

**SPRING ART HOLDINGS BERHAD
COMPANY NO: 201801016143 (1278159-A)****NOTES TO THE INTERIM FINANCIAL STATEMENTS
FOR THE FOURTH QUARTER ENDED 31 DECEMBER 2020****PART A – EXPLANATORY NOTES IN COMPLIANCE WITH MALAYSIAN FINANCIAL REPORTING
STANDARDS (“MFRS”) 134, INTERIM FINANCIAL REPORTING****A1. BASIS OF PREPARATION**

The interim financial report of SPRING ART HOLDINGS BERHAD (“**SPRING**” or “**the Company**”) and its subsidiaries (“**the Group**”) are unaudited and have been prepared in accordance with the requirements of Malaysian Financial Reporting Standards (“**MFRS**”) No. 134: Interim Financial Reporting and Rule 9.22 of Listing Requirements.

This interim financial report should be read in conjunction with the Group’s annual audited financial statements for the year ended 31 December 2019 and the accompanying notes attached to this interim financial report.

A2. SIGNIFICANT ACCOUNTING POLICIES

The significant accounting policies and methods of computation adopted by the Group in this interim financial report are consistent with those adopted as disclosed in the Group’s annual audited financial statements for the year ended 31 December 2019.

Adoption of new or revised MFRSs

The Group and the Company have applied the following standards, amendments to published standards and IC Interpretation approved by Malaysian Accounting Standards Board (“MASB”) for the first time for the financial year beginning on 1 January 2020:

- Amendments to MFRS 2 – *Share-based Payment*
- Amendments to MFRS 3 – *Business Combinations*
- Amendments to MFRS 6 – *Exploration for and Evaluation of Mineral Resources*
- Amendments to MFRS 9, MFRS139 and MFRS 7 – *Interest Rate Benchmark Reform*
- Amendments to MFRS 14 – *Regulatory Deferral Accounts*
- Amendments to MFRS 101 – *Presentation of Financial Statements*
- Amendments to MFRS 108 – *Accounting Policies, Changes in Accounting Estimates and Errors*
- Amendments to MFRS 134 – *Interim Financial Reporting*
- Amendments to MFRS 137 – *Provisions, Contingent Liabilities and Contingent Assets*
- Amendments to MFRS 138 – *Intangible Assets*
- Amendments to IC Interpretation 12 – *Service Concession Arrangements*
- Amendments to IC Interpretation 19 – *Extinguishing Financial Liabilities with Equity Instruments*
- Amendments to IC Interpretation 20 – *Stripping Costs in the Production Phase of a Surface Mine*
- Amendments to IC Interpretation 22 – *Foreign Currency Transactions and Advance Consideration*
- Amendments to IC Interpretation 132 – *Intangible Assets – Web Site Costs*

The adoption of the above MFRSs, amendments to published standards and IC Interpretation did not have any material impact on the current and prior year financial statements of the Group and of the Company.

Standards issued but not yet effective

The following are MFRSs, Amendments to MFRSs and IC Interpretations with effective dates on or after 1 June 2020 issued by MASB and they have not been early adopted by the Group. The Group intends to adopt these new standards, amendments to the published standards and interpretations, if applicable, when they become effective.

(a) Amendments effective for financial period beginning on or after 1 June 2020

- Amendments to MFRS 16 – *Leases for Covid 19 – Related Rent Concessions*

(b) Amendments effective for financial period beginning on or after 1 January 2021

- Amendments to MFRS 9, MFRS 139, MFRS 7, MFRS 4 and MFRS 16 – *Interest Rate Benchmark Reform — Phase 2*

(c) Amendments effective for financial period beginning on or after 1 January 2022

- Amendments to MFRSs contained in the document entitled – *Annual improvements to MFRS Standards 2018 – 2020*
- Amendments to MFRS 3 – *Business Combinations*
- Amendments to MFRS 116 – *Property, Plant and Equipment Proceeds before Intended Use*
- Amendments to MFRS 137 – *Provision, Contingent Liabilities and Contingent Assets for Onerous Contracts – Cost of Fulfilling a Contract*

