MARY CHIA HOLDINGS LIMITED

Company Registration No. 200907634N (Incorporated in Singapore)

UNAUDITED FINANCIAL STATEMENTS FOR THE SIX MONTHS PERIOD ENDED 30 SEPTEMBER 2019

PART 1 INFORMATION REQUIRED FOR ANNOUNCEMENTS OF QUARTERLY (Q1, Q2 & Q3), HALF-YEAR AND FULL YEAR RESULTS

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

_	GROU			
_	For the 6 months p	periods ended		
	30-Sep-19	30-Sep-18		
	Unaudited	Unaudited	Variance	Variance
	\$'000	\$'000	\$'000	%
Revenue	4,429	3,952	477	12%
Other operating income	673	4,961	(4,288)	-86%
Purchases and related costs	(230)	(489)	259	-53%
Changes in inventories	21	(66)	87	-132%
Depreciation of property, plant and equipment	(206)	(167)	(39)	23%
Staff cost	(3,264)	(2,954)	(310)	10%
Operating leases expenses	(1,327)	(1,501)	174	-12%
Other operating expenses	(1,478)	(1,270)	(208)	16%
Finance cost	(5)	(51)	46	-90%
(Loss) Profit before income tax	(1,387)	2,415	(3,802)	N.M
Income tax expenses	-	-	-	
(Loss) Profit for the period, net of tax	(1,387)	2,415	(3,802)	N.M
Other comprehensive (loss) income for the period, net of tax				
Items that may be reclassified subsequently to profit or loss:				
Exchange differences on translation of foreign operations	(146)	43	(189)	N.M
Other comprehensive (loss) income for the period, net of tax	(146)	43	(189)	N.M
Total comprehensive (loss) income for the period	(1,533)	2,458	(3,991)	
(Loss) Profit attributable to:				
Equity holders of the Company	(1,380)	28	(1,408)	N.M
Non-controlling interests	(7)	2,387	(2,394)	N.M
	(1,387)	2,415	(3,802)	
Total comprehensive (loss) income attributable to:				
Equity holders of the Company	(1,526)	71	(1,597)	
Non-controlling interest	(7)	2,387	(2,394)	
	(1,533)	2,458	(3,991)	

N.M = Not meaningful

1(a)(ii) Notes to consolidated statement of comprehensive income

(Loss) Profit before income tax is determined after charging:

	GRO	DUP		
	For the 6 month	s periods ended		
	30-Sep-19	30-Sep-18		
	Unaudited	Unaudited	Variance	Variance
	\$'000	\$'000	\$'000	%
Advertising and marketing expenses	353	186	167	90

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.

	Grou	p	Compa	any
	30-Sep-19	31-Mar-19	30-Sep-19	31-Mar-19
	S\$'000	S\$'000	S\$'000	S\$'000
	(unaudited)	(audited)	(unaudited)	(audited)
ASSETS	(unadancea)	(dddited)	(undudited)	(dddited)
Non-Current Assets				
Property, plant and equipment	1,547	1,244	5	_
Right-of-use assets	2,705	-,	-	_
Investment in subsidiaries	-,	-	-	_
Other assets	57	123	-	_
Total Non-Current Assets	4,309	1,367	5	
		 _		
Current Assets				
Inventories	498	435	-	-
Trade and other receivables	307	373	10,560	8,711
Other assets	1,377	1,278	13	7
Cash and bank balances	1,413	4,073	446	* 2,177
	3,595	6,159	11,019	10,895
Total Assets	7,904	7,526	11,024	10,895
EQUITY AND LIABILITIES				
Capital and Reserves	4.040	4.04.0	4.040	4.040
Share capital	4,818	4,818	4,818	4,818
Reserves	(11,146)	(9,620)	(4,645)	(4,786)
Attributable to equity holders of the company	(6,328)	(4,802)	173	32
Non-controllling interest	1,506	1,513	-	
Total Equity	(4,822)	(3,289)	173	32
Non-Current Liabilities				
	4.006			
Leaseliabilities	1,086	-		
Borrowings	144	150	-	-
Other Payables	-	218	-	-
Provision	92	173_		
	1,322	541	-	-
Current Liabilities				
Trade and other payables	7,085	7,588	10,851	10,863
Borrowings	28	43	-	, -
Contract liabilities	2,314	2,365	-	_
Provision	335	256	-	_
Lease liabilities	1,619	-	-	-
Current tax liabilities	23	22	-	-
	11,404	10,274	10,851	10,863
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Total liabilities	12,726	10,815	10,851	10,863
Total Equity And Liabilities	7,904	7,526	11,024	10,895

