



# Joyas International Holdings Limited

(Incorporated in Bermuda)  
Company Registration Number: 38991

Condensed Interim Financial Statements  
For the second quarter and six months ended 30 June 2022

Pursuant to Rule 705(2C) of the Singapore Exchange Securities Trading Limited (the "SGX-ST") Listing Manual Section B: Rules of Catalist, Joyas International Holdings Limited is required by SGX-ST to announce its quarterly financial statements.

## Table of contents

A	Condensed interim consolidated statement of profit or loss and other comprehensive income	1
B	Condensed interim consolidated statement of financial position	2
C	Condensed interim consolidated statement of cash flows	4
D	Condensed interim consolidated statement of changes in equity	5
E	Notes to the condensed interim consolidated financial statements	6
F	Other information pursuant to Appendix 7C of the Catalist Rules	18

## JOYAS INTERNATIONAL HOLDINGS LIMITED

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

For the second quarter and six months ended 30 June 2022 (“1H2022”)

#### The Group

	Note	3 months ended 30 June		Change %	Six months ended 30 June		Change %
		2022	2021		2022	2021	
		(unaudited) (“2Q2022”) HK\$’000	(unaudited) (“2Q2021”) HK\$’000		(unaudited) (“1H2022”) HK\$’000	(unaudited) (“1H2021”) HK\$’000	
<b>Revenue</b>	5	1,050	705	48.9	2,148	1,380	55.7
Other income	6	17	–	100.0	22	35	(37.1)
Administrative expenses		(906)	(930)	(2.6)	(1,834)	(2,012)	(8.8)
Reversal of net impairment losses on trade and other receivables		117	–	100.0	237	–	100.0
Finance costs	7	(314)	(45)	597.8	(658)	(83)	692.8
<b>Loss before taxation</b>	8	(36)	(270)	(86.7)	(85)	(680)	(87.5)
Taxation	9	–	–	–	–	–	–
<b>Loss for the financial period</b>		(36)	(270)	(86.7)	(85)	(680)	(87.5)
<b>Other comprehensive income after tax:</b>							
<b>Other comprehensive income for the period, net of tax of nil</b>		–	–	–	–	–	–
<b>Total comprehensive loss for the financial period</b>		(36)	(270)	(86.7)	(85)	(680)	(87.5)
<b>Loss for the period attributable to</b>							
Equity holders of the Company		(148)	(345)	(57.1)	(278)	(817)	(66.0)
Non-controlling interests		112	75	49.3	193	137	40.9
		(36)	(270)	(86.7)	(85)	(680)	(87.5)
<b>Total comprehensive loss for the period attributable to:</b>							
Equity holders of the Company		(148)	(345)	(57.1)	(278)	(817)	(66.0)
Non-controlling interests		112	75	49.3	193	137	40.9
		(36)	(270)	(86.7)	(85)	(680)	(87.5)

## JOYAS INTERNATIONAL HOLDINGS LIMITED

### B. Condensed interim consolidated statement of financial position As at 30 June 2022

#### The Group

		As at 30 June 2022 (Unaudited) HK\$'000	As at 31 December 2021 (Published#) HK\$'000
	Note		
<b>Assets</b>			
<b>Current assets</b>			
Trade and other receivables	11	17,372	18,824
Cash and bank balances	12	10,824	13,668
		<u>28,196</u>	<u>32,492</u>
<b>Total assets</b>		<u>28,196</u>	<u>32,492</u>
<b>Equity</b>			
<b>Capital and reserves</b>			
Share capital	13	22,139	22,139
Accumulated losses		(123,375)	(123,097)
Other reserves	14	111,239	111,239
Attributable to the owners of the Company		10,003	10,281
<b>Non-controlling interests</b>		<u>71</u>	<u>(126)</u>
<b>Total equity</b>		<u>10,074</u>	<u>10,155</u>
<b>Liabilities</b>			
<b>Current liabilities</b>			
Trade and other payables	15	2,103	2,478
Borrowings	16	15,969	19,744
Current tax liabilities		50	115
		<u>18,122</u>	<u>22,337</u>
<b>Total liabilities</b>		<u>18,122</u>	<u>22,337</u>
<b>Total equity and liabilities</b>		<u>28,196</u>	<u>32,492</u>

# As per published accounts in the Annual Report of the Company for the financial year ended 31 December 2021.

## JOYAS INTERNATIONAL HOLDINGS LIMITED

### B. Condensed interim consolidated statement of financial position As at 30 June 2022 (continued)

#### The Company

	Note	As at 30 June 2022 (Unaudited) HK\$'000	As at 31 December 2021 (Published) HK\$'000
<b>Assets</b>			
<b>Non-current assets</b>			
Investment in subsidiaries		<u>8</u>	<u>8</u>
<b>Current assets</b>			
Trade and other receivables	11	15,232	15,887
Cash and bank balances	12	<u>140</u>	<u>306</u>
		<u>15,372</u>	<u>16,193</u>
<b>Total assets</b>		<u><u>15,380</u></u>	<u><u>16,201</u></u>
<b>Equity</b>			
<b>Capital and reserves</b>			
Share capital	13	22,139	22,139
Accumulated losses		(148,760)	(147,582)
Other reserves	14	<u>128,724</u>	<u>128,724</u>
<b>Total equity</b>		<u>2,103</u>	<u>3,281</u>
<b>Liabilities</b>			
<b>Current liabilities</b>			
Trade and other payables	15	<u>13,277</u>	<u>12,920</u>
		<u>13,277</u>	<u>12,920</u>
<b>Total liabilities</b>		<u>13,277</u>	<u>12,920</u>
<b>Total equity and liabilities</b>		<u><u>15,380</u></u>	<u><u>16,201</u></u>

# JOYAS INTERNATIONAL HOLDINGS LIMITED

## C. Condensed interim consolidated statement of cash flows For the second quarter and six months ended 30 June 2022

### The Group

	Note	2Q2022 (unaudited) HK\$'000	2Q2021 (unaudited) HK\$'000	1H2022 (unaudited) HK\$'000	1H2021 (unaudited) HK\$'000
<b>Cash flows from operating activities:</b>					
Loss before taxation		(36)	(270)	(85)	(680)
Adjustments for:					
Interest income		(9)	–	(14)	–
Write back of warrants		–	–	–	(35)
Reversal of net impairment loss on trade and other receivables		(117)	–	(237)	–
Foreign exchange gain		–	2	(1)	28
Interest expenses		314	45	658	83
Operating profit/ (loss) before working capital changes		152	(223)	321	(604)
Change in loan and advances		200	(1,000)	1,200	(1,000)
Change in trade and other receivables		173	18	476	(164)
Change in trade and other payables		(526)	15	(428)	374
<b>Cash (used in)/ from operations</b>		(1)	(1,190)	1,569	(1,394)
Income tax paid		–	–	(65)	(337)
<b>Net cash (used in)/ from operating activities</b>		(1)	(1,190)	1,504	(1,731)
<b>Cash flows from investing activities</b>					
Interest received		9	–	14	–
<b>Net cash generated from investing activities</b>		9	–	14	–
<b>Cash flows from financing activities</b>					
Interest paid		(199)	(67)	(562)	(79)
Capital contribution from non-controlling interests		–	–	4	–
Proceeds from borrowings		–	1,000	–	1,000
Repayment of borrowings		(1,109)	(240)	(3,819)	(240)
Fund withdraw in non-liquid deposits		1,734	–	1,734	–
<b>Net cash generated from/ (used in) financing activities</b>		426	693	(2,643)	681
<b>Net increase/ (decrease) in cash and cash equivalents</b>		434	(497)	(1,125)	(1,050)
<b>Cash and cash equivalents at the beginning of the financial period</b>		374	1,383	1,933	1,936
<b>Cash and cash equivalents at the end of the financial period</b>	12	808	886	808	886

