

HALF YEAR REPORT

JGY HOLDINGS LIMITED

(ARBN 618508964)

(Incorporated in Cayman Islands)

**REPORTS AND FINANCIAL STATEMENTS
FOR THE 6-MONTH FINANCIAL PERIOD ENDED
30 SEPTEMBER 2021**

FINANCIAL STATEMENTS

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Company No.: ARBN 618 508 964

JGY HOLDINGS LIMITED
(Incorporated in Cayman Island)

Corporate information

Board of directors:

WANG Caifu
HE Ping

Auditors:

Messrs Ivan & Ho (AF 002224)
E-3-11, Level 3, Block Eaton, Plaza Arkadia,
No. 3, Jalan Intisari Perdana, Desa ParkCity,
52200 Kuala Lumpur

Company No.: ARBN 618 508 964

JGY HOLDINGS LIMITED
(Incorporated in Cayman Island)

The directors of JGY Holdings Limited state that, in their opinion, the accompanying financial statements are drawn up in accordance with International Financial Reporting Standards to give a true and fair view of the financial position of the Group and the Company as of 30 September 2021 and the financial performance and cash flows of the Group and the Company for the period then ended.

Signed on behalf of the Board in accordance with a resolution of the Directors, dated 10 3 MAR 2022



WANG Caifu
Chief Executive Director, Chairman



HE Ping
Executive director

E-3-11, Level 3, Block Eaton, Plaza Arkadia,
No. 3, Jalan Intisari Perdana,
Desa ParkCity,
52200 Kuala Lumpur

**Independent auditors' report to the members of
JGY Holdings Limited
(ARBN 618508964)
(Incorporated in Cayman Islands)**

We have reviewed the accompanying condensed consolidated statements of financial position of JGY Holdings Limited as at 30 September 2021, and the condensed consolidated statements of profit or loss and other comprehensive income, condensed consolidated statements of changes in equity and condensed consolidated statements of cash flows of the Group and the Company for the 6-month financial period then ended, and notes to the financial statements, including a summary of significant accounting policies, as set out on pages 5 - 16.

Management is responsible for the preparation and fair presentation of this interim financial information in accordance with International Financial Reporting Standard, *IAS 34: Interim Financial Reporting*. Our responsibility is to express a conclusion on this interim financial information based on our review.

Scope of Review

We conducted our review in accordance with *International Standard on Review Engagements 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity"*. A review of Interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially lesser in scope than an audit conducted in accordance with International Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware that might be identified in an audit. Accordingly, we do not express an audit opinion.

Basis for Disclaimer

Going Concern

The Group incurred net loss of \$44,037 during the period ended 30 September 2021, and, as of that date, the Company's total liabilities exceeded their total assets by \$730,293. The event of or condition indicates that a material uncertainty exists that may cast significant doubt on the Group's ability to continue as a going concern. The Group applies going concern basis accounting in preparing the consolidated financial

The Group shall assess the ability to continue as a going concern. As of the date of this report, the Group has not made a specific assessment of the Group's ability to continue as a going concern.

We were unable to obtain sufficient appropriate audit evidence to determine whether the Group's use of the going concern basis in the preparation of the financial statements of the Group was appropriate.

Independence and Other Ethical Responsibilities

We are independent of the Group and of the Company in accordance with the *By-Laws (on Professional Ethics, Conduct and Practice)* of the International Ethics Standards Board for Accountants' *International Code of Ethics for Professional Accountants* ("IESBA Code"), and we have fulfilled our other ethical responsibilities in accordance with the By-Laws and the IESBA Code.

IVAN & HO

(A Member Firm of the Malaysian Institute of Accountants)
(Firm No. AF 002224)

**Independent auditors' report to the members of
JGY Holdings Limited
(ARBN 618508964)
(Incorporated in Cayman Islands)**

Conclusion

We do not express an opinion on the accompanying financial statements of the Group and of the Company. Because of the significance of the matters described in the Basis for Disclaimer section of our report, we have not been able to obtain sufficient appropriate audit evidence to provide a basis for conclusion on these financial statements.

