designated at the initial date of recognition, and only if the criteria in IFRS 9 are satisfied.

Loans and borrowings

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation process.

When the basis to determine the future contractual cash flows of the borrowings are modified entirely as a result of IBOR reform, the Group applies the reliefs provided by the Phase 2 amendments related to IBOR reform to adjust the effective interest rate of the borrowings with no modification gain or loss is recognised.

(c) Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled, or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the profit or loss.

(iv) Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the consolidated statements of financial position if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy.

2. Material accounting policy information (continued)

2.17 Derivative financial instruments

The Group uses derivative financial instruments, interest rate swaps, to hedge its interest rate risks. Such derivative financial instruments are initially recognised at fair value on the date on which a derivative contract is entered into and are subsequently re-measured at fair value at the end of each reporting period.

The accounting for subsequent changes in fair value depends on whether the derivative is designated as a hedging instrument, and if so, the nature of the item being hedged.

Derivatives that do not qualify for hedge accounting are classified as fair value through profit or loss and changes in fair value are recognised in profit or loss.

Derivatives that qualify for hedge accounting are designated as hedges of a particular risk associated with a recognised asset or liability or a highly probable forecast transaction (cash flow hedge).

The Group documents at the inception of the hedge relationship, the economic relationship between hedging instruments and hedged items including whether changes in the cash flows of the hedging instruments are expected to offset changes in the cash flows of hedged items. The Group documents its risk management objective and strategy for undertaking its hedge transactions. The Group also documents its assessment, both at hedge inception and on an ongoing basis on whether the hedging relationship meets the hedge effectiveness requirements under IFRS 9.

Derivatives are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative. Derivatives are classified as a non-current asset or liability when the remaining maturity is more than 12 months, and the balance is classified as current.

For derivatives that qualify as cash flow hedges, the gain or loss relating to the ineffective portion of changes in the fair value is recognised in profit or loss. The gain or loss relating to the effective portion is recognised in other comprehensive income and later reclassified to profit or loss when the hedged item affects profit or loss.

IBOR reform

The Group has applied the following reliefs provided by the Amendments to IFRS 9 and IFRS 7 ‘Interest Rate Benchmark Reform – Phase 2:

(a) Hedge designation: When the ‘Phase 1’ amendments cease to apply, the Group amends its hedge designation to reflect changes which are required by IBOR reform. These amendments to the hedge documentation do not require the Group to discontinue its hedge relationships;

(b) Amounts accumulated in the cash flow hedge reserve: When the interest rate benchmark on which the hedged future cash flows were based is changed as required by IBOR reform, the accumulated amount outstanding in the cash flow hedge reserve is deemed to be based on the alternative benchmark rate;

Phase 2 of the amendments requires that, for financial instruments, measured using amortised cost measurement, changes to the basis for determining the contractual cash flows required by IBOR reform are reflected by adjusting their effective interest rate. No immediate gain or loss is recognised.

2. **Material accounting policy information** (continued)

2.18 Inventories

Inventories comprise spare parts and consumables are valued at the lower of cost and net realisable value.

Purchase costs and other costs incurred in bringing the spare parts to its present location and condition are accounted for on a weighted average cost basis.

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.

2.19 Impairment of 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 annual impairment testing for an asset is required, the Group estimates the asset’s recoverable amount. An asset’s recoverable amount is the higher of an asset’s or CGU fair value less costs of disposal and its value-in-use.

Recoverable amount 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. When the carrying amount of an asset or CGU 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 are discounted to their present value using a pre-tax discount rate that reflects current market assessment 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 no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded companies or other available fair value indicators.

Impairment losses are recognised in the profit or loss in expense categories consistent with the function of the impaired asset.

For assets excluding goodwill, an assessment is made at each reporting date to determine whether there is an indication that previously recognised impairment losses no longer exist or have decreased. If such indication exists, the Group estimates the asset’s or CGU’s recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset’s recoverable amount since the last impairment loss was recognised. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in the profit or loss unless the asset is carried at a revalued amount, in which case, the reversal is treated as a revaluation increase in revaluation reserve.

2.20 Cash and bank balances

Cash and bank balances in the consolidated statements of financial position comprise cash at banks, cash on hand and short-term deposits with a maturity of three months or less, for purpose of short-term working capital rather than for investment or other purposes, that are convertible to known amounts of cash and is not subject to significant risk of change in value.

2. Material accounting policy information (continued)

2.21 Provisions

Provisions are recognised when the Group has a present obligation (legal or constructive) 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 a reliable estimate of the amount can be made. When the Group expects some or all of a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the profit or loss net of any reimbursement.

2.22 Employee benefits

(a) Short term employee benefits

Wages, salaries, paid annual leave and sick leave, bonuses, and non-monetary benefits that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are recognised in respect of employees' services up to the end of the reporting period and are measured at the amounts expected to be paid when the liabilities are settled.

(b) Defined contribution plans

The Group's contributions to defined contribution plans are charged to profit or loss in the period to which they relate. Once the contributions have been paid, the Group has no further financial obligations.

2.23 Share capital

(i) Classification

Ordinary shares are recorded at the proceeds received, net of directly attributable transaction costs. Ordinary shares are classified as equity.

(ii) Share issue costs

Incremental costs directly attributable to the issue of new shares or options are deducted against the share capital account. In other cases, they are charged to the profit or loss when incurred.

(iii) Dividend distribution

A liability is recognised for the amount of any dividend declared, being appropriately authorised and no longer at the discretion of the Group, on or before the end of the reporting period but not distributed at the end of the reporting period.

Distributions to holders of an equity instrument is recognised directly in equity.

2. Material accounting policy information (continued)

2.24 Trade and other receivables

Trade receivables are amounts due from customers for services performed in the ordinary course of business. Other receivables generally arise from transactions outside the usual operating activities of the Group. If collection is expected in one year or less (or in the normal operating cycle of the business if longer), they are classified as current assets. If not, they are presented as non-current assets.

Details on the Group's impairment policies of trade and other receivables are provided in Note 2.16(ii).

2.25 Trade and other payables

Trade and other payables represent liabilities for services provided to the Group prior to the end of financial year which are unpaid. Trade and other payables are classified as current liabilities unless payment is not due within 12 months after the reporting period. If not, they are presented as non-current liabilities.

2.26 Contract assets

Contract assets as defined in IFRS 15 represent the Group's construction work-in-progress. Construction work-in-progress is the Group's right to consideration in exchange for goods and services that the Group has transferred to the customer. The Group's contract assets are measured as accumulated revenue recognised over time based on progress of the project net of instalments invoiced to date. The invoiced instalments represent the contractually agreed unconditional milestone payments during the construction period and these amounts are classified as trade receivables until the amount is paid. The Group recognises any losses from onerous contracts under provisions in line with IAS 37.

2.27 Contract liabilities

The Group recognises a contract liability where instalments are invoiced or received in advance of satisfying the performance obligation towards the customer. Included in contract liabilities is also deferred income relating to charter income received in advance which are deferred and amortised on a straight-line basis over the contract period.

2.28 Put option liability

The Group recognises a liability for an option granted to a non-controlling interest to sell its equity stake back to the Group at their original consideration less dividends and proceeds from capital reduction received by then upon occurrence of conditions set out in the shareholders agreement. A corresponding amount is recognised directly in equity as put option reserve.

3. Standards, amendments to published standards and interpretations, which are applicable and adopted by the Group

The Group has applied the following standards and amendments for the first time for the financial year beginning on 1 February 2023:

(i) IFRS 17 “Insurance Contracts” and its amendments
(ii) Amendments to IAS 1 and IFRS Practice Statement 2 "Disclosure of Accounting Policies"
(iii) Amendments to IAS 8 “Definition of Accounting Estimates”
(iv) Amendments to IAS 12 "Deferred Tax related to Assets and Liabilities arising from a Single Transaction"
(v) Amendments to IAS 12 “International Tax Reform-Pillar Two Model Rules”

The adoption of the above amendments to published standards does not have any material impact to the Group for the financial year ended 31 January 2024 and 31 January 2023, other than as disclosed below:

Amendments to IAS 1 and IFRS Practice Statement 2 "Disclosure of Accounting Policies"

These amendments provide guidance and examples to help entities applying materiality judgements to accounting policy disclosures. The amendments aim to help entities to provide accounting policy disclosures that are more useful, by replacing the requirement for entities to disclose their “significant” accounting policies with a requirement to disclose “material” accounting policies.

The amendments had a minor impact on the special purpose consolidated financial statements of the Group. The Group had performed a reassessment of its accounting policy disclosures against the amended guidance, which resulted in minor changes to the section on accounting policies.

Amendments to IAS 12 “International Tax Reform-Pillar Two Model Rules”

The Group has applied the temporary exception issued by International Accounting Standards Board (“IASB”) in May 2023 from the accounting requirements for deferred taxes in IAS 12 "International Tax Reform – Pillar Two Model Rules". Accordingly, the Group neither recognises nor discloses information about deferred tax assets and liabilities related to Pillar Two income taxes.

As the Group may be impacted by Base Erosion and Profit Shifting (“BEPS”) rules, it continues to assess their potential financial impact. It should be noted that the impact can only be finally determined when legislation is enacted in the relevant jurisdictions. Once the final legislation is enacted in all jurisdictions in which the Group operates and a full assessment of the impact is completed, the Group will be able to conclude on the implications of BEPS rules.

4. Standards, amendments to published standards and interpretations to existing standards that are applicable to the Group but not yet effective

(a) Financial year beginning on/after 1 February 2024

(i) Amendments to IFRS 16 “Lease Liability in a Sale and Leaseback”

Amendments to IFRS 16 “Lease Liability in a Sale and Leaseback” specify the measurement of the lease liability arises in a sale and leaseback transaction that satisfies the requirements in IFRS 15 “Revenue from Contracts with Customers” to be accounted for as a sale. In accordance with the amendments, the seller-lessee shall determine the “lease payments” or “revised lease payments” in a way that it does not result in the seller-lessee recognising any amount of the gain or loss that relates to the right of use it retains.

The amendments shall be applied retrospectively to sale and leaseback transactions entered after the date when the seller-lessee initially applied IFRS 16.

4. Standards, amendments to published standards and interpretations to existing standards that are applicable to the Group but not yet effective (continued)

(a) Financial year beginning on/after 1 February 2024 (continued)

(ii) Amendments to IAS 1 "Presentation of Financial Statements"

There are two amendments to IAS 1 "Presentation of Financial Statements". The first amendments, "Classification of liabilities as current or non-current" clarify that liabilities are classified as either current or non-current, depending on the rights that exist at the end of the reporting period. Classification is unaffected by the entity’s expectations or events after the reporting date (e.g. the receipt of a waiver or a breach of covenant).

The second amendments, "Non-current Liabilities with Covenants" specify that covenants of loan arrangements which an entity must comply with only after the reporting date would not affect classification of a liability as current or non-current at the reporting date. However, those covenants that an entity is required to comply with on or before the reporting date would affect classification of a liability as current or non-current, even if the covenant is only assessed after the reporting date.

The amendments shall be applied retrospectively.

(iii) Amendments to IAS 7 and IFRS 7 “Supplier Finance Arrangements”

Amendments to IAS 7 and IFRS 7 “Supplier Finance Arrangements” require entities to disclose information about the supplier finance arrangements (‘SFA’) that enable the users to understand the effects of SFA on an entity’s liabilities, cash flows and exposure to liquidity risk.

The amendments require the following information about SFA to be disclosed in the annual period in which the amendments are first applied:

(a) the terms and conditions of SFAs;
(b) the carrying amount of financial liabilities that are part of SFAs and the line items in which those liabilities are presented;
(c) the carrying amount of the financial liabilities in (b) for which suppliers have already received payment from the finance providers;
(d) the range of payment due dates for both the financial liabilities that are part of SFAs, and comparable trade payables that are not part of such arrangements;
(e) the type and effect of non-cash changes in the carrying amounts of the financial liabilities that are part of SFAs; and
(f) liquidity risk information (e.g. concentration of risks; access to SFA facilities for liquidity requirement).

(b) Financial year beginning on/after 1 February 2025

(i) Amendments to IAS 21 “Lack of Exchangeability”

Amendments to IAS 21 “Lack of Exchangeability” clarify that a currency is exchangeable when an entity is able to exchange it into another currency within a time frame that allows for a normal administrative delay and through a market or exchange mechanism that creates enforceable rights and obligations. If an entity can only obtain no more than an insignificant amount of the other currency at the measurement date for the specified purpose, then the currency is not exchangeable. In such cases, the entity is required to estimate the spot exchange rate at the measurement date.

4. Standards, amendments to published standards and interpretations to existing standards that are applicable to the Group but not yet effective (continued)

(c) Financial year beginning on/after 1 February 2026

(i) Amendments to IFRS 9 and IFRS 7 "Amendments to the Classification and Measurement of Financial Instruments"

IFRS 9 and IFRS 7 are amended to respond to recent questions arising in practice, and to include new requirements not only for financial institutions but also for corporate entities. These amendments:
- clarify the timing of recognition and derecognition of some financial assets and liabilities, with a new exception for some financial liabilities settled through an electronic cash transfer system;
- clarify and add further guidance for assessing whether a financial asset meets the solely payments of principal and interest ("SPPI") criterion;
- add new disclosures for certain instruments with contractual terms that can change cash flows (such as some financial instruments with features linked to the achievement of environment, social and governance targets); and
- update the disclosures for equity instruments designated at fair value through other comprehensive income ("FVOCI").

(d) Financial year beginning on/after 1 February 2027

(i) IFRS 18 "Presentation and Disclosure in Financial Statements"

IFRS 18 "Presentation and Disclosure in Financial Statements" replaces IAS 1 "Presentation of Financial Statements".

- The new IFRS introduces a new structure of profit or loss statement.
  - (a) Income and expenses are classified into 3 new main categories:
    - (i) Operating category which typically includes results from the main business activities;
    - (ii) Investing category that presents the results of investments in associates and joint ventures and other assets that generate a return largely independently of other resources; and
    - (iii) Financing category that presents income and expenses from financing liabilities.
  - (b) Entities are required to present two new specified subtotals: 'Operating profit or loss' and 'Profit or loss before financing and income taxes'.
- Management-defined performance measures ('MPMs') are disclosed in a single note and reconciled to the most similar specified subtotal in IFRS Accounting Standards.
- Changes to the guidance on aggregation and disaggregation which focus on grouping items based on their shared characteristics.

(ii) IFRS 19 "Subsidiaries without Public Accountability: Disclosures"

IFRS 19 allows for certain eligible subsidiaries of parent entities that report under IFRS Accounting Standards to apply reduced disclosure requirements. This new standard works alongside other IFRS. An eligible subsidiary applies the requirements in other IFRS except for the disclosure requirements; and it applies instead the reduced disclosure requirements in IFRS 19.

IFRS 19 is a voluntary standard for eligible subsidiaries. A subsidiary is eligible if:
- it does not have public accountability; and
- it has an ultimate or intermediate parent that produces consolidated financial statements available for public use that comply with IFRS Accounting Standards.

The Group is currently assessing the impact of the adoption and application of the above new/amended standards. Other standards and amendments are not relevant for the Group.

5. Critical accounting estimates and judgements

Estimates and judgements are continually evaluated by the Directors and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the current circumstances.

The Group makes estimates and assumptions concerning the future. The resulting accounting estimates will, by definition, rarely equal the related actual results. The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are outlined below.

(a) Finance leases - Group as lessor

The Group has determined, based on the analysis of the terms and conditions of the contract whether the Group retains the significant risks and rewards of ownership of the FPSO subject to the lease contract. To identify whether risks and rewards are retained, the Group systematically considers, amongst others, the indicators listed by IFRS 16 “Leases” on a contract-by-contract basis. The Group makes significant judgements to determine whether the arrangement results in a finance lease or an operating lease. This judgement can have a significant effect on the amounts recognised in the special purpose consolidated financial statements and its recognition of profits in the future.

The most important judgement areas assessed by the Group in respect of finance leases are as follows:

- Revenue recognition for leased FPSOs

  For manufacture lease contracts classified as finance leases, construction revenue based on the fair value of the leased FPSO is recognised throughout the construction period, as stated in Note 5(b).

  Significant judgements are also used to estimate the fair value of the leased FPSO upon commencement of the lease, determined based on relative stand-alone selling price as described below. The determination of fair value of leased FPSO also takes into account among others: time value of money, financing structure, country risk and risk profile of a client and project. Therefore, the fair value requires estimation, particularly when no observable rates are available or when they need to be adjusted to reflect the terms and conditions of the lease.

5. Critical accounting estimates and judgements (continued)

(a) Finance leases - Group as lessor (continued)

- Allocation of transaction price to performance obligations for lease contracts

  The Group provides design, supply, installation, operation, life extension and demobilisation of FPSO vessels. The vessels are constructed and leased to customers on a finance lease arrangement, and operated by the Group under a separate operating and maintenance agreement after the vessels are handed over to the customers. Therefore, the construction of the vessels, leasing and operations are each identified as a separate performance obligation. The transaction price is allocated to each performance obligation based on the relative stand-alone selling prices.

  The relative stand-alone selling prices are estimated based on the expected costs to be incurred and expected profit margin applicable to each performance obligation at the inception of the lease contract. Significant judgment is used to estimate the costs and profit margins applied in the allocation of the transaction price.

  Please refer to Notes 2.7(i) and Note 2.13(b) for the Group's accounting policies on revenue recognition for the construction of FPSO vessels and finance lease arrangements respectively.

- Determination of lease term

  The Group determines the lease term based on the period for which the Group has contracted to lease the asset together with any further terms for which the lessee has the option to continue to lease the asset.

  In determining the lease term, the Group considers all facts and circumstances that create an economic incentive for the lessee to exercise an extension option, including the indicators set out in paragraphs B37 to B40 of IFRS 16 "Leases". Extension options are only included in the lease term if the lease is reasonably certain to be extended by the lessees. The evaluation of the term "reasonably certain" involves judgement.

  Extension options are included in certain leases of FPSOs across the Group in order to determine the net investment in these leases (Note 21(a)). The extension options are exercisable only by the respective lessees.

  The lease term is reassessed if an option is actually exercised (or not exercised). The assessment of reasonable certainty is only revised if a significant event or a significant change in circumstances occurs, which affects this assessment.

(b) The measurement and recognition of revenues on EPCIC contracts based on the input method

The Group has ongoing EPCIC contracts to construct FPSO vessels for customers. For this contract, revenue is recognised over time by reference to the Group's progress towards completing the EPCIC of the FPSO. The measure of progress is determined based on the proportion of contract costs incurred to date to the estimated total contract costs ("input method").

Management has to estimate the total contract costs to complete, which are used in the input method to determine the Group's recognition of contract revenue. When it is probable that the total unavoidable contract costs of meeting the obligation under the contract will exceed the total contract revenue, a provision for onerous contracts is recognised immediately.

5. Critical accounting estimates and judgements (continued)

(b) The measurement and recognition of revenues on EPCIC contracts based on the input method (continued)

Present obligations arising under onerous contracts are recognised and measured as provisions by accessing each contract. An onerous contract is considered to exist where the Group has a contract under which the unavoidable costs of meeting the obligations under the contract exceed the economic benefits expected to be received under it.

The management has also applied judgement to assess whether facts and circumstances indicate that a group of contracts has become onerous as a whole at the Group. Intra-group transactions will be eliminated at consolidation.

Significant judgement is used to estimate the above-mentioned total contract costs to complete. In making these estimates, management has applied its past experience of completing similar projects, as well as quotations from and contracts with suppliers and sub-contractors. These estimations are also made with due consideration of the circumstances and relevant events that were known to management at the date of these special purpose consolidated financial statements. Total contract costs are subject to fluctuations not only due to uncertainties in contract execution, variations in scope of works, and acceptance of claims by customers, but also due to broader macroeconomic factors. These include post-COVID market conditions, high commodity prices, and political events globally which can significantly affect material costs and project timelines. Recent geopolitical tensions and persistent high inflation are such examples impacting our estimations. Material changes influenced by these factors are recognised in the special purpose consolidated financial statements of the year they occur, as per IFRS guidelines, and disclosed as subsequent events if identified and can be reliably measured post-reporting period but pre-financial statement issuance.

For the financial year ended 31 January 2024, if there is an increase/decrease of 5% to the estimated total contract costs, revenue would decrease/increase by USD 131 million (2023: USD 100 million).

Costs and revenue (and the resulting gross margin) at completion reflect, at each reporting period, management's current best estimate of the probable future benefits and obligations associated with the contracts.

(c) Income taxes

The Group recognises liabilities for expected tax issues based on estimates of whether additional taxes will be due. Where the final tax outcome of these matters is different from the amounts that were initially recognised, such differences will impact the income tax and deferred tax provisions in the period in which such determination is made.

Uncertain tax positions

In measuring the provision for taxation and deferred taxation at reporting date, the Group has applied judgements and estimates in relation to certain interpretation of tax legislation in arriving at the Group's tax position. Judgements and estimates are based on the current tax legislation and best available information as at the reporting date.

The Group completed a detailed review of uncertain tax positions of the Group and makes provisions based on the probability of the liability arising. The principal risks that arise for the Group are in respect of permanent establishments, cross border transactional taxes, transfer pricing and other similar international tax issues. The Group is continuously reassessing its judgements and estimates whenever there is a change in circumstances.

As a result of the above, the Group has recorded USD 6 million tax provisions in respect of ongoing tax audits following the Group's review of its uncertain tax positions.

6. Revenue

	Group	
	2024 **USD million**	2023 USD million
Revenue from contracts with customers (Note (a))	**2,077**	1,113
Revenue from other sources:		
- Chartering of FPSOs	**141**	156
- Net finance lease income	**288**	82
Finance lease income (Note 21(a)(i)(ii) and (iii))	**195**	82
Remeasurement of finance lease receivables (Note (c) and Note 21(a)(iii))	**93**	-
	2,506	1,351

(a) Disaggregation of revenue from contracts with customers

The Group derives revenue from the transfer of goods and services over time as follows:

	EPCIC USD million	FPSO Operations USD million	Total USD million
Group			
2024			
EPCIC of FPSO vessel	**1,924**	**-**	**1,924**
FPSO support services fees	**-**	**152**	**152**
Others	**1**	**-**	**1**
	1,925	**152**	**2,077**
2023			
EPCIC of FPSO vessel	983	-	983
FPSO support services fees	-	130	130
	983	130	1,113

Geographical information

The Group operates in the following main geographical as:

(i) Brazil and Angola - involved in design, supply, installation, operation, life extension and demobilisation of FPSOs

(ii) Ghana and Nigeria - mainly involved in the charter of FPSOs and ship management services

(iii) Malaysia - mainly involved in leasing and sub-leasing of FPSOs on bareboat or time charter basis

Revenue by location of the Group's operations are analysed as follows:

	Group	
	2024 **USD million**	2023 USD million
Brazil	**1,119**	983
Angola	**1,047**	-
Ghana	**206**	194
Nigeria	**69**	112
Malaysia	**62**	62
Others	**3**	-
	2,506	1,351

6. **Revenue** (continued)

(b) Contract balances

The Group has recognised the following assets and liabilities related to contracts with customers:

	Group		
	31 January 2024 USD million	31 January 2023 USD million	1 February 2022 USD million
Contract assets (Note (b)(i))			
Current	**72**	30	-
Non-current	**1,965**	1,934	1,127
	2,037	1,964	1,127
Contract liabilities (Note (b)(ii))			
Current	**11**	218	7
Non-current	**52**	59	66
	63	277	73

(i) Contract assets

Contract assets primarily relate to the Group's right to consideration for work completed on ongoing EPCIC contracts but not yet billed as at reporting date. Bareboat charter payments received during the lease period will be allocated towards the settlement of the contract assets related to the EPCIC contracts.

Contract assets have increased in correlation with the progress of work performed for EPCIC business activities during the year.

(ii) Contract liabilities

Contract liabilities primarily comprises the following:

Charter income received in advance of USD 59 million (31 January 2023: USD 66 million, 1 February 2022: USD 73 million) in relation to FPSO JAK, which is deferred and amortised on a straight-line basis over the contract period. As at 31 January 2024, the amount classified as current and non-current were USD 7 million and USD 52 million (31 January 2023: USD 7 million and USD 59 million, 1 February 2022: USD 7 million and USD 66 million) respectively. The Group recognised revenue of USD 7 million (2023: USD 7 million) during the year, which was included in the contract liabilities as at 31 January 2024.

Included in current contract liabilities as at 31 January 2023 was an amount of USD 211 million relating to considerations received from customers received from EPCIC contracts, where progress billings were issued ahead of provision of services. The amounts have been included in revenue coinciding with work performed for the EPCIC business activities during the current financial year.

(iii) On 31 July 2023, Yinson Bouvardia Holdings Pte. Ltd., an indirect wholly owned subsidiary of the Company, has completed the acquisition of 100% equity interest in AFPS B.V. ("AFPS") from Atlanta Field B.V. ("AFBV") by way of exercising the call option with a purchase cash consideration of USD 22 million.

The entire contractual arrangement with AFPS in respect of FPSO Atlanta is determined to be a construction service arrangement in accordance with IFRS 15 "Revenue from Contracts with Customers".

6. **Revenue** (continued)

(b) Contract balances (continued)

(iii) Upon the exercise of the call option, the total transaction price for the contractual arrangement with AFPS was re-assessed and revised to reflect the future cash flows from the charter rates to be received over the 15-years charter period in accordance with the charter contract with Enauta Energia S.A. ("Enauta").

The amounts previously received by the Group from AFPS are, in substance, advances received from AFPS, to fund the construction of the FPSO. Upon exercise of the call option, these advances were converted into a loan to be repaid by the Group to Enauta over the charter period of 15 years at a fixed interest rate of 6%. Accordingly, the future principal and interest repayments under the loan are accounted for as a consideration payable to Enauta. The consideration payable to Enauta is offset against the contract asset arising from the fulfilment of the EPCI performance obligation.

The net contract asset balance in respect of FPSO Atlanta included within contract assets as at 31 January 2024 is determined as follows:

	Group
	2024
	USD million
Cumulative revenue recognised for EPCI performance obligation less progress billings to date	360
Less: Consideration payable to Enauta	(330)
Net balance included within contract assets	30

(iv) Unsatisfied long-term EPCIC contracts

The following table shows unsatisfied performance obligations resulting from long-term EPCIC contracts:

	Group	
	2024	2023
	USD million	USD million
Aggregate amount of the transaction price allocated to long-term EPCIC contracts that are partially or fully unsatisfied as at 31 January	**1,169**	1,164

Management expects 53% of the transaction price allocated to the unsatisfied performance obligations of USD 614 million as at end of the financial year may be recognised as revenue during the next reporting period as the Group continues to perform to complete the EPCIC of the FPSO vessels. The remaining 47% (USD 555 million) may be recognised in the financial year ending 31 January 2026. The Group will recognise the unsatisfied performance obligation over this period in line with the work performed.

(c) Remeasurement of finance lease receivables

Lease payments under applicable contracts are subject to indexation clauses (variable considerations). During the financial year ended 31 January 2024, there was a remeasurement of finance lease receivable to reflect adjustments in lease payments resulting from indexation movements. Accordingly, the Group has recognised a remeasurement of finance lease receivables amounting to USD 93 million (2023: Nil) upon the achievement of first oil of an FPSO project following a successful 72-hour testing.

7. Cost of sales

Included in cost of sales are:

	Group	
	2024 **USD million**	2023 USD million
Amortisation of intangible assets	**12**	12
Depreciation of property, plant and equipment	**42**	47
EPCIC construction costs	**1,691**	779
Employee benefits expenses (Note 10)	**34**	19
Vessel operating expenses	**76**	67

8. Other income

	Group	
	2024 **USD million**	2023 USD million
Gain on disposal of property, plant and equipment	**-**	5
Government grant income (Note (a))	**^**	1
Net compensation income from termination of an anticipated FPSO project (Note (b))	**8**	-
Miscellaneous	**3**	3
	11	9

^ Below USD 1 million.

(a) Government grants income recognised is under Jobs Growth Incentives ("JGI"). The JGI is a temporary scheme to support employers to expand local hiring from September 2020 to March 2023. Under JGI, employers will receive cash grants in relation to the gross monthly wages of eligible employees.

(b) Net compensation income of USD 8 million was recognised during the financial year ended 2024 arising from the lapse of the exclusive rights for FPSO Nganhurra by BP Exploration (Angola) Ltd ("BP"). The Group has paid USD 15 million for the exclusivity option to secure a vessel and in turn, has received USD 23 million as part of an exclusivity agreement with the customer to secure the said vessel.

9. Administrative expenses

Included in administrative expenses are:

	Group	
	2024 **USD million**	2023 USD million
Amortisation of intangible assets	**1**	1
Depreciation of property, plant and equipment	**8**	5
Employee benefits expenses (Note 10)	**12**	14
Consultancy fee expenses	**2**	2
Management fee expenses	**5**	2
Withholding tax expense	**7**	1
Net loss on foreign exchange	**4**	5

10. Employee benefits expenses

	Group	
	2024 USD million	2023 USD million
Included in:		
- Cost of sales (Note 7)	**34**	19
- Administrative expense (Note 9)	**12**	14
	46	33
Analysed as follows:		
- Wages, salaries and bonuses	**33**	27
- Social security contributions	**4**	2
- Contributions to defined contribution plans	**1**	1
- Other benefits	**8**	3
	46	33

11. Finance costs

	Group	
	2024 USD million	2023 USD million
Bank charges	**1**	1
Interest expenses:		
- Loans and borrowings	**197**	88
- Lease liabilities	**1**	1
- Loans from related companies	**13**	3
Unwinding of notional interest (Note 29(b)(iv))	**2**	2
Cash flow hedge reclassified to profit or loss	**(39)**	(2)
	175	93

12. Income tax expense

Major components of income tax expense

The major components of income tax expense are:

	Group	
	2024 USD million	2023 USD million
Income statements		
Current income tax		
- Singapore income tax		
Current year	**12**	4
Under provision in prior years	**^**	^
- Foreign tax		
Current year	**53**	28
Under/(over) provision in prior years	**3**	(^)
	68	32
Deferred tax (Note 22):		
- Relating to origination of temporary differences	**46**	31
	114	63

^ Below USD 1 million.

