

**CONDENSED INTERIM FINANCIAL STATEMENTS FOR THE SIX-MONTH AND TWELVE-MONTH ENDED 30 JUNE 2023**

1(a) (i) An income statement and statement of comprehensive income, or a statement of comprehensive income, for the group, together with a comparative statement for the corresponding period of the immediately preceding financial year.

Consolidated statement of comprehensive income for the six-month (6M2023) and twelve-month (FY2023) ended 30-June-2023

	Note	Group					
		6 months ended		Change ±/(-) %	12 months ended	18 months ended	Change ±/(-) %
		30-06-2023	30-06-2022		30-06-2023	30-06-2022	
		Unaudited	Unaudited	Unaudited	Audited		
RMB'000	RMB'000		RMB'000	RMB'000			
<b>Revenue</b>	6	479,069	539,764	(11.2)	967,565	1,609,606	(39.9)
Cost of sales		(370,461)	(410,847)	(9.8)	(751,518)	(1,231,286)	(39.0)
<b>Gross profit</b>		<b>108,608</b>	<b>128,917</b>	<b>(15.8)</b>	<b>216,047</b>	<b>378,320</b>	<b>(42.9)</b>
Other income		59,391	43,196	37.5	106,268	130,511	(18.6)
Interest income		3,411	4,978	(31.5)	7,063	8,761	(19.4)
Selling and distribution expenses		(91,612)	(110,190)	(16.9)	(197,931)	(321,946)	(38.5)
Finance costs		(9,879)	(11,725)	(15.7)	(22,391)	(27,362)	(18.2)
Administrative expenses		(53,874)	(42,030)	28.2	(107,746)	(177,502)	(39.3)
<b>Profit / (loss) before tax and share of results of joint ventures and associates</b>		<b>16,045</b>	<b>13,146</b>	<b>22.1</b>	<b>1,310</b>	<b>(9,218)</b>	<b>N.M.</b>
<b>Share of results of joint ventures and associates</b>							
Share of results of joint ventures		4	(5,554)	N.M.	(1,175)	(14,347)	(91.8)
Share of results of associates		10,223	8,997	13.6	17,476	23,297	(25.0)
<b>Profit / (loss) before taxation</b>		<b>26,272</b>	<b>16,589</b>	<b>58.4</b>	<b>17,611</b>	<b>(268)</b>	<b>N.M.</b>
Income tax credit / (expense)	8	3,196	(22,988)	N.M.	3,068	(32,777)	N.M.
<b>Profit / (loss) after taxation</b>	7	<b>29,468</b>	<b>(6,399)</b>	<b>N.M.</b>	<b>20,679</b>	<b>(33,045)</b>	<b>N.M.</b>
<b>Other comprehensive income : Items that may be reclassified subsequently to profit or loss</b>							
Currency translation loss		(1,128)	(1,283)	(12.1)	(2,308)	(816)	182.8
Other comprehensive income, net of tax		(1,128)	(1,283)	(12.1)	(2,308)	(816)	182.8
<b>Total comprehensive income / (expenses) for the period attributable to the owners of the Company</b>		<b>28,340</b>	<b>(7,682)</b>	<b>N.M.</b>	<b>18,371</b>	<b>(33,861)</b>	<b>N.M.</b>

N.M. - Not meaningful

1(b)(i) A statement of financial position (for the issuer and group), together with a comparative statement as at the end of the immediately preceding financial year.

	Note	Group		Company	
		30-06-2023	30-06-2022	30-06-2023	30-06-2022
		Unaudited RMB'000	Audited RMB'000	Unaudited RMB'000	Audited RMB'000
<b>Non-current assets</b>					
Property, plant and equipment	9	126,327	149,933	34	14
Right-of-use assets	10	259,752	352,096	257	484
Intangible assets		3,810	3,810	-	-
Investment in subsidiaries		-	-	58,988	104,994
Investment in joint ventures		1,481	2,978	-	-
Investment in associates		77,220	76,696	-	-
Prepayments		-	-	-	-
Other receivables		10,822	11,314	77	67
Deferred tax assets		11,113	7,941	1	1
Other assets		45	2,402	-	-
		<u>490,570</u>	<u>607,170</u>	<u>59,357</u>	<u>105,560</u>
<b>Current assets</b>					
Inventories		161,549	169,749	-	-
Trade and other receivables		24,903	32,786	-	39
Prepayments		8,307	19,771	55	31
Amount due from a subsidiary		-	-	27,322	42,352
Amount due from related parties		4,469	8,649	-	-
Amount due from joint ventures		207,523	193,010	-	-
Amount due from associates		38,400	15,900	-	-
Cash and bank balances		152,237	109,770	6,509	2,724
Fixed deposits		40,000	80,000	-	-
Restricted cash		40,100	40,000	-	-
		<u>677,488</u>	<u>669,635</u>	<u>33,886</u>	<u>45,146</u>
<b>Less: Current liabilities</b>					
Loans and borrowings	12	131,061	148,730	6,761	44,430
Trade and other payables		434,404	447,649	383	-
Lease liabilities	10	64,799	65,998	267	254
Other liabilities		28,054	51,993	3,002	2,739
Amount due to related parties		22,846	23,207	-	-
Income tax payable		6,421	14,313	-	-
		<u>687,585</u>	<u>751,890</u>	<u>10,413</u>	<u>47,423</u>
<b>Net current (liabilities) / assets</b>		<u>(10,097)</u>	<u>(82,255)</u>	<u>23,473</u>	<u>(2,277)</u>
<b>Non-current Liabilities</b>					
Loans and borrowings	12	49,084	20,835	49,084	12,835
Lease liabilities	10	233,724	328,457	-	237
Other liabilities		508	-	-	-
Deferred tax liabilities		17,908	14,745	12,975	9,987
		<u>301,224</u>	<u>364,037</u>	<u>62,059</u>	<u>23,059</u>
<b>Net assets</b>		<u><b>179,249</b></u>	<u><b>160,878</b></u>	<u><b>20,771</b></u>	<u><b>80,224</b></u>
<b>Equity attributable to the holders of the Company</b>					
Share capital	11	67,148	67,148	67,148	67,148
Treasury shares		(25,093)	(25,093)	(25,093)	(25,093)
Statutory common reserve		40,984	37,891	-	-
Currency translation reserve		(3,984)	(1,106)	(3,997)	(1,116)
Retained earnings		100,194	82,038	(17,287)	39,285
<b>Total equity</b>		<u><b>179,249</b></u>	<u><b>160,878</b></u>	<u><b>20,771</b></u>	<u><b>80,224</b></u>

1(c) A statement of cash flows (for the group), together with a comparative statement for the corresponding period of the immediately preceding financial year.

