

**LAISHI LIQUOR LIMITED**  
**(FORMERLY KNOWN AS JGY HOLDINGS LIMITED)**  
(Incorporated in Cayman Islands)  
(Company reg no: ARBN 622 384 776)

**CONDENSED CONSOLIDATED INTERIM**  
**FINANCIAL STATEMENTS**  
**30 SEPTEMBER 2022**

**LAISHI LIQUOR LIMITED (FORMERLY KNOWN AS JGY HOLDINGS LIMITED)**  
*(Incorporated in Cayman Islands)*  
*(Company reg no: ARBN 622 384 776)*

**CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS  
FOR THE SIX-MONTHS ENDED 30 SEPTEMBER 2022**

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**LAISHI LIQUOR LIMITED (FORMERLY KNOWN AS JGY HOLDINGS LIMITED)**

**DIRECTORS' REPORT  
FOR THE PERIOD FROM 1 APRIL 2022 TO 30 SEPTEMBER 2022**

The Directors are pleased to present their report and the condensed consolidated interim financial statements of LAISHI LIQUOR LIMITED (Formerly known as JGY Holdings Limited) for the six months ended 30 September 2022.

**DIRECTORS**

The Directors of the Group in office during the period were as follows:

ZHANG Houyi	(Appointed on 1.8.2022)
DRAUDINS Ilmars	(Appointed on 1.8.2022)
LAM Longhuy (Bill)	(Appointed on 1.8.2022)
WANG Caifu	(Resigned on 5.8.2022)
SHANG Zonggeng	(Resigned on 5.8.2022)
HE Ping	(Resigned on 5.8.2022)

**REVIEW OF OPERATIONS**

The principal activity of the Company is an investment holding company and the principal activity of the subsidiary is growing grains, mainly rice and wheat for sale. There have been no significant changes in the nature of these activities during the six months ended 30 September 2022.

Signed on behalf of the Board of Directors,

  
ZHANG HOUYI  
Director

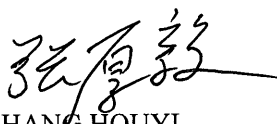
People's Republic of China  
15 November 2022

**LAISHI LIQUOR LIMITED (FORMERLY KNOWN AS JGY HOLDINGS LIMITED)**

**STATEMENT BY DIRECTOR**

I, ZHANG HOUYI, the Director of LAISHI LIQUOR LIMITED (Formerly known as JGY HOLDINGS LIMITED), state that, in my opinion, the financial statements set out on pages 5 to 15 are drawn up in accordance with IAS 34 Interim Financial Reporting so as to give a true and fair view of the financial position of the Group as at 30 September 2022 and of financial performance and cash flows of the Group for the financial period ended on that date.

Signed on behalf of the Board of Directors,



**ZHANG HOUYI**  
**Director**

People's Republic of China  
15 November 2022

**INDEPENDENT AUDITORS' REPORT ON  
REVIEW OF CONDENSED  
CONSOLIDATED INTERIM FINANCIAL STATEMENTS  
TO THE MEMBERS OF  
LAISHI LIQUOR LIMITED (FORMERLY KNOWN AS JGY HOLDINGS LIMITED)  
(Company reg no: ARBN 622 384 776)**

**Introduction**

We have reviewed the accompanying condensed consolidated statement of financial position of LAISHI LIQUOR LIMITED (Formerly known as JGY HOLDINGS LIMITED) as at 30 September 2022, the condensed consolidated statements of comprehensive income, changes in equity and cash flows for the six-months then ended, and notes to the interim financial statements ("condensed consolidated interim financial statements"). The Management is responsible for the preparation and presentation of these condensed consolidated interim financial statements in accordance with IAS 34 Interim Financial Reporting. Our responsibility is to express a conclusion on these condensed consolidated interim financial statements based on our review.