Other Matters

This report is made solely to the members of the Company, as a body, in accordance with NSX Listing Rules 6.10 of Section 11A and for no other purpose. We do not assume responsibility to any other person for the content of this report.



Ivan & Ho
Firm number AF 002224
Chartered Accountants
E-3-11, Level 3, Block Eaton, Plaza Arkadia,
No. 3, Jalan Intisari Perdana, Desa ParkCity,
52200 Kuala Lumpur

03 MAR 2022
Kuala Lumpur



Ho Tze Lih BKM.
Approval number 03286/10/2022 J
Chartered Accountant

JGY HOLDINGS LIMITED
(Incorporated in Cayman Island)

CONDENSED CONSOLIDATED STATEMENTS OF FINANCIAL POSITION
AS AT 30 SEPTEMBER 2021

		The Group		The Company	
		As at 30.09.2021 AUD	As at 31.03.2021 AUD	As at 30.09.2021 AUD	As at 31.03.2021 AUD
Note					
Asset					
Current asset					
	Cash and bank balances, representing total asset	39,819	38,137	-	-
Liabilities and equity					
Non-current liability					
	Amounts due to directors	481,548	18,455,615	-	-
Current liability					
	Trade and other payables	288,564	273,548	60,000	60,000
	Total liabilities	770,112	18,729,163	60,000	60,000
Equity					
	Share capital	6,300,000	6,300,000	6,300,000	6,300,000
	Reserves	827,507	871,544	-	-
	Accumulated losses	(7,857,800)	(25,862,570)	(6,360,000)	(6,360,000)
		(730,293)	(18,691,026)	(60,000)	(60,000)
	Total liabilities and equity	39,819	38,137	-	-

The accompanying notes are an integral part of these financial statements.

JGY HOLDINGS LIMITED
(Incorporated in Cayman Island)
**CONDENSED CONSOLIDATED STATEMENTS OF PROFIT OR LOSS AND OTHER
 COMPREHENSIVE INCOME
 FOR THE 6-MONTH FINANCIAL PERIOD ENDED 30 SEPTEMBER 2021**

		The Group		The Company	
		01.04.2021	01.04.2020	01.04.2021	01.04.2020
		to	to	to	to
		30.09.2021	30.09.2020	30.09.2021	30.09.2020
	Note	AUD	AUD	AUD	AUD
Revenue		-	-	-	-
Cost of sales		-	(158,982)	-	-
Gross loss		-	(158,982)	-	-
Administrative expenses		-	(20,000)	-	(20,000)
Other operating expenses		-	(10,553,112)	-	-
Loss before tax	13	-	(10,732,094)	-	(20,000)
Income tax expense	14	-	-	-	-
Loss for the financial period		-	(10,732,094)	-	(20,000)
Attributable to:					
Equity holders of the parent		-	(10,732,094)	-	(20,000)
Non-controlling interests		-	-	-	-
		-	(10,732,094)	-	(20,000)
Exchange differences on translation foreign controlled entities		(44,037)	(1,261,149)	-	-
Total comprehensive loss for the financial period		(44,037)	(11,993,243)	-	(20,000)
Attributable to:					
Equity holders of the parent		(44,037)	(11,993,243)	-	(20,000)
Non-controlling interests		-	-	-	-
		(44,037)	(11,993,243)	-	(20,000)

The accompanying notes are an integral part of these financial statements.

