

Anti-Aging House Holding Limited and Controlled Entities

ARBN 606 301 106

Annual Report

For the Year Ended 31 December 2022

Anti-Aging House Holding Limited and controlled entities

ARBN 606 301 106

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31 December 2022

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Anti-Aging House Holding Limited and controlled entities

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CORPORATE DIRECTORY

DIRECTORS

Mr. Chen Dongliang
Ms. Hu Lirong
Mr. Li Jun

REGISTERED OFFICE

Portcullis TrustNet (BVI) Limited
Portcullis TrustNet Chambers
P.O. Box 3444, Road Town, Tortola
British Virgin Islands

SHARE REGISTRAR

BoardRoom Pty Limited
Level 12, 225 George Street
Sydney NSW 2000
Australia

OPERATION OFFICE

c/o Anti-Aging House Technology (Wuhan) Company Ltd
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Hannan District, Wuhan
Hubei, China
Tel: +86 27 5075 5299

NOMINATED ADVISER

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AUDITOR

Shenzhen Xutai Certified Public Accountants (General Partnership)
29B South, Hubei Buliding
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China
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CHINA LEGAL ADVISER

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Tel: +86 21 6105 9000
Fax: +86 21 6105 9100

WEBSITE

<http://www.a2hchina.com/>

STOCK EXCHANGE LISTING

Anti-Aging House Holding Limited shares are listed on the National Stock Exchange of Australia (NSX) under the code NSX: A2H

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CORPORATE GOVERNANCE STATEMENT

The Board has the responsibility of ensuring that the Company is properly managed so as to protect and enhance shareholders' interests in a manner that is consistent with the Company's responsibility to meet its obligations to governance policies with which it interacts. The Board has adopted what it believes to be appropriate corporate governance policies and practices having regard to its size and nature of activities.

The main corporate governance policies are summarised below:

Director's Access to Independent Advice

It is the Board's policy that any committees established by the Board should:

- a. Be entitled to obtain independent professional or other advice at the cost of the Company, unless the Board determines otherwise; and
- b. Be entitled to obtain such resources and information from the Company including direct access to employees of and advisers to the Company as they might require; and
- c. Operate in accordance with the terms of reference established by the Board.

Audit Board and Risk Management Committee

The Board meets with the external auditors at least once a year. The specific activities include assessing and monitoring:

- a. The adequacy of the Company's internal controls and procedures to ensure compliance with all applicable legal obligations; and
- b. The adequacy of the financial risk management processes.
 - The appointment of the external auditor
 - Any reports prepared by the external auditor
 - Listing rules with the external auditor

Remuneration Committee

The Board fulfil its responsibilities to shareholders by:

- a. Reviewing and approving the executive remuneration policy to enable the Company to attract and retain executives and Directors who will create value for shareholders; and
- b. Ensuring that the executive remuneration policy demonstrates a clear relationship between key executive performance and remuneration.

Management Succession Planning Committee

The Board will monitor this development by:

- a. Maintaining a Board that has an appropriate mix of skills and experience to be an effective decision-making body; and
- b. Ensuring that the Board is comprised of Directors who contribute to the successful management of the Company and discharge their duties having regard to the law, and the highest standards of corporate governance.

MESSAGE FROM THE CHAIRMAN

10 August 2023

Dear shareholders,

Thank you for your continuous trust in Anti-Aging House Holding Limited ("Company" or "A2H") and the Company's management, and thanks for choosing to move forward with A2H.

Since China's economy has entered a slow recovery phase as government implements looser the post COVID_19 prevention and control policies, it has impacted the general economic environment and policies on the normal business of the Company.

With the continuation of the pandemic, people's attention to health continues to increase, and the state government's support for the health industry increases year by year, with the external environment providing a solid foundation for the development of the health industry. The management of the Company also constantly adjusts its marketing strategy and has planned to use new retail channels such as webcast, community marketing and e-commerce platform to expand the business scope, and at the meantime Company has researched the new rang of health food such as enhance body's immunity.

We have the ability, the confidence, and the determination to recover our business from the effects of pandemic completely. We fully believe that our business will usher in a new round of rapid growth after overcoming the pandemic in China.

May all partners and investors with anti-aging dreams join hands and advance together with A2H in this great era.

Thank you.

Yours faithfully,

A handwritten signature in black ink, appearing to be '陈东亮' (Chen Dongliang), written over a horizontal line.

Mr. Chen Dongliang
Board Chairman

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DIRECTOR'S REPORT

For the Year Ended 31 December 2022

The Directors of Anti-Aging House Holding Limited present their report together with the financial statements, on the consolidated entity consisting of Anti-Aging House Holding Limited ("the Company") and the entities it controlled ("the Group") at the end of, or during, the year ended 31 December 2022:

Directors

The following persons are the directors in office during the whole of the financial year and up to the date of this report, unless otherwise stated:

- Mr. Chen Dongliang
- Ms. Hu Lirong
- Mr. Li Jun

Registered Agent and Registration Office (BVI)

The Company's registration agent since 5 February 2010 is Portcullis TrustNet (BVI) Limited

Company Secretary

The position of company secretary has been held by Ms. Cui Qiqi and Mr. Li Jun since 15 May 2016.

Share Registrar

The Company's share registrar has been by BoardRoom Pty Limited since 04 Jun 2015.

Principal Activities

The principal activity of the Company and its Subsidiaries during the financial period was to market and to develop of anti-aging products.

Our Business and Objectives

Anti-aging products and its development are the main focus of the Company, which continues to generate revenue to sustain its operations. The Company will continue to development new products and expand its sales network locally and beyond border to gain more market share and penetrate the industry leading to a better financial performance.

Operating Results and Review of Operations for the year

The Group had a net operating loss for the year ended 31 December 2022 of \$276,015 compared to 31 December 2021's net operating loss of \$730,309.

Operating cash outflows during the year were \$10,046 (31 December 2021 outflows: \$472,668) and as at 31 December 2022, the Group had net current liabilities of \$702,182 (31 December 2021 net current liabilities: \$256,000).

With the ongoing pandemic situation in China, and the continuous of restrictions, the Group has been unable to expand the market during the year, resulting to a decrease in revenue to \$612,752 from \$1,053,908 in the prior year.

