

OIO HOLDINGS LIMITED

Company Registration No. 201726076W

Unaudited Condensed Interim Financial Statements

For the Third Quarter and Nine Months Ended 30 September 2024

Background

OIO Holdings Limited (the “**Company**”) was incorporated in Singapore on 13 September 2017 under the Companies Act (Chapter 50) of Singapore as a company limited by shares under the name of “DLF Holdings Pte Ltd”. The Company was converted into a public company and changed its name to “DLF Holdings Limited” on 19 June 2018. The Company and its subsidiaries (the “**Group**”) were formed pursuant to a restructuring exercise (the “**Restructuring Exercise**”) completed on 20 October 2017. On 25 July 2018, the Company was listed on the Catalist of the Singapore Exchange Securities Trading Limited (“**SGX-ST**”). Following the approval at the Extraordinary General Meeting dated 26 June 2020, the Company has changed its name to “OIO Holdings Limited” on 2 July 2020 and diversified its business activities to include blockchain related business.

Pursuant to Rule 705(2C) of the SGX-ST Listing Manual (“**Catalist Rules**”), the Company is required by the SGX-ST to announce its quarterly financial statements in view of the material uncertainty related to going concern issued by the Company’s auditors in the latest audited financial statements for the financial year ended 31 December 2023.

| <u>Table of Contents</u> | <u>Page</u> |
|---|--------------------|
| A. Condensed interim consolidated profit or loss and other comprehensive income | 3 |
| B. Condensed interim statements of financial position (Group and Company) | 4 |
| C. Condensed interim consolidated statement of cash flows | 5 |
| D. Condensed interim statements of changes in equity (Group and Company) | 7 |
| E. Notes to the condensed interim consolidated financial statements | 10 |
| F. Other information required by Appendix 7C of the Catalist Rules | 30 |

OIO HOLDINGS LIMITED

INFORMATION REQUIRED FOR THE ANNOUNCEMENT OF THIRD QUARTER AND NINE MONTHS RESULTS

A. Condensed Interim Consolidated Profit or Loss and Other Comprehensive Income

| | | Group | | | | | |
|------|--|--------------------------------|-------------|--------|--------------------------------|-------------|--------|
| | | 3 months ended 30 September | | | 9 months ended 30 September | | |
| | | 3Q 2024 | 3Q 2023 | Change | 9M 2024 | 9M 2023 | Change |
| | | (Unaudited) | (Unaudited) | | (Unaudited) | (Unaudited) | |
| Note | | S\$ | S\$ | % | S\$ | S\$ | % |
| | Revenue | 98,348 | 245,892 | (60.0) | 434,287 | 1,162,762 | (62.7) |
| | Cost of sales | (19,116) | (49,077) | (61.0) | (127,896) | (160,096) | (20.1) |
| | Gross profit | 79,232 | 196,815 | (59.7) | 306,391 | 1,002,666 | (69.4) |
| | Other operating income ⁽¹⁾ | 325,412 | 2,494 | N.M. | 550,262 | 170,456 | 222.8 |
| | Selling and distribution expenses | - | - | - | 21,779 | (17,432) | N.M. |
| | Administrative expenses | (597,284) | (745,257) | (19.9) | (1,902,510) | (2,209,455) | (13.9) |
| | Other operating expenses ⁽¹⁾ | (88,360) | (145,535) | (39.3) | (324,367) | (185,227) | 75.1 |
| | Result from operation | (281,000) | (691,483) | (59.4) | (1,348,445) | (1,238,992) | 8.8 |
| | Finance costs | (18,544) | (18,294) | 1.4 | (54,935) | (54,684) | 0.5 |
| | Loss before taxation | (299,544) | (709,777) | (57.8) | (1,403,380) | (1,293,676) | 8.5 |
| | Tax expense | - | - | - | - | - | - |
| | Loss for the financial period | (299,544) | (709,777) | (57.8) | (1,403,380) | (1,293,676) | 8.5 |
| | Other comprehensive income, after tax: | | | | | | |
| | <u>Items that may be reclassified to profit or loss in subsequent periods (net of tax)</u> | | | | | | |
| | Currency translation differences on consolidation of entities (net) | (82,829) | 5,085 | N.M. | (31,060) | 24,581 | N.M. |
| | Total comprehensive loss for the period | (382,373) | (704,692) | (45.7) | (1,434,440) | (1,269,095) | 13.0 |
| | Loss attributable to: | | | | | | |
| | Owners of the Company | (299,544) | (709,777) | (57.8) | (1,403,380) | (1,293,676) | 8.5 |
| | Total comprehensive loss attributable to: | | | | | | |
| | Owners of the Company | (382,373) | (704,692) | (45.7) | (1,434,440) | (1,269,095) | 13.0 |

N.M. denotes not meaningful

⁽¹⁾ The items of other operating income and other operating expenses for 3Q 2023 were presented in accordance with its nature as detailed in Note 6.1.

OIO HOLDINGS LIMITED

B. Condensed Interim Statements of Financial Position

| Note | Group | | Company | |
|---|----------------------|---------------------|----------------------|---------------------|
| | 30 September 2024 | 31 December 2023 | 30 September 2024 | 31 December 2023 |
| | (Unaudited) S\$ | (Audited) S\$ | (Unaudited) S\$ | (Audited) S\$ |
| ASSETS | | | | |
| Non-current assets | | | | |
| | 8 | - | 3,079,205 | 3,079,205 |
| | 9 | 3,724,813 | 691 | 742 |
| | 10 | 5,995 | 5,798 | 7,974 |
| | 11 | 58,174 | 58,174 | 34,389 |
| | | 3,788,982 | 3,143,868 | 3,122,310 |
| Current assets | | | | |
| | | 61,649 | 34,556 | 580,284 |
| | | 97,579 | 38,317 | 435,424 |
| | | 159,228 | 72,873 | 1,015,708 |
| | | 3,948,210 | 3,216,741 | 4,138,018 |
| EQUITY AND LIABILITIES | | | | |
| Equity attributable to owners of the Company | | | | |
| | 18.1 | 23,830,385 | 23,830,385 | 23,830,385 |
| | | (2,152,957) | 188,702 | 128,702 |
| | | (26,757,404) | (27,387,341) | (26,347,354) |
| | | (5,079,976) | (3,368,254) | (2,388,267) |
| | | - | - | - |
| | | (5,079,976) | (3,368,254) | (2,388,267) |
| LIABILITIES | | | | |
| Non-current liabilities | | | | |
| | 13 | 1,883,437 | - | - |
| | 15 | 183,759 | - | - |
| | 12 | 19,165 | 19,165 | - |
| | 16 | 4,061,200 | 4,061,200 | 4,137,200 |
| | | 6,147,561 | 4,080,365 | 4,137,200 |
| Current liabilities | | | | |
| | 13 | 932,769 | 556,774 | 388,895 |
| | 14 | - | - | - |
| | 12 | 39,762 | 39,762 | 35,477 |
| | 17 | 1,908,094 | 1,908,094 | 1,964,713 |
| | | 2,880,625 | 2,504,630 | 2,389,085 |
| | | 9,028,186 | 6,584,995 | 6,526,285 |
| | | 3,948,210 | 3,216,741 | 4,138,018 |

C. Condensed Interim Consolidated Statement of Cash Flows

| | Note | Group | | | | | |
|---|------|---|-------------|----------------|-------------|-------------|-------------|
| | | 3 months ended | | 9 months ended | | | |
| | | 30 September | | 30 September | | | |
| | | 3Q 2024 | 3Q 2023 | 9M 2024 | 9M 2023 | | |
| | | (Unaudited) | (Unaudited) | (Unaudited) | (Unaudited) | | |
| | | S\$ | S\$ | S\$ | S\$ | | |
| CASH FLOWS FROM OPERATING ACTIVITIES | | | | | | | |
| | | (299,544) | (709,777) | (1,403,380) | (1,293,676) | | |
| | | Adjustments for: | | | | | |
| | | Amortisation of software development | 6.1 | 136,149 | 130,526 | 410,259 | 359,797 |
| | | Crypto assets received as revenue | | (95,731) | (107,780) | (383,141) | (515,530) |
| | | Crypto assets payment for expenses | | 130 | 135,617 | 9,529 | 258,062 |
| | | Depreciation of plant and equipment | 6.1 | 1,199 | 1,835 | 4,052 | 6,094 |
| | | Depreciation of right-of-use assets | 6.1 | 9,927 | 12,894 | 30,947 | 38,682 |
| | | Loss / (Gain) on disposal of crypto assets | 6.1 | 88,360 | 67,366 | (385,615) | 72,106 |
| | | Gain on disposal of plant and equipment | 6.1 | - | - | (183) | - |
| | | Gain on de-recognition of right-of-use assets (Reversal of impairment loss) / Impairment | 6.1 | - | - | (867) | - |
| | | loss on crypto assets | 6.1 | (30,529) | 43,140 | 319,761 | (155,951) |
| | | Interest expense on lease liabilities | 6.2 | 799 | 549 | 2,085 | 2,027 |
| | | Interest expense on convertible notes | 6.2 | 17,745 | 17,745 | 52,850 | 52,657 |
| | | Write-off of plant and equipment | 6.1 | - | 281 | 4,606 | 281 |
| | | Operating loss before working capital changes | | (171,495) | (407,604) | (1,339,097) | (1,175,451) |
| | | Change in contract liabilities | | - | (81,878) | (40,807) | (277,261) |
| | | Change in other receivables | | 5,803 | (111,137) | 23,215 | 63,081 |
| | | Change in trade and other payables | | 147,757 | (75,356) | 44,738 | (1,591,572) |
| | | Cash used in operations, representing net cash used in operating activities | | (17,935) | (675,975) | (1,311,951) | (2,981,203) |
| CASH FLOWS FROM INVESTING ACTIVITIES | | | | | | | |
| | | Additions of software development costs | | - | (207,450) | - | (614,160) |
| | | Proceeds from disposal of crypto assets | | 260,117 | 180,599 | 1,119,211 | 770,623 |
| | | Proceeds from disposal of plant and equipment | | - | - | 183 | - |
| | | Purchase of crypto assets | | - | (4,009) | - | (4,009) |
| | | Purchase of plant and equipment | | - | - | (6,039) | - |
| | | Net cash generated from / (used in) investing activities | | 260,117 | (30,860) | 1,113,355 | 152,454 |
| CASH FLOWS FROM FINANCING ACTIVITIES | | | | | | | |
| | | Proceeds from shareholder's loan | | - | 1,100,000 | - | 1,100,000 |
| | | Repayment of lease liabilities | | (9,641) | (12,951) | (30,415) | (38,473) |
| | | Interest paid on lease liabilities | | (799) | (549) | (2,085) | (2,027) |
| | | Net cash (used in) / generated from financing activities | | (10,440) | 1,086,500 | (32,500) | 1,059,500 |

