



TRANS-CHINA AUTOMOTIVE HOLDINGS LIMITED
AND ITS SUBSIDIARIES

(Registration No. 306871)
(SGX: VI2)

CONDENSED INTERIM FINANCIAL STATEMENTS
FOR THE SIX MONTHS AND FULL YEAR ENDED 31 DECEMBER 2022

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SIX MONTHS AND FULL YEAR ENDED 31 DECEMBER 2022

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A. CONDENSED INTERIM CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

		The Group						
		6 months	6 months			12 months	12 months	
		ended 31	ended 31			ended 31	ended 31	
		December	December	+ /(-) %			+ /(-) %	
		2022	2021	Variance	2022	2021	Variance	
Note	RMB'000	RMB'000			RMB'000	RMB'000		
Revenue	5	1,977,266	2,053,437	-3.7%	4,026,553	4,515,662	-10.8%	
Cost of sales	9	(1,927,248)	(1,886,208)	2.2%	(3,829,429)	(4,144,098)	-7.6%	
Gross profit		50,018	167,229	-70.1%	197,124	371,564	-46.9%	
Other income	7	73,550	48,195	52.6%	122,894	99,500	23.5%	
Other gains, net	8	6,516	5,792	12.5%	6,618	11,040	-40.1%	
Selling expenses	9	(51,821)	(43,752)	18.4%	(100,483)	(84,550)	18.8%	
Administrative expenses	9	(88,284)	(93,376)	-5.5%	(166,736)	(187,639)	-11.1%	
Operating profit		(10,021)	84,088	-111.9%	59,417	209,915	-71.7%	
Finance income	10	1,130	717	57.6%	6,246	1,485	320.6%	
Finance costs	10	(19,670)	(18,561)	6.0%	(37,447)	(48,184)	-22.3%	
Finance costs, net		(18,540)	(17,844)	3.9%	(31,201)	(46,699)	-33.2%	
(Loss)/profit before income tax		(28,561)	66,244	-143.1%	28,216	163,216	-82.7%	
Income tax credit/(expense)	12	9,098	(14,445)	-163.0%	(7,258)	(39,253)	-81.5%	
(Loss)/profit for the period/year		(19,463)	51,799	-137.6%	20,958	123,963	-83.1%	
Other comprehensive income:								
<i>Items that may be reclassified to profit or loss:</i>								
- Currency translation difference		(4,272)	575	-843.0%	(6,831)	1,785	-482.7%	
Total comprehensive (loss)/income for the period/year		(23,735)	52,374	-145.3%	14,127	125,748	-88.8%	
(Loss)/earnings per share attributable to owners of the Company								
Basic		(0.03)	0.10	-130.0%	0.04	0.24	-83.3%	
Diluted		(0.03)	0.10	-130.0%	0.04	0.24	-83.3%	

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B. CONDENSED INTERIM STATEMENTS OF FINANCIAL POSITION

	Note	The Group		The Company	
		As at 31 December 2022	As at 31 December 2021	As at 31 December 2022	As at 31 December 2021
		RMB'000	RMB'000	RMB'000	RMB'000
ASSETS					
Non-current assets					
Property, plant and equipment	15	227,942	184,305	-	-
Right-of-use assets		310,465	317,888	-	-
Intangible assets	14	78,909	79,716	-	-
Investment in subsidiaries		-	-	_*	_*
Deferred income tax assets		9,757	5,371	-	-
		<u>627,073</u>	<u>587,280</u>	<u>-</u>	<u>-</u>
Current assets					
Inventories		478,706	330,916	-	-
Trade and other receivables		239,520	195,512	-	1,055
Prepayments and deposits		159,589	406,852	87	63
Amounts due from subsidiaries	11	-	-	215,778	199,082
Pledged bank deposits		204,984	308,726	-	-
Cash and cash equivalents		106,305	153,324	27,385	79,512
		<u>1,189,104</u>	<u>1,395,330</u>	<u>243,250</u>	<u>279,712</u>
Total assets		<u>1,816,177</u>	<u>1,982,610</u>	<u>243,250</u>	<u>279,712</u>
Equity attributable to the owner of the Company					
Share capital	17	41,994	38,450	41,994	38,450
Share premium		82,796	81,719	82,796	81,719
Reserves		68,803	69,961	(299,149)	(275,513)
Retained earnings		102,490	102,231	283,160	49,839
Total equity/(deficits)		<u>296,083</u>	<u>292,361</u>	<u>108,801</u>	<u>(105,505)</u>

* Below RMB1,000

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B. CONDENSED INTERIM CONSOLIDATED STATEMENT OF FINANCIAL POSITION (CONTINUED)

	Note	The Group		The Company	
		As at 31	As at 31	As at 31	As at 31
		December 2022	December 2021	December 2022	December 2021
		RMB'000	RMB'000	RMB'000	RMB'000
LIABILITIES					
Non-current liabilities					
Bank and other borrowings	16	-	17,921	-	17,921
Lease liabilities		219,926	218,156	-	-
Deferred income tax liabilities		41,131	41,311	-	-
Amount due to the immediate holding company	11	71,790	94,747	71,790	94,747
		<u>332,847</u>	<u>372,135</u>	<u>71,790</u>	<u>112,668</u>
Current liabilities					
Trade and bills payable		611,484	459,528	-	-
Accruals and other payables		47,457	55,464	1,050	1,291
Contract liabilities		121,573	182,986	-	-
Amounts due to subsidiaries	11	-	-	24,846	253,369
Bank and other borrowings	16	382,378	582,337	36,763	17,889
Lease liabilities		20,844	16,197	-	-
Current income tax liabilities		3,511	21,602	-	-
		<u>1,187,247</u>	<u>1,318,114</u>	<u>62,659</u>	<u>272,549</u>
Total liabilities		<u>1,520,094</u>	<u>1,690,249</u>	<u>134,449</u>	<u>385,217</u>
Total equity and liabilities		<u>1,816,177</u>	<u>1,982,610</u>	<u>243,250</u>	<u>279,712</u>