Summary of Performance

A Summary of the previous five years' performance is shown below:

	2018 \$	2019 \$	2020 \$	2021 \$	2022 \$
Gross revenue	5,200,899	2,210,985	1,516,040	1,053,908	612,752
Cost of revenue	4,368,196	1,960,897	1,346,847	921,948	546,822
Net revenue	832,703	250,088	169,193	131,960	65,930
EBIT	(9,662,794)	(1,413,691)	(181,246)	(730,309)	(276,015)
Profit/(loss) before tax	(9,663,354)	(1,414,104)	(181,733)	(730,309)	(276,015)

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DIRECTOR'S REPORT

For the Year Ended 31 December 2022

	2018 \$	2019 \$	2020 \$	2021 \$	2022 \$
Total assets	4,068,937	2,903,670	2,719,586	2,816,908	548,853
Total liabilities	1,139,334	1,385,521	1,370,693	2,174,555	2,156,767
Shareholders' funds	2,929,603	1,518,149	1,348,896	642,353	392,086
Earnings per share	(0.01)	(0.01)	(0.01)	(0.08)	(0.03)

The Shares of the A2H were last traded at \$0.21 for the year ended 31 December 2022.

Dividends Paid or Recommended

No dividends have been paid since the date of incorporation and the directors do not recommend the payment of a dividend.

Going concern

The Group incurred a net loss of \$276,015 for the year ended 31 December 2022 and as at that date, the Group had cash and cash equivalents of \$5,266, total assets of \$548,853, total liabilities of \$2,156,767. These conditions give rise to a material uncertainty which may cast significant doubt over the consolidated entity's ability to continue as a going concern. The Financial Statements have been prepared on the going concern basis as detailed in Note 3(a).

Significant Changes in State of Affairs

There were no significant changes in the state of affair of the Company during the financial period.

After Balance Date Events

There have been no events that have affected or may significantly affect the operations of the Company, the results of those operations, or the state of affair of the Company in the future since the Balance Date.

Future Developments and Business Strategies

The Company will pursue its investment objectives for the long-term benefit of members to strengthen online and offline business and product development in the post pandemic era. This will require the continued review of the investment strategy including launching new products if the market situation is getting better and may from time to time require some changes to that business strategy.

We do not believe it is possible or appropriate to make a prediction on the future course of markets or the performance of our investments. Accordingly, we do not provide a forecast of the likely results of our activities.

Environmental Issues

The Company's operations are not regulated by any significant environmental regulation under the law of China, Australia or elsewhere.

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DIRECTOR'S REPORT

For the Year Ended 31 December 2022

Information on Directors

I) Mr. Chen Dongliang, Executive Director and Executive Chairman

Board member from 18 April 2017 to date

Qualification and Experience

Mr. Chen, aged 61, is the resident of China. He graduated from Ludwig-Maximilians-Universität München. He has a PhD in molecular biology and nutritional physiology.

Dr. Chen has published many books, such as Polypeptide Nutrition, The World of The Polypeptide, The Latest Anti-aging medicine, and The Chart of Physiology. He was the founder of the theory of polypeptide nutrition and polypeptide for anti-aging, and was the Leader of Polypeptide Industry respectfully.

Interest in Shares and Options: 321,747,200 CDI's

Special Responsibilities: Nil

Directorships held in other listed Entities: Nil

II). Mr. Hu Lirong, Executive Director and Sales Director

Board member from 18 April 2017 to date

Qualification and Experience

Ms. Hu, aged 66, is a resident of China. She Graduated from Hubei University majoring in Accounting and Finance having qualified accounting certification.

Ms. Hu has been appointed by Anti-Aging House Technology (Wuhan) Company Limited as CFO in 2016. Ms. Hu is responsible for the formulation of financial policies and financial strategic planning, reviewing and approving budgets & financial management policies, auditing, and financial reporting.

Ms. Hu has more than 36 years of work experiences in the accounting and finance fields and provides extensive accounting and finance knowledge to the Company.

Interest in Shares and Options: 19,951,200 CDI's

Special Responsibilities: Nil

Directorships held in other listed Entities: Nil

III). Mr. Li Jun, Independent Non-Executive Director

Board member from 18 April 2017 to date

Qualification and Experience

Mr. Li, aged 52, is a resident of China. He graduated from Hubei Economic University majoring in Accounting and Finance, and has a Master Degree in Business Administration.

Mr. Li has been appointed by DB FortuneAU Investment Management Limited as CEO in 2016. Mr. Li is a qualified Senior Business Operator in China.

Interest in Shares and Options: 23,094,000 CDI's

Special Responsibilities: Nil

Directorships held in other listed Entities: Nil

Meetings of Directors

The number of meetings of the company's Board of Directors ('the Board') and of each Board committee held during the year ended 31 December 2022, and the number of meetings attended by each director were:

	Full Board		Risk and Audit Committee	
	Attended	Held	Attended	Held
Mr. Chen Dongliang	4	4	-	-
Ms. Hu Lirong	4	4	2	2

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Mr. Li Jun	4	4	2	2
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Remuneration Report (Audited)

The remuneration report details the key management personnel (KMP) remuneration arrangements for the Company and has been audited, in accordance with the requirements of the Corporations Act 2001 by section 308(3c) and its Regulations.

KMP including all directors are those persons having authority and responsibility for managing, planning, directing and controlling the activities of the Company, directly or indirectly.

Role of the Remuneration Committee

The Remuneration Committee is a committee of the Board and is primarily responsible for making recommendations to the Board on the remuneration structures that are aligned and equitable with the long-term interest of the Company and its shareholders. The Remuneration Committee will have taken into the relevant Company's policies in retaining and attracting skilled officers with short and long-term incentives that are linked to sustainable shareholders' returns.

The remuneration framework is designed to align rewards to shareholders' interests and the Remuneration Committee has considered that it should seek to enhance shareholders' interests by:

- focusing on sustained growth in shareholder wealth through growth in share price, and delivering constant or increasing
- focusing on assets as well as focusing the directors on key non-financial drivers of value; and
- attracting and retains high calibre executives.

