ZHENG LI HOLDINGS LIMITED

正力控股有限公司

(incorporated in the Cayman Islands with limited liability)

STOCK CODE: 8283

Interim Report

2021

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Given that the companies listed on GEM are generally small and mid-sized companies, there is a risk that securities traded on GEM may be more susceptible to high market volatility than securities traded on the main board and no assurance is given that there will be a liquid market in the securities traded on GEM.

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This report, for which the directors (the "Directors") of Zheng Li Holdings Limited (the "Company") collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on GEM of the Stock Exchange (the "GEM Listing Rules") for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief, the information contained in this report is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this report misleading and all opinions expressed in the report have been arrived at after due and careful consideration and are founded on bases and assumptions that are fair and reasonable.

This report will remain on the "Latest Listed Company Information" page of the GEM website at www.hkgem.com for at least seven days from the date of its posting. This report will also be published on the website of the Company at www.zhengliholdings.com.

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CORPORATE INFORMATION

EXECUTIVE DIRECTORS

Mr. YAN Jianqiang
(Co-Chairman and Chief Executive Officer)
Mr. WU Tangqing
Mr. CHUA Boon Hou (CAI Wenhao)

NON-EXECUTIVE DIRECTOR

Mr. YUAN Guoshun

INDEPENDENT NON-EXECUTIVE DIRECTORS

Mr. LEUNG Yiu Cho
Mr. ZHANG Guangdong *(resigned on 31 March 2021)*
Mr. CHEN Huichun

AUDIT COMMITTEE

Mr. LEUNG Yiu Cho *(Chairman)*
Mr. CHEN Huichun
Mr. ZHANG Guangdong *(resigned on 31 March 2021)*

REMUNERATION COMMITTEE

Mr. LEUNG Yiu Cho *(Chairman)*
Mr. YAN Jianqiang
Mr. ZHANG Guangdong *(resigned on 31 March 2021)*

NOMINATION COMMITTEE

Mr. ZHANG Guangdong *(Chairman)*
(resigned on 31 March 2021)
Mr. CHEN Huichun
Mr. YAN Jianqiang

RISK MANAGEMENT COMMITTEE

Mr. ZHANG Guangdong *(Chairman)*
(resigned on 31 March 2021)
Mr. CHUA Boon Hou (CAI Wenhao)
Mr. YAN Jianqiang

COMPLIANCE OFFICER

Mr. CHUA Boon Hou (CAI Wenhao)

COMPANY SECRETARY

Mr. WONG Cheung Ki Johnny, FCPA, FCG (CS, CGP), FCS (CG, CGP)

AUTHORISED REPRESENTATIVES

Mr. CHUA Boon Hou (CAI Wenhao)
Mr. WONG Cheung Ki Johnny, FCPA, FCG (CS, CGP), FCS (CG, CGP)

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STOCK CODE

8283

COMPANY'S WEBSITE ADDRESS

www.zhengliholdings.com

INTERIM RESULTS

The board of Directors (the "Board") of the Company is pleased to report the unaudited condensed consolidated financial results of the Company and its subsidiaries (collectively the "Group") for the three months and six months ended 30 June 2021 together with the unaudited comparative figures for the corresponding period in the year 2020.

UNAUDITED CONDENSED CONSOLIDATED STATEMENTS OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

For the three months and six months ended 30 June 2021

	Notes	Three months ended 30 June 2021 S$'000 (Unaudited)	Three months ended 30 June 2020 S$'000 (Unaudited)	Six months ended 30 June 2021 S$'000 (Unaudited)	Six months ended 30 June 2020 S$'000 (Unaudited)
REVENUE	3	**5,454**	4,182	**10,795**	10,269
Other income and gains		**72**	626	**296**	698
Items of expense					
Cost of materials		**(3,130)**	(2,435)	**(6,025)**	(5,935)
Marketing and advertising expenses		**(21)**	(17)	**(55)**	(62)
Employee benefits expense		**(1,394)**	(1,619)	**(2,784)**	(2,905)
Depreciation of property, plant and equipment		**(431)**	(450)	**(863)**	(913)
Depreciation of right of use assets		**(170)**	(259)	**(340)**	(525)
Amortisation of intangible assets		**5**	(22)	**(1)**	(48)
Finance costs		**(61)**	(74)	**(133)**	(188)
Other expenses		**(288)**	(338)	**(543)**	(764)
(Loss) before tax	4	**36**	(406)	**345**	(373)
Income tax expense	5	**(19)**	(39)	**(61)**	(39)
(Loss) for the period		**17**	(445)	**277**	(412)
OTHER COMPREHENSIVE INCOME					
Other comprehensive income that may be reclassified to profit or loss in subsequent periods:					
Exchange differences on translation of foreign operations		**13**	(3)	**13**	(3)
TOTAL COMPREHENSIVE LOSS FOR THE PERIOD		**30**	(448)	**290**	(415)
Loss attributable to:					
Owners of the parent		**17**	(445)	**277**	(412)
Total comprehensive loss attributable to:					
Owners of the parent		**30**	(448)	**290**	(415)
LOSS PER SHARE ATTRIBUTABLE TO ORDINARY EQUITY HOLDERS OF THE PARENT					
– Basic and diluted (S$ cents per share)	7	**0.01**	(0.02)	**0.02**	(0.02)