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C. CONDENSED INTERIM STATEMENT OF CHANGES IN EQUITY

	<u>The Group</u>		<u>Attributable to Owners of the Group</u>					Accumulated losses/ (Retained earnings)	<u>Total</u>
	<u>Share capital</u>	<u>Share premium</u>	<u>Statutory reserve</u>	<u>Exchange reserve</u>	<u>Capital reserve</u>	<u>Share-based payment reserve</u>	<u>Distributable reserve</u>		
	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
As at 1 January 2021	330,175	8,316	24,077	6,416	(171,630)	3,553	-	(121,446)	79,461
Comprehensive income									
Profit for the year	-	-	-	-	-	-	-	123,963	123,963
Other comprehensive income									
Currency translation differences	-	-	-	1,785	-	-	-	-	1,785
Total comprehensive income for the year	-	-	-	1,785	-	-	-	123,963	125,748
Transaction with owners									
Issuance of scrip dividend (Note 17)	5,433	86,890	-	-	-	-	-	-	92,323
Reduction of share capital (Note 17)	(297,158)	(8,316)	-	-	-	-	194,642	110,832	-
Capitalisation of listing expenses upon listing (Note 17)	-	(5,171)	-	-	-	-	-	-	(5,171)
Transfer to retained earnings upon lapse of share award scheme	-	-	-	-	-	(3,553)	-	3,553	-
Transfer to statutory reserve	-	-	14,671	-	-	-	-	(14,671)	-
Total transaction with owners	(291,725)	73,403	14,671	-	-	(3,553)	194,642	99,714	87,152
As at 31 December 2021	38,450	81,719	38,748	8,201	(171,630)	-	194,642	102,231	292,361

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The Group

Attributable to Owners of the Group

	Share-based								
	Share <u>capital</u>	Share <u>premium</u>	Statutory <u>reserve</u>	Exchange <u>reserve</u>	Capital <u>reserve</u>	payment <u>reserve</u>	Distributable <u>reserve</u>	Retained <u>earnings</u>	<u>Total</u>
	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
As at 1 January 2022	38,450	81,719	38,748	8,201	(171,630)	-	194,642	102,231	292,361
Comprehensive income									
Profit for the year	-	-	-	-	-	-	-	20,958	20,958
Other comprehensive income									
Currency translation differences	-	-	-	(6,831)	-	-	-	-	(6,831)
Total comprehensive income for the year	-	-	-	(6,831)	-	-	-	20,958	14,127
Transaction with owners									
Issuance of scrip dividend (Note 17)	3,544	1,077	-	-	-	-	-	(4,621)	-
Cash dividend paid	-	-	-	-	-	-	-	(10,405)	(10,405)
Transfer to statutory reserve	-	-	5,673	-	-	-	-	(5,673)	-
Total transaction with owners	3,544	1,077	5,673	-	-	-	-	(20,699)	(10,405)
As at 31 December 2022	41,994	82,796	44,421	1,370	(171,630)	-	194,642	102,490	296,083

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C. CONDENSED INTERIM STATEMENT OF CHANGES IN EQUITY (CONTINUED)

<u>The Company</u>	<u>Attributable to Owners of the Group</u>							<u>Total</u>
	<u>Share capital</u>	<u>Share premium</u>	<u>Exchange reserve</u>	<u>Capital reserve</u>	<u>Share-based payment reserve</u>	<u>Distributable reserve</u>	<u>(Accumulated losses)/ retained earnings</u>	
	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
As at 1 January 2021	330,175	8,316	(1,221)	(475,000)	3,553	-	(116,884)	(251,061)
Comprehensive income								
Profit for the year	-	-	-	-	-	-	52,338	52,338
Other comprehensive income								
Currency translation differences	-	-	6,066	-	-	-	-	6,066
Total comprehensive income for the year	-	-	6,066	-	-	-	52,338	58,404
Transaction with owners								
Issuance of shares	5,433	86,890	-	-	-	-	-	92,323
Reduction of share capital (Note 17)	(297,158)	(8,316)	-	-	-	194,642	110,832	-
Capitalisation of listing expenses upon listing (Note 17)	-	(5,171)	-	-	-	-	-	(5,171)
Transfer to retained earnings upon lapse of share award scheme	-	-	-	-	(3,553)	-	3,553	-
Total transaction with owners	(291,725)	73,403	-	-	(3,553)	194,642	114,385	87,152
As at 31 December 2021	38,450	81,719	4,845	(475,000)	-	194,642	49,839	(105,505)

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C. CONDENSED INTERIM STATEMENT OF CHANGES IN EQUITY (CONTINUED)

	<u>Attributable to Owners of the Group</u>							<u>Total</u>
	<u>Share capital</u>	<u>Share premium</u>	<u>Exchange reserve</u>	<u>Capital reserve</u>	<u>Share-based payment reserve</u>	<u>Distributable reserve</u>	<u>Retained earnings</u>	
	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
As at 1 January 2022	38,450	81,719	4,845	(475,000)	-	194,642	49,839	(105,505)
Comprehensive income								
Profit for the year	-	-	-	-	-	-	248,347	248,347
Other comprehensive income								
Currency translation differences	-	-	(23,636)	-	-	-	-	(23,636)
Total comprehensive income for the year	-	-	(23,636)	-	-	-	248,347	224,711
Transaction with owners								
Issuance of scrip dividend (Note 17)	3,544	1,077	-	-	-	-	(4,621)	-
Cash dividend paid	-	-	-	-	-	-	(10,405)	(10,405)
Total transaction with owners	3,544	1,077	-	-	-	-	(15,026)	(10,405)
As at 31 December 2022	41,994	82,796	(18,791)	(475,000)	-	194,642	283,160	108,801

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D. CONDENSED INTERIM CONSOLIDATED STATEMENT OF CASH FLOWS

	The Group	
	12 months ended 31 December 2022 RMB'000	12 months ended 31 December 2021 RMB'000
Cash flows from operating activities		
Profit before income tax	28,216	163,216
Adjustments for:		
Depreciation of property, plant and equipment	30,331	23,351
Depreciation of right-of-use asset	32,036	26,690
Amortisation of goodwill and intangible assets	807	807
Gain on disposal of property, plant and equipment	(6,939)	(4,773)
Finance income	(6,246)	(1,485)
Finance costs	37,447	48,184
Provision for inventories written down	17,312	1,241
Gain on termination of lease	(58)	-
Operating profit before working capital changes	132,906	257,231
Changes in working capital:		
Inventories	(165,102)	(83,356)
Trade and other receivables, prepayments and deposits	205,110	(13,098)
Trade and bills payable, accruals and other payables	143,646	66,071
Amounts due from fellow subsidiaries	-	19,226
Contract liabilities	(61,413)	17,678
Cash generated from operations	255,147	263,752
Income tax paid	(29,910)	(33,755)
Net cash generated from operating activities	225,237	229,997