Remuneration Policy

In accordance with best practice corporate governance, the structure of non-executive director and executive director remuneration is separate.

Non-executive directors' remuneration

Non-executive directors' fees are paid within an aggregate limit which is approved by the shareholders from time to time. Retirement payments, if any, are agreed to be determined in accordance with the rules set out in the Corporations Act at the time of the Directors retirement or termination. Non-Executive Directors' remuneration may include an incentive portion of bonuses and/or options as considered appropriate by the Board, which may be subject to shareholder approval.

The amount of aggregate remuneration sought to be approved by shareholders and the manner in which it is apportioned amongst directors is reviewed annually. The Board and the Remuneration Committee consider the amount of director fees being paid by comparable companies with similar responsibilities and the experience of the non-executive directors when undertaking the annual review process.

DIRECTOR'S REPORT

For the Year Ended 31 December 2022

Executive remuneration

In determining the level of executive remuneration, the Board negotiates a remuneration suggested by the Remuneration Committee to reflect the market salary for a position and individual of comparable responsibility and experience. Remuneration is regularly compared with the external market by participation in industry surveys and during recruitment activities generally. If required, the Board may engage an external consultant to provide independent advice in the form of a written report detailing market levels of remuneration for comparable executive roles.

Employment Details of Member of Key Management Personnel (KMP)

The following table provides employment details of members of KMP of the Company and illustrates the proportion of remuneration received in the form of options during the financial year.

Key Management Personnel	Position held as at 31 December 2022 and any change during the year	Contract details (duration and termination)	Proportion of remuneration not related to performance measures
CHEN Dongliang	Executive Director	No contract	100%
HU Lirong	Executive Director	No contract	100%
Li Jun	Independent Non-Executive Director	No contract	100%

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Table of Benefits and Payments for the year ended 31 December 2022

	Name	Salary & Fees	Bonus	Pension	Other	Total
		\$	\$	\$	\$	\$
1.	Mr. Chen Dongliang	-	-	-	-	-
2.	Ms. Hu Lirong	-	-	-	-	-
3	Mr. Li Jun	-	-	-	-	-
	Total	-	-	-	-	-

Table of Benefits and Payments for the year ended 31 December 2021

	Name	Salary & Fees	Bonus	Pension	Other	Total
		\$	\$	\$	\$	\$
1.	Mr.Chen Jiwu	9,242				9,242
2.	Mr. CHEN Dongliang	-	-	-	-	-
3.	Ms. HU Lirong	-	-	-	-	-
4	Mr. LI Jun	-	-	-	-	-
	Total	9,242	-	-	-	9,242

Anti-Aging House Technology (Wuhan) Company Limited, a wholly subsidiary company of Anti-Aging House Holding Limited paid \$9,242(RMB44,800)to Mr. Chen Jiwu as Executive Director & CEO at 31 December 2021.

KMP Securities Option and Right

No member of Key Management Personnel is entitled to receive securities as part of their remuneration package.

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Key Management Personnel Direct Shareholders

The number of ordinary shares in Anti-Aging House Holding Limited held by each KMP of the Company during financial year of 31 December 2022 are as follow:

Financial Year: 31 December 2022

KMP	Balance at Beginning of Year	New Shares Issued during the Year	Bought during the Year	Other Changes during the Year	Balance at End of Year
CHEN Dongliang	321,747,200	-	-	-	321,747,200
HU Lirong	19,951,200	-	-	-	19,951,200
LI Jun	23,094,000	-	-	-	23,094,000
TOTAL	364,792,400	-	-	-	364,792,400

Financial Year: 31 December 2021

KMP	Balance at Beginning of Year	New Shares Issued during the Year	Bought/Sold during the Year	Other Changes during the Year	Balance at End of Year
CHEN Jiwu	500,000	-	-	-	500,000
CHEN Dongliang	286,747,200	-	35,000,000	-	321,747,200
HU Lirong	19,951,200	-	0	-	19,951,200
LI Jun	23,094,000	-	0	-	23,094,000
TOTAL	330,292,400	-	35,000,000	-	365,292,400

Loans to Directors and Executives (KMP)

There were \$849,514 loan from directors as at 31/12/2022.

END OF REMUNERATION REPORT

Anti-Aging House Holding Limited and controlled entities

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Additional Information for Listed Public Companies

Year Ended 31 December 2022

DIRECTOR'S REPORT

For the Year Ended 31 December 2022

Shares under Option

There were no unissued ordinary shares of Anti-Aging House Holding Limited under option outstanding on the date of this report.

Share issued on the Exercise of Options

There were no ordinary shares of Anti-Aging House Holding Limited issued on the exercise of options during the year ended 31 December 2022 and up to the date of this report.

Indemnity and Insurance of Auditor

The company has not, during or since the end of the financial year, indemnified or agreed to indemnify the auditor of the company or any related entity against a liability incurred by the auditor.

During the financial year, the company has not paid a premium in respect of a contract to insure the auditor of the company or any related entity.

Proceedings on behalf of the Company

No person has applied to the Court under Section 237 of the Corporations Act 2001 for leave to bring proceedings on behalf of the company, or to intervene in any proceedings to which the company is a party for the purpose of taking responsibility on behalf of the company for all or part of those proceedings.

Non-Audit Services

There were no non-audit services provided during the financial year by the auditor.

Auditor's independence declaration

A copy of the auditor's independence declaration as required under section 307C of the Corporations Act 2001 is set out immediately after this director's report.

This Directors' Report, incorporating the Remuneration Report, is made and signed in accordance with a resolution of directors, pursuant to section 298(2)(a) of the Corporations Act 2001.

On behalf of the directors

Chen Dongliang

Board Chairman



**Anti-Aging House Holding Limited
and Controlled Entities**

ARBN: 606 301 106

Financial Report

For the Year Ended 31 December 2022



深圳旭泰会计师事务所(普通合伙)

Xutai Certified Public Accountants (General Partnership)

地址:深圳福田区滨河大道9003号湖北大厦29南B

Address: 29B south, Hubei Building, no. 9003 binhe Avenue, Futian District, Shenzhen

电话(Tel):0755-2770 9801

传真 (Fax):0755-2770 9549



AUDITOR'S INDEPENDENCE DECLARATION

As lead auditor of Anti-Aging House Holding Limited and its Controlled Entities for the year ended 31 December 2022, I declare that, to the best of my knowledge and belief, there have been:

- 1.no contraventions of the auditor independence requirements asset out in the Corporations Act 2001 in relation to the audit; and
- 2.no contraventions of any applicable code of professional conduct in relation to the audit.

