

Third Quarter Financial Statement On The Consolidated Results For The Period Ended 30 September 2018

PART I - INFORMATION REQUIRED FOR ANNOUNCEMENTS OF QUARTERLY(Q1,Q2 & Q3),HALF YEAR AND FULL YEAR RESULTS

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

GROUP INCOME STATEMENTS for the third quarter and the nine months ended 30 September 2018

	Group			Group		
	3 months ended			9 months ended		
	30-09-18	30-09-17	Change	30-09-18	30-09-17	Change
	S\$'000	S\$'000	%	S\$'000	S\$'000	%
Revenue	3,685	7,572	(51)	12,570	19,214	(35)
Other operating income	282	920	(69)	1,493	2,214	(33)
Changes in inventories of finished goods and work-in-progress	(70)	4	n.m.	(338)	(1,914)	(82)
Raw material and consumables used	(1,597)	(2,661)	(40)	(6,210)	(6,101)	2
Employee benefits expenses	(2,084)	(2,706)	(23)	(7,141)	(8,771)	(19)
Depreciation and amortisation expense	(626)	(685)	(9)	(1,962)	(2,084)	(6)
Other operating expenses	(2,182)	(4,017)	(46)	(5,206)	(13,879)	(62)
Share of results of associate	5	(4)	n.m.	(5)	(45)	(89)
Finance costs	(881)	(916)	(4)	(2,609)	(2,722)	(4)
Loss before income tax	(3,468)	(2,493)	39	(9,408)	(14,088)	(33)
Income tax	-	-	-	-	-	-
Loss for the period	(3,468)	(2,493)	39	(9,408)	(14,088)	(33)

Loss for the period attributable to:
Equity holders of the Company

(3,468)	(2,493)	39	(9,408)	(14,088)	(33)
(3,468)	(2,493)	39	(9,408)	(14,088)	(33)

Statement of Comprehensive Income for the third quarter and the nine months ended 30 September 2018

	Group			Group		
	3 months ended			9 months ended		
	30-09-18	30-09-17	Change	30-09-18	30-09-17	Change
	S\$'000	S\$'000	%	S\$'000	S\$'000	%
Loss for the period	(3,468)	(2,493)	39	(9,408)	(14,088)	(33)
Other comprehensive income / (loss):						
Items that may be reclassified subsequently to profit or loss						
Exchange realignment of foreign entities	1,595	1,563	2	(269)	7,618	n.m.
Total comprehensive loss for the period	(1,873)	(930)	101	(9,677)	(6,470)	50

Total comprehensive loss attributable to:

Equity holders of the Company

(1,873)	(930)	101	(9,677)	(6,470)	50
(1,873)	(930)	101	(9,677)	(6,470)	50

Notes:

(I) Revenue

	Group			Group		
	3 months ended			9 months ended		
	30-09-18	30-09-17	Change	30-09-18	30-09-17	Change
	S\$'000	S\$'000	%	S\$'000	S\$'000	%
Sale of goods	3,574	5,981	(40)	12,445	17,612	(29)
Dividend income	-	1,590	(100)	-	1,590	(100)
Interest income	111	1	11,000	125	12	942
Total	3,685	7,572	(51)	12,570	19,214	(35)

(II) Loss for the period is arrived at after crediting /(charging) the followings:

	Group			Group		
	3 months ended			9 months ended		
	30-09-18	30-09-17	Change	30-09-18	30-09-17	Change
	S\$'000	S\$'000	%	S\$'000	S\$'000	%
Gain on disposal of property, plant and equipment	-	3	(100)	-	249	(100)
Net foreign exchange adjustment (loss) / gain	(119)	(552)	(78)	55	(3,288)	n.m.
Interest expenses	(881)	(916)	(4)	(2,609)	(2,722)	(4)

n.m. - not meaningful

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

STATEMENTS OF FINANCIAL POSITION as at 30 September 2018

	Group		Company	
	30-09-18	31-12-17	30-09-18	31-12-17
	S\$'000	S\$'000	S\$'000	S\$'000
ASSETS				
Current assets:				
Cash and bank balances	10,849	2,412	36	33
Trade receivables	5,714	7,606	-	-
Other receivables, deposits and prepayments	1,920	1,881	102	103
Inventories	3,475	4,083	-	-
Non-current assets classified as held for sale	3,798	4,363	-	-
Total current assets	25,756	20,345	138	136
Non-current assets:				
Associate	752	780	-	-
Available-for-sale investments	23,483	22,988	-	-
Land use rights	3,848	4,046	-	-
Property, plant and equipment	19,194	21,103	-	-
Total non-current assets	47,277	48,917	-	-
Total assets	73,033	69,262	138	136
LIABILITIES AND EQUITY				
Current liabilities:				
Trade payables	4,796	6,543	-	-
Other payables and accruals	35,115	25,879	11	110
Borrowings	41,592	37,655	-	-
Income tax payable	586	605	-	-
Total current liabilities	82,089	70,682	11	110
Non-current liabilities:				
Borrowings	82,407	80,366	-	-
Total non-current liabilities:	82,407	80,366	-	-
Capital, reserves and non-controlling interests:				
Share capital	151,097	151,097	151,097	151,097
Capital reserve	54,772	54,772	-	-
Translation reserves	(17,653)	(17,384)	1,004	1,009
Legal reserves	30,356	30,356	-	-
Accumulated losses	(310,035)	(300,627)	(151,974)	(152,080)
(Capital deficiency) Equity attributable to owners of the Company	(91,463)	(81,786)	127	26
Total liabilities and (capital deficiency) equity	73,033	69,262	138	136