**Scope of Review**

We conducted our review in accordance with the International Standard on Review Engagements 2410 *Review of Interim Financial Information Performed by the Independent Auditor of the Entity*. A review of interim financial statements consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less 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 of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

**Basis for Disclaimer**

- a) As at 30 September 2022, the cash and bank balances for a subsidiary held was A\$40,153. We were unable to obtain sufficient appropriate audit evidence on the said cash and bank balances. Therefore, we could not determine the effect of adjustment, if any, on the financial statements of the subsidiary.
- b) As disclosed in Note 11 to the financial statements, as at 30 September 2022, the trade and other payables for the subsidiaries were A\$776,072. We were unable to obtain sufficient and appropriate audit evidence on the completeness of the liabilities. Therefore, we could not determine the effect of adjustment, if any, on the financial statements of the subsidiaries.

- c) As at the date, the Group's current liabilities exceeded its current assets by A\$735,919. These events or conditions, indicate 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 statements for the current reporting year.

The Group shall assess the ability to continue as a going concern. As at 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.

### 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.



HML PLT  
201504000748 (LLP0004524-LCA) & AF 002152  
Chartered Accountants

Kuala Lumpur, Malaysia  
15 November 2022

**LAISHI LIQUOR LIMITED (FORMERLY KNOWN AS JGY HOLDINGS LIMITED)**

**CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION  
AS AT 30 SEPTEMBER 2022**

		<b>Group</b>	
	<b>Note</b>	<b>30.9.2022</b>	<b>31.3.2022</b>
		<b>AS</b>	<b>AS</b>
<b>ASSETS</b>			
<b>NON-CURRENT ASSETS</b>			
Investment in associate	6	-	-
<b>CURRENT ASSETS</b>			
Inventories	7	-	-
Trade and other receivables	8	-	-
Cash and bank balances		40,153	39,034
		40,153	39,034
<b>TOTAL ASSETS</b>		40,153	39,034
<b>EQUITY AND LIABILITIES</b>			
<b>EQUITY</b>			
Share capital	9	6,300,000	6,300,000
Foreign currency translation reserve	10	47,256	66,087
Accumulated losses		(7,083,175)	(7,083,175)
<b>CAPITAL DEFICIENCY</b>		(735,919)	(717,088)
<b>CURRENT LIABILITY</b>			
Trade and other payables	11	776,072	756,122
		776,072	756,122
<b>TOTAL LIABILITIES</b>		776,072	756,122
<b>TOTAL EQUITY AND LIABILITIES</b>		40,153	39,034

The accompanying notes form an integral part of the financial statements

**LAISHI LIQUOR LIMITED (FORMERLY KNOWN AS JGY HOLDINGS LIMITED)**

**CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME  
FOR THE PERIOD FROM 1 APRIL 2022 TO 30 SEPTEMBER 2022**

		<b>Group</b>	
	<b>Note</b>	<b>Six months ended 30.9.2022 A\$</b>	<b>Six months ended 30.9.2021 A\$</b>
Revenue		-	-
Cost of sales		-	-
Gross profit		-	-
Other operating income		-	314,720
Administration expenses		-	-
Distribution expenses		-	-
Other operating expenses		-	-
Profit before tax		-	314,720
Income tax expenses		-	-
Profit for the period		-	314,720
<b>Other comprehensive income</b>			
Items that are or may be reclassified subsequently to profit or loss:			
Foreign currency translation differences		(18,831)	(44,037)
Total comprehensive (loss)/income for the period		(18,831)	270,683
<b>(Loss)/Profit per share:</b>			
Basic - cents per share		(0.00002)	0.00032