OIO HOLDINGS LIMITED

C. Condensed Interim Consolidated Statement of Cash Flows (Cont'd)

| | Group | | | |
|---|--------------------|--------------------|--------------------|--------------------|
| | 3 months ended | | 9 months ended | |
| | 30 September | | 30 September | |
| | 3Q 2024 | 3Q 2023 | 9M 2024 | 9M 2023 |
| Note | (Unaudited) S\$ | (Unaudited) S\$ | (Unaudited) S\$ | (Unaudited) S\$ |
| Net increase / (decrease) in cash and cash equivalents | 231,742 | 379,665 | (231,096) | (1,769,249) |
| Cash and cash equivalents at beginning of financial period | 271,493 | 660,622 | 542,857 | 2,742,503 |
| Effects of exchange rate changes on cash and cash equivalents | (405,656) | 46,789 | (214,182) | 113,822 |
| Cash and cash equivalents at end of financial period | 97,579 | 1,087,076 | 97,579 | 1,087,076 |

OIO HOLDINGS LIMITED

D. Condensed Interim Statements of Changes in Equity

| Group | ----- Equity attributable to owners of the Company ----- | | | | | | | Non-controlling interests S\$ | Total equity S\$ |
|--|--|--------------------|---------------------------------|------------------------------|------------------------|--------------------|-----------------|-------------------------------|------------------|
| | Share capital S\$ | Other reserves S\$ | Share-based payment reserve S\$ | Foreign currency reserve S\$ | Accumulated losses S\$ | Total S\$ | | | |
| 9M 2024 (unaudited) | | | | | | | | | |
| Balance as at 1 January 2024 | 23,830,385 | (2,724,770) | 128,702 | 469,269 | (25,354,024) | (3,650,438) | (55,098) | (3,705,536) | |
| Loss for the period | - | - | - | - | (1,403,380) | (1,403,380) | - | (1,403,380) | |
| Foreign currency translation differences | - | - | - | (31,060) | - | (31,060) | - | (31,060) | |
| Total comprehensive loss for the period | - | - | - | (31,060) | (1,403,380) | (1,434,440) | - | (1,434,440) | |
| Transactions with owners, recognised directly in equity | | | | | | | | | |
| Issuance of new ordinary shares under PSP | - | - | 60,000 | - | - | 60,000 | - | 60,000 | |
| De-recognition of non-controlling interests | - | (55,098) | - | - | - | (55,098) | 55,098 | - | |
| | - | (55,098) | 60,000 | - | - | 4,902 | 55,098 | 60,000 | |
| Balance as at 30 September 2024 | 23,830,385 | (2,779,868) | 188,702 | 438,209 | (26,757,404) | (5,079,976) | - | (5,079,976) | |
| 9M 2023 (Unaudited) | | | | | | | | | |
| Balance as at 1 January 2023 | 23,830,385 | (2,724,770) | 72,702 | 499,082 | (24,322,165) | (2,644,766) | (55,098) | (2,699,864) | |
| Loss for the period | - | - | - | - | (1,293,676) | (1,293,676) | - | (1,293,676) | |
| Foreign currency translation differences | - | - | - | 24,581 | - | 24,581 | - | 24,581 | |
| Total comprehensive income/(loss) for the period | - | - | - | 24,581 | (1,293,676) | (1,269,095) | - | (1,269,095) | |
| Transactions with owners, recognised directly in equity | | | | | | | | | |
| Issuance of new ordinary shares under PSP | - | - | 56,000 | - | - | 56,000 | - | 56,000 | |
| Balance as at 30 September 2023 | 23,830,385 | (2,724,770) | 128,702 | 523,663 | (25,615,841) | (3,857,861) | (55,098) | (3,912,959) | |

OIO HOLDINGS LIMITED

D. Condensed Interim Statements of Changes in Equity (Cont'd)

| Group | ----- Equity attributable to owners of the Company -----> | | | | | | | Non-controlling interests S\$ | Total equity S\$ |
|--|---|--------------------|---------------------------------|------------------------------|------------------------|--------------------|-----------------|-------------------------------|------------------|
| | Share capital S\$ | Other reserves S\$ | Share-based payment reserve S\$ | Foreign currency reserve S\$ | Accumulated losses S\$ | Total S\$ | | | |
| 3Q 2024 (Unaudited) | | | | | | | | | |
| Balance as at 1 July 2024 | 23,830,385 | (2,779,868) | 188,702 | 521,038 | (26,457,860) | (4,697,603) | - | (4,697,603) | |
| Loss for the period | - | - | - | - | (299,544) | (299,544) | - | (299,544) | |
| Foreign currency translation differences | - | - | - | (82,829) | - | (82,829) | - | (82,829) | |
| Total comprehensive loss for the period | - | - | - | (82,829) | (299,544) | (382,373) | - | (382,373) | |
| Transactions with owners, recognised directly in equity | | | | | | | | | |
| Issuance of new ordinary shares under PSP | - | - | - | - | - | - | - | - | |
| Balance as at 30 September 2024 | 23,830,385 | (2,779,868) | 188,702 | 438,209 | (26,757,404) | (5,079,976) | - | (5,079,976) | |
| 3Q 2023 (Unaudited) | | | | | | | | | |
| Balance as at 1 July 2023 | 23,830,385 | (2,724,770) | 128,702 | 518,578 | (24,906,064) | (3,153,169) | (55,098) | (3,208,267) | |
| Loss for the period | - | - | - | - | (709,777) | (709,777) | - | (709,777) | |
| Foreign currency translation differences | - | - | - | 5,085 | - | 5,085 | - | 5,085 | |
| Total comprehensive income/ (loss) for the period | - | - | - | 5,085 | (709,777) | (704,692) | - | (704,692) | |
| Transactions with owners, recognised directly in equity | | | | | | | | | |
| Issuance of new ordinary shares under PSP | - | - | - | - | - | - | - | - | |
| Balance as at 30 September 2023 | 23,830,385 | (2,724,770) | 128,702 | 523,663 | (25,615,841) | (3,857,861) | (55,098) | (3,912,959) | |

OIO HOLDINGS LIMITED

D. Condensed Interim Statements of Changes in Equity (Cont'd)

| Company | Share capital S\$ | Share-based payment reserve S\$ | Accumulated losses S\$ | Total equity S\$ |
|---|-------------------------|--|------------------------------|---------------------|
| 9M 2024 (Unaudited) | | | | |
| Balance as at 1 January 2024 | 23,830,385 | 128,702 | (26,347,354) | (2,388,267) |
| Loss for the period, representing total comprehensive loss for the period | - | - | (1,039,987) | (1,039,987) |
| <u>Transactions with owners, recognised directly in equity</u> | | | | |
| Issuance of new ordinary shares under PSP | - | 60,000 | - | 60,000 |
| Balance as at 30 September 2024 | 23,830,385 | 188,702 | (27,387,341) | (3,368,254) |
| 9M 2023 (Unaudited) | | | | |
| Balance as at 1 January 2023 | 23,830,385 | 72,702 | (26,323,995) | (2,420,908) |
| Profit for the period, representing total comprehensive income for the period | - | - | 75,378 | 75,378 |
| <u>Transactions with owners, recognised directly in equity</u> | | | | |
| Issuance of new ordinary shares under PSP | - | 56,000 | - | 56,000 |
| Balance as at 30 September 2023 | 23,830,385 | 128,702 | (26,248,617) | (2,289,530) |
| 3Q 2024 (Unaudited) | | | | |
| Balance as at 1 July 2024 | 23,830,385 | 188,702 | (27,309,411) | (3,290,324) |
| Loss for the period, representing total comprehensive loss for the period | - | - | (77,930) | (77,930) |
| <u>Transactions with owners, recognised directly in equity</u> | | | | |
| Issuance of new ordinary shares under PSP | - | - | - | - |
| Balance as at 30 September 2024 | 23,830,385 | 188,702 | (27,387,341) | (3,368,254) |
| 3Q 2023 (Unaudited) | | | | |
| Balance as at 1 July 2023 | 23,830,385 | 128,702 | (25,827,148) | (1,868,061) |
| Loss for the period, representing total comprehensive loss for the period | - | - | (421,469) | (421,469) |
| <u>Transactions with owners, recognised directly in equity</u> | | | | |
| Issuance of new ordinary shares under PSP | - | - | - | - |
| Balance as at 30 September 2023 | 23,830,385 | 128,702 | (26,248,617) | (2,289,530) |

E. Notes to The Condensed Interim Consolidated Financial Statements

1. Corporate information

The Company is incorporated as a private company and domiciled in the Republic of Singapore. The Company was listed on 25 July 2018 in the Catalyst Board of the SGX-ST. These condensed interim consolidated financial statements as at and for the nine months ended 30 September 2024 comprise the Company and its subsidiaries (collectively, the “Group”).

