

# JOYAS INTERNATIONAL HOLDINGS LIMITED

(Incorporated in Bermuda on 4 October 2006 with limited liability)  
(Bermuda Company Registration Number 38991)

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## MATERIAL DIFFERENCES BETWEEN UNAUDITED AND PUBLISHED FINANCIAL STATEMENTS OF THE GROUP FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2018

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*Unless otherwise defined, capitalised terms herein shall have the same meaning as ascribed to them in the Company's announcement dated 1 March 2019 in relation to its unaudited financial results for the financial year ended 31 December 2018*

The Board of Directors (the "**Board**") of Joyas International Holdings Limited (the "**Company**") and together with its subsidiaries (the "**Group**") refers to the announcement released by the Company on 1 March 2019 in relation to its unaudited financial result for the financial year ended 31 December 2018 ("**FY2018**") (the "**Unaudited Financial Statements**").

Pursuant to Rule 704(5) of the Listing Manual Section B: Rules of Catalist of the SGX-ST, the Board would like to announce that subsequent to the release of the Unaudited Financial Statements, certain adjustments and reclassifications were made to the Unaudited Financial Statements following the finalisation of the audit by the Company's external auditor.

The material variances between the Unaudited Financial Statements and Published Financial Statements for FY2018 (the "**Published Financial Statements**") arose mainly due to the representation of certain balance sheet items and the variance due to foreign exchange differences in relation to the calculation of the loss on disposal of shares in PT Global Linker Indonesia ("**Disposal of Shares in PT Global**") and share of profit of associated company

The details of the material adjustments and differences are set out below.

Consolidated Statement of Profit or Loss and other Comprehensive Income for the year ended 31 December 2018

	Published Financial Statements HK\$'000	Unaudited Financial Statements HK\$'000	Difference HK\$'000	%	Note
Revenue	2,565	2,565	-	0%	
Other income	905	1,269	(364)	-29%	PL1
Administrative expenses	(6,375)	(6,771)	396	-6%	PL1, PL2
Other operating expenses	(200)	-	(200)	100%	PL1
Finance costs	(1,506)	(1,674)	168	-10%	PL2
Share of profit of an associate	169	303	(134)	-44%	PL3
Loss before income tax	(4,442)	(4,308)	(134)	3%	
Taxation	-	-	-	0%	
<b>Loss for the year</b>	<b>(4,442)</b>	<b>(4,308)</b>	<b>(134)</b>	<b>3%</b>	
<b>Item that may be reclassified subsequently to profit or loss:</b>					
Reclassification of currency translation reserve on disposal of subsidiary	564	-	564	100%	PL1
Share of foreign currency translation differences of associated companies	134	-	134	100%	PL3
Currency translation differences arising on consolidation	(786)	(780)	(6)	1%	
<b>Other comprehensive loss for the year, net of tax of nil</b>	<b>(88)</b>	<b>(780)</b>			
<b>Total comprehensive loss for the year</b>	<b>(4,530)</b>	<b>(5,088)</b>			
Total comprehensive income attributable to :					
Owners of the company	(3,657)	(4,556)	899	-20%	PL3
Non-controlling interests	(873)	(532)	(341)	64%	PL4
	<b>(4,530)</b>	<b>(5,088)</b>	<b>558</b>	<b>-11%</b>	

Explanatory Notes

- PL1 Variance due to the exchange difference from realization of translation reserve upon disposal of PT Global.
- PL2 Reclassification of foreign exchange differences in convertible bonds from administrative expenses to finance costs.
- PL3 Variance due to share of foreign exchange reserve due to translation from functional currency of PT Global to presentation currency of the Group that was not classified in the other comprehensive income (“OCI”).

PL4 Variance due to translation difference for PT Global for ten months and the disposal loss at Consolidation level.

Consolidated Statement of Financial Position as at 31 December 2018

	Published Financial Statements HK\$'000	Unaudited Financial Statements HK\$'000	Difference HK\$'000	%	Note
<b>Non-current assets</b>					
Property, plant and equipment	5	5	-	0%	
Investment in an associate	2,935	2,935	-	0%	
	<u>2,940</u>	<u>2,940</u>			
<b>Current Assets</b>					
Trade and other receivables	58,677	61,261	(2,584)	-4%	BS1
Financial assets at fair value	2,584	-	2,584	100%	BS1
Pledged bank deposits	-	5,460	(5,460)	-100%	BS2
Cash and bank balances	-	6,477	(6,477)	-100%	BS2
Cash and cash equivalents	11,937	-	11,937	N.A	BS2
	<u>73,198</u>	<u>73,198</u>			
Total Assets	<u>76,138</u>	<u>76,138</u>			
<b>Equity</b>					
<b>Capital and Reserves</b>					
Share capital	19,139	19,139			
Accumulated losses	(94,833)	(94,797)	(36)	0%	BS3
Other reserves	111,982	111,888	94	0%	BS3
Attributable to owners of the Company	<u>36,288</u>	<u>36,230</u>			
<b>Non-controlling interests</b>	<u>(566)</u>	<u>(508)</u>	(58)	11%	BS4
Total equity	35,722	35,722			
<b>Liabilities</b>					
<b>Non-Current Liabilities</b>					
Convertible bonds	21,201	21,201	-	0%	
Warrants	5	5	-	0%	
	<u>21,206</u>	<u>21,206</u>			
<b>Current Liabilities</b>					
Trade and other payables	17,683	17,683	-	0%	
Borrowings	1,372	1,372	-	0%	
Current tax liabilities	155	155	-	0%	
	<u>19,210</u>	<u>19,210</u>			
Total liabilities	<u>40,416</u>	<u>40,416</u>			
Total equity and liabilities	<u>76,138</u>	<u>76,138</u>			