	Group			
	6 months ended		12 months ended	18 months ended
	30-06-2023	30-06-2022	30-06-2023	30-06-2022
	Unaudited RMB'000	Unaudited RMB'000	Unaudited RMB'000	Audited RMB'000
<b>Cash flow from operating activities</b>				
<b>Profit / (loss) before taxation</b>	<b>26,272</b>	<b>16,589</b>	<b>17,611</b>	<b>(268)</b>
<b>Adjustments for:</b>				
Amortisation of step rental income	2,865	1,383	2,865	1,383
Depreciation of property, plant and equipment	8,206	6,874	13,584	19,421
Depreciation of right-of-use assets	29,964	37,170	61,941	98,839
Gain on discounts of bond	(1,270)	-	(1,270)	-
Impairment on property, plant and equipment	-	9,068	-	9,068
Impairment/(write-back) on right-of-use assets	4,032	(34,551)	4,032	(6,151)
Amount due to related parties written off	-	(1)	-	(1)
Inventories written (back) / off	(16)	(58)	135	66
Property, plant and equipment written off	10,524	-	10,524	-
Net gain on disposal of property, plant and equipment	-	(427)	(2)	(432)
Net gain on disposal of derecognition of right-of-use assets	-	-	(10,531)	-
Net gain on disposal of joint ventures	-	-	(22)	-
Provision for termination of lease	-	17,146	-	17,146
Reversal of provision for termination of leases	(10,371)	-	(10,371)	(1,762)
Interest income	(3,409)	(4,980)	(7,063)	(8,761)
Finance costs	10,752	11,727	22,391	27,362
Share of results of joint ventures	(4)	5,554	1,175	14,347
Share of results of associates	(10,223)	(8,997)	(17,476)	(23,297)
Unrealised exchange difference	1,352	959	4,014	(1,339)
<b>Operating cash flows before changes in working capital</b>	<b>68,674</b>	<b>57,456</b>	<b>91,537</b>	<b>145,621</b>
Decrease / (increase) in inventories	2,146	(12,538)	8,065	(10,272)
Decrease in prepayments	31,423	19,805	6,001	47,756
Decrease / (increase) in trade and other receivables	163,964	(20,862)	12,533	(10,721)
Increase / (decrease) in trade and other payables	(171,930)	42,755	(26,155)	(16,348)
<b>Cash flows generated from operation</b>	<b>94,277</b>	<b>86,616</b>	<b>91,981</b>	<b>156,036</b>
Interest received	6,887	4,704	7,916	7,834
Tax paid	(4,059)	(8,953)	(6,002)	(28,863)
<b>Net cash flows generated from operating activities</b>	<b>97,105</b>	<b>82,367</b>	<b>93,895</b>	<b>135,007</b>
<b>Cash flows from financing activities</b>				
Dividend paid	-	-	-	(18,346)
Purchase of treasury shares	-	-	-	(62)
Proceeds from loans and borrowing	47,100	38,500	124,300	113,300
Proceeds from issuance of bond	42,494	-	42,494	-
Interest on loans and borrowings	(3,253)	(3,704)	(6,655)	(6,790)
Interest on lease liabilities	(5,388)	(6,319)	(12,113)	(18,356)
Repayment of bond	(42,494)	-	(42,494)	-
Repayment of loans and borrowing	(3,480)	(3,010)	(118,841)	(6,268)
Principal repayment of lease liabilities	(27,515)	(23,809)	(57,503)	(93,079)
Restricted cash and bank deposits pledged	(100)	-	(100)	(40,000)
<b>Net cash flows generated from / (used in) financing activities</b>	<b>7,364</b>	<b>1,658</b>	<b>(70,912)</b>	<b>(69,601)</b>

	Group			
	<u>6 months ended</u>		<u>12 months ended</u>	<u>18 months ended</u>
	30-06-2023	30-06-2022	30-06-2023	30-06-2022
	Unaudited	Unaudited	Unaudited	Audited
	RMB'000	RMB'000	RMB'000	RMB'000
<b>Cash flows from investing activities</b>				
Dividend received	9,170	8,384	16,952	24,569
Purchase of property, plant and equipment	(717)	(3,162)	(1,671)	(21,964)
Proceeds from disposal of property, plant and equipment	-	600	2	609
Proceeds from disposal of joint ventures	-	-	200	-
Investment in joint ventures	-	-	-	(8,770)
Investment in associates	-	3,900	-	-
Amount due from joint ventures	(70,000)	(62,010)	(14,513)	(193,010)
Amount due from associates	(19,500)	-	(22,500)	-
<b>Net cash flows used in investing activities</b>	<b>(81,047)</b>	<b>(52,288)</b>	<b>(21,530)</b>	<b>(198,566)</b>
<b>Net increase / (decrease) in cash and cash equivalents</b>	<b>23,422</b>	<b>31,737</b>	<b>1,453</b>	<b>(133,160)</b>
Effect of exchange rate changes on cash and cash equivalents	908	(699)	1,014	(1,416)
<b>Cash and cash equivalents at beginning of financial year</b>	<b>167,907</b>	<b>158,732</b>	<b>189,770</b>	<b>324,346</b>
<b>Cash and cash equivalents at end of financial year / period</b>	<b>192,237</b>	<b>189,770</b>	<b>192,237</b>	<b>189,770</b>

For the purpose of the consolidated statement of cash flows, the cash and cash equivalents comprise of the following:

Cash on hand	4,053	3,759	4,053	3,759
Bank balances	148,184	106,011	148,184	106,011
Fixed deposits	40,000	80,000	40,000	80,000
	<b>192,237</b>	<b>189,770</b>	<b>192,237</b>	<b>189,770</b>

1(d)(i) A statement (for the issuer and group) showing either (i) all changes in equity or (ii) changes in equity other than those arising from capitalisation issues and distributions to shareholders, together with a comparative statement for the corresponding period of the immediately preceding financial year.