UNAUDITED CONDENSED CONSOLIDATED STATEMENTS OF FINANCIAL POSITION

As at 30 June 2021

	Notes	30 June 2021 S$'000 (Unaudited)	31 December 2020 S$'000 (Audited)
NON-CURRENT ASSETS			
Property, plant and equipment	8	**4,630**	5,481
Right-of-use assets		**1,522**	1,532
Intangible assets		**1**	2
Financial assets at fair value through profit or loss		**454**	537
Prepayments, other receivables and other assets		**2,409**	1,267
Total non-current assets		**9,016**	8,819
CURRENT ASSETS			
Inventories		**1,258**	1,236
Trade receivables	9	**874**	1,387
Prepayments, other receivables and other assets		**6,941**	6,826
Cash and cash equivalents		**2,436**	1,768
Total current assets		**11,509**	11,217
CURRENT LIABILITIES			
Trade and other payables	11	**3,852**	3,257
Interest-bearing bank and other borrowings	12	**2,260**	3,294
Contract liabilities		**2,092**	1,673
Tax payable		**(6)**	12
Total current liabilities		**8,198**	8,236
NET CURRENT ASSETS		**3,311**	2,981
TOTAL ASSETS LESS CURRENT LIABILITIES		**12,327**	11,800
NON-CURRENT LIABILITIES			
Interest-bearing bank and other borrowings	12	**1,687**	1,542
Trade and other payables		**857**	721
Provisions		**413**	413
Contract liabilities		**871**	915
Deferred tax liabilities		**12**	12
Total non-current liabilities		**3,843**	3,603
Net assets		**8,484**	8,197
EQUITY			
Equity attributable to owners of the parent			
Share capital	13	**900**	900
Reserves		**7,587**	7,297
Total equity		**8,487**	8,197

UNAUDITED CONDENSED CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY

For the six months ended 30 June 2021

	Share capital S$'000	Share premium S$'000	Other capital reserve S$'000	Merger reserve S$'000	Accumulated losses S$'000	Foreign currency translation reserve S$'000	Total equity S$'000
At 1 January 2020 (audited)	900	8,982	126	3,884	(6,767)	3	7,128
Loss for the period	–	–	–	–	(412)	(3)	(415)
Total comprehensive loss for the period	–	–	–	–	(412)	(3)	(415)
At 30 June 2020 (unaudited)	900	8,982	126	3,884	(7,179)	–*	6,713
At 1 January 2021 (audited)	**900**	**8,982**	**126**	**3,884**	**(5,689)**	**(6)**	**8,197**
Profit for the period	**–**	**–**	**–**	**–**	**277**	**13**	**290**
Total comprehensive profit for the period	**–**	**–**	**–**	**–**	**277**	**13**	**290**
At 30 June 2021 (unaudited)	**900**	**8,982**	**126**	**3,884**	**(5,412)**	**7**	**8,487**

* Amount less than S$1,000

UNAUDITED CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS

For the six months ended 30 June 2021

	Six months ended 30 June	
	2021	2020
	S$'000	S$'000
	(Unaudited)	(Unaudited)
Net cash from/(used in) operating activities	**1,569**	2,460
Net cash (used in) investing activities	**(12)**	(202)
Net cash from financing activities	**(889)**	(339)
Net increase in cash and cash equivalents	**668**	1,919
Cash and cash equivalents at beginning of the period	**1,768**	1,106
Cash and cash equivalents at end of the period	**2,436**	3,025

NOTES TO THE UNAUDITED CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the three months and six months ended 30 June 2021

1. General information

The Company is an exempted company with limited liability incorporated in the Cayman Islands on 17 March 2016. The registered office of the Company is at the offices of Ocorian Trust (Cayman) Limited, Windward 3, Regatta Office Park, P.O. Box 1350, Grand Cayman KY1-1108, Cayman Islands. The principal place of business in Hong Kong under Part 16 of the Companies Ordinance (CAP. 622) is at 9/F, Wah Yuen Building, 149 Queen's Road Central, Hong Kong.

The Company and its subsidiaries (collectively referred to as the "Group") were involved in the following principal activities:

- maintenance and repair of passenger cars
- modification, tuning and grooming of the performance or appearance of passenger cars and trading of spare parts and accessories
- provision of motor finance services
- provision of a sales-integrated service platform
- trading of passenger cars

2. Basis of preparation

The unaudited condensed consolidated financial statements has been prepared in accordance with International Financial Reporting Standards ("IFRSs") which include all International Financial Reporting Standards, International Accounting Standards ("IASs") and Interpretations issued by the International Accounting Standards Board (the "IASB"), accounting principles generally accepted in Hong Kong and the disclosure requirements of the Hong Kong Companies Ordinance.