Tan Xuming

Partner

Xutai Certified Public Accountants (General Partnership)



Shenzhen, 10 August 2023 Consolidated Statement of Profit or Loss and Other Comprehensive Income

		2022	2021
	Note	\$	\$
Sales revenue	4	612,752	1,053,908
Cost of sales		(546,822)	(921,948)
Gross profit		65,930	131,960
Other income		74	267
Consultancy and service fees		(7,753)	(226,469)
Administrative expenses		(115,776)	(176,639)
Employee benefits		(45,258)	(99,020)
Inventory and software written off		(173,232)	(360,408)
Loss before income tax		(276,015)	(730,309)
Income tax expense	5	-	-
Loss for the year		(276,015)	(730,309)
Other comprehensive (losses)/income for the year, net of tax		25,748	(60,931)
Total comprehensive losses for the year		(250,267)	(791,240)
Total comprehensive losses attributable to:			
Members of the parent entity		(250,267)	(791,240)
Loss per share			
Basic earnings per share		(0.03)	(0.08)
Diluted earnings per share		(0.03)	(0.08)

The accompanying notes form part of these financial statements.



Consolidated Statement of Financial Position

		2022	2021
	Note	\$	\$
ASSETS			
CURRENT ASSETS			
Cash and cash equivalents		5,266	9,471
Trade and other receivables	7	408,205	440,867
Inventories	8	191,600	598,796
Other current assets		-	-
TOTAL CURRENT ASSETS		605,071	1,049,134
NON-CURRENT ASSETS			
Property, plant and equipment		12,935	26,617
Trade and other receivables	7	1,930,847	1,741,157
TOTAL NON-CURRENT ASSETS		1,943,782	1,767,774
TOTAL ASSETS		548,853	2,816,908
LIABILITIES			
CURRENT LIABILITIES			
Trade and other payables	9	302,102	1,300,974
Deferred revenue		5,151	4,160
TOTAL CURRENT LIABILITIES		1,307,253	1,305,134
NON-CURRENT LIABILITIES			
Director loans		849,514	869,421
TOTAL NON-CURRENT LIABILITIES		849,514	869,421
TOTAL LIABILITIES		2,156,767	2,174,555
NET ASSETS		392,086	642,353
EQUITY			
Issued capital	10	13,348,719	13,348,719
Foreign currency translation reserve		(47,056)	(72,804)
Accumulated losses		12,909,577	(12,633,562)
TOTAL EQUITY		392,086	642,353

The accompanying notes form part of these financial statements.



Consolidated Statement of Changes in Equity

2022	Ordinary Shares	Retained Earnings/ (Accumulated Losses)	Foreign Currency Translation Reserve	Total
	\$	\$	\$	\$
Balance at 1 January 2022	13,348,719	(12,633,562)	(72,804)	642,353
Loss attributable to members of the parent entity	-	(276,015)	-	(276,015)
Foreign currency translation	-	-	325,748	25,748
Retained earning adjustment	-	-	-	-
Balance at 31 December 2022	13,348,719	(12,909,577)	(47,056)	392,086
2021				
Balance at 1 January 2021	13,348,719	(11,987,950)	(11,873)	1,348,896
Loss attributable to members of the parent entity	-	730,309	-	(730,309)
Foreign currency translation	-	-	(60,931)	(60,931)
Retained earning adjustment	-	84,697	-	84,697
Balance at 31 December 2022	13,348,719	(12,633,562)	(72,804)	642,353

The accompanying notes form part of these financial statements.



Consolidated Statement of Cash Flows

		2022	2021
	Note	\$	\$
CASH FLOWS FROM OPERATING ACTIVITIES:			
Receipts from customers		648,255	520,536
Payments to suppliers and employees		658,301	(993,204)
Net cash (used in)/ provided by operating activities	16	(10,046)	(472,668)
CASH FLOWS FROM INVESTING ACTIVITIES:			
Payments for property, plant and equipment		-	(2,929)
Net cash used in investing activities		-	(2,929)
CASH FLOWS FROM FINANCING ACTIVITIES:			
Repayment to directors		-	-
Proceed of borrowings from directors		(19,907)	238,543
Net cash generated from/ (used in) financing activities		(19,907)	238,543
Net (decrease)/ increase in cash and cash equivalents		(29,953)	(237,054)
Effects of foreign currency translation		25,748	(60,931)
Cash and cash equivalents at beginning of year		9,471	307,456
Cash and cash equivalents at end of year		5,266	9,471

The accompanying notes form part of these financial statements.



Notes to the Consolidated Financial Statements

The financial report covers Anti-Aging House Holding Limited (the 'Company') and its controlled entities (the 'Group' or the 'Consolidated Entity'). Anti-Aging House Holding Limited is a Company incorporated and domiciled in British Virgin Islands ("BVI"). Each of the entities within the Group prepare their financial statements based on the currency of the primary economic environment in which the entity operates (functional currency). The consolidated financial statements are presented in Australian Dollar (AUD) which is the Group's presentation currency.

The financial report was authorised for issue by the directors on 10 August 2023.

1. Basis of Preparation

The financial statements are general purpose financial statements that have been prepared in accordance with the Australian Accounting Standards, Australian Accounting Interpretations, other authoritative pronouncements of the Australian Accounting Standards Board and the Corporations Act 2001. These financial statements and associated notes comply with International Financial Reporting Standards as issued by the International Accounting Standards Board.

The financial statements have been prepared in accordance with the historical cost convention except for the presentation of certain financial assets and liabilities.

2. Summary of Significant Accounting Policies

Significant accounting policies adopted in the preparation of these financial statements are represented below and are consistent with prior reporting years unless otherwise stated.