# JOYAS INTERNATIONAL HOLDINGS LIMITED

## D. Condensed interim consolidated statements of changes in equity For the six months ended 30 June 2022

### The Group

	Attributable to equity holders of the Company									
	Share capital HK\$'000	Share premium HK\$'000	Contributed surplus HK\$'000	Share option reserve HK\$'000	Capital contribution reserve HK\$'000	Foreign currency translation reserve HK\$'000	Accumulated losses HK\$'000	Total HK\$'000	Non-controlling interests HK\$'000	Total equity HK\$'000
At 1 January 2022 (published)	22,139	53,065	52,677	-	5,306	191	(123,097)	10,281	(126)	10,155
<b>Loss for the financial period</b>	-	-	-	-	-	-	(278)	(278)	193	(85)
<b>Total comprehensive (loss)/ income for the financial period</b>	-	-	-	-	-	-	(278)	(278)	193	(85)
<b>Contributions by and distributions to equity holders</b>										
- Formation of a subsidiary	-	-	-	-	-	-	-	-	4	4
Total transactions with equity holders, recognised directly in equity	-	-	-	-	-	-	-	-	4	4
<b>At 30 June 2022 (unaudited)</b>	<b>22,139</b>	<b>53,065</b>	<b>52,677</b>	<b>-</b>	<b>5,306</b>	<b>191</b>	<b>(123,375)</b>	<b>10,003</b>	<b>71</b>	<b>10,074</b>
At 1 January 2021 (published)	22,139	53,065	52,677	331	5,306	191	(121,825)	11,884	(255)	11,629
<b>Loss for the financial period</b>	-	-	-	-	-	-	(817)	(817)	137	(680)
<b>Total comprehensive (loss)/ income for the financial period</b>	-	-	-	-	-	-	(817)	(817)	137	(680)
<b>At 30 June 2021 (unaudited)</b>	<b>22,139</b>	<b>53,065</b>	<b>52,677</b>	<b>331</b>	<b>5,306</b>	<b>191</b>	<b>(122,642)</b>	<b>11,067</b>	<b>(118)</b>	<b>10,949</b>

### The Company

	Share capital HK\$'000	Share premium HK\$'000	Contributed surplus HK\$'000	Share option reserve HK\$'000	Accumulated losses HK\$'000	Total equity HK\$'000
At 1 January 2022 (published)	22,139	53,065	75,659	-	(147,582)	3,281
<b>Loss for the period</b>	-	-	-	-	(1,178)	(1,178)
<b>Total comprehensive loss for the period</b>	-	-	-	-	(1,178)	(1,178)
<b>At 30 June 2022 (unaudited)</b>	<b>22,139</b>	<b>53,065</b>	<b>75,659</b>	<b>-</b>	<b>(148,760)</b>	<b>2,103</b>
At 1 January 2021 (published)	22,139	53,065	75,659	331	(145,342)	5,852
<b>Loss for the period</b>	-	-	-	-	(1,382)	(1,382)
<b>Total comprehensive loss for the period</b>	-	-	-	-	(1,382)	(1,382)
<b>At 30 June 2021 (unaudited)</b>	<b>22,139</b>	<b>53,065</b>	<b>75,659</b>	<b>331</b>	<b>(146,724)</b>	<b>4,470</b>

# JOYAS INTERNATIONAL HOLDINGS LIMITED

## E. Notes to the condensed interim consolidated financial statements

### 1. Corporate information

Joyas International Holdings Limited (the “Company”) was incorporated in Bermuda as an exempted company with limited liability under the Companies Act 1981 of Bermuda on 4 October 2006. The registered office of the Company is located at Victoria Place, 5th Floor, 31 Victoria Street, Hamilton HM10, Bermuda and its principal place of business is located at Rm 1415, Leighton Centre, 77 Leighton Road, Causeway Bay, Hong Kong. The Company’s shares have been listed on the Singapore Exchange Securities Trading Limited (“SGX-ST”) since 13 March 2008. On 5 May 2016, the listing of the Company’s shares was transferred from the Main Board to Catalist of the SGX-ST.

The principal activity of the Company is investment holding. The principal activities of the subsidiaries are in the area of the provision of financing activities. The directors consider the ultimate holding company to be Joyas Investment Group Limited, a company incorporated in the British Virgin Islands (the “BVI”).

The financial statements are presented in Hong Kong Dollar (“HK\$”), which is the Company’s functional currency and all information presented in Hong Kong Dollar are rounded to the nearest thousand (“HK\$’000”) except when otherwise indicated.

#### 2.1. Going concern

The Group recognised a net loss of HK\$85,000 and net cash from operating activities of HK\$1,504,000 for the six months ended 30 June 2022. The Group’s ability to continue as a going concern is dependent upon the continued availability of borrowings and the cash flows generated from the financing business. Management continues to have a reasonable expectation that the Group has adequate resources to continue in operation for at least the next 12 months on the presumption that interest income from the Group’s financing business will be received timely and the Group’s loans and advances are recoverable and the fact that the Group’s operating expenses are mainly overhead costs which are relatively limited.

The Group’s net assets as at 30 June 2021 were HK\$10,074,000.

The appropriateness of the going concern basis of accounting is dependent on continued availability of borrowings and the cash flows generated from the financing business. As at the date of this announcement, the directors are satisfied that the Group had sufficient headroom on its borrowing facilities, interest income from the Group’s financing business will be received timely and the Group’s loans and advances are recoverable. In addition, the Group’s operating expenses are mainly overhead costs which are relatively limited.

Based on the above factors, the condensed interim financial statements have been prepared on a going concern basis.

#### 2.2. Basis of preparation

The condensed interim financial statements of the Company and its subsidiaries (collectively the “Group”) for the six months ended 30 June 2022 have been prepared in accordance with International Accounting Standards (“IAS”) 34 Interim Financial Reporting issued by the International Accounting Standards Board (“IASB”). The condensed interim financial statements

## JOYAS INTERNATIONAL HOLDINGS LIMITED

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 Group's financial position and performance of the Group since the last annual financial statements for the year ended 31 December 2021.

The accounting policies adopted are consistent with those of the previous financial year which were prepared in accordance with International Financial Reporting Standards ("IFRS").

### **New and amended standards adopted by the Group**

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

### **Significant accounting estimates and judgements**

The preparation of the financial statements in conformity with IFRS requires the use of judgements, estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the financial year. Although these estimates are based on management's best knowledge of current events and actions, actual results may differ from those estimates.

The significant accounting estimates and assumptions used and areas involving a significant judgement are described below:

### **Significant accounting estimates and assumptions used in applying accounting policies**

#### Loss allowance on loans and advances

The Group has loans and advances with a carrying value of HK\$16,688,000 as at 30 June 2022 (31 December 2021 – HK\$17,880,000). The Group assesses whether or not there is an impairment of loans and advances by conducting credit assessment on a loan-by-loan basis. The Group assessed the probability of default and loss given default of each loan. In making their judgements, the Group considers the financial capabilities of the borrowers of the loan granted which includes assessing the credit portfolio of the borrowers and the assessment of the loan to security ratio.

