



## **XiDeLang Holdings Ltd**

(Bermuda Company No. 43136)  
(Malaysian Foreign Company Registration No. 995210-W)

# **INTERIM FINANCIAL REPORT FOR THE PERIOD ENDED 30 JUNE 2020**

<b><u>CONTENTS</u></b>	<b><u>PAGE</u></b>
<b>CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME</b>	<b>1</b>
<b>CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION</b>	<b>2</b>
<b>CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY</b>	<b>3</b>
<b>CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS</b>	<b>4</b>
<b>EXPLANATORY NOTES PURSUANT TO MALAYSIAN FINANCIAL REPORTING STANDARD 134 (“MFRS 134”)</b>	<b>5 – 10</b>
<b>ADDITIONAL INFORMATION REQUIRED BY BURSA SECURITIES</b>	<b>11 – 19</b>
<b>APPENDICES</b>	
<b>- FINANCIAL STATEMENTS TRANSLATED INTO RINGGIT MALAYSIA (FOR ILLUSTRATIVE PURPOSE ONLY)</b>	<b>20 – 24</b>



**CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME  
(UNAUDITED)**

	<b>3 months ended 30.06.2020<sup>(1)</sup> RMB'000</b>	<b>01.01.2019 to 30.06.2020<sup>(1)</sup> RMB'000</b>
Revenue	69,140	626,567
Cost of Sales	<u>(51,579)</u>	<u>(471,397)</u>
Gross Profit ("GP")	17,561	155,170
Other Income	837	4,833
Distribution Costs	(47)	(485)
Administrative and Other Expenses	(16,222)	(95,461)
Finance Costs	<u>(158)</u>	<u>(94)</u>
<b>Profit before Tax ("PBT")</b>	1,971	63,113
Tax Expense	<u>(1,593)</u>	<u>(28,773)</u>
<b>Profit for the Period ("PAT")</b>	<u><u>378</u></u>	<u><u>34,340</u></u>
<b>Other Comprehensive Income:</b>		
Foreign currency translations	<u>-</u>	<u>-</u>
Other Comprehensive Income, net of tax	<u>-</u>	<u>-</u>
<b>Total Comprehensive Income</b>	<u><u>378</u></u>	<u><u>34,340</u></u>
<b>Profit attributable to:</b>		
Equity holders of the parent	<u><u>378</u></u>	<u><u>34,340</u></u>
<b>Total Comprehensive Income attributable to:</b>		
Equity holders of the parent	<u><u>378</u></u>	<u><u>34,340</u></u>
<b>Earnings per share attributable to equity holders of the parent</b>		
- Basic <sup>(2)</sup> (RMB cent)	0.02	1.90
- Diluted <sup>(2)</sup> (RMB cent)	0.02	1.90

**Notes:**

(1) *The Condensed Consolidated Statement of Comprehensive Income should be read in conjunction with the annual report and audited financial statements for the financial year ended 31 December 2018 and the accompanying explanatory notes attached to this interim financial report.*

*Due to the change of financial year end from 31 December to 30 June, no comparative figures are available for the current financial period and year-to-date ended 30 June 2020 as it is not comparable with that of the corresponding quarter and period of the preceding financial year.*

(2) *Refer Note B9 for further details.*

**CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION  
(UNAUDITED)**

	As at 30.06.2020 <sup>(1)</sup> RMB'000	As at 31.12.2018 RMB'000 (audited)
<b>ASSETS</b>		
<b>Non-Current Assets</b>		
Property, plant and equipment	520,332	536,377
Land use rights	44,852	46,678
	565,184	583,055
<b>Current Assets</b>		
Inventories	1,874	1,520
Trade and other receivables (Note @)	115,476	150,807
Current tax assets	1,704	437
Cash and cash equivalents	862,065	805,983
	981,119	958,747
<b>TOTAL ASSETS</b>	<b>1,546,303</b>	<b>1,541,802</b>
<b>EQUITY AND LIABILITIES</b>		
<b>Equity attributable to equity holders of the parent</b>		
Share capital	452,534	452,534
Reserves	990,662	956,322
<b>TOTAL EQUITY</b>	1,443,196	1,408,856
<b>Non-current Liabilities</b>		
Deferred tax liabilities	24,318	22,274
<b>Current Liabilities</b>		
Trade and other payables (Note #)	66,389	98,272
Current tax liabilities	-	-
Bank borrowings	12,400	12,400
	78,789	110,672
<b>TOTAL LIABILITIES</b>	103,107	132,946
<b>TOTAL EQUITY AND LIABILITIES</b>	<b>1,546,303</b>	<b>1,541,802</b>
<b>Net assets per share (RMB)<sup>(2)</sup></b>	0.80	0.78