12. **Income tax expense** (continued)

Reconciliation between tax expense and accounting profit

The reconciliation between tax expense and profit before tax multiplied by the applicable tax rates are as follows:

	Group	
	2024 **USD million**	2023 USD million
Profit before tax	**433**	282
Tax at Singapore statutory tax rate of 17%	**74**	48
Expenses not deductible for tax purposes	**16**	18
Different tax rates of subsidiaries in various national jurisdictions	**24**	14
Share of results of joint ventures	**1**	^
Tax exempt income	**(21)**	(16)
Utilisation of previously unrecognised deferred tax assets	**-**	(1)
Changes in deferred tax assets not recognised	**17**	-
Under provision in prior years	**3**	(^)
Income tax expense recognised in profit or loss	**114**	63

^ Below USD 1 million.

Domestic income tax is calculated at the Singapore statutory tax rate of 17% (2023: 17%) of the estimated assessable profit for the financial year.

Taxation for other jurisdictions are calculated at the rates prevailing in the respective jurisdictions. The above reconciliation is prepared by aggregating separate reconciliations for each national jurisdiction.

13. **Dividends**

	Group	
	USD cents per share	**USD million**
2024		
Interim dividends declared on:		
- 10 July 2023	**0.45**	**5**
- 18 July 2023	**0.18**	**2**
- 21 July 2023	**0.80**	**9**
- 20 October 2023	**0.45**	**5**
- 2 November 2023	**1.36**	**15**
		36
2023		
Interim dividends declared on:		
- 17 February 2022	5.26	20
- 28 April 2022	2.41	20
- 18 May 2022	1.18	10
- 28 June 2022	1.18	10
- 1 September 2022	1.01	9
		69

The Directors do not recommend any other dividend for the financial year ended 31 January 2024.

14. Property, plant and equipment

	Motor vehicles USD million	FPSOs USD million	Right-of-use assets USD million	Other assets* USD million	Construction-in-progress USD million	Total USD million
Group						
Cost						
At 1 February 2022	1	1,083	11	8	-	1,103
Additions	-	1	17	7	-	25
Disposals	-	(145)	-	(1)	-	(146)
At 31 January 2023 and 1 February 2023	**1**	**939**	**28**	**14**	**-**	**982**
Additions	**-**	**-**	**5**	**5**	**3**	**13**
At 31 January 2024	**1**	**939**	**33**	**19**	**3**	**995**
Accumulated depreciation						
At 1 February 2022	^	326	7	3	-	336
Charge for the financial year	^	47	4	1	-	52
Disposals	-	(135)	-	(^)	-	(135)
At 31 January 2023 and 1 February 2023	**^**	**238**	**11**	**4**	**-**	**253**
Charge for the financial year	**^**	**42**	**7**	**1**	**-**	**50**
At 31 January 2024	**^**	**280**	**18**	**5**	**-**	**303**
Net carrying amount						
At 31 January 2023	1	701	17	10	-	729
At 31 January 2024	**1**	**659**	**15**	**14**	**3**	**692**

* Other assets comprise office equipment, renovation, electrical installation, furniture and fittings and capital spares.

^ Below USD 1 million.

14. Property, plant and equipment (continued)

(a) Additions to property, plant and equipment which were acquired during the financial year were as follows:

	Group	
	2024 **USD million**	2023 USD million
Cash payment	**8**	8
Additions to lease liabilities	**5**	17
	13	25

(b) The carrying amounts of property, plant and equipment pledged to financial institutions for banking facilities granted to the Group as disclosed in Note 28 at reporting date respectively were as follows:

	Group	
	2024 **USD million**	2023 USD million
FPSOs	**659**	701

(c) The FPSO contracts include options for the charterers to purchase the respective FPSO or to extend their charter periods beyond the initial firm lease period. The purchase option values are based on declining agreed prices, which are in excess of the current net book values of the FPSOs as at the reporting date.

(d) Additional information for right-of-use assets were as follows:

	Group	
	2024 **USD million**	2023 USD million
Buildings		
Depreciation charge for the financial year	**7**	4
Carrying amounts at the end of financial year	**15**	17

(e) The carrying amount of property, plant and equipment subject to operating leases (Note 31), comprising FPSO John Agyekum Kufuor, as at end of reporting date was as follows:

	Group	
	2024 **USD million**	2023 USD million
FPSOs	**659**	701

15. Intangible assets

	Computer software USD million	Contract rights* USD million	Total USD million
Group			
Cost			
At 1 February 2022, 31 January 2023 and 1 February 2023	**8**	**93**	**101**
Addition	**1**	**-**	**1**
At 31 January 2024	**9**	**93**	**102**
Accumulated amortisation			
At 1 February 2022	5	28	33
Amortisation	1	12	13
At 31 January 2023 and 1 February 2023	**6**	**40**	**46**
Amortisation	**1**	**12**	**13**
At 31 January 2024	**7**	**52**	**59**
Net carrying amount			
At 31 January 2023	2	53	55
At 31 January 2024	**2**	**41**	**43**

* Contract rights recognised pursuant to the consideration paid for the novation of a charter contract involving provision of EPCIC and leasing of FPSO Helang.

16. Investment in subsidiaries

(a) Details of subsidiaries are as follows:

Name of subsidiaries	Countries of incorporation	Proportion (%) of ownership interest		Principal place of business	Principal activities
		2024	2023		
Held through the Company:					
Yinson Acacia Ltd(ii)	Republic of the Marshall Islands	**100**	100	Singapore	Investment holding
Yinson Production AS(ii)	Norway	**100**	100	Norway	Investment holding and provision of management services
Yinson Production Capital Pte. Ltd.(i)	Singapore	**100**	100	Singapore	Investment holding and provision of management consultancy services
London Marine Group Limited(iv)	United Kingdom	**100**	-	United Kingdom	Engineering design and provision of mooring systems for offshore installations
Yinson Production Financial Services Pte. Ltd.(iii)	Singapore	**100**	-	Singapore	Provision of treasury management services
Yinson Production EPC Pte. Ltd.(i)	Singapore	**100**	100	Singapore	Investment holding and provision of engineering procurement and construction for floating production system and management services
Yinson Production (The Netherlands) B.V. (formerly known as Yinson the Netherlands B.V.)(v)	Netherlands	**100**	100	Netherlands	Investment holding and provision of management services
Yinson Brasil Servicos Ltda(iii)	Brazil	**100**	-	Brazil	Provision of Intercompany services

16. Investment in subsidiaries (continued)

(a) Details of subsidiaries are as follows: (continued)

Name of subsidiaries	**Countries of incorporation**	**Proportion (%) of ownership interest**		**Principal place of business**	**Principal activities**
		2024	2023		
Held through London Marine Group Limited					
London Marine Consultants Limited[(iv)]	United Kingdom	**100**	-	United Kingdom	Engineering related scientific and technical consulting activities
LMC Asia Pacific Pte.Ltd.[(iv)]	Singapore	**100**	-	Singapore	Installation of industrial machinery and equipment, mechanical engineering works
Held through Yinson Acacia Ltd:					
Yinson Bergenia Consortium Pte. Ltd.[(i)]	Singapore	**100**	100	Singapore	Investment holding
Yinson Boronia Consortium Pte. Ltd.[(i)]	Singapore	**75**	75	Singapore	Investment holding
Yinson Bouvardia Consortium Pte. Ltd.[(i)]	Singapore	**100**	100	Singapore	Investment holding
Yinson Production Azalea Consortium Pte.Ltd (formerly known as Yinson Azalea Holdings Pte.Ltd).[(i)]	Singapore	**100**	100	Singapore	Investment holding
Yinson Production Iterum Holdings Pte.Ltd. (f.k.a Yinson Eden Pte.Ltd)[(i)(iv)]	Singapore	**100**	-	Singapore	Provision of floating marine assets for chartering and engineering design and consultancy services
Held through Yinson Bergenia Consortium Pte. Ltd.:					
Yinson Bergenia Holdings Pte. Ltd.[(i)]	Singapore	**100**	100	Singapore	Investment holding
Held through Yinson Bergenia Holdings Pte. Ltd.:					
Yinson Bergenia Production B.V.[(ii)]	Netherlands	**100**	100	Netherlands	Provision of floating marine assets for chartering and service activities incidental to oil and gas extraction
Held through Yinson Bergenia Production B.V.:					
Yinson Bergenia Servicos De Operacao Ltda[(ii)]	Brazil	**100**	100	Brazil	Provision of operations and maintenance services of floating marine assets to the offshore oil and gas industry
Held through Yinson Boronia Consortium Pte. Ltd.:					
Yinson Boronia Holdings (S) Pte. Ltd.[(i)]	Singapore	**100**	100	Singapore	Investment holding

16. **Investment in subsidiaries** (continued)

(a) Details of subsidiaries are as follows: (continued)

Name of subsidiaries	**Countries of incorporation**	**Proportion (%) of ownership interest**		**Principal place of business**	**Principal activities**
		2024	2023		
Held through Yinson Boronia Holdings (S) Pte. Ltd.:					
Yinson Boronia Production B.V.(ii)	Netherlands	**100**	100	Netherlands	Provision of floating marine assets for chartering and service activities incidental to oil and gas extraction
Held through Yinson Boronia Holdings (S) Pte. Ltd. And Yinson Boronia Production B.V.:					
Yinson Boronia Servicos De Operacao Ltda(ii)	Brazil	**100**	100	Brazil	Provision of operations and maintenance services of floating marine assets to the offshore oil and gas industry
Held through Yinson Production Azalea Consortium Pte.Ltd. (formerly known as Yinson Azalea Holdings Pte.Ltd.):					
Yinson Production Azalea Holdings (S) Pte.Ltd.(i)(iii)	Singapore	**100**	-	Singapore	Investment Holding
Yinson Azalea Operacoes Angola - Prestacao De Servicos (SU), Lda. (ii)	Angola	**100**	100	Angola	Provision of operations maintenance services of floating marine assets to the offshore oil and gas industry
Held through Yinson Production Azalea Holdings (S) Pte.Ltd. :					
Yinson Azalea Production Pte.Ltd. (i)	Singapore	**100**	100	Singapore	Provision of floating marine assets for chartering
Held through Yinson Bouvardia Consortium Pte. Ltd.:					
Yinson Bouvardia Holdings Pte. Ltd.(i)	Singapore	**100**	100	Singapore	Investment holding
Held through Yinson Bouvardia Holdings Pte. Ltd.:					
Yinson Bouvardia Production B.V.(v)	Netherlands	**100**	100	Netherlands	Provision of floating marine assets of chartering
Yinson Bouvardia Servicos De Operacao Ltda(v)	Brazil	**100**	100	Brazil	Provision of operations and maintenance services of floating marine assets to the offshore oil and gas industry

16. Investment in subsidiaries (continued)

(a) Details of subsidiaries are as follows: (continued)

Name of subsidiaries	Countries of incorporation	Proportion (%) of ownership interest		Principal place of business	Principal activities
		2024	2023		
Held through Yinson Production EPC Pte. Ltd.:					
Yinson Production EPC Sdn. Bhd.$^{(ii)}$	Malaysia	**100**	100	Malaysia	Provision of engineering, procurement and construction for floating production system and management services
Held through Yinson Production AS:					
Adoon AS$^{(ii)}$	Norway	**100**	100	Norway	Investment holding
Allan AS$^{(ii)}$	Norway	**100**	100	Norway	Investment holding
Yinson Operations & Production West Africa Limited$^{(ii)(vii)}$	Nigeria	**40**	40	Nigeria	Provision of operations and maintenance of floating marine assets to the offshore oil and gas industry
Floating Operations and Production Pte. Ltd.$^{(i)}$	Singapore	**100**	100	Singapore	Provision of operations and maintenance of floating marine assets to the offshore oil and gas industry
Held through Yinson Production AS and Floating Operations and Production Pte. Ltd.:					
Yinson Malva Operations S.A. DE C.V.$^{(v)}$ (In Dissolution and Liquidation)	Mexico	**100**	100	Mexico	Dormant
Held through Adoon AS:					
Adoon Pte. Ltd.$^{(i)}$	Singapore	**100**	100	Singapore	Provision of floating marine assets for chartering and service activities incidental to oil and gas extraction
Held through Yinson Production Capital Pte. Ltd.:					
Yinson Trillium Limited$^{(ii)}$	Labuan, Malaysia	**100**	100	Labuan, Malaysia	Investment holding
Yinson Production Pte. Ltd.$^{(i)}$	Singapore	**100**	100	Singapore	Provision of engineering design and consultancy services relating to the offshore oil and gas industry

16. Investment in subsidiaries (continued)

(a) Details of subsidiaries are as follows: (continued)

Name of subsidiaries	Countries of incorporation	Proportion (%) of ownership interest		Principal place of business	Principal activities
		2024	2023		
Yinson Nepeta Production Ltd[(ii)]	Republic of the Marshall Islands	**100**	100	Singapore	Provision of floating marine assets for chartering and service activities incidental to oil and gas extraction
Yinson Macacia Sdn. Bhd. [(ii)]	Malaysia	**100**	100	Malaysia	Investment holding
Held through Yinson Trillium Limited:					
Yinson Production (West Africa) Pte. Ltd.[(i)]	Singapore	**74**	74	Singapore	Provision of floating marine assets for chartering and service activities incidental to oil and gas extraction
Held through Yinson Production Pte. Ltd.:					
Yinson Production West Africa Limited[(ii)(viii)]	Ghana	**49**	49	Ghana	Provision of operations and maintenance of floating marine assets to the offshore oil and gas industry
Held through Yinson Macacia Sdn. Bhd.:					
Yinson Macacia Limited[(ii)(vi)]	Labuan, Malaysia	**100**	100	Labuan, Malaysia	Investment holding
Held through Yinson Macacia Limited:					
Yinson Lavender Limited[(ii)]	Labuan, Malaysia	**100**	100	Labuan, Malaysia	Provision of floating marine assets for chartering and service activities incidental to oil and gas extraction
Yinson Lavender Operations Sdn. Bhd.[(ii)]	Malaysia	**100**	100	Malaysia	Provision of operations and maintenance of floating marine assets to the offshore oil and gas industry

(i) Audited by PricewaterhouseCoopers LLP, Singapore.
(ii) Audited by PricewaterhouseCoopers firms outside Singapore.
(iii) Subsidiaries newly incorporated during the financial year ended 31 January 2024.
(iv) Subsidiaries acquired during the financial year ended 31 January 2024 as disclosed in Note 37.
(v) Companies not required to be audited under the laws of the country of incorporation.
(vi) Companies acquired as part of the Restructuring Exercise as disclosed in Note 27(d). Results, assets and liabilities of these companies were accounted for using the predecessor method of accounting as these are companies under common control.
(vii) The Group has concluded that it controls Yinson Operations & Production West Africa Limited, even though it holds 40% equity interest in this subsidiary. Based on an agreement signed between the shareholders, a subsidiary of the Company has majority representation on the Board of Directors, which are responsible for directing the relevant activities. All decisions of the Board of Directors only require a simple majority vote to be passed.
(viii) The Group has concluded that it controls Yinson Production West Africa Limited, even though it holds 49% equity interest in this subsidiary. Based on an agreement signed between the shareholders, a subsidiary of the Company has majority representation on the Board of Directors, which are responsible for directing the relevant activities. Matters presented to the Board shall be approved upon receiving affirmative vote of a simple majority of the Directors.

16. Investment in subsidiaries (continued)

(b) Non-controlling interests in subsidiaries

The Group's subsidiaries that have material non-controlling interests ("NCI"), based on effective equity interest are follows:

(i) Yinson Production (West Africa) Pte. Ltd.

	Group	
	2024 **USD million**	2023 USD million
Effective equity interest held by NCI	**26%**	26%
Carrying value of NCI	**48**	44
Profit for the financial year attributable to NCI	**14**	15
Dividend paid to NCI	**10**	15

The summarised financial information before intercompany eliminations are as follows:

	Group	
	2024 **USD million**	2023 USD million
As at 31 January		
Non-current assets	**721**	764
Current assets	**111**	110
Non-current liabilities	**(575)**	(637)
Current liabilities	**(72)**	(66)
Net assets	**185**	171
Financial year ended 31 January		
Revenue	**136**	137
Profit for the financial year	**55**	57
Other comprehensive (loss)/income	**(3)**	56
Total comprehensive income	**52**	113
Cash flows generated from operating activities	**117**	110
Cash flows used in financing activities	**(117)**	(137)
Net increase/(decrease) in cash and cash equivalents	**^**	(27)

^ Below USD 1 million.

16. Investment in subsidiaries (continued)

(b) Non-controlling interests in subsidiaries (continued)

(ii) Yinson Boronia Consortium Pte. Ltd. and its subsidiaries

	Group	
	2024	2023
	USD million	USD million
Effective equity interest held by NCI	**25%**	25%
Carrying value of NCI	**95**	75
Profit/(loss) for the financial year attributable to NCI	**20**	(14)

The summarised financial information before intercompany eliminations are as follows:

	Group	
	2024	2023
	USD million	USD million
As at 31 January		
Non-current assets	**1,354**	1,241
Current assets	**90**	56
Non-current liabilities	**(940)**	(952)
Current liabilities	**(126)**	(47)
Net assets	**378**	298
Financial year ended 31 January		
Revenue	**277**	174
Profit/(loss) for the financial year	**82**	(56)
Other comprehensive (loss)/income	**(2)**	20
Total comprehensive income/(loss)	**80**	(36)
Cash flows generated from/(used in) operating activities	**24**	(288)
Cash flows used in investing activities	**(^)**	(4)
Cash flows (used in)/generated from financing activities	**(1)**	139
Net increase/(decrease) in cash and cash equivalents	**23**	(153)

^ Below USD 1 million.

The other subsidiaries of the Group which have non-controlling interests are individually not material.

17. Investment in joint ventures

	Group	
	2024 **USD million**	2023 USD million
Unquoted shares in Singapore, at cost	**45**	45
Share of post-acquisition reserves	**29**	38
Share of profit/(loss) of joint ventures	**4**	(1)
Share of net assets of joint ventures	**78**	82

Details of joint ventures held are as follows:

Name of joint ventures	Countries of incorporation	Proportion (%) of ownership interest		Principal activities
		2024	2023	
Held through Yinson Production Capital Pte. Ltd.:				
PTSC Asia Pacific Pte. Ltd.[(i)]	Singapore	**49**	49	Provision of floating marine assets for chartering and service activities incidental to oil and gas extraction
PTSC South East Asia Pte. Ltd.[(i)]	Singapore	**49**	49	Provision of floating marine assets for chartering and service activities incidental to oil and gas extraction

(i) Audited by PricewaterhouseCoopers LLP, Singapore.

17. **Investment in joint ventures** (continued)

Summarised financial information of the material joint ventures, based on its IFRS financial statements are set out below:

(i) PTSC Asia Pacific Pte. Ltd.

Summarised statement of financial position:

	Group	
	2024	2023
	USD million	USD million
Current assets#	**68**	60
Non-current assets	**19**	30
Current liabilities	**(1)**	(^)
Net assets	**86**	90
Proportion of the Group's ownership	**49%**	49%
Carrying amount of the investment	**42**	44

\# Included in current assets is cash and bank balances of USD 63 million (2023: USD 52 million).

^ Below USD 1 million.

Summarised statement of comprehensive income:

	Group	
	2024	2023
	USD million	USD million
Revenue	**18**	18
Cost of sales*	**(13)**	(16)
Gross profit	**5**	2
Interest income	**1**	^
Profit before tax/ Profit for the financial year and total comprehensive income	**6**	2
Group's share of profit for the financial year and total comprehensive income	**3**	1
Dividend received from joint venture	**5**	-

* Included in cost of sales is depreciation of USD 11 million (2023: USD 14 million).

^ Below USD 1 million.

17. Investment in joint ventures (continued)

(ii) PTSC South East Asia Pte. Ltd.

Summarised statement of financial position:

	Group	
	2024	2023
	USD million	USD million
Current assets#	**22**	16
Non-current assets	**51**	62
Non-current liabilities	**(^)**	(^)
Net assets	**73**	78
Proportion of the Group's ownership	**49%**	49%
Carrying amount of the investment	**36**	38

\# Included in current assets is cash and bank balances of USD 20 million (2023: USD 15 million).

^ Below USD 1 million.

Summarised statement of comprehensive income:

	Group	
	2024	2023
	USD million	USD million
Revenue	**12**	7
Cost of sales*	**(11)**	(11)
Profit/(Loss) before tax/Profit/(Loss) for the financial year and total comprehensive profit/(loss)	**1**	(4)
Group's share of profit/(loss) for the financial year and total comprehensive profit/(loss)	**^**	(2)
Dividend received from joint venture	**3**	-

* Included in cost of sales is depreciation of USD 11 million (2023: USD 11 million).

^ Below USD 1 million.

18. Investment in associates

	Group	
	2024	2023
	USD million	USD million
Unquoted shares outside Singapore, at cost	**3**	^
Share of post-acquisition reserves	**1**	1
Share of loss of associates	**(^)**	-
	4	1

^ Below USD 1 million.

Details of associates are as follows:

Name of associates	Country of incorporation	Proportion (%) of ownership interest		Principal activities
		2024	2023	
Held through the Company:				
Carbon Removal AS[(i)]	Norway	**39**	-	Provision of development and execution of direct air capture projects

18. Investment in associates (continued)

Details of associates are as follows (continued):

Name of associates	Country of incorporation	Proportion (%) of ownership interest		Principal activities
		2024	2023	
Held through the Company:				
Ionada PLC[(ii)]	Republic of the Marshall Islands	**7**	-	Provision of development, manufacture, and market exhaust gas cleaning system
Held through Yinson Production AS:				
Floating Operations & Production West Africa Ltd (in liquidation)	Nigeria	**40**	40	Dormant

(i) On 20 September 2023, the Company subscribed for 610,000 shares, each with a nominal value of NOK 0.10 in Carbon Removal AS ("CRAS"), representing 38.88% equity interest in CRAS for a total cash consideration of NOK 10,980,000 (USD 1,025,037).

(ii) On 29 November 2023, the Company subscribed for 877,918 shares of Series A-3 preferred stock, each with a par value of USD 1 in Ionada PLC ("Ionada"), representing 6.83% shareholding interest in Ionada for a total cash consideration of USD 2,250,000. Although the Group holds less than 20% equity interest in Ionada, based on the agreement signed between the shareholders, the Group has significant influence over Ionada.

19. Trade and other receivables

	Group	
	2024 USD million	2023 USD million
Current:		
Trade receivables (Note (a))		
Third parties (Note (a)(ii))	**104**	127
Related companies	**6**	7
	110	134
Other receivables		
Deposits (Note (b)(i))	**3**	16
Sundry receivables (Note (b)(ii))	**37**	36
Due from ultimate holding company (Note (b)(iii))	**3**	2
Due from immediate holding company (Note (b)(iii))	**5**	12
Due from related companies (Note (b)(iii))	**-**	22
	48	88
Accumulated impairment loss (Note (b)(iv))	**(2)**	(3)
	46	85
	156	219
Non-current:		
Other receivables		
Sundry receivables (Note (b)(ii))	**17**	17
	17	17
Total trade and other receivables	**173**	236

19. Trade and other receivables (continued)

Trade receivables are non-interest bearing and are generally on 30 to 60-day credit terms.

(a) Trade receivables

(i) Trade receivables that are individually determined to be impaired at the reporting date related to debtors that are in significant financial difficulties and/or have defaulted on payments. These receivables are not secured by any collateral or credit enhancements.

There are no trade receivables allowance recorded as at the financial years ended.

(ii) Included in trade receivables is USD 46 million as at 31 January 2023 relates to retention sum with a customer for an FPSO project.

(iii) Trade receivables from contracts with customers

	Group		
	31 January 2024 USD million	31 January 2023 USD million	1 February 2022 USD million
Current:			
Trade receivables from contract with customers	**110**	134	67

(b) Other receivables

(i) Included in deposits of USD 13 million as at 31 January 2023 relates to an option agreement with a vendor to secure a vessel for an anticipated FPSO project. It lapsed during the current financial year and was recognised and offset against write-back of deposit received as disclosed in Note 8(b).

(ii) Included in sundry receivables is an amount of USD 16 million (2023: USD 19 million) relating to a contractual settlement arrangement with a customer for receivables relating to an FPSO project, which is unsecured and repayable over a period of 4 (2023: 5) years. The amount receivable was adjusted to its fair value upon initial recognition, and is subsequently carried at amortised cost. As at the end of the financial year, the amounts classified as current and non-current were USD 4 million (2023: USD 3 million) and USD 12 million (2023: USD 16 million) respectively.

Included in the current sundry receivables is an amount of USD 4 million (2023: USD 7 million) held in escrow accounts by third parties for payments to suppliers.

(iii) Amounts due from ultimate holding company, immediate holding company and related companies are unsecured, non-interest bearing and revolving on a daily basis.

(iv) Movement for other receivables allowance for impairment accounts:

	Performing USD million	**Under - performing USD million**	**Not performing USD million**	**Total USD million**
Group				
At 1 February 2022, 31 January 2023 and 1 February 2023	-	-	**3**	**3**
Reversal of impairment loss	-	-	**(1)**	**(1)**
At 31 January 2024	-	-	**2**	**2**

Refer to Note 34(b)(ii) for the Group's definition on performing, under-performing and not performing.

20. Other assets

	Group	
	2024 **USD million**	2023 USD million
Current:		
Prepayments (Note (a))	**47**	47
Construction cost assets (Note (b))	**2**	118
	49	165
Non-current:		
Prepayments	**4**	5
	53	170

(a) Included in the Group's current prepayments is an amount of USD 16 million (2023: USD 24 million) relating to prepayments to vendors of EPCIC business activities and USD 10 million (2023: Nil) relating to purchase of capital spares.

(b) As at 31 January 2024, the Group has recognised construction cost assets of USD 2 million (2023: USD 118 million) in relation to costs to fulfil a long-term charter contract, which was secured during the previous financial year end. The costs incurred primarily relates to the cost of an FPSO vessel and engineering and manpower costs that are directly attributable to the long-term charter contract, which generate resources that will be used in satisfying the future performance obligation and are expected to be recovered. The construction cost assets were reclassified from other assets to contract assets upon commencement of EPCIC business activities in the current financial year.

21. Leases

(a) Finance lease receivables as lessor

	Group	
	2024 **USD million**	2023 USD million
Minimum lease receivables:		
Within 1 year	**247**	81
Between 1-2 years	**246**	81
Between 2-3 years	**247**	80
Between 3-4 years	**244**	78
Between 4-5 years	**242**	75
Later than 5 years	**3,763**	569
Total undiscounted lease payments	**4,989**	964
Less: Future finance income	**(3,170)**	(470)
Net investment in finance lease	**1,819**	494
Current	**34**	23
Non-current	**1,785**	471
	1,819	494

(i) In the financial year ended 31 January 2024, the Group commenced a finance lease for the chartering of an FPSO (FPSO Anna Nery) to a third party for a lease term of 25 years until 2048. Finance income on the net investment in the lease during the financial year is USD 209 million (2023: Nil) (Note 6), of which USD 93 million related to gain on remeasurement of finance lease receivables arising from effect of charter day rate escalation determined at effective dates as stipulated in the charter contracts and USD 8 million (2023: Nil) relates to variable lease payments which is not included in the measurement of the net investment in the lease. The contract assets of USD 1,284 million (2023: Nil) was reclassified to finance lease receivables during the financial year.

21. Leases (continued)

(a) Finance lease receivables as lessor (continued)

(ii) In the financial year ended 31 January 2021, the Group commenced a finance lease for the chartering of an FPSO (FPSO Abigail Joseph) to a third party for a lease term of 12 years, comprising a firm charter period of 7 years and extension option periods of 5 years. Management assessed that it was reasonably certain for the charterer to exercise the extension options for 5 years out of the 8 years' extension options as set out in the charter agreement. Finance income on the net investment in the lease during the financial year is USD 42 million (2023: USD 44 million) (Note 6), of which USD 14 million (2023: USD 14 million) relates to variable lease payments which is not included in the measurement of the net investment in the lease.

(iii) In the financial year ended 31 January 2020, the Group commenced a finance lease for the chartering of an FPSO (FPSO Helang) to a third party for a lease term of 18 years comprising of a firm charter period of 8 years and annual extension option periods of up to 10 years. Finance income on the net investment in the lease during the financial year is USD 37 million (2023: USD 38 million) (Note 6), of which USD 6 million (2023: USD 6 million) relates to variable lease payments which is not included in the measurement of the net investment in the lease.

(b) Lease liabilities as lessee

	Group	
	2024 **USD million**	2023 USD million
Minimum lease commitments:		
Within 1 year	**6**	5
More than 1 year and less than 2 years	**5**	5
More than 2 years and less than 5 years	**4**	6
More than 5 years	**5**	4
Total minimum lease payments	**20**	20
Less: Amounts representing finance charges	**(3)**	(2)
Present value of minimum lease payments	**17**	18
Present value of payments:		
Within 1 year	**5**	4
More than 1 year and less than 2 years	**5**	5
More than 2 years and less than 5 years	**3**	5
More than 5 years	**4**	4
Present value of minimum lease payments	**17**	18
Less: Amount due within 12 months	**(5)**	(4)
Amount due after 12 months	**12**	14

22. Deferred taxation

Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when the deferred taxes relate to the same tax authority.

The following amounts, determined after appropriate offsetting, are shown in the consolidated statements of financial position:

	Group	
	2024 **USD million**	2023 USD million
Deferred tax assets	**4**	2
Deferred tax liabilities	**(124)**	(76)
	(120)	(74)
At 1 February	**(74)**	(43)
Recognised in profit or loss (Note 12)	**(46)**	(31)
At 31 January	**(120)**	(74)

The components and movements of deferred taxes during the financial years are as follows:

	Tax losses USD million	**Contract assets USD million**	**Others USD million**	**Total USD million**
Group				
At 1 February 2022	-	(43)	-	(43)
Recognised in profit or loss (Note 12)	1	(32)	-	(31)
At 1 February 2023 and 31 January 2023	**1**	**(75)**	**-**	**(74)**
Recognised in profit or loss (Note 12)	**1**	**(48)**	**1**	**(46)**
At 31 January 2024	**2**	**(123)**	**1**	**(120)**

As at the reporting date, the Group had unabsorbed tax losses that are available to offset against future taxable profits of the respective subsidiaries in which these unabsorbed tax losses and other deductible temporary differences arose, for which deferred tax asset of approximately USD 29 million (2023: USD 12 million) is not recognised due to uncertainty of its recoverability.