When measuring estimated credit loss ("ECL"), the Group uses reasonable and supportable forward-looking information, which is based on assumptions and forecasts of future economic conditions with consideration on the impact of the Coronavirus Disease 2019 ("COVID-19") pandemic and how these conditions will affect the Group's ECL assessment. Loss given default is an estimate of the loss arising on default. It is based on the difference between the contractual cash flows due and those that the Group would expect to receive, taking into account cash flows from collateral and integral credit enhancements.

Probability of default constitutes a key input in measuring ECL. Probability of default is an estimate of the likelihood of default over a given time horizon, the calculation of which includes historical loss rates, assumptions and expectations of future conditions.

As the calculation of loss allowance on loans and advances is subject to assumptions and forecasts, any changes to these estimations will affect the amounts of loss allowance recognised and the carrying amounts of loans and advances.



## JOYAS INTERNATIONAL HOLDINGS LIMITED

If the financial conditions of borrowers were to deteriorate, resulting in increased probability of default, allowances for impairment may be required.

### Impairment of amounts due from subsidiaries and associate and calculation of loss allowance

Determining whether amounts due from subsidiaries and associate are impaired requires an estimation of the amounts and timing of future cash flows based on historical loss experience for assets with similar credit risk.

As at 30 June 2022, the carrying amounts of amounts due from subsidiaries (non-trade) and associate are HK\$15,131,000 and HK\$Nil (31 December 2021 – HK\$15,699,000 and HK\$Nil) respectively. Management has evaluated ECL of the amounts using reasonable and supportable forward-looking information, which is based on assumptions and forecasts of future economic conditions. Loss given default is an estimate of the loss arising on default. It is based on the difference between the contractual cash flows due and those that the lender would expect to receive, taking into account cash flows from collateral and integral credit enhancements. Probability of default constitutes a key input in measuring ECL.

Probability of default is an estimate of the likelihood of default over a given time horizon, the calculation of which includes historical data, assumptions and expectations of future conditions. As the calculation of loss allowance on amounts due from subsidiaries and associate is subject to assumptions and forecasts, any changes to these estimations will affect the amounts of loss allowance recognised and the carrying amounts of amounts due from subsidiaries and associate.

### 3. **Seasonal operations**

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

### 4. **Segment and revenue information**

The executive directors have identified the Group's three product lines as operating segments.

- (a) Nickel ore;
- (b) Financing activities; and
- (c) Others.

## JOYAS INTERNATIONAL HOLDINGS LIMITED

	Nickel Ore		Financing Activities		Others		Elimination		Total	
	2Q2022 HK\$'000	2Q2021 HK\$'000	2Q2022 HK\$'000	2Q2021 HK\$'000	2Q2022 HK\$'000	2Q2021 HK\$'000	2Q2022 HK\$'000	2Q2021 HK\$'000	2Q2022 HK\$'000	2Q2021 HK\$'000
<b>Revenue</b>										
External	–	–	1,050	705	–	–	–	–	1,050	705
Total revenue	–	–	1,050	705	–	–	–	–	1,050	705

### Segment Results

Segment profit/(loss)										
from operations	67	(50)	965	626	–	–	–	–	1,032	576
Unallocated income									–	–
Unallocated expenses									(762)	(801)
Finance income									8	–
Finance expense									(314)	(45)
Loss before income tax									(36)	(270)
Income tax (expenses)/ credit									–	–
Loss for the financial period									(36)	(270)

	1H2022	1H2021	1H2022	1H2021	1H2022	1H2021	1H2022	1H2021	1H2022	1H2021
	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
<b>Revenue</b>										
External	–	–	2,148	1,380	–	–	–	–	2,148	1,380
Total revenue	–	–	2,148	1,380	–	–	–	–	2,148	1,380

### Segment Results

Segment profit/(loss)										
from operations	134	(119)	1,984	1,225	(80)	–	–	–	2,038	1,106
Unallocated income									–	35
Unallocated expenses									(1,478)	(1,738)
Finance income									13	–
Finance expense									(658)	(83)
Loss before income tax									(85)	(680)
Income tax (expenses)/ credit									–	–
Loss for the financial period									(85)	(680)

	1H2022	FY2021	1H2022	FY2021	1H2022	FY2021	1H2022	FY2021	1H2022	FY2021
	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
<b>Other information</b>										
Segment assets	157	157	17,080	18,349	–	–	–	–	17,237	18,506
Unallocated assets									10,959	13,986
Consolidated total assets									28,196	32,492

Segment liabilities	1,692	1,595	15,854	18,843	71	–	(15,787)	(18,700)	1,830	1,738
Unallocated liabilities									16,292	20,599
Consolidated total liabilities									18,122	22,337

## JOYAS INTERNATIONAL HOLDINGS LIMITED

### Segment assets

The amounts provided to the management with respect to total assets are measured in a manner consistent with that of the financial statements. Management monitors the assets attributable to each segment for the purposes of monitoring segment performance and for allocating resources between segments. All assets are allocated to reportable segments other than deposits, prepayment, other receivables and cash and cash equivalents. These assets are classified as unallocated assets.

### Segment liabilities

The amounts provided to the management with respect total liabilities are measured in a manner consistent with that of the financial statements. All liabilities are allocated to the reportable segments based on the operations of the segments other than convertible bonds, warrants, current tax liabilities, borrowings and other payables. These liabilities are classified as unallocated liabilities.

The Group's revenue from external customers and non-current assets other than goodwill are categorised into the following geographical areas:

Revenue from external customers				Non-current assets other than goodwill	
2Q2022	2Q2021	1H2022	1H2021	1H2022	FY2021
(unaudited)	(unaudited)	(unaudited)	(unaudited)	(unaudited)	(Published)
HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000

### **Principal markets:**

The People's Republic of China  
(including Hong Kong)  
(the "PRC (including HK)")

1,050	705	2,148	1,380	–	–
-------	-----	-------	-------	---	---

Geographical location of customers is based on the domicile location of the customers whilst that of non-current assets is based on their physical location.

During the three and six months ended 30 June 2022, there was no revenue from external customers attributed to Bermuda (country of domicile of the Company) (30 June 2021 – HK\$Nil) and no non-current assets were located in Bermuda as at 30 June 2022 (31 December 2021 – HK\$Nil).

Revenue from customers contributing over 10% of total sales of the Group is as follows:

<b>The Group</b>	2Q2022	2Q2021	1H2022	1H2021
	HK\$'000	HK\$'000	HK\$'000	HK\$'000
Customer A (Note)	–	–	–	150
Customer B (Note)	150	150	300	300
Customer C (Note)	75	225	150	450
Customer D (Note)	150	150	300	300
Customer E (Note)	150	150	300	150
Customer F (Note)	270	–	540	–
Customer G (Note)	–	30	–	30
	<u>795</u>	<u>675</u>	<u>1,590</u>	<u>1,380</u>

### **Notes:**

Derived from the financing activities.

As at 30 June 2022, 74% (31 December 2021 – 85%) of the Group's interest receivables/trade receivables were due from these customers.