(a) Principles of Consolidation

The consolidated financial statements include the financial position and performance of controlled entities from the date on which control is obtained until the date that control is lost. Intragroup assets, liabilities, equity, income, expenses and cashflows relating to transactions between entities in the consolidated entity have been eliminated in full for the purpose of these financial statements. Appropriate adjustments are made to controlled entities' financial position, performance and cashflows to ensure conformity with the Group's accounting policy where applicable.

Subsidiaries are all entities (including structured entities) over which the parent has control. Control is established when the parent is exposed to, or has rights to variable returns from its involvement with the entity and has the ability to affect those returns through its power to direct the relevant activities of the entity. A list of controlled entities is contained in Note 13 to the financial statements.

(b) Revenue from contracts with customers



Revenue from contracts with customers

The core principle of AASB 15 is that revenue is recognised on a basis that reflects the transfer of promised services to customers at an amount that reflects the consideration the Company expects to receive in exchange for those services. Revenue is recognised by applying a five-step model as follows: 1. Identify the contract with the customer 2. Identify the performance obligations 3. Determine the transaction price 4. Allocate the transaction price to the performance obligations 5. Recognise revenue as and when control of the performance obligations is transferred.

Revenue from contracts with customers is recognised based on the amount of the transaction price that is allocated to the performance obligation when the performance obligation has been satisfied.

Other income is recognised on an accrual basis when the Group is entitled to it.

(c) Loss per share

Basic loss per share is calculated by dividing the losses attributable to owners of the company by the weighted average number of ordinary shares outstanding during the year. Diluted loss per share adjusts the basic loss per share to take into account the after-tax effect of interest and other financing costs associated with dilutive potential ordinary shares and the weighted average number of additional ordinary shares that would have been outstanding assuming the conversion of all dilutive potential ordinary shares.

(d) Income Tax

The tax expense recognised in the consolidated statement of profit or loss and other comprehensive income comprises current income tax expense plus deferred tax expense. Current tax is the amount of income taxes payable (recoverable) in respect of the taxable profit (loss) for the year and is measured at the amount expected to be paid to (recovered from) the taxation authorities, using the tax rates and laws that are enacted or substantively enacted by the end of the period. Current tax liabilities (assets) are measured at the amounts expected to be paid to (recovered from) the relevant taxation authority.

Deferred tax is provided on temporary differences which are determined by comparing the carrying amounts of tax bases of assets and liabilities to the carrying amounts in the consolidated financial statements. Deferred tax is not provided for: The initial recognition of an asset or liability in a transaction that is not a business combination and at the time of the transaction affects neither accounting nor taxable profit/loss; taxable temporary differences on the initial recognition of goodwill, and temporary differences related to investment in subsidiaries, associates and jointly controlled entities to the extent that the Group is able to control the timing of the reversal and it is probable that they will not reverse in the foreseeable future. Deferred tax assets and liabilities are measured at the tax rates that are expected to apply to the period when the asset is realised or the liability is settled based on tax rates (and laws) that are enacted or substantively enacted by the end



of the reporting period. Deferred tax assets are recognised for all deductible temporary differences and unused tax losses to the extent that it is probable that taxable profit will be available against which the deductible temporary differences and losses can be utilised.

Current and deferred tax is recognised in profit or loss for the period except where it arises from a transaction which is recognised in other comprehensive income or equity, in which case it is recognised in other comprehensive income or equity respectively.

(e) Cash and cash equivalents

Cash and cash equivalents comprise cash on hand, demand deposits and short-term investments which are readily convertible to known amounts of cash and which are subject to an insignificant risk of change in value.

(f) Inventories

Inventories are measured at the lower of cost and net realisable value. Cost of inventory is determined using the first-in-first-out basis and is net of any rebates and discounts received. Net realisable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and the costs necessary to make the sale. Net realisable value is estimated using the most reliable evidence available at the reporting date and inventory is written down through an obsolescence provision if necessary.

(g) Property, Plant and Equipment

Property, plant and equipment is carried at cost less any accumulated depreciation and impairment. Property, plant and equipment is depreciated on a straight-line basis over the asset's useful life to the Group, commencing when the asset is ready for use. The depreciation rates used for each class of depreciable asset are; furniture and fittings 33.33%, office equipment 33.33%, electrical fittings 33%, motor vehicles 25%, and office equipment 20%. At the end of each annual reporting year, the depreciation method, useful life and residual value of each asset is reviewed. Any revisions are accounted for prospectively as a change in estimate.

(h) Financial instruments

The Group determines the classification of its financial instruments at initial recognition in accordance with the categories outlined below and re-evaluates this designation at each financial year end. When financial instruments are initially recognised, they are measured at fair value, being the transaction price plus, in the case of financial assets and financial liabilities not at fair value through profit or loss, directly attributable transaction costs.

Financial assets measured at amortised cost are financial assets which are held to collect the contractual cashflows. The contractual terms give rise to payments on specified dates that are solely payments of principal and interest on the principal amount outstanding. The Group's financial assets



measured at amortised cost comprise cash and cash equivalents and trade and other receivables.

Any impairment charge on financial assets measured at amortised cost includes changes in expected credit losses. Expected credit losses are calculated as the difference between the contractual cashflows that are due to the Group and the cashflows that the Group expects to receive given the probability of default and loss given default, discounted at the original effective interest rate.

Financial liabilities include trade and other payables which are measured subsequently at amortised cost using the effective interest method. The interest expense is calculated during each reporting year by applying the effective interest rate and is reflected on the Statement of Profit or Loss and Other Comprehensive Income.

(i) Share capital

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of ordinary shares and share options which vest immediately are recognised as a deduction from equity net of any tax effects. Share application monies relate to funds received for the future issuance of shares. Upon issue of shares, amounts will be transferred to issue capital.

(j) Foreign currency transactions and balances

Foreign currency transactions are recorded at the spot rate on the date of the transaction. At the end of the reporting year, foreign currency monetary items are translated using the closing rate; non-monetary items that are measured at historical cost are translated using the exchange rate at the date of the transaction; and non-monetary items that are measured at fair value are translated using the rate at the date when fair value was determined.

Exchange differences arising on the settlement of monetary items or on translating monetary items at rates different from those at which they were translated on initial recognition or in prior reporting years are recognised through profit or loss, except where they relate to an item of other comprehensive income or whether they are deferred inequity as qualifying hedge.