1 (b)(ii) Aggregate amount of group's borrowings and debt securities

Amount repayable in one year or less , or on demand

As at 30-09-2018		As at 31-12-2017	
Secured S\$'000	Unsecured S\$'000	Secured S\$'000	Unsecured S\$'000
(a) 12,304	29,288	(a) 12,029	25,375
(b) -	-	(b) 251	-
Total 12,304	29,288	Total 12,280	25,375

Amount repayable after one year

As at 30-09-2018		As at 31-12-2017	
Secured S\$'000	Unsecured S\$'000	Secured S\$'000	Unsecured S\$'000
(a) 68,355	14,052	(a) 66,830	13,536

(a) A charge over all of the Group's present shares in Smart Idea Holdings Limited ("SIHL"), representing 16.84% of the issued share capital of SIHL.

(b) The short term loans are secured by subsidiaries' land use rights, buildings and pledged of trade receivables.

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

CONSOLIDATED STATEMENT OF CASH FLOWS for the period ended 30 September 2018

	Group		Group	
	3 months ended		9 months ended	
	30-09-18	30-09-17	30-09-18	30-09-17
	S\$'000	S\$'000	S\$'000	S\$'000
Operating activities:				
Loss before income tax	(3,468)	(2,493)	(9,408)	(14,088)
Adjustments for:				
Share of results of associate	(5)	4	5	45
Depreciation and amortisation expense	626	685	1,962	2,084
Gain on disposal of property, plant and equipment	-	(3)	-	(249)
Interest expense	881	916	2,609	2,722
Dividend income	-	(1,590)	-	(1,590)
Interest income	(111)	(1)	(125)	(12)
Operating cash flows before movements in working capital	(2,077)	(2,482)	(4,957)	(11,088)
Trade receivables	2,130	1,319	1,892	3,929
Other receivables and prepaid expenses	436	82	(39)	1,513
Inventories	(26)	(386)	608	748
Trade payables	(325)	243	(1,747)	(4,780)
Other payables	(768)	682	71	(170)
Cash used in operations	(630)	(542)	(4,172)	(9,848)
Income tax (paid) / refund	(22)	-	(19)	(14)
Interest paid	(881)	(916)	(2,609)	(2,722)
Interest received	111	1	125	12
Net cash used in operating activities	(1,422)	(1,457)	(6,675)	(12,572)
Investing activities:				
Proceeds from disposal of property, plant and equipment	-	3	-	249
Dividend income received	-	1,590	-	1,590
Deposit from potential property buyer	-	-	9,516	-
Net cash from investing activities	-	1,593	9,516	1,839
Financing activities:				
(Decrease) / increase in other loans payable	(2,137)	1,047	3,958	1,698
Increase / (decrease) in short-term bank loans	-	238	(251)	864
Restricted cash	594	-	(423)	884
Net cash (used in) / from financing activities	(1,543)	1,285	3,284	3,446
Net effect of exchange rate changes in consolidating subsidiaries	2,046	567	1,869	3,030
Net (decrease) / increase in cash and cash equivalents	(919)	1,988	7,994	(4,257)
Cash and cash equivalents at beginning of financial period	11,289	2,420	2,365	8,680
Effects of exchange rate changes on the balance of cash held in foreign currencies	9	(51)	20	(66)
Cash and cash equivalents at end of financial period	10,379	4,357	10,379	4,357
Note 1:				
Cash and bank balances	10,849	4,403	10,849	4,403
Less: Restricted cash	(470)	(46)	(470)	(46)
Cash and cash equivalents per cash flow statement	10,379	4,357	10,379	4,357

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

STATEMENTS OF CHANGES IN EQUITY for the period ended 30 September 2018

	Share capital	Capital reserve	Translation reserves	Legal reserves	Accumulated losses	Attributable to owners of the Company
Group	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000
Balance at 1 July 2018	151,097	54,772	(19,248)	30,356	(306,567)	(89,590)
Total comprehensive loss for the period	-	-	1,595	-	(3,468)	(1,873)
Balance at 30 September 2018	151,097	54,772	(17,653)	30,356	(310,035)	(91,463)