The use of tax losses of subsidiaries in other countries are subject to the agreement of the tax authorities of those countries and compliance with certain provisions of the tax legislations of the countries in which the subsidiaries operate. The tax losses have no expiry date.

23. Derivatives

	Group		
	2024 Assets USD million	**2024 (Liabilities) USD million**	2023 Assets USD million
Current			
Hedging derivatives:			
- Interest rate swaps (Note (a))	**8**	**-**	7
Non-current			
Hedging derivatives:			
- Interest rate swaps (Note (a))	**73**	**(6)**	80
Total	**81**	**(6)**	87

(a) Certain subsidiaries of the Group had entered into a series of USD interest swap contracts with banks. The interest rate swaps reflect the positive and negative change in fair value of those interest rate swaps which have been designated as cash flows hedge and are used to manage the exposure to the risk of changes in market interest rates arising from floating rate bank loans of the subsidiaries.

The fair values of the interest rate swaps are determined by using the prices quoted by the counterparty banks which are categorised as Level 2 of the fair value hierarchy. There are no transfers between Levels 1, 2 and 3 during the current financial year.

The effects of the interest rate swaps on the Group's financial position and performance are disclosed in Note 34(a)(i).

24. Inventories

	Group	
	2024 USD million	2023 USD million
Spare parts	**16**	6

25. Cash and bank balances

	Group	
	2024 USD million	2023 USD million
Cash on hand and at banks	**479**	255
Deposits with banks	**97**	20
Cash and bank balances	**576**	275

For the purpose of the consolidated statements of cash flows, cash and cash equivalents at the reporting dates comprise the following:

	Group	
	2024 USD million	2023 USD million
Cash and bank balances	**576**	275
Less: Fixed deposits with maturity period over 3 months*	**(22)**	(20)
Cash and cash equivalents	**554**	255

* Deposit placed with the bank that was restricted based on the requirements of a lender.

25. Cash and bank balances (continued)

Cash at banks earns interest at floating rates based on daily bank deposit rates. Deposits with banks are made for varying periods depending on the immediate cash requirements of the Group, and earn interest at the respective deposit rates.

Included in cash and bank balances are bank balances and deposits with banks of the Group amounting to USD 209 million (2023: USD 116 million) that were restricted based on the respective requirements of the lenders. These restricted amounts can only be used for purposes specified in the respective loan agreements, such as:

- Debt Service Reserve Accounts, where specified minimum amounts are required to be maintained to service loans;
- Operation and maintenance restricted accounts, where the amounts only be utilised for expenses related to the charter and operation and maintenance contracts relating to the specified FPSO; and
- FPSO restricted accounts, where the amounts can only be utilised for construction of an FPSO as disclosed in Note 28.

26. Share capital

	Number of shares million	Amount USD million
Group and Company		
Ordinary shares issued and fully paid:		
At 1 February 2022	845	845
Issued during the financial year	259	259
At 31 January 2023	**1,104**	**1,104**
Capital reduction during the financial year	**(90)**	**(90)**
At 31 January 2024	**1,014**	**1,014**

There is no par value for these ordinary shares.

On 22 September 2022, the Company issued 169,000,000 ordinary shares for a total consideration of USD 169,000,000 by way of capitalisation of the amount of USD 169,000,000 owing to the immediate holding company. The newly issued shares rank pari passu in all aspects with the previously issued shares.

On 29 September 2022, the Company issued 89,564,127 ordinary shares for a total consideration of USD 89,564,127 by way of capitalisation of the amount of USD 89,564,127 owing to the immediate holding company. The newly issued shares rank pari passu in all aspects with the previously issued shares.

On 19 January 2024, the issued and fully paid capital of the Company was reduced from 1,103,564,127 ordinary shares of USD 1,103,564,127 to 1,013,564,127 ordinary shares of USD 1,013,564,127 by cancelling a total of 90,000,000 ordinary shares held by the shareholders and the sum of USD 90,000,000 has been returned to the shareholder by way of cash.

27. Reserves

(a) 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.

(b) Cash flows hedge reserve

The cash flow hedge reserve represents cumulative fair value gain or loss arising from derivatives recognised. The effective portion of cash flow hedges is recognised in reserve while the ineffective portion will be reclassified to profit or loss.

(c) Put option reserve

Put option reserve arising from the disposal of 26% equity interest in a subsidiary, where an option was granted to a non-controlling interest to sell its equity stake back to the Group at their original consideration less dividends and proceeds from capital reduction received by them upon occurrence of conditions set out in the shareholders agreement.

(d) Capital reserve

As part of YHB's structural realignment effort to consolidate all EPCIC and FPSO operations within the Offshore Production business ("Restructuring exercise"), the Group acquired certain entities from YHB in the financial years 2023 and 2022. The restructuring was accounted for under predecessor basis, wherein the difference between the purchase consideration and the assets and liabilities of the acquired entities was recognised as Capital reserves under equity.

28. Loans and borrowings

	Group	
	2024 **USD million**	2023 USD million
Current:		
Term loans – secured	**185**	117
Non-current:		
Term loans – secured	**2,586**	1,346
Term loan - unsecured	**115**	106
	2,701	1,452
Total loans and borrowings	**2,886**	1,569

(a) The secured loans and borrowings of the Group are secured by certain assets of the Group as disclosed in Notes 14 and 25 and certain of the Group's vessels under finance lease arrangements.

(b) Certain term loans of USD 743 million (2023: USD 757 million) are guaranteed by both the ultimate holding company and an external party, whilst certain term loans of USD 485 million (2023: Nil) are fully guaranteed by the Company.

(c) The term loans at floating interest rates bear interest at range of 7.81% to 13.88% (2023: 6.11% to 7.66%) per annum.

(d) During the current financial year, 3-month USD LIBOR has ceased publication and accordingly, all LIBOR term loans have been transitioned to SOFR and there is no material effect on the amounts reported for the current and previous financial year.

28. Loans and borrowings (continued)

The remaining maturities of the loans and borrowings as at the reporting date are as follows:

	Interest rate terms	**Denominated currency**	**Total carrying amount USD million**	**On demand or within one year USD million**	**More than 1 year and less than 2 years USD million**	**More than 2 years and less than 5 years USD million**	**5 years or more USD million**
Group							
At 31 January 2024							
Secured							
Term loans	Floating rates vary based on Secured Overnight Financing Rate ("SOFR")*	USD	**2,286**	**180**	**209**	**1,634**	**263**
	Fixed rate at 12% per annum	USD	**225**	**-**	**14**	**42**	**169**
	Fixed rate at 13.88% per annum	USD	**260**	**5**	**-**	**-**	**255**
Unsecured							
Term loan	Floating rates vary based on Secured Overnight Financing Rate ("SOFR")	USD	**115**	**-**	**-**	**115**	**-**
			2,886	**185**	**223**	**1,791**	**687**
At 31 January 2023							
Secured							
Term loans	Floating rates vary based on London Interbank Offered Rate ("LIBOR")*	USD	1,463	117	123	889	334
Unsecured							
Term loan	Floating rates vary based on Secured Overnight Financing Rate ("SOFR")	USD	106	-	-	106	-
			1,569	117	123	995	334

* Certain floating rate bank loans of the subsidiaries are hedged by a series of USD interest rate swap contracts with banks (Note 23(a)).

29. Trade and other payables

	Group	
	2024	2023
	USD million	USD million
Current:		
Trade payables (Note (a))		
Third parties	**116**	104
	116	104
Other payables		
Due to ultimate holding company (Note (b)(i))	**8**	7
Due to related companies (Note (b)(i))	**1**	-
Due to associate (Note (b)(i))	**1**	1
Sundry payables (Note (b)(ii))	**25**	8
Accruals (Note (b)(ii))	**432**	139
Deposits (Note (b)(iii))	**5**	19
	472	174
	588	278
Non-current:		
Other payables		
Due to immediate holding company (Note (b)(i))	**47**	86
Due to related companies (Note (b)(i))	**-**	141
Due to non-controlling interests (Note (b)(iv))	**50**	48
	97	275
Total trade and other payables	**685**	553

(a) Trade payables

Trade payables are non-interest bearing.

(b) Other payables

(i) Amounts due to ultimate holding company, immediate holding company and associate are unsecured, non-interest bearing and revolving on a daily basis, except for amounts of USD 47 million (2023: USD 86 million) to immediate holding company as at 31 January 2024 which will not be demanded for repayment by the immediate holding company within the period of at least 12 months from the financial year ended 31 January 2024.

Amounts due to related companies are unsecured, non-interest bearing and revolving on a daily basis, except for amounts of USD 141 million as at 31 January 2023 which will not be demanded for repayment by the related companies within the period of at least 12 months from the financial year ended 31 January 2023 with interest revolving on a daily basis at cost of funds+0.5%. The balance has been settled off during financial year ended 31 January 2024.

(ii) Included in the Group's accruals are amounts relating to expenditures incurred for the construction of FPSOs amounting to USD 405 million (2023: USD 135 million).

29. Trade and other payables (continued)

(b) Other payables (continued)

(iii) Included in the Group's deposits are:

- an amount of USD 5 million (2023: USD 5 million) relating to a deposit payment received by Yinson Acacia Ltd ("YAL"), a direct wholly owned subsidiary of the Group, for the proposed disposal of a minority equity interest in Yinson Boronia Consortium Pte. Ltd. ("YBC"), an indirect wholly owned subsidiary of the Group, to Kawasaki Kisen Kaisha, Ltd. (""K" Line") for a total cash consideration of USD 49 million pursuant to a Share Sale and Purchase Agreement executed between YAL and "K" Line on 9 July 2020. The payment of the remaining balance of the consideration, being USD 44 million by "K" Line, and transfer of the minority equity interest to "K" Line (or Japan Offshore Facility Investment 1 Pte. Ltd. ("JOFI") (a direct wholly owned subsidiary of Sumitomo Corporation), at "K" Line's option), will be executed, after the final acceptance of the Marlim 2 FPSO by Petróleo Brasileiro S.A. and release of the financial guarantees under the associated project finance agreements which is expected to be in financial year ending 31 January 2025; and

- an amount of USD 13 million as at 31 January 2023 relating to a vessel exclusivity agreement with a customer to secure a vessel for an anticipated FPSO project until 30 June 2023. See Note 8(b) for details of the exclusivity agreement.

(iv) On 11 May 2020, an indirect subsidiary of the Group issued a convertible loan of USD 52 million to its shareholders. USD 13 million of the issuance is to a minority shareholder (i.e. Japan Offshore Facility Investment 1 Pte. Ltd., a wholly owned subsidiary of Sumitomo Corporation), which is proportionate to its shareholdings in the subsidiary. In accordance with the terms and conditions (depending on the prevailing gearing once the finance agreements are executed) set out in the Convertible Loan Agreement, the loan may be jointly converted into ordinary shares of the subsidiary by the shareholders on a proportionate basis. Otherwise, the loan from the minority shareholder is due for repayment in equal quarterly repayments within 2 years from the date on which the conditions as set out in the Convertible Loan Agreement are met. The loan was adjusted to its fair value upon initial recognition with discounting effect being recognised as a capital contribution from non-controlling interest of USD 2 million in the financial year ended 31 January 2021, and was subsequently carried at amortised cost. As at 31 January 2024, the Group's carrying amount of this loan, which is unsecured and interest free, is USD 13 million (2023: USD 12 million).

On 24 August 2021, an indirect subsidiary of the Group received an interest-free loan from JOFI amounting to USD 41 million. The loan is unsecured, repayable at the borrower's discretion and has no fixed term of repayment. The Group expects the loan to be repaid 5 years from the date of drawdown. The loan was adjusted to its fair value upon initial recognition with the discounting effect being recognised as a capital contribution from non-controlling interest of USD 7 million in the financial year ended 31 January 2023, and the loan was subsequently carried at amortised cost. As at 31 January 2024, the Group's carrying amount of this loan is USD 37 million (2023: USD 36 million).

The deemed interest expense arising from the discounting effect on the fair value of the loans recognised for the financial year ended 31 January 2024 is USD 2 million (2023: USD 2 million) (Note 11).

30. Significant related party disclosures

For the purposes of these special purpose consolidated 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. Related companies comprise mainly companies which are controlled by the Group's ultimate holding company that are not part of the Group.

Key management personnel are defined as those persons having authority and responsibility for planning, directing and controlling the activities of the Group directly or indirectly. Key management personnel of the Group are made up of Directors of the Group and the Company.

(a) Significant related party transactions

In addition to the related party information disclosed elsewhere in the special purpose consolidated financial statements, the following significant transactions between the Group and related parties took place at terms agreed between the parties during the financial year:

	Group	
	2024 **USD million**	2023 USD million
Ultimate holding company:		
- management fee charged	**(4)**	(3)
- novation of intercompany amount owing from	**-**	219
- purchase consideration from acquisition of equity interest	**-**	(219)
Immediate holding company:		
- advance made to	**-**	(73)
- capitalisation of amount owing to	**-**	(259)
- dividend paid to	**(36)**	(69)
- novation of intercompany amount owing to	**-**	(259)
- repayment of advance to	**(39)**	-
Related companies:		
- advance interest charged	**(13)**	(3)
- advance received	**74**	116
- novation of intercompany amount owing from	**-**	40
- repayment of advance to	**(189)**	(3)
- repayment of interest charged	**(16)**	-

(b) Related party balances

Related party balances have been disclosed in Notes 19 and 29 to the special purpose consolidated financial statements.

(c) Compensation to key management personnel

	Group	
	2024 **USD million**	2023 USD million
Salaries and other short-term employee benefits	**2**	2

31. Operating lease commitments as a lessor

The Group entered into leases for its FPSO. As at 31 January 2024, these non-cancellable leases have remaining lease terms of 9 years (2023: 10 years) and are subject to revision on the rental charge where contractually applicable.

Future minimum rentals receivable under non-cancellable operating leases at the reporting date are as follows:

	Group	
	2024 **USD million**	2023 USD million
Within 1 year	**129**	129
More than 1 year and less than 5 years	**517**	517
More than 5 years	**430**	560
	1,076	1,206

Chartering fees from leasing of FPSO recognised in profit or loss during the financial year are disclosed in Note 6.

32. Fair value measurement

(a) Fair value hierarchy

The following table provides the fair value measurement hierarchy of the Group's assets and liabilities.

	Fair value measurement using			
	Quoted prices in active market Level 1 USD million	**Significant observable inputs Level 2 USD million**	**Significant unobservable inputs Level 3 USD million**	**Total USD million**
Group				
At 31 January 2024				
Financial asset:				
Interest rate swaps	-	81	-	81
Financial liability:				
Interest rate swaps	-	(6)	-	(6)
Fixed rate loans	-	-	(527)	(527)
	-	(6)	(527)	(533)
At 31 January 2023				
Financial liability:				
Interest rate swaps	-	87	-	87

The Group classifies fair value measurement using the fair value hierarchy that reflects the significance of the inputs used in making the measurements. The fair value hierarchy has the following levels:

Level 1- Quoted (unadjusted) market prices in active markets for identical assets or liabilities;

Level 2- Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable; and

Level 3- Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

There are no transfers between Levels 1, 2 and 3 during the current financial year.

32. Fair value measurement (continued)

(a) Fair value hierarchy (continued)

The fair value of financial instruments that are not traded in an active market (for example, over-the-counter derivatives) is determined by using valuation techniques. The Group uses a variety of methods and make assumptions that are based on market conditions existing at each balance sheet date. Quoted market prices or dealer quotes for similar instruments are used to estimate fair value for long-term debt for disclosure purposes. Other techniques, such as estimated discounted cash flows, are used to determine the fair value for the remaining financial instruments.

The fair value of interest rate swaps is calculated as the present value of the estimated future cash flows based on observable yield curves. These derivative financial instruments are classified as Level 2 and comprises derivative financial instruments. In infrequent circumstances, where a valuation technique for these instruments is based on significant unobservable inputs, such instruments are classified as Level 3.

The fair value of fixed rate term loans is calculated based on discounted cash flow using a rate based on the current market rate of borrowing of the Company at the reporting date.

(b) Financial instruments that are not carried at fair value and whose carrying amounts are reasonable approximation of fair value

The following are classes of the Group's financial instruments that are not carried at fair value and whose carrying amounts are reasonable approximation of fair value:

	Note
Trade and other receivables	19
Floating rate loans	28
Trade and other payables	29

The carrying amounts of financial assets and financial liabilities are reasonable approximation of fair values, either due to their short-term nature or those floating rate instruments that are re-priced to market interest rates on or near the reporting date.

The carrying amounts of non-current receivables and payables are reasonable approximations of fair values. They are classified as Level 3 fair values in the fair value hierarchy due to the inclusion of unobservable inputs.

The carrying amounts of the current portion of loans and borrowings are reasonable approximation of fair values due to the insignificant impact of discounting.

The carrying amounts of non-current loans and borrowings are reasonable approximation of fair values due to those floating rate instruments that are re-priced to market interest rates on or near the reporting date. The fair values of non-current loans and borrowings are estimated by discounting expected future cash flows at market incremental lending rate for similar types of lending, borrowing or leasing arrangements at the reporting date.

33. Financial instruments by category

	Group	
	2024 **USD million**	2023 USD million
Financial assets		
Financial assets designated as cash flow hedge		
- Interest rate swaps (Note 23)	**81**	87
Financial assets at amortised costs		
- Finance lease receivables (Note 21(a))	**1,819**	494
- Trade and other receivables	**173**	223
- Cash and bank balances (Note 25)	**576**	275
	2,568	992
Total	**2,649**	1,079

33. Financial instruments by category (continued)

	Group	
	2024 **USD million**	2023 USD million
Financial liabilities		
Financial liabilities designated as cash flow hedge		
- Interest rate swaps (Note 23)	**6**	-
Financial liabilities at amortised cost:		
- Trade and other payables	**685**	540
- Loans and borrowings (Note 28)	**2,886**	1,569
- Put option liability	**5**	15
- Lease liabilities (Note 21(b))	**17**	18
	3,593	2,142
Total	**3,599**	2,142

The Group’s exposure to various risks associated with the financial instruments are discussed in Note 34.

34. Financial risk management objectives and policies

The Group’s principal financial liabilities, other than derivatives and put option liability, comprise loans and borrowings, lease liabilities, trade and other payables. The main purpose of these financial liabilities is to finance the Group’s operations. The Group’s principal financial assets include finance lease receivables, trade and other receivables, cash and short-term deposits and contract assets that are derived directly from its operations.

The Group is exposed to market risk, credit risk and liquidity risk. The Group’s senior management oversees the management of these risks. The Group’s senior management is supported by the corporate finance and treasury team that advises on financial risks and the appropriate financial risk governance framework for the Group. The corporate finance and treasury team assists the Group’s senior management to ensure that the Group’s financial risk activities are governed by appropriate policies and procedures and that financial risks are identified, measured and managed in accordance with the Group’s policies and risk objectives. It is the Group’s policy that no trading in derivatives for speculative purposes may be undertaken. The Board of Directors reviews and agrees policies for managing each of these risks, which are summarised below.

(a) Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises two types of risk: interest rate risk and foreign currency risk. Financial instruments affected by market risk include loans and borrowings, short-term deposits and derivatives.

(i) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Group's exposure to the risk of changes in market interest rates relates primarily to the Group's loans and borrowings with floating interest rates.

The Group enters into interest rate swaps, in which it agrees to exchange, at specified intervals, the difference between fixed and floating interest rate amounts calculated by reference to an agreed-upon notional amount. For the financial year ended 31 January 2024 and 2023, the Group's borrowings at floating rates were denominated in USD.

34. **Financial risk management objectives and policies** (continued)

(a) **Market risk** (continued)

(i) **Interest rate risk** (continued)

Included in the variable rate secured borrowings are 5 to 12 years (2023: 5 to 12 years) floating rate debt of USD 2,286 million (2023: USD 1,463 million) whose interest rate is based on 3-month USD SOFR (2023: 3-month USD LIBOR). To hedge the variability in cash flows of these loans, the Group has entered into 4 to 12 years (2023: 4 to 12 years) interest rate swaps with key terms (principal amount, payment dates, repricing dates, currency) that match those of the debt on which it pays a fixed rate and receives a variable rate.

Instruments used by the Group

Interest rate swaps used by the Group during the financial year cover approximately 74% (2023: 88%) of the Group's outstanding 3-month USD SOFR/LIBOR variable rate secured loans. These loans bear variable rates based on USD SOFR/LIBOR plus a certain margin, however the interest rates are fixed based on the fixed interest rates of the swaps ranging from 3.72% to 6.39% (2023: 3.89% to 6.39%).

The swap contracts require settlement of net interest receivable or payable every quarter. The settlement dates coincide with the dates on which interest is payable on the underlying debt.

Effects of hedge accounting on the consolidated statements of financial position and performance

The effects of the above-mentioned interest rate swaps on the Group's financial position and performance are as follows:

	<-----2024----->	<---------------------------	2023	--------------------------->
Group	**SOFR/Total USD million**	LIBOR USD million	SOFR USD million	Total USD million
Interest rate swaps				
Carrying amount (current and non-current)				
- Assets	**81**	66	21	87
- Liabilities	**(6)**	-	-	-
	75	66	21	87
Notional amount of interest rate swaps	**1,682**	816	469	1,285
Hedge ratio of secured loans	**74%**	100%	70%	88%
Change in fair value of outstanding hedging instruments since 1 February	**(12)**	72	21	93
Change in value of hedged item used to determine hedge effectiveness	**12**	(72)	(21)	(93)
Weighted average hedged rate for the year	**3.72% to 6.39%**	3.89% to 5.55%	6.39%	3.89% to 6.39%

The table above contains details of the LIBOR hedging instruments as at 31 January 2023 used in the Group’s hedging strategies, which was not transitioned to SOFR.

As at reporting date, the Group's negotiated contracts for which SOFR replaced LIBOR as the benchmark rate resulted in an economically equivalent position with no profit or loss impact upon initial transition. There were no outstanding contracts in transition to SOFR as at reporting date.

The maturity period of interest rate swaps ranges from August 2026 to December 2031 (2023: August 2026 to December 2031).

34. Financial risk management objectives and policies (continued)

(a) Market risk (continued)

(i) Interest rate risk (continued)

Interest rate sensitivity

An increase/decrease in interest rates by 10 (2023: 10) basis points would not result in a significant increase/decrease in interest expense for the unhedged variable rate loans of the Group, as such, the sensitivity analysis is not disclosed.

(ii) Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. The Group's exposure to the risk of changes in foreign exchange rates relates primarily to the Group's operating activities and the Group's net investments in foreign subsidiaries.

The Group has transactional currency exposures arising from sales or purchases that are denominated in a currency other than the respective functional currencies of Group entities, primarily USD, BRL, NOK and RM. The foreign currencies in which these transactions are denominated are mainly SGD, NOK, NGN and EUR.

The Group holds cash and cash equivalents denominated in foreign currencies for working capital purposes. The other financial instruments denominated in foreign currencies include trade and other receivables, trade and other payables and lease liabilities.

The currency profile of monetary financial assets and financial liabilities are as follows:

	Denominated in currencies other than functional currencies				
	Malaysian Ringgit USD million	**Singapore Dollar USD million**	**Others USD million**	**Denominated in functional currencies USD million**	**Total USD million**
Group					
2024					
Receivables	**2**	**4**	**4**	**1,982**	**1,992**
Interest rate swaps	**-**	**-**	**-**	**75**	**75**
Cash and bank balances	**-**	**4**	**5**	**567**	**576**
Borrowings	**-**	**-**	**-**	**(2,886)**	**(2,886)**
Lease liabilities	**-**	**(8)**	**(8)**	**(1)**	**(17)**
Payables	**(8)**	**(20)**	**(19)**	**(638)**	**(685)**
Put option liability	**-**	**-**	**-**	**(5)**	**(5)**
	(6)	**(20)**	**(18)**	**(906)**	**(950)**
2023					
Receivables	-	3	4	710	717
Interest rate swaps	-	-	-	87	87
Cash and bank balances	4	1	4	266	275
Borrowings	-	-	-	(1,569)	(1,569)
Lease liabilities	-	(9)	(9)	-	(18)
Payables	(8)	(12)	(19)	(501)	(540)
Put option liability	-	-	-	(15)	(15)
	(4)	(17)	(20)	(1,022)	(1,063)

The effect of changes in exchange rate on the translation of the unhedged financial assets or liabilities is not material during the financial years ended 31 January 2024 and 2023.

34. Financial risk management objectives and policies (continued)

(b) Credit risk

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the Group. At the reporting date, the Group's maximum exposure to credit risk is represented by the carrying amounts of each class of financial assets recognised in the consolidated statements of financial position.

Customer credit risk is managed by each business unit subject to the Group’s established policy, procedures and control relating to customer credit risk management. Credit quality of a customer is assessed based on the individual credit standings and financial strengths. Outstanding receivables are regularly monitored.

Credit risk from balances with banks and financial institutions is managed by the Group’s Treasury department in accordance with the ultimate holding company’s policy. Counterparty credit standings are reviewed by the Group's Senior Management on an annual basis and may be updated throughout the financial years. Limits are set to minimise the concentration of risks and therefore mitigate financial loss through potential counterparty’s failure to make payments.

(i) Trade receivables and contract assets

ECL for trade receivables and contract assets are measured using the simplified approach. The expected loss rates are based on the payment profiles of sales over a period of 36 months before reporting date and the corresponding historical credit losses experienced within this period. The historical loss rates are adjusted to reflect current and forward-looking information on macroeconomic factors affecting the ability of the customers to settle the receivables. The Group has identified the gross domestic product ("GDP"), GDP growth, oil price and country rating in which it sells its goods and services to be the most relevant factors, and accordingly adjusts the historical loss rates based on expected changes in these factors. No significant changes to estimation techniques or assumptions were made during the reporting period.

The reconciliation of allowance for impairment and maximum exposure to credit risk are disclosed in Note 19 and Note 6(b).

(ii) Other financial assets at amortised cost

Other financial assets at amortised cost comprises other receivables, finance lease receivables, interest rate swaps and cash and bank balances.

ECL for other financial assets at amortised cost are measured using the general 3-stage approach. The Group uses three categories which reflect their credit risk and how the loss allowance is determined for each of those categories. A summary of the assumptions underpinning the Group’s ECL model is as follows:

34. Financial risk management objectives and policies (continued)

(b) Credit risk (continued)

(ii) Other financial assets at amortised cost (continued)

Category	**Group's definition of category**	**Basis for recognising ECL**
Performing	Debtors have a low risk of default and a strong capacity to meet contractual cash flows.	12-month ECL
Underperforming	Debtors for which there is a significant increase in credit risk or significant increase in credit risk if presumed the forward looking information and indicators available signify impairment to debtor's ability to repay.	Lifetime ECL
Non-performing	Debtor's ability to repay or likelihood of repayment is determined as fully impaired according to the available indicators.	Lifetime ECL (credit-impaired)

Based on the above, loss allowance is measured on either 12-month ECL or lifetime ECL using a PD x LGD x EAD methodology as follows:

- PD (‘probability of default’) – the likelihood that the debtor would not be able to repay during the contractual period;
- LGD (‘loss given default’) – the percentage of contractual cash flows that will not be collected if default happens; and
- EAD (‘exposure at default’) – the outstanding amount that is exposed to default risk.

In deriving the PD and LGD, the Group considers historical data by each debtor by category and adjusts for forward-looking macroeconomic data. The Group has identified the industry and geographical area which the debtor operates in, to be the most relevant factors, and accordingly adjusts the historical loss rates based on expected changes in these factors. Loss allowance is measured at a probability-weighted amount that reflects the possibility that a credit loss occurs and the possibility that no credit loss occurs. No significant changes to estimation techniques or assumptions were made during the reporting period.

The following table contains an analysis of the credit risk exposure for which an ECL allowance is recognised. The gross carrying amount disclosed below also represents the Group’s maximum exposure to credit risk on these assets:

Group	**Performing USD million**	**Under-performing USD million**	**Not performing USD million**	**Total USD million**
2024				
Other receivables				
Gross carrying amount	**63**	**-**	**2**	**65**
Accumulated impairment loss	**-**	**-**	**(2)**	**(2)**
Net carrying amount	**63**	**-**	**-**	**63**
Cash and bank balances				
Gross/net carrying amount	**576**	**-**	**-**	**576**
Finance lease receivables				
Gross/net carrying amount	**1,819**	**-**	**-**	**1,819**
Interest rate swaps				
Gross/net carrying amount	**81**	**-**	**-**	**81**

34. Financial risk management objectives and policies (continued)

(b) Credit risk (continued)

(ii) Other financial assets at amortised cost (continued)

Group **2023**	**Performing** **USD million**	**Under-performing** **USD million**	**Not performing** **USD million**	**Total** **USD million**
Other receivables				
Gross carrying amount	89	-	3	92
Accumulated impairment loss	-	-	(3)	(3)
Net carrying amount	89	-	-	89
Cash and bank balances				
Gross/net carrying amount	275	-	-	275
Finance lease receivables				
Gross/net carrying amount	494	-	-	494
Interest rate swaps				
Gross/net carrying amount	87	-	-	87

The reconciliation of allowance for impairment of other receivables is disclosed in Note 19(b)(iv).

The Group assessed that there is a concentration of credit risk in contract assets where the Group derives revenue solely from the construction of FPSO vessels and subsequently from the chartering of the FPSO vessels to its customers.

Due to the nature of the industry to which only constitute a small number of customers for each FPSO vessel construction due to the significant upfront cost required, there is therefore a higher credit risk concentration. In addition, the Group also has a concentration of credit risk by geographical locations of its customer, which are mainly based in Brazil and Angola.

The risk is managed through the close monitoring of aged receivables and through general credit collection procedures.

As at 31 January 2024, the credit risk of the Group primarily relates to the Group's 4 (2023: 3) largest customers which accounted for 91% (2023: 95%) of the outstanding trade receivables at the end of the reporting period. The Group believes these counterparties' credit risk is low taking into consideration of their financial position, past collection experiences and other factors. Except for the impairment loss provided as disclosed in Note 19(a) to the special purpose consolidated financial statements, management does not expect any counterparty to fail to meet their obligations.

(c) Liquidity risk

Liquidity risk is the risk that the Group will encounter difficulty in meeting financial obligations due to shortage of funds. The Group's exposure to liquidity risk arises primarily from mismatches of the maturities of financial assets and liabilities. The Group's objectives are to maintain a balance between continuity of funding and flexibility through the use of bank loans.