*Notes:*

- (1) *The Condensed Consolidated Statement of Financial Position should be read in conjunction with the annual report and audited financial statements for the financial year ended 31 December 2018 and the accompanying explanatory notes attached to this interim financial report.*
- (2) *Calculated based on the number of ordinary shares outstanding (excluding treasury shares) as at the end of the respective financial period(s).*

Remark

- (@) *Average credit terms granted to trade receivables by the Group are 120 days.*
- (#) *Average credit terms granted by trade payables to the Group are 120 days.*



## CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY (UNAUDITED)

Period ended 30 June 2020 <sup>(1)</sup>	Non-distributable						Distributable		Total equity RMB'000
	Share capital RMB'000	Share premium RMB'000	Capital redemption reserve RMB'000	Statutory surplus reserve RMB'000	Merger deficit RMB'000	Exchange translation reserve RMB'000	Treasury shares RMB'000	Retained earnings RMB'000	
Balance at 1 January 2019	452,534	2,290	417,225	42,973	(204,906)	33,401	(1)	665,340	1,408,856
Total comprehensive income	-	-	-	-	-	-	-	34,340	34,340
<b>Transactions with owners</b>									
Transfer to statutory surplus reserve	-	-	-	6,278	-	-	-	(6,278)	-
	-	-	-	6,278	-	-	-	(6,278)	-
Balance at 30 June 2020	452,534	2,290	417,225	49,251	(204,906)	33,401	(1)	693,402	1,443,196

Note:

(1) The Condensed Consolidated Statement of Changes in Equity should be read in conjunction with the annual report and audited financial statements for the financial year ended 31 December 2018 and the accompanying explanatory notes attached to this interim financial report.

Due to the change of financial year end from 31 December to 30 June, no comparative figures are available for the current financial period and year-to-date ended 30 June 2020 as it is not comparable with that of the corresponding quarter and period of the preceding financial year.



**CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS  
(UNAUDITED)**

	01.01.2019 to 30.06.2020 <sup>(1)</sup> RMB'000
Profit before tax	63,113
Adjustments for non-operating cash flows:	
Non-cash items	24,506
Non-operating items	<u>(3,877)</u>
Operating profit before working capital changes	83,742
Changes in working capital	
Net change in current assets	34,164
Net change in current liabilities	<u>(31,882)</u>
Cash generated from operating activities	86,024
Income tax paid	<u>(27,996)</u>
Net cash from operating activities	<u>58,028</u>
Investing activities	
Interest received	4,821
Purchase of property, plant and equipment	<u>(5,823)</u>
Net cash used in investing activities	<u>(1,002)</u>
Financing activities	
Interest paid	(944)
Drawdown of borrowings	24,800
Repayment of borrowings	<u>(24,800)</u>
Net cash used in financing activities	<u>(944)</u>
Net change in cash and cash equivalents	56,082
Cash and cash equivalents at beginning of financial period	<u>805,983</u>
Cash and cash equivalents at end of financial period	<u>862,065</u>
Cash and cash equivalents at end of financial period	
Cash and bank balances	<u>862,065</u>

*Note:*

- (1) *The Condensed Consolidated Statement of Cash Flows should be read in conjunction with the annual report and audited financial statements for the financial year ended 31 December 2018 and the accompanying explanatory notes attached to this interim financial report.*

*Due to the change of financial year end from 31 December to 30 June, no comparative figures are available for the current financial period and year-to-date ended 30 June 2020 as it is not comparable with that of the corresponding quarter and period of the preceding financial year.*

## A. EXPLANATORY NOTES PURSUANT TO MALAYSIAN FINANCIAL REPORTING STANDARD 134 (“MFRS 134”)

### A1. BASIS OF PREPARATION

The condensed consolidated interim financial statements as contained in this interim financial report are unaudited and have been prepared under the historical cost convention except otherwise stated.

These unaudited interim financial statements have been prepared in accordance with the requirements of MFRS 134: *Interim Financial Reporting* issued by the Malaysian Accounting Standards Board (“MASB”) and Paragraph 9.22 and Appendix 9B of the Main Market Listing Requirements (“MMLR”) issued by Bursa Malaysia Securities Berhad (“Bursa Securities”).

These unaudited interim financial statements should be read in conjunction with the annual report and audited consolidated financial statements for the financial year ended 31 December 2018 and the accompanying explanatory notes attached to this interim financial report. The explanatory notes contained herein provide an explanation of events and transactions that are significant to understanding of the changes in the financial position and performance of the Group since the financial year ended 31 December 2018.