The Group has adopted all the new and revised IFRSs that effective on 1 January 2019 and issued by IASB that are relevant to its operations. The adoption of these new and revised IFRSs did not result in substantial changes to the Group's accounting policies and has no material effect on the financial performance or position of the Group since last financial year end.

The unaudited condensed consolidated financial statements have been prepared under the historical cost convention, except for an investment in a life insurance policy, which has been measured at fair value. The unaudited condensed consolidated financial statements are presented in Singapore dollar ("SGD" or "S$") and all values are rounded to the nearest thousand ("S$'000"), except when otherwise indicated.

Basis of Consolidation

The unaudited condensed consolidated financial statements include the financial statements of the Company and its subsidiaries for the three months and six months ended 30 June 2021. A subsidiary is an entity (including a structured entity), directly or indirectly, controlled by the Company. Control is achieved when the Group is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee (i.e., existing rights that give the Group the current ability to direct the relevant activities of the investee).

When the Company has, directly or indirectly, less than a majority of the voting or similar rights of an investee, the Group considers all relevant facts and circumstances in assessing whether it has power over an investee, including:

(a) the contractual arrangement with the other vote holders of the investee;

(b) rights arising from other contractual arrangements; and

(c) the Group's voting rights and potential voting rights.

The financial statements of the subsidiaries are prepared for the same reporting period as the Company, using consistent accounting policies. The results of subsidiaries are consolidated from the date on which the Group obtains control, and continue to be consolidated until the date that such control ceases.

Profit or loss and each component of other comprehensive income are attributed to the owners of the parent of the Group. All intra-group income and expenses relating to transactions between members of the Group are eliminated in full on consolidation.

The Group reassesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control described above. A change in the ownership interest of a subsidiary, without a loss of control, is accounted for as an equity transaction.

If the Group loses control over a subsidiary, it derecognises (i) the assets (including goodwill) and liabilities of the subsidiary, (ii) the carrying amount of any non-controlling interest and (iii) the cumulative translation differences recorded in equity; and recognises (i) the fair value of the consideration received, (ii) the fair value of any investment retained and (iii) any resulting surplus or deficit in profit or loss. The Group's share of components previously recognised in other comprehensive income is reclassified to profit or loss or retained profits, as appropriate, or the same basis as would be required if the Group had directly disposed of the related assets or liabilities.

3. Revenue

Revenue represents services rendered to customers less any discounts and invoiced trading sales of spare parts.

	Three months ended 30 June		Six months ended 30 June	
	2021	2020	**2021**	2020
	S$'000	S$'000	**S$'000**	S$'000
	(Unaudited)	(Unaudited)	**(Unaudited)**	(Unaudited)
Revenue from contracts with customers	**5,454**	4,182	**10,795**	10,269

4. Loss before tax

The Group's loss before tax is arrived at after charging/(crediting):

	Three months ended 30 June		Six months ended 30 June	
	2021	2020	**2021**	2020
	S$'000	S$'000	**S$'000**	S$'000
	(Unaudited)	(Unaudited)	**(Unaudited)**	(Unaudited)
Depreciation of property, plant and equipment	**431**	450	**863**	913
Amortisation of intangible assets	**(5)**	22	**1**	48
Depreciation of right-of-use assets	**170**	259	**340**	525
Staff costs (excluding directors' and chief executive's remuneration)	**1,331**	1,358	**2,658**	2,589
Foreign exchange losses	**10**	16	**25**	28

5. Income tax expense

The Group is subject to income tax on an entity basis on profits arising in or derived from the jurisdictions in which members of the Group are domiciled and operate.

Pursuant to the rules and regulations of the Cayman Islands, the Company is not subject to any income tax in the Cayman Islands.

Subsidiaries in Singapore are subject to taxation at a rate of 17% on the estimated profits arising in Singapore during the period.

Subsidiaries in People's Republic of China (the "PRC") are subject to taxation at a rate of 25% on the estimated profits arising in PRC during the period.

	Three months ended 30 June		Six months ended 30 June	
	2021	2020	**2021**	2020
	S$'000	S$'000	**S$'000**	S$'000
	(Unaudited)	(Unaudited)	**(Unaudited)**	(Unaudited)
Current income tax				
– Current period	**19**	39	**68**	39
Tax expense for the period	**19**	39	**68**	39

6. Dividends

The Board did not recommend the payment of any interim dividend for the six months ended 30 June 2021 (2020: Nil).

7. Loss per share attributable to ordinary equity holders of the parent

As at 30 June 2021, the Company had 2,000,000,000 ordinary shares in issue. The calculation of basic earnings per share is based on the following data:

	Three months ended 30 June		Six months ended 30 June	
	2021	2020	**2021**	2020
	S$'000	S$'000	**S$'000**	S$'000
	(Unaudited)	(Unaudited)	**(Unaudited)**	(Unaudited)
Loss				
Profit/(loss) for the period attributable to owners of the Company for the purpose of basic loss per share	**30**	(448)	**290**	(415)

	Three months ended 30 June		Six months ended 30 June	
	2021	2020	**2021**	2020
	'000	'000	**'000**	'000
	(Unaudited)	(Unaudited)	**(Unaudited)**	(Unaudited)
Number of Shares				
Weighted average number of ordinary shares for the purpose of basic loss per share	**2,000,000**	2,000,000	**2,000,000**	2,000,000

Basic profit/(loss) per share for the six months ended 30 June 2021 is S$0.02 cents (2020: S$(0.02) cents).