Group	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000
Balance at 1 July 2017	151,097	54,772	(19,873)	30,356	(291,634)	(75,282)
Total comprehensive loss for the period	-	-	1,563	-	(2,493)	(930)
Balance at 30 September 2017	151,097	54,772	(18,310)	30,356	(294,127)	(76,212)

	Share capital	Translation reserves	Accumulated losses	Total equity
Company	S\$'000	S\$'000	S\$'000	S\$'000
Balance at 1 July 2018	151,097	1,009	(151,960)	146
Total comprehensive loss for the period	-	(5)	(14)	(19)
Balance at 30 September 2018	151,097	1,004	(151,974)	127

Company	S\$'000	S\$'000	S\$'000	S\$'000
Balance at 1 July 2017	151,097	1,017	(152,062)	52
Total comprehensive loss for the period	-	(1)	(25)	(26)
Balance at 30 September 2017	151,097	1,016	(152,087)	26

- 1(d)(ii) Details of any changes in the company's share capital arising from rights issue, bonus issue, 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, as well as the number of shares held as treasury shares, if any, against the total number of issued shares excluding treasury shares 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

There were no changes in the Company's share capital since the end of the previous period reported on
There were no outstanding convertible securities and employees' share options as at 30 September 2018 and 2017
As at 30 September 2018 and 2017, no shares were being held as treasury shares and subsidiary holdings

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

The total number of issued shares as at 30 September 2018 and 31 December 2017 is 400,000,000 shares

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

Not applicable

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

Not applicable

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

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

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

Not applicable

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

The same accounting policies and methods of computation have been applied in the financial statements as compared with the most recent audited annual financial statements.

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

NIL

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

Loss per ordinary share for the financial period based on net loss attributable to the shareholders

	Group		Group	
	3 months ended		9 months ended	
	30-09-18	30-09-17	30-09-18	30-09-17
	cents	cents	cents	cents
(i) Based on the weighted average number of ordinary shares on issue	(0.87)	(0.62)	(2.35)	(3.52)
(ii) On a fully diluted basis	(0.87)	(0.62)	(2.35)	(3.52)

Notes:

(a) The loss per ordinary share for the financial period 3 and 9 months ended 30 September 2018 are calculated based on 400,000,000 (3 and 9 months ended 30 September 2017 : 400,000,000) ordinary shares issued

(b) As at end of September 2018 and 2017, there were no outstanding employees' share options

7 Net asset value (for the issuer and group) per ordinary share based on the total number of issued shares excluding treasury shares of the issuer at the end of the (a) current financial period reported on and (b) immediately preceding financial year

	Group			Company		
	30-09-18	31-12-17	Change	30-09-18	31-12-17	Change
	cents	cents	%	cents	cents	%
Net (liabilities) / asset value per ordinary share based on existing issued share capital as at the end of the period reported on	(22.87)	(20.45)	12	0.0318	0.0065	388

Note:

The net (liabilities) / asset value per ordinary share for the financial period ended 30 September 2018 is calculated based on the issued share capital of 400,000,000 shares (31 December 2017: 400,000,000 shares)

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 (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

Third quarter ended 30 September 2018 ("Q3 2018")

Revenue

For the third quarter ended 30 September 2018 ("Q3 2018"), the Group revenue decreased substantially by 51% to S\$3.7 million from S\$7.6 million in Q3 2017. The decline in revenue was in line with the Group's on-going to wind down its manufacturing business in stages with the shutdown of its facility in Suzhou, People's Republic of China ("PRC") in January 2018.

Other operating income

Other operating income decreased by 69% to S\$0.3 million in Q3 2018 from S\$0.9 million in Q3 2017. It was mainly due to less sundry income received in Q3 2018.

Raw material and consumables used

Changes in inventories of finished goods and work-in-progress

Cost of inventories decreased to S\$1.7 million in Q3 2018 from S\$2.7 million in Q3 2017 which was in line with the lower revenue.

Employee benefits expenses

Employee benefits expenses decreased by 23% to S\$2.1 million in Q3 2018 from S\$2.7 million in Q3 2017 due to lower headcount cost as the Group downsized and closed its loss making factories.

Other operating expenses

Other operating expenses (which include selling and distribution costs and manufacturing overheads) were lower by 46% to S\$2.2 million in Q3 2018 from S\$4.0 million in Q3 2017.

Group net loss

As a result of the above, the Group incurred a net loss of S\$3.5 million in Q3 2018 compared to a net loss of S\$2.5 million in Q3 2017.