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D. CONDENSED INTERIM CONSOLIDATED STATEMENT OF CASH FLOWS (CONTINUED)

	The Group	
	12 months ended 31 December 2022 RMB'000	12 months ended 31 December 2021 RMB'000
Cash flows from investing activities		
Interest received	4,387	1,485
Purchases of property, plant and equipment	(98,766)	(50,896)
Proceeds from disposal of property, plant and equipment	31,737	23,600
Proceeds from financial assets at fair value through profit or loss	-	2,502
Net cash used in investing activities	(62,642)	(23,309)
Cash flows from financing activities		
Proceeds from issuance of shares	-	92,323
Interest paid	(37,145)	(48,184)
Proceeds from bank and other borrowings	2,516,115	3,555,682
Repayment to bank and other borrowings	(2,737,175)	(3,544,149)
Principal elements of lease payments	(18,060)	(13,565)
Decrease/(increase) of pledged bank deposits	103,742	(159,189)
Repayment to the immediate holding company	(30,000)	(36,215)
Dividend paid	(10,405)	-
Listing expenses paid (equity portion)	-	(3,137)
Net cash used in financing activities	(212,928)	(156,434)
Net (decrease)/increase in cash and cash equivalents	(50,333)	50,254
Cash and cash equivalents		
Beginning of financial year	153,324	105,815
Effect of translation of cash and cash equivalents	3,314	(2,745)
End of financial year	106,305	153,324

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E. NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS

1. General information

Trans-China Automotive Holdings Limited (the “Company”) is listed on the Catalist board of the Singapore Exchange and incorporated in the Cayman Islands on 18 December 2015 as an exempted company with limited liability under the Company Law, Cap 22 (Law 3 of 1961, as combined and revised, of the Cayman Islands). The address of the Company’s registered office is Cricket Square, Hutchins Drive, P.O. Box 2681, Grand Cayman KY1-1111, Cayman Islands.

The Company is an investment holding company. The Company and its subsidiaries (together, the “Group”) are principally engaged in the business of automobile dealerships in the premium market segment in the People’s Republic of China (“PRC”), which includes (i) sales of new automobiles, (ii) provision of after-sales services, including maintenance and repair services; (iii) sale of automobile parts and accessories; and (iv) automobile agency services including related registration and insurance services.

Basis of preparation

The condensed interim financial statements of the Group have been prepared in accordance with International Financial Reporting Standards (“IFRSs”) issued by the International Accounting Standards Board. The condensed interim financial statements 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 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 IFRSs, except for the adoption of new and amended standards effective as of 1 January 2022 as set out in Note 2.1. The condensed interim financial statements are presented in Renminbi (“RMB”) and rounded to the nearest thousand (“RMB’000”), unless otherwise stated.

Going concern

The condensed interim financial statements are prepared on a going concern basis.

2.1 New and amended standards adopted by the Group

The following are the new or amended IFRSs, interpretations and amendments to IFRSs that are relevant to the Group:

		Effective for annual periods beginning on or after
Annual Improvements Project (amendments)	Annual Improvements to IFRSs 2018- 2020 (amendments)	1 January 2022
IFRS 3 (Amendments)	Reference to the Conceptual Framework	1 January 2022
IAS 16 (Amendments)	Proceeds before Intended Use	1 January 2022
IAS 37 (Amendments)	Onerous Contracts – Cost of Fulfilling a Contract	1 January 2022
IAS 1 and IFRS Practice Statement 2 (Amendments)	Disclosure of Accounting Policies	1 January 2023
IAS 8 (Amendments)	Definition of Accounting Estimates	1 January 2023
IAS 12 (Amendments)	Deferred Tax related to Assets and Liabilities arising from a Single Transaction	1 January 2023

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2.1 New and amended standards adopted by the Group (continued)

The following are the new or amended IFRSs, interpretations and amendments to IFRSs that are relevant to the Group: (continued)

IFRS 16 (Amendment)	Lease Liability in a Sales and Leaseback	1 January 2023
IFRS 17 (Amendments)	Insurance Contracts	1 January 2023
IFRS 17 (Amendment)	Initial Application of IFRS 17 and IFRS 9 - Comparative Information	1 January 2023
Interpretation 5 (2020) (Amendment)	Presentation of Financial Statements - Classification by the Borrower of a Term Loan that Contains a Repayment on Demand Clause	1 January 2024
IAS 1 (Amendments)	Classification of Liabilities as Current or Non-current	1 January 2024
IFRS 10 and IAS 28 (Amendments)	Sale or Contribution of Assets between an Investor and its Associate or Joint Venture	To be determined

The Group is in the process of assessing the impact of new standards and amendments to standards. The Group expects to adopt these new standards, amendments to standards and interpretations when they become effective.

3. Use of judgements and estimates

In preparing the condensed interim 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. Actual results may differ from these estimates.

4. Segment reporting

The identification and disclosure of operating segment information is based on internal financial reports that are regularly reviewed by the Group's chief operating decision maker for the purpose of resources allocation and performance assessment. On this basis, the Group has determined that it only has one operating segment which is the sales of passenger vehicles and provision of after-sales services.

(i) Information about geographical area

All of the Group's revenue is derived from the sales of passenger vehicles and provision of after-sales services in mainland China and the principal non-current assets employed by the Group are located in mainland China. Accordingly, no analysis by geographical segments has been provided for the reporting period.

(ii) Information about major customers

The Group's customer base is diversified and there is no customer with whom transactions have exceeded 10% of the Group's revenue.

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5. Revenue

	6 months ended 31 December			12 months ended 31 December		
	2022	2021	+ /(-) Variance	2022	2021	+ /(-) Variance
	RMB'000	RMB'000	%	RMB'000	RMB'000	%
Sale of automobiles	1,718,717	1,759,628	-2.3%	3,518,168	3,972,176	-11.4%
Provision of after-sales services	255,366	293,809	-13.1%	505,202	543,486	-7.0%
Agency revenue	3,183	-	100%	3,183	-	100%
	1,977,266	2,053,437	-3.7%	4,026,553	4,515,662	-10.8%

During the year ended 31 December 2022 and 31 December 2021, all of the Group's revenue is from contracts with customers and is recognised at a point in time.