8. Property, plant and equipment

During the six months ended 30 June 2021, the Group acquired S$0.01 million plant and equipment (six months ended 30 June 2020: Nil). There is no write off/disposal of plant and equipment for the six months ended 30 June 2021 (six months ended 30 June 2020: Nil).

9. Trade receivables

	30 June 2021 S$'000 (Unaudited)	31 December 2020 S$'000 (Audited)
Trade receivables, gross carrying amount	**1,167**	1,680
Impairment	**(293)**	(293)
Trade receivables, net	**874**	1,387

Trade receivables are non-interest-bearing and are generally on 30 days' terms. They are recognised at their original invoice amounts which represent their fair values on initial recognition.

An ageing analysis of the trade receivables as at the end of the reporting period, based on the date of the products sold or services rendered, is as follows:

The movements of the allowance accounts used to record the impairment are as follows:

	30 June 2021 S$'000 (Unaudited)	31 December 2020 S$'000 (Audited)
At beginning of the year	**293**	445
Impairment losses/(reversal of impairment losses)	**–**	–
Reversal of write-off of trade receivables, net	**–**	(152)
At end of the period/year	**293**	293

An impairment analysis is performed at each reporting date using a provision matrix to measure expected credit losses. The provision rates are based on days past due for groupings of various customer segments with similar loss patterns (i.e., by geographical region, product type, customer type and rating, and coverage by letters of credit or other forms of credit insurance). The calculation reflects the probability-weighted outcome, the time value of money and reasonable and supportable information that is available at the reporting date about past events, current conditions and forecasts of future economic conditions. Generally, trade receivables are written off if past due for more than one year and are not subject to enforcement activity.

Set out below is the information about the credit risk exposure on the Group's trade receivables using a provision matrix:

As at 30 June 2021

	Current S$'000	Past due Less than 1 month S$'000	Past due 1 to 3 months S$'000	Past due Over 3 months S$'000	Total S$'000
Gross carrying amount	**552**	**30**	**35**	**530**	**1,167**
Expected credit losses	**–**	**–**	**–**	**(293)**	**(293)**
	552	**30**	**35**	**257**	**874**

As at 31 December 2020

	Current S$'000	Past due Less than 1 month S$'000	Past due 1 to 3 months S$'000	Past due Over 3 months S$'000	Total S$'000
Gross carrying amount	943	62	30	645	1,680
Expected credit losses	–	–	–	(293)	(293)
	943	62	30	352	1,387

10. Prepayments, other receivables and other assets

	30 June 2021 S$'000 (Unaudited)	31 December 2020 S$'000 (Audited)
Non-current		
Prepayments	**96**	92
Loans receivables from third parties*	**2,313**	1,175
	2,409	1,267
Current		
Prepayments	**674**	1,428
Other receivables	**210**	153
Deposits**	**5,120**	4,824
Loans receivables from third parties*	**937**	421
	6,941	6,826

* The amount mainly represents interest-bearing S$ loans provided to customers for the purchase of vehicles.

** The amount mainly represents deposits paid for the purchase of vehicles on behalf of customers.

The financial assets included in the above balances relate to receivables for which there was no recent history of default and past due amounts. As at 30 June 2021 and 31 December 2020, the loss allowance was assessed to be minimal.

An impairment analysis is performed at each reporting date using a provision matrix to measure expected credit losses of loan receivables from third parties. The provision rates are based on days past due for groupings of various customer segments with similar loss patterns (i.e., age). The calculation reflects the probability-weighted outcome, the time value of money and reasonable and supportable information that is available at the reporting date about past events, current conditions and forecasts of future economic conditions.

Set out below is the information about the credit risk exposure on the Group's loan receivables from third parties using a provision matrix:

	30 June 2021 S$'000 (Unaudited)	31 December 2020 S$'000 (Audited)
Gross carrying amount	**3,250**	1,596
Expected credit losses	**–**	–
	3,250	1,596

11. Trade and other payables

	30 June 2021 S$'000 (Unaudited)	31 December 2020 S$'000 (Audited)
Trade payables	**1,789**	943
Other payables	**1,300**	1,387
Accrued expenses	**899**	927
Amount due to a shareholder*	**721**	721
	4,709	3,978
Analysed into:		
Classified under current liabilities		
Payable within one year	**3,852**	3,257
Classified under non-current liabilities		
Payable within second to third year	**857**	721
	4,709	3,978

* The amount mainly represents non-interest-bearing financial support provided to the Group from a shareholder, which is due in 2022.

Trade payables and other payables are normally settled on 60 days' terms. These amounts are non-interest bearing.