34. Financial risk management objectives and policies (continued)

(c) Liquidity risk (continued)

The table below summarises the maturity profile of the Group's financial liabilities based on contractual undiscounted repayment obligations.

Group	**On demand or within one year USD million**	**Two to five years USD million**	**Over five years USD million**	**Total USD million**
2024				
Trade and other payables	588	97	-	685
Loans and borrowings	442	2,878	777	4,097
Lease liabilities	6	9	5	20
Gross settled interest rate swaps				
- Receipts	(52)	(142)	(16)	(210)
- Payments	19	110	7	136
Put option liability	5	-	-	5
Total undiscounted financial liabilities	1,008	2,952	773	4,733
2023				
Trade and other payables	265	275	-	540
Loans and borrowings	230	1,439	386	2,055
Lease liabilities	5	11	4	20
Gross settled interest rate swaps				
- Receipts	(52)	(105)	(25)	(182)
- Payments	21	61	13	95
Put option liability	15	-	-	15
Total undiscounted financial liabilities	484	1,681	378	2,543

35. Capital management

For the purpose of the Group's capital management, capital includes share capital and all other equity reserves attributable to owners of the Company. The objectives of the Group's capital management are to maximise shareholders' value, to maintain optimal capital structure to reduce cost of capital and to sustain future developments of the Group.

In order to maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders, return capital to shareholders, shares buy-back or issue new shares. The Group monitors capital using gross and net debt to equity ratio. Gross debt includes interest bearing loans and borrowings, while net debt includes interest bearing loans and borrowings, less cash and bank balances.

	Group	
	2024 USD million	2023 USD million
Gross debt	**2,886**	1,569
Less: Cash and bank balances (Note 25)	**(576)**	(275)
	2,310	1,294
Total equity	**1,761**	1,580
Gross debt to equity ratio	**1.64**	0.99
Net debt to equity ratio	**1.31**	0.82

The Group is required to comply with financial covenants such as Debt Service Coverage Ratio and minimum group liquidity, as defined in the respective facility agreements. For the financial years ended 31 January 2024 and 2023, the Group has complied with these requirements.

36. Internal re-organisation of companies

The Group undertakes the following transactions as part of its ongoing internal re-organisation of its subsidiaries. These are undertaken as follows:

2024

(a) On 17 August 2023, Yinson Production Azalea Holdings (S) Pte. Ltd., an indirect wholly owned subsidiary of the Company, completed the acquisition of 100% equity interest in Yinson Azalea Production Pte. Ltd. from Yinson Production Azalea Consortium Pte. Ltd. (formerly known as Yinson Azalea Holdings Pte. Ltd.), an indirect wholly owned subsidiary of the Company, for a consideration of USD 44,894,037. As a result, Yinson Azalea Production Pte. Ltd. remains as an indirect wholly owned subsidiary of the Company.

(b) On 18 October 2023, AFPS B.V., an indirect wholly owned subsidiary of the Company, completed the acquisition of 100% equity interest in Yinson Bouvardia Servicos De Operacao Ltda. from Yinson Bouvardia Production B.V., an indirect wholly owned subsidiary of the Company, for a consideration of USD 257,673. As a result, Yinson Bouvardia Servicos De Operacao Ltda. remains as an indirect wholly owned subsidiary of the Company.

There were no consequential financial effects to the Group upon the completion of the internal re-organisation of the companies above.

2023

There were no internal re-organisations during the previous financial year, other than those disclosed in Note 27(d).

37. Summary of effects of acquisition of companies

(a) On 7 February 2023, the Company completed the acquisition of 100% equity interest in London Marine Group Limited, London Marine Consultants Limited and LMC Asia Pacific Pte. Ltd. (collectively “LMG Group”) from Telemark Limited for a cash consideration of GBP 524,803. As a result, London Marine Group became a direct wholly owned subsidiary of the Company.

London Marine Group Limited is the holding company of London Marine Consultants Limited and LMC Asia Pacific Pte. Ltd.

(b) On 24 January 2024, Yinson Acacia Ltd, an indirect wholly owned subsidiary of the Company, completed the acquisition of 100% equity interest in Yinson Production Iterum Holdings Pte. Ltd. (formerly known as Yinson Eden Pte. Ltd.) from Yinson Global Corporation (HK) Limited for a consideration of USD 1. As a result, Yinson Production Iterum Holdings Pte. Ltd. became an indirect wholly owned subsidiary of the Company.

The consequential financial effects of the acquisitions mentioned above are not material to the Group.

38. Subsequent events

(a) On 5 February 2024, Yinson Boronia Consortium Pte. Ltd. ("YBC"), an indirect subsidiary of the Company, increased its share capital via conversion of two quasi-equity loans totalling USD 204 million, from both Yinson Acacia Ltd ("YAL"), an indirect wholly owned subsidiary of the Company, and Japan Offshore Facility Investment 1 Pte. Ltd. ("JOFI"), based on the current price per share of USD 1.00. The loans were converted into ordinary shares of YBC by the YAL and JOFI on a proportionate basis and did not impact the current shareholding.

As a result, the increase in the non-controlling interests recorded in equity arising from the above-mentioned conversion of loans from JOFI amounted to USD 47 million.

On 18 June 2024, YAL disposed of 955,831 ordinary shares in YBC, representing 0.24% equity interest of the share capital of YBC, to JOFI, for a total consideration of USD 1 million. As a result, YAL's equity interest in YBC has decreased from 75% to 74.76%.

On 13 August 2024, YBC reduced its paid-up capital by USD 120,418,000 via reduction of par value on the YBC's shares from USD 391,600,000 to USD 271,182,000 for a cash consideration of USD 120,418,000. Following the reduction of paid-up capital for a cash consideration of USD120,418,000, the Group still controls YBC, retaining an effective equity interest in YBC of 74.76%. The total cash outflow from Group to JOFI in relation to the share capital reduction of YBC is USD 30 million.

Thereafter, YAL further disposed 45,250,298 ordinary shares in YBC, representing 11.56% equity interest of the share capital of YBC, to JOFI, for a total consideration of USD 48 million on 22 October 2024. As a result, YAL's equity interest in YBC decreased from 74.76% to 63.20%. The Group still controls YBC with the equity interest of 63.20%.

The total consideration for the above-mentioned disposals was USD 49 million, of which USD 44 million was paid in cash on the respective dates of disposal, with the remainder offset against a deposit received in prior years of USD 5 million. The USD 9 million difference between the consideration of USD 49 million and the USD 40 million recorded in respect of the disposals to non-controlling interest is recognised directly as an increase in equity.

(b) On 12 March 2024, the Company has declared and paid an interim dividend of USD 30 million to its immediate holding company, Yinson Global Corporation (S) Pte. Ltd., in respect of the financial year ending 31 January 2025.

(c) On 30 April 2024, an indirect wholly owned subsidiary of the Company, Yinson Azalea Production Pte. Ltd. ("YAPPL"), successfully secured a USD 1.3 billion multi-tranche term loan to finance an FPSO project, FPSO Agogo. The term loan matures up to 10 years post-delivery of the FPSO Agogo, and carries interest ranging from SOFR+3% to 5% per annum.

On 30 September 2024, YAPPL has entered into a 4-year interest rate swap and followed by a 9-year interest rate collar, covering approximately 70% of the YAPPL's secured loans. The loan bears variable rates based on USD SOFR+3% to 5%, however the interest rates are fixed based on the fixed interest rates of the swaps and collars, ranging from 3.245% to 3.251% and 2.353% to 5.5% for the swaps and collars respectively. The maturity period of the interest rate swaps and the interest rate collars are 28 April 2028 and 31 October 2036 respectively.

(d) On 3 May 2024, Yinson Production Financial Services Pte. Ltd. ("YPFSPL"), a direct wholly owned subsidiary of the Company, successfully issued a USD 500 million five-year senior secured bond with a fixed coupon of 9.625% per annum. The proceeds were partially utilised to repay corporate loans and accrued interest amounting to USD 431.8 million and related transaction fees.

(e) On 5 June 2024, Yinson Boronia Production B.V., an indirect wholly owned subsidiary of the Company, successfully issued a USD 1,035 million bond with a fixed coupon of 8.947% annum. The bond was listed on the London Stock Exchange. The proceeds of the notes will be used for, among other uses, refinancing of the existing outstanding debt of FPSO Anna Nery maturing in 2026, unwinding related hedge arrangements, funding reserve accounts as applicable, and payment of transaction related fees and expenses.

38. Subsequent events (continued)

(f) On 26 June 2024, the Company has declared and paid an interim dividend of USD 30 million to its immediate holding company, Yinson Global Corporation (S) Pte. Ltd., in respect of the financial year ending 31 January 2025.

(g) On 15 October 2024, FPSO Maria Quitéria has achieved first oil following a successful 72-hour testing. This marks the commencement of the firm charter for a period of 22.5 years, until 2047. Subsequent to the final acceptance, the contract assets of USD 1,535,387,871 as at 31 October 2024 will be reclassified as finance lease receivables.

(h) On 20 November 2024, YPFSPL, a direct wholly owned subsidiary of the Company, has successfully placed a USD 100 million tap issue on its existing five-year senior secured bond. The total size of this bond issue is USD 600 million and the proceeds will be used to finance capital expenditures for the upgrade of FPSO vessels within the Group.

(i) On 2 December 2024, PTSC Asia Pacific Pte. Ltd. (“PTSC AP”), a joint venture between Yinson Production Capital Pte. Ltd. (49%) and PetroVietnam Technical Services Corporation (51%), has successfully executed a contract for the construction, charter, operation and maintenance of a floating storage and offloading vessel for the Lac Da Vang project with Murphy Cuu Long Bac Oil Co. Ltd., a wholly owned subsidiary of Murphy Oil Corporation.

The contract, inclusive of charter, has a firm period of 10 years with the option to extend up to 5 years and has a total estimated contract value of USD 416 million.

(j) On 18 December 2024, the Company has declared and paid an interim dividend of USD 30 million to its immediate holding company, Yinson Global Corporation (S) Pte. Ltd., in respect of the financial year ending 31 January 2025.

(k) On 30 December 2024, PTSC AP has secured a bareboat charter contract extension for FPSO PTSC Lam Son for a firm period of 18 months starting from 1 January 2025 to 30 June 2026, with an option to extend an additional 6 months until 31 December 2026.

The value of the extension of the bareboat charter contract is approximately USD 36.2 million.

(l) On 31 December 2024, FPSO Atlanta has achieved first oil following a successful 72-hour testing. This marks the commencement of the firm charter for a period of 15 years, until 2039. Subsequent to the final acceptance, the contract assets of USD 548,823,304 as at 31 December 2024 will be reclassified as finance lease receivables.

39. Authorisation of special purpose consolidated financial statements for issue

The special purpose consolidated financial statements for the financial years ended 31 January 2024 and 31 January 2023 were authorised for issue in accordance with a resolution of the Board of Directors on 22 January 2025.

YINSON PRODUCTION OFFSHORE PTE LTD AND ITS SUBSIDIARIES

(Incorporated in Singapore. Registration Number: 201429097M)

UNAUDITED INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the nine months period ended 31 October 2024

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UNAUDITED QUARTER CONDENSED CONSOLIDATED INCOME STATEMENT

For the three months period ended 31 October 2024

		Individual Period 3rd Quarter	
		31 October 2024	31 October 2023
	Note	USD million	USD million
Revenue		415	591
Cost of sales		(264)	(448)
Gross profit		**151**	**143**
Other items of income			
Interest income		5	3
Other income		11	8
Other items of expenses			
Administrative expenses		(23)	(19)
Finance costs		(92)	(47)
Share of profit of joint ventures		2	2
Share of loss of associates		(^)	(^)
Profit before tax		**54**	**90**
Income tax expense	7	(10)	(12)
Profit for the period		**44**	**78**
Attributable to:			
Owner of the Company		36	71
Non-controlling interests		8	7
		44	**78**
		Cents	**Cents**
Earnings per share attributable to ordinary equity shareholder of the Company:			
Basic	8	3.55	6.43
Diluted	8	3.55	6.43

^ Below USD 1 million.

The unaudited quarter condensed consolidated income statement should be read in conjunction with the accompanying explanatory notes attached to these interim financial statements.

UNAUDITED QUARTER CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

For the three months period ended 31 October 2024

	Individual Period 3rd Quarter	
	31 October 2024	**31 October 2023**
	USD million	**USD million**
Profit for the period	**44**	**78**
Other comprehensive income / (loss) :		
Items that will be reclassified subsequently to profit or loss:		
- Cash flows hedge reserve	12	27
- Reclassification of changes in fair value of cash flow hedges	(7)	(11)
Other comprehensive income for the period	**5**	**16**
Total comprehensive income for the period	**49**	**94**
Attributable to:		
Owner of the Company	42	84
Non-controlling interests	7	10
	49	**94**

The unaudited quarter condensed consolidated statement of comprehensive income should be read in conjunction with the accompanying explanatory notes attached to these interim financial statements.

UNAUDITED INTERIM CONDENSED CONSOLIDATED INCOME STATEMENT

For the nine months period ended 31 October 2024

		Cumulative Period	
		31 October 2024	31 October 2023
	Note	USD million	USD million
Revenue	6.1	1,315	1,940
Cost of sales		(811)	(1,471)
Gross profit		**504**	**469**
Other items of income			
Interest income		11	7
Other income		12	11
Other items of expenses			
Administrative expenses		(58)	(38)
Finance costs	6.2	(245)	(114)
Share of profit of joint ventures	6.3	6	3
Share of loss of associates	6.3	(^)	(^)
Profit before tax		**230**	**338**
Income tax expense	7	(45)	(69)
Profit for the period	**6.4**	**185**	**269**
Attributable to:			
Owner of the Company		154	256
Non-controlling interests		31	13
		185	**269**
		Cents	**Cents**
Earnings per share attributable to ordinary equity shareholders of the Company:			
Basic	8	15.19	23.20
Diluted	8	15.19	23.20

^ Below USD 1 million.

The unaudited interim condensed consolidated income statement should be read in conjunction with the accompanying explanatory notes attached to these interim financial statements.

UNAUDITED INTERIM CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

For the nine months period ended 31 October 2024

	Cumulative Period	
	31 October 2024 **USD million**	**31 October 2023** **USD million**
Profit for the period	**185**	**269**
Other comprehensive income / (loss):		
Items that will be reclassified subsequently to profit or loss:		
- Cash flows hedge reserve	32	62
- Reclassification of changes in fair value of cash flow hedges (i)	(48)	(28)
Other comprehensive (loss) / income for the period	**(16)**	**34**
Total comprehensive income for the period	**169**	**303**
Attributable to:		
Owner of the Company	145	283
Non-controlling interests	24	20
	169	**303**

(i) Included in reclassification of change in fair value of cash flow hedges is a gain of USD 22 million from the termination of interest rate swap during the previous quarter ended 31 July 2024.

The unaudited interim condensed consolidated statement of comprehensive income should be read in conjunction with the accompanying explanatory notes attached to these interim financial statements.

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

As at 31 October 2024

	Note	AS AT 31 October 2024 Unaudited USD million	AS AT 31 January 2024 Audited USD million
Assets			
Non-current assets			
Property, plant and equipment		666	692
Intangible assets		34	43
Investment in joint ventures		79	78
Investment in associates		4	4
Other receivables		12	17
Other assets		3	4
Finance lease receivables	6.5	3,319	1,785
Deferred tax assets		3	4
Derivatives		53	73
Contract assets	6.5	1,086	1,965
		5,259	**4,665**
Current assets			
Inventories		24	16
Other assets		58	49
Contract assets	6.5	145	72
Tax recoverable		3	3
Derivatives		6	8
Finance lease receivables	6.5	55	34
Other investments		20	-
Trade and other receivables		188	156
Cash and bank balances		583	576
		1,082	**914**
TOTAL ASSETS		**6,341**	**5,579**
Equity and liabilities			
Equity			
Share capital		1,014	1,014
Reserves		41	45
Retained earnings		647	544
Equity attributable to owner of the Company		**1,702**	**1,603**
Non-controlling interests		200	158
Total equity		**1,902**	**1,761**

The condensed consolidated statement of financial position should be read in conjunction with the accompanying explanatory notes attached to these interim financial statements.

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

As at 31 October 2024

	Note	AS AT 31 October 2024 Unaudited USD million	AS AT 31 January 2024 Audited USD million
Non-current liabilities			
Loans and borrowings	6.5, 11	3,695	2,701
Lease liabilities		9	12
Contract liabilities		47	52
Other payables		-	97
Derivatives		-	6
Deferred tax liabilities		108	124
		3,859	**2,992**
Current liabilities			
Loans and borrowings	6.5, 11	175	185
Lease liabilities		5	5
Contract liabilities		10	11
Trade and other payables		360	588
Put option liability		-	5
Tax payables		30	32
		580	**826**
Total liabilities		**4,439**	**3,818**
TOTAL EQUITY AND LIABILITIES		**6,341**	**5,579**

The condensed consolidated statement of financial position should be read in conjunction with the accompanying explanatory notes attached to these interim financial statements.

UNAUDITED INTERIM CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the nine months period ended 31 October 2024

	← Attributable to owner of the Company →								
	Share capital	Foreign currency translation reserve	Cash flow hedge reserve	Put option reserve	Capital reserve	Retained earnings	Total	Non-controlling interests	Total equity
	USD million	USD million	USD million	USD million	USD million	USD million	USD million	USD million	USD million
At 1 February 2024	**1,014**	**4**	**54**	**(5)**	**(8)**	**544**	**1,603**	**158**	**1,761**
Profit for the financial period	-	-	-	-	-	154	154	31	185
Other comprehensive loss	-	-	(9)	-	-	-	(9)	(7)	(16)
Total comprehensive income	**-**	**-**	**(9)**	**-**	**-**	**154**	**145**	**24**	**169**
Transactions with owners									
Cash dividends to owner of the Company	-	-	-	-	-	(60)	(60)	-	(60)
Transaction with non-controlling interests	-	-	-	-	-	9	9	57	66
Cash dividends to non-controlling interests	-	-	-	5	-	-	5	(39)	(34)
Total transactions with owners	**-**	**-**	**-**	**5**	**-**	**(51)**	**(46)**	**18**	**(28)**
At 31 October 2024	**1,014**	**4**	**45**	**-**	**(8)**	**647**	**1,702**	**200**	**1,902**
At 1 February 2023	**1,104**	**4**	**65**	**(15)**	**(8)**	**301**	**1,451**	**129**	**1,580**
Profit for the financial period	-	-	-	-	-	256	256	13	269
Other comprehensive income	-	-	27	-	-	-	27	7	34
Total comprehensive income	**-**	**-**	**27**	**-**	**-**	**256**	**283**	**20**	**303**
Transactions with owners									
Cash dividends to owner of the Company	-	-	-	-	-	(21)	(21)	-	(21)
Cash dividends to a non-controlling interest	-	-	-	10	-	-	10	(10)	-
Total transactions with owners	**-**	**-**	**-**	**10**	**-**	**(21)**	**(11)**	**(10)**	**(21)**
At 31 October 2023	**1,104**	**4**	**92**	**(5)**	**(8)**	**536**	**1,723**	**139**	**1,862**

The unaudited interim condensed consolidated statement of changes in equity should be read in conjunction with the accompanying explanatory notes attached to these interim financial statements.

UNAUDITED INTERIM CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

For the nine months period ended 31 October 2024

	Cumulative Period	
	31 October 2024 USD million	31 October 2023 USD million
OPERATING ACTIVITIES		
Profit before tax	**230**	**338**
Adjustments for:		
Amortisation of intangible assets	9	7
Depreciation of property, plant and equipment	38	37
Unrealised foreign exchange	1	2
Finance costs	245	114
Finance lease income	(186)	(137)
Remeasurement of finance lease receivables	(68)	-
Interest income	(11)	(7)
Share of profit of joint ventures	(6)	(3)
Share of loss of associates	^	^
Operating cash flows before working capital changes	**252**	**351**
Changes in working capital:		
Inventories	(8)	(1)
Receivables	(18)	55
Other assets	(8)	114
Payables	(233)	326
Contract assets	(729)	(1,051)
Contract liabilities	(6)	(216)
Cash flows used in operations	**(750)**	**(422)**
Finance lease payments received	224	148
Interest received	11	7
Finance cost paid	(3)	(1)
Taxes paid	(62)	(40)
Net cash flows used in operating activities	**(580)**	**(308)**
INVESTING ACTIVITIES		
Purchase of property, plant and equipment	(12)	(6)
Purchase of other intangible assets	-	(1)
Investments in an associate	-	(1)
Dividends received from joint ventures	5	8
Placement in other investment	(20)	-
Repayment of advance from immediate holding company	-	7
Repayment of advance from related company	-	22
Change in fixed deposits more than 3 months	2	-
Net cash flows (used in)/generated from investing activities	**(25)**	**29**

UNAUDITED INTERIM CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

For the nine months period ended 31 October 2024

	Cumulative Period	
	31 October 2024 USD million	31 October 2023 USD million
FINANCING ACTIVITIES		
Dividends paid to immediate holding company	(60)	(21)
Dividends paid to non-controlling interests	(39)	(10)
Advances from immediate holding company	27	-
Repayment of advance to immediate holding company	(67)	-
Repayment of advance to related company	-	(101)
Finance costs paid (i)	(173)	(84)
Drawdown of term loans, net of transaction costs	663	850
Proceeds from issue of bonds, net of transaction costs	1,491	-
Repayment of term loans	(1,239)	(83)
Repayment of lease liabilities	(3)	(3)
Capital reduction to non-controlling interests	(30)	-
Proceeds from partial disposal of shareholdings in a subsidiary	44	-
Net cash flows generated from financing activities	**614**	**548**
NET INCREASE IN CASH AND CASH EQUIVALENTS	9	269
CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE FINANCIAL PERIOD	554	255
CASH AND CASH EQUIVALENTS AT THE END OF THE FINANCIAL PERIOD	**563**	**524**
Cash and bank balances	583	544
Less: Fixed deposits with maturity over 3 months	(20)	(20)
Cash and cash equivalents	**563**	**524**

^ Below USD 1 million.

(i) Included in the Group's finance cost paid is finance cost relating to interest rate swaps of USD 48 million (31 October 2023: USD 28 million) received in the current financial year.

(ii) Included in cash and bank balances are bank balances and deposits with licensed banks of the Group amounting to USD 351 million (31 October 2023: USD 253 million) that were restricted based on the respective requirements of the lenders. These restricted amounts can only be used for purposes specified in the respective loan agreements, such as:

- Debt Service Reserve Accounts, where specified minimum amounts are required to be maintained to service loans;
- Operation and maintenance restricted accounts, where the amounts only be utilised for expenses related to the charter and operation and maintenance contracts relating to the specified Floating Production, Storage and Offloading ("FPSO"); and
- FPSO restricted accounts, where the amounts can only be utilised for construction of an FPSO.

The unaudited interim condensed consolidated statement of cash flows should be read in conjunction with the accompanying explanatory notes attached to these interim financial statements.

1 BASIS OF PREPARATION

These unaudited interim condensed consolidated financial statements (Condensed Report) of Yinson Production Offshore Pte Ltd (the "Company") and its subsidiaries (the "Group") for the financial period ended 31 October 2024 have been prepared in accordance with *SFRS(I) 1-34: Interim Financial Reporting* and *IAS 34: Interim Financial Reporting* issued by the Singapore Financial Reporting Standards (International) ("SFRS(I)s") and International Financial Reporting Standards ("IFRSs") respectively. All references to SFRS(I)s and IFRSs are referred to collectively as SFRS(I)s in these financial statements, unless specified otherwise.

This Condensed Report should be read in conjunction with the audited financial statements for the financial year ended 31 January 2024. The significant accounting policies and methods adopted for the Condensed Report are consistent with those adopted for the audited financial statements for the financial year ended 31 January 2024 except for the adoption of Amendments to Standards and Issue Committee (IC) Interpretations effective as of 1 February 2024.

- Amendments to SFRS(I) 16 'Lease Liability in a Sale and Leaseback'
- Amendments to SFRS(I) 1-1 'Presentation of Financial Statements'
- Amendments to SFRS(I) 1-7 'Statement of Cash Flows' and 'Supplier Finance Arrangements'

The adoption of the above amendments to published standards did not have any material impact to the Group.

Material impacts of the initial application of a standard, an interpretation or an amendment, which will be applied retrospectively, are discussed below:

SFRS(I) 8 Operating Segments

An operating segment is a component of the Group that engages in business activities from which it may earn revenues and incur expenses, including revenues and expenses that relate to transactions with any of the Group's other components. An operating segment's operating results are reviewed regularly by the Group's advisory board, to make decisions about resources to be allocated to the segment and to assess its performance, and for which discrete financial information is available.

SFRS(I) 1-33 Earnings per Share

The Group presents basic earnings per share data for its ordinary shares ("EPS"). Basic EPS is calculated by dividing the net profit or loss attributable to ordinary equity shareholders of the Company for the financial period by the weighted average number of ordinary shares ordinary shares in issue or issuable during the period, if any, excluding ordinary shares purchased by the Company and held as treasury shares.

Diluted EPS is calculated by dividing the net profit or loss attributable to ordinary equity shareholders of the Company for the financial period by the weighted average number of ordinary shares as adjusted for the basic earnings per share and includes all potential dilutive shares granted by the reporting date as if the shares had been exercised on the first day of the financial year or the date of the grant, if later.

The initial adoption of these SFRS(I)s had no impact on the interim financial information, other than additional disclosures in Note 6 for segment information and Note 8 for earnings per share.

1 BASIS OF PREPARATION (CONT.)

SFRS(I)s and Amendments to SFRS(I)s issued but not yet effective

At the date of authorisation of the Condensed Report, the following Standards were issued but not yet effective and have not been adopted by the Group:

Effective for financial periods beginning on or after 1 February 2025
- Amendments to SFRS(I) 1-21 ‘Lack of Exchangeability’

Effective for financial periods beginning on or after 1 February 2026
- Amendments to SFRS(I) 9 and SFRS(I) 7 ‘Amendments to the Classification and Measurement of Financial Instruments’
- Amendments to SFRS(I) 1, SFRS(I) 7, SFRS(I) 9, SFRS(I) 10 and SFRS(I) 1-7 ‘Amendments that are part of Annual Improvements – Volume 11’

Effective for financial periods beginning on or after 1 February 2027
- SFRS(I) 18 ‘Presentation and Disclosure in Financial Statements’
- SFRS(I) 19 ‘Subsidiaries without Public Accountability: Disclosures’

Amendments to SFRS(I) 1-12 – ‘International Tax Reform- Pillar Two Model Rules’

The Group has applied the temporary exception issued by Accounting Standards Committee under Accounting and Corporate Regulatory Authority (“ACRA”) and International Accounting Standards Board (“IASB”) in May 2023 from the accounting requirements for deferred taxes in SFRS(I) 1-12 Income Taxes’ which is applicable and adopted by the Group for the financial year beginning on 1 February 2023. Accordingly, the Group neither recognises nor discloses information about deferred tax assets and liabilities related to Pillar Two income taxes.

As the Group may be impacted by Base Erosion and Profit Shifting (BEPS) rules, it continues to assess their potential financial impact. It should be noted that the impact can only be finally determined when legislation is enacted in the relevant jurisdictions. Once the final legislation is enacted in all jurisdictions in which the Group operates and a full assessment of the impact is completed, the Group will be able to conclude on the implications of BEPS rules.

2 SEASONAL OR CYCLICAL FACTORS

The Group’s operations were generally not affected by any material seasonal or cyclical factors.

3 UNUSUAL ITEMS DUE TO THEIR NATURE, SIZE OR INCIDENCE

There were no unusual items affecting assets, liabilities, equity, net income or cash flows during the financial period ended 31 October 2024.

4 CHANGES IN ACCOUNTING ESTIMATE

There were no material changes in accounting estimates during the financial period under review that would have a material effect that would substantially affect the results of the Group.

5 CHANGES IN THE COMPOSITION OF THE GROUP

There were no changes in the composition of the Group during the financial period ended 31 October 2024, except for:

Conversion of quasi-equity loans into shares of a subsidiary

On 5 February 2024, Yinson Boronia Consortium Pte. Ltd. (“YBC”), an indirect subsidiary of the Company, increased its share capital via conversion of two quasi-equity loans totaling USD 204 million, from both Yinson Acacia Ltd (“YAL”), an indirect wholly owned subsidiary of the Company, and Japan Offshore Facility Investment 1 Pte. Ltd. (“JOFI”), based on the current price per share of USD 1.00. The loans were converted into ordinary shares of YBC by the YAL and JOFI on a proportionate basis and did not impact the current shareholding.

At conversion date, the Group’s carrying amounts of the loans prior to conversion were USD 148 million and USD 41 million, respectively.

As a result, the increase in the non-controlling interests recorded in Statement of Changes in Equity arising from the above-mentioned conversion of loans from JOFI amounted to USD 47 million.

Reduction of paid-up capital of subsidiary

On 13 August 2024, YBC reduced its paid-up capital by USD 120 million via reduction of par value on its shares from USD 392 million to USD 271 million for a cash consideration of USD 120 million. The Group still controls YBC, retaining an effective equity interest in YBC of 74.76% and this has resulted in a decrease in non-controlling interest of USD 30 million.

Partial disposal of subsidiary

On 18 June 2024, YAL disposed of 955,831 ordinary shares in YBC, representing 0.24% equity interest of the share capital of YBC, to JOFI, for a total consideration of USD 1 million. Thereafter, YAL further disposed 45,250,298 ordinary shares in YBC, representing 11.56% equity interest of the share capital of YBC, to JOFI, for a total consideration of USD 48 million on 22 October 2024. As a result, YAL’s equity interest in YBC decreased from 75% to 63.20%.

The total consideration for the disposal was USD49 million, of which USD 44 million was paid in cash on the respective dates of disposal, with the remainder offset against a deposit received in prior years of USD 5 million. The carrying amount of the non-controlling interest acquired was USD 40 million, resulting in an increase in equity attributable to the owners of the Company of USD 9 million.

6 SEGMENT INFORMATION

For management purposes, the Group is organised based on their products and services and has the following reportable operating segments:

(i) Engineering, Procurement, Construction, Installation and Commissioning ("EPCIC") – This segment comprises of constructions of FPSO vessels.

(ii) FPSO Operations – This segment comprises of leasing of vessels and vessels related services.

(iii) Others – This segment comprises of investment holding, management services and treasury services.