Breakdown of sales as follows:

	31 December		
	2022	2021	+ /(-) Variance
	RMB'000	RMB'000	%
(a) Sales reported for the first half year	2,049,287	2,462,225	-16.8%
(b) Operating profit after tax before deducting non-controlling interests reporting for the first half year	40,421	72,164	-44.0%
(c) Sales reported for the second half year	1,977,266	2,053,437	-3.7%
(d) Operating profit after tax before deducting non-controlling interests reporting for the second half year	(19,463)	51,799	-137.6%

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6. Financial assets and financial liabilities

	The Group		The Company	
	31 December 2022	31 December 2021	31 December 2022	31 December 2021
	RMB'000	RMB'000	RMB'000	RMB'000
Financial assets				
Trade and other receivables	239,520	195,512	-	1,055
Deposits	8,401	7,993	-	-
Amounts due from subsidiaries	-	-	215,778	199,082
Pledged bank deposits	204,984	308,726	-	-
Cash and cash equivalents	106,305	153,324	27,385	79,512
	559,210	665,555	243,163	279,649
Financial liabilities				
Trade and bills payable	611,484	459,528	-	-
Accruals and other payables ¹	22,200	22,002	1,050	1,291
Bank and other borrowings	382,378	600,258	36,763	35,810
Lease liabilities	240,770	234,353	-	-
Amount due to the immediate holding company	71,790	94,747	71,790	94,747
Amounts due to the subsidiaries	-	-	24,846	253,369
	1,328,622	1,410,888	134,449	385,217

Note 1 : Accruals and other payables (excluding salaries payables and other taxes payables)

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7. Other income

	6 months ended 31 December			12 months ended 31 December		
	2022	2021	+ /(-) Variance	2022	2021	+ /(-) Variance
	RMB'000	RMB'000	%	RMB'000	RMB'000	%
Handling and commission fee income	53,910	30,509	76.7%	88,321	68,839	28.3%
Insurance rebate	3,446	4,507	-23.5%	7,903	10,503	-24.8%
Deposits forfeited by customers	6,512	4,140	57.3%	6,541	4,616	41.7%
Government grants	1,385	1,120	23.7%	4,224	1,922	119.8%
Pre-owned cars and fleet sale commissions	4,744	6,008	-21.0%	9,512	8,579	10.9%
Others	3,553	1,911	85.9%	6,393	5,041	26.8%
	73,550	48,195	52.6%	122,894	99,500	23.5%

8. Other gains, net

	6 months ended 31 December			12 months ended 31 December		
	2022	2021	+ /(-) Variance	2022	2021	+ /(-) Variance
	RMB'000	RMB'000	%	RMB'000	RMB'000	%
Gain on disposals of fixed assets	3,551	1,392	155.1%	6,939	4,773	45.4%
Exchange differences	3,445	436	690.1%	576	2,318	-75.2%
Waiver of payables to related parties	128	4,092	-96.9%	105	4,092	-97.4%
Others	(608)	(128)	375.0%	(1,002)	(143)	600.7%
	6,516	5,792	12.5%	6,618	11,040	-40.1%

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9. Profit before taxation

Profit before taxation is carried at after charging/(crediting) the following:

	6 months ended 31 December			12 months ended 31 December		
	2022	2021	+ /(-) Variance	2022	2021	+ /(-) Variance
	RMB'000	RMB'000	%	RMB'000	RMB'000	%
Cost of sales of motor vehicles and spare parts	1,891,650	1,870,495	1.1%	3,777,077	4,111,633	-8.1%
Employee benefit expenses (including directors' emoluments)	81,039	77,576	4.5%	155,399	157,031	-1.0%
Provision/(reversal of provision) for inventories write-down	19,541	(1,368)	-1528.4%	20,991	1,241	1591.5%
Auditor's remuneration	1,432	1,115	28.4%	3,072	2,276	35.0%
Advertising expenses	8,257	9,671	-14.6%	15,243	15,964	-4.5%
Fuel and maintenance expenses	3,594	3,238	11.0%	6,338	5,952	6.5%
Depreciation of property, plant and equipment	15,919	11,432	39.2%	30,331	23,351	29.9%
Depreciation of right-of-use assets	16,084	13,383	20.2%	32,036	26,690	20.0%
Amortisation of intangible assets	404	404	0.0%	807	807	0.0%
Bank charges	1,225	913	34.2%	2,007	1,989	0.9%
Entertainment	544	419	29.8%	976	699	39.6%
Legal and professional fees	2,827	2,211	27.9%	4,566	7,336	-37.8%
Listing expenses	-	5,898	-100.0%	-	8,964	-100.0%
IT and security fees	3,603	3,250	10.9%	7,174	7,272	-1.3%
Office, communication and utilities expenses	9,127	5,771	58.2%	14,113	10,769	31.1%
Other tax expenses	7,476	13,214	-43.4%	17,638	23,926	-26.3%
Short term lease expenses	2,055	1,629	26.2%	4,698	3,905	20.3%
Travelling expenses	1,038	1,606	-35.4%	2,513	2,647	-5.1%
Others	1,538	2,479	-38.0%	1,669	3,835	-56.5%
	2,067,353	2,023,336	2.2%	4,096,648	4,416,287	-7.2%
Represented by:						
Cost of sales	1,927,248	1,886,208	2.2%	3,829,429	4,144,098	-7.6%
Selling expenses	51,821	43,752	18.4%	100,483	84,550	18.8%
Administrative expenses	88,284	93,376	-5.5%	166,736	187,639	-11.1%
	2,067,353	2,023,336	2.2%	4,096,648	4,416,287	-7.2%