The significant accounting policies and methods of computation applied in these unaudited interim financial statements are consistent with those adopted in the most recent annual financial statements for the financial year ended 31 December 2018, save for the adoption of the following MFRS and Amendments to MFRSs during the current financial period as disclosed below:

#### Effective for annual periods commencing on or after 1 January 2019

- MFRS 16 *Leases*
- Amendments to MFRS 3 (*Annual Improvements to MFRS Standards 2015 – 2017 Cycle*)
- Amendments to MFRS 9 *Prepayment Features with Negative Compensation*
- Amendments to MFRS 11 (*Annual Improvements to MFRS Standards 2015 – 2017 Cycle*)
- Amendments to MFRS 112 (*Annual Improvements to MFRS Standards 2015 – 2017 Cycle*)
- Amendments to MFRS 119 (*Plan Amendment, Curtailment or Settlement*)
- Amendments to MFRS 123 (*Annual Improvements to MFRS Standards 2015 – 2017 Cycle*)
- Amendments to MFRS 128 *Long-term Interests in Associates and Joint Ventures*
- IC Interpretation 23 *Uncertainty over Income Tax Treatments*

The adoption of the above MFRSs, Amendments to MFRSs and IC Interpretation did not have any significant financial impact to the Group upon their initial application.

## **A1. BASIS OF PREPARATION (cont'd)**

The following MFRSs and Amendments to MFRSs have been issued by the MASB but have not been early adopted by the Group:

### Effective for annual periods commencing on or after 1 January 2020

*Amendments to References to the Conceptual Framework in MFRS Standards*, as issued by MASB on 30 April 2018

*Amendments to MFRS 3 Definition of a Business*

*Amendments to MFRS 101 and MFRS 108 Definition of Material*

*Amendments to MFRS 9, MFRS 139 and MFRS 7 Interest Rate Benchmark Reform*

### Effective for annual periods commencing on or after 1 June 2020

*Amendment to MFRS 16 Covid-19 Related Rent Concessions*

### Effective for annual periods commencing on or after 1 January 2021

*MFRS 17 Insurance Contracts*

### Effective for annual periods commencing 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 Reference to the Conceptual Framework*

*Amendments to MFRS 116 Proceeds before Intended Use*

*Amendments to MFRS 137 Onerous Contracts – Cost of Fulfilling a Contract*

### Deferred

*Amendments to MFRS 10 and MFRS 128 Sale or Contribution of Assets between an Investor and its Associate or Joint Venture*

The Group is in the process of assessing the impact of implementing these accounting standards and amendments, since the effects would only be observable for the future financial years.

## **A2. AUDITORS' REPORT ON PRECEDING ANNUAL FINANCIAL STATEMENTS**

The auditors' report on the Group's most recent annual audited financial statements for the financial year ended 31 December 2018 were not subject to any qualification.

## **A3. SEASONALITY OR CYCLICALITY OF OPERATION**

Save for the seasonality that is inherent in the sportswear industry, our Group's operations are not exposed to any anomalous cyclical fluctuation.

## **A4. UNUSUAL ITEMS**

Save for the impact due to COVID-19 pandemic on the overall economic environment which our Group is inevitably exposed to, there were no unusual items affecting the assets, liabilities, equity, net income or cash flows of the Group during the current quarter and financial period under review.

## A5. MATERIAL CHANGES IN ESTIMATES

There were no significant changes in estimates of amounts reported in prior financial years that have a material impact on the current quarter and financial period under review.

## A6. DEBTS AND EQUITY SECURITIES

### ▪ *Proposed Bonus Issue of Warrants*

The Company had, on 3 December 2018, proposed to undertake a bonus issue of up to 902,441,557 free warrants in the Company ("**Warrants D**") on the basis of 1 Warrant D for every 2 existing ordinary shares of USD0.04 each in the Company ("**XDL Shares**") held by registered holders of XDL Shares on an entitlement date to be determined and announced later ("**Proposed Bonus Issue of Warrants**").

The Proposed Bonus Issue of Warrants was subsequently approved by the shareholders of the Company at an Extraordinary General Meeting held on 2 January 2019, with the entitlement date fixed on 17 January 2019.

The Proposed Bonus Issue of Warrants had been completed on 25 January 2019, following the listing of and quotation for 902,441,557 Warrants D on the Main Market of Bursa Securities. Relevant announcement has been made to Bursa Securities.

### ▪ *Proposed Par Value Reduction and Proposed ESOS*

The Company had, on 22 July 2020, proposed to undertake the following:

- (i) par value reduction via cancellation of USD0.039 of the par value of every existing issued and unissued share of the Company of USD0.04 pursuant to Sections 45 and 46 of the Companies Act, 1981 of Bermuda ("**Proposed Par Value Reduction**"); and
- (ii) establishment of an employees' share options scheme involving up to 15% of the total number of issued shares of the Company (excluding treasury shares, if any) for eligible directors and employees of the Company and its subsidiaries ("**Proposed ESOS**").

The Proposed Par Value Reduction and Proposed ESOS are subject to the approval of shareholders at the forthcoming Special General Meeting to be convened on 3 September 2020. Relevant details have been announced to Bursa Securities.

Save for the above, there was no other issuance, cancellation, repurchase, resale and repayment of debts and equity securities during the current quarter and financial period under review.





