UNITED FOOD HOLDINGS LIMITED

Second Quarter and Half Year Financial Statements for the Six Months Ended 30 June 2018

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

The figures presented below have not been audited.

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

CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME FOR THE SIX MONTHS ENDED 30 JUNE 2018

		Group					
		3 months ended			6 months ended		
		30/6/2018	30/6/2017	Change	30/6/2018	30/6/2017	Change
	Note	RMB'000	RMB'000	%	RMB'000	RMB'000	%
CONTINUING OPERATIONS							
Revenue	(A)	18,971	-	N/M	21,794	-	N/M
Cost of sales		(17,449)	-	N/M	(20,080)	-	N/M
Gross profit / (loss)	(B)	1,522	-	N/M	1,714	-	N/M
Other income		187	-	N/M	189	-	N/M
Gain on disposal of subsidiaries	(C)	27,179	-	N/M	27,179	-	N/M
Selling and distribution costs		-	-	N/M	-	-	N/M
Administrative expenses	(D)	(1,586)	(801)	98.0	(2,357)	(1,147)	105.5
Profit/(loss) before tax from continuing operations		27,302	(801)	N/M	26,725	(1,147)	N/M
Income tax expenses		-	-	N/M	-	-	N/M
Profit/(loss) for the period from continuing operations		27,302	(801)	N/M	26,725	(1,147)	N/M
DISCONTINUED OPERATIONS							
Loss for the period from a discontinued operation		(4,230)	(10,270)	(58.8)	(17,100)	(24,493)	(30.2)
Profit/(loss) for the period		23,072	(11,071)	N/M	9,625	(25,640)	N/M
Attributable to :							
Owners of the Company		22,801	(11,071)	106.0	9,363	(25,640)	(63.5)
Non-controlling interest		271	-	N/M	262	-	N/M
PROFIT/(LOSS) PER SHARE							
- Basic		0.14	(0.08)		0.06	(0.20)	
- Diluted		N/A	N/A		N/A	N/A	

Note: For Notes (A) – (D), please refer to Item 8.
Note: N/A - Not applicable
N/M – Not meaningful

CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME FOR THE SIX MONTHS ENDED 30 JUNE 2018

	Group					
	3 months ended			6 months ended		
	30/6/2018	30/6/2017	Change	30/6/2018	30/6/2017	Change
	RMB'000	RMB'000	%	RMB'000	RMB'000	%
Profit/(loss) for the period	23,072	(11,071)	108.4	9,625	(25,640)	(62.5)
Other comprehensive income/(loss)						
Exchange differences on translation of financial statements of foreign operation	235	(2)		(73)	21	
Total comprehensive profit/(loss) for the period	23,307	(11,073)	110.5	9,552	(25,619)	(62.7)
Attributable to :						
Owners of the Company	23,388	(11,073)	111.2	9,366	(25,619)	(63.4)
Non-controlling interest	(81)	-	N/M	186	-	N/M

The Group's loss before tax is arrived at after charging:

	Group					
	3 months ended			6 months ended		
	30/6/2018	30/6/2017	Change	30/6/2018	30/6/2017	Change
	RMB'000	RMB'000	%	RMB'000	RMB'000	%
Depreciation	1,469	3,864	(62.0)	4,802	7,728	(37.9)
Amortisation of land use rights	717	1,930	(62.8)	2,377	3,860	(38.4)