(d) MFRS and amendments effective for financial period beginning on or after 1 January 2023

- MFRS 17 – *Insurance Contracts*
- Amendments to MFRS 17 – *Insurance Contracts*
- Amendment to MFRS 101 – *Classification of Liabilities as Current or Non-current*

(e) Amendments effective for a date yet to be confirmed

- Amendments to MFRS 10 and MFRS 128 – *Sale or Contribution of Assets between an Investor and its Associate or Joint Venture*
- The existing MFRS 4 and Amendments to MFRS 4 will be withdrawn upon the adoption of the new MFRS 17 which will take effect on or after 1 January 2023.

The initial application of the MFRSs and amendments to the published standards and interpretations is not expected to have any material impact on the financial statements of the Group and of the Company.

A3. AUDITORS' REPORT

The audited financial statements for the financial year ended 31 December 2019 was not subject to any qualification.

A4. SEASONAL OR CYCLICAL FACTORS

Our operations are not significantly affected by seasonal or cyclical patterns as our furniture products are exported to several regions globally, where the differing sales and promotion period of furniture sales in different regions allow us to benefit from consistent sales throughout the year.

A5. EXTRAORDINARY AND EXCEPTIONAL ITEMS

There were no extraordinary and exceptional items of unusual nature affecting assets, liabilities, equity, net income, or cash flows during the current financial quarter under review.

A6. MATERIAL CHANGES IN ESTIMATES OF AMOUNTS REPORTED

There were no material changes in estimates of amounts reported in prior interim periods or prior financial year that have a material effect during the current financial quarter under review.

A7. CHANGES IN DEBT AND EQUITY SECURITIES

Save as disclosed below, there were no issuances, cancellations, repurchases, resale and repayment of debts and equity during the current financial quarter under review.

A8. DIVIDENDS PAID

There were no dividends paid for the current financial quarter under review.

A9. SEGMENTAL INFORMATION

For management purposes, majority of the operations of the Group is involved in the manufacturing of office and household furniture. There were no separate business units for the purpose of making decisions about resource allocation and performance assessment by the Managing Director.

The Group operates only in Malaysia hence there is no disclosure of geographical segments on the non-current assets. Sales to external customers disclosed in geographical segments are based on the geographical location of its customers.

The following table provides an analysis of the Group's revenue by geographical segment:

	INDIVIDUAL QUARTER		CUMULATIVE QUARTER	
	31.12.2020	31.12.2019	31.12.2020	31.12.2019
	RM'000	RM'000	RM'000	RM'000
Middle East	10,723	11,207	41,450	37,825
Asia Pacific	1,877	5,242	7,943	20,527
North America and Latin America	2,440	585	3,759	1,846
Europe	82	251	927	417
Africa	213	-	333	816
Total	15,335	17,285	54,412	61,431

A10. VALUATION OF PROPERTY, PLANT AND EQUIPMENT

In compliance with the Group's policy on the revaluation of landed properties, the valuation was completed in November 2020 which has resulted in the increase in the revalued amount by RM 4.82 million. The surplus has been incorporated in the period ended 31 December 2020.

A11. MATERIAL EVENTS SUBSEQUENT TO THE END OF THE CURRENT FINANCIAL QUARTER

Saved as disclosed in Note B6, there were no other material events subsequent to the end of the current financial quarter that have not been reflected in this interim financial report.

A12. CHANGES IN THE COMPOSITION OF THE GROUP

On 12 November 2020, the Company had incorporated a wholly-owned subsidiary, namely Elisa Home Sdn. Bhd., a company incorporated in Malaysia under the Companies Act, 2016 with an issued share capital of RM1.00 divided into 1 ordinary share.