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10. Finance costs, net

	6 months ended 31 December			12 months ended 31 December		
	2022	2021	+ / (-) Variance	2022	2021	+ / (-) Variance
	RMB'000	RMB'000	%	RMB'000	RMB'000	%
Finance income						
-Bank interest income	1,130	717	57.6%	6,246	1,485	320.6%
	1,130	717	57.6%	6,246	1,485	320.6%
Finance costs						
-Interest expense on bills payable	(1,934)	(1,916)	0.9%	(3,610)	(7,778)	-53.6%
-Interest expense on bank and other borrowings	(9,459)	(8,842)	7.0%	(17,227)	(24,747)	-30.4%
-Interest expense on lease liabilities	(8,277)	(7,803)	6.1%	(16,610)	(15,659)	6.1%
	(19,670)	(18,561)	6.0%	(37,447)	(48,184)	-22.3%
Finance costs, net	(18,540)	(17,844)	3.9%	(31,201)	(46,699)	-33.2%

11. Related party transactions/balances

Balances with the immediate holding company and fellow subsidiaries:

	Note	The Group		The Company	
		2022	2021	2022	2021
		RMB'000	RMB'000	RMB'000	RMB'000
Amount due to the immediate holding company	(i)	71,790	94,747	71,790	94,747
Amounts due to subsidiaries	(ii)	-	-	24,846	253,369
Amounts due from subsidiaries	(ii)	-	-	215,778	199,082

- (i) The balance with the immediate holding company was unsecured, interest free and due on 30 June 2024.
- (ii) The balances with subsidiaries were unsecured, interest free, and receivable/repayable on demand, with their carrying values approximating their fair values.

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12. Income tax (credit)/expense

The Group calculates the period income tax expense using the tax rate that would be applicable to the expected total annual earnings. The major components of income tax expense in the condensed interim consolidated statement of profit or loss are:

	6 months ended 31 December		12 months ended 31 December	
	2022	2021	2022	2021
	RMB'000	RMB'000	RMB'000	RMB'000
Current income tax:				
- PRC corporate income tax	(6,895)	14,874	10,299	38,826
- Withholding tax	1,525	284	1,525	284
Deferred income tax (credit)/expense	(3,728)	(713)	(4,566)	143
Income tax (credit)/expense	(9,098)	14,445	7,258	39,253

13. Net asset value

	The Group		The Company	
	As at 31	As at 31	As at 31	As at 31
	December 2022	December 2021	December 2022	December 2021
Net Asset Value per share (cents)	0.50	0.50	0.18	(0.18)
Net Asset Value (RMB'000)	296,083	292,361	108,801	(105,505)
Number of ordinary shares issued	589,615,183	584,323,950	589,615,183	584,323,950

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14. Intangible assets

	Goodwill	Dealership rights	Total
	RMB'000	RMB'000	RMB'000
At 1 January 2021			
Cost	52,922	32,443	85,365
Accumulated amortisation and impairment	-	(4,842)	(4,842)
Net book amount	52,922	27,601	80,523
As at 31 December 2021			
Opening net book amount	52,922	27,601	80,523
Amortisation	-	(807)	(807)
Closing net book amount	52,922	26,794	79,716
At 31 December 2021 and 1 January 2022			
Cost	52,922	32,443	85,365
Accumulated amortisation and impairment	-	(5,649)	(5,649)
Net book amount	52,922	26,794	79,716
As at 31 December 2022			
Opening net book amount	52,922	26,794	79,716
Amortisation	-	(807)	(807)
Closing net book amount	52,922	25,987	78,909
As at 31 December 2022			
Cost	52,922	32,443	85,365
Accumulated amortisation and impairment	-	(6,456)	(6,456)
Net book amount	52,922	25,987	78,909

14. Intangible assets (Continued)

Goodwill is allocated to the Group's Cash Generating Units "CGUs" identified according to operating entities.

The recoverable amount of the CGUs is determined based on value-in-use calculations. These calculations use pre-tax cash flow projections based on financial budgets approved by management covering a five-year period. Cash flows were then extrapolated using the estimated growth rates beyond the five-year period. The growth rate does not exceed the long-term average growth rate for the business in which the CGUs operates.

Management determined the budgeted revenue growth rate based on past performance and its expectation of market development. The discount rates used are pre-tax and reflect specific risks relating to the relevant segments.

Management believes that any reasonably possible change in any of the key assumptions would not result in an impairment of goodwill. There was no impairment provision for intangible assets during the year ended 31 December 2022.

15. Property, plant and equipment

During the year ended 31 December 2022, the Group acquired assets amounting to RMB98,766,000 (2021: RMB54,634,000) and disposed of assets amounting to RMB24,788,000 (2021: RMB18,827,000).

As at 31 December 2022, property, plant and equipment of RMB48,008,000 (2021: RMB63,706,000) was used as security to certain bank borrowings of the Group (Note 16).

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16. Bank and other borrowings

	The Group		The Company	
	31 December 2022 RMB'000	31 December 2021 RMB'000	31 December 2022 RMB'000	31 December 2021 RMB'000
Current:				
Bank borrowings – secured	288,758	270,389	36,763	17,889
Borrowings from manufacturers – secured	65,599	307,310	-	-
Other borrowings – secured	28,021	4,638	-	-
	382,378	582,337	36,763	17,889
Non-current:				
Bank borrowings – secured	-	17,921	-	17,921
Total bank and other borrowings	382,378	600,258	36,763	35,810

As at 31 December 2022 and 2021, certain borrowings of the Group were secured by pledge of assets of the Group, and corporate and personal guarantees by certain related parties of the Group.

The carrying values of assets pledged to various banks for securing bank and other borrowings are:

	The Group		The Company	
	31 December 2022 RMB'000	31 December 2021 RMB'000	31 December 2022 RMB'000	31 December 2021 RMB'000
Right-of-use assets	111,079	116,294	-	-
Property, plant and equipment	48,008	63,706	-	-

As at 31 December 2022 and 2021, borrowings from manufacturers are secured by floating charges applied on the automobiles held as inventories of the Group.