## A7. DIVIDEND PAID

The Board of Directors did not recommend any payment of dividend during the current quarter and financial period under review.

## A8. SEGMENT INFORMATION

The Group's activities are predominantly in designing, manufacturing and marketing of sports shoes as well as designing and marketing of sports apparel, accessories and equipment within the People's Republic of China ("PRC" or "China"). The Group's operations are concentrated in Jinjiang City, Fujian Province of the PRC, which represents its principal place of business and in which the assets and liabilities of the Group are located.

Due to the similarities in the business operations between the two operating subsidiaries in the PRC, the Group's chief operating decision maker, the Group's Chief Executive Officer in this context manages the operations within the Group as a whole in single segment and relies on internal reports which are similar to those currently disclosed externally to make decisions about allocation of resources.

The Group evaluates performance on the basis of revenue from the respective operations. The analysis is as follows:

	Own-branding RMB'000	Original design manufacturer ("ODM") RMB'000	Total RMB'000
<b>3 months ended 30 June 2020</b>			
Revenue – Sport Shoes	14,919	54,221	69,140
<b>1 January 2019 to 30 June 2020</b>			
Revenue – Sport Shoes	209,745	416,822	626,567

Accordingly, no further segmental analysis is available for disclosure except for the following entity-wide disclosures as required by MFRS 8.



## A8. SEGMENT INFORMATION (cont'd)

### *Revenue by region*

During the financial period under review, the Group derived all of its revenue from the PRC. In view of the vast geographical areas within the PRC, customers can be stratified on a regional basis within the PRC. The following is an analysis of the Group's revenue by region by location of customers, irrespective of the origin of the goods/services and based on the following regional groupings:

- Eastern region includes Jiangsu and Shandong.
- Southern region includes Fujian, Hubei, Hunan, Jiangxi and Anhui.
- Western region includes Sichuan, Guangxi, Guizhou, Yunnan, Chongqing, Gansu, Xinjiang and Shaanxi.
- Northern region includes Beijing, Henan, Heilongjiang, Liaoning, Shanxi and Jilin.

	<b>3 months ended 30.06.2020 RMB'000</b>	<b>01.01.2019 to 30.06.2020 RMB'000</b>
Within the PRC:		
- Eastern region	1,160	15,286
- Southern region	58,527	477,509
- Western region	5,300	74,144
- Northern region	4,153	59,628
	<b>69,140</b>	<b>626,567</b>

## A9. MATERIAL EVENTS

Due to the abrupt resignation of the Company's external auditors as a result of the sanctions imposed on them by the Audit Oversight Board which, inter alia, prohibits them from auditing the financial statements of a public interest entity for 12 months with effect from 25 November 2019, the Board of Directors after due consideration decided to change the financial year end of the Company from 31 December to 30 June.

The change of financial year end is made to allow adequate time for the Company to finalise the appointment of new external auditors, and for the new external auditors to perform the necessary audit procedures in forming an audit opinion on the Group's financial statements.

Save for the above, there is no other material event subsequent to the end of the current quarter and financial period under review that have not been reflected in this interim financial report or announced to Bursa Securities.

## A10. CHANGES IN THE COMPOSITION OF THE GROUP

There were no other changes in the composition of the Group during the current quarter and financial period under review.



#### **A11. CHANGES IN CONTINGENT LIABILITIES**

There are no material contingent liabilities as at the date of this report.

#### **A12. CAPITAL COMMITMENTS**

Capital commitments not provided for in the financial statements as at 30 June 2020 is as follows:

	<b>As at 30.06.2020 RMB'000</b>
<b>Property, plant and equipment</b>	
Approved but not contracted for	<u>31,142</u>

#### **A13. RELATED PARTY TRANSACTIONS**

There was no related party transaction entered into by the Group during the current quarter and financial period under review.

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## B. ADDITIONAL INFORMATION REQUIRED BY THE MAIN MARKET LISTING REQUIREMENTS OF BURSA MALAYSIA SECURITIES BERHAD

### B1. ANALYSIS OF PERFORMANCE

	3 months ended		Changes	
	30.06.2020 RMB'000	30.06.2019 RMB'000	RMB'000	%
Revenue	69,140	129,516	(60,376)	- 46.6
Gross profit	17,561	31,709	(14,148)	- 44.6
Profit before tax	1,971	16,475	(14,504)	- 88.0
Profit after tax / Profit attributable to equity holders of the parent	378	7,909	(7,531)	- 95.2

#### Revenue

Our Group recorded total revenue of approximately RMB69.1 million for 3-months ended 30 June 2020 ("**Current Quarter 2020**"), lower by approximately 46.6% as compared to 3-months ended 30 June 2019 ("**Corresponding Quarter 2019**").