	Attributable to equity holders of the Company					
	Share capital	Treasury shares	Currency translation reserve	Retained earnings	Statutory common reserve	Total equity
	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
<b>Group</b>						
<b>Balance at 01 July 2022</b>	67,148	(25,093)	(1,106)	82,038	37,891	160,878
Exchange difference arising from the translation of functional currency to presentation currency representing other comprehensive income for the year	-	-	(2,878)	570	-	(2,308)
Profit for the year	-	-	-	20,679	-	20,679
Transfer to statutory common reserve	-	-	-	(3,093)	3,093	-
Total comprehensive income for the year	-	-	-	18,156	3,093	18,371
<b>Balance at 30 June 2023</b>	<b>67,148</b>	<b>(25,093)</b>	<b>(3,984)</b>	<b>100,194</b>	<b>40,984</b>	<b>179,249</b>
<b>Balance at 01 January 2021</b>	67,148	(25,031)	(290)	138,524	32,796	213,147
Exchange difference arising from the translation of functional currency to presentation currency representing other comprehensive income for the period	-	-	(816)	-	-	(816)
Loss for the period	-	-	-	(33,045)	-	(33,045)
Transfer to statutory common reserve	-	-	-	(5,095)	5,095	-
Total comprehensive expense for the period	-	-	(816)	(38,140)	5,095	(33,861)
Purchase of treasury shares	-	(62)	-	-	-	(62)
Dividends paid	-	-	-	(18,346)	-	(18,346)
<b>Balance at 30 June 2022</b>	<b>67,148</b>	<b>(25,093)</b>	<b>(1,106)</b>	<b>82,038</b>	<b>37,891</b>	<b>160,878</b>

	Attributable to equity holders of the Company				
	Share capital	Treasury shares	Currency translation reserve	Retained earnings	Total equity
	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
<b>Company</b>					
<b>Balance at 01 July 2022</b>	67,148	(25,093)	(1,116)	39,285	80,224
Exchange difference arising from the translation of functional currency to presentation currency representing other comprehensive income for the year	-	-	(2,881)	-	(2,881)
Loss for the year	-	-	-	(56,572)	(56,572)
Total comprehensive expense for the year	-	-	(2,881)	(56,572)	(59,453)
<b>Balance at 30 June 2023</b>	<b>67,148</b>	<b>(25,093)</b>	<b>(3,997)</b>	<b>(17,287)</b>	<b>20,771</b>
<b>Balance at 01 January 2021</b>	67,148	(25,031)	(299)	24,463	66,281
Exchange difference arising from the translation of functional currency to presentation currency representing other comprehensive income for the period	-	-	(817)	-	(817)
Profit for the period	-	-	-	33,168	33,168
Total comprehensive income for the period	-	-	(817)	33,168	32,351
Purchase of treasury shares	-	(62)	-	-	(62)
Dividends paid	-	-	-	(18,346)	(18,346)
<b>Balance at 30 June 2022</b>	<b>67,148</b>	<b>(25,093)</b>	<b>(1,116)</b>	<b>39,285</b>	<b>80,224</b>

## Notes to the condensed interim financial statement

### 1 Corporate information

Zhongmin Baihui Retail Group Ltd. (the "Company") is a limited liability company incorporated and domiciled in Singapore and is listed on Singapore Exchange Securities Trading Limited ("SGX-ST").

The registered office of the Company is located at 160 Robinson Road, #15-06 SBF Center, Singapore 068914.

The principal activity of the Company is investment holding. The principal activities of the subsidiaries are ownership, operation and management of a chain of department stores and retail stores.

### 2 Basis of preparation

The condensed financial statements of the Group 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 Group's financial position and performance of the Group since the last annual financial statements for the period ended 30 June 2022.

The accounting policies and methods of computation adopted are consistent with those of the previous financial period, except for the adoption of SFRS(I) that are mandatory for the financial year beginning on or after 1 July 2022. The adoption of these SFRS(I) did not have any material effect on the financial performance or position of the Group.

The financial statements are presented in Chinese Renminbi (RMB).

### 3 Use of estimates and judgements

In preparing the condensed 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. The 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 last annual financial statements for the period ended 30 June 2022.

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.

### 4 Seasonal operations

The Group's operations are not affected significantly by seasonal or cyclical factors during the financial year.

### 5 Segment information

No segment reporting is reported as the business operations of the Group are solely in the retail industry in China.

## Revenue

The Group's revenue represents the net amount received and receivables for goods sold by direct sales, commission from concessionaire sales, rental income and income from managed rental. An analysis of the Group's revenue for the financial period is as follows:

	Group					
	6 months ended			12 months ended	18 months ended	Change + / (-) %
	30-06-2023 RMB'000	30-06-2022 RMB'000	Change + / (-) %	30-06-2023 RMB'000	30-06-2022 RMB'000	
<b>Revenue</b>						
Direct sales	418,145	471,284	(11.3)	846,939	1,393,681	(39.2)
Concessionaire sales	42,972	48,943	(12.2)	82,184	149,011	(44.8)
Rental income	13,453	15,478	(13.1)	29,603	54,749	(45.9)
Managed rental	4,499	4,059	10.8	8,839	12,165	(27.3)
	<u>479,069</u>	<u>539,764</u>	<u>(11.2)</u>	<u>967,565</u>	<u>1,609,606</u>	<u>(39.9)</u>
Gross revenue from concessionaires sales	<u>220,369</u>	<u>263,645</u>	<u>(16.4)</u>	<u>466,566</u>	<u>810,705</u>	<u>(42.4)</u>
Gross sales proceeds*	<u>656,466</u>	<u>754,465</u>	<u>(13.0)</u>	<u>1,351,947</u>	<u>2,271,299</u>	<u>(40.5)</u>

\*Gross sales proceeds represent the aggregate sum of revenue received and receivable for goods sold by direct sales, gross revenue from concessionaire sales, rental income and income from managed rental.