A13. CHANGES IN CONTINGENT LIABILITIES/ASSETS

As at the date of this report, The Group has contingent liabilities as follows:

	RM'000
Corporate guarantees for credit facilities granted to subsidiary companies (unsecured)	25,320

A14. CAPITAL COMMITMENTS

The material capital commitments of the Group as at 31 December 2020 are as follows:

	As at 31.12.2020 RM'000	As at 31.12.2019 RM'000
Authorised and Contracted for:		
Application for access road	260	260
Purchase of property, plant and equipment	635	-
	895	260

A15. RELATED PARTY TRANSACTIONS

There were no related party transactions in the current financial quarter under review.

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PART B - EXPLANATORY NOTES PURSUANT TO CHAPTER 9, APPENDIX 9B OF THE LISTING REQUIREMENTS OF BURSA MALAYSIA SECURITIES BERHAD

B1. PERFORMANCE REVIEW

(a) Results for current quarter

	INDIVIDUAL QUARTER		CHANGES	
	Current Year Quarter 31.12.2020 RM'000	Preceding Year Corresponding Quarter 31.12.2019 RM'000	RM'000	%
Revenue	15,335	17,285	(1,950)	(11.3)
PBT	1,669	1,434	235	16.4

The Group recorded revenue of RM15.34 million for the current financial quarter ended 31 December 2020 ("Q4 2020"), a decrease of 11.3% as compare to the same quarter ended 31 December 2019 ("Q4 2019"). The decrease was mainly due to the acute global shortage of containers in Q4 2020.

The peak volumes of Chinese goods headed to the United States since July 2020 has led to overwhelmed United States' ports. This significant congestion has delayed the empty containers returned to Asia and resulted this unusual hitch in freight marketplace.

The Group's revenue was derived from the design and development, manufacturing as well as marketing and sales of office furniture, bedroom furniture, living room furniture as well as other types of furniture. Middle East was the largest market contributing to the Group's revenue accounting for approximately 70.00% of the total revenue in current financial quarter.

The Group registered a PBT of RM1.67 million in Q4 2020 as compared to RM1.43 million in Q4 2019. Higher PBT recorded in Q4 2020 was mainly due to the RM 0.95mil of gain on valuation for land and buildings.

(b) Results for financial year-to-date

	CUMULATIVE QUARTER		CHANGES	
	Current Year-To-Date 31.12.2020 RM'000	Preceding Year Corresponding Period 31.12.2019 RM'000	RM'000	%
Revenue	54,412	61,431	(7,019)	(11.43)
PBT	8,264	10,441	(2,177)	(20.85)

The Group recorded revenue of RM54.41 million in Q4 2020, a decrease of RM7.02 million or 11.43% from RM61.43 million in Q4 2019. The lower revenue in cumulative Q4 2020 was mainly due to the 8 weeks of disruption in production during the period of Movement Control Order (MCO) in the first half of the current year.

The volatile and challenging macro environment have hampered the consumer sentiment, which impacted the marketing plans and product launch of some customers. As a result, PBT has decreased from RM10.44 million in Year 2019 to RM8.26 million in Year 2020.

B2. COMPARISON WITH IMMEDIATE PRECEDING QUARTER RESULTS

	INDIVIDUAL QUARTER		CHANGES	
	Current Year Quarter 31.12.2020 RM'000	Preceding Quarter 30.09.2020 RM'000	RM'000	%
Revenue	15,335	17,303	(1,968)	(11.37)
PBT	1,669	3,949	(2,280)	(57.74)

The Group recorded revenue of RM15.34 million in Q4 2020 as compared to RM17.30 million in Q3 2020, a decrease of RM1.97 million during current financial quarter.

The decrease of revenue was due to the shortage of containers faced, most of the containers unable to ship out in December 2020. Therefore, it caused the lower revenue and higher stock level recorded in Q4 2020. As a result, the Group registered a PBT of RM1.67 million in Q4 2020, a decrease of RM2.28 million from RM3.95 million in the preceding quarter.