## Explanatory Notes

- BS1           Reclassification of loan and advances for Fair Value To Profit and Loss ('FVTPL') [please provide full sentence] from trade and other receivable to financial assets at fair value.
- BS2           The variance was mainly due to the re-presentation of "Pledged bank deposits" and "Cash and bank balances" in the Unaudited Financial Statements to "Cash and cash equivalents" in the Published Financial Statements.
- BS3           The variance was a result of reasons explained in PL1 , PL2 and PL3.
- BS4           The variance was mainly as a result of share of non controlling interest ("NCI") of the loss on disposal and OCI of associate not taken up previously.

Consolidated Statement of Cash Flows for the financial year ended 31 December 2018

	Published Financial Statements HK\$'000	Unaudited Financial Statements HK\$'000	Difference <sup>(1)</sup> HK\$'000
<b>Cash Flows from Operating Activities</b>			
Loss before taxation	(4,442)	(4,308)	(134)
Adjustments for:			
Depreciation of property, plant and equipment	24	24	
Loss/ (gain) on disposal of subsidiaries	200	(364)	564
Fair value gain on warrants	(5)	(5)	
Fair value loss on derivative component of convertible bonds	(278)	(277)	(1)
Fair value gain on FVTPL	(584)	(584)	
Interest expense	1,674	1,674	
Interest income	(38)	(38)	
Share-based payment expense	247	247	
Unrealised exchange loss/(gain)	(168)	1,089	(1,257)
Share results of associate	(169)	-	(169)
Operating loss before working capital changes	<u>(3,539)</u>	<u>(2,542)</u>	
Currency translation adjustments	1,087	-	1,087
Changes in trade and other receivables	(48)	992	(1,040)
Changes in loan and advances	2,280	2,280	-
Changes in trade and other payables	<u>1,070</u>	<u>901</u>	169
Cash used in operations	850	1,631	
Interest paid			-
Income tax paid	<u>73</u>	<u>73</u>	-
Net cash generated from operating activities	<u>923</u>	<u>1,704</u>	
<b>Cash Flows from Investing Activities</b>			
Net cash outflow from disposal of subsidiaries	7,492	7,492	-
Interest received	<u>38</u>	<u>38</u>	-
Net cash generated from investing activities	<u>7,530</u>	<u>7,530</u>	
<b>Cash Flows from Financing Activities</b>			
Interest paid on convertible bonds	(1,464)	(1,464)	-
Interest paid	(14)	(14)	-
Repayment of borrowings	(4,300)	(4,300)	-
Decrease/(increase) in pledged bank deposits	<u>(44)</u>	<u>(45)</u>	1
Net cash used in financing activities	<u>(5,822)</u>	<u>(5,823)</u>	
Net increase in cash and cash equivalents	2,631	3,411	(780)
Cash and cash equivalents at beginning of year	3,846	3,846	
Effects of exchange rate fluctuations on cash and cash equivalents	-	(780)	780
Cash and cash equivalents at end of year	<u><u>6,477<sup>(2)</sup></u></u>	<u><u>6,477</u></u>	

Note:

- (1) The difference in movement in the consolidated statement of cash flow is mainly due to changes in the consolidated statement of profit and loss and other comprehensive income and the consolidated statement of financial position, which has been explained above.
- (2) Representing balance after less fixed deposit pledged of approximately HK\$5,460,000

**BY ORDER OF THE BOARD**

Lau Chor Beng, Peter  
Managing Director  
4 April 2019

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*This announcement has been prepared by Joyas International Holdings Limited (the “**Company**”) and its contents have been reviewed by PrimePartners Corporate Finance Pte. Ltd. (the “**Sponsor**”) for compliance with the Singapore Exchange Securities Trading Limited (the “**SGX-ST**”) Listing Manual Section B: Rules of Catalist. The Sponsor has not verified the contents of this announcement.*

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

*The contact person for the Sponsor is Ms Tan Pei Woon, Associate Director, Continuing Sponsorship (Mailing Address: 16 Collyer Quay, #10-00 Income at Raffles, Singapore 049318, and Email: [sponsorship@ppcf.com.sg](mailto:sponsorship@ppcf.com.sg)).*