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

	Unau	Unaudited 30-Sep-19		ited
	30-Se			30-Sep-19 31-Ma
	Secured S\$'000	Unsecured S\$'000	Secured S\$'000	Unsecured S\$'000
Amount repayable in one year or less, or				
on demand	28		43	-
Amount repayable after one year	144		150	
	172	_	193	_

Details of any collateral:

a. Finance lease liabilities amounting to \$\$172,000 as at 30 September 2019 (31 March 2019: \$\$193,000) are secured over the leased equipment, motor vehicles and furniture and fittings, as the respective legal title is retained by the lessor and will be transferred to the Group upon full settlement of the finance lease liabilities. It is also secured by personal guarantee provided by Company's Chief Executive Officer Ms Ho Yow Ping (He YouPing) ("CEO") and a corporate guarantee from the Company. The carrying amounts of these plant and equipment held under finance leases amounted to \$\$103,000 as at 30 September 2019 (31 March 2019: \$\$114,840).

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

	Grou	ıb .
	For the 6 months	period ended
	30-Sep-19	30-Sep-18
	Unaudited	Unaudited
	\$'000	\$'000
Cash Flows from Operating Activities		
(Loss) Profit before taxation	(1,387)	2,415
Adjustments for:		
Depreciation of property, plant and equipment	206	167
Finance costs	5	51
Gain from disposal of Property		(4,885)
Operating loss before working capital changes	(1,176)	(2,252)
Change in inventory	(63)	(249)
Change in trade and other receivables	34	(43)
Change in trade and other payables	(919)	(2,879)
Cash used in operations	(2,124)	(5,423)
Income tax paid		(64)
Net cash used in operating activities	(2,124)	(5,487)
Cash Flows from Investing Activities		1
Dividends paid to non-controlling interest	-	(20,580)
Acquisition of property, plant and equipment	(509)	(369)
Proceeds from sale of Property		64,800
Net cash (used in) generated from investing activities	(509)	43,851
Cash Flows from Financing Activities		
Repayment of bank borrowings	-	(28,944)
Interest Paid	(5)	(4)
Repayment of Finance lease liabilities	(22)	(34)
Repayment of cash advance to a former director	-	(2,200)
(Decrease) Increase in amount due to a director	_	(210)
Net cash used in financing activities	(27)	(31,392)
Net changes in cash cand cash equivalents	(2,660)	6,972
Cash and cash equivalents at beginning of the financial period	4,073	127
Effects of foreign exchange on cash and cash equivalents		(1)
Cash and cash equivalents at the end of the financial period	1,413	7,098

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.

				Foreign				
				Currency		Atrributable to		
	Share	Merger	Capital	Translation	Retained	owners of the	Non-controlling	Total
Group	Capital	Reserve	Reserve	Reserve	Earnings	Company	interest	Equity
	\$\$'000	\$\$'000	\$\$'000	\$\$'000	\$\$'000	\$\$'000	\$\$'000	\$\$'000
Balance as at 1 April 2019	4,818	(927)	(399)	(316)	(7,978)	(4,802)	1,513	(3,289)
Loss for the period	-		-	-	(1,380)	(1,380)	(7)	(1,387)
Exchange differences on translation of foreign operations	-	-	-	(146)	-	(146)	-	(146)
Total comprehensive loss for the period		-		(146)	(1,380)	(1,526)	(7)	(1,533)
Balance as at 30 September 2019	4,818	(927)	(399)	(462)	(9,358)	(6,328)	1,506	(4,822)