Company No.: ARBN 618 508 964

JGY HOLDINGS LIMITED
(Incorporated in Cayman Island)

CONDENSED STATEMENT OF CHANGES IN EQUITY
FOR THE 6-MONTH FINANCIAL PERIOD ENDED 30 SEPTEMBER 2021

	Contributed Share capital AUD	Accumulated losses AUD	Translation reserve AUD	Total equity AUD
The Company				
At 1 April 2020	6,300,000	-	-	6,300,000
Total comprehensive loss for the financial year	-	(6,360,000)	-	(6,360,000)
At 31 March 2021/ 1 April 2021	<u>6,300,000</u>	<u>(6,360,000)</u>	<u>-</u>	<u>(60,000)</u>
Total comprehensive loss for the financial period	-	-	-	-
At 30 September 2021	<u>6,300,000</u>	<u>(6,360,000)</u>	<u>-</u>	<u>(60,000)</u>

The accompanying notes are an integral part of these financial statements.

Company No.: ARBN 618 508 964

JGY HOLDINGS LIMITED
(Incorporated in Cayman Island)

CONDENSED CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY
FOR THE 6-MONTH FINANCIAL PERIOD ENDED 30 SEPTEMBER 2021

	Contributed Share capital AUD	Accumulated losses AUD	Reserves AUD	Total equity AUD
The Group				
1 April 2021	6,300,000	(25,862,570)	871,544	(18,691,026)
Effect of de-consolidation of former subsidiary	-	18,004,770	(933)	18,003,837
Other comprehensive loss for the financial period	-	-	(43,104)	(43,104)
Total comprehensive income/(loss) for the financial period	-	18,004,770	(44,037)	17,960,733
At 30 September 2021	6,300,000	(7,857,800)	827,507	(730,293)

The accompanying notes are an integral part of these financial statements.

JGY HOLDINGS LIMITED
(Incorporated in Cayman Island)

CONDENSED CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY
FOR THE 6-MONTH FINANCIAL PERIOD ENDED 30 SEPTEMBER 2020

	Share capital AUD	Accumulated losses AUD	Reserves AUD	Total equity AUD
The Group				
At 1 April 2020	6,300,000	3,997,441	1,786,509	12,083,950
Loss for the financial period, net of tax	-	(10,732,094)	-	(10,732,094)
Other comprehensive loss for the financial period	-	-	(1,261,149)	(1,261,149)
Total comprehensive loss for the financial period	-	(10,732,094)	(1,261,149)	(11,993,243)
At 30 September 2020/ 1 October 2020	6,300,000	(6,734,653)	525,360	90,707
Loss for the financial period, net of tax	-	(19,127,917)	-	(19,127,917)
Other comprehensive income for the financial period	-	-	346,184	346,184
Total comprehensive (loss)/income for the financial period	-	(19,127,917)	346,184	(18,781,733)
At 31 March 2021	6,300,000	(25,862,570)	871,544	(18,691,026)

The accompanying notes are an integral part of these financial statements.

JGY HOLDINGS LIMITED
(Incorporated in Cayman Island)

CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS
FOR THE 6-MONTH FINANCIAL PERIOD ENDED 30 SEPTEMBER 2021

	The Group	
	01.04.2021	01.04.2020
	to	to
	30.09.2021	30.09.2020
Note	AUD	AUD
Cash flows from operating activities		
Loss before tax	-	(10,732,094)
Adjustments for:		
Depreciation of plant and equipment	-	148,673
Provision for doubtful debts	-	5,276,556
Loss on deconsolidation of a subsidiary	18,004,770	-
Unrealised foreign exchange loss	(43,104)	(6,238,601)
Operating profit/(loss) before working capital changes	17,961,666	(11,545,466)
Changes in working capital:		
Inventories	-	3,009,063
Trade and other receivables	-	10,784,786
Trade and other payables	15,016	(3,273,508)
Amounts due to directors	(17,974,067)	1,021,550
Cash generated from/(used in) operations	2,615	(3,575)
Income tax paid	-	-
Net cash generated from/(used in) operating activities	2,615	(3,575)
Cash flow from investing activity		
Deconsolidation of a subsidiary, net of cash and cash equivalents, representing net cash used in investing activity	(933)	-
Net changes in cash and cash equivalents	1,682	(3,575)
Cash and cash equivalents at beginning of the period	38,137	43,748
Effects of exchange rate on cash and cash equivalents	-	(1,067)
Cash and cash equivalents at end of the period	39,819	39,106

The accompanying notes are an integral part of these financial statements.

