

AUTAGCO LTD.
(Incorporated in the Republic of Singapore)
(Company Registration No.: 200311348E)

**CONDENSED INTERIM FINANCIAL STATEMENTS FOR THE THREE MONTHS AND SIX MONTHS
ENDED 31 JANUARY 2026**

This announcement has been reviewed by the Company's sponsor, SAC Capital Private Limited (the "Sponsor").

This announcement has not been examined or approved by the Singapore Exchange Securities Trading Limited ("SGX-ST") and the SGX-ST assumes no responsibility for the contents of this announcement, including the correctness of any of the statements or opinions made or reports contained in this announcement.

The contact person for the Sponsor is Ms Lim Qi Fang (Telephone no.: (65) 6232 3210) at 1 Robinson Road, #21-01 AIA Tower, Singapore 048542.

In view of that the Company's independent auditors, Grant Thornton Audit LLP has included a Material Uncertainty Related to Going Concern section on the audited financial statements of the Group for the financial year ended 31 July 2025, the Company is required by the SGX-ST to announce its quarterly financial statements pursuant to Rule 705 of the Catalist Rules.

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A. Condensed interim consolidated statement of profit or loss and other comprehensive income

	Group						
	Note	Three months ended			Six months ended		
		31 Jan 2026 ("2Q FY26")	31 Jan 2025 ("2Q FY25")	Inc/ (Dec)	31 Jan 2026 ("HY FY26")	31 Jan 2025 ("HY FY25")	Inc/ (Dec)
		(Unaudited) S\$'000	(Unaudited) S\$'000	%	(Unaudited) S\$'000	(Unaudited) S\$'000	%
Revenue	4	159	273	(42%)	411	584	(30%)
Other operating income	6	226	249	(9%)	234	264 ¹	(11%)
Reversal of expected credit loss allowance, net		-	(1)	N.M.	-	8 ¹	N.M.
Expenses							
- Inventories and consumables used		-	(103)	N.M.	(37)	(236)	(84%)
- Depreciation		(94)	(15)	>100%	(187)	(15)	>100%
- Amortisation of intangible asset		(3)	-	N.M.	(6)	-	N.M.
- Employee benefits		(209)	(341)	(39%)	(487)	(684)	(29%)
- Finance cost		(38)	(20)	90%	(76)	(28)	>100%
- Advertising, media and entertainment		(2)	(1)	100%	(4)	(2)	100%
- Lease expenses		(1)	(20)	(95%)	(4)	(34)	(88%)
- Transportation		(1)	-	N.M.	(2)	(1)	100%
- Legal and professional fees		(95)	(148)	(36%)	(225)	(223)	1%
- Other operating expenses		(119)	(115)	3%	(231)	(166) ¹	39%
Total expenses		(562)	(763)	(26%)	(1,259)	(1,389)	(9%)
Loss before income tax	6	(177)	(242)	(27%)	(614)	(533)	15%
- Income tax expense		-	-	-	-	-	-
Net loss for the period		(177)	(242)	(27%)	(614)	(533)	15%
(Loss)/profit for the financial period attributable to:							
Owners of the Company		(411)	(216)	90%	(825)	(492)	68%
Non-controlling interest		234	(26)	N.M.	211	(41)	N.M.
		(177)	(242)	(27%)	(614)	(533)	15%

¹ Reclassifications of S\$8,000 and S\$31,000 were made from "Other operating income" to "Reversal of expected credit loss allowance, net" and "Other operating expenses" respectively, to be align with the presentation in the audited financial statements for the financial year ended 31 July 2025.

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Note	Group					
	Three months ended			Six months ended		
	31 Jan 2026 ("2Q FY26")	31 Jan 2025 ("2Q FY25")	Inc/ (Dec)	31 Jan 2026 ("HY FY26")	31 Jan 2025 ("HY FY25")	Inc/ (Dec)
	(Unaudited) S\$'000	(Unaudited) S\$'000	%	(Unaudited) S\$'000	(Unaudited) S\$'000	%
Other comprehensive loss:						
Exchange differences on translating foreign operations	<u>(18)</u>	<u>(7)</u>	>100%	<u>(28)</u>	<u>(24)</u>	17%
Total comprehensive loss for the financial period	<u>(195)</u>	<u>(249)</u>	(22%)	<u>(642)</u>	<u>(557)</u>	15%
Total comprehensive (loss)/profit for the financial period attributable to:						
Owners of the Company	<u>(429)</u>	<u>(223)</u>	92%	<u>(853)</u>	<u>(516)</u>	65%
Non-controlling interest	<u>234</u>	<u>(26)</u>	N.M.	<u>211</u>	<u>(41)</u>	N.M.
	<u>(195)</u>	<u>(249)</u>	(22%)	<u>(642)</u>	<u>(557)</u>	15%
Loss per share attributable to owners of the Company (cents) – basic and diluted	<u>(0.02)</u>	<u>(0.01)</u>	100%	<u>(0.03)</u>	<u>(0.02)</u>	50%

N.M. - not meaningful

B. Condensed interim statements of financial position

Note	The Group		The Company	
	31-Jan-26 (Unaudited) S\$'000	31-Jul-25 (Audited) S\$'000	31-Jan-26 (Unaudited) S\$'000	31-Jul-25 (Audited) S\$'000
ASSETS				
Non-current assets				
Property, plant and equipment	11	898	1,084	1
Goodwill	12	-	-	-
Other receivables		77	77	-
Intangible asset	13	11	17	-
Investments in subsidiaries		-	-	1
Convertible loans receivable	14	-	-	-
Total non-current assets		986	1,178	2
Current assets				
Inventories		-	6	-
Trade and other receivables		137	155	152
Cash and cash equivalents		20	66	2
Total current assets		157	227	154
Total assets		1,143	1,405	156
EQUITY AND LIABILITIES				
Equity				
Share capital	15	71,210	71,210	71,210
Foreign currency translation reserve		(51)	(23)	-
Accumulated losses		(73,951)	(73,126)	(73,921)
Equity attributable to owners of the Company		(2,792)	(1,939)	(2,711)
Non-controlling interest		(472)	(683)	-
Net capital deficiencies		(3,264)	(2,622)	(2,020)
Non-current liabilities				
Trade and other payables		926	450	732
Lease liabilities		500	657	-
Loans and borrowings	16	700	700	500
Provisions		47	47	-
Total non-current liabilities		2,173	1,854	1,232
Current liabilities				
Trade and other payables		1,852	1,727	1,595
Lease liabilities		340	404	-
Loans and borrowings	16	42	12	40
Provisions		-	30	-
Total current liabilities		2,234	2,173	1,635
Total liabilities		4,408	4,027	2,867
Total equity and liabilities		1,143	1,405	156

