Securities Investors Association (Singapore)
7 Maxwell Road #05-03 MND Building Annexe B Singapore 069111
Tel: (65) 6227 2683 Email: admin@sias.org.sg
www.sias.org.sg
UEN No: S99SS0111B
GST Reg No: M90367530Y0Y

Issuer: Fu Yu Corporation Limited

Stock code: F13

Meeting details:
Date: 27 June 2025
Time: 10.00 a.m.
Venue: Chartroom, Level 2, Raffles Marina, 10 Tuas West Drive Singapore 638404

Securities Investors Association (Singapore)
7 Maxwell Road #05-03 MND Building Annexe B Singapore 069111
Tel: (65) 6227 2683 Email: admin@sias.org.sg
www.sias.org.sg
UEN No: S99SS0111B
GST Reg No: M90367530Y0Y

Q1. For the financial year ended 31 December 2024, the group reported a 10.5% increase in revenue, with gross profit margin improving from 11.7% to 13.5%. However, the manufacturing segment (continuing operations) continued to be loss-making, with a reported loss of $(1.2) million.

In Singapore, revenue rose by 20.9% from $38.2 million to $46.2 million in FY2024. Despite this, the segment reported a loss before tax of $(2.8) million, compared to a profit before tax of $1.9 million in FY2023 (Note 25 Operating segments; page 155).

25 **Operating segments (cont'd)**

Segments

	Manufacturing Segment								Supply Chain Management Services Segment							
	Singapore		China		Malaysia		Total for Manufacturing Segment		Singapore		Total operations before adjustment		Group adjustment and eliminations		Total operations	
	2024	2023	2024	2023	2024	2023	2024	2023	2024	2023	2024	2023	2024	2023	2024	2023
	$'000	$'000	$'000	$'000	$'000	$'000	$'000	$'000	$'000	$'000	$'000	$'000	$'000	$'000	$'000	$'000
Revenue and expenses																
Total external revenue	**46,209**	38,239	**32,098**	36,397	**36,581**	29,305	**114,888**	103,941	**76,395**	86,440	**191,283**	190,381	**–**	–	**191,283**	190,381
Inter-segment revenue	**635**	359	**698**	–	**329**	241	**1,662**	600	**–**	32	**1,662**	632	**(1,662)**	(632)	**–**	–
Segment profit (loss) before tax*	**404**	7,181	**(1,404)**	(645)	**5,947**	5,229	**4,947**	11,765	**(1,099)**	(640)	**3,848**	11,125	**3,957**	(10,871)	**7,805**	254
Depreciation of property, plant and equipment and investment property	**(4,235)**	(3,984)	**(2,386)**	(2,693)	**(1,786)**	(1,958)	**(8,407)**	(8,635)	**(23)**	(23)	**(8,430)**	(8,658)	**56**	56	**(8,374)**	(8,602)
Impairment of goodwill	**–**	–	**–**	–	**–**	–	**–**	–	**(3,286)**	(2,678)	**(3,286)**	(2,678)	**–**	–	**(3,286)**	(2,678)
Impairment of PPE	**–**	–	**(579)**	–	**–**	–	**(579)**	–	**–**	–	**(579)**	–	**–**	–	**(579)**	–
Loss on liquidation of subsidiary	**–**	–	**–**	–	**–**	–	**–**	–	**–**	–	**–**	–	**–**	(432)	**–**	(432)
Interest income	**173**	387	**78**	264	**110**	117	**361**	768	**1,326**	1,153	**1,687**	1,921	**(26)**	(17)	**1,661**	1,904
Finance cost	**(312)**	(670)	**(24)**	(27)	**(10)**	(23)	**(346)**	(720)	**(8)**	(239)	**(354)**	(959)	**34**	23	**(320)**	(936)
Foreign exchange (loss)/gain (net)	**1,137**	(984)	**(583)**	(192)	**(421)**	127	**133**	(1,049)	**19**	(11)	**152**	(1,060)	**–**	946	**152**	(114)
	(2,833)	1,930	**(4,898)**	(3,293)	**3,840**	3,492	**(3,891)**	2,129	**(3,071)**	(2,438)	**(6,962)**	(309)	**4,021**	(10,295)	**(2,941)**	(10,604)

(Source: company annual report; emphasis added)

However, on page 7 in the section titled "Operations review", it was stated that the manufacturing segment in Singapore recorded profit before tax of $1.2 million in FY2024, reversing a loss before tax of $(6.9) million in FY2023.