Transactions between segments are carried out on mutually agreed basis. The effects such inter-segment transactions are eliminated on consolidation.

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 operating profit or loss which, in certain aspects as explained in the table below, is measured differently from operating profit or loss in the condensed consolidated financial statements. The Group financing (include finance costs) and income taxes are managed on a group basis and are not allocated to operating segments.

For the nine months period ended 31 October 2024 *Amounts in USD millions*

	EPCIC	**FPSO Operations**	**Others**	**Total**
Revenue				
Gross Revenue	811	502	77	1,390
Elimination	-	(^)	(75)	(75)
	811	**502**	**2**	**1,315**
Segment results	**150**	**331**	**(23)**	**458**
Interest income				11
Finance costs				(245)
Share of profit of joint ventures				6
Share of loss of associates				(^)
Income tax expense				(45)
Profit for the period				**185**

^ Below USD 1 million.

6 SEGMENT INFORMATION (CONT.)

For the nine months period ended 31 October 2023 *Amounts in USD millions*

	EPCIC	FPSO Operations	Others	Total
Revenue				
Gross Revenue	1,584	356	62	2,002
Elimination	-	(^)	(62)	(62)
	1,584	**356**	**^**	**1,940**
Segment results	**291**	**157**	**(6)**	**442**
Interest income				7
Finance costs				(114)
Share of profit of joint ventures				3
Share of loss of associates				(^)
Income tax expense				(69)
Profit for the period				**269**

^ Below USD 1 million.

6.1 REVENUE AND SEGMENT RESULTS

Management Commentaries

EPCIC

Revenue for the financial period under review decreased to USD 811 million, as compared to USD 1,584 million in the corresponding financial period ended 31 October 2023. The decline in revenue was primarily due to lower contribution from EPCIC activities (based on progress of construction) as FPSO Atlanta is expected to be completed by the end of the current financial year, the absence of the one-off effect of the exercise of the call option for the acquisition of AFPS B.V. completed on 31 July 2023, and the completion of FPSO Anna Nery and FPSO Maria Quitéria on 7 May 2023 and 15 October 2024 respectively. The actual progress of our projects under construction is in line with the Group’s expectations.

The decrease in segment results to USD 150 million, as compared to USD 291 million in the corresponding financial period ended 31 October 2023 reflected the same drivers as the decline in revenue for the financial period under review.

FPSO Operations

Revenue for the financial period under review increased to USD 502 million, as compared to USD 356 million in the corresponding financial period ended 31 October 2023. The increase in revenue was mainly attributed to the higher contribution from FPSO Anna Nery’s and FPSO Maria Quitéria’s operations since first oil was achieved on 7 May 2023 and 15 October 2024 respectively.

The increase in segment results to USD 331 million, as compared to USD 157 million in the corresponding financial period ended 31 October 2023 reflects the same drivers as the increase in revenue for the financial period under review.

6 SEGMENT INFORMATION (CONT.)

6.1 REVENUE AND SEGMENT RESULTS (CONT.)

Management Commentaries (Cont.)

Other Operations

The segment has incurred a loss of USD 23 million for the financial period under review as compared to a loss of USD 6 million in the corresponding financial period ended 31 October 2023. The higher loss in the current financial period was mainly due to higher operational overheads.

6.2 FINANCE COSTS

Management Commentaries

Finance costs for the financial period under review increased to USD 245 million, as compared to USD 114 million in the corresponding financial period ended 31 October 2023. The increase in finance costs arose from higher drawdowns of the Group's financing facilities and issuance of secured bonds to support our project execution requirements.

6.3 SHARE OF RESULTS OF JOINT VENTURES AND ASSOCIATES

Management Commentaries

Joint ventures and associates have collectively contributed share of profit of USD 6 million for the financial period under review. In the corresponding period ended 31 October 2023, contribution was USD 3 million. The improvement in the share of results was mainly contributed by the extension of charter contracts for FPSO Lam Son and FSO Bien Dong 01 which took place in Q2 FY2024.

6.4 CONSOLIDATED PROFIT AFTER TAX

Management Commentaries

Consolidated profit after tax for the financial period under review decreased to USD 185 million, as compared to USD 269 million in the corresponding financial period ended 31 October 2023. The decrease was mainly attributable to lower contribution from the EPCIC business activities (based on progress of construction) and increase in finance costs arising from the issuance of bonds and higher drawdowns of the Group's financing facilities to support project execution, partially offset by higher contribution from FPSO Anna Nery's and FPSO Maria Quitéria's operations since first oil was achieved on 7 May 2023 and 15 October 2024, respectively.

6 SEGMENT INFORMATION (CONT.)

6.5 CONSOLIDATED STATEMENT OF FINANCIAL POSITION

Management Commentaries

For the nine months ended 31 October 2024, the Group's total finance lease receivables increased to USD 3,374 million, as compared to USD 1,819 million for the last audited financial year ended 31 January 2024. In addition, the Group's total contract assets decreased to USD 1,231 million from USD 2,037 million in the current financial period. These movements were mainly due to the achievement of first oil for FPSO Maria Quitéria on 15 October 2024, which resulted in the reclassification of the associated contract asset to finance lease receivable amounting to USD 1,535 million.

Total loans and borrowings increased to USD 3,870 million, as compared to USD 2,886 million for the last audited financial year ended 31 January 2024. This is primarily arising from drawdown of term loans and the issuance of secured bonds amounting to USD 704 million and USD 1,535 million respectively to fund project execution requirements. The increase was partially offset with the repayment of certain loans of the Group. This strategic management of debt reflects our commitment to maintaining a robust financial structure.

The Group's net current assets have increased to USD 502 million, as compared to USD 88 million for the last audited financial year ended 31 January 2024, and the Group expects that it has sufficient liquidity to meet its liabilities in the foreseeable future. The Group's current ratio increased to 1.87 times as compared to 1.11 times for the last audited financial year ended 31 January 2024, which is mainly attributable to the issuance of bonds to refinance the Group's existing outstanding debts.

Net debt to equity ratio (calculated as "Total Loans and Borrowings" less "Cash and Bank Balances" and "Other investments", divided by "Total Equity") increased to 1.72 times in the current financial period under review as compared to 1.31 times in the last audited financial year ended 31 January 2024. This was primarily the result of the Group's higher leverage on additional loans and borrowings drawn down and issuance of bonds to fund project execution needs, which was moderated by the Group's enhanced total equity position of USD 1,902 million as at 31 October 2024.

7 INCOME TAX EXPENSE

The income tax expense consists of:

	Individual Period 3rd Quarter		Cumulative Period	
	31 October 2024 USD million	31 October 2023 USD million	31 October 2024 USD million	31 October 2023 USD million
Current income tax	21	16	60	46
Deferred income tax	(11)	(4)	(15)	23
Total income tax expense	**10**	**12**	**45**	**69**

Management Commentaries

The effective tax rate for the current quarter ended 31 October 2024 is higher than the statutory tax rate of Singapore mainly due to certain expenses having no tax impact under the relevant local tax jurisdiction.

8 EARNINGS PER SHARE

The following reflect the profit and share data used in the computation of basic and diluted earnings per share:

	Individual Period 3rd Quarter		**Cumulative Period**	
	31 October 2024	**31 October 2023**	**31 October 2024**	**31 October 2023**
Net profit attributable to ordinary equity shareholders of the Company (USD million)	36	71	154	256
Weighted average number of ordinary shares in issue ('000)	1,013,564	1,103,564	1,013,564	1,103,564
Basic earnings per share (USD cents)	**3.55**	**6.43**	**15.19**	**23.20**
Diluted earnings per share (USD cents)	**3.55**	**6.43**	**15.19**	**23.20**

The weighted average number of shares take into account the weighted average effect of changes in ordinary shares transactions during the year.

As the Group has no potentially dilutive shares, the diluted EPS is the same as the basic EPS for the financial period ended 31 October 2024 and 31 October 2023.

9 ACQUISITION AND DISPOSALS OF PROPERTY, PLANT AND EQUIPMENT

Management Commentaries

The acquisition of property, plant and equipment for the current financial period was USD 12 million (31 October 2023: USD 6 million). There was no material disposal for the current financial period.

10 FAIR VALUE HIERARCHY

The Group uses the following hierarchy for determining the fair value of the financial instruments carried at fair value:

Level 1 - Quoted (unadjusted) market prices in active markets for identical assets or liabilities.

Level 2 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable.

Level 3 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

As at reporting date, the carrying amounts of interest rate swaps and other investments were measured by using Level 2 method in the hierarchy in determining their fair value.

11 LOANS AND BORROWINGS

The following tables provide the details of loans and borrowings as at 31 October 2024 and 31 January 2024 :

	As at 31 October 2024		
	Short term USD million	**Long term USD million**	**Total borrowings USD million**
Secured			
Term Loans	134	2,219	2,353
Bonds	41	1,476	1,517
Total loans and borrowings	**175**	**3,695**	**3,870**

	As at 31 January 2024		
	Short term USD million	**Long term USD million**	**Total borrowings USD million**
Secured			
Term Loans	185	2,586	2,771
Unsecured			
Term Loans	-	115	115
Total loans and borrowings	**185**	**2,701**	**2,886**

All loans and bonds are denominated in US dollars.

Management Commentaries

The increase in the Group's loans and borrowings was primarily due to new drawdown of USD 478 million in relation to the project financing for FPSO Agogo, the issuance of USD 500 million five-year senior secured bonds by Yinson Production Financial Services Pte. Ltd. and the issuance of USD 1,035 million 18-year senior secured bonds by Yinson Boronia Production B.V. to re-finance the existing project financing loan.

Certain subsidiaries of the Group have entered into USD interest rate swap contracts with banks amounting to USD 1,497 million to mitigate the exposure to the risk of changes in market interest rates arising from the floating rate bank loans of those subsidiaries that are based on USD Secured Overnight Financing Rate ("SOFR").

The interest rate swaps have been designated as cash flows hedge which were measured at fair value and the changes in fair value were taken to the cash flows hedge reserve. For the financial period as at 31 October 2024, the net fair value movement on interest rate swap derivatives measured at fair value through the reserve was USD 16 million.

12 DIVIDEND PAID

	Group and Company	
Interim dividends declared and paid in respect of financial period	USD cents per share	USD million
Ended 31 October 2023		
Declared and paid on 10 July 2023	0.45	5
Declared and paid on 18 July 2023	0.18	2
Declared and paid on 21 July 2023	0.80	9
Declared and paid on 23 October 2023	0.45	5
Total interim dividends		**21**
Ended 31 October 2024		
Declared and paid on 12 March 2024	2.96	30
Declared and paid on 26 June 2024	2.96	30
Total interim dividends		**60**

13 CAPITAL COMMITMENTS

As at 31 October 2024, there were no capital commitments.

14 CONTINGENT LIABILITY AND CONTINGENT ASSET

As at 31 October 2024, there were no contingent liabilities and contingent assets.

15 MATERIAL EVENTS AFTER THE REPORTING DATE

(a) On 20 November 2024, Yinson Production Financial Services Pte. Ltd., a direct wholly owned subsidiary of the Company, has successfully placed a USD 100 million tap issue on its existing five-year senior secured bond. The proceeds will be used to finance capital expenditures for the upgrade of FPSO vessels within the Group. The total size of this bond issue is USD 600 million.

(b) On 2 December 2024, PTSC Asia Pacific Pte. Ltd., a joint venture between Yinson Production Capital Pte. Ltd. (49%) and PetroVietnam Technical Services Corporation (51%), has successfully executed a contract for the construction, provision, charter, operation and maintenance of a floating storage and offloading vessel for the Lac Da Vang project with Murphy Cuu Long Bac Oil Co. Ltd., a wholly owned subsidiary of Murphy Oil Corporation.

The contract has a firm period of 10 years with the option to extend up to 5 years and has a total estimated contract value of USD 416 million.

16 RELATED PARTY DISCLOSURES

Significant related party transactions are as follows:

	Individual Period 3rd Quarter		Cumulative Period	
	31 October 2024 USD million	31 October 2023 USD million	31 October 2024 USD million	31 October 2023 USD million
Ultimate holding company:				
- management fee charges	-	(2)	(2)	(2)
- management fee income	3	-	3	-
Immediate holding company:				
- dividend paid to	-	(5)	(60)	(21)
- repayment of advance (to)/from	(40)	-	(67)	7
- advance received	-	-	27	-
Related companies:				
- repayment of advance from	-	8	-	22
- advance interest charged	-	(2)	-	(11)
- repayment of advance to	-	(119)	-	(101)
Joint Ventures:				
- dividend income received from	-	-	5	8

The Directors are of the opinion that all the transactions above have been entered into in the normal course of business and have been established on terms and conditions that have been mutually agreed.

17 AUDITOR'S REPORT ON PRECEDING ANNUAL FINANCIAL STATEMENTS

The Auditors' Report on the financial statements for the financial year ended 31 January 2024 was not qualified.

18 AUTHORISED FOR ISSUE

The Condensed Report was authorised for issue by the Board of Directors in accordance with a resolution of the Directors on 13 December 2024.

The Board of Directors

Yinson Production Capital Pte. Ltd.
3 Church Street,
#18-01 Samsung Hub,
Singapore 049483

INDEPENDENT AUDITOR'S REPORT ON THE SPECIAL PURPOSE FINANCIAL STATEMENTS OF YINSON PRODUCTION CAPITAL PTE. LTD. ACTING AS A GUARANTOR FOR YINSON PRODUCTION FINANCIAL SERVICES PTE. LTD.'S LISTING OF A BOND ON EURONEXT OSLO BØRS

Our opinion

In our opinion, the accompanying special purpose financial statements of Yinson Production Capital Pte. Ltd. (the "Company") present fairly, in all material respects, the financial position of the Company as at 31 January 2024 and 31 January 2023, and its financial performance and its cash flows for the financial years ended 31 January 2024 and 31 January 2023 in accordance with International Financial Reporting Standards ("IFRSs").

What we have audited

The special purpose financial statements of the Company comprise:

- the statements of comprehensive income for the financial years ended 31 January 2024 and 31 January 2023;
- the statements of financial position as at 31 January 2024 and 31 January 2023;
- the statements of changes in equity for the financial years then ended;
- the statements of cash flows for the financial years then ended; and
- the notes to the special purpose financial statements, including material accounting policy information.

Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing ("ISAs"). Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Special Purpose Financial Statements* section of our report.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence

We are independent of the Company in accordance with the Accounting and Corporate Regulatory Authority Code of Professional Conduct and Ethics for Public Accountants and Accounting Entities ("ACRA Code") together with the ethical requirements that are relevant to our audit of the special purpose financial statements in Singapore, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ACRA Code.

INDEPENDENT AUDITOR'S REPORT ON THE SPECIAL PURPOSE FINANCIAL STATEMENTS OF YINSON PRODUCTION CAPITAL PTE. LTD. ACTING AS A GUARANTOR FOR YINSON PRODUCTION FINANCIAL SERVICES PTE. LTD.'S LISTING OF A BOND ON EURONEXT OSLO BØRS (continued)

Responsibilities of Management and Directors for the Special Purpose Financial Statements

Management is responsible for the preparation and fair presentation of the special purpose financial statements in accordance with IFRSs, and for such internal control as management determines is necessary to enable the preparation of special purpose financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the special purpose financial statements, management is responsible for assessing the Company'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 Company or to cease operations, or has no realistic alternative but to do so.

The directors are responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Special Purpose Financial Statements

Our objectives are to obtain reasonable assurance about whether the special purpose financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's 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 ISAs 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 special purpose financial statements.

As part of an audit in accordance with ISAs, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the special purpose 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 control.
- Obtain an understanding of internal control 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 Company's internal control.
- 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 Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the special purpose 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 auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the special purpose financial statements, including the disclosures, and whether the special purpose financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

INDEPENDENT AUDITOR'S REPORT ON THE SPECIAL PURPOSE FINANCIAL STATEMENTS OF YINSON PRODUCTION CAPITAL PTE. LTD. ACTING AS A GUARANTOR FOR YINSON PRODUCTION FINANCIAL SERVICES PTE. LTD.'S LISTING OF A BOND ON EURONEXT OSLO BØRS (continued)

Auditor's Responsibilities for the Audit of the Special Purpose Financial Statements (continued)

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 control that we identify during our audit.

Restriction on distribution and use

This report is made solely to you as a body for the inclusion in the Prospectus of Yinson Production Financial Services Pte. Ltd. to be issued in relation to the Yinson Production Financial Services Pte. Ltd.'s listing of a bond on Euronext Oslo Børs.

PricewaterhouseCoopers LLP

PricewaterhouseCoopers LLP
Public Accountants and Chartered Accountants
Singapore, 22 January 2025

YINSON PRODUCTION CAPITAL PTE. LTD.

(Incorporated in Singapore. Registration Number: 201828308K)

SPECIAL PURPOSE FINANCIAL STATEMENTS

For the financial years ended 31 January 2024 and 31 January 2023

YINSON PRODUCTION CAPITAL PTE. LTD.
(Incorporated in Singapore)

SPECIAL PURPOSE FINANCIAL STATEMENTS
For the financial years ended 31 January 2024 and 31 January 2023

Contents

YINSON PRODUCTION CAPITAL PTE. LTD.

STATEMENTS OF COMPREHENSIVE INCOME

For the financial years ended 31 January 2024 and 31 January 2023

	Note	**2024** **US$**	2023 US$
Other income	4	**63,085,071**	60,932,092
Other gains - net	5	**3,823**	4,712,004
Expenses			
- Professional fee		**(10,497)**	(11,244)
- Other		**(3,226)**	(170,683)
Profit before income tax		**63,075,171**	65,462,169
Income tax expense	6(a)	**(2,032)**	-
Profit after income tax and total comprehensive income		**63,073,139**	65,462,169

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

YINSON PRODUCTION CAPITAL PTE. LTD.

STATEMENTS OF FINANCIAL POSITION

As at 31 January 2024, 31 January 2023 and 1 February 2022

	Note	**31 January 2024 US$**	31 January 2023 US$	1 February 2022 US$
ASSETS				
Current assets				
Cash and bank deposits	7	**4,125,131**	2,086,380	96,206
Other receivables	8	**67,566,575**	95,216,575	144,816,575
		71,691,706	97,302,955	144,912,781
Non-current assets				
Investments in subsidiaries	9	**347,582,665**	347,582,665	173,686,803
Investments in joint ventures	10	**89,564,127**	89,564,127	-
		437,146,792	437,146,792	173,686,803
Total assets		**508,838,498**	534,449,747	318,599,584
LIABILITIES				
Current liabilities				
Other payables	11	**267,453,831**	304,326,239	189,472,372
Current income tax liabilities	6(b)	**2,020**	-	-
Total liabilities		**267,455,851**	304,326,239	189,472,372
NET ASSETS		**241,382,647**	230,123,508	129,127,212
EQUITY				
Share capital	12	**216,798,433**	216,798,433	127,234,306
Retained earnings		**24,584,214**	13,325,075	1,892,906
Total equity		**241,382,647**	230,123,508	129,127,212

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

YINSON PRODUCTION CAPITAL PTE. LTD.

STATEMENTS OF CHANGES IN EQUITY

For the financial years ended 31 January 2024 and 31 January 2023

	Note	Share capital US$	Retained earnings US$	Total equity US$
2024				
As at 1 February 2023		**216,798,433**	**13,325,075**	**230,123,508**
Total comprehensive income		-	63,073,139	63,073,139
Total transactions with owners, recognised directly in equity				
- Dividend paid	13	-	(51,814,000)	(51,814,000)
As at 31 January 2024		**216,798,433**	**24,584,214**	**241,382,647**
2023				
As at 1 February 2022		127,234,306	1,892,906	129,127,212
Total comprehensive income		-	65,462,169	65,462,169
Total transactions with owners, recognised directly in equity				
- Issuance of share capital	12	89,564,127	-	89,564,127
- Dividend paid	13	-	(54,030,000)	(54,030,000)
As at 31 January 2023		**216,798,433**	**13,325,075**	**230,123,508**

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

YINSON PRODUCTION CAPITAL PTE. LTD.

STATEMENTS OF CASH FLOWS

For the financial years ended 31 January 2024 and 31 January 2023

	Note	**2024** **US$**	2023 US$
Cash flows from operating activities			
Profit after tax		**63,073,139**	65,462,169
Adjustments for:			
- Dividend income		**(63,034,000)**	(60,930,000)
- Interest income		**(16,071)**	(2,092)
- Gain on disposal of subsidiary		**-**	(4,727,319)
- Income tax expense		**2,032**	-
- Unrealised currency exchange gains		**(12)**	-
		25,088	(197,242)
Changes in working capital:			
- Other payables		**1,013**	748
Cash provided by/(used in) operations		**26,101**	(196,494)
Interest income received		**16,071**	2,092
Net cash provided by/(used in) operating activities		**42,172**	(194,402)
Cash flows from investing activities			
Dividends received		**63,034,000**	60,930,000
Repayment of advances from a subsidiary		**27,650,000**	49,600,000
Net cash provided by investing activities		**90,684,000**	110,530,000
Cash flow from financing activities			
Dividend paid		**(51,814,000)**	(54,030,000)
Repayment of advances to immediate holding company		**(36,873,421)**	(54,315,424)
Net cash used in financing activities		**(88,687,421)**	(108,345,424)
Net increase in cash and cash equivalents		**2,038,751**	1,990,174
Cash and cash equivalents			
Beginning of financial year		**2,086,380**	96,206
End of financial year	7	**4,125,131**	2,086,380

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

1. General information

The Company is incorporated and domiciled in Singapore. The address of its registered office is 3 Church Street, #18-01, Samsung Hub, Singapore 049483.

The principal activity of the Company is investment holding and management consultancy services.

2. Material accounting policy information

2.1 Statement of compliance

These special purpose financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB"). The directors wish to affirm the special purpose financial statements have met the requirements of International Accounting Standard 1 – Presentation of Financial Statements.

2.2 Basis of preparation

The special purpose financial statements have been prepared under the historical cost convention unless otherwise indicated in this summary of significant accounting policies.

The preparation of special purpose financial statements in conformity with IFRS requires the use of certain critical accounting estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the special purpose financial statements, and the reported amounts of revenues and expenses during the reported period. It also requires Directors to exercise their judgement in the process of applying the Company's accounting policies. Although these estimates and judgements are based on the Directors' best knowledge of current events and actions, actual results may differ. There are no areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the special purpose financial statements.

The Company is in a net current liability position of US$195,764,145 as at 31 January 2024 (31 January 2023: US$207,023,284, 1 February 2022: US$ 44,559,591). These special purpose financial statements are prepared on a going concern basis because the ultimate holding corporation, Yinson Holdings Berhad, has undertaken to provide continuing financial support so that the Company is able to pay its debts as and when they fall due.

2. Material accounting policy information (continued)

2.3 Adoption of IFRSs

The Company has adopted a new financial reporting framework, IFRSs. IFRSs comprise standards and interpretations as issued by the International Accounting Standards Board. The special purpose financial statements for the year ended 31 January 2024 are the first set of annual financial statements the Company prepared in accordance with IFRSs. The Company's previously issued financial statements for periods up to and including the financial year ended 31 January 2023 were prepared in accordance with Singapore Financial Reporting Standards ("FRS").

In adopting IFRSs, the Company is required to apply all of the specific transition requirements in IFRS 1 First-time Adoption of International Financial Reporting Standards. Under IFRS 1, these special purpose financial statements are required to be prepared using accounting policies that comply with IFRS effective as at 31 January 2024. The same accounting policies are applied throughout all periods presented in these special purpose financial statements, subject to the mandatory exceptions and optional exemptions under IFRS 1.

The Company's opening balance sheet under IFRSs has been prepared as at 1 February 2022, which is the Company's date of transition to IFRSs. The adoption of IFRSs did not result in substantial changes to the Company's accounting policies and had no material effect on the amounts reported for the current or prior financial years.

2.4 Exemption from preparing consolidated financial statements

These special purpose financial statements are the separate financial statements of the Company. The Company is exempted from the preparation of consolidated financial statements as the Company's ultimate holding company, Yinson Holdings Berhad, a Malaysia-incorporated company produces consolidated financial statements available for public use. The registered office of Yinson Holdings Berhad where the consolidated financial statements can be obtained is as follows: Level 16, Menara South Point, Mid Valley City, Medan Syed Putra Selatan, 59200, Kuala Lumpur, Malaysia.

2.5 Dividend income

Dividend income from subsidiaries, associates and joint ventures is recognised when the Company's right to receive payment is established.

2. Material accounting policy information (continued)

2.6 Interest income

Interest income from financial assets at amortised cost is recognised using the effective interest rate method.

2.7 Taxes

(a) Current income tax

Current income tax assets and liabilities for the current period are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date in the countries where the Company operates and generates taxable income.

Current income tax relating to items recognised directly in equity is recognised in equity and not in the profit or loss. 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.

(b) Deferred tax

Deferred tax is provided using the liability method, on temporary differences between the tax bases of assets and liabilities and their carrying amounts in the special purpose financial statements at the reporting date.

Deferred tax assets are recognised for all deductible temporary differences, unused tax credits and any unused tax losses, to the extent that it is probable that sufficient future taxable profit will be available against which the deductible temporary differences, unused tax credits and unused tax losses can be utilised.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the financial 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 reporting date.

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss. Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

2. Material accounting policy information (continued)

2.8 Investments in subsidiaries and joint ventures

Investments in subsidiaries and joint ventures are stated at cost less accumulated impairment losses in the balance sheet. On disposal investment in subsidiaries and joint ventures, the difference between net disposal proceeds and the carrying amounts of the investment is recognised in profit or loss.

2.9 Impairment of non-financial assets

The Company assess, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimate the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or CGU fair value less costs of disposal and its value-in-use.

Recoverable amount 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. When the carrying amount of an asset or CGU 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 are discounted to their present value using a pre-tax discount rate that reflects current market assessment 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 no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded companies or other available fair value indicators.

Impairment losses are recognised in the profit or loss in expense categories consistent with the function of the impaired asset.

For assets excluding goodwill, an assessment is made at each reporting date to determine whether there is an indication that previously recognised impairment losses no longer exist or have decreased. If such indication exists, the Company estimates the asset's or CGU's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in the profit or loss unless the asset is carried at a revalued amount, in which case, the reversal is treated as a revaluation increase in revaluation reserve.

2. Material accounting policy information (continued)

2.10 Financial assets

The Company classifies its financial assets as amortised cost.

The classification of debt instruments depends on the Company's business model for managing the financial assets as well as the contractual terms of the cash flows of the financial assets.

The Company reclassifies debt instruments when and only when its business model for managing those assets changes.

(i) At initial recognition

At initial recognition, the Company measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs that are directly attributable to the acquisition of the financial assets. Transaction costs of financial assets carried at fair value through profit or loss are expensed in profit or loss.

(ii) At subsequent measurement

Debt instruments of the Company comprise of cash and bank deposits and other receivables.

There are three prescribed subsequent measurement categories, depending on the Company's business model in managing the assets and the cash flow characteristics of the assets. The Company managed these group of financial assets by collecting the contractual cash flow and these cash flows represents solely payment of principal and interest. Accordingly, these group of financial assets are measured at amortised cost subsequent to initial recognition.

A gain or loss on a debt investment that is subsequent measured at amortised cost and is not part of a hedging relationship is recognised in profit or loss when the asset is derecognised or impaired. Interest income from these financial assets are recognised using the effective interest rate method.

The Company assesses on forward looking basis the expected credit losses associated with its debt instruments carried at amortised cost.

For cash and bank deposits and trade and other receivables, the general 3-stage approach is applied. Credit loss allowance is based on 12-month expected credit loss if there is no significant increase in credit risk since initial recognition of the assets. If there is a significant increase in credit risk since initial recognition, lifetime expected credit loss will be calculated and recognised.

2. Material accounting policy information (continued)

2.11 Financial guarantees

The Company has issued corporate guarantee to banks for bank borrowing of its immediate holding corporation. The guarantee is a financial guarantee as they require the Company to reimburse the banks if the immediate holding corporation fails to make principal or interest payments when due in accordance with the terms of their borrowings.

Financial guarantee contracts are initially measured at fair value and subsequently measured at the higher of:

(a) amount initially recognised less the cumulative amount of income recognised in accordance with the principles of IFRS 15; and

(b) the amount of expected loss allowance computed using the impairment methodology under Note 2.9.

2.12 Other payables

Other payables represent liabilities for services provided to the Company prior to the end of financial year which are unpaid. Other payables are classified as current liabilities unless payment is not due within 12 months after the reporting period. If not, they are presented as non-current liabilities.

2.13 Cash and cash equivalents

For the purpose of presentation in the statement of cash flows, cash and cash equivalents include cash on hand, deposits with financial institutions which are subject to an insignificant risk of change in value.

2.14 Currency translation

The special purpose financial statements are presented in United States Dollar (“US$”), which is the functional currency of the Company.

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

All other foreign exchange gains and losses impacting profit or loss are presented in the income statement within ‘other gains - net’.

2. Material accounting policy information (continued)

2.15 Share capital

Ordinary shares are classified as equity. Incremental costs directly attributable to the issuance of new ordinary shares are deducted against the share capital account.

3. Critical accounting estimates, assumptions and judgements

Recoverable amounts of investments in subsidiaries and joint ventures

The Company reviews its investments in subsidiaries and joint ventures for impairment indicators in accordance with the accounting policy stated in Note 2.9. If an impairment indicator exists, the recoverable amount for the investment will be ascertained based on its value-in-use (“VIU”). For VIU calculations, the future cash flows from these subsidiaries and joint ventures are discounted by an appropriate discount rate.

As at 31 January 2023 and 31 January 2024, the Company assessed that there were no impairment indicators for its investment in subsidiaries.

As at 31 January 2023 and 31 January 2024, the Company performed impairment assessment for its investments in joint ventures. Significant judgements were used to estimate the future cash flows and discount rates applied in computing the recoverable amounts of these investments. In making these estimates, management has relied on past performance and its expectations of future cash flows from these joint ventures. The discount rates applied reflects specific risks relating to the relevant industry and geographical location of the underlying cash flows.

As at 31 January 2024, the carrying amount of investment in joint ventures amounted to US$89,564,127 (2023: US$89,564,127, 1 February 2022: US$ nil) (Note 10). No impairment charge was recognised.