The principal activities of the Group are:-

- (a) Staking¹ services relate to provision of digital wallets and staking services to retail customers as well as research and development services to enterprise customers in relation to their staking and decentralized finance businesses, which are conducted by Moonstake Pte Ltd and Moonstake Limited acquired by the Group on 31 May 2021. Moonstake Pte Ltd and its subsidiary shall collectively be referred to as the “MS Group”; and
- (b) Blockchain agency and consulting services relate to sales agency services to blockchain companies in respect of their blockchain-related products and services, software development outsource agency services to blockchain companies in respect of their software development projects, consultancy services to blockchain companies in respect of the strategy, sales and marketing, technology and operation of their blockchain-related businesses, products and services and commercialisation of blockchain-related products, which are conducted by OIO Singapore Private Limited.

2. Basis of preparation

The condensed interim financial statements for the nine months ended 30 September 2024 have been prepared in accordance with SFRS(I) 1-34 Interim Financial Reporting issued by the Accounting Standards Council Singapore. The condensed interim financial statements do not include all the information required for a complete set of financial statements. However, selected explanatory notes are included to explain events and transactions that are significant to an understanding of the changes in the Group’s financial position and performance of the Group since the last annual financial statements for the year ended 31 December 2023.

The accounting policies adopted are consistent with those of the previous financial year which were prepared in accordance with SFRS(I)s, except for the adoption of new and amended standards as set out in Note 2.1.

The condensed interim consolidated financial statements are presented in Singapore Dollar which is the Company’s functional currency.

¹ Staking is a technical feature of blockchain technologies which utilises Proof of Stake (“PoS”) as a validation mechanism by rewarding token holders who had staked their tokens for the validation process. A staking pool aggregates digital assets from multiple token holders to increase the token holders’ likelihood of receiving the blockchain validation rewards under the PoS system. The MS Group provides a proprietary software platform, including a user-friendly web wallet and mobile wallet services, in order to provide a full range of staking functions, and to serve a larger pool of tokens for holders to stake the cryptocurrencies they hold.

Proof of Stake produces and validates new blocks in blockchains through the process of staking, allowing new blocks to be produced without relying on specialised mining hardware. While mining requires a significant investment in hardware, under staking, holders participate in generating a block by delegating the cryptocurrencies they already hold.

OIO HOLDINGS LIMITED

2.1 New and amended standards adopted by the Group

The Group and the Company have adopted the new and revised SFRS(I)s, and Interpretations of SFRS(I) ("SFRS(I) INTs") that are effective for the annual period beginning on 1 January 2024. The adoption of these SFRS(I)s and SFRS(I) INTs did not have any significant effect on the financial statements of the Group and the Company.

2.2 Use of judgement and estimates

In preparing the condensed interim financial statements, management has made judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets and liabilities, income and expense. Actual results may differ from these estimates.

The significant judgements made by management in applying the Group's accounting policies and the key sources of estimation uncertainty were the same as those that applied to the consolidated financial statements as at and for the year ended 31 December 2023.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and in any future periods affected.

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

- Note 4.1 – Determination of operating segments
- Note 7 – Income tax

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

- Notes 8, 9 and 10 – Impairment of non-financial assets (Investment in subsidiaries, Intangible assets, Plant and equipment)
- Note 15 – Recognition and measurement of provisions and contingencies: key assumptions about the likelihood and magnitude of an outflow of resources

3. Seasonal operations

The Group's businesses are not affected significantly by seasonal or cyclical factors during the financial period.

4. Segment and revenue information

The Group is organised into the following main business segments in 9M 2024:-
- Segment 1: Blockchain technology services; and
- Segment 2: Unallocated.

These operating segments are reported in a manner consistent with the internal reporting provided to management who are responsible for allocating resources and assessing performance of the operating segments.

OIO HOLDINGS LIMITED

4.1 Reportable segments

The Group is organised into the following main business segments in 9M 2024:-

- Segment 1: Blockchain technology services; and
- Segment 2: Unallocated.

| <u>Group</u> <u>9M 2024 (Unaudited)</u> | Blockchain technology Services ⁽¹⁾ S\$ | Unallocated S\$ | Total S\$ |
|---|--|----------------------------------|----------------------------|
| Revenue | 434,287 | - | 434,287 |
| Segment results | (366,762) | (981,683) | (1,348,445) |
| Loss before tax | (366,762) | (1,036,618) | (1,403,380) |
| Segment assets | 3,813,291 | 134,919 | 3,948,210 |
| Segment liabilities | 2,538,442 | 6,489,744 | 9,028,186 |
| <u>Other information</u> | | | |
| Finance costs | - | (54,935) | (54,935) |
| Realised foreign exchange (loss)/ gain, net | (11,088) | 730 | (10,358) |
| Unrealised foreign exchange gain, net | 26,161 | 127,818 | 153,979 |
| Amortisation of software development | (410,259) | - | (410,259) |
| Depreciation of right-of-use assets | - | (30,947) | (30,947) |
| Depreciation of plant and equipment | (443) | (3,609) | (4,052) |
| Impairment loss on crypto assets | (319,733) | (28) | (319,761) |
| Gain on disposal of crypto assets | 385,615 | - | 385,615 |
| Gain on disposal of plant and equipment | - | 183 | 183 |
| Gain on de-recognition of right-of-use assets | - | 867 | 867 |
| Government grants | 4,000 | 3,649 | 7,649 |
| Write off of plant and equipment | - | (4,606) | (4,606) |

⁽¹⁾ This segment includes blockchain agency and consulting services and staking services.

OIO HOLDINGS LIMITED

4.1 Reportable segments (Cont'd)

The Group is organised into the following main business segments in 9M 2023:-

- Segment 1: Blockchain technology services; and
- Segment 2: Unallocated.

| <u>Group</u> <u>9M 2023 (Unaudited)</u> | Blockchain technology Services ⁽¹⁾ S\$ | Unallocated S\$ | Total S\$ |
|---|--|----------------------------|----------------------|
| Revenue | 1,162,762 | - | 1,162,762 |
| Segment results | (257,249) | (981,743) | (1,238,992) |
| Loss before tax | (257,249) | (1,036,427) | (1,293,676) |
| Segment assets | 4,755,692 | 900,860 | 5,656,552 |
| Segment liabilities | 2,810,055 | 6,759,456 | 9,569,511 |
| <u>Other information</u> | | | |
| Finance costs | - | (54,684) | (54,684) |
| Realised foreign exchange loss, net | (34,091) | (2,807) | (36,898) |
| Unrealised foreign exchange loss, net | (654) | (75,288) | (75,942) |
| Amortisation of software development | (359,797) | - | (359,797) |
| Depreciation of right-of-use assets | - | (38,682) | (38,682) |
| Depreciation of plant and equipment | (1,004) | (5,090) | (6,094) |
| (Impairment loss)/ Reversal of impairment loss on crypto assets | (128,376) | 284,327 | 155,951 |
| Loss on disposal of crypto assets | (71,751) | (355) | (72,106) |
| Government grants | 6,976 | 3,251 | 10,227 |
| Write off of plant and equipment | (281) | - | (281) |

⁽¹⁾ This segment includes blockchain agency and consulting services and staking services.

OIO HOLDINGS LIMITED

4.1 Reportable segments (Cont'd)

The Group is organised into the following main business segments in 3Q 2024:-

- Segment 1: Blockchain technology services; and
- Segment 2: Unallocated.

| <u>Group</u> <u>3Q 2024 (Unaudited)</u> | Blockchain technology Services ⁽¹⁾ S\$ | Unallocated S\$ | Total S\$ |
|--|--|----------------------------------|----------------------------|
| Revenue | 98,348 | - | 98,348 |
| Segment results | (207,690) | (73,310) | (281,000) |
| Loss before tax | (207,690) | (91,854) | (299,544) |
| Segment assets | 3,813,291 | 134,919 | 3,948,210 |
| Segment liabilities | 2,538,442 | 6,489,744 | 9,028,186 |
| <u>Other information</u> | | | |
| Finance costs | - | (18,544) | (18,544) |
| Realised foreign exchange (loss)/ gain, net | (5,074) | - | (5,074) |
| Unrealised foreign exchange gain/ (loss), net | 25,768 | 254,291 | 280,059 |
| Amortisation of software development | (136,149) | - | (136,149) |
| Depreciation of right-of-use assets | - | (9,927) | (9,927) |
| Depreciation of plant and equipment | (148) | (1,051) | (1,199) |
| Reversal of impairment loss / (Impairment loss) on crypto assets | 30,557 | (28) | 30,529 |
| Loss on disposal of crypto assets | (88,360) | - | (88,360) |
| Government grants | 4,000 | 3,649 | 7,649 |

⁽¹⁾ This segment includes blockchain agency and consulting services and staking services.

OIO HOLDINGS LIMITED

4.1 Reportable segments (Cont'd)

The Group is organised into the following main business segments in 3Q 2023:-

- Segment 1: Blockchain technology services; and
- Segment 2: Unallocated.

| <u>Group</u> <u>3Q 2023 (Unaudited)</u> | Blockchain technology Services ⁽¹⁾ S\$ | Unallocated S\$ | Total S\$ |
|---|--|----------------------------|----------------------|
| Revenue | 245,892 | - | 245,892 |
| Segment results | (288,308) | (403,175) | (691,483) |
| Loss before tax | (288,308) | (421,469) | (709,777) |
| Segment assets | 4,755,692 | 900,860 | 5,656,552 |
| Segment liabilities | 2,810,055 | 6,759,456 | 9,569,511 |
| <u>Other information</u> | | | |
| Finance costs | - | (18,294) | (18,294) |
| Realised foreign exchange loss, net | (6,240) | (781) | (7,021) |
| Unrealised foreign exchange gain/ (loss), net | 2,190 | (29,917) | (27,727) |
| Amortisation of software development | (130,526) | - | (130,526) |
| Depreciation of right-of-use assets | - | (12,894) | (12,894) |
| Depreciation of plant and equipment | (288) | (1,547) | (1,835) |
| Impairment loss on crypto assets | (43,100) | (40) | (43,140) |
| Loss on disposal of crypto assets | (67,366) | - | (67,366) |
| Government grants | - | 120 | 120 |
| Write off of plant and equipment | (281) | - | (281) |

⁽¹⁾ This segment includes blockchain agency and consulting services and staking services.