An ageing analysis of the trade payables as at the end of the reporting period, based on the invoice date, is as follows:

	30 June 2021 S$'000 (Unaudited)	31 December 2020 S$'000 (Audited)
Less than 30 days	**1,431**	766
30–60 days	**250**	116
61–90 days	**25**	2
91–120 days	**18**	1
More than 120 days	**65**	58
	1,789	943

12. Interest-bearing bank and other borrowings

	30 June 2021		31 December 2020	
	Maturity	**S$'000 (Unaudited)**	Maturity	S$'000 (Audited)
Current				
Lease liabilities	**2021**	**760**	2021	1,114
Term loans:				
– S$ loan at 3% per annum on daily rest (note a)	**2021**	**–**	2021	500
– S$ loan at 7% per annum on daily rest (note b)	**2021**	**1,500**	2021	1,680
		2,260		3,294
Non-current				
Lease liabilities	**2022–2024**	**1,687**	2022–2024	1,542
Total		**3,947**		4,836

	30 June 2021 S$'000 (Unaudited)	31 December 2020 S$'000 (Audited)
Analysed into:		
Within one year	**2,260**	3,294
In the second year	**1,437**	1,231
In the third to fifth years	**250**	311
	3,947	4,836

Notes:

(a) This loan is secured by the legal assignment of the life insurance policy and personal guarantee given by a director of the Group's subsidiaries.

(b) This loan is secured by way of corporate guarantees provided by a subsidiary of the Company and a legal mortgage of the Group's freehold property which had a carrying amount of S$2.1 million as at 30 June 2021.

13. Share capital

The Company was incorporated in the Cayman Islands as an exempted company with limited liability on 17 March 2016 with authorised share capital of HK$380,000 divided into 38,000,000 shares of HK$0.01 each. On the date of incorporation, 10,000 shares of nominal value of HK$0.01 each were allotted and issued to its then shareholders. Upon the completion of the reorganisation on 21 October 2016, the Company became the holding company of the Group.

On 4 April 2019, the number of shares of the Company was subdivided into four subdivided shares of HK$0.0025 each, from 500,000,000 shares to 2,000,000,000 shares.

	2021 S$'000	2020 S$'000
Issued and fully paid:		
2,000,000,000 (2020: 2,000,000,000) ordinary shares	**900**	900

The holders of ordinary shares are entitled to receive dividends as and when declared by the Company. All ordinary shares carry one vote per share without restrictions.

MANAGEMENT DISCUSSION AND ANALYSIS

Business review

For the six months ended 30 June 2021, the Group recorded an increase in revenue of approximately S$0.5 million or +4.9% from approximately S$10.3 million for the six months ended 30 June 2020 to approximately S$10.8 million for the six months ended 30 June 2021. The increase in revenue was mainly due to additional S$1.0 million revenue generated from Singapore market as a result of stabilisation of coronavirus (COVID-19) outbreak and easing of COVID-19 curbs. The increase was partially offset by decreased in revenue of approximately S$0.5 million revenue generated from China market.

For the six months ended 30 June 2021, the Group recorded a profit of approximately S$0.3 million as compared to a loss of S$0.4 million for the corresponding period in 2020. The increase in profit was mainly due to (i) decrease in employee benefit expenses by approximately S$0.1 million; (ii) decrease in depreciation of property, plant and equipment by approximately S$0.05 million; (iii) decrease in depreciation of right-of-use assets by approximately S$0.2 million; (iv) decrease in amortisation of intangible assets by approximately S$0.05 million; (v) decrease in finance costs by approximately S$0.05 million; and (vi) decrease in other operating expenses by approximately S$0.2 million. The decrease in costs was partially offset by decrease in other income by approximately S$0.4 million as a result of lower government grants received from Singapore government as a result of stabilisation of coronavirus (COVID-19) outbreak as compared to 30 June 2020. Cost of materials increased by approximately S$0.1 million due to increase in revenue. However, our gross profit margin has increased by approximately 2% from approximately 42% in 30 June 2020 to approximately 44% in 30 June 2021 due to slightly lower material costs incurred.

The Group is a leading automotive service provider in Singapore. We have over 17 years of experience in the passenger car service industry and offer a comprehensive range of passenger car services. Our passenger car services in Singapore mainly including (i) maintenance and repair services; and (ii) modification, tuning and grooming services. These two services contributed approximately 100% or S$10.8 million of total revenue for the period ended 30 June 2021 (30 June 2020: 95% or S$9.7 million) and will be continue to be a key focus of the Group.

We have the capability to maintain and repair a wide range of brands of passenger cars in Singapore and are equipped with diagnostic equipment for carrying out such services. We modify and tune mainly luxury and ultra-luxury passenger cars, providing services ranging from aesthetic modifications including installing body kits, to performance modifications including lowering the suspension of passenger cars and replacing the engine control unit. We also sell passenger car spare parts and accessories in Singapore and export to other countries, such as Malaysia, Indonesia, United Kingdom, China and Thailand.