4. Other income

	2024 **US$**	2023 US$
Dividend income	**63,034,000**	60,930,000
Interest income	**16,071**	2,092
Other income	**35,000**	-
	63,085,071	60,932,092

5. Other gains - net

	2024 **US$**	2023 US$
Net currency exchange gains/(losses)	**3,823**	(15,315)
Gain on disposal of subsidiary	**-**	4,727,319
	3,823	4,712,004

6. Income taxes

(a) Income tax expense

	2024 **US$**	2023 US$
Tax expense attributable to profit is made up of:		
- Current income tax	**2,032**	-
	2,032	-

The tax on profit before tax differs from the theoretical amount that would arise using the Singapore standard rate of income tax as follows:

	2024 **US$**	2023 US$
Profit before tax:	**63,075,171**	65,462,169
Tax calculated at tax rate 17% (2023: 17%)	**10,722,779**	11,128,569
Effects of:		
- Non-taxable income	**(10,719,069)**	(11,162,100)
- Expenses not deductible for tax purposes	**3,654**	33,531
- Statutory stepped income exemption	**(5,332)**	-
	2,032	-

(b) Movement in current income tax liabilities

	31 January **2024** **US$**	31 January 2023 US$	1 February 2022 US$
Beginning of financial year	-	-	-
Tax expense	**2,032**	-	-
Unrealised currency exchange gains	**(12)**	-	-
End of financial year	**2,020**	-	-

7. Cash and bank deposits

	31 January 2024 US$	31 January 2023 US$	1 February 2022 US$
Cash at bank	**4,125,131**	2,086,380	96,206

8. Other receivables

	31 January 2024 US$	31 January 2023 US$	1 February 2022 US$
Amount due from a subsidiary	**67,566,575**	95,216,575	144,816,575

Other receivable due from a subsidiary are unsecured, interest-free and repayable on demand.

9. Investment in subsidiaries

	31 January 2024 US$	31 January 2023 US$	1 February 2022 US$
Equity investment at cost			
Beginning of financial year	**347,582,665**	173,686,803	132,053,497
Acquisition (Note A)	**-**	-	46,713,306
Disposal of shares (Note B)	**-**	(81,340,000)	-
Subscription of new shares (Note C)	**-**	255,235,862	820,000
Share capital reduction (Note D)	**-**	-	(5,900,000)
End of the financial year	**347,582,665**	347,582,665	173,686,803

Note A: On 29 June 2021, the Company acquired 46,713,306 ordinary shares representing 100% equity interest in Yinson Nepeta Production Ltd from its related company, Yinson Acacia Ltd, for a total consideration of US$46,713,306.

Note B: During the financial year ended 31 January 2023, the Company disposed 81,340,000 ordinary shares representing 40% equity interest in Yinson Macacia Limited to Yinson Macacia Sdn Bhd for a total consideration of US$86,067,319 by way of capitalisation of US$86,067,319 owing by Yinson Macacia Sdn Bhd to the Company (Note C). This disposal resulted in a gain on disposal of subsidiary of US$4,727,319 (Note 5).

9. **Investment in subsidiaries** (continued)

Note C: During the financial year ended 31 January 2023, the amount due from a subsidiary, Yinson Macacia Limited, of US$40,067,565 was novated to Yinson Macacia Sdn Bhd. Yinson Macacia Sdn Bhd novated the amount owing to the ultimate holding corporation of US$129,100,978 to the Company. Therefore, the total amount owing by Yinson Macacia Sdn Bhd to the Company is US$255,235,862.

On 22 September 2022, the Company subscribed 1,072,501,000 new ordinary shares in the share capital of Yinson Macacia Sdn Bhd, representing 100% equity interest in the share capital of Yinson Macacia Sdn Bhd at an issue price of RM1 each by way of capitalisation of a sum of US$255,235,862 (equivalent to RM1,072,501,000) owing by Yinson Macacia Sdn Bhd to the Company.

On 28 May 2021, the Company subscribed 820,000 new ordinary shares in the share capital of Yinson Macacia Limited at an issue price of US$1 each.

Note D: On 14 December 2021, the issued and paid-up capital of Yinson Production Pte. Ltd. has reduced from US$6,200,000 comprising 6,200,000 ordinary shares which are fully paid to US$300,000 comprising 300,000 ordinary shares which are fully paid by the cancellation of a total of 5,900,000 ordinary shares held by the Company and that the sum of US$5,900,000 be returned to the Company by way of repayment of cash of US$3,634,197 and via offsetting of intercompany balance of US$2,265,803.

At the balance sheet date, the details of the subsidiaries are as follows:

Name of companies	Principal activities	Country of business/ incorporation	Equity holding **2024** **%**	2023 %	2022 %
Directly held by the Company:					
Yinson Trillium Limited	Investment holding	Labuan, Malaysia	**100**	100	100
Yinson Production Pte Ltd	Provision of engineering design and consultancy services relating to the offshore oil and gas industry	Singapore	**100**	100	100
Yinson Macacia Limited	Investment holding	Labuan, Malaysia	**-**	-	40
Yinson Macacia Sdn Bhd	Investment holding	Malaysia	**100**	100	-
Yinson Nepeta Production Ltd	Provision of floating marine assets for chartering and service activities incidental to oil and gas extraction	Republic of the Marshall Islands	**100**	100	100

9. Investment in subsidiaries (continued)

Name of companies	Principal activities	Country of business/ incorporation	Equity holding		
Held through Yinson Trillium Limited:					
Yinson Production (West Africa) Pte Ltd	Provision of floating marine assets for chartering and service activities incidental to oil and gas extraction	Singapore	**74**	74	74
Held through Yinson Production Pte Ltd:					
Yinson Production (West Africa) Limited	Provision operations and maintenance of floating marine assets to the offshore oil and gas industry	Ghana	**49**	49	49
Held through Yinson Macacia Sdn Bhd:			**%**	%	%
Yinson Macacia Limited	Investment holding	Labuan, Malaysia	**100**	100	-
Held through Yinson Macacia Limited					
Yinson Lavender Limited	Provision of floating marine assets for chartering and service activities incidental to oil and gas extraction	Labuan, Malaysia	**100**	100	100
Yinson Lavender Operations Sdn. Bhd.	Provision of operations and maintenance of floating marine assets to the offshore oil and gas industry	Malaysia	**100**	100	100

10. Investment in joint ventures

	31 January 2024 US$	31 January 2023 US$	1 February 2022 US$
Equity investment at cost			
Beginning of financial year	**89,564,127**	-	-
Acquisition of ordinary shares (Note A)	**-**	89,564,127	-
End of the financial year	**89,564,127**	89,564,127	-

Note A: During the financial year ended 31 January 2023, the Company acquired 29,400,000 ordinary shares representing 49% equity interest in PTSC Asia Pacific Pte. Ltd. and 15,680,000 ordinary shares representing 49% equity interest in PTSC South East Asia Pte. Ltd. from Yinson Holdings Berhad ("YHB"), for a total consideration of US$48,736,506 and US$40,827,621, respectively, which was settled via novation of amount owing to YHB by the Company.

10. Investment in joint ventures (continued)

At the balance sheet date, the details of the joint ventures are as follows:

Name of companies	Principal activities	Country of incorporation	Equity holding		
			2024	2023	2022
			%	%	%
Directly held by the Company:					
PTSC Asia Pacific Pte. Ltd.	Provision of floating marine assets for chartering and service activities incidental to oil and gas extraction	Singapore	**49**	49	-
PTSC South East Asia Pte. Ltd.	Provision of floating marine assets for chartering and service activities incidental to oil and gas extraction	Singapore	**49**	49	-

11. Other payables

	31 January 2024 US$	31 January 2023 US$	1 February 2022 US$
Amount due to immediate holding corporation - non-trade	**267,446,541**	304,319,962	189,466,843
Other accruals for operating expenses	**7,290**	6,277	5,529
	267,453,831	304,326,239	189,472,372

Amount due to immediate holding corporation are unsecured, non-interest bearing and repayable on demand.

12. Share capital

	No. of ordinary shares	Amount US$
31 January 2024		
Beginning and end of financial year	**216,798,433**	**216,798,433**
31 January 2023		
Beginning of financial year	127,234,306	127,234,306
Shares issued	89,564,127	89,564,127
End of financial year	216,798,433	216,798,433
1 February 2022		
Beginning of financial year	80,521,000	80,521,000
Shares issued	46,713,306	46,713,306
End of financial year	127,234,306	127,234,306

During the financial year ended 31 January 2023, the Company issued 89,564,127 ordinary shares for a total consideration of US$89,564,127 which is settled against the amount of US$89,564,127 owing by the Company to the immediate holding corporation.

On 29 June 2021, the Company issued 46,713,306 ordinary shares for a total consideration of US$46,713,306. The new shares shall rank pari passu in all respects with the existing issued ordinary shares of the Company

All issued ordinary shares are fully paid. There is no par value for these ordinary shares. The newly issued shares rank pari passu in all aspects with the previously issued shares.

13. Dividends

	2024 **US$**	2023 US$
Ordinary dividends		
First interim dividend paid in respect of current financial year of US$0.08 (2023: US$0.16)	**17,094,000**	20,350,000
Second interim dividend paid in respect of current financial year of US$0.01 (2023: US$0.08)	**2,000,000**	10,000,000
Third interim dividend paid in respect of current financial year of US$0.05 (2023: US$0.11)	**10,420,000**	23,680,000
Fourth interim dividend paid in respect of current financial year of US$0.02	**4,000,000**	-
Fifth interim dividend paid in respect of current financial year of US$0.02	**4,000,000**	-
Sixth interim dividend paid in respect of current financial year of US$0.07	**14,300,000**	-
Dividend paid	**51,814,000**	54,030,000

14. Financial risk management

Financial risk factors

The Company's activities expose it to a variety of financial risk: market risk (including currency risk and interest rate risk), credit risk, liquidity risk and capital risk.

The Board of Directors is responsible for setting the objectives and underlying principles of financial risk management for the Company. The management team then establishes the detailed policies such as risk identification and measurement, exposure limits and hedging strategies. Financial risk management is carried out by treasury personnel.

The finance personnel measure actual exposures against the limits set and prepare regular reports for the review of the management team and the Board of Directors.

The information presented below is based on information received by the management team.

14. **Financial risk management** (continued)

(a) Market risk

(i) Currency risk

The Company's business operations are not exposed to significant foreign currency risks as it has no significant transactions denominated in foreign currencies.

(ii) Interest rate risk

The Company has insignificant financial assets or liabilities that are exposed to interest rate risk.

(b) Credit risk

Credit risk refers to the risk that counterparty will default on its contractual obligations resulting in financial loss to the company.

Other receivables, which are mainly due from a subsidiary, are subject to immaterial credit loss. The Company assessed that the subsidiary has the financial capability to meet the contractual cash flow obligations.

The Company held cash and cash equivalents of US$4,125,131 (2023: US$2,086,380, 2022: US$96,206) with banks which are rated A-1+ (2023: AAA, 2022: AAA) based on Standard & Poor and are considered to have low credit risk. The cash balances are measured on 12-months expected credit losses and subject to immaterial credit loss.

The Company has issued financial guarantee to banks for borrowings of its immediate holding corporation. The guarantee is subject to the impairment requirements of IFRS 9. The Company has assessed that its Immediate holding corporation have strong financial capacity to meet the contractual cash flow obligations in the near future and hence, does not expect significant credit losses arising from the financial guarantee.

	31 January 2024 US$	31 January 2023 US$	1 February 2022 US$
Financial guarantee contract	**430,000,000**	-	-

The Company has assessed that its Immediate holding corporation has strong financial capacity to meet the contractual cash flow obligations and hence, does not expect significant credit losses arising from these guarantees.

14. Financial risk management (continued)

(c) Liquidity risk

The table below analyses the Company's non-derivative financial liabilities. The amounts disclosed in the table are the contractual undiscounted cash flows.

	Within 1 year US$
At 31 January 2024	
Financial guarantee^	**430,000,000**
Other payables	**267,453,831**
At 31 January 2023	
Other payables	304,326,239
At 1 February 2022	
Other payables	189,472,372

^ The maximum amount of the financial guarantees issued to the banks for its' immediate holding corporation's borrowings is limited to the amount utilised by the immediate holding corporation. The earliest period any of the financial guarantees can be called upon by banks is within the next 12 months. The Company believes that the liquidity risk in respect of the financial guarantees is minimal as it is unlikely that the immediate holding corporation will not make payment to the banks when due.

(d) Capital risk

The Company's objectives when managing capital, are to safeguard the Company's ability to continue as a going concern in order to provide returns for its shareholder and benefits for other stakeholders and to maintain an optimal capital structure to reduce the cost of capital.

The Company manages its capital structure and makes adjustments in light of changes in economic conditions. In order to maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholder, return capital to shareholder or issue new shares or debts.

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

14. **Financial risk management** (continued)

(e) Financial instruments by category

The carrying amounts of the different categories of financial instruments are as follows:

	31 January 2024 US$	31 January 2023 US$	1 February 2022 US$
Financial assets at amortised cost	**71,691,706**	97,302,955	144,912,781
Financial liabilities, at amortised cost	**267,453,831**	304,326,239	189,472,372

(f) Fair value measurements

The fair values of current financial assets and liabilities carried at amortised cost approximate their carrying amounts.

Financial guarantee
Fair value is determined based on the probability weighted discounted cash flow method. The probability has been estimated and assigned for the following key assumptions:

- the likelihood of the guaranteed party defaulting within the guarantee period;
- the exposure on the portion that is not expected to be recovered due to the guaranteed party's default; and
- the estimated loss exposure if the party guaranteed were to default.

The Company has assessed the financial guarantee contracts and concluded that the financial impact of the guarantees is not material as the probability of crystallisation is remote.

15. Immediate and ultimate holding corporation

The Company's immediate holding corporation is Yinson Production Offshore Pte. Ltd., incorporated in Singapore. The ultimate holding corporation is Yinson Holdings Berhad, incorporated in Malaysia and listed on the Main Market of Bursa Malaysia Securities Berhad.

16. Related party transactions

In addition to the information disclosed elsewhere in the special purpose financial statements, the following transactions took place between the Company and related parties at terms agreed between the parties:

(a) Transactions with related parties

	2024 **US$**	2023 US$
Dividend income from subsidiaries	**55,194,000**	60,930,000
Dividend income from joint ventures	**7,840,000**	-
Repayment to immediate holding corporation	**(36,873,421)**	(54,315,424)
Repayment from subsidiaries	**27,650,000**	49,600,000

(b) Key management personnel compensation

No fees or other emoluments were paid or payable directly to the key management of the Company nor allocated via a recharge from its related corporations for the current and preceding financial year ended 31 January 2024 and 31 January 2023.

17. New or revised accounting standards and interpretations

Certain new accounting standards and interpretations have been published that are not mandatory for 31 January 2024 reporting periods and have not been early adopted by the Company. These standards are not expected to have a material impact on the Company in the current or future reporting periods and on foreseeable future transactions.

18. Authorisation of special purpose financial statements

These special purpose financial statements were authorised for issue in accordance with a resolution of the Board of Directors of Yinson Production Capital Pte. Ltd. on 22 January 2025.

YINSON PRODUCTION CAPITAL PTE. LTD.
(Incorporated in Singapore. Registration Number: 201828308K)

UNAUDITED INTERIM CONDENSED FINANCIAL STATEMENTS
For the six months period ended 31 July 2024

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UNAUDITED INTERIM CONDENSED STATEMENT OF COMPREHENSIVE INCOME

For the six months period ended 31 July 2024

		Cumulative Period	
	Note	31 July 2024 Unaudited USD	31 July 2023 Unaudited USD
Revenue	6.1	179,954	-
Other Income	6.2	63,439,542	40,766,771
Other items of (expenses)/income			
Administrative expenses	6.3	(216,046)	(5,722)
Finance costs		(531)	(197)
Other (losses)/gains - net		(1,413)	2,623
Profit before income tax		63,401,506	40,763,475
Income tax expense	6.4	(921)	(2,032)
Profit for the period, representing total comprehensive income		**63,400,585**	**40,761,443**

The unaudited interim condensed income statement should be read in conjunction with the accompanying explanatory notes attached to these interim financial statements.

UNAUDITED INTERIM CONDENSED STATEMENT OF FINANCIAL POSITION

As at 31 July 2024

		AS AT 31 July 2024 Unaudited USD	AS AT 31 January 2024 Audited USD
Assets			
Current assets			
Trade and other receivables	8	67,746,530	67,566,575
Cash and bank balances		982,237	4,125,131
		68.728,767	71,691,706
Non-current assets			
Investment in subsidiaries	9	347,582,665	347,582,665
Investment in joint ventures	10	89,564,127	89,564,127
		437,146,792	437,146,792
TOTAL ASSETS		505,875,559	508,838,498
Equity and liabilities			
Equity			
Share capital	11	216,798,433	216,798,433
Retained earnings		24,586,799	24,584,214
Total equity		241,385,232	241,382,647
Liabilities			
Current liabilities			
Other payables	12	264,490,327	267,453,831
Current income tax liabilities		-	2,020
Total liabilities		264,490,327	267,455,851
TOTAL EQUITY AND LIABILITIES		505,875,559	508,838,498

The unaudited interim condensed statement of financial position should be read in conjunction with the accompanying explanatory notes attached to these interim financial statements.

UNAUDITED INTERIM CONDENSED STATEMENT OF CHANGES IN EQUITY

For the six months period ended 31 July 2024

	Share Capital USD	Retaining Earnings USD	Total Equity USD
At 1 February 2024	216,798,433	24,584,214	241,382,647
Profit for the financial period	-	63,400,585	63,400,585
Transactions with owners, Recognised directly in equity			
- Dividend paid	-	(63,398,000)	(63,398,000)
At 31 July 2024	**216,798,433**	**24,586,799**	**241,385,232**
At 1 February 2023	216,798,433	13,325,075	230,123,508
Profit for the financial period	-	40,761,443	40,761,443
Transactions with owners, Recognised directly in equity			
- Dividend paid	-	(29,514,000)	(29,514,000)
At 31 July 2023	**216,798,433**	**24,572,518**	**241,370,951**

The unaudited interim condensed statement of changes in equity should be read in conjunction with the accompanying explanatory notes attached to these interim financial statements.

UNAUDITED INTERIM CONDENSED STATEMENT OF CASH FLOWS

For the six months period ended 31 July 2024

	Cumulative Period	
	31 July 2024 USD	31 July 2023 USD
OPERATING ACTIVITIES		
Profit after tax	63,400,585	40,761,443
Adjustments for:		
Dividend income	(63,398,000)	(40,734,000)
Interest income	(41,542)	(12,771)
Income tax expense	920	2,032
Unrealised currency exchange loss/(gain)	1,413	(2,571)
Operating cash flows before working capital changes	**(36,624)**	**14,133**
Changes in working capital:		
Trade and other receivables	(179,955)	(10,000)
Other payables	35,302	956
Cash flows (used in)/provided by operations	**(181,277)**	5,089
Interest received	41,542	12,771
Income tax paid	(2,941)	-
Net cash flows (used in)/provided by operating activities	**(147,676)**	**17,860**
INVESTING ACTIVITIES		
Dividends received	63,398,000	40,734,000
Repayment of advance from subsidiary	-	12,150,000
Net cash flows provided by investing activities	**63,398,000**	**52,884,000**
FINANCING ACTIVITIES		
Dividend paid	(63,398,000)	(29,514,000)
Repayment of advance to immediate holding company	(2,998,660)	(25,370,000)
Net cash flows used in financing activities	**(66,396,660)**	**(54,884,000)**
NET DECREASE IN CASH AND CASH EQUIVALENTS	**(3,142,336)**	**(1,982,140)**
CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE FINANCIAL PERIOD	4,125,131	2,086,380
EFFECT OF CURRENCY TRANSLATION ON CASH AND CASH EQUIVALENTS	(1,558)	-
CASH AND CASH EQUIVALENTS AT THE END OF THE FINANCIAL PERIOD	**982,337**	104,240

The unaudited interim condensed statement of cash flows should be read in conjunction with the accompanying explanatory notes attached to these interim financial statements.

1. BASIS OF PREPARATION

This unaudited condensed interim financial statements (Condensed Report) of Yinson Production Capital Pte. Ltd. (the "Company" or "YPCPL") for the financial period ended 31 July 2024 have been prepared in accordance with IAS 34: Interim Financial Reporting issued by the International Financial Reporting Standards ("IFRSs").

This Condensed Report should be read in conjunction with the audited financial statements for the financial year ended 31 January 2024 and 31 January 2023. The significant accounting policies and methods adopted for the Condensed Report are consistent with those adopted for the audited financial statements for the financial year ended 31 January 2024 and 31 January 2023 except for the adoption of Amendments to Standards and Issue Committee (IC) Interpretations effective as of 1 February 2024.

- Amendments to IAS 1 'Presentation of Financial Statements'
- Amendments to IAS 7 'Statement of Cash Flow' and IFRS 7 'Supplier Finance Arrangements'

The adoption of the above amendments to published standards did not have any material impact to the Company.

Material impacts of initial application of a standard, an interpretation or an amendment, which will be applied retrospectively, are discussed below:

IFRSs and Amendments to IFRSs issued but not yet effective

Effective for financial periods beginning on or after 1 February 2027

- IFRS 18 'Presentation and Disclosure in Financial Statements'
- IFRS 19 'Subsidiaries without Public Accountability: Disclosures'

Amendments to IAS 12 – 'International Tax Reform- Pillar Two Model Rules'

The Company has applied the temporary exception issued by Accounting Standards Committee under Accounting and Corporate Regulatory Authority ("ACRA") and International Accounting Standards Board ("IASB") in May 2023 from the accounting requirements for deferred taxes in IAS 12 'Income Taxes' which is applicable and adopted by the Company for the financial year beginning 1 February 2024. Accordingly, the Company neither recognises nor discloses information about deferred tax assets and liabilities related to Pillar Two income taxes.

As the Company may be impacted by Base Erosion and Profit Shifting (BEPS) rules, it continues to assess their potential financial impact. It should be noted that the impact can only be finally determined when legislation is enacted in the relevant jurisdictions. Once the final legislation is enacted in all jurisdictions in which the Company operates and a full assessment of the impact is completed, the Company will be able to conclude on the implications of BEPS rules.

2. SEASONAL OR CYCLICAL FACTORS

The Company's operations were generally not affected by any material seasonal or cyclical factors.

3. UNUSUAL ITEMS DUE TO THEIR NATURE, SIZE OR INCIDENCE

There were no unusual items affecting assets, liabilities, equity, net income or cash flows during the financial period ended 31 July 2024.

4. CHANGES IN ACCOUNTING ESTIMATE

There were no material changes in accounting estimates during the financial period under review that would have a material effect that would substantially affect the results of the Company.

5. CHANGES IN THE COMPOSITION OF THE COMPANY

There were no changes in the composition of the Company during the financial period ended 31 July 2024.

6. FINANCIAL ANALYSIS

As the principal and sole business activity of the Company is investment holding and management consultancy services, there is only one reportable operating segment. Revenue (Note 6.1) and non-current assets (Notes 9 and 10) of the Company are attributed to Singapore based on the location of the Company's operations.

6.1 Revenue

	Cumulative Period	
	31 July 2024 USD	31 July 2023 USD
Management fee income	179,954	-

6.2 Other income

	Cumulative Period	
	31 July 2024 USD	31 July 2023 USD
Dividend income	63,398,000	40,734,000
Interest income	41,542	12,771
Others	-	20,000
	63,439,542	40,766,771

6. FINANCIAL ANALYSIS (CONTINUED)

6.3 Administrative expenses

	Cumulative Period	
	31 July 2024 USD	31 July 2023 USD
Wages, salaries and bonuses	188,514	-
Contributions to defined contribution plans	17,429	-
Others	10,103	5,722
	216,046	5,722

6.4 Income tax

	Cumulative Period	
	31 July 2024 USD	31 July 2023 USD
Tax expense attributable to profit is made up of:		
- Current income tax expense	-	2,032
- Under provision of prior year	921	-
	921	2,032

The tax on profit before tax differs from the theoretical amount that would arise using the Singapore standard rate of income tax as follows:

	Cumulative Period	
	31 July 2024 USD	31 July 2023 USD
Profit before tax:	63,401,507	40,763,475
Tax calculated at tax rate 17% (2023: 17%)	10,778,256	6,929,791
Effects of:		
- Non-taxable income	(10,778,256)	(6,925,217)
- Statutory stepped income exemption		(2,542)
- Under provision in prior year	921	-
	921	2,032

7. ACQUISITIONS AND DISPOSALS OF PROPERTY, PLANT AND EQUIPMENT

There were no acquisitions or disposals of property, plant & equipment in the current financial period.

8. TRADE AND OTHER RECEIVABLES

	31 July 2024 USD
Current:	
Trade receivables	
Immediate holding company	179,954
Other receivables	
Due from subsidiary	67,566,576
	67,746,530

Trade receivables are non-interest bearing and are generally on 30-day credit terms. They are recognised at their original invoiced amounts, which represent their fair values on initial recognition.

The amount due from subsidiary is unsecured, interest-free and repayable on demand.

9. INVESTMENT IN SUBSIDIARIES

	31 July 2024 USD
Equity investment at cost	
Beginning and end of the financial period	347,582,665

10. INVESTMENT IN JOINT VENTURES

	31 July 2024 USD
Equity investment at cost	
Beginning and end of the financial period	89,564,127

11. SHARE CAPITAL

There were no issuance of ordinary shares during the current financial period under review.

12. OTHER PAYABLES

	31 July 2024 USD
Due to immediate holding company	264,447,473
Others	42,854
	264,490,327

Amounts due to immediate holding company are unsecured, non-interest bearing and repayable on demand.

13. DIVIDEND PAID

	31 July 2024 USD
Ordinary dividends	
First interim dividend paid in respect of current financial period of USD 0.02	5,100,000
Second interim dividend paid in respect of current financial period of USD 0.05	10,500,000
Third interim dividend paid in respect of current financial period of USD 0.08	17,908,000
Fourth interim dividend paid in respect of current financial period of USD 0.02	4,900,000
Fifth interim dividend paid in respect of current financial period of USD 0.01	2,200,000
Sixth interim dividend paid in respect of current financial period of USD 0.01	1,000,000
Seventh interim dividend paid in respect of current financial period of USD 0.03	6,290,000
Eighth interim dividend paid in respect of current financial period of USD 0.07	15,500,000
	63,398,000

14. CAPITAL COMMITMENTS

As at 31 July 2024, there were no capital commitments.

15. CONTINGENT LIABILITY AND ASSET

As at 31 July 2024, there were no contingent liabilities and contingent assets.

16. MATERIAL EVENTS AFTER THE REPORTING DATE

As at 31 July 2024, there were no material events after the reporting date.

17. RELATED PARTY DISCLOSURES

Significant related party transactions are as follows:

	Cumulative Period	
	31 July 2024 USD	31 July 2023 USD
<u>Immediate holding company:</u>		
- management fee charges	179,954	-
- repayment of advance to	(2,998,660)	(25,370,000)
- dividend paid to	(63,398,000)	(29,514,000)
<u>Subsidiaries:</u>		
- dividend income received from	58,498,000	32,894,000
<u>Joint Ventures:</u>		
- dividend income received from	4,900,000	7,840,000

The Directors are of the opinion that all the transactions above have been entered into in the normal course of business and have been established on terms and conditions that have been mutually agreed.

18. AUTHORISED FOR ISSUE

The Condensed Report was authorised for issue by the Company's Board of Directors in accordance with a resolution of the Directors on 13 December 2024.

Company No.

74653

YINSON ACACIA LTD
(Incorporated in the Republic of the Marshall Islands)

SPECIAL PURPOSE FINANCIAL STATEMENTS
FOR THE FINANCIAL YEARS ENDED 31 JANUARY 2023 AND 31 JANUARY 2024

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Company No.

74653

YINSON ACACIA LTD

(Incorporated in the Republic of the Marshall Islands)

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Company No.
74653

YINSON ACACIA LTD
(Incorporated in the Republic of the Marshall Islands)

STATEMENT BY DIRECTORS

We, Andrew Choy Wei Nung and Jahn Atle Høgberg, the Directors of Yinson Acacia Ltd, do hereby state that, in our opinion, the accompanying financial statements set out on pages 2 to 37 are drawn up so as to give a true and fair view of the financial position of the Company as at 31 January 2023 and 31 January 2024 and financial performance of the Company for the financial years ended 31 January 2023 and 31 January 2024 in accordance with the International Financial Reporting Standards as issued by the International Accounting Standards Board.

Signed on behalf of the Board of Directors in accordance with a resolution of the Directors dated 20 January 2025.

ANDREW CHOY WEI NUNG
DIRECTOR

JAHN ATLE HØGBERG
DIRECTOR

Company No.
74653

YINSON ACACIA LTD

(Incorporated in the Republic of the Marshall Islands)

STATEMENT OF COMPREHENSIVE INCOME
FOR THE FINANCIAL YEARS ENDED 31 JANUARY 2023 AND 31 JANUARY 2024

	Note	2024 USD	2023 USD
Cost of sales		-	(8,899)
Gross loss		-	(8,899)
Other income	3	13,804,679	12,433,969
Administrative expenses		(2,341,667)	(3,181,927)
Other expenses		-	(32,858)
Finance cost		(301)	(805)
Profit before tax	4	11,462,711	9,209,480
Tax expense	5	(64,675)	(132,680)
Net profit and total comprehensive income for the financial year		11,398,036	9,076,800

The notes set out on pages 8 to 37 form an integral part of these financial statements.