* - amount less than S\$1,000

C. Condensed interim statements of changes in equity

(i) **Group**

	Share Capital S\$'000	Foreign Currency Translation Reserve S\$'000	Accumulated Losses S\$'000	Non- controlling Interest S\$'000	Total S\$'000
Balance at 1 August 2025	71,210	(23)	(73,126)	(683)	(2,622)
Loss for the financial period	-	-	(825)	211	(614)
Exchange differences on translating foreign operations	-	(28)	-	-	(28)
Balance at 31 January 2026	71,210	(51)	(73,951)	(472)	(3,264)
Balance at 1 August 2024	70,710	(6)	(71,841)	(608)	(1,745)
Issuance of shares	500	-	-	-	500
Loss for the financial period	-	-	(492)	(41)	(533)
Exchange differences on translating foreign operations	-	(24)	-	-	(24)
Balance at 31 January 2025	71,210	(30)	(72,333)	(649)	(1,802)

C. Condensed interim statements of changes in equity (cont'd)

(ii) **Company**

	Share Capital S\$'000	Accumulated Losses S\$'000	Total S\$'000
Balance at 1 August 2025	71,210	(73,230)	(2,020)
Loss for the financial period	-	(691)	(691)
Balance at 31 January 2026	71,210	(73,921)	(2,711)
Balance at 1 August 2024	70,710	(71,610)	(900)
Issuance of shares	500	-	500
Loss for the financial period	-	(540)	(540)
Balance at 31 January 2025	71,210	(72,150)	(940)

D. Condensed interim consolidated statement of cash flows

	HY FY26 (Unaudited) S\$'000	HY FY25 (Unaudited) S\$'000
Cash flows from operating activities		
Loss before income tax	(614)	(533)
<u>Adjustments for:</u>		
Waiver of payable balances	-	(228)
Reversal of expected credit loss allowance	-	(8)
Depreciation of property, plant and equipment	187	15
Amortisation of intangible asset	6	-
Gain on disposal of property, plant and equipment	(7)	-
Reversal of impairment of property, plant and equipment	-	(5)
Gain on deconsolidation of a subsidiary	(199)	-
Interest income	-	(1)
Interest expense	76	28
Operating cash flows before changes in working capital	(551)	(732)
<u>Changes in working capital</u>		
Inventories	6	2
Trade and other receivables	11	15
Provisions	(17)	-
Trade and other payables	464	(209)
Cash flows used in operations	(87)	(924)
Income tax paid	-	-
Net cash flows used in operating activities	(87)	(924)
Cash flows from investing activities		
Proceeds from disposal of property, plant and equipment	7	6
Currency translation difference	(28)	(23)
Acquisition of assets	(30)	(10)
Purchase of property, plant and equipment	-	(46)
Net cash flows used in investing activities	(51)	(73)
Cash flows from financing activities		
Loans from a corporate shareholder	282	280
Proceeds from convertible loan	-	500
Proceeds from issuance of shares	-	500
Repayment of lease liabilities	(178)	(154)
Repayment of loans to a corporate shareholder	-	(90)
Repayment of interest	(12)	-
Net cash flows generated from financing activities	92	1,036
Net change in cash and cash equivalents	(46)	39
Cash and cash equivalents at beginning of the financial period	66	225
Cash and cash equivalents at end of the financial period	20	264

E. Notes to the condensed interim consolidated financial statements

1. Corporate Information

Autagco Ltd. (the “**Company**”) (Registration Number 200311348E) is a limited liability company incorporated and domiciled in Singapore and is listed on the Catalist Board of the Singapore Exchange Securities Trading Limited (the “**SGX-ST**”). The registered office of the Company is located at 36 Robinson Road, #20-01 City House, Singapore 068877. These condensed interim consolidated financial statements as at and for the three months (“**2Q FY26**”) and six months ended 31 January 2026 (“**HY FY26**”) comprise the Company and its subsidiaries (collectively, the “**Group**”).

The principal activity of the Company is that of investment holding and management consultancy to its subsidiaries. The principal activities of the respective subsidiaries are those of the food and beverage and assisted living business in Singapore.

2. Basis of preparation

The condensed interim financial statements for the half year ended 31 January 2026 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 financial position and performance of the Group since the last audited announcement for the full year ended 31 July 2025. The accounting policies adopted are consistent with those of the previous financial year which were prepared in accordance with Singapore Financial Reporting Standards (International) (“**SFRS(I)s**”), except for the adoption of new and amended standards as set out in Note 2.1. The condensed interim financial statements are presented in Singapore dollar which is the Company’s functional currency.

As of 31 January 2026, the Group and Company were in a capital deficiency position of S\$3.26 million and S\$2.71 million respectively, and in a net current liability position of S\$2.08 million and S\$1.48 million respectively. The Group reported a net loss and total comprehensive loss of S\$0.61 million and S\$0.64 million respectively, along with net operating cash outflow of S\$0.09 million for HY FY26. These factors indicate the existence of material uncertainty which may cast significant doubt on the Group’s and Company’s ability to continue as a going concern.