## Profit / (loss) before taxation

Profit / (loss) before tax is arrived at after (charging) / crediting the followings:-

	Group					
	6 months ended			12 months ended	18 months ended	Change + / (-) %
	30-06-2023 RMB'000	30-06-2022 RMB'000	Change + / (-) %	30-06-2023 RMB'000	30-06-2022 RMB'000	
<b>Cost of sales:</b>						
Inventories written (off) / back	16	58	(72.4)	(135)	(66)	104.5
<b>Other income:</b>						
Management fees	2,448	2,448	-	4,925	7,373	(33.2)
Advertisement and promotion fees	37,631	32,365	16.3	69,025	101,908	(32.3)
Leisure facilities income	484	518	(6.6)	934	1,825	(48.8)
Net gain on disposal of property, plant and equipment	-	427	(100.0)	2	432	(99.5)
Net gain on disposal of derecognition of right-of-use assets	-	-	N.M.	10,531	-	N.M.
Net gain on disposal of joint ventures	-	-	N.M.	22	-	N.M.
Subsidies	1,613	-	N.M.	1,613	-	N.M.
Job support grant	-	-	N.M.	-	46	(100.0)
<b>Selling and distribution expenses:</b>						
Employee benefit expenses						
Defined contribution plans	704	(10,334)	N.M.	(5,547)	(20,706)	(73.2)
Salaries, wages, bonuses and other costs	(32,154)	(35,988)	(10.7)	(72,690)	(109,867)	(33.8)
Advertisement and promotion fees	(4,281)	(3,125)	37.0	(6,807)	(10,723)	(36.5)
Business and surcharges	(4,132)	(4,849)	(14.8)	(7,309)	(12,137)	(39.8)
Depreciation of right-of-use assets	(29,964)	(37,170)	(19.4)	(61,941)	(98,839)	(37.3)
<b>Administrative expenses:</b>						
Employee benefit expenses						
Defined contribution plans	2,013	(6,115)	N.M.	(1,661)	(12,375)	(86.6)
Salaries, wages, bonuses and other costs	(31,325)	(31,498)	(0.5)	(66,554)	(96,538)	(31.1)
Director fees	(355)	(334)	6.3	(752)	(1,047)	(28.2)
Amortisation of step rental income	(2,865)	(1,383)	107.2	(2,865)	(1,383)	107.2
Depreciation of property, plant and equipment	(8,206)	(6,874)	19.4	(13,584)	(19,421)	(30.1)
Impairment on property, plant and equipment	-	(9,068)	(100.0)	-	(9,068)	(100.0)
(Impairment) / write-back on right-of-use assets	(4,032)	34,551	N.M.	(4,032)	6,151	N.M.
Property, plant and equipment written off	(10,524)	-	N.M.	(10,524)	-	N.M.
Reversal of provision for termination of leases	10,371	-	N.M.	10,371	1,762	488.6

N.M. - Not meaningful

8 **Income tax expense**

The major components of income tax expense in the condensed interim consolidated statement of comprehensive income are:

	Group					
	<u>6 months ended</u>			<u>12 months ended</u>	<u>18 months ended</u>	
	30-06-2023	30-06-2022	Change + / (-)	30-06-2023	30-06-2022	Change + / (-)
	RMB'000	RMB'000	%	RMB'000	RMB'000	%
Current income tax	(2,440)	9,217	N.M.	(1,890)	22,755	N.M.
Deferred tax income / (expense) relating to origination and reversal of temporary differences	(756)	13,771	N.M.	(1,178)	10,022	N.M.
Income tax expense / (credit)	<u>(3,196)</u>	<u>22,988</u>		<u>(3,068)</u>	<u>32,777</u>	

N.M. - Not meaningful

9 **Property, plant and equipment ("PPE")**

During the year, the Group depreciated about RMB 13.6 million on its PPE and acquired new assets amounting to RMB 1.67 million.

10 **Right-of-use assets / leases**

During the year, the Group has depreciated about RMB 61.9 million of its right-of-use assets, which relates to the long term leases for the stores. As a result of early termination of lease of a store, its right-of-use asset at net book value of RMB 26.9 was de-recognised. A lease of another store was renewed for a year with right-of-use asset and lease recorded at RMB 0.5 million.

11 **Share capital**

	As at 30-06-2023		As at 30-06-2022	
	No. of ordinary shares	Paid up share capital	No. of ordinary shares	Paid up share capital
	'000	RMB'000	'000	RMB'000
At beginning and end of financial year	<u>196,320</u>	<u>67,148</u>	<u>196,320</u>	<u>67,148</u>

The holders of ordinary shares (except treasury shares) are entitled to receive dividends as and when declared by the Company. All ordinary shares carry one vote per share without restriction. The ordinary shares have no par value.



## 12 Loan and borrowings

Amount repayable in one year or less, or on demand

As at 30-06-2023		As at 30-06-2022	
Secured	Unsecured	Secured	Unsecured
RMB'000	RMB'000	RMB'000	RMB'000
124,300	6,761	94,300	54,430

Amount repayable after one year

As at 30-06-2023		As at 30-06-2022	
Secured	Unsecured	Secured	Unsecured
RMB'000	RMB'000	RMB'000	RMB'000
-	49,084	8,000	12,835

As at 30 June 2023, total bank borrowings of RMB 124.3 million were interest bearing and secured by fixed deposits and a store owned by the Group.

The Group's unsecured interest bearing borrowings consists of RMB 41.6 million of bonds issued by the Company and a bank borrowing of RMB 14.2 million.

## 13 Related party transactions

Other than the related party information disclosed elsewhere in the condensed interim financial statements, the following are significant related party transactions entered into by the Group with related parties:

	Group			
	6 months ended		12 months ended	18 months ended
	30-06-2023	30-06-2022	30-06-2023	30-06-2022
	RMB'000	RMB'000	RMB'000	RMB'000
Concessionaire income from companies in which Directors have an interest	650	658	1,366	2,005
Advertisement income received from companies in which Directors have an interest	316	19	328	69
Management fees from a company in which Directors have an interest	2,449	2,448	4,925	7,373
Sales commission charged by a company in which Directors have an interest	168	170	417	980
Sales made to a company in which Directors have an interest	1,740	706	1,740	986
Rental income from a company in which Directors have an interest	56	-	56	-
Other income from a company in which Directors have an interest	79	-	79	-
Purchase made from a company in which Directors have an interest	1,299	-	1,299	-
Depreciation of right to use lease properties owned by a company in which Directors have an interest	2,550	2,254	4,804	6,774
Interest on payment of lease liabilities for use of lease properties owned by a company in which Directors have an interest	200	264	467	963

## 14 Subsequent events

There were 37,000 number of shares bought back at total consideration of S\$23,900.00 in the month of July 2023.