We have also penetrating into China automobiles industry since the third quarter of 2018. Our new businesses in China primarily engage in timeshare car rental and long-term car rental. The management is committed to developing the "Internet +" car sharing and rental market in China. Besides, we are also providing our customers with an innovative car rental and a sales-integrated service platform which covers car sales and car rental service. However, due to COVID-19 outbreak, our revenue generated from subsidiaries in China saw a 100% decrease from approximately S$0.5 million for the period ended 30 June 2020 to nil revenue for the period ended 30 June 2021. Nevertheless, these new businesses will continue to provide a prime opportunity for the Group to diversify the Group's scope of business, broaden the Group's sources of income and achieve better return to the shareholders.

Outlook

On 18 February 2020, Land Transport Authority ("LTA") announced that under the Land Transport Master Plan 2040, Singapore will embark on a vision to have all vehicles run on cleaner energy by 2040. As part of Budget 2020, the Singapore government is introducing measures to facilitate adoption of electric vehicles, which is one of the cleanest and lowest-emission vehicular technologies available today. The move to phase out internal combustion engines car to electric car by 2040 may not have any significant impact to the Group's business in Singapore in the next decade as petrol-driven cars still make up the majority of cars on the road.

Based on LTA's annual statistic 2020, they were only 1,217 fully electric vehicles ("EV") (2019: 1,120) on the road or just 0.19 per cent of the total car population in Singapore and majority were owned by car-sharing firm BlueSG, ride-hailing giant Grab and HDT, another all-electric taxi fleet operator in Singapore. One of the reasons for lack of popularity of electric vehicles in Singapore is due to unavailability of home charging for car owner except landed property residents with their own car park space while majority of Singapore local residents are staying in high rise apartments. Singapore has set a national target of 60,000 charging points in public carparks by 2030 up from about 2,000 currently. There would be another 600 charging points at 200 public car parks by next year, through a tender on EV charger deployment.

In preparation for the market developments, the Group will continue to pursue technological advancement in both repair equipment and new vehicle engine type to ensure that our technicians continuously upgrade their skills and technical knowledge in order for them to be able to service a wide range of brands of passenger cars which drives the future development of the car maintenance and repair market in Singapore.

In China, we have strategically corporate with TELD, ZBJ.com, PICC. Our first C2N business model that target smart shared travel users had accumulated approximately 2,000 private vehicles from various city such as Zheng Zhou, Xi An, Nan Chang, San Ya, Wuhan, Nan Jing to register and operating through our innovative and integrated car sharing service platform.

Moving forward, the Group will be continuing focus on maintaining its leading position in the Singapore passenger car market by retaining existing customers and also acquire more new customers and increase our market shares through customer retention program such as bundle deals and loyalty points for redemption of vouchers and services. The management will continue to forge stronger bonds with our customers, suppliers and working partners and expand our service and product offerings as customer demands and trends shift in both Singapore and China markets.

Financial review

Revenue

For the six months ended 30 June 2021, the Group recorded an increase in revenue of approximately S$0.5 million or +4.9% from approximately S$10.3 million for the six months ended 30 June 2020 to approximately S$10.8 million for the six months ended 30 June 2021. The increase in revenue was mainly due to additional S$1.0 million revenue generated from Singapore market as a result of stabilisation of coronavirus (COVID-19) outbreak and easing of COVID-19 curbs. The increase was partially offset by decreased in revenue of approximately S$0.5 million revenue generated from China market.

Other income and gains

Decrease in other income and gains by approximately S$0.4 million as a result of lower government grants received from Singapore government as a result of stabilisation of coronavirus (COVID-19) outbreak as compared to 30 June 2020.

Cost of materials

Cost of materials increased by approximately S$0.1 million due to increase in revenue. However, our gross profit margin has increased by approximately 2% from approximately 42% in 30 June 2020 to approximately 44% in 30 June 2021 due to slightly lower material costs incurred.

Employee benefits expense

Employee benefits expense decreased by approximately S$0.1 million from approximately S$2.9 million for the period ended 30 June 2020 to approximately S$2.8 million for the period ended 30 June 2021. The decrease in employee benefits expense was a result of decrease in both headcounts and manpower costs of all business units of the Group.

Depreciation of right-of-use assets

The Group has recorded a depreciation of right-of-use assets amounting to approximately S$0.34 million for the period ended 30 June 2021 (30 June 2020: S$0.53 million).

Other expenses

Other expenses decreased by approximately S$0.2 million from approximately S$0.8 million for the period ended 30 June 2020 to approximately S$0.6 million for the period ended 30 June 2021. The decrease in other expenses was mainly due to decrease in operating expenses from our subsidiaries in China.

Profit for the period

For the six months ended 30 June 2021, the Group recorded a profit of approximately S$0.3 million as compared to a loss of S$0.4 million for the corresponding period in 2020. The increase in profit was mainly due to (i) decrease in employee benefit expenses by approximately S$0.1 million; (ii) decrease in depreciation of property, plant and equipment by approximately S$0.05 million; (iii) decrease in depreciation of right-of-use assets by approximately S$0.2 million; (iv) decrease in amortisation of intangible assets by approximately S$0.05 million; (v) decrease in finance costs by approximately S$0.05 million; and (vi) decrease in other operating expenses by approximately S$0.2 million. The decrease in costs was partially offset by decrease in other income by approximately S$0.4 million as a result of lower government grants received from Singapore government as a result of stabilisation of coronavirus (COVID-19) outbreak as compared to 30 June 2020.