B3. PROSPECT AND OUTLOOK FOR THE CURRENT FINANCIAL YEAR

Ready-to-assemble (RTA) furniture products become popular as people will prefer online shopping to avoid crowded area. RTA furniture products are more suitable to online sales compared to assembled furniture products. Assembled furniture is bulky and it caused the storage cost and transportation cost is much higher compare to RTA furniture products. Compared to assembled furniture products, transport companies will prefer RTA furniture products because are easier to handle as they are in flat pack format.

A wholly owned subsidiary, Elisa Home Sdn Bhd has been incorporated in month of November 2020. This subsidiary will cater the online sales to local market, this is the first time that the Group involved in conducting B2C e-commerce business. The Group believes that the new marketing B2C strategy is the business trend in next few years.

The construction of Factory C will be conducted and estimated to complete by July 2022. Currently, our total annual production capacity is 393,165 units, Factory C is expected to increase our annual capacity to reach a combined manufacturing capacity of approximately 730,169 units.

With the increasing production capacity, the Group is now focusing in driving more research and development activities in enhancing our products to better suit the needs of our customers. The Group businesses will continue with their business plans to expand market coverage and product range and at the same time, remain vigilant and responsive to market changes.

B4. VARIANCE OF ACTUAL PROFIT FROM FORECAST PROFIT

The Group did not issue any profit forecast or profit guarantee during the current financial quarter under review.

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B5. INCOME TAX EXPENSE

	INDIVIDUAL QUARTER		CUMULATIVE QUARTER	
	31.12.2020	31.12.2019	31.12.2020	31.12.2019
	RM'000	RM'000	RM'000	RM'000
Current tax expense	328	464	1,522	2,007
Deferred tax expense	68	118	240	366
Total tax expense	396	582	1,762	2,373
Effective tax rate (a) (%)	23.63	40.59	21.30	22.73

Notes:

- (a) The Group's effective tax rate for the year-to-date was lower than the statutory tax rate of 24% mainly due to the utilisation of tax credit i.e. capital allowance.

B6. STATUS OF CORPORATE PROPOSALS

On 10 November 2020, the Company had announced that the Company proposes to undertake a bonus issue of 166,274,800 free warrants ("Warrants") on the basis of two (2) warrants for every five (5) existing ordinary shares in the Company held on an entitlement date 23 February 2021.

The Warrants have a tenure of four (4) years commencing from and inclusive of the date of the issue of the Warrants i.e. 4 March 2021. The exercise price of the Warrants is RM0.28 per Warrant. Subsequently, the Proposed Bonus Warrants was approved by the shareholders of the Company at an extraordinary general meeting held on 8 February 2021. It was completed on 4 March 2021, following the listing and quotation of 166,274,800 Warrants A on the ACE Market of Bursa Malaysia Securities Berhad.

B7. UTILISATION OF PROCEEDS RAISED FROM THE IPO

The estimated gross proceeds arising from Public Issue of approximately RM24.42 million shall accrue entirely to us and will be utilised in the following manner:

Utilisation of proceeds	Estimated timeframe for utilisation	Proposed utilisation	Actual utilisation (a)	Unutilised Amount
		RM'000	RM'000	RM'000
Machinery for Factory C	24 months	17,550	-	17,550
General working capital	24 months	3,672	-	3,672
Estimated listing expenses	1 month	3,200	3,200	-
		24,422	3,200	21,222

Note:

- (a) The utilisation of proceeds disclosed above should be read in conjunction with the Prospectus of the Company dated 16 October 2019.

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B8. GROUP'S BORROWINGS AND DEBT SECURITIES

The Group's borrowings are as follows:

	As At 31.12.2020 RM'000	As At 31.12.2019 RM'000
Non-current :		
Term loan	4,851	5,560
	<u>4,851</u>	<u>5,560</u>
Current :		
Term loan	692	633
	<u>692</u>	<u>633</u>
Total borrowings	<u>5,543</u>	<u>6,193</u>

All the Group's borrowings are secured and denominated in Ringgit Malaysia.