- 1(d)(ii) Details of any changes in the company's share capital arising from rights issue, bonus issue, subdivision, consolidation, share buybacks, exercise of share options or warrants, conversion of other issues of equity securities, issue of shares for cash or as consideration for acquisition or for any other purpose since the end of the previous period reported on. State the number of shares that may be issued on conversion of all the outstanding convertibles, if any, against the total number of issued shares excluding treasury shares and subsidiary holdings of the issuer, as at the end of the current financial period reported on and as at the end of the corresponding period of the immediately preceding financial year. State also the number of shares held as treasury shares and the number of subsidiary holdings, if any, and the percentage of the aggregate number of treasury shares and subsidiary shares held against the total number of shares outstanding in a class that is listed as at the end of the current financial period reported on and as at the end of the corresponding period of the immediately preceding financial year.

There were no changes in the share capital of the Company in FY 2023.

There were no outstanding convertibles issued or subsidiary holdings as at 30 June 2023 and 30 June 2022.

The number of treasury shares held by the Company were 4,572,300 as at 30 June 2023 (30 June 2022: 4,572,300).

As at 30 June 2023, the number of treasury shares held by the Company constituted 2.4% (30 June 2022: 2.4%) of the total number of ordinary shares outstanding.

- 1(d)(iii) To show the total number of issued shares excluding treasury shares as at the end of the current financial period and as at the end of the immediately preceding year.

The total number of issued shares (excluding treasury shares) as at 30 June 2023 were 191,747,000 (30 June 2022: 191,747,000).

- 1(d)(iv) A statement showing all sales, transfers, cancellation and/or use of treasury shares as at the end of the current financial period reported on.

	<u>6 months ended</u>		<u>12 months ended</u>	<u>18 months ended</u>
	30-06-2023	30-06-2022	30-06-2023	30-06-2022
Balance at beginning of financial period	4,572,300	4,572,300	4,572,300	4,552,300
Purchase of treasury shares	-	-	-	20,000
<b>Balance at end of financial period</b>	<b><u>4,572,300</u></b>	<b><u>4,572,300</u></b>	<b><u>4,572,300</u></b>	<b><u>4,572,300</u></b>

- 1(d)(v) A statement showing all sales, transfers, cancellation and/or use of subsidiary holdings as at the end of the current financial period reported on.

Not applicable.

- 2 Whether the figures have been audited or reviewed, and in accordance with which auditing standard or practice.

The figures have not been audited or reviewed by the Company's auditors.

- 3 Where the figures have been audited or reviewed, the auditors' report (including any modifications or emphasis of a matter).

Not applicable.

**3A Where the latest financial statements are subject to an adverse opinion, qualified opinion or disclaimer of opinion:-**

- (a) Updates on the efforts taken to resolve each outstanding audit issue.  
(b) Confirmation from the Board that the impact of all outstanding audit issues on the financial statements have been adequately disclosed.

This is not required for any audit issue that is a material uncertainty relating to going concern.

Not applicable.

**4 Whether the same accounting policies and methods of computation as in the issuer's most recently audited annual financial statements have been applied.**

Except as disclosed in paragraph 5 below, the Group has applied the same accounting policies and methods of computation as in the financial statements for the current financial period compared with those of the audited financial statements as at 30 June 2022.

**5 If there are any changes in the accounting policies and methods of computation, including any required by an accounting standard, what has changed, as well as the reasons for, and the effect of, the change.**

The Group adopted the new/revised SFRS(I) and Interpretations of SFRS(I) ("SFRS(I) INT") that are effective for annual periods beginning on or after 1 July 2022. The adoption of the new/revised SFRS(I) and SFRS(I) INT did not have any significant impact on the financial statements of the Group.

**6 Earnings per ordinary share of the group for the current financial period reported on and the corresponding period of the immediately preceding financial year, after deducting any provision for preference dividends:-**

- (a) Based on weighted average number of ordinary shares on issue; and  
(b) On a fully diluted basis (detailing any adjustments made to the earnings).

	Group			
	6 months ended		12 months ended	18 months ended
	30-06-2023	30-06-2022	30-06-2023	30-06-2022
	RMB	RMB	RMB	RMB
	Cents	Cents	Cents	Cents
(a) Based on weighted average number of ordinary shares	15.37	(3.34)	10.78	(17.23)
(b) Based on a fully diluted basis	15.37	(3.34)	10.78	(17.23)
Weighted average number of shares applicable to basic earning per share	191,747,700	191,747,700	191,747,700	191,758,616
Weighted average number of shares based on fully diluted basis	191,747,700	191,747,700	191,747,700	191,758,616

**7 Net asset value (for the issuer and group) per ordinary share based on the total number of issued shares excluding treasury shares of the issuer at the end of the:-**

- (a) current financial period reported on; and  
(b) immediately preceding financial year.

	Group		Company	
	30-06-2023	30-06-2022	30-06-2023	30-06-2022
	RMB	RMB	RMB	RMB
	Cents	Cents	Cents	Cents
Net asset value per ordinary share	93.48	83.91	10.83	41.84

A review of the performance of the group, to the extent necessary for a reasonable understanding of the group's business. It must include a discussion of the following:-

- (a) any significant factors that affected the turnover, costs, and earnings of the group for the current financial period reported on, including (where applicable) seasonal or cyclical factors; and
- (b) any material factors that affected the cash flow, working capital, assets or liabilities of the group during the current financial period reported on.

The current financial year covers twelve months from 1 July 2022 to 30 June 2023 ("FY2023"). The preceding financial period covered eighteen months from 1 January 2021 to 30 June 2022 ("FP2022").

#### Statement of Comprehensive Income

A review of the statement of comprehensive income for the six-month ("6M2023") and twelve-month ended 30 June 2023 ("FY2023") as compared to the six-month ("6M2022") and eighteen-month ended 30 June 2022 ("FP2022") is as follows:-

The Group's total revenue for FY2023 decreased by 39.9% to RMB 967.6 million as compared to RMB 1,609.6 million for FP2022. For the two corresponding six-month periods, revenue ended 30 June 2023 decreased by 11.2%. One main reason for the drop in revenue is due to loss in sales from the Lvcoo Store and the Qingyang Store as both stores were closed in FY2023 (August 2022) resulting in the Group being able to book revenues from these stores only for about one month in FY2023. No new stores were opened in FY2023.

Gross profits for FY2023 was about RMB 216.0 million, compared with RMB 378.3 million in FP2022. For the two corresponding six-month periods, gross profits has decreased by 15.8% from RMB 128.9 million to RMB 108.6 million. The decrease in gross profit was mainly due to the decrease in revenue.