The moderation in sales performance was primarily due to lower sales volume achieved during the Current Quarter 2020; as a result of interruption in market activities due to COVID-19 pandemic, as illustrated below:

	3 months ended	
	30.06.2020	30.06.2019
<b>Own-branding Division</b>		
Volume sold ('000 pairs)	179	588
Movement	- 69.6%	
<b>ODM Division</b>		
Volume sold ('000 pairs)	764	1,147
Movement	- 33.4%	

#### Profitability

Our Group recorded gross profit of approximately RMB17.6 million during the Current Quarter 2020, lower by approximately 44.6% as compared to Corresponding Quarter 2019; as a result of the decrease in sales.

This, in turn, has affected our Group's profit after tax, stood at RMB0.4 million for the Current Quarter 2020 (Corresponding Quarter 2019: RMB7.9 million).



## B2. VARIATION OF RESULTS AGAINST PRECEDING QUARTER

	3 months ended		Changes	
	30.06.2020 RMB'000	31.03.2020 RMB'000	RMB'000	%
Revenue	69,140	83,388	(14,248)	- 17.1
Gross profit	17,561	21,725	(4,164)	- 19.2
Profit before tax	1,971	8,352	(6,381)	- 76.4
Profit after tax / Profit attributable to equity holders of the parent	378	4,919	(4,541)	- 92.3

The disruption to market activities caused by COVID-19 pandemic persisted during the 3-months ended 30 June 2020. Consequentially, lower sales were recorded by our Group during the Current Quarter 2020, decreased by approximately 17.1% as compared to preceding quarter ended 31 March 2020.

This, in turn, has affected our Group's profitability. Our Group's profit before tax and after tax stood at approximately RMB2.0 million and RMB0.4 million respectively, lower as compared to preceding quarter ended 31 March 2020.

### ADDITIONAL INFORMATION – TRADE RECEIVABLES

	As at	
	30 June 2020 RMB'000	31 March 2020 RMB'000
Trade receivables – third party	117,259	126,739
Allowance for expected credit loss	(1,783)	(1,566)
	<u>115,476</u>	<u>125,173</u>

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### B3. TAX EXPENSES

	<b>3 months ended</b>	
	<b>30.06.2020</b>	<b>30.06.2019</b>
	<b>RMB'000</b>	<b>RMB'000</b>
Tax expenses	1,593	8,566
Effective tax rate	80.8%	52.0%

As our Group's principal operations are carried out in China, the effective tax rate reported by our Group is generally correlated to the statutory tax rate applicable in China. During the current quarter under review, the effective tax rate stood at 69.7%; higher than the prevailing statutory tax rate in the PRC. This was primarily attributable to the following factors:

- (i) Certain expenses non-allowable for tax deduction were added back in estimating the provision for current tax liabilities;
- (ii) Additional deferred tax liabilities provided in relation to the expected withholding tax on undistributed profits of the PRC subsidiaries;
- (iii) Additional adjustment made to write-off current tax assets where the recoverability is uncertain; and
- (iv) Non-availability of Group's relief, where losses incurred by the investment holding entities within the Group were not allowed to be offset against the taxable profit of the operating subsidiary of the Group. Further details are as follows:

	<b>3 months ended 30.06.2020 RMB'000</b>
Tax expenses	1,593
Profit/(Loss) before tax:	
- HongPeng (Fujian) Shoes & Garments Co., Ltd.	5,860
- Other subsidiaries <sup>^</sup>	(3,782)
- Company level	(107)
Profit before tax – group level	1,971

<sup>^</sup> Primarily consist of depreciation and amortisation charges, mainly in relation to buildings and land use rights held under these subsidiaries, as well as property taxes for the 3 months ended 30 June 2020.

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#### **B4. OUTLOOK AND PROSPECTS**

Year 2020 has so far proved to be one rife with unprecedented challenges, with the trade dispute between China and the United States remains unresolved and continue to cast its shadow over the global economy and the market activities widely disrupted due to the containment measures enforced by governments globally to curb the current outbreak of coronavirus disease.

Amid the uncertainties and challenges, our Group's Management continue to seek opportunities to mitigate the adverse exposure and to create additional income stream for the Group.

To this end, our Group has established a new-material technology division to focus on production of stylish, reusable and washable protective masks (particularly regular-use anti-dust protective masks). Our Group had, on 13 April 2020, entered into collaboration with Fujian BiTiChong Baby Products Co., Ltd. for this new venture, from whom our Group will source the necessary materials and technology for the production of stylish, reusable and washable protective masks. Relevant details were announced to Bursa Securities on 15 April 2020.

The Board of Directors and Management are cautiously optimistic that by having this new-material technology division to focus on research and development and technological innovation of protective masks, our Group will be well-positioned to tap into the huge business opportunity with promising prospects. The demands for stylish, reusable and washable protective masks are anticipated to be huge and on rising trend even after the COVID-19 epidemic, as the lifestyle and daily hygienic habits of the general public are expected to change.