The Board is of the view that it is appropriate for the financial statements of the Group and the Company to be prepared and presented on a going concern basis and that the Group and Company will be able to generate sufficient cash flows to meet the operating requirements of the Group’s operations and to settle its liabilities as and when they fall due for the next 12 months, having regard to, among others, the following:

- (i) Positive monthly cash balances based on the cash flow forecast prepared by management that covers a period of 18 months from 31 January 2026, including the expansion and continuance of the assisted living business;
- (ii) Letter of undertaking has been obtained from Aurico (“**Aurico Undertaking**”), to not demand repayment of the amount owing by the Group to Aurico for the next 12 months from the Group’s financial statements for the financial period ended 31 January 2026 and to provide continuing financial support to the Group to enable it to meet its financial obligations as and when they fall due so that the Group and the Company will continue as a going concern in the foreseeable future;
- (iii) Two separate loan agreements entered by the Company with Aurico Global Holdings Pte. Ltd. (“**Aurico**”) for an aggregate loan facility amounts of S\$1,000,000 on 7 May 2024 and 25 October 2024 respectively, with repayment terms of 24 months from the respective date of disbursement. Pursuant to an undertaking by Aurico dated 23 September 2025, the maturity dates of the loan agreements entered into on 7 May 2024 and 25 October 2024 have been extended to 31 March 2027. Another loan agreement dated 6 January 2025 entered by the Company with Aurico, with loan facility amount of S\$1,000,000, has not been drawn down as at 31 January 2026. As at 31

January 2026, S\$1,018,500 out of aggregate loan facilities from Aurico of S\$2,000,000 remains available for drawdown by the Company;

- (iv) Letter of undertaking has been obtained from certain director and executive to not demand payment of their salaries and other amounts due to them amounting to S\$703,661 for the periods from 1 December 2024 to 31 January 2027; and
- (v) Fundraising exercise via share placement and the details of which will be announced in due course.

2.1. New and amended standards adopted by the Group

A number of amendments to SFRS(I)s have become applicable for the current reporting period. The Group did not have to change its accounting policies or make retrospective adjustments as a result of adopting those standards.

2.2. Use of judgements 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 financial year ended 31 July 2025.

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

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

- Impairment assessment of investments in subsidiaries and amount due from subsidiaries
- Impairment assessment of goodwill
- Measurement of ECL of trade and other receivables
- Impairment of property, plant and equipment
- Purchase price allocation

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

With the diversification into the assisted living business in financial year ended 31 July 2025, the Group's operations are substantially in operating of food and beverages business and assisted living business. The Group's operations are substantially in assisted living business. Its food and beverages ceased when Superfood Kitchen Pte. Ltd. ("**SFK**") and The Green Bar Pte. Ltd. ("**TGB**") were placed under creditors' voluntary liquidation ("**CVL**"). Please refer to the announcements dated 31 August 2025 and 26 September 2025 for more details. The corporate finance advisory business in Australia remained inactive.

In identifying these operating segments, management generally follows the Group's service lines representing its main services. Each of these operating segments is managed separately as each requires different marketing approaches and other resources.

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 respects, as explained in the table below, is measured differently from operating profit or loss in the consolidated financial statements.

Operating segments

The segment analysis on the Group's results for three months ended 31 January 2026 ("2Q FY26") and 31 January 2025 ("2Q FY25") are as follows:

	Food & Beverages		Assisted Living		Total	
	S\$'000 2Q-FY26	S\$'000 2Q-FY25	S\$'000 2Q-FY26	S\$'000 2Q-FY25	S\$'000 2Q-FY26	S\$'000 2Q-FY25
Revenue						
External customers	-	252	159	21	159	273
Total revenue	-	252	159	21	159	273
Segment operating loss	(15)	(64)	(55)	(32)	(70)	(96)
Other income and gains					199	(14)
Other expenses not allocated					(306)	(132)
Consolidated loss					(177)	(242)
Reportable segment assets	4	279	1,004	339	1,008	618
Other segment assets					135	173
					1,143	791
Reportable segment liabilities	96	535	1,394	366	1,490	902
Other segment liabilities					2,418	1,191
Loans and borrowings					500	500
					4,408	2,593

The segment analysis on the Group's results for six months ended 31 January 2026 ("HY FY26") and 31 January 2025 ("HY FY25") are as follows:

	Food & Beverages		Assisted Living		Total	
	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000
	HY FY26	HY FY25	HY FY26	HY FY25	HY FY26	HY FY25
Revenue						
External customers	95	563	316	21	411	584
Total revenue	95	563	316	21	411	584
Segment operating loss	(86)	(133)	(122)	(35)	(208)	(168)
Other income and gains					207	-
Other expenses not allocated					(613)	(365)
Consolidated loss					(614)	(533)
Reportable segment assets	4	279	1,004	339	1,008	618
Other segment assets					135	173
					1,143	791
Reportable segment liabilities	96	535	1,394	366	1,490	901
Other segment liabilities					2,418	1,191
Loans and borrowings					500	500
					4,408	2,592

5. Financial assets and financial liabilities

Set out of below is an overview of the financial assets and financial liabilities of the Group as at 31 January 2026 and 31 July 2025:

	Group		Company	
	31-Jan-26	31-Jul-25	31-Jan-26	31-Jul-25
	S\$'000	S\$'000	S\$'000	S\$'000
Financial assets at amortised cost				
Trade and other receivables	214	232	152	82
Less: Prepayments	(128)	(52)	(55)	(40)
	86	180	97	42
Cash and cash equivalents	20	66	2	6
	106	246	99	48
Financial liabilities at amortised cost				
Trade and other payables	2,779	2,177	2,327	1,600
Loans and borrowings	742	712	540	510
Lease liabilities	840	1,061	-	-
Total	4,361	3,950	2,867	2,110

6. Loss before income tax

Significant items

	<u>2Q FY26</u>	<u>2Q FY25</u>	<u>HY FY26</u>	<u>HY FY25</u>
	S\$'000	S\$'000	S\$'000	S\$'000
Gain on deconsolidation of a subsidiary	(199)	-	(199)	-
Depreciation of property, plant and equipment	94	15	187	15
Interest expense	38	20	76	28

7. Related party transactions

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

	<u>2Q FY26</u>	<u>2Q FY25</u>	<u>HY FY26</u>	<u>HY FY25</u>
	S\$'000	S\$'000	S\$'000	S\$'000
A controlling shareholder of the Company				
Expenses paid on behalf	133	-	181	-
Reimbursement of expenses paid on behalf	(48)	-	(48)	-
Loan drawdown during the period	200	230	282	280
Repayment of loans to a corporate shareholder	-	(90)	-	(90)
Interest expenses	9	6	14	10

8. Dividends

No dividend has been declared for HY FY26 and HY FY25.