Liquidity, financial and capital resources

Cash position

Our cash and bank balances amounted to approximately S$2.4 million and S$1.8 million as at 30 June 2021 and 31 December 2020, respectively. The functional currency of our Group is SGD. As at 30 June 2021, 99% of our Group's cash and bank balances was denominated in the functional currency (31 December 2020: 99%) and the remaining 1% (31 December 2020: 1%) in other currencies, mainly Hong Kong dollar and Renminbi.

Our Group's primary sources of funds during the period was cash from operating activities. Our Group had net cash generated from operating activities of approximately S$1.6 million. We had net cash used in investing activities of approximately S$0.01 million and net cash used in financing activities of approximately S$0.9 million.

Gearing ratio

Gearing ratio is measured by interest-bearing bank and other borrowings divided by the total equity. The Group's policy is to keep the gearing ratio at a reasonable level. The gearing ratio is 0.5 times as at 30 June 2021 (31 December 2020: 0.6 times).

Risk of exchange rate fluctuation

The Group has currency exposures arising from sales, purchases and interest-bearing bank and other borrowings that are denominated in a currency other than the functional currency of the Group. No hedge has been taken up to mitigate this exposure.

Contingent liabilities

As at 30 June 2021, the Group had no material contingent liabilities (31 December 2020: Nil).

Charge on assets

The Group's short-term loan are secured by a legal mortgage of the Group's freehold property which had a carrying amount of approximately S$2.2 million as at 30 June 2021 (31 December 2020: S$2.2 million). Details of the Group's charge on assets as at 30 June 2021 are set out in Note 12 to the unaudited condensed consolidated financial statements.

OTHER INFORMATION

Directors' and chief executives' interests and short positions in Shares, underlying Shares and debentures

As at 30 June 2021, the interests and short positions of the Directors and chief executives of the Company or any of their respective associates in the shares (the "Shares"), underlying Shares and debentures of the Company or any of its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance ("SFO")) as recorded in the register required to be kept by the Company under Section 352 of the SFO or as otherwise notified to the Company and the Stock Exchange pursuant to Rules 5.46 to 5.67 of the GEM Listing Rules were as follows:

Long Position in the Shares

Name of Directors and Chief Executives	Capacity/Nature of Interest	Number of Shares or underlying Shares	Approximate percentage of interest in the Company[1]
Mr. CHEN Huichun	Beneficial interest	700,000	0.04%
Mdm. WANG Chongyu[2]	Interest of spouse	700,000	0.04%

Notes:

(1) This is based on the total number of Shares in issue as at 30 June 2021, being 2,000,000,000.

(2) Mdm. WANG Chongyu ("Mrs. Chen") is the spouse of Mr. CHEN Huichun. Under the SFO, Mrs. Chen is deemed to be interested in the same number of Shares in which Mr. CHEN Huichun is interested.

Save as disclosed above, none of the Directors, chief executives of the Company or their respective associates had any interests or short positions in any Shares, underlying Shares or debentures of the Company or any of its associated corporations (within the meaning of Part XV of the SFO) as recorded in the register required to be kept by the Company under Section 352 of the SFO or as otherwise, notified to the Company and the Stock Exchange pursuant to Rules 5.46 to 5.67 of the GEM Listing Rules.

Directors' rights to acquire Shares or debentures

Save as disclosed in the section headed "Directors' and chief executives' interests and short positions in Shares, underlying Shares and debentures" above, at no time during the six months ended 30 June 2021 was the Company or any of its subsidiaries a party to any arrangement to enable the Directors or their respective close associates (as defined under the GEM Listing Rules) to acquire benefits by means of the acquisition of Shares in or debentures of the Company or any of its associated corporations.

Substantial shareholders' and other persons' interests and short positions in the Shares and underlying Shares

As at 30 June 2021, the interests and short positions of substantial shareholders and other persons (not being a Director or chief executive of the Company) in the Shares and underlying Shares which were notified to the Company and the Stock Exchange pursuant to Divisions 2 and 3 of Part XV of the SFO or required to be entered in the register maintained by the Company pursuant to Section 336 of the SFO were as follows:

Long Positions in the Shares

Name	Nature of Interest	Number of Shares	Approximate percentage of shareholding in the Company as at 30 June 2021[1]
Mr. LI Jie	Beneficial owner	586,020,000	29.3%
Mdm. HAN Mei[2]	Interest of spouse	586,020,000	29.3%

Notes:

(1) This is based on the total number of Shares in issue as at 30 June 2021, being 2,000,000,000.

(2) Mdm. HAN Mei ("Mrs. Li") is the spouse of Mr. LI Jie. Under the SFO, Mrs. Li is deemed to be interested in the same number of Shares in which Mr. LI Jie is interested.