In addition to that, our Group had, on 3 June 2020, entered into an exclusive distribution agreement with Seacera Polymer Sdn Bhd to appoint Seacera as the exclusive distributor with the exclusive right to resell and distribute XDL's protective clothing products (non-medical purpose) in all states of Malaysia. Relevant details were announced to Bursa Securities on 3 June 2020, 5 June 2020 and 9 June 2020 respectively.

As of the date of this report, our Group is still in the midst of applying for all the requisite approvals prescribed by the local authorities to commence production and commercialise the protective masks and protective clothing products.

Whilst the industry outlook for the near term is anticipated to experience certain degree of volatility, our Group's Board of Directors and Management will continue to closely monitor the development and take proactive and practical actions to safeguard the interests of our Group and our shareholders. Necessary announcement will be made, where applicable.

#### **B5. Profit Forecast**

Not applicable as no profit forecast was previously published.

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## B6. STATUS OF CORPORATE PROPOSALS AND UTILISATION OF PROCEEDS

### Private placement and rights issue of warrants in 2012

The status of utilisation, as of 30 June 2020 is as follows:

(In RM)			Proposed	Actual	Deviation		
	Purpose	Intended Timeframe	Utilisation RM'000	Utilisation RM'000	Amount RM'000	%	
i)	Purchase machinery and equipment for new design and production centre	Before December 2021	29,100	23,162	5,938	20.4 #	N1
ii)	Estimated expenses in relation to the Proposals	Immediate	600	600	-	-	
			29,700	23,762	5,938		

(In RMB)			Proposed	Actual	Deviation		
	Purpose	Intended Timeframe	Utilisation RMB'000	Utilisation RMB'000	Amount RMB'000	%	
i)	Purchase machinery and equipment for new design and production centre	Before December 2021	53,670	41,196	12,474	23.2 #	N1
ii)	Estimated expenses in relation to the Proposals	Immediate	1,107	1,107	-	-	
			54,777	42,303	12,474		

N1 *In line with the Group's strategic re-positioning of business focus and due to the prevailing uncertainties in the economic environment, the Group is making appropriate alteration to the types of machinery and equipment to be invested in. Accordingly, a longer period is required for the remaining funds to be fully utilised. Barring any unforeseen circumstances, the Group expects the remaining funds to be fully utilised before 31 December 2021.*

# *Differential rate of deviation between RMB and RM was due to fluctuations in exchange rate.*



## B6. STATUS OF CORPORATE PROPOSALS AND UTILISATION OF PROCEEDS (cont'd)

### Rights Issue in 2014

The status of utilisation, as of 30 June 2020 is as follows:

<b>(In RM)</b>			<b>Proposed</b>	<b>Actual</b>	<b>Deviation</b>		
	<b>Purpose</b>	<b>Intended Timeframe</b>	<b>Utilisation RM'000</b>	<b>Utilisation RM'000</b>	<b>Amount RM'000</b>	<b>%</b>	
i)	Construction of the second stage of the new Design & Production Centre ("Stage 2 Construction")	Within 3 years	83,700	-	83,700	100	N2
ii)	Estimated expenses in relation to the Proposals	Immediate	1,000	1,000	-	-	
			84,700	1,000	83,700		

<b>(In RMB)</b>			<b>Proposed</b>	<b>Actual</b>	<b>Deviation</b>		
	<b>Purpose</b>	<b>Intended Timeframe</b>	<b>Utilisation RMB'000</b>	<b>Utilisation RMB'000</b>	<b>Amount RMB'000</b>	<b>%</b>	
i)	Construction of the second stage of the new Design & Production Centre ("Stage 2 Construction")	Within 3 years	151,246	-	151,246	100	N2
ii)	Estimated expenses in relation to the Proposals	Immediate	1,807	1,807	-	-	
			153,053	1,807	151,246		

N2 *The utilisation for the funds raised is expected to be within three (3) years from the commencement of Stage 2 Construction. All the funds are currently kept in the Group's banking account maintained with the Industrial and Commercial Bank of China.*



## B7. BORROWINGS

The Group's borrowing consists of short-term loan from financial institution, arranged in the PRC and denominated in RMB.

As at 30 June 2020, the Group's outstanding borrowing are as follows:

	Secured RMB'000	Unsecured RMB'000	Total RMB'000
<b>Current (<i>within 12 months</i>)</b>			
Short-term bank loan	12,400	-	12,400
	<u>12,400</u>	<u>-</u>	<u>12,400</u>

## B8. CHANGES IN MATERIAL LITIGATION

The Board has been made aware from the China Judgement Online website that there are several litigation matters against our subsidiary, Fujian Province Jinjiang City Chendai HongPeng Footwear Manufacturing Co., Ltd. ("HongPeng Footwear") ("**Litigation Matter**"). The relevant details have been announced to Bursa Securities on the 10 January 2019.