Please refer to Notes 5 and 6 in Section F - Other information required by Catalist Rules Appendix 7C for further details.

9. Loss per share ("LPS")

	<u>2Q FY26</u>	<u>2Q FY25</u>	<u>HY FY26</u>	<u>HY FY25</u>
	S\$'000	S\$'000	S\$'000	S\$'000
Loss attributable to the owners of the Company	(411)	(216)	(825)	(492)
Weighted average number of ordinary share ('000)	<u>2,607,007</u>	2,518,239	<u>2,607,007</u>	2,479,290
Based on the weighted average number of ordinary shares				
- Basic and diluted loss per share (cents)	<u>(0.02)</u>	<u>(0.01)</u>	<u>(0.03)</u>	<u>(0.02)</u>

Diluted LPS is the same as basic LPS for the financial period under review as there were no potential dilutive ordinary shares.

10. Net asset value

	Group		Company	
	<u>31-Jan-26</u>	<u>31-Jul-25</u>	<u>31-Jan-25</u>	<u>31-Jul-25</u>
Number of ordinary shares ('000)	2,607,007	2,607,007	2,607,007	2,607,007
Net assets value attributable to the owners of the Company per ordinary share based on existing issued share capital (excluding treasury shares) as at the end of the period reported on (cents)	(0.11)	(0.07)	(0.10)	(0.08)

11. Property, plant and equipment

During HY FY26, the Group disposed or written off property, plant and equipment (“PPE”) with a net book value of S\$455,000 (HY FY25: S\$32,000). As these PPE had been fully impaired in the financial year ended 31 July 2025, there is a reversal of impairment of these PPE amounting to S\$455,000 in HY FY26 (HY FY25: S\$32,000). Accordingly, there was no impact on the profit and loss statement for HY FY26.

Property, plant and equipment including right-of-use assets are reviewed for impairment losses whenever events or changes in circumstances indicate that the carrying amounts may not be recoverable.

Impairment loss is recognised for the amount by which the carrying amount of the asset exceed its recoverable amount. The recoverable amount is the higher of an asset’s fair value less costs to sell and value in use. For the purposes of assessing impairment, assets are grouped at the lowest level for which there is separately identifiable cash flow (its cash generating unit or “CGU”). The recoverable amount of property, plant and equipment and right-of-use assets are determined based on value-in-use. The value-in-use calculation requires management to estimate future cash flows expected to arise from the assets or CGUs and a suitable discount rate in order to calculate the present value of those cash flows.

12. Goodwill

	Group	
	<u>31-Jan-26</u> S\$'000	<u>31-Jul-25</u> S\$'000
<u>Cost:</u>		
At end of financial period/year	<u>1,295</u>	<u>1,295</u>
<u>Accumulated impairment:</u>		
At 1 August	<u>1,295</u>	<u>1,276</u>
Impairment made	<u>-</u>	<u>19</u>
At end of financial period/year	<u>1,295</u>	<u>1,295</u>
<u>Carrying amount:</u>		
At end of financial period/year	<u>-</u>	<u>-</u>

For the year ended 31 July 2025, based on the fair value less costs of disposal estimated using the adjusted net assets of SFK, there is an impairment of S\$19,000 to goodwill as SFK was placed under CVL on 31 August 2025.

13. Intangible asset

	Group	
	<u>31-Jan-26</u> S\$'000	<u>31-Jul-25</u> S\$'000
<u>Cost:</u>		
At 1 August	24	-
Arising from asset acquisition	-	24
At end of financial period/year	<u>24</u>	<u>24</u>
<u>Accumulated amortisation:</u>		
At 1 August	7	-
Amortisation	6	7
At end of financial period/year	<u>13</u>	<u>7</u>
<u>Carrying amount:</u>		
At end of financial period/year	<u>11</u>	<u>17</u>

As part of the ongoing strategic review initiated by the Group since July 2024 (“**Strategic Review**”), the Company has on 26 November 2024, obtained shareholders’ approval for the diversification into the assisted living business, providing services which combines residential options with personalised support for the elderly.

On 30 December 2024, the Company has, through its wholly-owned subsidiary, Communa Gold Pte. Ltd. (“**Communa Gold**”) completed the acquisition of certain business and assets of Crescendo Wellness Living (“**Crescendo**”), a registered sole proprietorship that is principally engaged in the assisted living business, owned and operated by Dr Vimallan s/o Manokara (the “**Vendor**”).

The acquisition of assisted living business and assets of Crescendo at a purchase consideration of S\$50,000 has been accounted for as an asset acquisition instead of business combination under SFRS(I) 3 based on the following considerations:

- By applying the optional test as per SFRS(I) 3 Para B7A and B7B it revealed that the fair value of the gross assets acquired is concentrated in a single identifiable asset – existing customers contracts. Thus, the concentration test is met and the acquisition should be considered as an asset acquisition instead of a business combination.
- There is no substantive process acquired in the Sales and Purchase Agreement. As this is an asset acquisition and not business combination, no purchase price allocation is required.