(i) **Can management clarify the apparent contradiction between the disclosures in Note 25 and the operations review?**

Revenue from China was $32.1 million in FY2024, compared to $36.5 million in FY2023.

(ii) **Has the board assessed the risk exposure to rising geopolitical tensions, including US-China trade restrictions, and how has this been factored into the group's strategic planning?**

The supply chain management services segment, which was discontinued in FY2024, incurred losses of $(3.26) million in FY2024 and $(2.51) million in FY2023.

(iii) **Can the board disclose the total capital invested into the supply chain management services business since 2021, as well as the cumulative profits or losses to date? What lessons has the board drawn from the underperformance of the supply chain management services business in terms of investment discipline, post-investment review processes, and risk governance? Has management been held accountable for performance, and how has this experience informed future capital allocation decisions?**

Securities Investors Association (Singapore)
7 Maxwell Road #05-03 MND Building Annexe B Singapore 069111
Tel: (65) 6227 2683 Email: admin@sias.org.sg
www.sias.org.sg
UEN No: S99SS0111B
GST Reg No: M90367530Y0Y

Q2. On 12 June 2024, the company announced that its subsidiary, Fu Yu Supply Chain Solutions Pte. Ltd. ("FYSCS") had received a letter of demand from solicitors acting for Evertree Hongkong Limited. The demand was for compensation of US$925,773.57 under an alleged profit-sharing agreement dated 1 September 2023.

The company filed its defence with the Singapore International Arbitration Centre ("SIAC").

On 5 June 2025, the company announced that the arbitral tribunal ruled in favour of Evertree. The company is now required to pay a total of $1.67 million, including the claim amount, accrued interest, and legal and arbitration costs.

FYSCS ceased all business activities in the last quarter of FY2024.

(i) **Is FYSCS currently solvent? Has it been liquidated or wound up, and has it fulfilled the payment obligations of $1.67 million arising from the arbitral award?**

(ii) **Given the importance of transparency and accountability, will the board ensure the timely release of the findings by Rajah & Tann and PwC Risk Services ahead of the AGM? If not, what is the board's timeline for communicating the key findings and/or follow-up actions?**

(iii) **Has the board been notified of any other ongoing investigations stemming from the internal audit findings, whether conducted by the company, SGX RegCo, or any regulatory or enforcement agency?**

(iv) **What progress has the company made in its legal or recovery actions against the individuals named in the company's 1 April 2025 announcement[1]?**

[1] https://links.sgx.com/FileOpen/2025.04.01%20Fu%20Yu%20Announcement_final.ashx?App=Announcement&FileID=838371

Securities Investors Association (Singapore)
7 Maxwell Road #05-03 MND Building Annexe B Singapore 069111
Tel: (65) 6227 2683 Email: admin@sias.org.sg
www.sias.org.sg
UEN No: S99SS0111B
GST Reg No: M90367530Y0Y

Q3. At the annual general meeting scheduled to be held on 27 June 2025, Mr Huang Junli, Christopher and Mr Tan Tong Loong Royston will be retiring by rotation and seeking re-election.

In addition, resolutions 6 to 11 have been tabled pursuant to a requisition by a shareholder, Mr Lim Wei De, Victor, under Section 183 of the Companies Act. These include the removal of Mr Huang Junli, Christopher and Mr Tan Tong Loong Royston as directors of the company, and the appointment of four other individuals as directors.

(i) **How was Asian Corporate Advisors Pte Ltd (ACA) selected to assess the suitability and independence of the proposed director candidates? What selection criteria were used, and how many other firms were considered or interviewed as part of this process?**

(ii) **When is ACA expected to complete its evaluation of the four proposed candidates? Will shareholders and their proxies be given adequate time to review ACA's assessment before submitting their votes and proxies?**

(iii) **Given the current board uncertainty, can the company clarify if the board remains functional? Have any of the board's key responsibilities or decision-making processes been disrupted? Has the uncertainty surrounding the board affected the group's day-to-day operations, decision-making or strategic execution?**

Shareholders are welcome to use and/or adapt the questions prepared by SIAS and to forward them to the company.

Check out the latest questions on the annual reports of listed companies on [SIAS website]()

Join our mailing list [here]() to receive latest news and upcoming events.

CONNECT WITH US