The accompanying notes form an integral part of the financial statements



**LAISHI LIQUOR LIMITED (FORMERLY KNOWN AS JGY HOLDINGS LIMITED)**

**CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY  
FOR THE PERIOD FROM 1 APRIL 2022 TO 30 SEPTEMBER 2022**

	<b>Share capital</b> <b>A\$</b>	<b>Accumulated</b> <b>losses</b> <b>A\$</b>	<b>Foreign</b> <b>currency</b> <b>translation</b> <b>reserve</b> <b>A\$</b>	<b>Total</b> <b>A\$</b>
As at 1 April 2022	6,300,000	(7,083,175)	66,087	(717,088)
Profit and total comprehensive income for the period	-	-	(18,831)	(18,831)
As at 30 September 2022	<u>6,300,000</u>	<u>(7,083,175)</u>	<u>47,256</u>	<u>(735,919)</u>

	<b>Share capital</b> <b>A\$</b>	<b>Accumulated</b> <b>losses</b> <b>A\$</b>	<b>Foreign</b> <b>currency</b> <b>translation</b> <b>reserve</b> <b>A\$</b>	<b>Total</b> <b>A\$</b>
As at 1 April 2021	6,300,000	(25,862,570)	871,544	(18,691,026)
Loss and total comprehensive loss for the period	-	314,720	(44,037)	270,683
Effect of deconsolidation of former subsidiary	-	18,464,674	(459,904)	18,004,770
As at 30 September 2021	<u>6,300,000</u>	<u>(7,083,176)</u>	<u>367,603</u>	<u>(415,573)</u>

The accompanying notes form an integral part of the financial statements

**LAISHI LIQUOR LIMITED (FORMERLY KNOWN AS JGY HOLDINGS LIMITED)**

**CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS  
FOR THE PERIOD FROM 1 APRIL 2022 TO 30 SEPTEMBER 2022**

	<b>Group</b>	
	<b>Six months ended 30.9.2022 A\$</b>	<b>Six months ended 30.9.2021 A\$</b>
<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>		
Profit before tax	-	314,720
Adjustment for:		
Loss on deconsolidation of a subsidiary	-	18,004,770
Reversal of impairment loss	-	(314,720)
Unrealised foreign exchange loss	(17,712)	(43,104)
Operating (loss)/profit before working capital changes	(17,712)	17,961,666
Increase in trade and other payables	19,950	15,016
Decrease in amount owing to Directors	-	(17,974,067)
Net cash from operating activities	2,238	2,615
<b>CASH FLOWS FROM INVESTING ACTIVITY</b>		
Deconsolidation of a subsidiary, net of cash and cash equivalents	-	(933)
Net cash used in investing activity	-	(933)
Net increase in cash and cash equivalents	2,238	1,682
Cash and cash equivalents at beginning of the period/year	39,034	38,137
Effect of exchange rate changes on cash and cash equivalents	(1,119)	-
Cash and cash equivalents at end of the period	40,153	39,819
<b>Cash and cash equivalents comprise:</b>		
Cash and bank balances	40,153	39,819

The accompanying notes form an integral part of the financial statements

# LAISHI LIQUOR LIMITED (FORMERLY KNOWN AS JGY HOLDINGS LIMITED)

## NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS FOR THE PERIOD FROM 1 APRIL 2022 TO 30 SEPTEMBER 2022

### 1 GENERAL INFORMATION

Laishi Liquor Limited (Formerly known as JGY Holdings Limited) is the Group's ultimate parent company. The Company was incorporated in and under the laws of the Cayman Islands on 23 October 2017.

The Company was listed in National Stock Exchange of Australia ("NSX") on 21 December 2017. The registered office of the Company is located at Grand Pavillion, West Bay Road, Grand Cayman, Cayman Islands.

On 4 August 2022, the Company has changed its name from JGY Holdings Limited to Laishi Liquor Limited.

The change of name of the Company was registered with the Registrar of Companies ("the **Registrar**") in the Cayman Islands on 4 August 2022, and the Company received its certificate of incorporation on change of name from the Registrar on 8 August 2022. The Company's name change application was received by the Australian Securities and Investments Commission ("ASIC") on 8 September 2022 and the Company received its certificate of registration of a foreign company reflecting its new name from ASIC on 15 September 2022.