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

CONSOLIDATED AND COMPANY STATEMENTS OF FINANCIAL POSITION
AS AT 30 JUNE 2018

		Group		Company	
		30/6/2018	31/12/2017	30/6/2018	31/12/2017
	Note	RMB'000	RMB'000	RMB'000	RMB'000
ASSETS					
Non-current assets					
Investment in subsidiary		-	-	9	9
Property, plant and equipment		2	3	-	-
Goodwill	(E)	12,742	12,742	-	-
		12,744	12,745	9	9
Current assets					
Inventories		-	-	-	-
Trade receivables	(F)	28,368	11,695	-	-
Other receivables	(G)	75,108	60,107	15,107	106
Amount due from subsidiaries		-	-	101,814	43,630
Cash and cash equivalents		107,218	62,973	822	1,006
		210,694	134,775	117,743	44,742
Disposal group classfied as held for sale		-	77,850	-	-
		210,694	212,625	117,743	44,742
Total assets		223,438	225,370	117,752	44,751
EQUITY AND LIABILITIES					
Capital and Reserves					
Issued capital		15,975	15,975	15,975	15,975
Reserves		178,489	169,123	87,586	14,106
Equity attributable to owners of the company		194,464	185,098	103,561	30,081
Non-controlling interest	(H)	1,464	1,278	-	-
		195,928	186,376	103,561	30,081
LIABILITIES					
Current liabilities					
Trade and other payables	(I)	25,826	25,147	536	1,131
Amounts due to subsidiaries		-	-	13,655	13,539
Amount due to a shareholder	(J)	1,082	321	-	-
Current tax payable		602	598	-	-
		27,510	26,066	14,191	14,670
Disposal group classfied as held for sale		-	12,928	-	-
Total liabilities		27,510	38,994	14,191	14,670
Total equity and liabilities		223,438	225,370	117,752	44,751

Note: For Notes (E) to (J), please refer to Item 8.

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

Amount repayable in one year or less, or on demand

As at 30/6/2018		As at 31/12/2017	
Secured	**Unsecured**	**Secured**	**Unsecured**
RMB'000	**RMB'000**	**RMB'000**	**RMB'000**
N/A	1,082	N/A	321

Amount repayable after one year

As at 30/6/2018		As at 31/12/2017	
Secured	**Unsecured**	**Secured**	**Unsecured**
RMB'000	**RMB'000**	**RMB'000**	**RMB'000**
N/A	N/A	N/A	N/A

Details of any collateral

N/A

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 STATEMENTS OF CASH FLOWS
FOR THE SIX MONTHS ENDED 30 JUNE 2018

	Group			
	3 months ended		6 months ended	
	30/6/2018	30/6/2017	30/6/2018	30/6/2017
	RMB'000	RMB'000	RMB'000	RMB'000
CASH FLOWS FROM OPERATING ACTIVITIES				
Profit/(loss) before tax				
From continuing operations	123	(801)	(454)	(1,147)
From a discontinued operation	(4,230)	(10,270)	(17,100)	(24,493)
From gain on disposal of subsidiaries	27,179	-	27,179	-
Adjustments for:				
Amortisation of land use rights	717	1,930	2,377	3,860
Depreciation of property, plant and equipment	1,469	3,864	4,803	7,728
Gain on disposal of subsidiaries	(27,179)	-	(27,179)	-
Bank interest income	(187)	(20)	(189)	(41)
Cash flow used in operating activities before working capital changes	(2,108)	(5,297)	(10,563)	(14,093)
Change in inventories	3,026	956	6,910	2,921
Change in trade and other receivables	(14,355)	(90)	(16,673)	151
Change in trade and other payables	17,772	3,572	19,312	7,401
Cash used in operations	4,335	(859)	(1,014)	(3,620)
Interest received	187	20	189	41
Net cash generated from / (used in) operating activities	4,522	(839)	(825)	(3,579)
CASH FLOWS FROM INVESTING ACTIVITIES				
Cash received for disposal of a subsidiary	40,000	-	40,000	-
Cash used for disposal of subsidiary	(53)	-	(53)	-
Net cash used in investing activities	39,947	-	39,947	-
CASH FLOW FROM FINANCING ACTIVITIES				
Advance from a shareholder	374	(613)	761	-
Repayment of advance to a shareholder	-	-	-	(1,064)
Proceeds from issue of new shares	-	-	-	4,032
Share issue expenses	-	-	-	(174)
Net cash generated from financing activities	374	(613)	761	2,794
NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS	44,843	(1,452)	39,883	(785)
Exchange differences	235	(2)	(73)	21
Cash and cash at the beginning of period	62,140	24,982	67,408	24,292
CASH AND CASH EQUIVALENTS AT THE END OF PERIOD	107,218	23,528	107,218	23,528

