

# YORKSHINE HOLDINGS LIMITED

(Company Registration No. 198902648H)  
(Incorporated in Singapore)

---

## QUARTERLY UPDATE PURSUANT TO RULE 1313(2) OF THE LISTING MANUAL OF THE SINGAPORE EXCHANGE SECURITIES TRADING LIMITED ("SGX-ST")

---

Yorkshine Holdings Limited (the "**Company**", and, together with its subsidiaries, the "**Group**") was placed on the watch-list of the SGX-ST (the "**Watch-List**") pursuant to Rule 1311 of the listing manual of the SGX-ST (the "**Listing Manual**") on 3 September 2014.

Pursuant to Rule 1313(2) of the Listing Manual, the Board of Directors of the Company (the "**Board**") wishes to provide the following update:

### **Update on Financial Position and Major Corporate Events**

#### Financial performance and auditor's opinion

Please refer to the audited results announcement of the Company for the financial year ended 30 April 2019 ("**FY2019**", and such results being "**FY2019 Results**") released on 10 July 2019 for an update on the Group's financial performance and financial position. Certain highlights from the Group's FY2019 Results are set out below:

- Sales revenue was US\$16.4 million in FY2019. The Group did not record any sales revenue for the previous financial year ended 30 April 2018 ("**FY2018**").
- Other income was US\$37.7 million in FY2019, an increase of 216% or US\$25.6 million from FY2018 owing to a one-time gain on disposal of two inactive, loss-making and capital deficit subsidiaries in April 2019 ("**April 2019 Disposal**").
- Net profit was US\$23.9 million in FY2019, as compared to a loss of US\$13.4 million in FY2018 due to additional other income recognized.
- Total borrowings amounted to US\$22.5 million as at 30 April 2019, which was a decrease of 57% as compared to the total borrowings of US\$52.0 million in the previous financial year end of 30 April 2018, such amount of borrowings being significantly reduced as a result of the April 2019 Disposal.
- Net assets of the Group was US\$12.4 million as at 30 April 2019, as compared to the net liability position of the Group of US\$9.6 million in the previous financial year end of 30 April 2018.

The auditors of the Group, Baker Tilly TFW, had issued a qualified opinion on the basis of "Comparability of figures" on 10 July 2019 on the audited financial statements of the Company for the year ended 30 April 2019 because it was unable to determine how much of the impairment losses on the property, plant and equipment, investments in subsidiaries and amount due from subsidiary, if any, related to the profit or loss in years prior to FY2018. Consequently, the auditors were unable to determine whether any adjustments might be necessary to the profit or loss for FY2018 and opening accumulated losses as at 1 May 2017 of the Group and the Company. Please refer to the announcement of the Company titled "Financial Statements and related announcement: Auditor's comments of Accounts" released on 10 July 2019.

The Directors would like to stress that the qualification arises because of the potential effect the past year's audit qualification may have on the comparability of the figures in the FY2019 financial statements against the figures in the FY2018 financial statements, and not because the Company has not resolved past audit issues.

## Streamlining Group Structure

To further streamline the group structure and improve the overall financial position of the Group, the Group has transferred two subsidiaries to a company which is wholly-owned by Mr. Zhu Jun, the executive Chairman and executive Director, and also the controlling shareholder of the Company, on 20 June 2019. Please refer to the announcement of the Company released on 20 June 2019 for further information on the said disposal.

It is expected that approximately US\$6.5 million net liabilities will be derecognised from the Group's consolidated financial statements and the Group's financial position and gearing ratio will be further improved for the financial year ending 30 April 2020 as a result of the said disposal.

## **Material Development, Future Direction and Prospects**

Further to the Company's announcement on 16 May 2019, the Board wishes to update shareholders that on 22 May 2019, the Company received a letter from SGX-ST dated 21 May 2019 informing the Company that its applications for an extension of time to submit a resumption of trading proposal pursuant to Rule 1304 of the Listing Manual and to exit the Watch-List pursuant to Rule 1315 of the Listing Manual had been rejected, that the Company had failed to comply with the financial exit criteria set out under the Listing Rules for removal from the Watch-List, and that SGX-ST would proceed to delist the Company (the "**SGX Decision**"). The Company made an appeal to SGX-ST in writing on 27 May 2019 on the SGX Decision and has since received queries from the SGX-ST, which the Company is responding to. The Company will provide further updates on the said appeal as and when appropriate.

The Board would also like to update shareholders that on 3 July 2019, the Company has submitted a resumption proposal (the "**Resumption Proposal**") to The Stock Exchange of Hong Kong Limited ("**SEHK**"), setting out actions taken and proposed to be taken by the Company to fulfill the resumption conditions. The Company will provide further updates on the Resumption Proposal as and when appropriate.

The Group is fully dedicated to the manufacturing of metal packaging material, tinplate, and related businesses, i.e. the Tinplate Manufacturing business. The Group aims to be a leading supplier of tinplate products in the PRC and eventually globally. The Group will actively explore and identify more meaningful investment and other business opportunities riding on the "One Belt; One Road", the construction of Greater Bay Area and the high growth in Mainland China. Furthermore, the Group will continue to streamline the corporate structure of the Group to enhance the financial position for the interests of the shareholders.

The Board will continue to review the available options to meet the requirements of Rule 1314(1) of the Listing Manual and removal from the Watch-List, as well as resume the trading of the Company's shares in both SGX-ST and SEHK.

## **BY ORDER OF THE BOARD**

**Zhu Jun**

Executive Chairman and Executive Director

16 July 2019