## JOYAS INTERNATIONAL HOLDINGS LIMITED

### 5. Revenue

Revenue from the Group's principal activities recognised during the financial period are as follows:

The Group	2Q2022 HK\$'000	2Q2021 HK\$'000	1H2022 HK\$'000	1H2021 HK\$'000
Interest income	900	555	1,848	1,080
Loan referral service income	150	150	300	300
<b>Total revenue</b>	<b>1,050</b>	<b>705</b>	<b>2,148</b>	<b>1,380</b>

### 6. Other income

The Group	2Q2022 HK\$'000	2Q2021 HK\$'000	1H2022 HK\$'000	1H2021 HK\$'000
Bank interest income	9	–	14	–
Government grant	8	–	8	–
Write back of Warrants	–	–	–	35
	<b>17</b>	<b>–</b>	<b>22</b>	<b>35</b>

### 7. Finance costs

The Group	2Q2022 HK\$'000	2Q2021 HK\$'000	1H2022 HK\$'000	1H2021 HK\$'000
Interest expense on				
- bank loan	2	5	6	7
- bank overdraft	39	–	77	–
- other borrowing	273	40	575	76
	<b>314</b>	<b>45</b>	<b>658</b>	<b>83</b>

## JOYAS INTERNATIONAL HOLDINGS LIMITED

### 8. Loss before taxation

The following items have been included in arriving at loss before taxation:

The Group	2Q2022 HK\$'000	2Q2021 HK\$'000	1H2022 HK\$'000	1H2021 HK\$'000
Audit fees paid to				
- Auditors of the Company	142	135	285	270
- Other auditors	–	–	–	–
Reversal of impairment losses on trade and other receivable				
- Reversal of impairment losses on loans and advances	–	–	(8)	–
- Reversal of impairment losses on deposits	(117)	–	(234)	–
- Impairment losses on other receivable	–	–	5	–
Operating lease expense in respect of rented premises	76	77	148	154
Foreign exchange loss/ (gain)	19	(1)	21	38
Staff costs				
Directors' fees	99	105	198	249
Key management personnel (other than directors)				
- Salaries, wages and other related costs	45	45	90	90
- Employer's contributions to defined contribution plans	1	1	3	3
Total key management personnel compensation	145	151	291	342
Other than key management personnel				
- Salaries, wages and other related costs	–	–	–	–
- Employer's contributions to defined contribution plans	–	–	–	–
Total staff costs	145	151	291	342

### 9. Taxation

There was no assessable profits during the financial period ended 30 June 2022 and 30 June 2021.

### 10. Dividends

No dividend has been declared or recommended by the board of directors of the Company because the Group is not profitable in the six months ended 30 June 2022.

## JOYAS INTERNATIONAL HOLDINGS LIMITED

### 11. Trade and other receivables

	The Group		The Company	
	30 June 2022 HK\$'000	31 December 2021 HK\$'000	30 June 2022 HK\$'000	31 December 2021 HK\$'000
Amount due from subsidiaries (non-trade)	–	–	41,089	41,657
Less: Impairment losses on amount due from subsidiaries	–	–	(25,958)	(25,958)
Amount due from an associated company	10,672	10,672	–	–
Less: Impairment loss on amount due from an associated company	(10,672)	(10,672)	–	–
Deposits	14	17	14	17
Loans and advances	18,300	19,500	–	–
Less: Impairment loss on loans and advances	(1,612)	(1,620)	–	–
Trade receivable	150	150	–	–
Interest receivable	233	310	–	–
Other receivables	197	298	5	11
Impairment on other receivable	(5)	–	(5)	–
Deposits paid to a supplier <sup>(1)</sup>	24,065	24,299	–	–
Less: Impairment loss on deposits	(24,065)	(24,299)	–	–
Financial assets	17,277	18,655	15,145	15,727
Prepayments	95	169	87	160
Total trade and other receivables	17,372	18,824	15,232	15,887

<sup>(1)</sup> On 19 March 2015, the Group's subsidiary, Hong Kong Silver Basic Group Limited, entered into an exclusive agency agreement with the supplier for being an exclusive agent for the sale of nickel ore in the PRC (including HK), which is produced by the supplier. A former key management personnel of the Group, Mr Wang De Zhou is a shareholder and director of the supplier. Mr Wang De Zhou is also a close member of the family of a key management personnel of the Group. The deposits paid for purchases of nickel ore are unsecured and interest-free. During the financial year ended 31 December 2019, the deposits paid of HK\$24,377,000 was fully impaired and trade payable of nickel ore to the supplier of HK\$10,531,000 was fully written back. During the period ended 30 June 2022 and the financial year ended 31 December 2021, the Group received HK\$234,000 and HK\$78,000 respectively from Mr. Wang De Zhou, being partial repayment of the deposit.

#### Loans and advances

Loan and receivables are non-derivate financial assets with fixed or determinable payments that are not quoted in an active market. They are presented as current assets, except for those expected to be realised later than 12 months after the reporting date which are presented as non-current assets.

The Group has offered and granted seven loans (31 December 2021 – eight) via its Hong Kong subsidiary, CCIG Financial Services Limited (registered money lender in Hong Kong). Total undrawn facility amount at the end of financial period ended 30 June 2022 was HK\$7,500,000 (31 December 2021: HK\$7,500,000). Any drawdown is subject to management approval.

## JOYAS INTERNATIONAL HOLDINGS LIMITED

Country	Nature of business of borrowers	Maturity date	Interest rate		Principal amount of the loan	
			30 June 2022 %	31 December 2021 %	30 June 2022 HK\$'000	31 December 2021 HK\$'000
<u>At amortised cost:</u>						
British Virgin Islands	Investment company	Revolving in nature	12	12	5,000	5,000
Hong Kong	Purchasing of consumer debt folio & manage and recover debt	Revolving in nature	12	12	5,000	5,000
Hong Kong	Personal	Revolving in nature	12	12	2,500	2,500
Hong Kong	Personal	Within 3 months from Draw down	36	36	3,000	3,000
Hong Kong	Personal	Within 3 months from Draw down	36	36	1,000	1,000
Hong Kong	Personal	Within 3 months from Draw down	36	36	1,000	1,000
Hong Kong	Personal	Within 3 months from Draw down	–	36	–	1,000
Hong Kong	Personal	Within 6 months from Draw down	30	30	800	1,000
Less: Impairment loss for the financial period/year					(1,612)	(1,620)
					<u>16,688</u>	<u>17,880</u>

The loans and advances are denominated in HKD.

### 12. Cash and cash equivalents

	The Group		The Company	
	30 June 2022 HK\$'000	31 December 2021 HK\$'000	30 June 2022 HK\$'000	31 December 2021 HK\$'000
Cash in banks	808	3,666	140	306
Fixed deposits	10,016	10,002	–	–
<b>Cash and bank balances</b>	<b>10,824</b>	<b>13,668</b>	<b>140</b>	<b>306</b>

As at 30 June 2022, fixed deposits were pledged to secure bank loans and other banking facilities granted to the Group. Interest accrues on the fixed deposits at 0.5% to 0.75% (31 December 2021 – 0.14% to 0.25%) per annum.

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

## JOYAS INTERNATIONAL HOLDINGS LIMITED

	30 June 2022	31 December 2021
The Group	HK\$'000	HK\$'000
Cash and bank balances	10,824	13,668
Less: Fixed deposits pledged	(10,016)	(10,002)
Less: Non-liquid cash in banks	–	(1,733)
Cash and cash equivalents	808	1,933

### 13. Share capital

The Group and the Company	30 June 2022		31 December 2021	
	Number of shares	HK\$'000	Number of shares	HK\$'000
<b>Authorised:</b>				
Ordinary shares of HK\$0.01 each				
At 31 December 2021 and 30 June 2022	10,000,000,000	100,000	10,000,000,000	100,000
<b>Issued and fully paid:</b>				
At 31 December 2021 and 30 June 2022	2,213,776,973	22,139	2,213,776,973	22,139

There was no movement in the issued and paid-up capital of the Company from 31 December 2021 to 30 June 2022.