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17. Share capital

	Number of ordinary shares	Share capital RMB'000	Share premium RMB'000	Total RMB'000
As at 1 January 2021	49,932,395	330,175	8,316	338,491
Reduction of share capital (Note (a))	-	(297,158)	(8,316)	(305,474)
Subdivision of shares (Note (b))	449,391,555	-	-	-
Issuance of shares upon listing	85,000,000	5,433	86,890	92,323
Capitalisation of listing expenses upon listing	-	-	(5,171)	(5,171)
As at 31 December 2021 and 1 January 2022	584,323,950	38,450	81,719	120,169
Issuance of scrip dividend (Note (c))	5,291,233	3,544	1,077	4,621
As at 31 December 2022	589,615,183	41,994	82,796	124,790

Notes:

- a) On 7 April 2021, the issued and paid-up share capital of the Company was reduced from US\$49,932,395 (equivalent to approximately RMB330,175,000) divided into 49,932,395 shares with a par value of US\$1.00 each in the capital of the Company to US\$4,993,239.50 (equivalent to approximately RMB33,018,000) divided into 49,932,395 shares with a par value of US\$0.10 each in the capital of the Company. Such capital reduction, together with the reduction in share premium of approximately RMB8,316,000, were credited to the distributable reserve of the Company of which US\$16,255,000 (equivalent to approximately RMB110,831,000) was utilised to set off the accumulated losses of the Company. The board of directors of the Company can determine further utilization of the remaining balance of the distributable reserve of US\$29,906,880 (equivalent to approximately RMB194,642,000) in accordance with the Company's Memorandum of Article and the applicable law.
- b) On 17 September 2021, the Company approved the sub-division of each ordinary share into 10 shares and the total number of shares in issue increased from 49,932,395 to 499,323,950.
- c) On 29 June 2022, the Company issued 5,291,233 new ordinary shares at an issue price of S\$0.18 per share to shareholders who have elected to participate in the Scrip Dividend Scheme.

18. Subsequent events

Save as dividend information disclosed in Note 5 of “Other Information Required by Appendix 7C of the Catalyst Rules” in this report, there are no other material subsequent events undertaken by the Company or the subsidiaries of the Group after 31 December 2022.

F. Other Information Required by Appendix 7C of the Catalist Rules

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1. Review

The condensed consolidated statement of financial position of Trans-China Automotive Holdings Limited (the “Company” or “TCA”) and its subsidiaries (the “Group”) as at 31 December 2022 and the related condensed consolidated comprehensive income, condensed consolidated statement of changes in equity and condensed consolidated statement of cash flows for the six months and full year period then ended and certain explanatory notes have not been audited or reviewed.

2. Review of performance of the Group

Condensed Interim Consolidated Statement of Profit or Loss and Other Comprehensive Income

Revenue

Our total revenue decreased by 10.8% or approximately RMB489.1 million from RMB4,515.7 million in financial year ended 31 December 2021 (“FY2021”) to RMB4,026.6 million in financial year ended 31 December 2022 (“FY2022”). Both automobile sales and aftersales services declined in FY2022 compared with FY2021.

Our automobile sales declined by 11.4% or RMB454.0 million from RMB3,972.2 million in FY2021 to RMB3,518.2 million in FY2022. Revenue declined due to lower average sales prices and lower volume. In FY2021, the average sales price was RMB368,000 and units sold were 10,809 units while in FY2022, the average sales price was RMB355,000 and units sold were 9,904 units.

The Company’s automobile sales were particularly slow in the second half of 2022 when the Chinese economy was severely constrained by the COVID-19 control policies. All of our key markets experienced some form of interruption including lockdowns and movement restrictions. After the COVID-19 control restrictions were lifted, the disease spread quickly. Like the greater economy, the traditional busy period in the fourth quarter were interrupted as many of our staff and customers were infected and stayed away from shopping.

Aftersales services revenue declined by 7.0% or approximately RMB38.3 million from RMB543.5 million in FY2021 to RMB505.2 million in FY2022. The decline was due to overall lower car usage in our markets due to the COVID-19 control restrictions as well as fewer cars sold in the year.

Agency revenue is the vehicle delivery fee that the Group receives under an agency dealership business arrangement. Under the agency dealership business arrangement, the Group does not take inventory of cars but instead receives a fee for each car delivered. In FY2022 the Group commenced operations of an automobile dealership where the Company earns a delivery fee for each automobile handled under such arrangement. This revenue is recorded as Agency revenue.

Cost of Sales & Gross Profit

Cost of sales of automobile decreased by 7.9% or approximately RMB299.8 million from RMB3,818.7 million in FY2021 to RMB3,518.9 million in FY2022 as a result of lower units sold. Gross profit decreased by 100.5% or RMB154.2 million, from RMB153.5 million in FY2021 to a loss of RMB0.7 million in FY2022. Due to the weak economy and soft demand for premium cars, the gross margin declined from 3.9% in FY2021 to 0.0% in FY2022 as more discounts were granted to our customers. Our inventory turnover days lengthened from 25.5 days in FY2021 to 38.6 days in FY2022.

Cost of provision of after-sales services decreased by 4.5% or approximately RMB14.8 million from RMB325.4 million in FY2021 to RMB310.6 million in FY2022 as a result of lower aftersales services volume. Gross profit decreased by 10.8% or approximately RMB23.5 million from RMB218.1 million in FY2021 to RMB194.6 million in FY2022. Gross margin was 38.5% in FY2022, a decrease of 1.6% from 40.1% in FY2021 due to a lower volume.

Other Income

Other income increased by 23.5% or RMB23.4 million from RMB99.5 million in FY2021 to RMB122.9 million in FY2022

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primarily due to higher commissions per car from financing and trade-in of pre-owned vehicles which was partially offset by a decrease in insurance rebate and registration income.

Other Gains

Other gains, which are non-operating in nature, decreased by 40.0% or RMB4.4 million from RMB11.0 million in FY2021 to RMB6.6 million in FY2022. The other gains in FY2022 consisted of gain on disposal of fixed assets, reversal of bad debt provision on receivables collected and reversal of other payables.

Selling expenses

Selling expenses increased by 18.8% or RMB15.9 million from RMB84.6 million in FY2021 to RMB100.5 million in FY2022. Selling expenses such as staffing costs and lease payment increased due to the new stores opened in FY2022. Other same store selling expenses which vary with business volume as such staffing costs, sales taxes and advertising decreased as result of lower business volume in FY2022 compared with FY2021.

Administrative expenses

Administrative expenses decreased by 11.1% or RMB20.9 million from RMB187.6 million in FY2021 to RMB166.7 million in FY2022. Administrative expenses that decreased significantly were professional fees related to the listing, IT expenses, and other taxes. The new expansion projects undertaken in 2022 incurred administrative expenses of RMB9.1 million.