The Company is an investment holding company and the principal activities of the subsidiary is growing grains, mainly rice and wheat for sale. There have been no significant changes in the nature of these activities during the period.

### 2 BASIS OF PREPARATION

#### 2.1 BASIS OF PRESENTATION CURRENCY AND COMPLIANCE WITH INTERNATIONAL FINANCIAL REPORTING STANDARDS

These condensed consolidated interim financial statements ("interim financial statements") as at and for the six months ended 30 September 2022 comprise the Company and its subsidiaries (together referred to as "the Group") and are presented in Australian Dollars. They have been prepared in accordance with *IAS 34 Interim Financial Reporting*. They do not include all of the information required in annual financial statements in accordance with International Financial Reporting Standards ("IFRSs"), and were authorised for issue in accordance with the resolution of the Directors on the date of this statement.

These interim financial statements are intended to provide users with an update on the annual financial statements of LAISHI LIQUOR LIMITED (Formerly known as JGY Holdings Limited). As such, it does not contain information that represents relatively insignificant changes occurring during the half year within the Group. It is therefore recommended that this financial report to be read in conjunction with the last annual financial statements of the Group as at and for the year ended 31 March 2022.

### **3 SIGNIFICANT ACCOUNTING POLICIES**

The financial statements are prepared in accordance with International Financial Reporting Standards (“IFRSs”) issued by the International Accounting Standard Board (“IASB”).

#### **3.1 ADOPTION OF NEW AND AMENDED STANDARDS**

During this period, the Group have adopted all the amendments to IFRS that are mandatory for the current year. The adoption of the amendments to IFRS did not have any significant impact on the financial statements of the Group.

IFRSs, IFRICs and amendments to IFRSs effective for annual periods beginning on or after 1 January 2021:

- Amendments to IFRS 9, IAS 39, IFRS 7, IFRS 4 and IFRS 16 Interest Rate Benchmark Reform – Phase 2
- Amendments to IAS 1, Presentation of financial statements’ on classification of liabilities

#### **3.2 STANDARDS ISSUED BUT NOT YET EFFECTIVE**

The Group did not adopt an earlier application of the following new and revised IFRSs which have been issued by the IASB but are not yet effective for current period ended 30 September 2022.

IFRSs, IFRIC and amendments effective for annual periods beginning on or after 1 January 2022:

- Amendments to IFRS 3, Reference to the Conceptual Framework
- Amendments to IAS 37, Onerous Contracts – Cost of Fulfilling a Contract
- Amendments to IAS 16, Property, Plant and Equipment – Proceeds before Intended Use
- Annual Improvements to IFRS Standards 2018 – 2020

IFRSs, IFRIC and amendments effective for annual periods beginning on or after 1 January 2023:

- IFRS 17, Insurance Contracts
- Amendments to IFRS 17, Insurance Contracts
- Amendments to IFRS 17, Initial Application of IFRS 17 and IFRS 9, Comparative Information
- Amendments to IAS 1, Classification of Liabilities as Current or Non-current
- Amendments to IAS 1 and IFRS Practice Statement 2, Disclosure of Accounting Policies
- Amendments to IAS 8, Disclosure of Accounting Estimates
- Amendments to IAS 12, Deferred Tax related to Assets and Liabilities arising from a Single Transaction

## LAISHI LIQUOR LIMITED (FORMERLY KNOWN AS JGY HOLDINGS LIMITED)

IFRSs, IFRIC and amendments effective for annual periods beginning on or after a date yet to be confirmed:

- Amendments to IFRS 10 and IAS 28, Sale or Contribution of Assets between an Investor and its Associates or Joint Venture

The Group will adopt the above IFRSs in the respective financial years when they become effective. The initial application of the above-mentioned IFRSs are not expected to have any significant impacts on the financial statements of the Group.