JGY HOLDINGS LIMITED
(Incorporated in Cayman Island)

CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS
FOR THE 6-MONTH FINANCIAL PERIOD ENDED 30 SEPTEMBER 2021

	Note	The Company	
		01.04.2021 to 30.09.2021 AUD	01.04.2020 to 30.09.2020 AUD
Cash flows from operating activities			
Loss before tax		-	(20,000)
Adjustments for:			
Depreciation of plant and equipment		-	-
Unrealised foreign exchange loss		-	-
Operating loss before working capital changes		-	(20,000)
Changes in working capital:			
Inventories		-	-
Trade and other receivables		-	-
Trade and other payables		-	20,000
Amounts due to directors		-	-
Cash generated from operations		-	-
Income tax paid		-	-
Net cash generated from operating activities		-	-
Net changes in cash and cash equivalents		-	-
Cash and cash equivalents at beginning of the period		-	-
Effects of exchange rate on cash and cash equivalents		-	-
Cash and cash equivalents at end of the period		-	-

The accompanying notes are an integral part of these financial statements.

JGY HOLDINGS LIMITED
(Incorporated in Cayman Island)

**NOTES TO THE INTERIM CONDENSED FINANCIAL STATEMENTS
AS AT 30 SEPTEMBER 2021**

1. General information

The Company is incorporated in the Cayman Islands, under the Corporations Act.

2. Principal activity

The Company is principally engaged in the business of investment holding.

3. Significant accounting policies

(a) Basis of preparation

The interim condensed financial statements of the Group and the Company are unaudited and have been prepared in accordance with International Accounting Standards ("IAS") 34 - Interim Financial Reporting. The interim condensed financial statements do not include all the information and disclosures required in the annual financial statements.

The notes attached to the interim condensed financial statements provide an explanation of events and transactions that are significant to an understanding of the changes in the financial statements of the Group and the Company during the financial period ended 30 September 2021.

(b) Changes in accounting policies

The significant accounting policies in these interim condensed financial statements are consistent with those adopted in the financial statements for the financial year ended 31 March 2021. At the date of this report, the following standards and amendments were issued but are not yet effective and have not been adopted by the Group:

Title	Effective date
IFRS 17 Insurance Contracts	1 January 2023
Amendments to IAS 1: Classification of Liabilities as Current or Non-current	1 January 2023
Amendments to IAS 1: Disclosure of Accounting Policies	1 January 2023
Amendments to IAS 8: Definition of Accounting Estimates	1 January 2023
Amendments to IFRS 1, IAS 12: Deferred Tax related to Assets and Liabilities arising from a Single Transaction	1 January 2023
Amendments to IAS 16: Property, Plant and Equipment – Proceeds before Intended Use	1 January 2023
Amendments to IFRS 17, IFRS 9: Initial Application of IFRS 17 and IFRS 9—Comparative Information	1 January 2023

4. Seasonality of operations

The business and operations of the Group were not materially affected by any seasonal or cyclical fluctuations during the interim financial period.

JGY HOLDINGS LIMITED
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5. Unusual Items

There were no unusual items affecting assets, liabilities, equity, net income or cash flows for the interim financial period ended 30 September 2021.

6. Change in estimates

There were no changes in the basis used for accounting estimates for the interim financial period.

7. Debt and equity securities

There was no issuance, repurchase and repayment of debt and equity securities by the Company during the interim financial period.

8. Dividends

There was no dividend payment during the financial period.

9. Event subsequent to the end of the interim period

There is no material event subsequent to the end of the interim reporting period that has not been reported in the interim condensed financial statements.

10. Changes in the composition of the company

There is no change in the composition of the Company during the interim financial period.