B9. FINANCIAL INSTRUMENTS - DERIVATIVES

The Group uses derivative financial instruments, mainly foreign currency forward contracts to hedge its exposure to fluctuations in foreign exchange arising from sales. The Group does not hold or issue derivative financial instruments for trading purposes.

The details of the outstanding foreign currency forward contracts are as follows: -

	<u>NOTIONAL AMOUNT AS AT</u>		<u>FAIR VALUE GAIN AS AT</u>	
	31.12.2020 RM'000	31.12.2019 RM'000	31.12.2020 RM'000	31.12.2019 RM'000
Foreign currency contracts				
Less than one year	7,023	6,972	89	128

The above instruments are executed with credit worthy financial institutions in Malaysia. The Directors are of the view that the possibility of non-performance by these financial institutions is remote on the basis of their financial strength. There are also no cash requirements risks as the Group only uses foreign currency forward contracts as its hedging instruments. The fair value changes have been recognised in the profit and loss.

B10. MATERIAL LITIGATION

There were no material litigation involving the Group as at 31 December 2020.

B11. DIVIDEND

The Board of Directors is pleased to propose a final single tier tax-exempt dividend of RM0.004 per ordinary share for the financial year ended 31 December 2020. The proposed final dividend is subject to shareholders' approval in the forthcoming Annual General Meeting.

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B12. DISCLOSURE ON SELECTED EXPENSE/ INCOME ITEMS AS REQUIRED BY THE LISTING REQUIREMENTS

Profit before tax is arrived after charging/ (crediting): -

	INDIVIDUAL QUARTER		CUMULATIVE QUARTER	
	31.12.2020	31.12.2019	31.12.2020	31.12.2019
	RM'000	RM'000	RM'000	RM'000
Depreciation of property, plant and equipment	502	342	1,826	1,725
Depreciation of right-of-use assets	217	295	864	295
Fair value gain on derivative financial instruments	(163)	(238)	(89)	(128)
Revaluation gain on property, plant and equipment	(949)	-	(949)	-
Gain on disposal of property, plant and equipment	(163)	-	(161)	-
Loss /(Gain) on foreign exchange				
Realised	37	41	15	(37)
Unrealised	70	129	126	120
Interest income	(111)	(115)	(592)	(178)
Finance costs	127	75	340	308

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B13. EARNINGS PER SHARE

Basic earnings per share

Basic earnings per share amount are calculated by dividing the profit attributable to Owners of the Parent by the weighted average number of ordinary shares outstanding during the period.

		<u>INDIVIDUAL QUARTER</u>		<u>CUMULATIVE QUARTER</u>	
		<u>31.12.2020</u>	<u>31.12.2019(a)</u>	<u>31.12.2020</u>	<u>31.12.2019(a)</u>
		<u>RM'000</u>	<u>RM'000</u>	<u>RM'000</u>	<u>RM'000</u>
Earnings attributable to owner of the Parent	(RM)	1,273	852	9,527	8,068
Number of ordinary shares after IPO	(shares)	415,687	318,000	415,687	318,000
Basic earnings per share (b)	(sen)	0.31	0.46	1.56	4.35
Diluted earnings per share (c)	(sen)	0.31	0.46	1.56	4.35

Notes:

- (a) Basic earnings per share is calculated based on enlarged share capital of 318,000,000 shares before our IPO. Diluted EPS of the Company for the individual quarter ended 31 December 2019 and period-to-date 31 December 2019 is equivalent to the basic earnings per share as the Company does not have any convertible options as at the end of 31 December 2019.
- (b) Basic earnings per share is calculated based on the Company's number of ordinary shares at the end of the reporting period which is 415,687,000 shares.
- (c) Diluted earnings per share of the Company for the individual quarter ended 31 December 2020 and year-to-date ended 31 December 2020 is equivalent to the basic earnings per share as the Company does not have any convertible options as at the end of the reporting period.

Board of Directors
Spring Art Holdings Berhad
17th March 2021