	Share Capital S\$'000	Merger Reserve S\$'000	Capital Reserve S\$'000	Foreign Currency Translation Reserve S\$'000	Retained Earnings S\$'000	Atrributable to owners of the Company S\$'000	Non-controlling interest \$\$'000	Total Equity S\$'000
Balance as at 1 April 2018	4,818	(927)		7	(5,026)	(1,128)	(1,083)	(2,211)
Loss for the period	-	-	-	-	28	28	2,387	2,415
Acquisition of shares of a subsidiary without a change in control	-			-	(399)	(399)	219	(180)
Exchange differences on translation of foreign operations	-	-		21		21	-	21
Total comprehensive loss for the period	-	-	-	21	(371)	(350)	2,606	2,256
Fair value adjustment to interest-free loans from shareholders			-		(59)	(59)		(59)
Total transactions with owners, recognised directly in equity			-	-	(59)	(59)		(59)
Balance as at 30 September 2018	4,818	(927)	-	28	(5,456)	(1,537)	1,523	(14)

Company	Share Capital S\$'000	Retained Earnings S\$'000	Total S\$'000
Balance as at 1 April 2019	4,818	(4,786)	32
Total comprehensive loss for the period		141	141
Balance as at 30 September 2019	4,818	(4,645)	173
	Share Capital S\$'000	Retained Earnings S\$'000	Total S\$'000
Balance as at 1 April 2018	4,818	9,699	14,517
			(404)
Total comprehensive loss for the period		(191)	(191)

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.

	No of shares	Share Capital S\$
Issued and paid-up capital as at 30 September 2019 and 31 March		
2019	163,495,140	4,817,859

There was no change in the Company's share capital from 31 March 2019 up to 30 September 2019.

There were no outstanding convertibles, treasury shares and subsidiary holdings as at 30 September 2019 and 30 September 2018.

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.

	<u>30-Sep-19</u>	<u>31-Mar-19</u>
Total number of issued shares	163,495,140	163,495,140

There were no treasury shares as at 30 September 2019 and 31 March 2019.

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.

Not applicable. The Company did not have any treasury shares during and as at the end of the current financial period reported on.

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

Not applicable. The Company did not have any subsidiary holdings during and as at the end of the current financial period reported on.

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

The 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 matter).

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

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

The Company and the Group had applied the same accounting policies and methods of computation in the preparation of the financial statements for the current financial period reporting on as in the latest audited financial statements for the financial year ended 31 March 2019, including the first-time adoption of Singapore Financial Reporting Standards (International) ("SFRS(I)"), effective from 1 January 2019 for Singapore incorporated companies listed on the Singapore Exchange. Except as disclosed under Note 5 below, the adoption of new SFRS(I) and Interpretation of SFRS(I) ("INT SFRS(I)") have become effective for the financial year ending 31 March 2020.

5. If there were 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 new and revised SFRS(I) and INT SFRS(I) effective from 1 January 2019.

Adoption of SFRS(I) 16

SFRS(I) 16 is effective for annual periods beginning on or after 1 January 2019. The Group has applied the modified retrospective approach and does not restate comparative amounts for the year prior to first adoption in 1H2020.

6. (Loss) 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.

Gro	oup	
For the 6 months period ended		
30-Sep-19	30-Sep-18	
Unaudited	Unaudited	

(Loss) Earnings per share attributable to equity holders of the Company

- Basic (loss) earnings per share (Cents)	(0.84)	0.02
- Diluted (loss) earnings per share (Cents)	(0.84)	0.02

Notes

- a. Basic (loss) earnings per ordinary share had been calculated by dividing the (loss) profit for the respective financial period attributable to the equity holders of the Company, by the weighted average number of ordinary shares in issue during the respective financial period under review of 163,495,140 shares.
- b. Fully diluted (loss) earnings per ordinary share is the same as basic (loss) earnings per ordinary share as there was no potentially dilutive instrument as at 30 September 2019 and 30 September 2018 respectively.

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 As at		Company As at	
	30-Sep-19	31-Mar-19	30-Sep-19	31-Mar-19
	Unaudited	Audited	Unaudited	Audited
Net asset value per ordinary share based on issued				
share capital as at the end of the financial year reported	(3.28)	(2.01)	0.11	0.020
on (SG Cents).				

Note

Net asset value per ordinary share of the Group and Company is calculated by dividing net asset value of the Group and Company respectively by the number of issued ordinary shares of 163,495,140 as at 30 September 2019 (31 March 2019: 163,495,140).