14. Convertible loans receivable

	Company	
	<u>31-Jan-26</u> S\$'000	<u>31-Jul-25</u> S\$'000
<u>At fair value through profit or loss</u>		
Convertible loans receivable	<u>-</u>	<u>-</u>

On 18 April 2022, the Company entered into an agreement with its subsidiary, SFK by way of grant of a convertible loan of amount up to S\$650,000 and with maturity date on five (5) years from the drawdown date. The subsidiary bears a fixed interest rate for the convertible loan of 5% per annum on each amount outstanding under convertible loan, on each anniversary of the completion date until the loan principal is fully repaid. The Company is entitled to convert the convertible loan into converted shares at a conversion price of S\$0.065 per SFK’s share in the event of any payment that is due but not made on or before the interest payment date(s) or the repayment date; or upon the occurrence of an event of default.

On 10 March 2023, the Company entered into a new shareholder’s loan agreement with SFK to drawdown a further loan of up to S\$160,000, at a fixed interest rate of 7.5% per annum on each amount

outstanding, calculated on the basis of the actual number of days elapsed in a 365-day year. In the event that the Company shall subscribe for any securities in the SFK, the Company shall be entitled (but not obliged) in their sole and absolute discretion, to set off all or any part of this new shareholder's loan against any subscription monies payable for such securities.

The Company has classified the convertible loan receivable as financial assets at fair value through profit or loss at initial recognition and at the end of the reporting period. The fair value of the convertible loans receivable was determined based on discounted cashflows for an equivalent financial instrument. Consequently, the fair value loss on the convertible loans receivable amounted to S\$686,000 was recognised in the Company's statement of profit or loss and other comprehensive income in financial year ended 31 July 2024 which resulted in a S\$Nil carrying value.

There have been no significant improvements in SFK's financial performance or forecast during the year, accordingly no adjustment to the fair value of the convertible loan receivable has been made for the financial year ended 31 July 2025 and HY FY26.

15. Share capital

	Group and Company	
	<u>No. of shares</u> '000	<u>Amount</u> S\$'000
Issued and paid-up share capital as at 31 July 2025 and 31 January 2026	2,607,007	71,210

There were no changes in the Company's issued share capital since the end of the previous financial period reported on, being 31 July 2025.

There were no treasury shares and subsidiary holdings as at 31 January 2026 and 31 January 2025.

Save as disclosed under Note E16 in relation to the outstanding convertible loans with Lenn International Pte. Ltd. as at 31 January 2026, there were no other outstanding convertibles as at 31 January 2026 and 31 January 2025.

There was no sale, transfer, cancellation and/or use of treasury shares or subsidiary holdings during the current financial period reported on.

16. Loans and borrowings

	Group	
	<u>31-Jan-26</u> S\$'000	<u>31-Jul-25</u> S\$'000
Non-current liabilities		
Convertible loans	500	500
Loans from third-party investors	200	200
	<u>700</u>	<u>700</u>
Current liabilities		
Interest payable on convertible loans	40	10
Interest payable on loans from third-party investors	2	2
	<u>42</u>	<u>12</u>
	<u>742</u>	<u>712</u>
Amount repayable in one year or less, or on demand	-	-
Amount repayable after one year	<u>500</u>	<u>500</u>

Loans from third-party investors

On 27 May 2025, the Company's wholly owned subsidiary, Communa Gold entered into separate loan agreements ("**Loan Agreements**") with five individual lenders ("**third party investors**"), pursuant to which the third-party investors have agreed to extend interest-bearing unsecured term loans amounting to an aggregate principal sum of S\$200,000 to Communa Gold (the "**Loans**"). The Loans have a maturity date of 24 months from the date of Loan Agreements.

Convertible loans

On 29 November 2024, the Company entered into a convertible loan agreement (the "**Convertible Loan Agreement**") with Lenn International Pte. Ltd. (the "**Investor**") and Mr Ng Boon Hui (the "**Guarantor**"), pursuant to which the Investor has agreed to grant an interest-bearing convertible loan for a principal amount of S\$500,000 to the Company (the "**Convertible Loan**"). The Convertible Loan has a maturity date of two (2) years from the date of disbursement thereof, or such other date as may be mutually agreed in writing between the Company and the Investor. Pursuant to the Convertible Loan Agreement, the Investor has been granted the right to convert the Convertible Loan at the issue price of S\$0.003 per Conversion Share (the "**Conversion Price**") into a maximum of 166,666,666 new ordinary shares in the issued and paid-up capital of the Company ("**Shares**") (the "**Conversion Shares**"), fractional shares to be disregarded.

On 8 December 2025, the Company entered into a separate supplemental letter with the Investor to mutually agree to extend the maturity date of the Convertible Loan Agreement from 2 December 2026 to 2 June 2027.

17. Subsequent events

The Company decided to dissolve Superfood Kitchen Pte. Ltd. ("**SFK**") by way of creditors' voluntary liquidation ("**CVL**") on 31 August 2025. Please refer to the Company's announcement dated 31 August 2025 for further information.

Subsequently, with effect from 6 February 2026, the powers of SFK's director(s) have ceased and are now vested in the appointed liquidator. As the Group has effectively lost control of SFK with effect from 6 February 2026, SFK has ceased to be a 75%-owned subsidiary of the Group and will be deconsolidated from the Group's financial statements from 6 February 2026.

F. Other information required by Catalyst Rules Appendix 7C

1. Review

The condensed consolidated statement of financial position of Autagco Ltd. and its subsidiaries as at 31 January 2026 and the related condensed consolidated statement of profit or loss and other comprehensive income, condensed consolidated statements of changes in equity and condensed consolidated statement of cash flows for the three months then ended and certain explanatory notes have not been audited or reviewed. There is no auditors' report issued (including any modifications or emphasis of matter).

2. Review of performance of the Group

Review of Income Statement

Revenue

	<u>Group</u>				
	HY FY26	Contribution	HY FY25	Contribution	Increase / (Decrease)
	S\$'000	%	S\$'000	%	%
Food and beverage ("F&B") revenue - Singapore	95	23%	563	96%	(83%)
Assisted living revenue - Singapore	316	77%	21	4%	>100%
	411	100%	584	100%	>100%

N.M. - not meaningful

The revenue of the Group decreased by S\$0.11 million to S\$0.16 million in 2Q FY26 due to the closures of SFK and TGB outlets of \$0.25 million, offset by the increase in revenue of S\$0.14 million from the assisted living business.