Company No.
74653

YINSON ACACIA LTD
(Incorporated in the Republic of the Marshall Islands)

STATEMENT OF FINANCIAL POSITION
AS AT 31 JANUARY 2023 AND 31 JANUARY 2024

	Note	2024 USD	2023 USD
NON-CURRENT ASSETS			
Investment in subsidiaries	7	374,981,677	352,099,001
Amounts due from subsidiaries	8	246,054,144	131,843,837
		621,035,821	483,942,838
CURRENT ASSETS			
Amount due from immediate holding company	8	-	459,294
Amounts due from subsidiaries	8	212,825,453	286,422,245
Amounts due from fellow subsidiaries	8	19,840	22,804
Other receivables and prepayments	9	2,512,689	15,741,772
Cash at bank	10	10,251,850	3,299,246
Assets classified as held for sale	11	-	61,956,938
		225,609,832	367,902,299
TOTAL ASSETS		846,645,653	851,845,137
NON-CURRENT LIABILITY			
Amount due to immediate holding company	8	121,250,000	121,250,000
CURRENT LIABILITIES			
Amount due to ultimate holding company	8	-	584,674
Amount due to immediate holding company	8	622,801,137	649,236,775
Amounts due to subsidiaries	8	1	1,001
Amounts due to fellow subsidiaries	8	3,867,617	3,447,067
Accruals and other payables	12	4,960,053	79,956,811
		631,628,808	733,226,328
TOTAL LIABILITIES		752,878,808	854,476,328
NET CURRENT LIABILITIES		(406,018,976)	(365,324,029)

Company No.
74653

YINSON ACACIA LTD
(Incorporated in the Republic of the Marshall Islands)

STATEMENT OF FINANCIAL POSITION
AS AT 31 JANUARY 2023 AND 31 JANUARY 2024 (CONTINUED)

	Note	2024 USD	2023 USD
EQUITY			
Share capital	13	85,000,001	1
Retained earning/(Accumulated losses)		8,766,844	(2,631,192)
TOTAL EQUITY		93,766,845	(2,631,191)
TOTAL EQUITY AND LIABILITIES		846,645,653	851,845,137

The notes set out on pages 8 to 37 form an integral part of these financial statements.

Company No.

74653

YINSON ACACIA LTD

(Incorporated in the Republic of the Marshall Islands)

STATEMENT OF CHANGES IN EQUITY
FOR THE FINANCIAL YEARS ENDED 31 JANUARY 2023 AND 31 JANUARY 2024

	Share capital USD	(Accumulated losses)/ Retained earning USD	Total USD
At 1 February 2023	1	(2,631,192)	(2,631,191)
Total comprehensive income for the financial year	-	11,398,036	11,398,036
Transaction with owner, recognised directly in equity - Issuance of new shares (Note 13)	85,000,000	-	85,000,000
At 31 January 2024	85,000,001	8,766,844	93,766,845
At 1 February 2022	1	(11,707,992)	(11,707,991)
Total comprehensive income for the financial year	-	9,076,800	9,076,800
At 31 January 2023	1	(2,631,192)	(2,631,191)

The notes set out on pages 8 to 37 form an integral part of these financial statements.

YINSON ACACIA LTD
(Incorporated in the Republic of the Marshall Islands)

STATEMENT OF CASH FLOWS FOR THE FINANCIAL YEARS ENDED 31 JANUARY 2023 AND 31 JANUARY 2024

	Note	2024 USD	2023 USD
CASH FLOWS FROM OPERATING ACTIVITIES			
Profit before tax		11,462,711	9,209,480
Adjustments:			
Finance income	3	(82,324)	(8,824)
Unwinding of a discount of interest-free loans to a subsidiary	3	(5,201,310)	(5,065,363)
Net compensation income from termination of an anticipated floating, production, storage and offshore ("FPSO") project	3	(8,497,489)	-
Finance costs		301	805
Unrealised (gain)/loss on foreign exchange		(43,656)	42,636
		(2,361,767)	4,178,734
Changes in working capital:			
Receivables and prepayments		(1,771,075)	(2,448,132)
Payables and accruals		10,465,135	71,364,133
Amount due to ultimate holding company		(549,308)	860,080
Amount due from immediate holding company		-	(459,294)
Amount due to immediate holding company		(2,405,470)	2,196,772
Amounts due from subsidiaries		7,235,758	(7,528,870)
Amounts due from fellow subsidiaries		2,964	-
Amounts due to fellow subsidiaries		920,550	(4,023,577)
Cash generated from operations		11,536,787	64,139,846
Interest received		82,324	8,824
Interest paid		(301)	(805)
Tax paid		(64,675)	(132,680)
Net cash generated from operating activities		11,554,135	64,015,185
CASH FLOWS FROM INVESTING ACTIVITIES			
Acquisition of plant and equipment		-	(61,956,938)
Advances to subsidiaries		(285,131,638)	(341,503,000)
Repayment of advances from subsidiaries		219,600,000	62,350,000
Increase in investment of subsidiaries		(1)	(1,000)
Net cash used in investing activities		(65,531,639)	(341,110,938)

YINSON ACACIA LTD
(Incorporated in the Republic of the Marshall Islands)

STATEMENT OF CASH FLOWS FOR THE FINANCIAL YEARS ENDED 31 JANUARY 2023 AND 31 JANUARY 2024 (CONTINUED)

	Note	2024 USD	2023 USD
CASH FLOWS FROM FINANCING ACTIVITIES			
Advances from immediate holding company		262,130,108	295,053,000
Repayment of advances to immediate holding company		(200,700,000)	(15,400,000)
Advances from fellow subsidiaries		1,600,000	5,500,000
Repayment of advances to fellow subsidiaries		(2,100,000)	(5,000,000)
Net cash generated from financing activities		60,930,108	280,153,000
NET INCREASE IN CASH AND CASH EQUIVALENTS		6,952,604	3,057,247
CASH AND CASH EQUIVALENTS AT BEGINNING OF THE FINANCIAL YEAR		3,299,246	241,999
CASH AND CASH EQUIVALENTS AT END OF THE FINANCIAL YEAR	10	10,251,850	3,299,246

The notes set out on pages 8 to 37 form an integral part of these financial statements.

Company No.

74653

YINSON ACACIA LTD
(Incorporated in the Republic of the Marshall Islands)

NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL YEARS ENDED 31 JANUARY 2023 AND 31 JANUARY 2024

1 GENERAL INFORMATION

The Company is incorporated and domiciled in the Republic of the Marshall Islands. The registered office is located at Trust Company Complex, Ajeltake Road, Ajeltake Island, Majuro, Republic of the Marshall Islands MH96960 and the principal place of business of the Company is Level 16, Menara South Point, Mid Valley City, Medan Syed Putra Selatan, 59200 Kuala Lumpur, Wilayah Persekutuan.

The principal activity of the Company is investment holding.

The Directors regard Yinson Holdings Berhad, a company incorporated and domiciled in Malaysia and listed on the Main Market of Bursa Malaysia Securities Berhad, as the ultimate holding company. The Company's immediate holding company, Yinson Production Offshore Pte Ltd, is a company incorporated and domiciled in Singapore.

The financial statements are presented in United States Dollar ("USD"), which is also the Company's functional currency. All financial information is presented in USD unless otherwise stated.

2 SUMMARY OF MATERIAL ACCOUNTING POLICIES

Unless otherwise stated, the following accounting policies have been applied consistently in dealing with items that are considered material in relation to the financial statements.

2.1 Statement of compliance

The financial statements of the Company have been prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB"). The Directors wish to affirm the financial statements have met the requirements of International Financial Reporting Standards 1 – Presentation of Financial Statements.

2.2 Basis of preparation

The financial statements have been prepared under the historical cost convention unless otherwise indicated in this summary of material accounting policies.

The preparation of financial statements in conformity with IFRS requires the use of certain critical accounting estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reported financial year. It also requires the Directors to exercise their judgement in the process of applying the Company's accounting policies. Although these estimates and judgement are based on the Directors' best knowledge of current events and actions, actual results may differ. There are no areas involving a high degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements.

As at reporting date, the Company is in a net current liabilities position of USD406,018,976 (2023: USD365,324,029). As a result, the ultimate holding company, Yinson Holdings Berhad, has given continued financial support to the Company to enable the Company to meet its liabilities and obligations as and when they fall due as disclosed in Note 21. Consequently, based on this continued financial support and the Company's intention to continue operations for the foreseeable future, the financial statements have been prepared on a going concern basis.

2 SUMMARY OF MATERIAL ACCOUNTING POLICIES (CONTINUED)

2.2 Basis of preparation (continued)

The Company has taken advantage of the exemption provided by paragraph 4 of IFRS 10 "Consolidated Financial Statements" not to present consolidated financial statements as the Company is a wholly-owned subsidiary of Yinson Holdings Berhad, a listed company of the Main Market of Bursa Malaysia Securities Berhad, incorporated and domiciled in Malaysia with the registered address of Level 16, Menara South Point, Mid Valley City, Medan Syed Putra Selatan, 59200 Kuala Lumpur, Wilayah Persekutuan which produces consolidated financial statements available for public use that comply with International Financial Reporting Standards. Therefore, these separate financial statements contain information about Yinson Acacia Ltd as an individual company and do not contain consolidated financial information as the parent of the Group.

Standards, amendments to published standards and interpretations that are effective

The Company has applied the following amendments for the first time for the financial year beginning on 1 February 2023:

(i) Amendments to IFRS 1 and IFRS Practice Statement 2 "Disclosure of Accounting Policies"
(ii) Amendments to IAS 8 "Definitions of Accounting Estimates"

The adoption of the above amendments to published standards and interpretations did not have any material impact on the current period or any prior period.

Amendments to IFRS 1 and IFRS Practice Statement 2 "Disclosure of Accounting Policies"

These amendments provide guidance and examples to help entities applying materiality judgements to accounting policy disclosures. The amendments aim to help entities provide accounting policy disclosures that are more useful, by replacing the requirement for entities to disclose their 'significant' accounting policies with a requirement to disclose their 'material' accounting policies.

The amendments had a minor impact on the financial statements of the Company. The Company has performed a reassessment of its accounting policy disclosures against the amended guidance, which resulted in minor changes to the section on accounting policies.

Standards, amendments to published standards and interpretations to existing standards that are applicable to the Company but not yet effective

The standards and interpretations that are issued but not yet effective up to the date of issuance of the Company's financial statements are disclosed below.

		Effective dates
(i)	Amendments to IFRS 1 "Classification of liabilities as current or non-current"	1 February 2025
(ii)	Amendments to IAS 21 "Lack of Exchangeability"	1 February 2025

The Company is in the process of assessing the full impact of the new standards and amendments to published standards on the financial statements of the Company in the year of initial application.

2 SUMMARY OF MATERIAL ACCOUNTING POLICIES (CONTINUED)

2.3 Cash and cash equivalents

For the purpose of the statement of cash flows, cash and cash equivalents are held for the purpose of meeting short-term cash commitments rather than for investment or other purposes. Cash and cash equivalents comprise of cash on hand, deposits held at call with banks, other short term and highly liquid investments with original maturities of 3 months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

2.4 Foreign currencies

(a) Functional and presentation currency

Functional currency is the currency of the primary economic environment in which an entity operates. The financial statements are presented in United States Dollar ("USD"), which is the Company's functional and presentation currency.

(b) Transactions and balances

Transactions in foreign currencies are initially recorded by the Company at its functional currency spot rate at the date the transaction first qualifies for recognition. Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date. Differences arising on settlement or translation of monetary items are recognised in profit or loss. Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions.

2.5 Financial assets

(a) Classification and measurement

The Company classifies its financial assets to be measured at amortised cost.

(b) Subsequent measurement

Subsequent measurement of financial assets depends on the Company's business model for managing the asset and the cash flow characteristics of the asset. The Company reclassifies debt investments when and only when its business model for managing those assets changes.

Financial assets at amortised cost

Assets that are held for collection of contractual cash flows where those cash flows represent solely payment of principal and interest ("SPPI") are measured at amortised cost using the effective interest rate ("EIR") method. Any gains and losses are recognised in profit or loss when the debt instruments are derecognised or impaired, and through the amortisation process.

2 SUMMARY OF MATERIAL ACCOUNTING POLICIES (CONTINUED)

2.5 Financial assets (continued)

(c) Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognised (i.e. removed from the Company's statement of financial position) when:

- the rights to receive cash flow from the asset have expired, or
- the Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either (a) the Company has transferred substantially all the risks and rewards of the asset, or (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the Company has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all the risks and rewards of the asset, nor transferred control of the asset, the Company continues to recognise the transferred asset to the extent of the Company's continuing involvement. In that case, the Company also recognises an associated liability.

The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained.

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Company could be required to repay.

(d) Impairment of financial assets

The Company assesses on a forward-looking basis the expected credit loss ("ECL") associated with its debt instruments carried at amortised cost. The impairment methodology applied depends on whether there has been a significant increase in credit risk.

The Company has 3 types of financial instruments that are subject to the ECL model:

(i) Other receivables (excluding prepayments)
(ii) Amounts due from immediate holding company, subsidiaries and fellow subsidiaries
(iii) Cash at bank

2 SUMMARY OF MATERIAL ACCOUNTING POLICIES (CONTINUED)

2.5 Financial assets (continued)

(d) Impairment of financial assets (continued)

While bank balance is also subject to the impairment requirements of IFRS 9, the identified impairment loss was immaterial.

ECL represent a probability-weighted estimate of the difference between present value of cash flows according to contract and present value of cash flows the Company expects to receive, over the remaining life of the financial instrument.

The measurement of ECL reflects:

- an unbiased and probability-weighted amount that is determined by evaluating a range of possible outcomes;
- the time value of money; and
- reasonable and supportable information that is available without undue cost or effort at the reporting date about past events, current conditions and forecasts of future economic conditions.

(i) General 3-stage approach for other receivables, amounts due from immediate holding company, subsidiaries, and fellow subsidiaries

At each reporting date, the Company measures ECL through loss allowance at an amount equal to 12-month ECL if credit risk on a financial instrument or a group of financial instruments has not increased significantly since initial recognition. For all other financial instruments, a loss allowance at an amount equal to lifetime ECL is required.

Debt instruments at amortised costs other than trade receivables are using general 3-stage approach.

The Company considers the probability of default upon initial recognition of asset and whether there has been a significant increase in credit risk on an ongoing basis throughout each reporting period. To assess whether there is a significant increase in credit risk, the Company compares the risk of a default occurring on the asset as at the reporting date with the risk of default as at the date of initial recognition. It considers available reasonable and supportable forward-looking information.

2 SUMMARY OF MATERIAL ACCOUNTING POLICIES (CONTINUED)

2.5 Financial assets (continued)

(d) Impairment of financial assets (continued)

(i) General 3-stage approach for other receivables, amounts due from immediate holding company, subsidiaries, and fellow subsidiaries (continued)

The following indicators are incorporated:

- internal credit rating
- external credit rating (as far as available)
- actual or expected significant adverse changes in business, financial or economic conditions that are expected to cause a significant change to the debtor's ability to meet its obligations
- actual or expected significant changes in the operating results of the debtor
- significant increases in credit risk on other financial instruments of the same debtor
- significant changes in the value of the collateral supporting the obligation or in the quality of third-party guarantees or credit enhancements
- significant changes in the expected performance and behaviour of the debtor, including changes in the payment status of debtor in the group and changes in the operating results of the debtor

Macroeconomic information (such as market interest rates or growth rates) is incorporated as part of the internal rating model.

Regardless of the analysis above, a significant increase in credit risk is presumed if a debtor is more than 30 days past due in making a contractual payment.

Financial instruments that are credit - impaired are assessed on individual basis.

(ii) Simplified approach for trade receivables

The Company applies the IFRS 9 simplified approach to measure ECL which uses a lifetime ECL for all trade receivables.

The Company defines a financial instrument as default, which is fully aligned with the definition of credit-impaired, when it meets one or more of the following criteria:

(a) Quantitative criteria

The Company defines a financial instrument as default when the counterparty fails to make contractual payment within 90 days of when they fall due.

2 SUMMARY OF MATERIALACCOUNTING POLICIES (CONTINUED)

2.5 Financial assets (continued)

(d) Impairment of financial assets (continued)

(ii) Simplified approach for trade receivables (continued)

(b) Qualitative criteria

The debtor meets unlikeliness to pay criteria, which indicates the debtor is in significant financial difficulty. The Company considers the following instances:

- the debtor is in breach of financial covenants
- concessions have been made by the lender relating to the debtor's financial difficulty
- it is becoming probable that the debtor will enter bankruptcy or other financial reorganisation
- the debtor is insolvent

Financial instruments that are credit-impaired are assessed on individual basis.

Note 16 sets out the measurement details of ECL.

2.6 Financial liabilities

(a) Classification

Financial liabilities are classified according to the substance of the contractual arrangements entered into and the definitions of a financial liability.

Other financial liabilities

The Company's other financial liabilities include trade payables, accruals and other payables, amount due to ultimate holding company, amount due to immediate holding company, amounts due to subsidiaries and amounts due to fellow subsidiaries. Payables are initially recognised at fair value, which is usually the original invoiced amount and subsequently carried at amortised cost using the effective interest method.

(b) Recognition and de-recognition

A financial liability is recognised when, and only when, the Company becomes a party to the contractual provisions of the financial instrument.

A financial liability is derecognised when the obligation under the liability is extinguished. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as a de-recognition of the original liability and the recognition of a new liability, and the difference in the respective carrying amounts is recognised in profit or loss.

2 SUMMARY OF MATERIAL ACCOUNTING POLICIES (CONTINUED)

2.6 Financial liabilities (continued)

(c) Initial and subsequent measurement

Other financial liabilities are recognised initially at fair value plus directly attributable transaction costs and subsequently measured at amortised cost using the effective interest method.

2.7 Offsetting financial instruments

Financial assets and financial liabilities are offset and the net amount presented in the statement of financial position when there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis, or to realise the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy.

2.8 Share capital

Ordinary shares are classified as equity. Other shares are classified as equity or liability according to the economic substance of the particular instruments. Distribution to holders of a financial instrument classified as an equity instrument is charged directly to equity.

2.9 Investment in subsidiaries

Subsidiaries are those corporations, partnerships or other entities (including special purpose entities) over which the Company has power to exercise control over variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. Potential voting rights are considered when assessing control only when such rights are substantive.

Investment in subsidiaries is stated at cost less accumulated impairment losses, if any. Where an indication of impairment exists, the carrying amount of the investment is assessed and written down immediately to its recoverable amount.

2 SUMMARY OF MATERIAL ACCOUNTING POLICIES (CONTINUED)

2.10 Trade and other receivables

Trade receivables are amounts due from customers for services performed in the ordinary course of business. Other receivables generally arise from transactions outside the usual operating activities of the Company. If collection is expected in one year or less (or in the normal operating cycle of the business if longer), they are classified as current assets. If not, they are presented as non-current assets.

Trade and other receivables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method, less provision for impairment.

Details on the Company's impairment policies of trade and other receivables are provided in Note 2.5(d).

2.11 Trade and other payables

Trade and other payables represent liabilities for services provided to the Company prior to the end of financial year which are unpaid. Trade and other payables are classified as current liabilities unless payment is not due within 12 months after the reporting period. If not, they are presented as non-current liabilities.

Trade and other payables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method.

3 OTHER INCOME

	2024 USD	2023 USD
Unwinding of discount of interest-free loans to a subsidiary	5,201,310	5,065,363
Recharge of costs to a subsidiary and to a related company	-	6,865,284
Net foreign exchange gains	23,556	-
Finance income	82,324	8,824
Net compensation income from termination of an anticipated floating, production, storage and offshore ("FPSO") project	8,497,489	-
Others	-	494,498
	13,804,679	12,433,969

During the financial year, net compensation income of USD8,497,489 was recognised arising the lapse of the exclusive rights for FPSO Nganhurra by BP Exploration (Anglola) Ltd ("BP"). The Group has paid USD15,000,000 for the exclusivity option to secure a vessel and in turn, has received USD23,497,489 as part of an exclusivity agreement with the customer to secure the said vessel.

In the previous financial year, the Company recharged tender cost of USD4,460,867 and USD2,404,417 to Yinson Production EPC Pte Ltd and Yinson Azalea Production Pte Ltd respectively.

4 PROFIT BEFORE TAX

	2024 USD	2023 USD
Profit before tax is arrived at after charging:		
Vessel operating expenses	-	8,899
Net loss on foreign exchange differences	-	35,685
Auditors' remuneration	8,033	7,167
Management fee charged by ultimate holding company, immediate holding company and a fellow subsidiary	1,061,104	1,361,216
Professional and consulting fees	1,235,611	1,525,011

5 TAX EXPENSE

	2024 USD	2023 USD
Tax expense	64,675	132,680

6 PLANT AND EQUIPMENT

Vessels

	2024 USD	2023 USD
Cost		
At 1 February	-	-
Addition	-	61,956,938
Transfer to asset held for sale (Note 11)	-	(61,956,938)
At 31 January	-	-
Accumulated depreciation		
At 1 February/31 January	-	-
Net book value	-	-

In the previous financial year, the Company classified the newly bought vessel, Front Eminence as an asset held for sale as it will be sold to the Company's subsidiary, Yinson Azalea Production Pte Ltd. The disposal transaction was completed on 1 March 2023.

7 INVESTMENT IN SUBSIDIARIES

	2024 USD	2023 USD
Unquoted shares at cost		
Beginning of the financial year	352,099,001	352,098,001
Additions (Note A)	1	1,000
Subscription of new shares (Note B)	1,000,000	-
Capital contribution (Note C)	21,882,675	-
End of the financial year	374,981,677	352,099,001

Note A: On 5 December 2023, the Company acquired 1 ordinary share in Yinson Production Iterum Holdings Pte Ltd (formerly known as ("f.k.a") Yinson Eden Pte Ltd) with a cash consideration of USD1. On 24 March 2022, the Company acquired 1,000 ordinary shares in Yinson Azalea Holdings Pte Ltd with a consideration payable of USD1,000.

7 INVESTMENT IN SUBSIDIARIES (CONTINUED)

Note B: On 29 January 2024, the Company subscribed 1,000,000 new ordinary shares in Yinson Production Azalea Consortium Pte Ltd (f.k.a Yinson Azalea Holdings Pte Ltd) at an issue price of USD1 each by way of the capitalisation of an amount due from Yinson Production Azalea Consortium Pte Ltd (f.k.a Yinson Azalea Holdings Pte Ltd).

Note C: During the financial year, the Company discounted the non-interest bearing amounts due from subsidiaries which are not expected to be repaid in the next 12 months based on estimated future cash payments to their present value. As a result, the Company recognised an additional of USD21,882,675 as capital contribution to the subsidiaries.

Name of subsidiary	Country of incorporation	Principal activities	Effective ownership interest 2024 %	Effective ownership interest 2023 %
Yinson Boronia Consortium Pte Ltd(ii)	Singapore	Investment holding	75	75
Yinson Bergenia Consortium Pte Ltd(ii)	Singapore	Investment holding	100	100
Yinson Bouvardia Consortium Pte Ltd(ii)	Singapore	Investment holding	100	100
Yinson Production Azalea Consortium Holding Pte Ltd (f.k.a Yinson Azalea Holdings Pte Ltd)(ii)	Singapore	Investment holding	100	100
Yinson Production Iterum Holdings Pte Ltd (f.k.a Yinson Eden Pte Ltd)(ii)	Singapore	Provision of floating marine assets for chartering and service activities incidental to oil and gas extraction	100	-

7 INVESTMENT IN SUBSIDIARIES (CONTINUED)

Name of subsidiary	Country of incorporation	Principal activities	Effective ownership interest 2024 %	Effective ownership interest 2023 %
Held through Yinson Boronia Consortium Pte Ltd:				
Yinson Boronia Holdings (S) Pte Ltd[(ii)]	Singapore	Investment holding	75	75
Held through Yinson Boronia Holdings (S) Pte Ltd:				
Yinson Boronia Production B.V. [(ii)]	Netherlands	Provision of floating marine assets for chartering and service activities incidental to oil and gas extraction	75	75
Held through Yinson Boronia Holdings (S) Pte Ltd and Yinson Boronia Production B.V.:				
Yinson Boronia Servicos De Operacao Ltda[(ii)]	Brazil	Provision of operations and maintenance services of floating marine assets to the offshore oil and gas industry	75	75
Held through Yinson Bergenia Consortium Pte Ltd:				
Yinson Bergenia Holdings Pte Ltd[(ii)]	Singapore	Investment holding	100	100
Held through Yinson Bergenia Holdings Pte Ltd:				
Yinson Bergenia Production B.V.[(ii)]	Netherlands	Provision of floating marine assets for chartering and service activities incidental to oil and gas extraction	100	100

7 INVESTMENT IN SUBSIDIARIES (CONTINUED)

Name of subsidiary	Country of incorporation	Principal activities	Effective ownership interest 2024 %	Effective ownership interest 2023 %
Held through Yinson Bergenia Production B.V.:				
Yinson Bergenia Servicos De Operacao Ltda[(ii)]	Brazil	Provision of operations and maintenance services of floating marine assets to the offshore oil and gas industry	100	100
Held through Yinson Bouvardia Consortium Pte Ltd:				
Yinson Bouvardia Holdings Pte Ltd[(ii)]	Singapore	Investment holding	100	100
Held through Yinson Bouvardia Holdings Pte Ltd:				
Yinson Bouvardia Production B.V.[(i)]	Netherlands	Provision of floating marine assets for chartering and service activities incidental to oil and gas extraction	100	100
AFPS B.V[(iii)]	Netherlands	Provision of floating marine assets for chartering and service activities incidental to oil and gas extraction	100	-
Held through AFPS B.V.:				
Yinson Bouvardia Servicos De Operacao Ltda[(i)]	Brazil	Provision of operations and maintenance services of floating marine assets to the offshore oil and gas industry	100	100

7 INVESTMENT IN SUBSIDIARIES (CONTINUED)

Name of subsidiary	Country of incorporation	Principal activities	Effective ownership interest 2024 %	Effective ownership interest 2023 %
Held through Yinson Production Azalea Consortium Pte Ltd (f.k.a Yinson Azalea Holdings Pte Ltd):				
Yinson Production Azalea Holdings (S) Pte Ltd[i]	Singapore	Provision of floating marine assets for chartering and service activities incidental to oil and gas extraction	100	-
Yinson Azalea Production Pte Ltd[ii]	Singapore	Provision of floating marine assets for chartering and service activities incidental to oil and gas extraction	-	100
Held through Yinson Production Azalea Holdings (S) Pte Ltd:				
Yinson Azalea Production Pte Ltd[ii]	Singapore	Provision of floating marine assets for chartering and service activities incidental to oil and gas extraction	100	-
Held through Yinson Production Azalea Consortium Pte Ltd:				
Yinson Azalea Operacoes Angola Prestacao de Servicos(SU), Lda[i]	Angola	Provision of operations and maintenance services of floating marine assets to the offshore oil and gas industry	100	100

(i) Company not required to be audited under the laws of the country of incorporation.

(ii) Audited by member firms of PricewaterhouseCoopers International Limited, which are separate and independent legal entities from PricewaterhouseCoopers PLT.

(iii) Not audited by member firm of PricewaterhouseCoopers International Limited

8 AMOUNTS DUE FROM/(TO) ULTIMATE HOLDING COMPANY, IMMEDIATE HOLDING COMPANY, SUBSIDIARIES AND FELLOW SUBSIDIARIES

Amounts due from immediate holding company, subsidiaries, and fellow subsidiaries are unsecured, non-interest bearing and revolving on daily basis.

Amounts of USD246,054,144 (2023: USD131,843,837) due from subsidiaries are not expected to be repaid in the next 12 months. Included in the amounts are USD25,756,113 (2023: USD25,257,771) arising from an interest free debt issued by the subsidiary.

Amounts due to ultimate holding company, subsidiaries and fellow subsidiaries are unsecured, non-interest bearing and revolving on daily basis. Amount due to immediate holding company is unsecured, non-interest bearing (2023: Nil) and the Company has an unconditional right to defer the settlement for 12 months after the reporting date.

9 OTHER RECEIVABLES AND PREPAYMENTS

	2024 USD	2023 USD
Deposits	-	12,500,000
Prepayments	2,500,000	2,500,000
Other receivables	12,689	741,772
	2,512,689	15,741,772

During the financial year, the Company placed an additional deposit of USD2,500,000 (2023: USD12,500,000) relating to an option agreement with Woodside Energy Ltd and Mitsui E&P Australia Pty to secure the FPSO Nganhurra by BP. It lapsed during the current financial year and the cumulated deposit paid of USD15,000,000 was recognised as deposits written off and offset against write-back of deposit received as disclosed in Note 3.

10 CASH AT BANK

	2024 USD	2023 USD
Cash at bank	10,251,850	3,299,246

Cash at bank is deposit held at call with a licensed bank.

11 ASSETS CLASSIFIED AS HELD FOR SALE

	2024 USD	2023 USD
FPSO Front Eminence	-	61,956,938

On 1 March 2023, the Company finalised the transaction to sell the FPSO Front Eminence to Yinson Azalea Production Pte Ltd and the cash proceeds from the sale of asset held for sale amounted to USD61,956,938.

12 ACCRUALS AND OTHER PAYABLES

	2024 USD	2023 USD
Current		
Accruals	18,160	206,811
Other payables	4,941,893	79,750,000
	4,960,053	79,956,811

Included in other payables is USD4,900,000 (2023: USD4,900,000) relating to a deposit received for the proposed disposal of a minority interest in Yinson Boronia Consortium Pte Ltd ("YBC") to Kawasaki Kisen Kaisha, Ltd (""K" Line") for a total cash consideration of USD49 million pursuant to a Share Sale and Purchase Agreement executed between the Company and "K" Line on 9 July 2020. The payment of the remaining balance of the consideration, being USD44,100,000 by "K" Line, and transfer of the minority interest to "K" Line (or Japan Offshore Facility Investment 1 Pte Ltd ("JOFI") (a direct wholly owned subsidiary of Sumitomo Corporation), at "K" Line's option), will be executed upon final acceptance of the Marlim 2 FPSO by Petróleo Brasileiro S.A. ("Petrobras"). The release of the financial guarantees under the associated project finance agreements are expected on 22 March 2024 and the financial liability was extinguished on 22 October 2024.

On 29 June 2022, a deposit amount of USD12,500,000 was received from BP Exploration (Angola) Limited pursuant to FPSO Vessel Exclusivity Agreement to secure a project vessel. It lapsed during the current financial year and was recognised as write back of deposit received as disclosed in Note 3.

On 1 December 2022, the Company's indirect subsidiary, Yinson Azalea Production Pte Ltd ("YAPPL") prepaid the Company for the purchase of FPSO Front Eminence amounting to USD61,956,938 in relation to the Asset Purchase Agreement. The deposit was subsequently released on 1 March 2023 as disclosed in Note 11.

13 SHARE CAPITAL

	Number of ordinary shares		Amount	
	2024	2023	2024 USD	2023 USD
Issued and fully paid:				
At 1 February	1	1	1	1
Issuance of shares	1	-	85,000,000	-
At 31 January	2	1	85,000,001	1

On 11 September 2023, the Company issued 1 new ordinary share at an issue price of USD85,000,000 by way of the capitalisation of an amount due to its immediate holding company, Yinson Production Offshore Pte Ltd.