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

Group	Issued capital	Share premium	Contributed surplus	Accumulated losses	Exchange translation reserve	Statutory reserves	Capital redemption reserve	Non-contrilling interest	Total
	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
Balance at 1 January 2018	15,975	48,729	397,141	(298,067)	(1,093)	19,431	2,982	1,278	186,376
Transactions with the owners recognised directly in equity									
Issue of new shares	-	-	-	-	-	-	-	-	-
Acquisitions of subsidiaries	-	-	-	-	-	-	-	-	-
Total transactions with the owners recognised directly in equity	-	-	-	-	-	-	-	-	-
Total comprehensive income for the period									
Profit/(loss) for the period	-	-	-	9,363	-	-	-	262	9,625
Exchange differences on translation of financial statements of foreign operation	-	-	-	-	3	-	-	(76)	(73)
Total comprehensive profit/(loss) for the period	-	-	-	9,363	3	-	-	186	9,552
Balance at 30 June 2018	15,975	48,729	397,141	(288,704)	(1,090)	19,431	2,982	1,464	195,928

Group	Issued capital	Share premium	Contributed surplus	Accumulated losses	Exchange translation reserve	Statutory reserves	Capital redemption reserve	Non-contrilling interest	Total
	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
Balance at 1 January 2017	11,779	-	397,141	(229,263)	183	19,431	2,982	-	202,253
Transactions with the owners recognised directly in equity									
Issue of new shares	1,954	1,904	-	-	-	-	-	-	3,858
Acquisitions of subsidiaries	-	-	-	-	-	-	-	-	-
Total transactions with the owners recognised directly in equity	1,954	1,904	-	-	-	-	-	-	3,858
Total comprehensive income for the period									
Loss for the period	-	-	-	(25,640)	-	-	-		(25,640)
Exchange differences on translation of financial statements of foreign operation	-	-	-	-	21	-	-		21
Total comprehensive loss for the period	-	-	-	(25,640)	21	-	-		(25,619)
Balance at 30 June 2017	13,733	1,904	397,141	(254,903)	204	19,431	2,982	-	180,492

Company	Issued capital	Share premium	Contributed surplus	Accumulated losses	Exchange translation reserve	Capital redemption reserve	Total
	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
Balance at 1 January 2018	15,975	48,729	397,141	(431,879)	(2,867)	2,982	30,081
Transactions with the owners recognised directly in equity							
Issue of new shares	-	-	-	-	-	-	-
Acquisitions of subsidiaries	-	-	-	-	-	-	-
Total transactions with the owners recognised directly in equity	-	-	-	-	-	-	-
Total comprehensive income for the period							
Profit for the period	-	-	-	73,280	-	-	73,280
Exchange differences on translation of financial statements of foreign operation	-	-	-	-	200	-	200
Total comprehensive loss for the period	-	-	-	73,280	200	-	73,480
Balance at 30 June 2018	15,975	48,729	397,141	(358,599)	(2,667)	2,982	103,561

Company	Issued capital	Share premium	Contributed surplus	Accumulated losses	Exchange translation reserve	Capital redemption reserve	Total
	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
Balance at 1 January 2017	11,779	-	397,141	(427,148)	(1,408)	2,982	(16,654)
Transactions with the owners recognised directly in equity							
Issue of new shares	1,954	1,904	-	-	-	-	3,858
Acquisitions of subsidiaries	-	-	-	-	-	-	-
Total transactions with the owners recognised directly in equity	1,954	1,904	-	-	-	-	3,858
Total comprehensive income for the period							
Loss for the period	-	-	-	(1,147)	-	-	(1,147)
Exchange differences on translation of financial statements of foreign operation	-	-	-	-	225	-	225
Total comprehensive loss for the period	-	-	-	(1,147)	225	-	(922)
Balance at 30 June 2017	13,733	1,904	397,141	(428,295)	(1,183)	2,982	(13,718)

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, 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.

There were no treasury shares and subsidiary holdings. The Company does not have any shares that may be issued on conversion of any outstanding convertibles as at 30 June 2018 and 31 December 2017.

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.

		Number of ordinary shares (par value of HK$0.10 each)
Issued and fully paid:		
At 1 January 2018		157,901,384
		-
		-
At 30 June 2018		157,901,384

The Company did not hold any treasury shares as at 30 June 2018 and 31 December 2017.

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

N/A

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.

N/A

2. Whether the figures have been audited, or reviewed and in accordance with which standard (e.g. the Singapore Standard on Auditing 910 (Engagements to Review Financial Statements), or an equivalent standard)

The figures have not been audited nor reviewed.

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

N/A

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 preparation of the consolidated financial statements for the current reporting period compared with the audited financial statements as at 31 December 2017.