Our Company has appointed an independent law firm in China, namely Messrs. Fujian Shilong Law Firm (福建世隆律师事务所) to undertake a thorough review of the Litigation Matters involving HongPeng Footwear and the law firm has confirmed that all Litigation Matters have been completed and settled, and all Litigation Matters are now closed. The relevant details have been announced to Bursa Securities on the 17 January 2019.

The Litigation Matters do not have any material and adverse impact on our Group.

As at the date of this report, there is no other litigation or arbitration, which has a material effect on the financial position of the Group, and the Board of Directors are not aware of any proceedings pending or threatened or of any fact likely to give rise to any proceedings.

## B9. EARNINGS PER SHARE

### (1) Basic Earnings per Share (“BEPS”)

The basic earnings per share (“BEPS”) is calculated as follows:

	<b>3 months ended 30.06.2020 RMB’000</b>	<b>01.01.2019 to 30.06.2020 RMB’000</b>
<b>Basic earnings per share</b>		
Profit attributable to equity holders of the parent	378	34,340
Weighted average number of ordinary shares in issue (‘000)	1,804,882	1,804,882
	<b>RMB cent</b>	<b>RMB cent</b>
BEPS	0.02	1.90

### (2) Diluted Earnings per Share (“DEPS”)

As of 30 June 2020, the Group has 902,441,557 Warrants D in issue, which entitles the holders the rights for conversion into 1 ordinary share for every 1 warrant at an exercise price of RM0.18 each (or RM equivalent of the par value of the ordinary share, whichever is higher) respectively.

The warrants in issue give rise to potential ordinary shares which, upon conversion, could result in dilution to earnings per share in future financial periods. In accordance with MFRS 133, options and warrants have a dilutive effect only when the average market price of ordinary shares during the period exceeds the exercise price of the options and warrants (i.e. they are ‘in-the-money’).

The diluted earnings per ordinary share is same as the basic earnings per share because the effect of the assumed conversion of warrants outstanding will be anti-dilutive and the Company has no other dilutive potential ordinary share in issue as at the period end. Relevant disclosure and information, where applicable, would be made in future interim financial reports and annual financial statements.

## B10. FINANCIAL INSTRUMENTS

### Derivatives

The Group does not have any derivative financial instruments.

### Disclosures of Gains/Losses arising from Fair Value Changes of Financial Liabilities

There were no gains/losses arising from fair value changes of financial liabilities reported by the Group during the financial period under review.

**B11. DISCLOSURE ON SELECTED EXPENSE/INCOME ITEMS AS REQUIRED BY THE LISTING REQUIREMENTS OF BURSA MALAYSIA SECURITIES BERHAD**

Included in profit before tax comprised the following income/(expense) items:

	<b>3 months ended 30.06.2020 RMB'000</b>	<b>01.01.2019 to 30.06.2020 RMB'000</b>
Interest income	825	4,821
Interest expense	(158)	(944)
Depreciation and amortisation expenses	(4,011)	(23,672)
Reversal of/(Allowance for) expected credit loss	(217)	(812)
Property, plant and equipment written off	-	(22)
Foreign exchange gain/(loss)	11	11
Other income including investment income	N/A	N/A
Provision for and write off of receivables	N/A	N/A
Provision for and write off of inventories	N/A	N/A
Gain/Loss on disposal of quoted or unquoted investments or properties	N/A	N/A
Impairment of assets	N/A	N/A
Gain/Loss on derivatives	N/A	N/A

“N/A” denotes not applicable.



## **APPENDICES – FINANCIAL STATEMENTS TRANSLATED INTO RINGGIT MALAYSIA (FOR ILLUSTRATIVE PURPOSE ONLY)**

The Board of Directors wish to highlight that the presentation currency adopted by the Group in preparing the interim financial statements is Renminbi (“RMB”) as allowed under the MFRS Framework.

The following supplementary financial statements in Ringgit Malaysia (“RM”) (which include condensed consolidated statement of comprehensive income, condensed consolidated statement of financial position, condensed consolidated statement of changes in equity and condensed consolidated statement of cash flows) are shown for reference only and have been translated at single exchange rate of RMB1 to RM0.6054 at 30 June 2020. The translation should not be construed as a representation that the RMB amounts actually have been or could be converted into RM at this or any other rate.

In addition, due to the changes of presentation currency on adoption of MFRS Framework, the comparative financial information contained in the following supplementary financial statements translated into RM would not be consistent with previously announced interim and annual financial statements as those statements were prepared using RM as the presentation currency (which was a requirement under the previous FRS Framework).