14 RECONCILIATIONS OF ASSETS/(LIABILITIES) ARISING FROM FINANCING ACTIVITIES

	Amount due to ultimate holding company USD	Amount due to immediate holding company USD	Amounts due to fellow subsidiaries USD	Total USD
At 1 February 2023	(584,674)	(770,486,775)	(3,447,067)	(774,518,516)
Cash (inflow)/outflow				
Advances to	-	(262,130,108)	(1,600,000)	(263,730,108)
Repayment of advances	-	200,700,000	2,100,000	202,800,000
Non-cash items				
Management fee	336,896	(77,846)	(1,083,806)	(824,756)
Changes in working capital	212,412	2,942,610	163,256	3,318,278
Capitalisation of debt (Note 13)	-	85,000,000	-	85,000,000
Foreign exchange differences	35,366	982	-	36,348
Balance carried forward	-	(744,051,137)	(3,867,617)	(747,918,754)

14 RECONCILIATIONS OF ASSETS/(LIABILITIES) ARISING FROM FINANCING ACTIVITIES (CONTINUED)

	Net amount due (to)/from ultimate holding company USD	Amount due to immediate holding company USD	Amounts due to fellow subsidiaries USD	Total USD
At 1 February 2022	314,025	(488,636,139)	(6,970,644)	(495,292,758)
Cash (inflow)/outflow				
Advances (from)/to	-	(295,053,000)	(5,500,000)	(300,553,000)
Repayment of advances	-	15,400,000	5,000,000	20,400,000
Non-cash items				
Management fee	(860,080)	(1,954,255)	(3,508,799)	(6,323,134)
Changes in working capital	-	(242,517)	7,532,376	7,289,859
Foreign exchange differences	(38,619)	(864)	-	(39,483)
Balance carried forward	(584,674)	(770,486,775)	(3,447,067)	(774,518,516)

15 SIGNIFICANT RELATED PARTY TRANSACTIONS

For the purposes of these financial statements, parties are considered to be related to the Company if the Company 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 Company and the party are subject to common control or common significant influence. Related parties may be individuals or other entities.

Key management personnel are defined as those persons having authority and responsibility for planning, directing and controlling the activities of the Company either directly or indirectly. The key management personnel comprise of all the Directors of the Company. There is no key management personnel compensation for the financial year (2023: Nil).

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

	2024 USD	2023 USD
Advance from/(to):		
- immediate holding company, Yinson Production Offshore Pte Ltd	262,130,108	295,053,000
- a fellow subsidiary, Yinson Nepeta Production Ltd	1,600,000	5,500,000
- a subsidiary, Yinson Boronia Consortium Pte Ltd	(30,750,000)	-
- a subsidiary, Yinson Bergenia Consortium Pte Ltd	(65,601,530)	(279,153,000)
- a subsidiary, Yinson Azalea Production Pte Ltd	-	(62,350,000)
- a subsidiary, Yinson Production Azalea Consortium Pte Ltd (f.k.a. Yinson Azalea Holdings Pte Ltd)	(106,600,000)	-
- a subsidiary, Yinson Bouvardia Consortium Pte Ltd	(82,180,108)	-
Repayment to/(from):		
- immediate holding company, Yinson Production Offshore Pte Ltd	200,700,000	15,400,000
- a subsidiary, Yinson Azalea Production Pte Ltd	-	(62,350,000)
- a subsidiary, Yinson Production Azalea Consortium Pte Ltd (f.k.a. Yinson Azalea Holdings Pte Ltd)	(20,600,000)	-
- a subsidiary, Yinson Bergenia Consortium Pte Ltd	(199,000,000)	-
- a fellow subsidiary, Yinson Nepeta Production Ltd	2,100,000	5,000,000

15 SIGNIFICANT RELATED PARTY TRANSACTIONS (CONTINUED)

	2024 USD	2023 USD
Capitalisation of intercompany amounts owing (to)/from:		
- immediate holding company, Yinson Production Offshore Pte Ltd	(85,000,000)	-
- a subsidiary, Yinson Boronia Consortium Pte Ltd	442,806	-
Management fee charged (recharged to)/by:		
- ultimate holding company, Yinson Holdings Berhad	(336,896)	860,080
- immediate holding company, Yinson Production Offshore Pte Ltd	77,846	1,954,255
- a fellow subsidiary, Yinson Production AS	1,083,806	3,508,799
Receipts on behalf:		
- a subsidiary, Yinson Azalea Production Pte Ltd	233,471	2,404,417
- a fellow subsidiary, Yinson Production EPC Pte Ltd	-	4,460,867
Disposal of asset held for sale to:		
- a subsidiary, Yinson Azalea Production Pte Ltd	61,956,938	-
Payments made on behalf and reimbursed (to)/by:		
- immediate holding company, Yinson Production Offshore Pte Ltd	(16,685)	(216,777)
- ultimate holding company, Yinson Holdings Berhad	(240,388)	-
- a subsidiary, Yinson Azalea Production Pte Ltd	54,146	(5,000,000)
- a subsidiary, Yinson Production Azalea Consortium Pte Ltd	(3,310)	-
- a fellow subsidiary, Yinson Production AS	(6,745)	4,985,297
- a fellow subsidiary, Yinson Production EPC Pte Ltd	249,486	(1,086,714)

16 FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

The Company's overall financial risk management objectives and policies are to enhance shareholder's value through effective management of the Company's risks. Financial risk management is carried out through risk review, internal control systems, benchmarking the industry's best practices and adherence to the Company's financial risk management policies.

The main risk arising from the financial instruments of the Company are liquidity risk, credit risk and interest rate risk. Management monitors the Company's financial position closely with the objective to minimise potential adverse effects on the financial performance of the Company.

Details regarding the Company's exposure to the above-mentioned financial risk and the objectives, policies and processes for the management of the risk are set out below:

Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they fall due. The Company's exposure to liquidity risk arises principally from its accruals and other payables, amounts due to immediate and ultimate holding company, amounts due to subsidiaries and amounts due to fellow subsidiaries. The Company relies on the financial support of the ultimate holding company, Yinson Holdings Berhad and maintains a level of cash and cash equivalents and bank facilities deemed adequate by the management to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities and obligations as and when they fall due.

The table below analyses the financial liabilities into relevant maturity groupings based on the remaining period from the reporting date to the contractual maturity date. The amounts disclosed in the table are the contractual undiscounted cash flows:

	On demand or within 1 year	Between 1 and 5 years	Total
	USD	USD	USD
At 31 January 2024			
Accruals and other payables (Note 12)	4,960,053	-	4,960,053
Amount due to immediate holding company	622,801,137	121,250,000	744,051,137
Amounts due to subsidiaries	1	-	1
Amounts due to fellow subsidiaries	3,867,617	-	3,867,617
Financial guarantee^	430,000,000	-	430,000,000
	1,061,628,808	121,250,000	1,182,878,808

^ The maximum amount of financial guarantees issued to the banks for its immediate holding company, Yinson Production Offshore Pte Ltd's borrowings are limited to the amount utilised by its immediate holding company, amounting to USD430,000,000. The earliest period any of the financial guarantees can be called upon by the banks is within the next 12 months. The Company believes that the liquidity risk in respect of the financial guarantees is minimal as it is unlikely that its immediate holding company will not make payment to the banks when due.

16 FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (CONTINUED)

Details regarding the Company's exposure to the above-mentioned financial risk and the objectives, policies and processes for the management of the risk are set out below (continued):

Liquidity risk (continued)

The table below analyses the financial liabilities into relevant maturity groupings based on the remaining period from the reporting date to the contractual maturity date. The amounts disclosed in the table are the contractual undiscounted cash flows (continued):

	On demand or within 1 year	Between 1 and 5 years	Total
	USD	USD	USD
At 31 January 2023			
Accruals and other payables (Note 12)	79,956,811	-	79,956,811
Amount due to ultimate holding company	584,674	-	584,674
Amount due to immediate holding company	649,236,775	121,250,000	770,486,775
Amounts due to subsidiaries	1,001	-	1,001
Amounts due to fellow subsidiaries	3,447,067	-	3,447,067
	733,226,328	121,250,000	854,476,328

Credit risk

Credit risk refers to the risk that counterparty will default on its contractual obligations resulting in financial loss to the Company. Credit risk arises from its other receivables, amounts due from immediate holding company, subsidiaries, fellow subsidiaries and bank balance. The risks of counterparties defaulting are monitored on an ongoing basis to optimise the cash flow utilisation of the Company.

At the reporting date, the Company's maximum exposure to credit risk is represented by the carrying amounts of each class of financial assets recognised in the statement of financial position.

16 FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (CONTINUED)

Credit risk (continued)

(i) Debt instruments at amortised costs other than trade receivables

ECL for debt instruments at amortised costs are measured using general 3-stage approach. The Company uses three categories which reflect their credit risk and how the loss allowance is determined for each of those categories. A summary of the assumptions underpinning the Company's ECL model is as follows:

Category	**Company's definition of category**	**Basis for recognising ECL**
Performing	Debtors have a low risk of default and a strong capacity to meet contractual cash flows.	12-month ECL
Underperforming	Debtors for which there is a significant increase in credit risk or significant increase in credit risk if presumed the forward-looking information and indicators available signify impairment to debtor's ability to repay.	Lifetime ECL
Non-performing	Debtor's ability to repay or likelihood of repayment is determined as fully impaired according to the available indicators.	Lifetime ECL (credit impaired)

Based on the above, loss allowance is measured on either 12-month ECL or lifetime ECL using a PD x LGD x EAD methodology as follows:

- PD ('probability of default') – the likelihood that the debtor would not be able to repay during the contractual period;
- LGD ('loss given default') – the percentage of contractual cash flows that will not be collected if default happens; and
- EAD ('exposure at default') – the outstanding amount that is exposed to default risk.

In deriving the PD and LGD, the Company considers historical data by each debtor by category and adjusts for forward-looking macroeconomic data. The Company have identified the industry and geographical area which the debtor operates in, to be the most relevant factors, and accordingly adjusts the historical loss rates based on expected changes in these factors. Loss allowance is measured at a probability-weighted amount that reflects the possibility that a credit loss occurs and the possibility that no credit loss occurs. No significant changes to estimation techniques or assumptions were made during the reporting period.

16 FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (CONTINUED)

Credit risk (continued)

(i) Debt instruments at amortised costs other than trade receivables (continued)

The following table contains an analysis of the credit risk exposure for which an ECL allowance is recognised. The gross carrying amount disclosed below also represents the Company's maximum exposure to credit risk on these assets:

	Performing USD	Under-Performing USD	Not Performing USD	Total USD
At 31 January 2024				
Other receivables (net of prepayment)				
Gross/net carrying amount	12,689	-	-	12,689
Amounts due from subsidiaries				
Gross/net carrying amount	458,879,597	-	-	458,879,597
Amounts due from fellow subsidiaries				
Gross/net carrying amount	19,840	-	-	19,840
Cash at bank				
Gross/net carrying amount	10,251,850	-	-	10,251,850
At 31 January 2023				
Other receivables (net of prepayment)				
Gross/net carrying amount	13,241,772	-	-	13,241,772
Amount due from immediate holding company				
Gross/net carrying amount	459,294	-	-	459,294

16 FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (CONTINUED)

Credit risk (continued)

(i) Debt instruments at amortised costs other than trade receivables (continued)

	Performing USD	Under-Performing USD	Not Performing USD	Total USD
At 31 January 2023				
Amounts due from subsidiaries				
Gross/net carrying amount	418,266,082	-	-	418,266,082
Amounts due from fellow subsidiaries				
Gross/net carrying amount	22,804	-	-	22,804
Cash at bank				
Gross/net carrying amount	3,299,246	-	-	3,299,246

(ii) Financial guarantee contracts

The Company has issued financial guarantees to banks for borrowings of its immediate holding company, Yinson Production Offshore Pte Ltd. These guarantees are subject to the impairment requirements of IFRS 9. The amount disclosed below represents the Company's maximum exposure to credit risk on financial guarantee contracts.

	2024 USD	2023 USD
Financial guarantee contracts	430,000,000	-

The Company believes these counterparties' credit risk is low taking into consideration of their financial position, past collection experiences and other factors. Management does not expect any counterparty to fail to meet their obligations.

17 FAIR VALUE OF FINANCIAL INSTRUMENTS

The carrying amounts of financial assets and liabilities classified within current assets and current liabilities respectively approximate their fair values due to the relatively short-term nature of these financial instruments.

The carrying amount of the non-current portion of amount due to fellow subsidiaries is a reasonable approximation of fair values due to those floating rate instruments that are re-priced to market interest rates on or near the reporting date.

18 CAPITAL MANAGEMENT

The Company's objectives when managing capital, are to safeguard the Company's ability to continue as a going concern in order to provide returns for its shareholder and benefits for other stakeholders and to maintain an optimal capital structure to reduce the cost of capital. Financial support is provided by the ultimate holding company, Yinson Holdings Berhad to ensure that the Company continues to meet its liabilities and obligations as and when they fall due in the next twelve months from the reporting date.

The Company manages its capital structure and makes adjustments in light of changes in economic conditions. In order to maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholder, return capital to shareholder or issue new shares or debts.

The increase in equity during the current financial year amounting to USD85,000,000 was due to a capital injection by the immediate holding company to provide equity funding to a subsidiary, Yinson Bouvardia Consortium Pte Ltd. Management has earmarked the amount for the completion of FPSO Atlanta.

At the reporting date, the Company is not subject to any externally imposed capital requirements.

19 FINANCIAL INSTRUMENTS

	2024 USD	2023 USD
Financial assets:		
Financial assets measured at amortised cost:		
- Other receivables (net of prepayment)	12,689	13,241,772
- Amount due from immediate holding company	-	459,294
- Amounts due from subsidiaries	458,879,597	418,266,082
- Amounts due from fellow subsidiaries	19,840	22,804
- Cash at bank	10,251,850	3,299,246
	469,163,976	435,289,198

19 FINANCIAL INSTRUMENTS (CONTINUED)

	2024 USD	2023 USD
Financial liabilities:		
Other financial liabilities measured at amortised cost:		
- Accruals and other payables	4,960,053	79,956,811
- Amount due to ultimate holding company	-	584,674
- Amount due to immediate holding company	744,051,137	770,486,775
- Amounts due to subsidiaries	1	1,001
- Amounts due to fellow subsidiaries	3,867,617	3,447,067
	752,878,808	854,476,328

20 COMMITMENT

	2024 USD	2023 USD
Lease commitment:		
- Rental advance	2,302,524	-

On 14 December 2023, the Company executed an amendment and restatement agreement with Oil & Marine Agencies (Ghana) Limited ("OMA"). The contractual commitment for rent advance amounted to USD2,302,524 (2023: Nil) will be settled upon commencement date 3 April 2024.

21 FINANCIAL SUPPORT

The ultimate holding company, Yinson Holdings Berhad has confirmed its intention to provide financial support to the Company so as to enable the Company to meet its liabilities and obligations as and when they fall due and to carry on its business without any significant curtailment of its operations in the next twelve months from the reporting date.

22 SUBSEQUENT EVENTS

(a) On 4 March 2024, the Company subscribed for a total of 153,000,000 new Ordinary Shares in the share capital of Yinson Boronia Consortium Pte. Ltd. ("YBCPL") at an issue price of USD1.00 each by way of capitalisation of a sum of USD153,000,000.00, being the amount owing by YBCPL

(b) On 18 June 2024, the Company has disposed of 955,831 ordinary shares in YBCPL to JOFI for a total consideration of USD1,000,000. The effective ownership interest in YBCPL has decreased from 75% to 74.76%.

(c) On 18 July 2024, YBCPL has fully repaid the interest-free loan with a nominal value of USD39,300,000 via the bond listing proceeds in Yinson Boronia Production B.V.

(d) On 4 October 2024, the Company has declared dividends to its immediate holding company, Yinson Production Offshore Pte Ltd amounting to USD71,000,000.

(e) On 22 October 2024, the Company has disposed of 45,250,298 ordinary shares in YBCPL to JOFI for a total consideration of USD48,000,000. The effective ownership interest in YBCPL has decreased from 74.76% to 63.20%.

23 AUTHORISATION OF FINANCIAL STATEMENTS

These financial statements have been authorised for issue in accordance with a resolution of the Board of Director dated 20 January 2025.

INDEPENDENT AUDITORS' REPORT
TO THE MEMBER OF YINSON ACACIA LTD
(Incorporated in the Republic of the Marshall Islands)
(Company No. 74653)

REPORT ON THE AUDIT OF THE SPECIAL PURPOSE FINANCIAL STATEMENTS

Our opinion

In our opinion, the special purpose financial statements of Yinson Acacia Ltd ("the Company") give a true and fair view of the financial position of the Company as at 31 January 2023 and 31 January 2024, and of its financial performance and its cash flows for the years then ended in accordance with International Financial Reporting Standards.

What we have audited

We have audited the special purpose financial statements of the Company, which comprise the statements of financial position as at 31 January 2023 and 31 January 2024, and the statements of comprehensive income, statements of changes in equity and statements of cash flows for the years then ended, and notes to the financial statements, including a summary of material accounting policies, as set out on pages 2 to 37.

Basis for opinion

We conducted our audit in accordance with approved standards on auditing in Malaysia and International Standards on Auditing. Our responsibilities under those standards are further described in the "Auditors' responsibilities for the audit of the financial statements" section of our report.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence and other ethical responsibilities

We are independent of the Company in accordance with the By-Laws (on Professional Ethics, Conduct and Practice) of the Malaysian Institute of Accountants ("By-Laws") and the International Ethics Standards Board for Accountants' International Code of Ethics for Professional Accountants (including International Independence Standards) ("IESBA Code"), and we have fulfilled our other ethical responsibilities in accordance with the By-Laws and the IESBA Code.

REPORT ON THE AUDIT OF THE SPECIAL PURPOSE FINANCIAL STATEMENTS (CONTINUED)

Responsibilities of the Directors for the financial statements

The Directors of the Company are responsible for the preparation of the financial statements of the Company that give a true and fair view in accordance with International Financial Reporting Standards. The Directors are also responsible for such internal control as the Directors determine is necessary to enable the preparation of financial statements of the Company that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements of the Company, the Directors are responsible for assessing the Company'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 the Directors either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.

Auditors' responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements of the Company 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 approved standards on auditing in Malaysia and International Standards on Auditing 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 approved standards on auditing in Malaysia and International Standards on Auditing, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

(a) Identify and assess the risks of material misstatement of the financial statements of the Company, 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 control.

(b) Obtain an understanding of internal control 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 Company's internal control.

REPORT ON THE AUDIT OF THE SPECIAL PURPOSE FINANCIAL STATEMENTS (CONTINUED)

Auditors' responsibilities for the audit of the financial statements (continued)

(c) Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Directors.

(d) Conclude on the appropriateness of the Directors' 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 Company'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 of the Company 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 Company to cease to continue as a going concern.

(e) Evaluate the overall presentation, structure and content of the financial statements of the Company, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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 control that we identify during our audit.

PRICEWATERHOUSECOOPERS PLT
LLP0014401-LCA & AF 1146
Chartered Accountants

Kuala Lumpur
20 January 2025

YINSON ACACIA LTD.
(Incorporated in the Republic of the Marshall Islands)
Company number: 74653

UNAUDITED INTERIM CONDENSED FINANCIAL STATEMENTS
For the six months period ended 31 July 2024

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UNAUDITED INTERIM CONDENSED STATEMENT OF COMPREHENSIVE INCOME

For the six months period ended 31 July 2024

		Cumulative Period	
		31 July 2024	31 July 2023
		Unaudited	Unaudited
	Note	USD	USD
Other items of (expenses)/income			
Interest income	6.1	3,536,512	2,615,306
Other operating income	6.1	76,899	1,032,733
Administrative expenses	6.2	(1,295,168)	(1,265,047)
Finance costs	6.3	(51)	(286)
Profit before income tax		2,318,192	2,382,706
Income tax expense	6.4	-	(64,675)
Profit for the period, representing total comprehensive profit		**2,318,192**	**2,318,031**

The unaudited interim condensed income statement should be read in conjunction with the accompanying explanatory notes attached to these interim financial statements.

UNAUDITED INTERIM CONDENSED STATEMENT OF FINANCIAL POSITION

As at 31 July 2024

	Note	AS AT 31 July 2024 Unaudited USD	AS AT 31 January 2024 Audited USD
Assets			
Non-current assets			
Amount due from subsidiaries		-	246,054,144
Investment in subsidiaries	8	493,764,171	374,981,677
		493,764,171	621,035,821
Current assets			
Amount due from immediate holding company		10,000	-
Amount due from subsidiaries		323,824,140	212,825,453
Amount due from fellow subsidiaries		81,830	19,840
Other receivables and prepayments	9	4,502,188	2,512,689
Cash and bank balances		4,413,590	10,251,850
TOTAL ASSETS		826,595,919	846,645,653
Equity and liabilities			
Liabilities			
Current liabilities			
Trade and other payables		5,655,240	4,960,053
Amount due to holding company		599,257,816	622,801,137
Amount due to subsidiaries		4,347,826	3,867,618
		609,260,882	631,628,808
Non-current liability			
Amount due to immediate holding company		121,250,000	121,250,000
Total liabilities		730,510,882	752,878,808
Equity			
Share capital	10	85,000,001	85,000,001
Retained earnings		11,085,036	8,766,844
Total capital surplus		**96,085,037**	**93,766,845**

The unaudited interim condensed statement of financial position should be read in conjunction with the accompanying explanatory notes attached to these interim financial statements.

UNAUDITED INTERIM CONDENSED STATEMENT OF CHANGES IN EQUITY

For the six months period ended 31 July 2024

	Share Capital USD	Retained Earnings/ (Accumulated losses) USD	Total Equity USD
At 1 February 2024	85,000,001	8,766,844	93,766,845
Profit for the financial period	-	2,318,192	2,318,192
At 31 July 2024	**85,000,001**	**11,085,036**	**96,085,037**
At 1 February 2023	1	(2,631,192)	(2,631,192)
Profit for the financial period	-	2,318,031	2,318,031
At 31 July 2023	**1**	**(313,161)**	**(313,160)**

The unaudited interim condensed statement of changes in equity should be read in conjunction with the accompanying explanatory notes attached to these interim financial statements.

UNAUDITED INTERIM CONDENSED STATEMENT OF CASH FLOWS

For the six months period ended 31 July 2024

	Cumulative Period	
	31 July 2024 USD	31 July 2023 USD
OPERATING ACTIVITIES		
Profit before tax	2,318,192	2,382,706
Adjustments for:		
Unwinding of a discount of interest-free loans to subsidiaries	(3,482,132)	(2,589,562)
Finance income	(54,380)	(25,744)
Finance cost	51	286
Operating cash flows before working capital changes	(1,218,269)	(232,314)
Changes in working capital:		
Receivables and prepayments	(1,989,499)	12,219,367
Payables and accruals	694,359	(589,387)
Amount due to ultimate holding company	-	(584,674)
Amount due to immediate holding company	-	185,846,488
Amount due to subsidiaries	480,207	16,944.875
Amount due from subsidiaries	3,420,142	(131,626,047)
Amount due from immediate holding company	(10,000)	459,294
Cash flows generated from operations	1,376,940	82,437,602
Interest paid	(51)	(286)
Interest received	54,380	25,744
Net cash flows generated from operating activities	1,431,269	82,463,060
INVESTING ACTIVITIES		
Advances to subsidiaries	135,055,457	-
Proceeds from disposal of plant and equipment	-	-
Increase in investment in subsidiaries	(118,782,494)	-
Net cash flows generated from investing activities	16,272,963	-
FINANCING ACTIVITIY		
Repayment of advance to immediate holding company, representing net cash flows used in financing activity	(23,542,492)	(72,700,000)
NET (DECREASE)/ INCREASE IN CASH AND CASH EQUIVALENTS	(5,838,260)	9,763,060
CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE FINANCIAL PERIOD	10,251,850	3,299,246
CASH AND CASH EQUIVALENTS AT THE END OF THE FINANCIAL PERIOD	4,413,590	13,062,306

The unaudited interim condensed statement of cash flows should be read in conjunction with the accompanying explanatory notes attached to these interim financial statements.

1. BASIS OF PREPARATION

This unaudited condensed interim financial statements (Condensed Report) of Yinson Acacia Ltd. (the "Company" or "YAL") for the financial period ended 31 July 2024 have been prepared in accordance with the IAS 34: Interim Financial Reporting issued by the International Financial Reporting Standards ("IFRS").

This Condensed Report should be read in conjunction with the audited "Special Purpose" financial statements for the financial years ended 31 January 2024 and 31 January 2023. The significant accounting policies and methods adopted for the Condensed Report are consistent with those adopted for the audited "Special Purpose" financial statements for the financial years ended 31 January 2024 and 31 January 2023 except for the adoption of Amendments to Standards and Issue Committee (IC) Interpretations effective as of 1 February 2024.

- Amendments to IAS 1 'Presentation of Financial Statements'
- Amendments to IAS 7 'Statement of Cash Flow' and IFRS 7 'Supplier Finance Arrangements'

The adoption of the above amendments to published standards did not have any material impact to the Company.

Material impacts of initial application of a standard, an interpretation or an amendment, which will be applied retrospectively, are discussed below:

1. BASIS OF PREPARATION (CONTINUED)

IFRSs and Amendments to IFRSs issued but not yet effective

Effective for financial periods beginning on or after 1 February 2027

- IFRS 18 'Presentation and Disclosure in Financial Statements'
- IFRS 19 'Subsidiaries without Public Accountability: Disclosures'

Amendments to IAS 12 – 'International Tax Reform- Pillar Two Model Rules'

The Company has applied the temporary exception issued by Accounting Standards Committee under Accounting and Corporate Regulatory Authority ("ACRA") and International Accounting Standards Board ("IASB") in May 2023 from the accounting requirements for deferred taxes in IAS 12 Income Taxes' which is applicable and adopted by the Company for the financial year beginning 1 February. Accordingly, the Company neither recognises nor discloses information about deferred tax assets and liabilities related to Pillar Two income taxes.

As the Company may be impacted by Base Erosion and Profit Shifting (BEPS) rules, it continues to assess their potential financial impact. It should be noted that the impact can only be finally determined when legislation is enacted in the relevant jurisdictions. Once the final legislation is enacted in all jurisdictions in which the Company operates and a full assessment of the impact is completed, the Company will be able to conclude on the implications of BEPS rules.

2. SEASONAL OR CYCLICAL FACTORS

The Company's operations were generally not affected by any material seasonal or cyclical factors.

3. UNUSUAL ITEMS DUE TO THEIR NATURE, SIZE OR INCIDENCE

There were no unusual items affecting assets, liabilities, equity, net income or cash flows during the financial period ended 31 July 2024 and 31 July 2023.

4. CHANGES IN ACCOUNTING ESTIMATE

There were no material changes in accounting estimates during the financial period under review that would have a material effect that would substantially affect the results of the Company.

5. CHANGES IN THE COMPOSITION OF THE COMPANY

There were no changes in the composition of the Company during the financial period ended 31 July 2024.

6. FINANCIAL ANALYSIS

The company is incorporated and domiciled in the Republic of the Marshall Islands. The registered office is located at Trust Company Complex, Ajeltake Road, Ajeltake Island, Majuro, Republic of the Marshall Islands MH96960 and the principal place of business of the Company is Level 16, Menara South Point, Mid Valley City, Medan Syed Putra Selatan, 59200 Kuala Lumpur, Wilayah Persekutuan.

The principal activity of the Company is investment holding.

6.1 Interest income and other operating income

	Cumulative Period	
	31 July 2024 USD	31 July 2023 USD
Unwinding of a discount of interest-free loans to subsidiaries	3,482,132	2,589,562
Interest income from fixed deposits	54,380	25,744
Others	76,899	1,032,733
	3,613,411	3,648,039

6.2 Administrative expenses

	Cumulative Period	
	31 July 2024 USD	31 July 2023 USD
Professional fees	82,076	827,753
Management fees	1,208,187	414,327
Others	4,904	22,967
	1,295,168	1,265,047

6.3 Finance costs

	Cumulative Period	
	31 July 2024 USD	31 July 2023 USD
Bank charges	51	286

6.4 Income tax

	Cumulative Period	
	31 July 2024 USD	31 July 2023 USD
Income tax expenses	-	64,675

7. ACQUISITIONS AND DISPOSALS OF PROPERTY, PLANT AND EQUIPMENT

There were no acquisitions or disposals of property, plant & equipment in the current financial period.

8. INVESTMENT IN SUBSIDIARIES

	31 July 2024 USD
Equity investment at cost	
Beginning	374,981,677
Reclassification of discounting impact	(21,439,869)
Capitalisation of shares	128,819,387
Share capital injection to subsidiaries	1,000,000
Unwinding of a discount of interest-free loans to subsidiaries	10,402,976
End of financial period	493,764,171

9. OTHER RECEIVABLES AND PREPAYMENTS

	31 July 2024 USD
Prepayments	4,500,000
Others	2,188
	4,502,188

10. SHARE CAPITAL

There was no issuance of ordinary shares during the current financial period under review.

11. DIVIDEND PAID

There were no dividends paid during the financial period.

12. CAPITAL COMMITMENTS

As at 31 July 2024, there were no capital commitments.

13. CONTINGENT LIABILITY AND ASSET

As at 31 July 2024, there were no contingent liabilities and contingent assets.

14. MATERIAL EVENTS AFTER THE REPORTING DATE

On 4 October 2024, the Company has declared dividends to its immediate holding company, Yinson production Offshore Pte Ltd amounting to USD71,000,000.

On 22 October 2024, the company has disposed of 45,250,298 ordinary shares in YBCPL to JOFI for a total consideration of USD48,000,000. The effective ownership interest in YBCPL has decreased from 74.76% to 63.2%.

15. RELATED PARTY DISCLOSURES

Significant related party transactions are as follows:

	Cumulative Period	
	31 July 2024 USD	31 July 2023 USD
Advance from/(to):		
- a subsidiary	(156,495,326)	-
Repayment to/(from):		
- an immediate holding company	(23,542,492)	(72,700,000)

The Directors are of the opinion that all the transactions above have been entered into in the normal course of business and have been established on terms and conditions that have been mutually agreed.

16. AUTHORISED FOR ISSUE

The Condensed Report was authorised for issue by the Company's Board of directors in accordance with a resolution of the Directors on 13 December 2024.