Save as disclosed above, as at 30 June 2021, according to the register of interests required to be kept by the Company under Section 336 of the SFO, there was no other person or corporation (other than the Directors and chief executives of the Company) who had any interest or short position in the Shares or underlying Shares which would fall to be disclosed to the Company under the provisions of Divisions 2 and 3 of Part XV of the SFO.

Related party transactions

During the six months ended 30 June 2021, the Group has not entered into any related party transactions.

Directors’ interest in competing business

The Directors are not aware of any business or interest of the Directors nor the controlling shareholders nor any of their respective close associates that competes or may compete, directly or indirectly, with the Group’s business and any other conflicts of interest which any such person has or may have with the Group during the six months ended 30 June 2021.

Purchase, sales or redemption of the Company’s listed securities

Neither the Company nor any of its subsidiaries has purchased, sold or redeemed any of the Company’s listed securities during the six months ended 30 June 2021.

Share option scheme

The Company conditionally adopted a share option scheme on 21 October 2016 (the “Scheme”). The terms of the Scheme are in accordance with the provisions of Chapter 23 of the GEM Listing Rules. No share option has been granted during the six months ended 30 June 2021.

Directors’ securities transactions

The Company has adopted the code of conduct for securities transactions by Directors on terms equivalent to the Rules 5.48 to 5.67 of the GEM Listing Rules (the “Model Code”). The Company had made specific enquiries with written guidelines in relation to the Model Code to all Directors and all Directors have confirmed that they complied with the required standards set out in the Model Code during the six months ended 30 June 2021.

Compliance with Corporate Governance Code

The Company is committed to achieving high standards of corporate governance. The Directors believe that sound and reasonable corporate governance practices are essential for the continuing growth of the Group and for safeguarding and maximising shareholders’ interests.

Pursuant to code provision A.2.1 of the Corporate Governance Code contained in Appendix 15 of the GEM Listing Rules (the “CG Code”), the roles of chairman and chief executive officer should be separate and should not be performed by the same individual. However, we do not have a separate chairman and chief executive officer and Mr. YAN Jianqiang is currently a Co-Chairman and the Chief Executive Officer of the Group. The Board believes that vesting the roles of both co-chairman and chief executive officer in the same person has the benefit of ensuring the consistent leadership within the Group and enables more effective and efficient overall strategic planning of the Group. The Board considers that the balance of power and authority for the present arrangement will not be impaired and this structure will enable the Company to make and implement decisions promptly and effectively. The Board will continue to review and consider splitting the roles of chairman of the Board and chief executive officer of the Company at a time when it is appropriate and suitable by taking into account the circumstances of the Group as a whole.

Mr. ZHANG Guangdong ("Mr. Zhang") resigned as an independent non-executive Director and ceased to be the chairman of the nomination committee and the risk management committee, and a member of the audit committee and the remuneration committee of the Board on 31 March 2021. Upon the resignation of Mr. Zhang, the number of independent non-executive directors was reduced to two and the audit committee only have two members. It results in non-compliance with the requirements under Rules 5.05(1) and 5.28 of the GEM Listing Rules. In addition, the Company no longer meets the composition requirements for the remuneration committee, nomination committee and risk management committee as required under Rule 5.34 of the GEM Listing Rules and code provision A.5.1 of the CG Code and the terms of reference of the respective committees, as appropriate. The Company is in the process of identifying a suitable candidate to fill the vacancies as soon as practicable in order to re-comply with the relevant requirements of the Listing Rules and the terms of reference of the respective committees. The Company will make further announcement as and when appropriate.

Save as disclosed above, the Directors consider that during the six months ended 30 June 2021, and thereafter to the date of this report, the Company has applied the principles and complied with all the applicable code provisions set out in the CG Code.

Audit committee

The Group's interim results for the three months and six months ended 30 June 2021 were unaudited. The Company's audit committee (the "Audit Committee") has reviewed the unaudited condensed consolidated financial results of the Group for the six months ended 30 June 2021 pursuant to the relevant provisions contained in the CG Code. A meeting of the Audit Committee was held with the management of the Company for, amongst other things, reviewing the unaudited condensed consolidated financial results of the Group for the three months and six months ended 30 June 2021.

Significant investment, material acquisition and disposal

The Group did not have any significant investment, material acquisition or disposal of subsidiaries or associates during the six months ended 30 June 2021.

Events after the reporting period

The Group has no material events after the reporting period.

Dividends

The Board did not recommend the payment of any dividend for the six months ended 30 June 2021 (2020: Nil).

Appreciation

On behalf of the Board, I would like to extend our sincere thanks to our shareholders, business partners and customers for their continuous support to the Group. I would also extend my gratitude and appreciation to all the Directors, management and staff for their hard work and dedication throughout the period.

By Order of the Board
YAN Jianqiang
Co-Chairman, Chief Executive Officer and Executive Director

Hong Kong, 20 October 2021

As at the date of this report, the executive Directors are Mr. YAN Jianqiang, Mr. WU Tangqing and Mr. CHUA Boon Hou (CAI Wenhao); the non-executive Director is Mr. YUAN Guoshun; and the independent non-executive Directors are Mr. LEUNG Yiu Cho and Mr. CHEN Huichun.