The holders of ordinary shares are entitled to receive dividends as and when declared by the Company. All ordinary shares carry one vote per share without restrictions.

### 14. Other reserves

	The Group		The Company	
	30 June 2022	31 December 2021	30 June 2022	31 December 2021
	HK\$'000	HK\$'000	HK\$'000	HK\$'000
Share premium	53,065	53,065	53,065	53,065
Contributed surplus reserve	52,677	52,677	75,659	75,659
Capital contribution reserve	5,306	5,306	–	–
Foreign currency translation reserve	191	191	–	–
	111,239	111,239	128,724	128,724

#### Share premium

Share premium represents the excess of proceeds from the issue of new ordinary shares over the nominal value of the shares issued, net of share issue expenses.

#### Contributed surplus reserve

Contributed surplus reserve of the Group arose from the capital reduction exercise undertaken during the financial year ended 31 December 2010 whereby the par value of each share of the Company was reduced from HK\$0.50 to HK\$0.01 resulting in a transfer of a credit balance of HK\$52,677,000 from share capital to contributed surplus reserve.

Contributed surplus reserve of the Company relates to the aforesaid capital reduction amounting to HK\$52,677,000 and the excess of the nominal value of the Company's shares issued over the combined net assets of the subsidiaries acquired amounting to HK\$22,982,000.

Under the Companies Act 1981 of Bermuda (as amended), the contributed surplus of a company is available for distribution.

#### Capital contribution reserve



## JOYAS INTERNATIONAL HOLDINGS LIMITED

Capital contribution reserve represents the capital contribution from a non-controlling interest to a subsidiary.

### Foreign currency translation reserve

The foreign currency translation reserve of the Group arises from the translation of financial statements of group entities whose functional currencies are different from the presentation currency.

### 15. Trade and other payables

	The Group		The Company	
	30 June 2022 HK\$'000	31 December 2021 HK\$'000	30 June 2022 HK\$'000	31 December 2021 HK\$'000
Amounts due to subsidiary	–	–	12,989	12,100
Amounts due to a former key management personnel <sup>(1)</sup>	393	316	–	–
Amounts due to related party (non-trade) <sup>(2)</sup>	827	735	–	–
Amount due to a related party (non-trade) <sup>(3)</sup>	26	–	–	–
Other payable	168	114	–	–
Accruals	689	1,313	288	820
<b>Total trade and other payables</b>	<b>2,103</b>	<b>2,478</b>	<b>13,277</b>	<b>12,920</b>

- 1) This relates to advances given by Mr Wang De Zhou. The amount is unsecured, interest-free and repayable on demand. An amount of HK\$5,373,000 has been written back during the financial year ended 31 December 2019.
- 2) The related party is an entity in which one of the Company's directors is a shareholder.
- 3) The related party is an entity in which one of the Company's subsidiary's directors is a shareholder.

### 16. Borrowings

	30 June 2022 HK\$'000	31 December 2021 HK\$'000
The Group		
Other borrowing <sup>(1)</sup>	6,195	9,001
Bank borrowing <sup>(2)</sup>	–	993
Bank overdraft <sup>(3)</sup>	9,774	9,750
<b>Total borrowings</b>	<b>15,969</b>	<b>19,744</b>

- 1) Other borrowing is repayable on demand and bears interest at 12% to 18% (31 December 2021 – 12% to 18%) per annum.
- 2) The bank borrowing is repayable on demand. Interest is charged at cost of funds plus 0.75% and the interest rate during the period ranged from 1.62% to 2.31% (31 December 2021 – 1.2% to 1.62%) per annum. It is secured by pledged fixed deposits and personal guarantee by a director. The borrowing has been fully repaid on 28 April 2022.
- 3) The bank borrowing is repayable on demand. Interest is charged at cost of funds plus 1.5% per annum. It is secured by pledged fixed deposits.

## JOYAS INTERNATIONAL HOLDINGS LIMITED

### 17. Related party transactions

	Transaction amount		Balances	
	30 June 2022 HK\$'000	30 June 2021 HK\$'000	30 June 2022 HK\$'000	31 December 2021 HK\$'000
<b>The Group</b>				
Administrative expense paid to related parties <sup>(1)</sup>	124	124	(827)	(735)
Advances from a former key management personnel <sup>(2)</sup>	77	80	(393)	(316)
Advances from a related party	26	–	(26)	–

(1) This relates to entities in which one of the Company's directors is also a controlling shareholder of the entities.

(2) This relates to advances given by Mr Wang De Zhou.

(3) This relates to an entity held by a shareholder of the Company's subsidiary.

### 18. Subsequent events

Please refer to paragraph 10 of Section F of this announcement for the litigation update.

## JOYAS INTERNATIONAL HOLDINGS LIMITED

### F. Other information pursuant to Appendix 7C of the Catalist Rules

#### 1(i) Aggregate amount of group's borrowings and debt securities.

##### Amount repayable in one year or less, or on demand

As at 30 June 2022 (Unaudited)		As at 31 December 2021 (Published)	
Secured HK\$'000	Unsecured HK\$'000	Secured HK\$'000	Unsecured HK\$'000
9,774	6,195	10,743	9,001

##### Amount repayable after one year

As at 30 June 2022 (Unaudited)		As at 31 December 2021 (Published)	
Secured HK\$'000	Unsecured HK\$'000	Secured HK\$'000	Unsecured HK\$'000
–	–	–	–

Please refer to Section E Note 16 of this announcement.

##### Details of any collateral

As at 30 June 2022, the banking facilities granted to the Group amounted to approximately HK\$10.0 million (31 December 2021: approximately HK\$11.8 million) of which approximately HK\$9.8 million (31 December 2021: approximately HK\$10.8 million) were utilised. These facilities were secured by legal charges over certain bank deposits of the Group of approximately HK\$10.0 million (31 December 2021: approximately HK\$11.7 million), and personal guarantee was provided by a non-executive director of the Company (for the banking facilities as at 31 December 2021).

## JOYAS INTERNATIONAL HOLDINGS LIMITED

- 1(ii) Details of any changes in the company's share capital arising from rights issue, bonus issue, subdivision, consolidation, share buy-backs, 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 holdings 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.

Movements to the Share Capital:

	Number of shares	HK\$'000
Authorised:		
As at 31 March 2022 and 30 June 2022, ordinary shares of HK\$0.01 each	10,000,000,000	100,000
Issued and fully paid:		
As at 31 March 2022 and 30 June 2022, ordinary shares of HK\$0.01 each	2,213,776,973	22,139

There was no change in the Company's share capital from 31 March 2022 to 30 June 2022.

The Group had the following outstanding convertible securities as at 30 June 2022 and 30 June 2021.

Outstanding Convertible Securities	As at 30 June 2022	As at 30 June 2021
Share Options	-	32,000,000

The number of shares that can be issued on conversion of all of the Company's outstanding warrants and share options are as follows:

	As at 30 June 2022	As at 30 June 2021
<u>Share Options</u>		
Total number of shares that may be issued on conversion of the Company's share options (1)	-	32,000,000

## JOYAS INTERNATIONAL HOLDINGS LIMITED

Notes:

- (1) On 19 August 2016, the Company granted 32,000,000 share options (the “August 2016 Options”) under the Joyas Share Option Scheme to the Non-Executive Directors of the Company. The August 2016 Options are exercisable after the first anniversary of the date of grant and before the fifth anniversary of the date of the grant. The August 2016 Options have lapsed on 18 August 2021. Please refer to the announcement in relation to the August 2016 Options dated 19 August 2016.