OIO HOLDINGS LIMITED

4.2 Disaggregation of Revenue

| | Group | | | |
|---|--------------------------------|--------------------|--------------------------------|--------------------|
| | 3 months ended 30 September | | 9 months ended 30 September | |
| | 3Q 2024 | 3Q 2023 | 9M 2024 | 9M 2023 |
| | (Unaudited) S\$ | (Unaudited) S\$ | (Unaudited) S\$ | (Unaudited) S\$ |
| Staking services | | | | |
| - Digital wallets and staking services | 98,348 | 110,645 | 393,480 | 527,746 |
| - Research and development services | - | 53,369 | - | 390,025 |
| - Agency service fee | - | 81,878 | 40,807 | 244,540 |
| Total staking services | 98,348 | 245,892 | 434,287 | 1,162,311 |
| Blockchain agency and consulting services | - | - | - | 451 |
| | 98,348 | 245,892 | 434,287 | 1,162,762 |
| Timing of revenue recognition | | | | |
| At a point in time | | | | |
| - Staking services ⁽¹⁾ | 98,348 | 110,645 | 393,480 | 527,746 |
| - Blockchain agency and consulting services | - | - | - | - |
| | 98,348 | 110,645 | 393,480 | 527,746 |
| Overtime | | | | |
| - Staking services ⁽¹⁾ | - | 135,247 | 40,807 | 634,565 |
| - Blockchain agency and consulting services | - | - | - | 451 |
| | - | 135,247 | 40,807 | 635,016 |
| | 98,348 | 245,892 | 434,287 | 1,162,762 |
| Geographical segments | | | | |
| Singapore | 98,348 | 81,878 | 393,480 | 277,261 |
| Others | - | 164,014 | 40,807 | 885,501 |
| | 98,348 | 245,892 | 434,287 | 1,162,762 |

⁽¹⁾ Comparative figures in 3Q 2023 and 9M 2023 have been re-presented to be in line with the year ended 31 December 2023 audited figures' presentation.

4.3 Revenue

The accounting policies on revenue recognition for the Group are:-

(i) Blockchain agency and consulting services⁽¹⁾

Revenue from sale of goods is recognised upon the transfer of significant risk and rewards of ownership of the goods to the customer, usually on delivery of goods and acceptance by customers. Revenue from services is recognised when services are rendered and accepted by customers. Revenue is not recognised to the extent where there are significant uncertainties regarding recovery of the consideration due, associated cost or the possible return of goods.

OIO HOLDINGS LIMITED

4.3 Revenue (Cont'd)

(ii) Staking services⁽²⁾

For digital wallets and staking services, revenue is recognised at the point when the block creation or validation is completed and the rewards are available for transfer. Revenue is measured based on the number of tokens received and the fair value of the token at the date of recognition.

For research and development services, revenue is recognised when services are rendered and accepted by customers. Revenue is not recognised to the extent where there are significant uncertainties regarding recovery of the consideration due, associated cost or the possible return of goods.

For agency service fee collected in advance, revenue is recognised to the profit and loss over the remaining period of the agency service agreement.

⁽¹⁾ Conducted by OIO Singapore Private Limited

⁽²⁾ Conducted by Moonstake Pte. Ltd. and Moonstake Limited

5. Financial assets and financial liabilities

Set out below is an overview of the financial assets and financial liabilities of the Group and Company as at 30 September 2024 and 31 December 2023:-

| | Group | | Company | |
|---|--|---|--|---|
| | 30 September 2024 (Unaudited) S\$ | 31 December 2023 (Audited) S\$ | 30 September 2024 (Unaudited) S\$ | 31 December 2023 (Audited) S\$ |
| Financial assets at amortised costs | | | | |
| Other receivables * | 28,282 | 46,765 | 13,555 | 570,291 |
| Cash and bank balances | 97,579 | 542,857 | 38,317 | 435,424 |
| | <u>125,861</u> | <u>589,622</u> | <u>51,872</u> | <u>1,005,715</u> |
| Financial liabilities at amortised costs | | | | |
| Trade and other payables ** | 2,688,145 | 2,837,164 | 556,774 | 388,895 |
| Lease liabilities | 58,927 | 35,477 | 58,927 | 35,477 |
| Loans from shareholders | 4,061,200 | 4,137,200 | 4,061,200 | 4,137,200 |
| Convertible notes | 1,908,094 | 1,964,713 | 1,908,094 | 1,964,713 |
| | <u>8,716,366</u> | <u>8,974,554</u> | <u>6,584,995</u> | <u>6,526,285</u> |

* Excluded prepayments and goods and services tax receivable.

** Excluded interest free loan from the Executive Chairman in crypto assets.

OIO HOLDINGS LIMITED

6. Loss before taxation

6.1 Significant items

Other than as disclosed elsewhere, loss for the financial period is stated after (charging)/ crediting the following:-

| Note | Group | | | | |
|--|--------------------------------|--------------------|--------------------------------|--------------------|-----------|
| | 3 months ended 30 September | | 9 months ended 30 September | | |
| | 3Q 2024 | 3Q 2023 | 9M 2024 | 9M 2023 | |
| | (Unaudited) S\$ | (Unaudited) S\$ | (Unaudited) S\$ | (Unaudited) S\$ | |
| Amortisation of software development | 9 | (136,149) | (130,526) | (410,259) | (359,797) |
| Depreciation on plant and equipment | | (1,199) | (1,835) | (4,052) | (6,094) |
| Depreciation on right-of-use assets | 11 | (9,927) | (12,894) | (30,947) | (38,682) |
| <u>Presented under other operating</u> | | | | | |
| <u>income / (expenses):</u> | | | | | |
| (Loss) / Gain on disposal of crypto assets | | (88,360) | (67,366) | 385,615 | (72,106) |
| Other income | | 12,249 | 2,374 | 12,327 | 4,278 |
| Government grants | | 7,649 | 120 | 7,649 | 10,227 |
| Foreign exchange gain/ (loss), net | | 274,985 | (34,748) | 143,621 | (112,840) |
| Reversal of impairment loss / (Impairment loss) on crypto assets | 9 | 30,529 | (43,140) | (319,761) | 155,951 |
| Gain on de-recognition of right-of-use assets | | - | - | 867 | - |
| Gain on disposal of plant and equipment | | - | - | 183 | - |
| Write-off of plant and equipment | | - | (281) | (4,606) | (281) |

6.2 Finance costs

| | Group | | | | |
|---------------------------------------|--------------------------------|--------------------|--------------------------------|--------------------|--------|
| | 3 months ended 30 September | | 9 months ended 30 September | | |
| | 3Q 2024 | 3Q 2023 | 9M 2024 | 9M 2023 | |
| | (Unaudited) S\$ | (Unaudited) S\$ | (Unaudited) S\$ | (Unaudited) S\$ | |
| Interest expense on lease liabilities | | 799 | 549 | 2,085 | 2,027 |
| Interest expense on convertible notes | | 17,745 | 17,745 | 52,850 | 52,657 |
| | | 18,544 | 18,294 | 54,935 | 54,684 |

OIO HOLDINGS LIMITED

6.3 Related party transactions

There were transactions with the following related party during the financial period ended 30 September 2024.

| | Group | | | |
|--|--------------------------------|--------------------|--------------------------------|--------------------|
| | 3 months ended 30 September | | 9 months ended 30 September | |
| | 3Q 2024 | 3Q 2023 | 9M 2024 | 9M 2023 |
| | (Unaudited) S\$ | (Unaudited) S\$ | (Unaudited) S\$ | (Unaudited) S\$ |
| <u>Transactions with related party⁽¹⁾</u> | | | | |
| Professional and consulting fee | 24,031 | 24,227 | 72,412 | 72,357 |

⁽¹⁾ Related party is the entity which has common controlling shareholder as the Company.

7. Tax expense

There were no tax expenses incurred for the nine months ended 30 September 2024 (9M 2023: S\$Nil).

8. Investment in subsidiaries

| | Company | |
|--|---|--------------------------------------|
| | 30 September 2024 (Unaudited) S\$ | 31 December 2023 (Audited) S\$ |
| Unquoted equity investments, at cost | | |
| At 1 January | 10,628,098 | 9,325,853 |
| Additions ⁽¹⁾ | - | 1,302,245 |
| At 30 September and 31 December | 10,628,098 | 10,628,098 |
| Accumulated impairment | | |
| At 1 January | (7,548,893) | (7,654,893) |
| Reversal of impairment loss of investment in subsidiaries ⁽²⁾ | - | 106,000 |
| At 30 September and 31 December | (7,548,893) | (7,548,893) |
| Investment in subsidiaries – Net | 3,079,205 | 3,079,205 |

⁽¹⁾ In January 2023, the Company increased its investment in Moonstake Pte Ltd by S\$1,302,245 (US\$968,500 at SGD/USD rate of 1.3446 for January 2023).

⁽²⁾ In FY2023, the Company carried out an impairment assessment of its investments in subsidiaries. Based on this assessment, the Company recognised a reversal of impairment loss of S\$106,000 as the recoverable amount exceeded the carrying amount as at 31 December 2023 following an improved outlook in the cryptocurrency market.