### 4 ACCOUNTING ESTIMATES AND MANAGEMENT JUDGEMENTS DUE TO THE COVID-19 PANDEMIC

When preparing these interim financial statements, management undertakes a number of judgements, estimates and assumptions about recognition and measurement of assets, liabilities, income and expenses. The actual results may differ from the judgements, estimates and assumptions made by management, and will seldom equal the estimated results.

The challenges arisen from COVID-19 continued throughout year 2022. Following the massive social and economic disruption around the world last year, global economy recovered at a slow pace. Due to the currently unforeseeable consequences of the COVID-19 pandemic, these accounting estimates and management judgements are subject to increased uncertainty. Actual amounts may differ from the estimates and management judgements; changes can have a material impact on the Interim Consolidated Financial Statements.

### 5 INVESTMENT IN SUBSIDIARIES

	Company	
	30.9.2022	31.3.2022
	A\$	A\$
Unquoted shares, at cost	5,985,280	5,985,280
Less: Impairment loss of investment in subsidiaries	(5,985,280)	(5,985,280)
	<u>-</u>	<u>-</u>

Details of the subsidiaries are as follows:

Name	Country of incorporation	Equity interest (%)		Principal activities
		2022	2021	
Microbatt Singapore Pte Ltd #	Singapore	100%	100%	Investment holding
Tianchang Danguixiang Agricultural Products Co., Limited #	People's Republic of China	100%	100%	Investment holding
<u>Subsidiaries of Tianchang Danguixiang Agricultural Products Co., Limited</u>				
Tianchang Jinguixiang Agriculture Co., Limited (Farmco) #	People's Republic of China	100%	100%	Growing rice and wheat for sales

The investment in subsidiaries are fully impaired during the year 31 March 2021.

# Not audited by HML PLT

# LAISHI LIQUOR LIMITED (FORMERLY KNOWN AS JGY HOLDINGS LIMITED)

## 6 INVESTMENT IN ASSOCIATE

	Group	
	30.9.2022	31.3.2022
	A\$	A\$
Unquoted shares, at cost	346,240	314,720
Less: Impairment loss of investment in an associate	(346,240)	(314,720)
At end of the period/year	-	-
Allowance for impairment loss:		
Balance at beginning of the period/year	314,720	-
Exchange difference	31,520	-
Additions of impairment loss in an associate	-	314,720
Balance at end of the period/year	346,240	314,720

The associated company is Pizhou Yinxingyuan Liquor Industry Co., Limited (“Pizhou”), a company incorporated in People’s Republic of China and its principal activity is involved in the manufacture and sale of bai-jiu products. The Group’s effective interest in the equity of the associated company is 40%.

The investment in an associate is fully impaired during the year 31 March 2022.

## 7 INVENTORIES

	Group	
	30.9.2022	31.3.2022
	A\$	A\$
Finished goods	-	17,396,690
Less: Allowance for obsolete inventories	-	(17,396,690)
	-	-
Allowance for obsolete inventories		
Balance at beginning of the period/year	-	17,396,690
Derecognition due to deconsolidation	-	(17,396,690)
Balance at end of the period/year	-	-

**LAISHI LIQUOR LIMITED (FORMERLY KNOWN AS JGY HOLDINGS LIMITED)**

**8 TRADE AND OTHER RECEIVABLES**

	<b>Group</b>	
	<b>30.9.2022</b>	<b>31.3.2022</b>
	<b>A\$</b>	<b>A\$</b>
Trade receivables	2,833,585	2,759,419
Less: Allowance for impairment loss	<u>(2,833,585)</u>	<u>(2,759,419)</u>
	-	-
Other receivables	6,985,000	6,802,175
Less: Allowance for impairment loss	<u>(6,985,000)</u>	<u>(6,802,175)</u>
	-	-
Trade receivables		
Allowance for impairment loss:		
Balance at beginning of the period/year	2,759,419	2,633,962
Exchange difference	74,166	134,032
Derecognition due to deconsolidation	-	(8,575)
Balance at end of the period/year	<u>2,833,585</u>	<u>2,759,419</u>
Other receivables		
Allowance for impairment loss:		
Balance at beginning of the period/year	6,802,175	6,767,559
Exchange difference	182,825	330,398
Derecognition due to deconsolidation	-	(295,782)
Balance at end of the period/year	<u>6,985,000</u>	<u>6,802,175</u>