(k) Adoption of new and revised accounting standards

The Group has adopted all standards which became effective for the first time at 31 December 2022, the adoption of these standards has not caused any material adjustments to the reported financial position, performance or cashflow of the Group.

3. Critical Accounting Estimates and Judgments

The directors make estimates and judgements during the preparation of these financial statements regarding assumptions about current and future events affecting transactions and balances. These estimates and judgements are based on the best information available at the time of preparing the financial statements however as additional information is known then the actual results may differ from the estimates. The significant estimates and judgements made have been described



below.

(a) Going concern

The directors have prepared financial statements on a going concern basis which contemplates the continuity of normal business activity and realisation of assets and settlement of liabilities in the normal course of business.

The Group recorded a loss after tax for the year of \$276,015. Operating cash outflows during the year were \$10,046 and the Group had net current liabilities of \$702,182 at 31 December 2022.

Prima facie, these circumstances give rise to a doubt in relation to the Group's ability to realise its assets and settle its liabilities at the amounts stated in the financial statements. However, the directors consider the Group will be able to meet its obligations as and when they fall due based on the following assumptions:

- The ability of the group to raise additional capital or securing other forms of financing;

- Continuing to operate during the COVID-19 recovery and generating revenues by launching new products and developing new sales channels:

(1) Building on the ongoing implementation of the five-year contract with Wuhan Twinkliffe (Yuelai) Health Industry Co., Ltd, the Company introduced a range of albumin polypeptide series products that boost immunity. These products are derived from egg proteins, enabling effective risk avoidance of human blood products. When consumed over an extended period, they have a positive effect on the immune system. At the same time, the Company is proactively seeking out new market channels and is in the process of partnering with China's largest state-owned insurance company to integrate into their supply chain system for health products. The Company is expected to begin supplying their products in the first phase by the fourth quarter of 2023.

(2) The Company is additionally researching and developing novel products that are well-suited for new retail channels, as well as for millennials and younger consumers. Furthermore, the Company is exploring new sales channels, like Tiktok, to generate greater sales revenue in the consumer market.

- Receiving continued financial support from the directors;

- Should the Group be unable to continue as a going concern, it may be required to realise its assets and liabilities other than in the ordinary course of business, and at amounts that differ from those stated in the financial statements. The financial statements do not include any adjustments relating to the recoverability and classification of recorded asset amounts, or to the amount and classification of liabilities that might be required should the Group not be able to achieve the matters set out above and thus be able to continue as a going concern.



(b) Fair value and impairment of receivables and prepayments

Consideration of the recoverability of receivables and prepayments requires significant judgement in relation to the knowledge of the receivable and how and when it will be recoverable. On the basis of the information available and contracts that have been entered into, the directors have carefully considered and reviewed the facts and circumstances to determine whether there is any objective evidence that any of the balance is impaired as at the balance date. In the directors' opinion, no material indicators of impairment have been identified as at the balance date and accordingly no impairment allowance has been made.

(c) Provision for impairment of inventories

The provision for impairment of inventories assessment requires a degree of estimation and judgement. The level of the provision is assessed by taking into account recent sales experience, the ageing of inventories, damaged, obsolete, slow moving inventories and other factors that affect inventory obsolescence.

4. Revenue and other income

	2022	2021
	\$	\$
Sales revenue		
-sales of goods and services	612,752	1,053,908
Total revenue	612,752	1,053,908

5. Income tax expense

	2022	2021
	\$	\$
Reconciliation of income tax to accounting profit:		
Loss before income tax expense	(276,015)	(730,309)
Tax at 25%	(69,004)	(182,577)
Add:		
Tax effect of:		
-Tax losses not recognised	(69,004)	(182,577)
Income tax expense	-	-

6. Loss per share

	2022	2021
	\$	\$
Loss used to calculate overall earnings per share	(250,267)	(791,240)
Weighted average number of ordinary shares outstanding during the year used in calculating basic EPS and diluted earnings per share	932,512,510	932,512,510



There is no difference to the above calculation to that for diluted earnings per share.

7. Trade and other receivables

	2022	2021
	\$	\$
CURRENT		
Trade receivables	402,315	301,432
Other receivables	5,890	131,892
Prepayments and advances	-	7,543
Total current trade and other receivables	408,205	440,867
NON-CURRENT		
Trade receivables	119,178	474,694
Other receivables	512,242	532,920
Prepayments and advances	1,299,427	733,543
Total non-current trade and other receivables	1,930,847	1,741,157

8. Inventories

	2022	2021
	\$	\$
Inventories		
Finished goods	710,580	953,765
Impairment	(518,980)	(354,969)
Total inventories	191,600	598,796

9. Trade and other payables

	2022	2021
	\$	\$
CURRENT		
Trade payables	-	10,811
Sundry payables and accrued expenses	3,037	469,450
VAT and other tax payables	28,108	104,694
Subscription for shares not yet issued	636,429	648,370
Other payables	634,528	67,370
Total Trade and other payables	1,302,102	1,300,974

10. Issued capital

	2022	2021
	\$	\$
2022: 932,512,510 (2021: 932,512,510) ordinary shares	13,348,719	13,348,719
Total	13,348,719	13,348,719

Ordinary shares



	2022	2021
	No.	No.
At the beginning and at the end of the period	932,512,510	932,512,510

Capital Management

Management controls the capital of the Group in order to provide capital growth to shareholders and ensure the Group can fund its operations and continue as a going concern. The Group's capital comprises equity as shown on the statement of financial position. There are no externally imposed capital requirements. Management effectively manages the Group's capital by assessing the Groups' financial risk and adjusting its capital structure in response to changes in these risks and the market. These responses include the management of share issues. There have been no changes in the strategy adopted by management to control the capital of the Group since the prior year.

11. Financial risk management

The Group is exposed to a variety of financial risks due to use of financial instruments. The Group's principal financial assets are cash and cash equivalents, trade and other receivables. The Group's principal financial liabilities are trade and other payables, and directors' loans.

The Group's financial risk management objective seeks to minimise potential adverse effects of risks arising which affect its financial position and performance.