JGY HOLDINGS LIMITED
(Incorporated in Cayman Island)

11. Investments in subsidiaries

Details of the Company's investment in subsidiaries are as follows:

	The Company	
	As at	As at
	30.09.2021	31.03.2021
	AUD	AUD
Unquoted shares in Malaysia - at cost		
At beginning of the financial period/year	-	6,300,000
Impairment	-	(6,300,000)
At end of the financial period/year	-	-

Details of the direct subsidiary are as follows:

Name of company	Country of incorporation	Effective equity interest (%)		Principal activities
		30.09.2021	31.03.2021	
Microbatt Singapore Pte Ltd	Singapore	100	100	Investment holding
Tianchang Danguixiang Agricultural Products Co., Limited	China	100	100	Investment holding
Tianchang Jinguixiang Agriculture Co., Limited	China	100	100	Growing grains, mainly rice and wheat for sales
Pizhou Yinxingyuan Liquor Industry Co., Limited	China	40	100	Manufacture and sale of bai-jiu products

- (a) In August 2021, Pizhou Yinxingyuan Liquor Industry Co., Limited issued new shares to the third party and JGY Holdings Limited voting rights was diluted.

Arising from the above, the Group has recognised a gain on deconsolidation of Pizhou Yinxingyuan Liquor Industry Co., Limited of RM71,363 during the financial period and the Company has treated Pizhou Yinxingyuan Liquor Industry Co., Limited purely as an investment.

JGY HOLDINGS LIMITED
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12. Share capital

	Group/Company			
	As at 30.09.2021	As at 31.03.2021	As at 30.09.2021	As at 31.03.2021
	No. of shares	Monetary Value AUD	No. of shares	Monetary Value AUD
Issued and fully paid:				
At the beginning/end of the financial period/year	85,000,000	6,300,000	85,000,000	6,300,000

13. Loss before tax

	The Group		The Company	
	01.04.2021 to 30.09.2021 AUD	01.04.2020 to 30.09.2020 AUD	01.04.2021 to 30.09.2021 AUD	01.04.2020 to 30.09.2020 AUD
After charging:				
Provision for doubtful debts	-	5,276,556	-	-
Depreciation of plant and equipment	-	148,673	-	-

14. Income tax expense

	The Group		The Company	
	01.04.2021 to 30.09.2021 AUD	01.04.2020 to 30.09.2020 AUD	01.04.2021 to 30.09.2021 AUD	01.04.2020 to 30.09.2020 AUD
Tax expense	-	-	-	-

A reconciliation of income tax expense applicable to loss before tax at the statutory income tax rate to income tax expense at the effective income tax rate of the Company is as follows:

JGY HOLDINGS LIMITED
(Incorporated in Cayman Island)

14. Income tax expense (Cont'd.)

	The Group		The Company	
	01.04.2021	01.04.2020	01.04.2021	01.04.2020
	to	to	to	to
	30.09.2021	30.09.2020	30.09.2021	30.09.2020
	AUD	AUD	AUD	AUD
Loss before tax	-	(10,732,094)	-	(20,000)
Tax at statutory tax rate 25%	-	(2,683,024)	-	(5,000)
Tax effects of:				
Non-deductible expenses	-	2,683,024	-	5,000
Income tax expense for the financial period	-	-	-	-

15. Loss per share

Loss per share is calculated by dividing the loss for the financial period and attributable to ordinary equity holders of the Group by the number of ordinary shares in issue during the financial period.

	The Group	
	As at	As at
	30.09.2021	30.09.2020
	AUD	AUD
Loss for the period, attributable to the owners of the Company (AUD)	-	(10,732,094)
Number of ordinary shares at beginning of the period	85,000,000	85,000,000
Loss per share (cents)	-	(12.63)

There were no dilutive potential ordinary shares as at the reporting date. There have been no other transactions involving ordinary shares between the reporting date and the date of completion of the financial statements.