Other receivables are non-trade in nature, unsecured, interest free and repayable on demand and denominated in Chinese Renminbi.

**9 SHARE CAPITAL**

	<b>Group</b>		<b>Group</b>	
	<b>Number of</b>		<b>Number of</b>	
	<b>shares</b>	<b>30.9.2022</b>	<b>shares</b>	<b>31.3.2022</b>
	<b>Units</b>	<b>A\$</b>	<b>Units</b>	<b>A\$</b>
<b>Issued and fully paid:</b>				
<b>Ordinary shares</b>				
At beginning/end of the				
Period/year	<u>85,000,000</u>	<u>6,300,000</u>	<u>85,000,000</u>	<u>6,300,000</u>

Ordinary shares have the right to receive dividends as declared and, in the event of winding up the Company, to participate in the proceeds from the sale of all surplus assets in proportion to the number of and amounts paid up on shares held.

At the shareholders' meeting, each ordinary shares is entitled to one vote when a poll is called, otherwise each shareholders or its proxy, attorney or representative has one vote on a show of hands.

## LAISHI LIQUOR LIMITED (FORMERLY KNOWN AS JGY HOLDINGS LIMITED)

### 10 FOREIGN CURRENCY TRANSLATION RESERVES

Foreign currency translation reserve comprises all foreign exchange differences arising from translation of the financial statements of the Company and foreign operations with different functional currencies from that of the Group's presentation currency.

### 11 TRADE AND OTHER PAYABLES

	Group	
	30.9.2022	31.3.2022
	A\$	A\$
Trade payables	290,482	284,061
Other payables	485,590	472,061
	<u>776,072</u>	<u>756,122</u>

Other payables are non-trade in nature, unsecured, interest free and repayable on demand and denominated in Chinese Renminbi.

### 12 RELATED PARTY DISCLOSURE

#### 12.1 COMPENSATION OF KEY MANAGEMENT PERSONNEL

Key management personnel comprise Directors of the Group and other persons in the Group, having authority and responsibility for planning, directing and controlling the activities of the entity either directly or indirectly.

There is no compensation for key management personnel during the period.

#### 12.2 OTHER RELATED PARTY TRANSACTIONS

There is no related party transaction during the period.

### 13 ITEMS OF UNUSUAL NATURE, SIZE OR INCIDENCE

There was no material item of an unusual nature, size or incidence affecting the assets, liabilities, equity, net income or cash flows during the financial period ended 30 September 2022.

### 14 MATERIAL CHANGES IN ESTIMATES

There were no material changes in estimates of amounts reported in the prior year that have a material effect in the six months ended 30 September 2022.



**LAISHI LIQUOR LIMITED (FORMERLY KNOWN AS JGY HOLDINGS LIMITED)**

**15 DEBT AND EQUITY SECURITIES**

There were no issuance, repurchase and repayments of debt and equity securities during the six months ended 30 September 2022.

**16 DIVIDEND PAID**

No dividend paid during the reporting period.

**17 SUBSEQUENT EVENT AFTER THE BALANCE SHEET DATE**

On 24 October 2022, the Company completed a Reverse Acquisition to acquire 100% interest in Guizhou Bainian Lai's Liquor Co., Limited and Guizhou Lai's Liquor Co., Limited ("the China operating entities") for a total consideration of AUD14million by the issuance of new consolidated shares of the Company.