The Board has overall responsibility for the establishment of the Group's risk management framework. Risk management objectives, policies, procedures and systems are reviewed regularly to reflect changes in market conditions and the Group's activities, and are approved by the Executive Directors. Day to day risk management is carried out by senior management. The Board and the Executive Directors receive information and reports which provide details of the effectiveness of the Group's risk management.

The Group is principally exposed to liquidity risk and credit risk. The mitigation strategies for financial risks are described below.

Liquidity risk

Liquidity risk arises from the Group's management of working capital. It is the risk that the Group will encounter difficulty in meeting its financial obligations as they fall due. The Group is exposed to liquidity risk through its use of financial instruments. The principal categories of financial instruments used by the Group are cash, receivables, trade and other payables and directors loans.

The table below summarises the maturity profile of the Group's financial liabilities based on contractual undiscounted payments:



	On demand or within 1 year		1 to 5 years		Total	
	2022	2021	2022	2021	2022	2021
	\$	\$	\$	\$	\$	\$
Financial liabilities due for payment						
Trade and other payables	1,302,102	1,300,974	-	-	-	-
Related party payables	-	869,421	-	-	-	-
Total	1,302,102	2,170,395	-	-	-	-

The timing of expected outflows is not expected to be materially different from contracted cashflows.

Credit risk

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in a financial loss to the Group. Credit risk arises from cash and cash equivalents and deposits with banks and financial institutions, as well as credit exposure to wholesale and retail customers, including outstanding receivables and committed transactions. The credit risk for liquid funds and other short-term financial assets is considered negligible, since the counterparties are reputable banks with high quality external credit ratings.

Trade receivables

Credit limits are established for each customer and the utilisation of credit limits by customers is regularly monitored by line management. Customers who subsequently fail to meet their credit terms are required to make purchases on a prepayment basis until creditworthiness can be re-established. The Group's exposure to credit risk is influenced mainly by the individual characteristics of each customer. However, management also considers the factors that may influence the credit risk of its customer base, including the default risk associated with the industry and country in which the customers operate.

The following table details the Group's exposure to credit risk (prior to collateral and other credit enhancements). Amounts are considered as 'past due' when the debt has not been settled, within the terms and conditions agreed between the Group and the customer or counterparty to the transaction. Receivables that are past due are assessed for impairment by ascertaining solvency of the debtors and are provided for where there is objective evidence indicating that the debt may not be fully repaid to the Group.

	Gross amount	Past due and impaired (expected credit losses)	<30	Past due but not impaired (days overdue)		
				31-60	61-90	>90
	\$	\$	\$	\$	\$	\$
2022						
Trade and other receivables*	1,039,624	-	159,716	-	-	879,908
2021						
Trade and other receivables*	1,440,983	-	321,657	-	34,206	1,085,076



*Prepayment excluded

12. Remuneration of auditors

The following transactions occurred with related parties:	2022	2021
	\$	\$
Audit of the financial statements of the group - Xutai Certified Public Accountants (General Partnership)	31,791	
Audit of the financial statements of the group – LNP Audit and Assurance Pty Ltd		33,000

13. Commitments and contingencies

A shareholder of the Company has commenced legal action against the Group seeking compensation of \$2,624,359 (RMB 13,200,000) and payment of all expenses related to the case. As of 10 August 2023, the Group has won the first trial in the case. The second trial is still ongoing, and the court has not yet issued a verdict. The total of liabilities, if any, cannot be quantified at this time.

14. Interests in subsidiaries

Composition of the Group

	Principal place of business/Country of Incorporation	Percentage Owned (%) *	Percentage Owned (%) *
Subsidiaries:			
Anti-Aging House International Limited	Hongkong	100%	100%
Anti-Aging House Technology (Wuhan) Company Limited	Wuhan, China	100%	100%

*The percentage of ownership interest held is equivalent to the percentage voting rights for all subsidiaries.

15. Related party disclosures

The Group's main related parties are as follows:

Key management personnel (KMP)

Other related parties include close family members of key management personnel and entities that are controlled or significantly influenced by those key management personnel or their close family members.

Transactions with related parties

Transactions between related parties are on normal commercial terms and conditions no more favourable than those available to other parties unless otherwise stated. The following transactions occurred with related parties:



The following transactions occurred with related parties:	2022	2021
	\$	\$
Payable to or receivable from related parties at period end		
Trade and other receivables from related parties	1,026,908	1,433,948
Prepayment to related parties	1,264,568	699,259
Loan to directors	849,514	869,421
Transactions occurring during the period:		
Sales to related parties	605,541	1,003,292
Purchase from related parties	566,698	968,968

16. Cash flow information

	2022	2021
	\$	\$
CASHFLOWS FROM OPERATING ACTIVITIES:		
Loss before taxation	(276,015)	(730,309)
Adjustments for:		
Depreciation	18,865	15,512
Impairment	154,367	360,408
Net cashflows used in operations		
Adjustments for:		
(Increase) /decrease in inventories	252,829	(402,031)
(Increase) /decrease in trade and other receivables	(153,813)	(533,639)
Decrease in prepayment		167,375
Increase in trade and other payables	(6,279)	650,016
Net cashflows from operating activities	(10,046)	(472,668)

17. Parent entity

The following information has been extracted from the books and records of the parent, Anti-Aging House Holding Limited and has been prepared in accordance with Australian Accounting Standards. The financial information for the parent entity, Anti-Aging House Holding Limited has been prepared on the same basis as the consolidated financial statements except as disclosed below.

Investments in subsidiaries are accounted for at costless accumulated impairment in the financial statements of the Parent entity.

	2022	2021
	\$	\$
Statement of Financial Position		
Total Assets	2,247,208	2,247,208
Total Liabilities	625,109	559,506
Total Equity	1,622,099	1,687,702
Statement of Profit or Loss and Other Comprehensive Income		



	2022	2021
	\$	\$
Total loss for the year	65,603	108,730

18. Economic dependency

Revenue of \$605,541 (98.82% of total revenue) (2021: \$1,003,292, 95% of total revenue) that are contributed largely from a related party (Wuhan Twinkliffe (Yuelai) Health Industry Co., Ltd).