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 adoption of the new or revised IFRS that are mandatory for financial year beginning on or after 1 January 2018, and such adoption has no significant impact on the Group's consolidated financial statements.

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

	Group			
	3 months ended		6 months ended	
	30/6/2018	30/6/2017	30/6/2018	30/6/2017
	RMB	RMB	RMB	RMB
PROFIT/(LOSS) PER ORDINARY SHARE				
(i) Based on weighted average number of ordinary shares in				
- For profit/(loss) for the period	0.14	(0.08)	0.06	(0.20)
- For profit/(loss) from continuing operations for the period	0.17	(0.01)	0.17	(0.01)
(ii) On a fully diluted basis	N/A	N/A	N/A	N/A

(i) Profit/(loss) per ordinary share on the existing issued share capital is computed based on the weighted average number of shares in issue during three and six months ended 30 June 2018 of 157,901,384 shares (three and six months ended 30 June 2017 of 132,097,041 and 126,015,225 shares).

(ii) There were no potential dilutive ordinary shares in existence for the three and six months ended 30 June 2018 and 30 June 2017, respectively and accordingly, no diluted loss per share has been presented.

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

	Group		Company	
	30/6/2018	31/12/2017	30/6/2018	31/12/2017
	RMB	RMB	RMB	RMB
NET ASSETS VALUE PER ORDINARY SHARE				
Net asset backing per ordinary share based on existing				
issued share capital as at the end of the period report on	1.23	1.18	0.66	0.19

The net asset value for the Group and the Company per ordinary share were calculated based on 157,901,384 shares and 157,901,384 shares in issue as at 30 June 2018 and 31 December 2017 respectively.

8. A review of the performance of the group, to the extent necessary for a reasonable understanding of the group's business. The review must discuss 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. It must also discuss any material factors that affected the cash flow, working capital, assets or liabilities of the group during the current financial period reported on

Performance Review

(A) Revenue from continuing operations

The Group recorded revenue of RMB19.0 million in the second quarter ended 30 June 2018 ("2Q2018") compared to RMB0 million in 2Q2017. The revenue of RMB19.0 million was from the Group's Trading Segment.

Revenue from discontinued operations

The Group's investments in Post-Ante Trading Limited, Globe Bright Limited, Linyi Shengquan Grease Co., Ltd ("SQ Grease") and Linyi Jiang Tian Trading Limited related to the soybean processing, feed production and pig rearing operating segments are classified as assets held for sale at 31 December 2017 as the Group has received approval at the Special General Meeting ("SGM") held on 29 March 2018 to dispose of the operations. The disposal was completed on 10 May 2018.

Soybean Processing

Our Soybean Processing Segment did not have any revenue in 2Q2018 and 2Q2017, because the Group suspended the production of this division since 5 July 2015.

Feed Production

Our Feed Production Segment recorded a RMB7.9 million in 2Q2018 compared to RMB34.6 million in 2Q2017, representing a decrease by 77%. The decrease in revenue was mainly due to the market demand decrease of the product and the disposal of the subsidiaries was completed on 10 May 2018.

(B) Gross profit /(loss) margin

The Group recorded a gross profit margin of 8.0% for the continuing operations in 2Q2018 which was contributed by the trading segment.

Gross loss from discontinued operations

The Group recorded a gross loss margin of 20.9% for the discontinued operations in 2Q2018 which was contributed by feed production segment compare to a gross profit margin of 8.7% in 2Q2017. The increase in gross loss was mainly due to the decrease in selling prices of our animal feed products and a increase in cost of goods sold of those products in 2Q2018.

(C) Gain on disposal of subsidiaries

Gain on disposal of subsidiaries resulted from the disposal of Post-Ante Trading Limited, Globe Bright Limited, Linyi Shengquan Grease Co., Ltd ("SQ Grease") and Linyi Jiang Tian Trading Limited related to the soybean processing, feed production and pig rearing operating segments, which are classified as assets held for sale at 31 December 2017 as the Group has received approval at the SGM held on 29 March 2018 to dispose of the operations. The disposal was completed on 10 May 2018.

(D) Administrative expenses

Administrative expenses increased by 98.0% in 2Q2018 compared to 2Q2017, mainly due to the increase in professional services fee during the 2Q2018.