The Group recorded approximately S\$0.10 million revenue from F&B for HY FY26, an increase of S\$0.47 million compared to HY FY25. The decrease in F&B revenue was mainly due to the closures of Superfood Kitchen Pte. Ltd. ("SFK") outlets located at Jurong Point and Raffles City in July 2025 and August 2025, respectively, as well as The Green Bar Pte. Ltd. ("TGB") outlet located at Alexandra Retail Centre in September 2025. Subsequently, both SFK and TGB were placed under creditors' voluntary liquidation.

The assisted living revenue contributed 77% of the Group's total revenue, following the completion of the acquisition of the assisted living business in December 2024, as explained in Note E13 above.

Other operating income

Other operating income decreased by S\$0.02 million in 2Q FY26 due mainly to the absence of waiver of balance consideration in relation to the acquisition of Auspac Financial Advisory Pty. Ltd. ("AFA") of S\$0.23 million in 2Q FY25, offset by the gain on deconsolidation of TGB of S\$0.20 million and the increase of S\$0.01 million due mainly to the increase foreign exchange gain due to the strengthening of Malaysian Ringgit against Singapore Dollar.

Other operating income decreased by S\$0.03 million due mainly to the absence of waiver of balance consideration payable in relation to the acquisition of AFA of S\$0.23 million for HY FY25, offset by the gain on deconsolidation of TGB of S\$0.20 million for HY FY26.

Costs & expenses

Inventories, consumables used decreased by S\$0.10 million to S\$Nil and by S\$0.20 million to S\$0.04 million in 2Q FY26 and HY FY26 respectively due to the closures of SFK and TGB outlets.

Depreciation increased by S\$0.08 million and S\$0.17 million in 2Q FY26 and HY FY26 respectively due to the depreciation of the property, plant and equipment (“PPE”) of the assisted living business. As PPE of the F&B business was substantially impaired as at the financial year ended 31 July 2024, no depreciation on the F&B PPE was recognised in the periods under review.

Amortisation for 2Q FY26 and HY FY26 arose from the amortisation on the intangible asset recognised upon the acquisition of the assisted living business from Crescendo in December 2024.

Employee benefits decreased by S\$0.13 million to S\$0.21 million in 2Q FY26 mainly due to the closures of the SFK and TGB outlets of S\$0.12 million and AFA of S\$0.02 million as it became dormant. This decrease was offset by an increase in employee benefits of S\$0.01 million for the assisted living business for 2Q FY26. For the same reasons, employee benefits decreased by S\$0.20 million to S\$0.49 million in HY FY26.

Finance cost increased by S\$0.02 million to S\$0.04 million in 2Q FY26 and by S\$0.05 million to S\$0.08 million in HY FY26 due to loans from lenders to Communa Gold and Convertible Loan as well as interest on leases for the assisted living business.

Lease expenses decreased by S\$0.02 million to S\$1,000 and by S\$0.03 million to S\$4,000 in 2Q FY26 and HY FY26 respectively mainly due to the closures of the SFK and TGB outlets.

Legal and professional fees decreased by S\$0.05 million to S\$0.10 million in 2Q FY26 mainly due to absence of fees incurred for valuation in relation to purchase price allocation exercise and fair value assessment of convertible loan valuation services as well as professional fees relating to the acquisition of business from Crescendo and the issuance of shares in 2Q FY25.

Legal and professional fees increased by S\$2,000 to S\$0.23 million in HY FY26 mainly due to the professional fees incurred for the preparation of the sustainability report, proposals and tender documents to Singapore Land Authority for assisted living projects. The increase is offset by the savings in audit fees after the closures of SFK and TGB.

Other operating expenses increased by S\$4,000 to S\$0.12 million in 2Q FY26 mainly due to S\$0.06 million incurred for the assisted living business. The increase was offset by a S\$0.06 million decrease in other operating expenses as AFA became dormant and due to the closures of the SFK and TGB outlets.

Other operating expenses increased by S\$0.07 million to S\$0.23 million in HY FY26 mainly due to S\$0.13 million incurred for the assisted living business. The increase was offset by a S\$0.06 million decrease in other operating expenses as AFA became dormant and due to the closures of the SFK and TGB outlets.

As a result of the factors mentioned above, the Group recorded a decrease in total expenses of S\$0.20 million to S\$0.56 million in 2Q FY26 and S\$0.13 million to S\$1.26 million in HY FY26.

Loss before income tax

For the reasons set out above, the Group recorded a loss before tax of S\$0.18 million for 2Q FY26 as compared to a loss before tax of S\$0.24 million for 2Q FY25. The Group recorded a loss of S\$0.61 million in HY FY26 as compared to the loss of S\$0.53 million for HY FY25.

Review of Statement of Financial Position

Non-current assets

Non-current assets decreased by S\$0.19 million to S\$0.99 million as at 31 January 2026, from S\$1.18 million as at 31 July 2025. The increase is mainly attributed to depreciation of S\$0.19 million for the PPE of the assisted living business and amortisation of intangible asset of S\$6,000.

Current assets

The Group's current assets decreased by S\$0.07 million to S\$0.16 million as at 31 January 2026 from S\$0.23 million as at 31 July 2025.

The decrease in inventories of S\$6,000 was due to the closure of the SFK and TGB outlets.

The decrease in trade and other receivables of S\$0.02 million was mainly due to a decrease trade receivables of S\$0.09 million from the closure of SFK and TGB, offset by an increase of S\$0.07 million, due mainly to the payment of a deposit for a rental unit in Geylang, as part of expansion of the assisted living business.

The decrease in cash and cash equivalent of S\$0.05 million is due to the reasons as set out in the "Review of Statement of Cash Flows" section below.