The total number of issued shares of the Company as at 30 June 2022 and 30 June 2021 was 2,213,776,973 shares respectively.

The Company did not have treasury shares and subsidiary holdings as at the end of 30 June 2022 and 30 June 2021.

**1(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 immediate preceding year.**

<b>The Company and the Group</b>	<b>As At 30 June 2022 (Unaudited)</b>	<b>As At 31 December 2021 (Published)</b>
Total number of issued shares	<u>2,213,776,973</u>	<u>2,213,776,973</u>

There were no treasury shares as at 30 June 2022 and 31 December 2021.

**1 (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.**

Not applicable, as the Company did not hold any treasury shares as at the end of the current financial period reported on.

**1 (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, as the Company did not have any subsidiary holdings as at the end of the current financial period reported on.

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

The condensed consolidated statement of financial position of Joyas International Holdings Limited and its subsidiaries as at 30 June 2022 and the related condensed consolidated profit or loss and other comprehensive income, condensed consolidated statement of changes in equity and condensed consolidated statement of cash flows for the six-month period then ended and certain explanatory notes have not been audited or reviewed.

## JOYAS INTERNATIONAL HOLDINGS LIMITED

### 3. **Where the figures have been audited or reviewed, the auditors' report (including any qualifications 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.**

The auditors have issued a disclaimer of opinion on the Group's financial statements for the financial year ended 31 December 2021 ("FY2021") the basis for which has been disclosed on page 14 of the Company's Annual Report for FY2021 ("AR2021").

Update on efforts to resolve each outstanding audit issues:

#### **i) Deposit paid to a supplier, trade payable owing to the supplier and amounts due to related parties**

The auditors' qualifications in respect of the matter were as follows:

In 31 December 2021 ("FY2021"), the auditors were unable to satisfactorily perform confirmation procedures to satisfy themselves that the gross amounts of the deposits paid of HK\$24,299,000 (2020: HK\$24,377,000) and trade payables owing to the supplier of HK\$10,531,000 (2020: HK\$10,531,000), before the impairment and write back respectively, were fairly stated. Consequently, the auditors were unable to obtain sufficient appropriate evidence on the accumulated impairment loss on deposits paid of HK\$24,299,000 (2020:HK\$24,377,000) and accumulated write back of trade payables of HK\$10,531,000 (2020: HK\$10,531,000). The auditors were also unable to obtain sufficient appropriate evidence on the accumulated write back of amount due to related parties of HK\$5,673,000 (2020: HK\$5,673,000).

In view of the matters described above, the auditors were unable to determine whether any adjustments might be necessary to the consolidated financial statements for the FY2021. The auditor's report of the Group for FY2020 included a similar basis for disclaimer on this matter.

Please refer to paragraph 10 of this announcement for further details and actions taken to recover the Deposit. For amounts due to related parties, the Group did not receive any subsequent claims and has obtained a letter from the trade creditors and related parties that they will not claim against the Group until the Deposit and amount due from associate of HK\$10,672,000 are fully settled. In addition, the Group may consider the disposal of HK Silver in due course. By disposing HK Silver, the audit procedures in relation to the Deposit, trade payables owing to supplier and amount due to related parties can be avoided.

## JOYAS INTERNATIONAL HOLDINGS LIMITED

### ii) Unaudited financial information, impairment of investment in associate and amount due from an associate

The financial statements of the associate for FY2021 were unaudited and the auditors were unable to obtain sufficient appropriate audit evidence about the financial information of the associate for the FY2021. Accordingly, the auditors were unable to obtain reasonable assurance that the recorded gross investment in associate of HK\$3,355,000 and the corresponding accumulated impairment loss of HK\$3,355,000, and the amount due from associate of HK\$10,672,000 and accumulated impairment loss on amount due from associate of HK\$10,672,000 as at FY2021 are not materially misstated in the consolidated financial statement of the Group. The auditor's report of the Group for the FY2020 included a similar basis for disclaimer on this matter.

Audited financial statements of the associate for FY2020 have been provided by the associate. In addition, the Group may consider the disposal of HK Silver in due course. By disposing HK Silver which includes its investment in associate, the audit procedures in relation to the Deposit paid to supplier can be avoided.

The Board confirms that the impact of all outstanding audit issues, if applicable, on the financial statements of the Group for the three months ended 30 June 2022 have been adequately disclosed.

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

The Group has applied the same accounting policies and methods of computation in the financial statements for the current financial period as those adopted in the audited financial statements for the financial year ended 31 December 2021, except as set out in Paragraph 5 below.

### 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 revised International Financial Reporting Standards and interpretations ("IFRS") that are effective for application from 1 January 2022. The adoption of these revised IFRS and interpretation did not result in material changes to the Group's accounting policies and does not have any material effect on the financial statements of the Group for the current financial period.

## JOYAS INTERNATIONAL HOLDINGS LIMITED

### 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.

#### The Group

	2Q2022 HK\$'000	2Q2021 HK\$'000	1H2022 HK\$'000	1H2021 HK\$'000
Loss for the period attributable to: owners of the Company (HK\$'000)	(148)	(345)	(278)	(817)
Weighted average number of ordinary shares in issue <sup>(1)</sup>	2,213,776,973	2,213,776,973	2,213,776,973	2,213,776,973
Basic and diluted loss per ordinary share <sup>(2)</sup> (HK cents)	(0.01)	(0.02)	(0.01)	(0.04)

#### Notes:

- (1) The weighted average number of ordinary shares is based on the number of shares issued during the respective financial periods.
- (2) For the financial periods ended 30 June 2022 and 2021, basic loss per ordinary share is the same as diluted loss per ordinary share because the exercise prices of share options are higher than the average market prices of the Company's shares for both financial periods and are anti-dilutive.

The company did not have outstanding convertible securities as at 30 June 2022.

### 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	
	As at 30 June 2022 (Unaudited)	As at 31 December 2021 (Published)	As at 30 June 2022 (Unaudited)	As at 31 December 2021 (Published)
Net asset value per ordinary share based on issued share capital (HK cents)	0.45	0.46	0.09	0.15

Net asset value per ordinary share is calculated based on the total number of issued shares as at 30 June 2022 and 31 December 2021 of 2,213,776,973 ordinary shares respectively. There were no treasury shares as at the respective financial periods.



## JOYAS INTERNATIONAL HOLDINGS LIMITED

8. 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.

### Statement of profit or loss and other comprehensive income

Quarter results (three months ended 30 June 2021 (“2Q21”) vs three months ended 30 June 2022 (“2Q22”))

#### Revenue

The Group's revenue increased by approximately HK\$345,000 or 48.9% from approximately HK\$705,000 for 2Q21 to approximately HK\$1.1 million for 2Q22.

The increase in revenue was mainly attributed to increase in interest income from the financing business due to an increase in the amount of loan disbursements in the PRC (including HK) during 2Q22 and higher average interest rates charged compared to 2Q 21.

All of the Group's revenue from interest income and loan referral services income were from the PRC (including HK).

Revenue	2Q22		2Q21		Year-on-year % change
	HK\$'000	%	HK\$'000	%	
Financing Activities					
-interest income	900	85.7	555	78.7	62.2
-loan referral services income	150	14.3	150	21.3	-
	<u>1,050</u>	<u>100.0</u>	<u>705</u>	<u>100.0</u>	<u>48.9</u>

The Group only operated in one principal market and has one principal business activity, namely financing business, in 2Q22 and 2Q21.