(E) Goodwill

Goodwill resulted from the acquisition of Really Time Trading Limited, which was completed in August 2017.

(F) Trade receivables

Trade receivables were mainly the receivables from Really Time Trading Limited.

(G) Other receivables

Other receivables include deposits paid to the vendors of two potential acquisition projects amounting to RMB60 million, which will become part of the consideration after the completion of the acquisitions and/or refundable after the cancellation of the acquisitions. The potential acquisition projects have business operations which are similar in scope to the Group.

(H) Non-controlling interest.

Non-controlling interest is the Minority shareholder interest from Really Time Trading Limited. The Group completed the acquisition of Really Time Trading Limited in August 2017.

(I) Trade and other payables

The increase in trade and other payables was mainly due to increase in trade payables of Really Time Trading Limited compared to Q42017

(J) Amount due to a shareholder

Amount due to a shareholders are denominated in Hong Kong dollars, unsecured, non- interest bearing and repayable on demand.

(K) Cash flow statement

Net cash flow of RMB44.8 million was generated in 2Q2018 mainly due to the amount of RMB40 million received from disposal of subsidiaries.

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

The announcement is in line with the profit guidance announcement of 8 August 2018.

10. A commentary at the date of the announcement of the 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

During the quarter the Board and management had concentrated its efforts in obtaining SGX's approval on circular for the Proposed Acquisition of 80% shareholding interests in Hebei Xingrun Shengwu Keji Gufen Co., Ltd. ("HBXR"), Chengde Purun Shengwu Zhiyao Co., Ltd. ("CDPR") and Benchmark Trade Limited ("Benchmark") (collectively called "Target Companies" or each and any of them a "Target Company") (the "Acquisition") that focuses in the agribusiness and animal feed operations and are involved in the development, manufacture and sale of animal feed and animal feed-related products in People's Republic of China. The Acquisition was approved by the shareholders at the SGM held on 20 July 2018. The Target Companies also own patents and conducts extensive research and development into bio-chemical related technologies, and the development, synthesis and sale of antioxidants.

With the disposal of subsidiaries completed on 10 May 2018, the Group will not be incurring further losses for the discontinued operations.

The Acquisition together with the existing trading business of the Group will improve shareholders' value for the Group for the financial year ending 31 December 2018 and beyond. Following the completion of the Acquisition, in relation to the Group's production and sale of animal feed through CDPR, the Group can leverage on the Target Companies' research and technical expertise to create mutually beneficial synergies to enhance shareholders' value, which include: (i) sharing of management, research and development capabilities, and (ii) providing a wider range of product offerings to customers of both parties and sharing of regional marketing and sales networks.

Moving forward, the Group concluded that the future pursuit of the Company would mainly aim at sustainable developments within the food industry, and to also achieve continuous ethical issues in maximizing on i) transparency ii) fairness iii) humanitarian iv) socially responsibility and v) food safety and quality assurance.

11. Dividend

a) Current Financial Period Reported On

Any dividend declared for the current financial period reported on?
No

(b) Corresponding Period of the Immediately Preceding Financial Year

Any dividend declared for the corresponding period of the immediately preceding financial year?
No

(c) Date Payable

N/A

(d) Books Closure Date

N/A

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

No dividend has been declared.

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

The Board of Directors of United Food Holdings Limited hereby confirms that the undertakings from all its Directors and Executive Officers as required in the format as set out under Rule 720(1) of the Listing Manual were procured.

14. Aggregate Value Of Interested Person Transactions Entered Into For The Six Months Ended 30 June 2018

Pursuant to Rule 920 of the SGX-ST's Listing Manual, details of the aggregate value of interested person transactions entered into for the six months ended 30 June 2018, were as follows: -

The Company does not have an IPT Mandate.

15. Confirmation by Directors pursuant to Clause 705(5) of the Listing Manual of the SGX-ST

On behalf of the Board of Directors of the Company, we, Song Yanan and Wu Xiaoran, being Directors of the Company, hereby confirm that to the best of our knowledge, nothing has come to the attention of the Board of Directors of United Food Holdings Limited which may render the unaudited financial statements for the six months ended 30 June 2018 to be false or misleading in any material aspect.

BY ORDER OF THE BOARD
UNITED FOOD HOLDINGS LIMITED

Wu Xiaoran
Director
10 August 2018