Equity attributable to owners of the Company

The Group was in a net deficit position of S\$2.79 million and S\$1.94 million as at 31 January 2026 2025 and 31 July 2025 respectively. The increase in the deficit was mainly due to (i) the net loss attributable to owners of the Company of S\$0.83 million recorded in HY FY26 and (ii) a decrease in foreign currency translation reserve of S\$0.03 million.

Non-current liabilities

The Group's non-current liabilities increased by S\$0.32 million to S\$2.17 million as at 31 January 2026, from S\$1.85 million as at 31 July 2025. This was mainly due to the increase in trade and other payables for the drawdown of loans from a corporate shareholder of S\$0.28 million and the reclassification of loans from shareholder of S\$0.19 million from current to non-current liabilities following the extension of the maturity dates for two loan agreements. Please refer to the "Interest person transactions ("IPT")" section below for further details. These increases were offset by the decrease of S\$0.16 million in lease liabilities with expiry dates nearer to reporting dates.

Current liabilities

The Group's current liabilities increased by S\$0.06 million to S\$2.24 million as at 31 January 2026, from S\$2.17 million as at 31 July 2025. This was mainly due to increase in trade and other payables and loans and borrowings of S\$0.13 million and S\$0.03 million respectively, being offset by the decrease in lease liabilities and provisions of S\$0.06 million and S\$0.03 million respectively.

The increase in trade and other payables of S\$0.13 million from S\$1.73 million to S\$1.86 million was due to:

- (i) an increase of S\$0.19 million in remuneration payable mainly due to undertaking obtained from a director and executive to not demand payment of their salaries to support the Group's going concern, as mentioned in Note E2;
- (ii) an increase of S\$0.16 million in professional fees and other expenses;
- (iii) an increase of S\$0.02 million due to deposits received from new clients;
- (iv) an increase in amount due to the Chief Operating Officer of S\$0.12 million for expenses paid on behalf of the Group;
- (v) an increase in S\$0.04 million being advance payment from potential investors
- (vi) a decrease of S\$0.19 million due to reclassification of the loans from a corporate shareholder from current to non-current as disclosed in "Non-current liabilities" section above;
- (vii) a decrease of S\$0.18 million due to the closures of SFK and TGB; and

- (viii) a decrease of S\$0.03 million due to payment for purchase consideration for the acquisition of the assisted living business.

The decrease in lease liabilities of S\$0.06 million from S\$0.40 million to S\$0.34 million was due to the closure of SFK and TGB.

The increase in loans and borrowings of S\$0.03 million from S\$0.01 million to S\$0.04 million was due to accrued interest for the convertible loan for HY FY26.

The decrease in provisions of S\$0.03 million was due to the utilisation of deposits to pay for the reinstatement of premises for the SFK outlet at Raffles City and TGB outlet.

Review of Statement of Cash Flows

The Group's net cash flows used in operating activities in HY FY26 was S\$0.09 million, mainly due to net operating cash outflow before changes in working capital of S\$0.55 million and changes in working capital of S\$0.47 million.

The net cash flows used in investing activities in HY FY26 was S\$0.05million, mainly due proceeds from disposal of PPE of S\$7,000, offset by the payment of S\$0.03 million for the acquisition of the assisted living business and currency translation difference of S\$0.03 million due mainly to the strengthening of Thai Baht against the SGD as at the reporting date.

The net cash flows from financing activities in HY FY26 was S\$0.09 million, mainly due to the drawdown of loan from a corporate shareholder of S\$0.28 million, offset by the repayment of lease liabilities and interest of S\$0.18 million and S\$0.01 million respectively.

As a result, cash and cash equivalents stood at S\$0.02 million as at 31 January 2026.

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

No forecast or prospect statement has been previously disclosed to shareholders.

4. 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 operating period and the next 12 months

Assisted living business

The assisted living business in Singapore is expected to continue its steady growth as the country transitions into a super-ageing society, with more than 21% of the population projected to be aged 65 or above in 2026². In response to this demographic shift, the government has introduced a range of new initiatives to support seniors, including community care apartments, home support programmes and other measures aimed at facilitating ageing-in-place and community-based care.

In parallel, the adoption of artificial intelligence (“AI”) in senior care is gaining momentum globally. The AI in healthcare market size is projected to grow at a compound annual growth rate of 36.8% from 2025 to 2034, reaching approximately USD 613.8 billion by 2034³. This presents significant opportunities for assisted living operators to leverage AI for smarter monitoring, predictive health management, cognitive therapy and enhanced operational efficiency that will enable more personalised elderly care plans.

Leveraging on the demographic shift, supportive government initiatives and technological advancements, the Company’s wholly-owned subsidiary, Communa Gold, is well positioned to capture growth opportunities in Singapore’s assisted living sector. To strengthen its service offerings, Communa Gold announced the proposed strategic collaborations with r+ Pte. Ltd. (“r+”), a reputable

² Straits Times, [2026 Outlook: What's next for healthcare - and the top stories of 2025](#)

³ Precedence Research, [Artificial Intelligence in Healthcare Market Size, Share and Trends 2025 to 2034](#)

cross-border real estate developer, and AJJ Medtech Holdings Limited (“**AJJ**”), an integrated medtech solutions provider, in October and November 2025 respectively. The exclusivity period to enter into definitive agreements with r+ has been extended to 9 April 2026. Please refer to the announcement dated 14 January 2026 for more details. Subject to the entry of definitive arrangements, these partnerships are expected to bring together complementary expertise in healthcare technology, senior care solutions and operational support, enabling the Company to deliver more integrated and high-quality assisted living services.

As part of these initiatives, the Company plans to integrate AI and humanoid robotics into its facilities to enhance the assisted living experience. Under the proposed joint venture with r+, the Company is seeking to grow regionally, with the rollout of r+ World Access Series 1 – involving the joint operation and management of up to 15 hospitality projects across 5 countries, namely Singapore, Malaysia, Thailand, Vietnam, Japan. In addition, the Company plans to expand its local presence through participation in the Singapore Land Authority tenders to acquire and manage properties suitable for conversion into assisted living facilities. The Company will provide further updates when there are material developments in relation to these initiatives.