OIO HOLDINGS LIMITED

9. Intangible assets

| | Note | Group | | | Total |
|--|------|-------------------------|---------------|----------------------|-------------|
| | | Goodwill on Acquisition | Crypto Assets | Software Development | |
| | | S\$ | S\$ | S\$ | |
| Cost | | | | | |
| At 1 January 2023 | | 7,100,985 | 5,701,998 | 2,070,172 | 14,873,155 |
| Additions | | - | 631,043 | 659,300 | 1,290,343 |
| Disposal | | - | (1,104,723) | - | (1,104,723) |
| Partial repayment of advances to third party | | - | (9,876) | - | (9,876) |
| Currency translation differences | | (137,309) | (99,782) | (40,031) | (277,122) |
| At 31 December 2023 | | 6,963,676 | 5,118,660 | 2,689,441 | 14,771,777 |
| Additions | | - | 383,141 | - | 383,141 |
| Disposal | | - | (808,847) | - | (808,847) |
| Currency translation differences | | (200,681) | (126,283) | (77,506) | (404,470) |
| At 30 September 2024 | | 6,762,995 | 4,566,671 | 2,611,935 | 13,941,601 |
| Accumulated Amortisation | | | | | |
| At 1 January 2023 | | - | - | (650,289) | (650,289) |
| Additions | | - | - | (497,923) | (497,923) |
| Currency translation differences | | - | - | 22,057 | 22,057 |
| At 31 December 2023 | | - | - | (1,126,155) | (1,126,155) |
| Additions | 6.1 | - | - | (410,259) | (410,259) |
| Currency translation differences | | - | - | 50,924 | 50,924 |
| At 30 September 2024 | | - | - | (1,485,490) | (1,485,490) |
| Accumulated Impairment | | | | | |
| At 1 January 2023 | | (5,318,860) | (4,413,660) | - | (9,732,520) |
| Reversal | | - | 880,384 | - | 880,384 |
| Currency translation differences | | 102,849 | 70,408 | - | 173,257 |
| At 31 December 2023 | | (5,216,011) | (3,462,868) | - | (8,678,879) |
| Additions | 6.1 | - | (319,761) | - | (319,761) |
| Currency translation differences | | 150,316 | 117,026 | - | 267,342 |
| At 30 September 2024 | | (5,065,695) | (3,665,603) | - | (8,731,298) |
| Carrying Amount | | | | | |
| At 30 September 2024 | | 1,697,300 | 901,068 | 1,126,445 | 3,724,813 |
| At 31 December 2023 | | 1,747,665 | 1,655,792 | 1,563,286 | 4,966,743 |

OIO HOLDINGS LIMITED

9.1 Goodwill on Acquisition

The Group recognised a goodwill of S\$6,762,995 ⁽¹⁾ following the acquisition of subsidiaries, Moonstake Pte Ltd and Moonstake Limited, on 31 May 2021.

The Group tests whether goodwill has suffered any impairment on an annual basis. For FY 2023 and FY 2022 reporting periods, the recoverable amount of the cash-generating units (“CGU”) is determined based on value-in use calculations which require the use of assumptions. The calculations use cash flow projections based on financial budgets approved by management covering a five-year period. Cash flows beyond the five-year period are extrapolated using the estimated growth rates that are consistent with forecasts included in industry reports specific to the industry in which each CGU operates.

In FY 2022, the impairment loss of S\$5,428,037 ⁽²⁾ was charged to “Other operating expenses” in profit or loss. This impairment charge has arisen from the Blockchain Technology Services segment as the segment is expecting lower forecasted revenue from digital wallet and staking services, as well as research and development services. No additional impairment loss was assessed necessary for FY 2023. Please refer to Notes to the Financial Statements 4(ii) in the Annual Report for FY2023 for further details of the goodwill impairment.

⁽¹⁾ US\$5,281,114 @ USD/SGD closing rate of 1.2806 as at 30 September 2024

⁽²⁾ US\$3,955,719 @ USD/SGD average P&L rate of 1.3722 for December 2022

9.2 Crypto Assets

The crypto assets held by the Group and the Company are accounted for as intangible assets with indefinite useful lives and are initially measured at cost. Crypto assets accounted for as intangible assets are not amortised, but assessed for impairment annually, or more frequently, when events or changes in circumstances occur indicating that it is more likely than not that the infinite-lived asset is impaired. Impairment exists when the carrying amount exceeds its fair value, which is measured using the quoted price of the crypto asset at the time its fair value is being measured. Impairment expense is reflected in other operating expenses in the profit or loss. The Group and the Company assigns costs to transactions on a first-in, first-out basis.

9.3 Software Development

Software development relates to software development costs capitalised for MS Group’s staking pool protocol and blockchain nodes setup and implementation, staking services management system and digital wallet solutions.

Software development is stated at cost less accumulated amortisation and impairment losses, if any. The cost is amortised using the straight-line method over the estimated useful life of 5 years. The remaining useful life of the software development as at 30 September 2024 is between 0.5 years to 4.0 years.

10. Plant and equipment

During the financial period ended 30 September 2024, the Group acquired assets amounting to S\$6,039 (30 September 2023: S\$Nil) and wrote off assets with carrying amount totalling S\$4,606 (30 September 2023: S\$281).

OIO HOLDINGS LIMITED

11. Right-of-use assets

| | Group and Company |
|--|------------------------------|
| | Office premises |
| | S\$ |
| Cost | |
| At 1 January 2023 and 31 December 2023 | 103,157 |
| Additions | 79,416 |
| Termination of lease contract | (103,157) |
| At 30 September 2024 | <u>79,416</u> |
| Accumulated Depreciation | |
| At 1 January 2023 | (17,192) |
| Depreciation | (51,576) |
| At 31 December 2023 | (68,768) |
| Depreciation | (30,947) |
| Termination of lease contract | 78,473 |
| At 30 September 2024 | <u>(21,242)</u> |
| Carrying Amount | |
| At 30 September 2024 | <u>58,174</u> |
| At 31 December 2023 | <u>34,389</u> |

In February 2024, the Group terminated the lease for an office premise in LTC Building D along 16 Arumugam Road and entered into 2-year lease to rent an office premise in LTC Building C along 14 Arumugam Road. This lease has resulted in an addition to the rights-of-use assets and the lease liabilities (Note 12) respectively.

12. Lease liabilities

| | Group and Company | |
|----------------------------------|------------------------------|-----------------------------|
| | 30 September 2024 | 31 December 2023 |
| | (Unaudited) | (Audited) |
| | S\$ | S\$ |
| Undiscounted lease payments due: | | |
| - Year 1 | 41,760 | 36,000 |
| - Year 2 | 19,421 | - |
| | <u>61,181</u> | <u>36,000</u> |
| Less: Unearned interest cost | (2,254) | (523) |
| Lease liabilities | <u>58,927</u> | <u>35,477</u> |
| Presented as: | | |
| - Non-current | 19,165 | - |
| - Current | 39,762 | 35,477 |
| | <u>58,927</u> | <u>35,477</u> |

Interest expense on lease liabilities of S\$2,085 (9M 2023: S\$2,027) is recognised within "finance costs" in the profit and loss.

OIO HOLDINGS LIMITED

13. Trade and other payables

| | Group | | Company | |
|---|----------------------|---------------------|----------------------|---------------------|
| | 30 September 2024 | 31 December 2023 | 30 September 2024 | 31 December 2023 |
| | (Unaudited) S\$ | (Audited) S\$ | (Unaudited) S\$ | (Audited) S\$ |
| Current | | | | |
| Trade payables | 7,850 | 23,332 | - | - |
| Other payables | 404,434 | 407,807 | 191,888 | 87,660 |
| Amount due to director (non-trade) ⁽¹⁾ | 119,714 | 136,931 | 45,000 | 60,000 |
| Amount due to subsidiary (non-trade) | - | - | 95,251 | - |
| Loan from director ⁽²⁾ | 128,061 | 131,861 | - | - |
| Accrued expenses | 272,710 | 329,768 | 224,635 | 241,235 |
| | <u>932,769</u> | <u>1,029,699</u> | <u>556,774</u> | <u>388,895</u> |
| Non-current | | | | |
| Advances in crypto assets ⁽³⁾ | 1,883,437 | 1,939,326 | - | - |
| Total | <u>2,816,206</u> | <u>2,969,025</u> | <u>556,774</u> | <u>388,895</u> |

Trade and other payables are denominated in the following currencies:

| | Group | | Company | |
|----------------------|----------------------|---------------------|----------------------|---------------------|
| | 30 September 2024 | 31 December 2023 | 30 September 2024 | 31 December 2023 |
| | (Unaudited) S\$ | (Audited) S\$ | (Unaudited) S\$ | (Audited) S\$ |
| Singapore dollar | 470,027 | 401,956 | 551,524 | 388,895 |
| United States dollar | 2,346,179 | 2,567,069 | 5,250 | - |
| | <u>2,816,206</u> | <u>2,969,025</u> | <u>556,774</u> | <u>388,895</u> |

⁽¹⁾ Amount due to director which is non-trade in nature and interest-free, is related to the payment of non-trade expenses by a director on behalf of the Company.

⁽²⁾ Loan from Executive Chairman in crypto assets is interest-free and repayable on demand.

⁽³⁾ Included in non-current liability as at 30 September 2024 are advances in crypto assets received from a third party of S\$1,883,437 (31 December 2023: S\$1,939,326). The advances are non-interest bearing. On 29 December 2023, the Group entered into an agreement with the third party to extend the repayment date of the advances in crypto assets to after 31 December 2025.

OIO HOLDINGS LIMITED

14. Contract liabilities

| | Group | |
|--|----------------------|---------------------|
| | 30 September 2024 | 31 December 2023 |
| | (Unaudited) S\$ | (Audited) S\$ |
| Deferred Revenue ⁽¹⁾ | | |
| At 1 January | 40,574 | 368,560 |
| Recognised as revenue – non-refundable agency fee | (40,807) | (326,935) |
| Currency translation differences | 233 | (1,051) |
| At 30 September 2024 and 31 December 2023 ⁽²⁾ | - | 40,574 |
| Advances from customer ⁽³⁾ | | |
| At 1 January | - | 32,721 |
| Recognised as revenue | - | (32,721) |
| At 30 September 2024 and 31 December 2023 | - | - |
| Total | - | 40,574 |
| Analysed as | | |
| - Current | - | 40,574 |
| - Non-current | - | - |
| | - | 40,574 |

⁽¹⁾ Agency service fee collected in advance. The Group recognises the contract liabilities to profit or loss over the remaining period of the agreement until February 2024.

⁽²⁾ Includes agency service fee collected in advance of S\$Nil (31 December 2023: S\$40,574) to be recognised to profit or loss over the remaining period of the agreement.

⁽³⁾ Amounts received in advance for consulting services.