Gross profit margins in FY2023 was 22.3% as compared to FP2022 of 23.5%, a slight decline of 1.2 percentage points.

The Group's cost of sales relates solely to its direct sales activities. The Group's gross profit and gross profit margin in respect to the direct sales activities are set out as per below:-

	Group					
	6 months ended			12 months ended	18 months ended	Change
	30-06-2023	30-06-2022	Change ±/(-)	30-06-2023	30-06-2022	±/(-)
RMB'000	RMB'000	%	RMB'000	RMB'000	%	
Revenue from direct sales activities	418,145	471,284	(11.3)	846,939	1,393,681	(39.2)
Cost of sales	(370,461)	(410,847)	(9.8)	(751,518)	(1,231,286)	(39.0)
Gross profit from direct sales activities	47,684	60,437	(21.1)	95,421	162,395	(41.2)
Gross profit margin on direct sales activities	11.4%	12.8%	-1.4%	11.3%	11.7%	-0.4%

The Group's other income for FY2023 decreased by 18.6% to RMB 106.3 million as compared to RMB 130.5 million for FP2022.

For the two corresponding six-month periods, other income has risen by 37.5% which was mainly from an increase in advertisement income of RMB 5.3 million and two amounts of subsidies of total value of RMB 1.6 million received by two China entities.

The Group's selling expenses for FY2023 decreased by 38.5% to RMB 197.9 million as compared to RMB 321.9 million for FP2022.

For the two corresponding six-month periods, the selling expenses in 6M2023 decreased by 16.9%. The main reason for decrease of RMB 18.6 million for the two corresponding six-month periods includes the decrease in define contribution fund of RMB 11.0 million (which includes the reversal of define contribution fund of RMB 4.3 million accrued in 6M2022), the decrease in business and surcharges of RMB 0.7 million as well as the decrease in depreciation of right-of-use asset of RMB 7.2 million.

Administrative expenses for FY2023 decreased by 39.3% to RMB 107.7 million as compared to RMB 177.5 million for FP2022.

For the two corresponding six-month periods, administrative expenses ended 30 June 2023 increased by 28.2%, from RMB 42.0 million in 6M2022 to RMB 53.9 million in 6M2023. The increase of RMB 11.9 million between the two corresponding six-month periods was mainly due to the increase in amortisation of step rental income of RMB 1.5 million, the increase of RMB 1.3 million in depreciation of property, plant and equipment, due to addition depreciation on the new acquired assets, the write off on property, plant and equipment of RMB 10.5 million, the increase in impairment value of right-of-use assets of RMB 38.6 million (an impairment of right-of-use asset of a lease at net book value of RMB 4.0 million for a loss making store in 6M2023 against the write-back of RMB 34.6 million in 6M2022), the total increase set-off against the decrease in define contribution plans of RMB 8.1 million (which includes the reversal of define contribution fund of RMB 2.7 million accrued in 6M2022), the impairment of property, plant and equipment of RMB 9.1 million in 6M2022, the reversal of provision for termination of leases of RMB 10.4 million and saving in other expenses subsequent to the closure of two stores, Lvcoo and Qingyang stores were closed in August 2022 (FY2023).

Finance costs in FY2023 decreased by RMB 5.0 million compared with FP2022, and RMB 1.8 million compared with 6M2022. The decline was mainly due to bank borrowings carrying lower interest rate as compared to the corresponding previous financial periods.

The aggregated share of results of joint-ventures and share of results of associates increased by RMB 7.3 million, from RMB 9.0 million in FP2022 to RMB 16.3 million in FY2023. For the two six-month corresponding periods, the aggregated share of results of joint-ventures and share of results of associates increased by RMB 6.8 million, from RMB 3.4 million in 6M2022 to RMB 10.2 million in 6M2023. The reasons for the increase between the two six-month corresponding periods are set out as follows :-

- (1) Share of loss of a joint venture (Wuxi Shi Yueshang Outlets Co., Ltd.) was reduced by RMB 5.33 million. The loss incurred in 6M2022 was RMB 5.33 million and there was no further losses booked in as its loss was capped at its balance cost of investment of RMB 1.15 million which was already taken in prior periods;
- (2) Share of profit of an associate (Changsha Sasseur Zhongmin Baihui Outlets Commercial Management Co., Ltd.) increased by RMB 1.97 million, from RMB 10.33 million in 6M2022 to RMB 12.30 million in 6M2023;
- (3) An increase in share of losses from two other associates (Citi-Base Commercial Logistics (Xiamen) Co., Ltd. and Xiamen Citi-Base Commerce Co., Ltd.) of RMB 0.74 million, from RMB 1.34 million in 6M2022, to RMB 2.08 million in 6M2023; and
- (4) Absence of share of losses from four joint ventures which were disposed in August 2022. The loss incurred in 6M2022 was RMB 0.22 million and there was no more share of losses from these joint ventures after the disposals.

The Group recorded income tax credit of RMB 3.2 million in 6M2023 (mainly due to reversal of prior year tax provision of RMB 11.3 million and an overpayment of tax in previous quarters), compared to an income tax expense of RMB 23.0 million in 6M2022.

As a result of the preceding factors mentioned, the Group recorded a profit after taxation of RMB 20.7 million in FY2023, compared to a loss after taxation of RMB 33.0 million in FP2022. The Group recorded a profit after taxation of RMB 29.5 million in 6M2023, compared to a loss after taxation of RMB 6.4 million in 6M2022.

### **Statements of Financial Position**

Below is a review of the Statements of Financial Position as at 30 June 2023 compared with 30 June 2022.

#### **Non-current assets**

Property, plant and equipment decreased by RMB 23.6 million. Apart from depreciation expenses of RMB 13.6 million and the write off on an asset of net book value of RMB 10.5 million, the Group acquired about RMB 1.67 million of assets in FY2023.

Right-of-use assets was recorded at RMB 259.8 million, a reduction of RMB 92.3 million. This was a result of impairment of right-of-use asset at net book value of RMB 4.0 million for a loss making store, derecognition of a lease on the Lvcoo store of RMB 26.9 million, depreciation expenses of RMB 61.9 million and additional RMB 0.5 million relating to the renewal of a lease.