F&B business

The Company has resolved to dissolve SFK and TGB by way of creditors’ voluntary liquidation on 31 August 2025 and 26 September 2025 respectively. Following the shareholders’ and creditors’ meeting convened in respect of TGB and SFK on 19 December 2025 and 6 February 2026 respectively, the powers of TGB’s and SFK’s director(s) have ceased and are now vested in the appointed liquidator. As the Group has effectively lost control of TGB and SFK with effect from 19 December 2025 and 6 February 2026, TGB and SFK ceased to be subsidiaries of the Group and are deconsolidated from the Group’s financial statements from 19 December 2025 and 6 February 2026 respectively.

The Company will continue to provide monthly updates as well as further announcements as and when there are material developments relating to the liquidation pursuant to Catalist Rule 704(22). With this, the Company has fully shifted its focus and resources to its assisted living business.

Advisory business

AFA has remained inactive, with plans to deregister it in the near future. Further updates will be provided as and when appropriate.

5. Dividend

(a) Current Financial Period Reported On

Any dividend declared for the current financial period reported on?

None.

(b) Corresponding Period of the Immediately Preceding Financial Year

Any dividend declared for the corresponding period of the immediately preceding financial year?

None.

(c) Date payable

Not applicable.

(d) Record date

Not applicable.

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

No dividend has been declared/recommended for the period under review in view of the negative earnings.

7. Interested person transactions (“IPT”)

The Group has not obtained any IPT mandate from the shareholders.

Information on the IPTs entered into between the Group and the Interested Persons for the HY FY26 are set out below:

Name of interested person	Nature of relationship	Aggregate value of all interested person transactions during the financial year under review (excluding transactions less than S\$100,000 and transactions conducted under shareholders’ mandate pursuant to Rule 920)	Aggregate value of all interested person transactions conducted under shareholders’ mandate pursuant to Rule 920 (excluding transactions less than S\$100,000)
Aurico Global Holdings Pte. Ltd. (“Aurico”)	Controlling Shareholder	-(1)	-

Note:

- (1) On 7 May 2024, the Company entered into a loan agreement (“**First Loan Agreement**”) with Aurico, pursuant to which, Aurico has agreed to provide the Company a loan facility in an aggregate principal amount of S\$250,000 at the interest rate of 7% per annum and repayable nine (9) months from the date of disbursement. Please refer to the Company’s announcement dated 7 May 2024 for more details.

On 25 October 2024 and 6 January 2025, the Company entered into two separate loan agreements (“**Second Loan Agreement**” and “**Third Loan Agreement**”) with Aurico, pursuant to which, Aurico has agreed to provide the Company further loan facilities totalling a principal of S\$1,750,000 at the interest rate of 2.8% per annum and repayable twenty-four (24) months from the date of disbursement. Please refer to the Company’s announcements dated 25 October 2024 and 6 January 2025 for more details.

As at 31 January 2026, the outstanding principal amounts under the First and Second Loan Agreements are S\$160,000 and S\$731,500 respectively. The Company has yet to commence any drawdown under the Third Loan Agreement. The total interest accrued for HY FY25 amounts to approximately S\$14,000 which is less than S\$100,000.

Subsequently, pursuant to an undertaking by Aurico dated 23 September 2025, the maturity dates for the First Loan Agreement and Second Loan Agreement, originally due on 8 February 2025 and 4 November 2026 respectively, have been extended to 31 March 2027. All other provisions of the First Loan Agreement and Second Loan Agreement shall remain in full force and effect.

8. Confirmation pursuant to Rule 720(1) of the Catalist Rules

The Company has received undertaking from all its Directors and Executive Officers in the format as set out in Appendix 7H under Rule 720(1) of the Catalist Rules.

9. Disclosure pursuant to Rule 706A of the Catalyst Rules

On 31 August 2025, the Company announced the closure of its last SFK Raffles City outlet operated via the Company's 75%-owned subsidiary, Superfood Kitchen Pte. Ltd. ("**SFK**"). Taking into account, among other factors, the limited turnaround prospects of SFK business and the closure of its last Superfood Kitchen outlet, the Company has decided to dissolve SFK by way of creditors' voluntary liquidation ("**SFK CVL**"). The SFK CVL will allow the Group to focus its efforts and resources on operating its assisted living business and explore other viable business opportunities as part of the ongoing strategic review of the Group and its portfolio of businesses.

Following the shareholders' and creditors' meeting convened in respect of TGB and SFK on 19 December 2025 and 6 February 2026 respectively, the powers of TGB's and SFK's director(s) have ceased and are now vested in the appointed liquidator. As the Group has effectively lost control of TGB and SFK with effect from 19 December 2025 and 6 February 2026, TGB and SFK ceased to be subsidiaries of the Group and are deconsolidated from the Group's financial statements from 19 December 2025 and 6 February 2026 respectively.

The Company's wholly-owned dormant subsidiary, LifeBrandz (Thailand) Co., Ltd (incorporated in Thailand), has been declared defunct by the Department of Business Development in Thailand with effect from 11 November 2025.

Save as disclosed above, there were no acquisition or realisation of shares thereby resulting (i) in a change in the shareholding percentage in any of the subsidiary or associated company of the Group or (ii) an entity becoming or ceasing to be (as the case may be) a subsidiary or associated company of the Group during HY FY26. Neither was there any incorporation or striking off of subsidiary or associated company by the Group during HY FY26.

10. Statement pursuant to Rule 705(5) of the Catalyst Rules

The Directors confirm that, to the best of their knowledge, nothing has come to the attention of the Board of Directors which may render the above unaudited financial results for the 2Q FY26 and HY FY26 to be false or misleading in any material aspect.

By Order of the Board

Ng Boon Hui
Executive Chairman and Chief Executive Officer
16 March 2026