15. Provision for contingent liability

In 2020, a lender (the “Lender”) extended loans totalling approximately S\$1.6 million to Moonstake Pte Ltd and Moonstake Limited (the “Original Loans”). The provision for contingent liability of approximately S\$0.2 million relates to contingent liability arose from the Deed of Novation entered into by Moonstake Pte Ltd, Moonstake Limited, the Lender and a third party as part of the conditions precedent to be fulfilled, with terms and conditions being satisfactory to the Company prior to the completion of the acquisition of Moonstake Pte Ltd.

The entry into the Deed of Novation is to transfer fully the loan liabilities of approximately S\$1.6 million to a third party with a consideration to share 2.2% of Moonstake Limited’s revenue with the transferee for the period from 1 September 2020 to 31 December 2026. The Lender continued to have loan receivables which had the same principal amounts with the Original Loans from the third party. The revenue sharing obligations are recognised as the provision for contingent liability.

OIO HOLDINGS LIMITED

16. Loans from shareholders

Aggregate amount of Group's and Company's borrowings and debt securities

Amount repayable in one year or less, or on demand

| As at 30 September 2024 (Unaudited) | | As at 31 December 2023 (Audited) | |
|--|------------------|-------------------------------------|------------------|
| Secured S\$ | Unsecured S\$ | Secured S\$ | Unsecured S\$ |
| - | - | - | - |

Amount repayable after one year

| As at 30 September 2024 (Unaudited) | | As at 31 December 2023 (Audited) | |
|--|------------------|-------------------------------------|------------------|
| Secured S\$ | Unsecured S\$ | Secured S\$ | Unsecured S\$ |
| - | 4,061,200 | - | 4,137,200 |

Loans and borrowings

On 28 June 2024, the Company entered into an agreement with North Ventures Pte Ltd ("NVPL") to further extend the repayment date of the interest free loans of (i) S\$400,000 and (ii) US\$2,000,000 (S\$2,561,200 ⁽¹⁾) respectively to 1 January 2026.

On 14 August 2023, the Company entered into an interest free and unsecured loan agreement of S\$1,100,000 with a controlling shareholder of the Company, who is also the Chief Executive Officer of the Company's wholly-owned subsidiary, Moonstake Pte Ltd. On 28 June 2024, the controlling shareholder of the Company agreed to extend the repayment date of the interest free loan of S\$1,100,000 to 1 January 2026.

⁽¹⁾ US\$2,000,000 @ USD/SGD closing rate of 1.2806 as at 30 September 2024

17. Convertible Notes

On 30 December 2022, the Company issued convertible notes with a principal amount of US\$1,490,000 to xWin Asset Management Japan LLC. The convertible notes will mature on 29 December 2024.

Interest on the convertible notes will accrue at the rate of 3.50% per annum, and is payable in cash on (a) the first anniversary of its issue date, (b) the date the convertible notes are redeemed as a result of a declaration by the holder that the notes have become due and payable prior to their maturity because an event of default has occurred and is not cured or waived, and (c) the maturity date if the convertible notes are not converted in accordance with their terms. In all other cases, accrued and unpaid interest will be converted into ordinary shares in the Company in accordance with the terms and conditions of the notes.

The Company may mandate the conversion of the principal amount of the convertible notes together with accrued unpaid interest into conversion shares if at any time the volume weighted average price of the shares for three consecutive trading days is at least 361.27% of the minimum conversion price of S\$0.06922 per share. Upon such mandatory conversion, the principal amount of the convertible notes together with accrued unpaid interest will convert into conversion shares at a price equal to 93.5% of the volume weighted average price of the shares on the Catalist on the last trading day of such three consecutive trading days.

In addition, the principal amount of the convertible notes together with accrued unpaid interest will also automatically convert into conversion shares on the maturity date at the higher of (a) the minimum conversion price and (b) the price equal to 93.5% of the volume weighted average price of the shares on the Catalist on the maturity date.

The initial minimum conversion price is S\$0.06922 per share, with an agreed fixed exchange rate of US\$1.00 = S\$1.35 applicable on conversion of the convertible notes. The minimum conversion price will be subject to customary anti-dilution adjustments.

The proceeds received from the issue of the convertible notes are classified entirely as liability, as follows:

| | Group and Company | |
|---|--------------------------|-------------------------|
| | 30 September 2024 | 31 December 2023 |
| | (Unaudited) | (Audited) |
| | S\$ | S\$ |
| Liability component at the reporting date | 1,908,094 | 1,964,713 |

OIO HOLDINGS LIMITED

18. Share Capital

- 18.1 Details of any changes in the company's share capital arising from rights issue, bonus issue, subdivision, consolidation, share buy-backs, exercise of share options or warrants, conversion of other issues of equity securities, issue of shares for cash or as consideration for acquisition or for any other purpose since the end of the previous period reported on. State the number of shares that may be issued on conversion of all the outstanding convertibles, if any, against the total number of issued shares excluding treasury shares and subsidiary holdings of the issuer, as at the end of the current financial period reported on and as at the end of the corresponding period of the immediately preceding financial year. State also the number of shares held as treasury shares and the number of subsidiary holdings, if any, and the percentage of the aggregate number of treasury shares and subsidiary holdings held against the total number of shares outstanding in a class that is listed as at the end of the current financial period reported on and as at the end of the corresponding period of the immediately preceding financial year.

| | Group and the Company | | | |
|--|-----------------------|-------------------|--------------------|-------------------|
| | 2024 | | 2023 | |
| | (Unaudited) | | (Audited) | |
| | No. of shares | Amount S\$ | No. of shares | Amount S\$ |
| <u>Issued and paid-up share capital</u> | | | | |
| At 1 January | 187,360,841 | 23,830,385 | 187,222,569 | 23,830,385 |
| Issuance of new ordinary shares ⁽¹⁾ | - | - | 138,272 | - |
| Issuance of new ordinary shares ⁽²⁾ | 600,000 | - | - | - |
| At 30 June and 30 September | 187,960,841 | 23,830,385 | 187,360,841 | 23,830,385 |

⁽¹⁾ On 3 January 2023 and 31 March 2023, the Company issued and allotted 49,383 ordinary shares and 88,889 ordinary shares under the Performance Share Plan.

⁽²⁾ On 23 May 2024, the Company issued and allotted 600,000 ordinary shares under the Performance Share Plan.

There is no change in share capital from 30 June 2024 to 30 September 2024.

The Company did not have any treasury shares or subsidiary holdings as at 30 September 2024 and 30 September 2023.

Outstanding Convertible Notes Due on 29 December 2024

The Company had on 30 December 2022 issued US\$1,490,000 3.5% per annum convertible notes due on 29 December 2024 at an initial minimum conversion price of S\$0.0692 per share. For further details, please refer to Note 17 of the unaudited condensed interim financial statements.

Based on the initial minimum conversion price of S\$0.0692 per share and assuming the convertible notes are fully converted, the number of new ordinary shares to be issued would be approximately 29,067,919 shares as at 30 September 2024 (30 September 2023: approximately 29,067,919 shares), excluding the accrued and unpaid interests to be converted into 1,020,164 ordinary shares in the Company upon maturity of the convertible notes. An application will be made to seek approval from SGX-ST for the listing and quotation of the 1,020,164 conversion shares on Catalist. The Company will make the necessary announcements once the listing approval in respect of the 1,020,164 conversion shares has been obtained.

OIO HOLDINGS LIMITED

- 18.2 To show the total number of issued shares excluding treasury shares as at the end of the current financial period and as at the end of the immediately preceding year.**

| | As at 30 September 2024 (Unaudited) | As at 31 December 2023 (Audited) |
|-------------------------------|---|--|
| Total number of issued shares | 187,960,841 | 187,360,841 |

The Company did not have any treasury shares as at 30 September 2024 and 31 December 2023.

- 18.3 A statement showing all sales, transfers, cancellation and/ or use of treasury shares as at the end of the current financial period reported on.**

Not applicable. The Company did not have any treasury shares during and as at the end of the current financial period reported on.

- 18.4 A statement showing all sales, transfers, cancellation and/ or use of subsidiary holdings as at the end of the current financial period reported on.**

Not applicable. There were no sales, transfers, cancellation and/or use of subsidiary holdings during and as at the end of the current financial period reported on.

- 19. Earnings per ordinary share of the group for the current period reported on and the corresponding period of the immediately preceding financial year, after deducting any provision for preference dividends.**

| | Group | | | |
|---|--------------------------------|-------------|--------------------------------|-------------|
| | 3 months ended 30 September | | 9 months ended 30 September | |
| | 3Q 2024 | 3Q 2023 | 9M 2024 | 9M 2023 |
| | (Unaudited) | (Unaudited) | (Unaudited) | (Unaudited) |
| Loss attributable to the owners of the Group (S\$) | (299,544) | (709,777) | (1,403,380) | (1,293,676) |
| Weighted average number of ordinary shares in issue | 187,960,841 | 187,360,841 | 187,575,595 | 187,304,044 |
| Basic loss per share (cents) | (0.16) | (0.38) | (0.75) | (0.69) |
| Weighted average number of ordinary shares (diluted) in issue | 187,960,841 | 187,360,841 | 187,575,595 | 187,304,044 |
| Diluted loss per share (cents) | (0.16) | (0.38) | (0.75) | (0.69) |

Diluted earnings per share is the same as basic earnings per share due to the absence of any dilutive financial instruments for the financial period ended 30 September 2024 and 30 September 2023 respectively.

OIO HOLDINGS LIMITED

20. Net Liability Value

Net liability value (for the issuer and group) per ordinary share based on the total number of issued shares excluding treasury shares of the issuer at the end of the:-

- (a) Current period reported on; and
- (b) Immediately preceding financial year.

| | Group | | Company | |
|--|-------------|-------------|-------------|-------------|
| | 30 Sep 2024 | 31 Dec 2023 | 30 Sep 2024 | 31 Dec 2023 |
| | (Unaudited) | (Audited) | (Unaudited) | (Audited) |
| Net liability value (S\$) | (5,079,976) | (3,705,536) | (3,368,254) | (2,388,267) |
| Number of ordinary shares in issue | 187,960,841 | 187,360,841 | 187,960,841 | 187,360,841 |
| Net liability value per ordinary share (cents) | (2.70) | (1.98) | (1.79) | (1.27) |

21. Subsequent Events

There is no known subsequent event which have led to adjustments to this set of interim financial statements.