- 8. A review of the performance of the group, to the extent necessary for a reasonable understanding of the group's business. It must include a discussion of the following:
- (a) any significant factors that affected the turnover, costs, and earnings of the group for the current financial period reported on, including (where applicable) seasonal or cyclical factors; and
- (b) any material factors that affected the cash flow, working capital, assets or liabilities of the group during the current financial period reported on.

a. <u>Income Statement</u>

The Group recorded an increase of \$\$0.5 million or 12% in revenue for the 6 months financial period ended 30 September 2019 ("1H2020") mainly from the segments of beauty, slimming and spa treatment for men and women, the Group's traditional and main revenue generating segment.

Other income decreased by S\$4.3 million in 1H2020 due to the absence of a recognition of the one-time gain arising from the disposal of a hotel property known as Porcelain Hotel. Other Income for the current financial period was due to reversal of provisions and the write back of trade payables which are no longer required.

Purchases and related cost and changes in inventories in aggregate decreased by S\$0.3 million in 1H2020 arising mainly from decrease in purchases relating to Organica products in relation to the decrease in sales of Organica products.

Depreciation increased by S\$40,000 or 23% in 1H2020 as a result of higher depreciation expenses incurred with the completion of Mary Chia's rebranding and refurbishment of some of its outlets in Singapore as well depreciation on its refurbished SCINN Medical Centre and Dr SCINN Clinic.

Staff and staff related costs increased by S\$0.3 million or 10% in 1H2020, due to higher direct staff costs incurred in the form of higher commissions as a result of higher sales and higher staff costs incurred to ramp up Organica Taiwan and Scinn Medical.

Operating lease expenses decreased by \$\$0.2 million or 12% in 1H2020 mainly due to lease savings achieved with non-renewal of the lease for 185 Goldhill and the savings achieved from moving our outlet from Ngee Ann City to TripleOne Somerset.

Other operating expenses increased by \$\$0.2 million or 16% in 1H2020 due to higher advertising and promotion expenses in line with increased marketing of the Mary Chia's brand and its associated business segments and brands.

As a result of the above factors and in the absence of the one-time gain on disposal of the hotel property, the Group reported a net loss of \$\\$1.4 million in 1H2020.

b. Statement of Financial Position

Property, plant and equipment increased by \$\$0.3 million to \$\$1.5 million as at 30 September 2019 mainly due to renovations and purchases of equipment under the Mary Chia rebranding initiative and the refurbishment of Scinn Medical and Dr Scinn.

Rights-of-use assets was recorded at \$\$2.7 million as a result of the adoption of SFRS(I) 16 Leases.

Trade and other receivables decreased by approximately \$\$0.1 million to \$\$0.3 million as at 30 September 2019 mainly due to decreased receivables from customers and corporates.

Inventories increased by \$\$0.1 million to \$\$0.5 million as at 30 September 2019, due to increase in stock holdings.

Other assets remained stable, increasing to \$\$1.34 million as at 30 September 2019.

Cash and bank balances decreased by \$\$2.7 million to \$\$1.4 million as at 30 September 2019, due to cash used largely for working capital purposes.

No major variance in total borrowings (current and non-current) which totaled approximately \$\$0.2 million, comprising mainly of hire purchase or finance leases. Lease liabilities (current and non-current) was recorded at \$\$2.7 million due to the recognition of leases as rights-of-use assets as a result of adopting SFRS(I) 16 Leases.

Trade and other payables decreased by approximately \$\$0.5 million to \$\$7.1 million as at 30 September 2019 due to decreased trade payables to trade vendors and suppliers. Included in this trade payables are \$\$3.2 million comprising of loan from director and a former director as well as accrued salaries to director.

No major variance in contract liabilities for services for beauty, slimming and spa treatments which have not been rendered as at the end of the reporting period

Based on the above unaudited financial position, the Group had a working capital deficit of S\$7.8 million. The equity attributable to owners of the company has increased to S\$6.3 million as at 30 September 2019, due to continued losses from operations as well as MCH's ongoing restructuring and rebranding costs with the intention to return to profitability. The Board is of the view that that the Group will be able to continue as a going concern given the ongoing cost-cutting and rebranding efforts as well as the undertaking given by the controlling shareholder to provide financial support for the current financial period.

c. Statement of Cash Flows

Net cash outflow from operating activities in 1H2020 of S\$2.1million was mainly due to the operating losses of S\$1.4 million, decreases in trade and other payables of S\$0.9 million and increases in inventories of S\$0.06 million.

The Group had a net cash outflow of \$\$0.5 million from investing activities in 1H2020 due to the acquisition of property, plant and equipment of \$\$0.5 million.