Finance expenses

Net finance costs decreased by 33.2% or RMB15.5 million from RMB46.7 million in FY2021 to RMB31.2 million in FY2022. The Company had higher finance income of RMB6.2 million in FY2022 compared to RMB1.5 million in FY2021 as a result of higher average cash balances and pledged deposits at the first half of the year

Finance costs decreased by 35.9% or RMB11.7 million from RMB32.5 million in FY2021 to RMB20.8 million in FY2022. The decrease in finance costs is due to lower interest rates charged by banks and better utilization of cash on hand for working capital needs.

Finance costs related to IFRS 16 increased by 6.0% or RMB951,000 as a result of new leases signed for the Company's new locations.

As a result of the foregoing profit before income tax decreased by 82.7% or RMB135.0 million from RMB163.2 million in FY2021 to RMB28.2 million in FY2022. Net profit for the year declined by 83.1% or RMB103.0 million from RMB124.0 million in FY2021 to RMB21.0 million in FY2022.

Condensed Interim Statement of Financial Position

Current assets

The Group's current assets decreased by RMB206.2 million during the financial year to RMB1,189.1 million as at 31 December 2022, largely due to:

- a. Increase in inventory of RMB147.8 million as a result of new car inventory arriving to our dealerships before the end of FY2022 and fewer car deliveries in the fourth quarter of 2022. High COVID-19 infection affected customer flow to our dealerships in November and December.
- b. Other receivables increased by RMB44.0 million primarily due to higher commissions income receivables from our financing partners.
- c. Decrease in prepayment and deposits of RMB247.3 million was primarily due to decrease in deposit for manufacturers deposits because of fewer outstanding inventory orders.
- d. Decrease in pledged bank deposits due to lower bank borrowings.

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Non-Current assets

The Group's non-current assets increased by RMB39.8 million during the financial year to RMB627.1 million as at 31 December 2022, largely due to:

- a. Increased in property, plant and equipment of RMB43.6 million to RMB227.9 million as a result of leasehold improvements related to our Guangzhou Genesis showroom and Shenzhen BMW showroom and construction in progress related to our Changsha Genesis showroom.
- b. Decrease in right-of-use assets and intangible assets of RMB8.2 million as a net result of new additions on new showrooms and the related depreciation and amortization.

Current Liabilities

The Group's current liabilities decreased by RMB130.9 million during the financial year to RMB1,187.2 million as at 31 December 2022, largely due to:

- a. Higher trade and bills payables of RMB152.0 million as a result of higher utilization of bills payables to finance automobile inventory.
- b. Lower accruals and other payables of RMB8.0 million as a result of certain settlement before end of FY2022.
- c. Lower contract liabilities of RMB61.4 million as a result of lower new automobile sales in November and December due to COVID-19 infection related business interruptions.
- d. Lower bank borrowings of RMB200.0 million because of loan retirements and higher utilization of bills payables to purchase inventory.
- e. Increase in current lease liabilities of RMB4.6 million as a result of reclassification from non-current liabilities and new leases signed for the expansion project.
- f. Decrease in current income taxes liabilities of RMB18.1 million as a result of lower profit for the year.

Non-current Liabilities

The Group's non-current liabilities decreased by RMB39.3 million during the financial year to RMB332.8 million as at 31 December 2022, largely due to:

- a. Decrease in non-current portion bank and other borrowings of RMB17.9 million as the portion became current liabilities based on maturity.
- b. Decrease in amount due to the immediate holding company of RMB23.0 million due to repayment made during the financial year.

Shareholder's equity

The Group's shareholder equity increased by RMB3.7 million from RMB292.4 million as at 31 December 2021 to RMB296.1 million as at 31 December 2022. The change was due to the net impact of profit for the year and dividend paid.

Condensed Interim Statement of Cash Flows

The Group generated net cash from operating activities before movement in working capital of RMB132.9 million in FY2022 compared with RMB257.2 million in FY2021 due to lower revenue and net profit.

Net cash generated from operating activities was RMB225.2 million, as a result of:

- a. Trade and other receivables, prepayments and deposits decreased by RMB205.1 million as a result of lower deposits paid to manufacturer for new automobile inventory.
- b. Trade and bills payable, accruals and other payables of were higher by RMB143.6 million as a result of usage of bill payables to finance inventory; offset by:
- c. Higher inventory balance of RMB165.1 million as a result of lower business activity near the end of the reporting period.
- d. Contract liabilities were lower by RMB61.4 million as a result of fewer orders received near the end of the reporting period.

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Net cash used in investing activities were RMB62.6 million, comprised of:

- a. Purchases of property, plant and equipment of RMB98.8 million, primarily motor vehicles to be used as demonstration vehicles, leasehold improvements and furniture and equipment associated with expansion projects; offset by:
- b. Proceeds from disposal of property, plant and equipment of RMB31.7 million, primarily from motor vehicles that are retired from our demonstration vehicle fleet.
- c. Proceeds from interest received for our deposits with financial institutions of RMB4.4 million.

Net cash used in financing activities were RMB212.9 million, primarily as a result of:

- a. Interest paid on bank borrowings of RMB37.1 million.
- b. Payment of lease payments of RMB18.1 million.
- c. Repayment to the immediate holding company of RMB30.0 million.
- d. Repayment of loans bank and other borrowings of RMB221.1 million.
- e. Payment of dividend of RMB10.4 million; offset by:
- f. Decrease pledged deposits of RMB103.7 million as a result of repayment of bank borrowings that required pledged deposits.

As a result of the foregoing, net decrease in cash and cash equivalents was RMB50.3 million from RMB153.3 million at 31 December 2021 to RMB106.3 million at 31 December 2022.

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

The Company announced profit guidance on 19 January 2023. The financial results are in line with the explanation stated in the profit guidance announcement.

5. A commentary at the date of the announcement of 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 next 12 months

The overall Chinese economy grew by 3.0% for 2022, the second slowest growth in 46 years and significantly undershooting the China's own growth target of 5.5%¹. The economy faced severe economic headwinds from a slowing global economy and stringent COVID-19 control health protocols which were in place for much of 2022.