Investment in associates and joint ventures decreased by an aggregate RMB 1.0 million. This was due to share of profit from associates of RMB 17.5 million; set off by (i) share of losses from joint ventures of RMB 1.2 million; (ii) dividend income of RMB 17.0 million; and (iii) disposal of four joint ventures at a combined carrying value of RMB 0.3 million.

Other receivables decreased by RMB 0.5 million mainly resulted from reversal of receivables of RMB 1.0 million, which relates to interest income accrued for a lease terminated during the year. This reversal offset the interest income at RMB 0.5 million recognised in the current period, in respect of lease deposits placed with the landlords.

#### **Current assets**

Inventories decreased by RMB 8.2 million, which is in line with decrease in revenue.

Trade and other receivables decreased by RMB 7.9 million, a result of reduction in trade receivables of about RMB 2.8 million, which is in line with reduction in sales. Other receivables has decreased by RMB 5.1 million, mainly due to reduction in short term deposits placed with vendors.

Prepayments has largely decreased by RMB 11.5 million, mainly due to decrease in advances made to suppliers.

Amount due from related parties decreased by RMB 4.2 million during the year.

The amount due from joint ventures has increased by RMB 14.5 million due to further shareholder loan provided to the joint venture company.

The amount due from associates increased by RMB 22.5 million as there was a shareholder loan provided to the Group's associates in FY2023.

#### **Current liabilities**

Trade and other payables decreased by RMB 13.2 million, mainly due to decrease in trade payables as a result of reduction in purchase of inventories.

Amount due to related parties decreased by RMB 0.4 million during the year.

Reduction in income tax payables arose from partial payment of prior year balance in FY2023.

#### **Loans and borrowings (current and non-current)**

Total loans and borrowings amounted to RMB 180.1 million, an increase of RMB 10.5 million. This was due to loan repayments of RMB 161.3 million, set off by (i) RMB 166.8 million of new loans and (ii) RMB 5.0 million of unrealised foreign exchange loss was incurred.

#### **Lease liabilities (current and non-current)**

Lease liabilities decreased by RMB 95.9 million due to repayments (net of interest expenses) amounting to RMB 57.5 million and de-recognition of a lease liability due to early termination amounting to RMB 37.2 million. These were set off by a renewed lease of about RMB 0.5 million for a store and other lease related payables and prepayments of RMB 1.2 million.

## **Cash flow statement**

The Group reported net cash and cash equivalents of RMB 192.2 million as at 30 June 2023.

### **Review of Cash flow statement for twelve months ended 30 June 2023 ("FY2023") and eighteen months ended 30 June 2022 ("FP2022")**

#### **Cash generated from operating activities**

Net cash generated from operating activities was about RMB 93.9 million in FY2023 (FP2022: RMB 135.0 million).

This was attributed to profit before taxation of RMB 17.6 million, adjustments for non-cash items including amortisation and depreciation expenses of RMB 78.4 million, impairment of right-of-use asset of RMB 4.0 million, property, plant and equipment written off at RMB 10.5 million, gain on derecognition of right-of-use asset of RMB 10.5 million, reversal of provision for termination of lease of RMB 10.4 million, finance costs of RMB 22.4 million, interest income of RMB 7.1 million, share of profits of joint ventures and associates of RMB 16.3 million and exchange loss of RMB 4.0 million to arrive at operating cash flows before changes in working capital of RMB 91.5 million.

After adjusting for working capital changes including decrease in inventories of RMB 8.1 million, decreases in prepayments of RMB 6.0 million, decreases in trade and other receivables of RMB 12.5 million and decreases in trade and other payables of RMB 26.2 million as well as adjustments for receipt of interest of RMB 7.9 million and tax payment of RMB 6.0 million, the Group's net cash generated from operating activities amounted to RMB 93.9 million.

#### **Cash used in financing activities**

Net cash used in financing activities was about RMB 70.9 million. RMB 168.0 million was used to repay the Group's principal value of loans, borrowings and interest and another RMB 69.6 million was used to repay the principal value and the interest expense of lease liabilities. The Group placed a guarantee deposit with an airline to allow for flight bookings on credit term. During FY2023, the Group obtained new loans of RMB 124.3 million and a new bond of RMB 42.5 million.

#### **Cash used in investing activities**

Net cash used in investing activities was about RMB 21.5 million. This included a dividend received from an associate of RMB 17.0 million. This was set off against the cash outflow due to total loan at RMB 37.0 million extended to a joint venture and an associate, and the purchase of property, plant and equipment for about RMB 1.67 million.

### **Review of Cash flow statement for six months ended 30 June 2023 ("6M2023") and 30 June 2022 ("6M2022")**

#### **Cash generated from operating activities**

Net cash generated from operating activities was about RMB 97.1 million in 6M2023 (6M2022: RMB 82.4 million).

This was attributed to profit before taxation of RMB 26.3 million, adjustments for non-cash items including amortisation and depreciation expenses of RMB 41.0 million, impairment of right-of-use asset of RMB 4.0 million, property, plant and equipment written off at RMB 10.5 million, reversal of provision for termination of lease of RMB 10.4 million, finance costs of RMB 10.8 million, interest income of RMB 3.4 million, share of profits of joint ventures and associates of RMB 10.2 million and exchange loss of RMB 1.4 million to arrive at operating cash flows before changes in working capital of RMB 68.7 million.

After adjusting for working capital changes including decrease in inventories of RMB 2.1 million, decreases in prepayments of RMB 31.4 million, decreases in trade and other receivables of RMB 164.0 million and decreases in trade and other payables of RMB 172.0 million as well as adjustments for receipt of interest of RMB 6.9 million and tax payment of RMB 4.1 million, the Group's net cash generated from operating activities amounted to RMB 97.1 million.

#### **Cash generated from financing activities**

Net cash generated from financing activities was about RMB 7.4 million. RMB 49.2 million was used to repay the Group's principal value of loans, borrowings and interest and another RMB 32.9 million was used to repay the principal value and the interest expense of lease liabilities. The Group placed a deposit with an airline to allow for flight bookings on credit term. During 6M2023, the Group obtained new loans of RMB 47.1 million and a new bond of RMB 42.5 million.

#### **Cash used in investing activities**

Net cash used in investing activities was about RMB 81.0 million. This included a dividend received from an associate of RMB 9.2 million. This was set off against the cash outflow due to total loan at RMB 89.5 million extended to a joint venture and an associate, and the purchase of property, plant and equipment for about RMB 0.7 million.