The Group's net cash outflow from financing activities of \$\$0.03 million in 1H2020 was mainly due to repayment of finance lease liabilities and interest expenses paid.

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

Not applicable. No forecast or a prospect statement has been previously disclosed to shareholders.

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.

The operating environment for beauty, slimming and spa treatments for men and women continue to remain challenging with continuing tight labour market and increasing operating costs. Despite these the Group will continue to leverage on its over 40-year old brand name together with its rebranding exercise to continue to drive and increase revenue for the Group. At the same time, the Group will continue to be vigilant and mindful of the challenge of increasing costs.

11. Dividend

(a) Current Financial Period Reported On

None.

(b) Corresponding Period of the Immediately Preceding Financial Year

For the six months ended 30 September 2018, the Board of Directors has declared an interim dividend of 0.3 cent per ordinary share (one tier tax-exempt) which was paid on 27 December 2018.

(c) Date payable

None.

(d) Books closure date

None.

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

No dividend has been declared by Mary Chia Holdings Limited as the company is making interim losses.

13. Interested person transactions ("IPTs")

The Group does not have a general mandate for IPTs.

Name of Interested Person	Aggregate value of all IPTs during the financial period under review (excluding transactions less than \$\\$100,000 and transactions conducted under shareholders' mandate pursuant to Rule 920) (\$\\$\\$million\$)	Aggregate value of all IPTs conducted under shareholder's mandate pursuant to Rule 920 (excluding transactions less than \$\$100,000) (\$\$ million)
JL Asia Resources Pte Ltd ¹ Operating lease expenses	0.126	-

Note 1

JL Asia Resources Pte Ltd ("JL Asia") is wholly-owned by Lee Boon Leng ("Mr Lee"), being the controlling shareholder of Suki Sushi Pte. Ltd. ("Suki Sushi"), is the ultimate controlling shareholder of the Company, and the spouse of the CEO. Mr Lee has a deemed interest of 67.57% in the shares of the Company ("Shares") by virtue of his 73.75% shareholdings interest in Suki Sushi, which holds 67.57% of the Shares. Spa Menu Pte. Ltd. ("Spa Menu") leases an area of 257.6 square meters within the premise of 48, 49 and 50 Mosque Street (the "Premise") to operate a spa under the brand name "Huang Ah Ma". As announced on 30 May 2018, the lease of the premises entered into between Spa Menu Pte. Ltd. and JL Asia (the "First Lease") was for a term of six months from 1 April 2018 to 30 September 2018 at a monthly rental of S\$19,000. As announced on 1 October 2018, Spa Menu entered into a lease of the Premise ("Second Lease") for a term of one year from 1 October 2018 to 30 September 2018, with an option to renew for an additional year under the terms as the First Lease. The entry of the Second Lease falls within the exception of Catalist Rule 916 (1). The aggregate values of the First Lease and Second Lease will be approximately \$\$114,000 and \$\$228,000 respectively.

14. Negative Confirmation pursuant to Rule 705(5)

Ho Yow Ping (He YouPing) and David Yeung, being directors of Mary Chia Holdings Limited (the "Company"), hereby confirm on behalf of the Board of 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 unaudited interim financial statements for the half year ended 30 September 2019 to be false or misleading in any material aspect.

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

The Company confirms that it has procured undertakings from all of its directors and executive officers in the required format.

BY ORDER OF THE BOARD

Ho Yow Ping (He YouPing) Chief Executive Officer 14 November 2019 This announcement has been prepared by Mary Chia Holdings Limited (the "Company") and its contents have been reviewed by the Company's sponsor, PrimePartners Corporate Finance Pte. Ltd. (the "Sponsor") in accordance with Rules 226(2) and 753(2) of the Singapore Exchange Securities Trading Limited (the "SGX-ST") Listing Manual Section B: Rules of Catalist.

This announcement has not been examined or approved by the SGX-ST. The SGX-ST assume no responsibility for the contents of this announcement, including the correctness of any of the statements or opinions made or reports contained in this announcement.

The contact person for the Sponsor is Ms Gillian Goh, Director, Head of Continuing Sponsorship (Mailing Address: 16 Collyer Quay, #10-00 Income at Raffles, Singapore 049318 and E-mail: sponsorship@ppcf.com.sg).