OIO HOLDINGS LIMITED

F. Other Information required by Appendix 7C of the Catalyst Rules

22. **Whether the figures have been audited or reviewed, and in accordance with which auditing standard or practice.**

The figures have not been audited or reviewed by the Company's auditors.

23. **Where the figures have been audited or reviewed, the auditors' report (including any modifications or emphasis of a matter).**

Not applicable.

- 23A. **Where the latest financial statements are subject to an adverse opinion, qualified opinion or disclaimer of opinion:-**

- (a) **Updates on the efforts taken to resolve each outstanding audit issue.**
(b) **Confirmation from the Board that the impact of all outstanding audit issues on the financial statements have been adequately disclosed.**

Not applicable as the audit opinion for FY2023 was issued based on material uncertainty relating to going concern.

24. **A review of the performance of the group, to the extent necessary for a reasonable understanding of the Group's business. The review must discuss:-**

- (a) **any significant factors that affected the turnover, costs, and earnings of the group for the current financial period reported on, including (where applicable) seasonal or cyclical factors; and**
(b) **any material factors that affected the cash flow, working capital, assets or liabilities of the Group during the current financial period reported on.**

Review for the performance of the Group for the financial period ended 30 September 2024 ("9M 2024") and 30 September 2023 ("9M 2023")

CONSOLIDATED PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

Financial Performance – 9M 2024 vs 9M 2023

Revenue

Revenue decreased by approximately S\$0.8 million or 62.7% to approximately S\$0.4 million for 9M 2024, compared with approximately S\$1.2 million for 9M 2023 mainly due to decrease in staking services of approximately S\$0.8 million, resulting from (i) lower digital wallets and staking services by approximately S\$0.1 million, (ii) absence of research and development services for 9M 2024 (9M 2023: S\$0.4 million) and (iii) lower revenue agency service fee by approximately S\$0.2 million.

OIO HOLDINGS LIMITED

Cost of sales, gross profit and gross profit margin ("GPM")

Cost of sales decreased by approximately S\$32,000 or 20.1%, to approximately S\$128,000 for 9M 2024, compared with approximately S\$160,000 for 9M 2023 mainly due to lower cost of outsourcing services.

Gross profit decreased by approximately S\$0.7 million or 69.4% to approximately S\$0.3 million for 9M 2024, compared with approximately S\$1.0 million for 9M 2023, in line with the decrease in revenue. The overall GPM decreased by 15.6 percentage points, to 70.6% for 9M 2024 compared with 86.2% for 9M 2023, mainly due to lower revenue.

Other operating income

Other operating income increased by approximately S\$380,000 or 222.8% to approximately S\$550,000 for 9M 2024, compared with approximately S\$170,000 for 9M 2023. This was mainly attributable to (i) gain on disposal of crypto assets of approximately S\$386,000, (ii) net foreign exchange gain of approximately S\$143,000 and (iii) higher other income of approximately S\$8,000 mainly in relation to costs and disbursements paid to the Company from a litigation which had been concluded, offset by (i) absence reversal of impairment loss on crypto assets in the current financial period (9M 2023: S\$156,000) and (ii) lower government grants recognised of approximately S\$3,000.

Operating Expenses

Selling and distribution expenses registered an income of approximately S\$22,000 for 9M 2024 because of receipt of a credit note for marketing expense recognised in the last financial year, and there was no selling and distribution expense for 9M 2024 due to cost saving measures adopted by the Group (9M 2023: S\$17,000).

Administrative expenses decreased by approximately S\$307,000 or 13.9% to approximately S\$1,903,000 for 9M 2024, compared with approximately S\$2,210,000 for 9M 2023. The decrease in the administrative expenses was mainly attributable to (i) lower staff-related costs of approximately S\$252,000 due to lower headcount, (ii) lower professional fees of approximately S\$51,000, (iii) lower software development expenses of approximately S\$25,000, (iv) lower investor and public relationship related costs of approximately S\$12,000 (v) lower depreciation expenses of approximately S\$10,000, and (vi) lower travelling expenses of approximately S\$10,000. The decrease was partially offset by higher amortisation of software development costs of approximately S\$50,000.

Other operating expenses increased by approximately S\$139,000 or 75.1% to approximately S\$324,000 for 9M 2024 (9M 2023: S\$185,000). The increase in operating expenses was mainly due to (i) impairment loss on crypto assets of approximately S\$320,000 and (ii) write-off of plant and equipment with carrying amount of approximately S\$5,000. The increase was partially offset by (i) absence of loss on disposal of crypto assets (9M 2023: S\$72,000) and (ii) no loss on foreign exchange in the current financial period (9M 2023: \$113,000).

Finance costs

Finance costs was relatively unchanged at approximately S\$55,000 for 9M 2024 (9M 2023: S\$55,000) for interest expense on lease liabilities and accrued interest expense on convertible notes.

Income tax expenses

No income tax expenses were recognised for 9M 2024 and 9M 2023 due to the loss position in both financial periods.

Loss for the financial period

As a result of the above, loss for the financial period increased by approximately S\$0.1 million or 8.5% to approximately S\$1.4 million for 9M 2024, compared with approximately S\$1.3 million for 9M 2023.

Financial Performance – 3Q 2024 vs 3Q 2023

Revenue

Revenue decreased by approximately S\$148,000 or 60.0% to approximately S\$98,000 in 3Q 2024, compared with approximately S\$246,000 in 3Q 2023, due to lower staking services mainly attributable to (i) lower digital wallets and staking services of approximately S\$12,000, (ii) absence of research and development services in 3Q 2024 (3Q 2023: S\$53,000) and (iii) absence of agency service fees (3Q 2023: S\$82,000).

Cost of sales, gross profit and gross profit margin ("GPM")

Cost of sales decreased by approximately S\$30,000 or 61.0% to approximately S\$19,000 in 3Q 2024, compared with approximately S\$49,000 in 3Q 2023 mainly due to lower cost of outsourcing services.

Gross profit decreased by approximately S\$118,000 or 59.7% to approximately S\$79,000 in 3Q 2024, compared with S\$197,000 in 3Q 2023, in line with the decrease in revenue. The GPM increased marginally by 0.6 percentage points to 80.6% in 3Q 2024, compared with 80.0% in 3Q 2023 mainly due to one-off rebate on certain outsourcing services.

Other operating income

Other operating income increased by approximately S\$323,000 to approximately S\$325,000 in 3Q 2024, from S\$2,000 in 3Q 2023 mainly due to (i) net foreign exchange gain of approximately S\$275,000, (ii) reversal of impairment loss on crypto assets of approximately S\$31,000, (iii) higher government grants received of approximately S\$7,000 and (iv) higher other income of approximately S\$10,000 mainly in relation to costs and disbursements paid to the Company from a litigation which had been concluded.

Operating Expenses

No selling and distribution expenses was incurred in 3Q 2024 and 3Q 2023.

Administrative expenses decreased by approximately S\$148,000 or 19.9% to S\$597,000 in 3Q 2024 compared with approximately S\$745,000 in 3Q 2023, mainly due to (i) lower professional fees of S\$57,000 (ii) lower staff-related costs by approximately S\$41,000 due to lower headcount, (iii) lower software development expenses by approximately S\$38,000, (iv) lower travelling expenses of approximately S\$10,000 and (v) lower depreciation charges by approximately S\$4,000, offset by higher amortisation of software development costs of approximately S\$6,000.

Other operating expenses decreased by approximately S\$57,000 or 39.3% to approximately S\$88,000 in 3Q 2024, from approximately S\$146,000 in 3Q 2023 mainly due to absence of impairment loss on crypto asset in 3Q 2024 (3Q 2023: \$43,000), and absence of net foreign exchange loss (3Q 2023: \$35,000), offset by increase in loss on disposal on crypto asset by approximately S\$21,000.

Finance costs

Finance costs, which comprise of interest expense on lease liabilities and accrued interest expense on convertible notes, were relatively unchanged at approximately S\$18,000 for 3Q 2024 and 3Q 2023.

Income tax expenses

No income tax expenses were recognised in 3Q 2024 and 3Q 2023 due to the loss position in both financial periods.

Loss for the financial period

As a result of the above, loss for the financial period decreased by approximately S\$0.4 million or 57.8% to approximately S\$0.3 million in 3Q 2024, from approximately S\$0.7 million in 3Q 2023.

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

Non-current assets decreased by approximately S\$1,221,000 to approximately S\$3,789,000 as at 30 September 2024 compared with approximately S\$5,010,000 as at 31 December 2023, due to a decrease in intangible assets of approximately S\$1,242,000 and decrease in plant and equipment of approximately S\$3,000, offset by increase in right-of-use assets of approximately S\$24,000.

The decrease in intangible assets was mainly due to (i) decrease in crypto assets of approximately S\$755,000 resulting from the conversion of crypto assets to fiat currency and lower fair value of crypto assets due to lower market price as at 30 September 2024 as compared to 31 December 2023, and (ii) decrease in carrying amount of software development of approximately S\$437,000 due to amortisation charges and (iii) decrease in goodwill on acquisition of approximately S\$50,000 due to foreign currency translation difference. The decrease in plant and equipment was mainly due to disposal of certain items classified under renovation. The increase in right-of-use assets was due to an addition of new office premises lease entered in February 2024.

Current assets decreased by approximately S\$0.4 million to approximately S\$0.2 million as at 30 September 2024 compared with approximately S\$0.6 million as at 31 December 2023. The decrease was mainly due to a reduction in cash and bank balances of approximately S\$0.4 million. Please refer to the Statement of Cash Flows for the details.