#### Other income

Other income increased by approximately HK\$17,000 or 100.0% from approximately HK\$Nil in 2Q21 to approximately HK\$17,000 in 2Q22. This was mainly attributed to: (a) the interest income from fixed deposits in 2Q22 increasing by approximately HK\$9,000; and (b) receiving a government grant of approximately HK\$8,000.

#### Administrative expenses

Administrative expenses decreased by approximately HK\$24,000 or 2.6% from approximately HK\$930,000 in 2Q21 to approximately HK\$906,000 in 2Q22. This was mainly attributed to less professional fees compared to corresponding previous period. The decrease was partially offset by the increase in foreign exchange loss.

## JOYAS INTERNATIONAL HOLDINGS LIMITED

### *Reversal of net impairment losses on trade and other receivable*

Reversal of net impairment losses on trade and other receivable increased 100.0% from HK\$Nil in 2Q21 to approximately HK\$117,000 in 2Q22. This was attributed to reversal of impairment losses on deposits due to the partial repayment of the deposit by Mr Wang De Zhou.

### *Finance costs*

Finance costs increased by approximately HK\$269,000 or 597.8% from approximately HK\$45,000 in 2Q21 to approximately HK\$344,000 in 2Q22. This was mainly attributed to: (a) higher borrowing cost to finance the loan and advance in financing activities; and (b) higher interest on bank overdraft of approximately HK\$39,000 due to higher amount outstanding.

### *Share of loss of an associate*

The associate, PT Global Linker Indonesia (“PTGLI”) has incurred losses of approximately HK\$637,000 in 2Q22 (2Q21: profit of approximately HK\$76,000) but there was no share of loss of associate recognised in 2Q22 and 2Q21 as the investment in PTGLI had been fully impaired in financial year ended 31 December 2019 and the Group will no longer further invest or contribute to PTGLI.

### *Loss before taxation*

As a result of the above, the Group had recorded a loss before taxation of approximately HK\$36,000 (2Q21: approximately HK\$270,000).

### Six Months Results (six months ended 30 June 2021 (“1H21”) vs six months ended 30 June 2022 (“1H22”))

#### *Revenue*

The Group’s revenue increased by approximately HK\$768,000 or 55.7% from approximately HK\$1.4 million for 1H21 to approximately HK\$2.1 million for 1H22.

The increase in revenue was mainly attributed to increase in interest income from the financing business due to an increase in the amount of loan disbursements in the PRC (including HK) during 1H22 and higher average interest rates charged compared to 1H21.

All of the Group’s revenue from interest income and loan referral services income were from the PRC (including HK).

Revenue	1H22		1H21		Year-on-year
	HK\$’000	%	HK\$’000	%	% change
Financing Activities					
-interest income	1,848	86.0	1,080	78.3	71.1
-loan referral services income	300	14.0	300	21.7	–
	<u>2,148</u>	<u>100.0</u>	<u>1,380</u>	<u>100.0</u>	<u>55.7</u>

The Group only operated in one principal market and has one principal business activity, namely financing business, in 1H22 and 1H21.

## JOYAS INTERNATIONAL HOLDINGS LIMITED

### *Other income*

Other income decreased by approximately HK\$13,000 or 37.1% from approximately HK\$35,000 in 1H21 to approximately HK\$22,000 in 1H22. This was mainly attributed to the write back of the Company's warrants in 1H21 by approximately HK\$35,000. The warrants have expired on 23 February 2021. The decrease was partially offset by: (a) increase in the interest income from fixed deposits by approximately HK\$14,000; and (b) received a in government grant of approximately HK\$8,000.

### *Administrative expenses*

Administrative expenses decreased by approximately HK\$178,000 or 8.8% from approximately HK\$2.0 million in 1H21 to approximately HK\$1.8 million in 1H22. This was mainly attributed to: (a) less professional fees incurred compared to corresponding previous period; (b) lower director remuneration of approximately HK\$51,000 mainly attributable to lower level of director fees for the new directors of the Company appointed in April 2021; and (c) decrease in exchange loss.

### *Reversal of net impairment losses on trade and other receivable*

Reversal of net impairment losses on trade and other receivable increased 100.0% from HK\$ Nil in 1H21 to approximately HK\$237,000 in 1H22. This was mainly attributed to: (a) reversal of impairment losses on loans and advances of approximately HK\$8,000 due to the settlement of loans and advances; (b) reversal of impairment losses on deposits of approximately HK\$234,000; and (c) impairment losses on other receivable of approximately HK\$5,000.

### *Finance costs*

Finance costs increased by approximately HK\$575,000 or 692.8% from approximately HK\$83,000 in 1H21 to approximately HK\$658,000 in 1H22. This was mainly attributed to: (a) higher borrowing cost to finance the loan and advance in financing activities; and (b) higher interest on bank overdraft of approximately HK\$77,000 due to higher amount outstanding.

### *Share of loss of an associate*

The associate, PT Global Linker Indonesia ("PTGLI") has incurred losses of approximately HK\$741,000 in 1H22 (1H21: losses of approximately HK\$571,000) but there was no share of loss of associate recognised in 1H22 and 1H21 as the investment in PTGLI had been fully impaired in financial year ended 31 December 2019 and the Group will no longer further invest or contribute to PTGLI.

### *Loss before taxation*

As a result of the above, the Group had recorded a loss before taxation of approximately HK\$85,000 (1H21: approximately HK\$680,000).

## **Statement of financial position**

### *Current assets*

Current assets decreased by approximately HK\$4.3 million from approximately HK\$32.5 million as at 31 December 2021 to approximately HK\$28.2 million as at 31 June 2022. This decrease was mainly attributed to: (a) decrease in loan and advances

## JOYAS INTERNATIONAL HOLDINGS LIMITED

of approximately HK\$1.2 million due to repayment from a borrower; and (b) decrease in cash and bank balances of approximately HK\$2.8 million due mainly to repayment of other borrowings and bank borrowings.

### *Current liabilities*

Current liabilities decreased by approximately HK\$4.2 million from approximately HK\$22.3 million as at 31 December 2021 to approximately HK\$18.1 million as at 30 June 2022. The decrease was mainly attributed to repayment of bank and other borrowings by approximately HK\$3.8 million.

### **Liquidity and cash flow**

During 1H22, the Group's net cash generated from operating activities was approximately HK\$1.5 million. This was mainly attributed to: (a) decrease in loans and advances of approximately HK\$1.2 million; (b) decrease in trade and other receivables of approximately HK\$476,000; (c) loss before taxation from operations with adjustments for non-cash items of approximately HK\$85,000; and (d) decrease in trade and other payables of approximately HK\$428,000.

The Group's net cash generated from investing activities was approximately HK\$14,000. This was attributed to receipt of bank interest of approximately HK\$14,000.

The Group's net cash used in financing activities was approximately HK\$2.6 million. This was mainly attributed to: (a) repayment of other borrowings of approximately HK\$3.8 million; (b) interest paid of approximately HK\$562,000 and (c) fund withdraw in non-liquid deposits of approximately HK\$1.7 million.

As a result of the above, the Group's net decrease in cash and cash equivalents was approximately HK\$1.1 million.

As at 30 June 2022, the Group had cash and cash balance of HK\$10.8 million (31 December 2021: HK\$13.7 million) and unutilised banking facilities of approximately HK\$226,000 (31 December 2021: HK\$990,000). Details please refer to Section E Note 16 of this announcement.