Despite the soft economic environment Chinese passenger vehicle market grew by 1.9% to 20.5 million units in 2022. Car sales were spurred by growth of mass market oriented electric vehicles ("EV") as there were subsidies for EV purchases and purchase tax cuts for cars under RMB300,000. In a soft economy consumption was stronger in value products than the premium segment. The premium segment increased by 3.9% to 2.7 million units, but each of the major premium brands unit sales declined in China². In 2022, BMW unit sales declined by 6.4% to 792,000 units while Mercedes was relatively unchanged at 752,000 units and Audi sales declined by 9.7% to 636,000 units³. The growth in premium units were taken up primarily by premium EV brands.

The change in China's COVID-19 containment strategy caused business fluctuations in the last two months of 2022. The COVID-19 health protocols were relaxed in November 2022 and the immediate impact of that was high number COVID-19 cases across China. The overall economy stalled and the consumer sentiment dropped to a record low. Within the Company, almost all of our 1,000 coworkers caught the disease within 3 weeks of the control relaxation. During this time, showroom traffic were lower than normal which significantly affected business activity for the last two months of 2022.

Starting in mid-January, most of our coworkers have recovered. There are signs that the economy is recovering with improved traffic for travel, restaurants and shopping centers since December 2022. The Chinese New Year fell on 22 January 2023 and therefore, even though many of our employees and customers have recuperated from COVID-19, showroom traffic did not improve as many had already left the cities for their hometowns.

Looking forward, the overall Chinese economy and consumer sentiment are expected to improve in 2023 from the current trough. Savings rates in China are high and consumer surveys indicate discretionary consumption to rebound in 2023⁴. On the other hand, there are ongoing macro-economic challenges and geopolitical risks. Inflation is rising in many parts of the world and the global economy is slowing. Further, the Ukraine-Russia war and geopolitical tension between US and China may affect the Chinese economic recovery and negatively impact automobile sales.

TCA has a number of expansion projects that will allow it to benefit from consumption recovery. During FY2022, the Company completed the Guangzhou Genesis showroom (officially opened in August 2022) and Shenzhen BMW service center (opened in December 2022). The Changsha Genesis showroom opened in January 2023 and Foshan Genesis showroom is scheduled to open in the second quarter of 2023. The next phase of expansion will be to find a suitable brand partner for our vacant land in Chongqing next to our BMW showroom. These initiatives will position the Company better in an eventual recovery of the Chinese economy.

¹ [China's economy expands 3% in 2022 as zero-Covid policies hit growth | Financial Times \(ft.com\)](https://www.ft.com/content/2023-01-17/china-economy-expands-3-in-2022-as-zero-covid-policies-hit-growth)

² [CADA information \(cpaauto.com\)](https://www.cpaauto.com/)

³ <https://new.qq.com/rain/a/20230112A08YHP00>

⁴ <https://www.oliverwyman.com/our-expertise/insights/2022/dec/chinas-consumption-outlook.html>

6. Dividend information

(a) Current financial period reported on

Whether an interim (final) ordinary dividend has been declared or recommend?

Yes, the Board has recommended a final tax-exempt dividend of RMB0.0068 per ordinary share to be approved at the Annual General Meeting.

Name of Dividend:	Final
Dividend Type:	Cash
Dividend Amount per Share:	RMB0.0068 per ordinary share (approximately S\$0.0013 per ordinary share based on exchange rate of S\$1:RMB5.14 as at 31 January 2023)
Tax rate:	Tax-exempt

(b) Previous corresponding period

Whether an interim (final) ordinary dividend has been declared or recommend?

Yes.

Name of Dividend:	Final
Dividend Type:	Cash or otherwise
Dividend Amount per Share:	RMB0.0257 per ordinary share (approximately S\$0.0053 per ordinary share based on exchange rate of S\$1:RMB4.85 as at 11 May 2022)
Tax rate:	Tax-exempt

(c) Date payable

To be advised.

(d) Book closure date

To be advised.

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

Not applicable.

6a. If no dividend has been declared or recommended, a statement to that effect and the reason (s) for the decisions

Not applicable.

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7. Interested person transactions

The Group has not obtained a general mandate from shareholders for Interested Person Transactions (“IPTs”).

The aggregate value of IPTs entered into by the Group were as follows:

Name of interested person	Nature of relationship	Aggregate value of all interested person transactions during the financial period under review (excluding transactions less than \$100,000 and transactions conducted under shareholders’ mandate pursuant to Rule 920)	Aggregate value of all interested person transactions conducted under shareholders’ mandate pursuant to Rule 920 (excluding transactions less than \$100,000)
TCA International Limited	Controlling shareholder	RMB30,000,000	Not applicable

8. Status of the use of IPO funds raised

The Group raised net proceeds of S\$16.3 million. As of the date of the announcement, total of S\$11.3 million was utilized for payment to contractors and suppliers relating to the construction of the Shenzhen BMW service center, Genesis Guangzhou showroom and Genesis Foshan showroom as well payment of BMW spare parts inventory. The Group has the balance of \$5.0 million of the unutilized IPO proceeds allocated to increase the number of dealerships, showrooms and service centres in cities where we have existing operations.

	Allocation of net proceeds	Amount utilized as at the date of this announcement	Balance as at the date of this announcement
	S\$’000	S\$’000	S\$’000
Increasing the number of our dealerships, showrooms and service centres in cities where we have existing operations, namely in Foshan, Shenzhen, Guangzhou, Chongqing, Changsha and Wuhan	11,000	6,000	5,000
Expanding our business through growing our dealership network to new	3,000	3,000	-

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	Allocation of net proceeds	Amount utilized as at the date of this announcement	Balance as at the date of this announcement
	S\$'000	S\$'000	S\$'000
regions, diversifying to other premium and ultra-premium automobile brands, and expanding and diversifying into complementary businesses			
General working capital purposes	2,311	2,311	-
Total	16,311	11,311	5,000

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

The Company has received undertaking from all its directors and executive officers in the format as set out in Appendix 7H under Rule 720(1) of the Catalist Rules of the SGX-ST.

10. Disclosure of persons occupying managerial positions in the issuer or any of its principal subsidiaries who are related to a director, CEO or substantial shareholder of the issuer pursuant to Catalist Rule 704(10) in the format below. If there are no such persons, the issuer must make an appropriate negative statement

There are no persons occupying managerial positions that are related to a director, CEO or a substantial shareholder.

BY ORDER OF THE BOARD

Francis Tjia
 Executive Chairman and Chief Executive Officer
 24 February 2023