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

There has not been any forecast or prospect statement in relation to the Group's results previously disclosed to shareholders.

## **10 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 reporting period and the next 12 months.**

According to the National Bureau of Statistics of China, real GDP in China grew 5.5% year-on-year in the first half of 2023, compared to a slower growth rate of 3.0% in the whole of 2022 as the Chinese economy continues to recover since COVID-19 restrictions were lifted in December 2022. Retail sales, excluding automobiles in the first seven months of 2023 grew 7.5% year-on-year, a recovery from a decline of 0.2% in 2022. Sales in department stores grew 8.2% and sales in supermarkets fell 0.5% over the first seven months of 2023.

The Group expects to add a new supermarket store with a gross sales area of about 4,000 sqm in Haicang District, Xiamen City, Fujian Province near the end of 2023. The Haicang store is in an integrated property complex built by Citi-base Commerce Logistics (Xiamen) Co, a 30%-owned associate of the Group. The Haicang complex is a three-floor, 30,900 sqm retail complex, with a 668-unit apartment block for rent. Overall, the Group will have 18 stores in Fujian with the addition of the Haicang store. Meanwhile, we are optimistic that outlet malls will continue to perform satisfactorily.

11 **If a decision regarding dividend has been made:-**

(a) **Whether an interim (final) ordinary dividend has been declared (recommended);**

Yes, the Board recommends declaration of 1.0 Singapore cent per share as final dividend for the financial year ended 30 June 2023.

(b) (i) **Amount per share;**

Name of Dividend	Interim	Final
Dividend Type	-	Cash
Dividend amount per ordinary share	-	1.0 Singapore cent
Tax rate	-	One-tier tax exempt

(b) (ii) **Previous corresponding period;**

None.

(c) **Whether the dividend is before tax, net of tax or tax exempt. If before tax or net of tax, state the tax rate and the country where the dividend is derived. (If the dividend is not taxable in the hands of shareholders, this must be stated);**

One-tier tax exempt.

(d) **The date the dividend is payable; and**

To be announced later.

(e) **The date on which Registrable Transfers received by the company (up to 5.00 pm) will be registered before entitlements to the dividend are determined.**

To be announced later.

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

Not applicable.

13 **If the group has obtained a general mandate from shareholders for IPTs, the aggregate value of such transactions as required under Rule 920(1)(a)(ii). If no IPT mandate has been obtained, a statement to that effect.**

Name of interested person	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 820)  (RMB'000)	Aggregate value of all interested person transactions conducted under shareholders' mandate pursuant to Rule 920 (excluding transactions less than S\$100,000)  (RMB'000)
Concessionaire income from Quangang store charged to a related party: Fujian Hancal Garments Co. Ltd	1,342	-
Management fees charged to a related party: Quanzhou Zhongmin Baihui Shopping Co., Ltd	4,925	-
Sales made to a related party: Quanzhou Zhongmin Baihui Shopping Co., Ltd	1,432	-
Purchase made from a related party: Quanzhou Zhongmin Baihui Shopping Co., Ltd	1,299	-

The Group has not obtained a general mandate from Shareholders for interested person transactions.

14 **Negative confirmation pursuant to the Rule 705(5).**

The Board of Directors confirms that to the best of their knowledge, nothing has come to the attention of the Board of Directors which may render the unaudited financial results for the six-month and twelve-month ended 30 June 2023 of the Group and the Company to be false or misleading in any material aspect.

15 **Confirmation that the issuer has procured undertakings from all its directors and executive officers (in the format set out in Appendix 7H) under Rule 720(1).**

The Company hereby confirms that it has procured undertakings from all the directors and executive officers under Rule 720(1).

16 **Segmented revenue and results for business or geographical segments (of the group) in the form presented in the issuer's most recently audited annual financial statements, with comparative information for the immediately preceding year.**

No reporting by geographical location and business segments is presented as the business operations of the Group are solely in the retail industry in China.

17 **In the review of performance, the factors leading to any material changes in contributions to turnover and earnings by the business or geographical segments.**

Not applicable.

18 **A breakdown of sales as follows:-**

	Group		Change + / (-)
	12 months ended	18 months ended	
	30-06-2023 RMB'000	30-06-2022 RMB'000	%
Revenue			
- first half (Jul 2022 to Dec 2022 - 6 months / Jan 2021 to Dec 2021 - 12 months)	488,495	1,069,842	(54.3)
- second half (Jan 2023 to Jun 2023 / Jan 2022 to Jun 2022)	479,070	539,764	(11.2)
	<u>967,565</u>	<u>1,609,606</u>	(39.9)
Profit / (loss) after taxation			
- first half (Jul 2022 to Dec 2022 - 6 months / Jan 2021 to Dec 2021 - 12 months)	(8,789)	(26,648)	(67.0)
- second half (Jan 2023 to Jun 2023 / Jan 2022 to Jun 2022)	29,468	(6,397)	N.M.
	<u>20,679</u>	<u>(33,045)</u>	N.M.

19 **A breakdown of the total annual dividend (in dollar value) for the issuer's latest full year and its previous full year as follows:-**

	Full year ended	
	30-06-2023 (S\$'000)	30-06-2022 (S\$'000)
<u>Ordinary</u>		
- Interim	-	-
- Final*	1,917	-
<b>Total:</b>	<b>1,917</b>	<b>-</b>

\*FY 2023 final dividend is estimated based on number of shares (excluding treasury shares) outstanding as at the end of financial year, and is subject to the approval of shareholders at the forthcoming Annual General Meeting.

20 **Disclosure of person occupying a managerial position in the issuer or any of its principal subsidiaries who is a relative of a director or chief executive officer or substantial shareholder of the issuer pursuant of Rule 704(13) in the format below. If there are no such persons, the issuer must make an appropriate negative statement.**

Name	Age	Family relationship with any director and/or substantial shareholder	Current position and duties, and the year the position was first held	Details of changes in duties and position held, if any, during the year
Chen Huiling	36	Daughter of Chen Kaitong	Head of the Fourth Merchandising Department (since 1 July 2020). Her duties include the Group's business solicitation, procurement and sales management for menswear and sportswear.	N.A.

BY ORDER OF THE BOARD

ZHONGMIN BAIHUI RETAIL GROUP LIMITED  
LEE SWEE KENG  
EXECUTIVE CHAIRMAN

29 August 2023