19. Events after the reporting date

Nil

Anti-Aging House Holding Limited and controlled entities

ARBN 606 301 106

Additional Information for Listed Public Companies

Year Ended 31 December 2022

The Directors of the Company declare that:

1. The financial statements and notes for the year ended 31 December 2022 are in accordance with the Corporations Act 2001 and:
 - a. comply with Australia Accounting Standard, which, as stated in note 1 to the financial statements, constitutes explicit and unreserved compliance with International Financial Reporting Standards (IFRS), and
 - b. give a true and fair view of the financial position and performance of the consolidated group;
2. The Chief Executive Officer and Chief Finance Officer have given the declarations required by Section 295A that
 - a. the financial records of the Group for the financial year have been properly maintained in accordance with section 286 of the Corporations Act 2001.
 - b. the financial statements and notes for the financial year comply with the Australian Accounting Standards; and
 - c. the financial statements and notes for the financial year give a true and fair view.
3. In the Directors' opinion, there are reasonable grounds to believe that the Group will be able to pay its debts as and when they become due and payable.

This declaration is made in accordance with a resolution of the Board of Directors.



Chen Dongliang
Board Chairman

10 August 2023



Independent Auditor's Report

Disclaimer of Opinion

We have audited the financial statements of **ANTI-AGING HOUSE HOLDING LIMITED** ('the Company') and its controlled entities ('the Group'), which comprises the consolidated statement of financial position as at 31 December 2022, the consolidated statement of profit or loss and other comprehensive income, the consolidated statement of changes in equity and the consolidated statement of cashflows for the year then ended, notes comprising a summary of significant accounting policies and other explanatory information and the directors' declaration.

We do not express an opinion on the Group's accompanying financial report. Due to the significance of the matter described in the Basis for Disclaimer of Opinion section of our report, we were not able to obtain sufficient and appropriate audit evidence to provide an audit opinion on this financial report.

Basis for Disclaimer of Opinion

Note 3(a) of the consolidated financial statements discloses conditions that indicate the existence of a material uncertainty relating to the matters surrounding the continuing use of the going concern assumption in preparation of these financial statements. We have been unable to obtain sufficient appropriate audit evidence to support management assessment of the Group's ability to continue as a going concern, and the ongoing effect of the movement restrictions and social distancing rules arising from COVID-19 on the Group operations and cashflows.

We consider the impact of the above matters to be material and pervasive to the consolidated financial statements of the Group.

Directors' Responsibilities

The directors of the Company are responsible for the preparation of the financial report that gives a true and fair view in accordance with Australian Accounting Standards and the Corporations Act 2001 and for such internal control as the directors determine is necessary to enable the preparation of the financial report that gives a true and fair view and is free from material misstatement, whether due to fraud or error.

In preparing the financial report, the directors are responsible for assessing the Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the Group or cease operations, or have no realistic alternative but to do so.

Auditor's Responsibilities for the Audit of the Financial Report



Our responsibility is to conduct an audit of the financial report in accordance with Australian Auditing Standards and to issue an auditor's report. However, because of the matter described in the Basis for Disclaimer of Opinion section of our report, we were not able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion on the financial report.

We are independent of the Group in accordance with the ethical requirements of the Accounting Professional and Ethical Standards Board's APES 110 Code of Ethics for Professional Accountants (including Independence Standards) (the Code) that are relevant to our audit of the financial report in Australia. We have also fulfilled our other ethical responsibilities in accordance with the Code.

Opinion on the Remuneration Report

We have audited the Remuneration Report included in the Directors' Report for the year ended 31 December 2022.

In our opinion, the Remuneration Report of Anti-Aging House Holding Limited and Controlled Entities for the year ended 31 December 2022, complies with section 300A of the Corporations Act 2001.

Responsibilities

The directors of the Company are responsible for the preparation and presentation of the Remuneration Report in accordance with section 300A of the Corporations Act 2001. Our responsibility is to express an opinion on the Remuneration Report, based on our audit conducted in accordance with Australian Auditing Standards.

Tan Xuming

Partner

Xutai Certified Public Accountants (General Partnership)

Shenzhen, 10 August 2023

Anti-Aging House Holding Limited and controlled entities

ARBN 606 301 106

Additional Information for Listed Public Companies

Year Ended 31 December 2022

NSX Additional Information

Additional information required by the NSX Listing Rules and not disclosed elsewhere in this report is set out below. This information is effective as at 31 December 2022.

Voting rights

Ordinary Shares

On a show of hands, every member present at a meeting in person or by proxy shall have one vote and upon a poll each share shall have one vote.

Options

No voting rights.

Distribution of holders of quoted ordinary share

Range	Holders	Units	Percentage
1-1,000	0	0	0.000
1,001-5,000	1	3,000	0.000
5,001-10,000	6	50,800	0.010
10,001-100,000	10	524,500	0.060
100,001-99,999,999,999	69	932,034,210	99.940
	86	932,512,510	100.000

Top 20 shareholders

Ordinary shares			
#	Shareholder	Number held	% of Issued shares
1	CHEN DONGLIANG	321,747,200	34.503%
2	DANMIN JIANG	152,649,810	16.370%
3	RIGHT OCEAN INVESTMENTS	82,353,600	8.831%
4	WEALTH CHANCE INVESTMENT	79,972,800	8.576%
5	REN YI	50,400,000	5.405%
6	GU SHENGBIN	30,000,000	3.217%
7	CHING LEUNGMIU	30,000,000	3.217%
8	JUN LI	23,094,000	2.477%
9	HAIMING JIN	20,000,000	2.145%
10	MR RAO BANGFU	19,993,500	2.144%
11	HU LIRONG	19,951,200	2.140%
12	CHEN XI	15,255,850	1.636%
13	ZHANG TIAN	15,015,600	1.610%
14	SHAO SHIHAI	13,515,600	1.449%
15	FENG YU	12,200,000	1.308%
16	MRS YUAN ZHENGRONG	9,257,190	0.993%
17	CHENG DONGSHENG	8,000,000	0.858%
18	HUO YANSHEN	5,971,350	0.640%
19	SHEN ZHUYING	4,494,000	0.482%
20	AG ARTS INVESTMENT LIMITED	2,512,510	0.269%
Total Securities of Top 20 Holdings		916,384,210	98.270%