List of supplementary financial statements in Ringgit Malaysia (“RM”):

**Appendix A – Condensed Consolidated Statement of Comprehensive Income**

**Appendix B – Condensed Consolidated Statement of Financial Position**

**Appendix C – Condensed Consolidated Statement of Changes in Equity**

**Appendix D – Condensed Consolidated Statement of Cash Flows**



**APPENDIX A –  
CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME  
(UNAUDITED)**

	<b>3 months ended 30.06.2020 RM'000</b>	<b>01.01.2019 to 30.06.2020 RM'000</b>
Revenue	41,857	379,324
Cost of Sales	<u>(31,226)</u>	<u>(285,384)</u>
Gross Profit ("GP")	10,631	93,940
Other Income	507	2,926
Distribution Costs	(28)	(294)
Administrative and Other Expenses	(9,821)	(57,792)
Finance Costs	<u>(96)</u>	<u>(571)</u>
<b>Profit before Tax ("PBT")</b>	1,193	38,209
Tax Expense	<u>(964)</u>	<u>(17,419)</u>
<b>Profit for the Period ("PAT")</b>	<u>229</u>	<u>20,790</u>
<b>Other Comprehensive Income:</b>		
Foreign currency translations	<u>-</u>	<u>-</u>
Other Comprehensive Income, net of tax	<u>-</u>	<u>-</u>
<b>Total Comprehensive Income</b>	<u>229</u>	<u>20,790</u>
<b>Profit attributable to:</b>		
Equity holders of the parent	<u>229</u>	<u>20,790</u>
<b>Total Comprehensive Income attributable to:</b>		
Equity holders of the parent	<u>229</u>	<u>20,790</u>
<b>Earnings per share attributable to equity holders of the parent</b>		
- Basic (sen)	0.01	1.15
- Diluted (sen)	0.01	1.15

**APPENDIX B –  
CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION  
(UNAUDITED)**

	As at 30.06.2020 RM'000	As at 31.12.2018 RM'000
<b>ASSETS</b>		
<b>Non-Current Assets</b>		
Property, plant and equipment	315,009	324,723
Land use rights	27,153	28,259
	342,162	352,982
<b>Current Assets</b>		
Inventories	1,135	920
Trade and other receivables	69,909	91,298
Current tax assets	1,032	265
Cash and cash equivalents	521,894	487,942
	593,970	580,425
<b>TOTAL ASSETS</b>	<b>936,132</b>	<b>933,407</b>
<b>EQUITY AND LIABILITIES</b>		
<b>Equity attributable to equity holders of the parent</b>		
Share capital	273,964	273,964
Reserves	599,747	578,957
<b>TOTAL EQUITY</b>	873,711	852,921
<b>Non-current Liabilities</b>		
Deferred tax liabilities	14,722	13,485
<b>Current Liabilities</b>		
Trade and other payables	40,192	59,494
Current tax liabilities	-	-
Bank borrowings	7,507	7,507
	47,699	67,001
<b>TOTAL LIABILITIES</b>	62,421	80,486
<b>TOTAL EQUITY AND LIABILITIES</b>	<b>936,132</b>	<b>933,407</b>
<b>Net assets per share (RM)</b>	0.48	0.47



**APPENDIX C –  
CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY (UNAUDITED)**

Period ended 30 June 2020	Non-distributable						Distributable		Total equity RM'000
	Share capital RM'000	Share premium RM'000	Capital redemption reserve RM'000	Statutory surplus reserve RM'000	Merger deficit RM'000	Exchange translation reserve RM'000	Treasury shares RM'000	Retained earnings RM'000	
Balance at 1 January 2019	273,964	1,386	252,588	26,016	(124,050)	20,221	(1)	402,797	852,921
Total comprehensive income	-	-	-	-	-	-	-	20,790	20,790
<b>Transactions with owners</b>									
Transfer to statutory surplus reserve	-	-	-	3,800	-	-	-	(3,800)	-
	-	-	-	3,800	-	-	-	(3,800)	-
Balance at 30 June 2020	273,964	1,386	252,588	29,816	(124,050)	20,221	(1)	419,787	873,711



**APPENDIX D –  
CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS  
(UNAUDITED)**

	01.01.2019 to 30.06.2020 RM'000
Profit before tax	38,209
Adjustments for non-operating cash flows:	
Non-cash items	14,836
Non-operating items	<u>(2,347)</u>
Operating profit before working capital changes	50,698
Changes in working capital	
Net change in current assets	20,683
Net change in current liabilities	<u>(19,302)</u>
Cash generated from operating activities	52,079
Income tax paid	<u>(16,949)</u>
Net cash from operating activities	<u>35,130</u>
Investing activities	
Interest received	2,919
Purchase of property, plant and equipment	<u>(3,525)</u>
Net cash used in investing activities	<u>(606)</u>
Financing activities	
Interest paid	(572)
Drawdown of borrowings	15,014
Repayment of borrowings	<u>(15,014)</u>
Net cash used in financing activities	<u>(572)</u>
Net change in cash and cash equivalents	33,952
Cash and cash equivalents at beginning of financial period	<u>487,942</u>
Cash and cash equivalents at end of financial period	<u>521,894</u>
Cash and cash equivalents at end of financial period	
Cash and bank balances	<u>521,894</u>