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

No specific forecast or prospect statement for 1H22 was 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.**

### Nickel ore

Up to the date of this announcement, there is no material update since the last results announcement dated 12 May 2022 except that Mr. Wang Dezhou ("WDZ") has made

## JOYAS INTERNATIONAL HOLDINGS LIMITED

further repayment of approximately HK\$133,000 and will continue to do so when he has surplus funds. The Group will continue to pursue the repayment while considering the various course of action which includes a) arranging the funds required to continue with the legal course of action and b) settlement proposal by WZD by way of ownership of certain mining concessions in Indonesia (“Proposed Settlement”). However, due to the travel restrictions as result of the COVID-19 whereby the Group’s management is required to quarantine when back to Hong Kong, the Group’s management is unable to meet with WZD to discuss the terms further and to visit the mining sites in Indonesia to have a better understanding of the operations of the nickel ore mining concessions owned or managed by WZD which are part of the terms of the Proposed Settlement. In addition, the Group’s management is also considering and evaluating the listing rules, legal, accounting and operations issues in relation to the Proposed Settlement. The Board is of the opinion that the current approach by the management is in the best interest of the Company under the current circumstances.

### Financing business

During 1H22, the Group’s financing business has been contributing to the Group’s revenue. The Group expects such contribution to remain for at least the next 6-12 months.

The management will continue to raise additional funds (by equity or debt or both) to expand the working capital base of the Group.

### Fintech and blockchain related services

On 18 January 2022, the Group, through its wholly-owned subsidiary, Asiapac Growth Holdings Limited (“Asiapac”), entered into a joint cooperation agreement (“Joint Cooperation Agreement”) with Splendid Powerful Limited (“Splendid Powerful”) in relation to a proposed joint co-operation as detailed below (the “Proposed Joint Co-operation”). Please refer to the announcement in relation to the Proposed Joint-cooperation dated 18 January 2022.

Pursuant to the Joint Cooperation Agreement, a new entity, Meta Technology International Limited (“Meta”), will be incorporated in Hong Kong, with an issued share capital of HK\$10,000. Asiapac will own 60% of the issued share capital of Meta while Splendid Powerful will own the remaining 40% of the issued share capital of Meta.

The Proposed Joint Co-operation involves the setting up of Meta which will be engaged in the provision of Fintech and blockchain related service.

The Group is still exploring and evaluating the various business and investment opportunities in the Fintech and blockchain industry. There are no developments in the Joint Co-operation as of the date of this announcement and the Company will provide updates when there are material developments. The Group is hopeful that the fintech and blockchain will provide a new revenue stream to the Group.

## JOYAS INTERNATIONAL HOLDINGS LIMITED

### Other updates

The Group is currently still in negotiation with several potential targets on an acquisition or cooperation opportunity. No definitive agreement has been reached as of to date other than as disclosed on 18 January 2022.

Previously, the Group generates revenue only from the financing business and has a limited working capital base. As a result, the Company may be deemed as a cash company pursuant to Catalist Rule 1017 if it fails to demonstrate the sustainability and viability of the Group's business by, amongst others, (i) improving the financial position of the Group by expanding its working capital base via equity and/or debt; and (ii) increasing the revenue stream of the Group. During FY2021, the Group expanded its working capital base via debt. In addition, the Group has expanded its revenue stream to include fintech and blockchain related services as announced on 18 January 2022.

The Company will update shareholders via SGXNET as and when there are any material developments on the above matters.

In late December 2019, the COVID-19 outbreak in the PRC (including HK) and other countries has led to public health and safety concerns and the implementation of certain policies by the governmental authorities to safeguard the health and safety for the general public and to limit the potential impact of the outbreak. At the same time, it has also resulted in significant slow down in economic activities in the PRC (including HK) as lock down and quarantine measures are still required from time to time.

As at to date, to the best knowledge and information of the management, we are not aware of any of our customers experiencing material adverse financial performance due to the outbreak. Nevertheless, the overall regional economy in the PRC (including HK) will remain challenging for the next 6 months. This in turn will affect the Group's future development in the next reporting period and the next 12 months as potential or current customers may be financially affected by the COVID-19.

As of 30 June 2022, the Group has net assets of approximately HK\$10.1 million and net current assets of HK\$10.1 million, including cash and cash balances of approximately HK\$10.8 million. Cash flow forecast was prepared up to 30 June 2023 and it showed a net positive cash position as at 31 December 2022 and 30 June 2023. Based on the assumptions that there will be no collection problems in the Financing Business, the current customers are not financially affected by the COVID-19 in the next 12 months and the loans can be repayable on demand, the Company should have sufficient resources to meet its obligations for at least 12 months from the date of this announcement. The assumptions are considered to be reasonable based on the past track record. To date, there are no customers who are financially affected since the covid outbreak in December 2019.

## 11. Dividend

### **(a) Current Financial Period Reported On**

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

## JOYAS INTERNATIONAL HOLDINGS LIMITED

None.

**(b) (i) Amount per share...cents.**

Not applicable.

**(b) (ii) Previous corresponding period ... cents**

Not applicable.

**(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).**

Not applicable.

**(d) The date the dividend is payable.**

Not applicable.

**(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.**

Not applicable.

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

No interim dividend has been declared or recommended for the financial period ended 30 June 2022 as the Company is in the loss-making position.

**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.**

No general mandate for interested person transaction has been obtained.

There were no interested person transactions with value of S\$100,000 or more entered into by the Company for the financial period under review.

## JOYAS INTERNATIONAL HOLDINGS LIMITED

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

The Company confirms that all the required undertakings under Rule 720(1) of the Singapore Exchange Securities Trading Limited Listing Manual Section B: Rules of Catalist (the “Catalist Rules”) have been obtained from all its directors and executive officers in the format set out in Appendix 7H of the Catalist Rules.

**15. Disclosure of acquisition and sale of shares under Rule 706A**

Not applicable, as the Company did not carry out any acquisition or sale of shares for the current financial period which would require disclosure under Rule 706A.

The Company has on 18 January 2022 incorporated a 60% indirectly owned subsidiary, Meta Technology International Limited (“**Meta**”). Please see paragraph 10 of Section F of the announcement for more details of Meta.

**By order of the Board of Directors of  
Joyas International Holdings Limited**

Vincent Cheung Chun Wai  
Executive Director

12 August 2022





**JOYAS INTERNATIONAL  
HOLDINGS LIMITED**

NEGATIVE ASSURANCE CONFIRMATION

Statement by Directors pursuant to SGX Catalist Rule 705(5)

On behalf of the Board of Directors of the Company, we the undersigned, hereby confirm to the best of our knowledge that nothing has come to the attention of the Board of Directors of the Company which may render these interim financial statements for the six months ended 30 June 2022 to be false or misleading in any material aspect.

For and on behalf of the  
Board of Directors of  
Joyas International Holdings Limited

Vincent Cheung Chun Wai  
Executive Director

Ong Chor Wei  
Non-Executive Director

Date: 12 August 2022

*This announcement has been reviewed by the Company's Sponsor, PrimePartners Corporate Finance Pte. Ltd. (the "Sponsor"). It has not been examined or approved by the Singapore Exchange Securities Trading Limited (the "Exchange") and the Exchange assumes no responsibility for the contents of this document, including the correctness of any of the statements or opinions made or reports contained in this document.*

*The contact person for the Sponsor is Mr Joseph Au, 16 Collyer Quay, #10-00 Income at Raffles, Singapore 049318, sponsorship@ppcf.com.sg.*