Non-current liabilities decreased by approximately S\$126,000 to approximately S\$6,148,000 as at 30 September 2024 from approximately S\$6,274,000 as at 31 December 2023. The decrease was mainly due to (i) decrease in loans from shareholders resulting from foreign currency translation of approximately S\$76,000, (ii) decrease in trade and other payables of approximately S\$56,000 in relation to foreign currency translation difference on the advances in crypto assets and (iii) decrease in provision for contingent liability of approximately S\$13,000 mainly due to foreign currency translation difference, offset by increase in lease liabilities of approximately S\$19,000 mainly due to addition of a new office premises lease entered in February 2024.

Current liabilities decreased by approximately S\$189,000 to approximately S\$2,881,000 as at 30 September 2024 from approximately S\$3,070,000 as at 31 December 2023. The decrease was mainly due to (i) reduction in trade and other payables by approximately S\$97,000 mainly due to repayment, (ii) decrease in contract liabilities of approximately S\$41,000 due to fulfilment of contract obligation, and (iii) decrease in convertible notes by approximately S\$57,000 due to foreign currency translation differences offset by increase in lease liabilities by approximately S\$4,000 due to addition of a new office premises lease entered in February 2024.

The shareholders' equity decreased by approximately S\$1.4 million from a deficit of approximately S\$3.7 million as at 31 December 2023 to a deficit of approximately S\$5.1 million as at 30 September 2024, mainly attributable to the losses recorded for 9M 2024.

The Group recorded a negative working capital of approximately S\$2.7 million as at 30 September 2024 as compared to a negative working capital of approximately S\$2.4 million as at 31 December 2023.

Notwithstanding the negative net working capital position and deficit in shareholders' equity, the Board is of the view that the Group will be able to operate as a going concern based on the factors set out below:

- (a) The crypto-currencies of S\$901,068 which can be converted to fiat currencies are included in the intangible assets in the non-current assets;
- (b) The current liabilities which would not lead to the actual cash payment by the Company which is the non-cash share-based compensation of S\$45,000 (included in trade and other payables);
- (c) In August 2023, the Company obtained a S\$1.1 million interest free loan from a controlling shareholder of the Company, who is also the Chief Executive Officer of the Company's wholly owned subsidiary, Moonstake Pte Ltd. This loan is repayable within 7 days after 30 November

OIO HOLDINGS LIMITED

2024, unless the Lender agrees in writing to grant the Company further extension of the credit term and to postpone the maturity date. On 28 June 2024, the controlling shareholder of the Company agreed to extend the repayment date of the interest free loan to 1 January 2026;

- (d) The convertible notes of S\$1,908,094, which are included in the current liabilities, will be converted into equity at the earlier of (i) any time of which the volume weighted average price of the shares for three consecutive trading days is at least 361.27% of the minimum conversion price of S\$0.06922 per share, or (ii) on the maturity date of 29 December 2024. As such, no cash outflow is required to repay the convertible notes;
- (e) A controlling shareholder of the Company has agreed to provide continuing financial support to the Group and the Company for fifteen (15) months from 1 July 2024 to enable the Group and the Company to meet their obligations as and when they fall due and confirmed that he will not demand payment for repayments of amount owed to him amounting to US\$186,607 as at 30 June 2024 (30 September 2024: US\$207,562); and
- (f) The Group will continue to explore suitable corporate funds raising exercise(s) to facilitate investment to support business growth, including potential acquisition of income generating assets, and liabilities repayment as and when they fall due.

The Board confirms that the Group will be able to meet its short-term debt obligations when they fall due based on the implementation of the aforementioned steps and continue to operate as a going concern and confirmed that all material disclosures have been provided for trading of the Company's shares to continue in an orderly manner.

CONSOLIDATED STATEMENT OF CASH FLOWS

9M 2024 vs 9M 2023

The Group's net cash outflow in operating activities was approximately S\$1.3 million for 9M 2024. This consisted of cash used in operating activities before changes in working capital of approximately S\$1.3 million, and net working capital inflow of approximately S\$27,000. It was noted that Moonstake Group received a part of its revenue in crypto of approximately S\$0.4 million during 9M 2024 which was accounted under intangible assets as at 30 September 2024 and not treated as cash and cash equivalents for accounting purposes.

A net cash inflow of approximately S\$1.1 million was recorded in investing activities for 9M 2024, mainly due to the conversion of crypto assets into fiat currency.

A net cash outflow of approximately S\$33,000 was recorded in financing activities for 9M 2024. This was due to payment of lease liabilities and interest.

As at 30 September 2024, the cash and cash equivalents stood at approximately at S\$0.1 million, which was a decrease of approximately S\$0.4 million compared with approximately S\$0.5 million as at 31 December 2023.

3Q 2024 vs 3Q 2023

The Group's net cash outflow in operating activities was approximately S\$18,000 in 3Q 2024. This consisted of cash used in operating activities before changes in working capital of approximately S\$172,000, and net working capital inflow of approximately S\$154,000. It was noted that Moonstake Group received a part of its revenue in crypto of approximately S\$0.1 million during 3Q 2024 which was accounted under intangible assets as at 30 September 2024 and not treated as cash and cash equivalents for accounting purposes.

A net cash inflow of approximately S\$260,000 was recorded in investing activities in 3Q 2024, mainly due to the conversion of crypto assets into fiat currency.

OIO HOLDINGS LIMITED

A net cash outflow of approximately S\$10,000 was recorded in financing activities in 3Q 2024 due to payment of lease liabilities and interest.

- 25. Where a forecast, or a prospect statement, has been previously disclosed to shareholders, any variance between it and the actual results.**

Not applicable. No forecast or prospect statement has been previously disclosed to shareholders.

- 26. A commentary at the date of the announcement of the significant trends and competitive conditions of the industry in which the group operates and any known factors or events that may affect the group in the next reporting period and the next 12 months.**

In September 2024, the cryptocurrency market also witnessed a resurgence in optimism with an 8.0% increase in total market capitalization. This growth was fuelled by positive sentiments arising from supportive monetary policies implemented by major central banks according to Binance.⁽¹⁾

In October 2024, the total staked Ethereum (ETH) supply increased to 28.9% from 23.8% in January 2024. Around 37.8 million ETH worth US\$84.8 million are currently staked, signalling strong investor confidence.⁽²⁾

Recent developments in the restaking and liquid staking sectors have led to improved capital efficiency and liquidity. The number of ETH validators rose 30% y-o-y in June 2024 with a notable rise in institutional participation.⁽³⁾

Building on the Company's long-standing presence in the staking industry, we remain poised to capitalize on the vast potential of growing cryptocurrencies by enabling our clients to offer their digital assets to support the operation of blockchain networks, receiving rewards in return, like earning interest on a bank account balance. We will also continue to explore other viable business opportunities and partnerships to increase our revenue.

⁽¹⁾ Monthly Market Insights, Binance Research: <https://www.binance.com/en/research/analysis/monthly-market-insights-2024-10>

⁽²⁾ Ethereum staking defies market trends with robust growth in 2024: <https://cryptoslate.com/ethereum-staking-defies-market-trends-with-robust-growth-in-2024/>

⁽³⁾ Ethereum validators up 30% in a year, driven by institutional adoption: <https://cointelegraph.com/news/ethereum-validators-up-30-year-institutional-adoption>

- 27. If a decision regarding dividend has been made:**

- (a) Whether an interim/ final ordinary dividend has been declared/ recommended; and**

Nil.

- (b)(i) Amount per share (cents)**

Not applicable.

- (b)(ii) Previous corresponding period**

Not applicable.

- (c) Whether the dividend is before tax, net of tax or tax exempt. If before tax or net of tax, state the tax rate and the country where the dividend is derived. (If the dividend is not taxable in the hands of the shareholders, this must be stated).**

Not applicable

27. If a decision regarding dividend has been made: (cont'd)

(d) The date the dividend is payable.

Not applicable.

(e) The date on which Registrable Transfers received by the Company (up to 5.00pm) will be registered before entitlements to the dividend are determined.

Not applicable.

28. If no dividend has been declared/ recommended, a statement to that effect and the reason(s) for the decision.

No dividend has been declared or recommended for the financial period ended 30 September 2024 in view of the loss incurred during the financial period and to conserve cash for the Group's business operations and growth.

29. If the group has obtained a general mandate from shareholders for interested person transactions ("IPT"), the aggregate value of such transactions as required under Rule 920(1)(a)(ii). If no IPT mandate has been obtained, a statement to that effect.

The Group does not have a general mandate from shareholders for IPT pursuant to Rule 920(1)(a)(ii) of the Catalist Rules. There were no IPT entered into by the Group for 9M 2024 as required to be disclosed pursuant to Rule 1204(17) of the Catalist Rules.

30. Disclosures on Incorporation of Entities, Acquisition and Realisation of Shares pursuant to Catalist Rule 706A.

Not applicable.

31. Negative Confirmation by the Board Pursuant to Rule 705(5)

To the best of the Board of Directors' knowledge, nothing has come to their attention which may render the unaudited interim condensed financial statements of the Group for the third quarter and nine months ended 30 September 2024 to be false or misleading in any material aspect.

Yusaku Mishima
Executive Chairman

Foo Kia Juah
Lead Independent Non-Executive Director

OIO HOLDINGS LIMITED

32. **Confirmation that the issue has procured undertakings from all its directors and executive officers (in the format set out in Appendix 7H) under Rule 720(1) of the Catalist Listing Manual.**

The Company confirms that it has procured undertakings from all its directors and executive officers in the format set out in Appendix 7H under Rule 720(1) of the Catalist Listing Manual.

BY ORDER OF THE BOARD

Yusaku Mishima

Executive Chairman

13 November 2024

*This announcement has been reviewed by the Company's sponsor, PrimePartners Corporate Finance Pte. Ltd. (the "**Sponsor**"). It has not been examined or approved by the Singapore Exchange Securities Trading Limited (the "**Exchange**") and the Exchange assumes no responsibility for the contents of this document, including the correctness of any of the statements or opinions made or reports contained in this document.*

The contact person for the Sponsor is Ms. Lim Hui Ling, 16 Collyer Quay, #10-00 Collyer Quay Centre, Singapore 049318, sponsorship@ppcf.com.sg.