Review of Financial Position

The Group's total current assets stood at S\$25.8 million as at 30 September 2018 compared to S\$20.3 million as at 31 December 2017. The increase was mainly due to higher cash and bank balances following the proceeds from Deposit Received (the Group receives down payment from a potential buyer in accordance with terms of purchase agreement amounting to RMB46,150,000 (or S\$9,516,000) to buy one of the Group's non-performing assets in Shandong, PRC).

The Group's total current liabilities stood at S\$82.1 million as at 30 September 2018 compared to S\$70.7 million as at 31 December 2017. The Higher current liabilities was mainly due to the Deposit Received from purchaser relating to disposal of Shandong's asset and the down payment has been accounted as other payables and increase in other loans borrowings.

As a result of depreciation of the S\$ against US\$, the Group's non-current liabilities increased to S\$82.4 million as at 30 September 2018 from S\$80.3 million as at 31 December 2017.

Review of Cash Flow Statement

In Q3 2018, net cash used in operating activities was S\$1.4 million which was primarily due to operation loss. Net cash used in financing activities of S\$1.5 million was mainly for repayment of loans payable.

Going concern

As at 30 September 2018, the Group's current assets was S\$25.8 million and current liabilities S\$82.1 million. This posts a going concern issue. However, management is of the view that with the strategies of corporate restructuring to streamline operations and disposing non-performing assets to lower costs and reduce borrowings; and concurrently looking for acquisition and diversification opportunities to generate additional income streams, the Group will be able to continue operating as a going concern in the foreseeable future.

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

There were no forecast or prospect statement disclosed to shareholders previously.

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

- (a) On 24 February 2016, a subscription agreement ("Subscription Agreement") was signed between the Company, Oriental Straits Investment Limited ("Subscriber") and China Capital Impetus Investments Limited ("CCIIL"). On 4 March 2018, CCIIL was substituted by China Capital Impetus Asset Management Pte Ltd, and a supplemental subscription agreement was signed to, inter alia, amend certain terms of the Subscription Agreement including the aggregate subscription amount from US\$250 million to S\$100 million. At the Extraordinary General Meeting of the Company held on 25 June 2018, the proposed subscription was passed by way of a poll.
- (b) On 4 March 2018, the Company entered into a conditional acquisition agreement with Jade Merit Developments Limited ("Vendor") to acquire 99.99% of the equity interest in Huangshan Zhongtian Weiliang Mining Co Ltd for a consideration of S\$1.06 billion, which will be satisfied by cash and allotment of new shares. On 14 August 2018, the Company received a notice (the "Termination Notice") from the Vendor terminating the acquisition agreement. The Termination Notice was served on the basis that Tranche 1 subscription was not completed by 31 July 2018. Having considered the progress of the RTO preparatory work to-date, the Board is of the opinion that it would be desirous to proceed with the termination of the acquisition agreement.
- (c) Notwithstanding the termination of the acquisition agreement, the Company and the Subscriber will continue to use their best efforts to complete the proposed subscription and look for alternative acquisition. The relevant discussions are ongoing. The Company will update shareholders as and when there are any material developments.
- (d) In the meantime, management continues to downsize and operate the Group manufacturing operations.
- (e) Shareholders are advised to read this announcement and any further announcements by the Company carefully. Shareholders and potential investors are reminded to exercise caution when dealing in the securities of the Company and should consult their stockbrokers, bank managers, solicitors or other professional advisors if they have any doubt about the actions they should take.

11 Dividend

(a) Current Financial Period Reported On

Any dividend declared for the current financial period reported on ? None

(b) Corresponding Period of the Immediately Preceding Financial Year

Any dividend declared for the corresponding period of the immediately preceding financial year? None

(c) Date payable

Not applicable

(d) Books closure date

Not applicable

12 If no dividend has been declared/recommendeded, a statement to that effect

Not applicable

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

There are no recurrent interested person transactions in the current period

The Company does not have any interested person transaction mandate

14 Confirmation that the issuer has procured undertakings from all its directors and executive officers (in the format set out in Appendix 7.7) under Rule 720(1).

The Company has procured undertakings from all its directors and executive officers under Rule 720(1)

BY ORDER OF THE BOARD

Hsu Hung Chun

Chairman

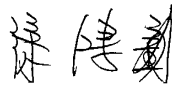
Date : 7 November 2018

Date: 7 November 2018

CONFIRMATION BY THE BOARD PURSUANT TO RULE 705(5) OF THE LISTING MANUAL

We, Hsu Hung Chun and Hsu Cheng Chien being two directors of Huan Hsin Holdings Ltd (the “Company”), do hereby confirm on behalf of the directors of the Company that to the best of our knowledge, nothing has come to the attention of the Board of Directors of the Company which may render the third quarter 2018 financial statements to be false or misleading in any material aspect.

On behalf of the Board of Directors



Hsu Hung Chun
President



Hsu Cheng Chien
Managing Director