

(Registration No.: 201901007350 (1316677-U)) (Incorporated in Malaysia under the Companies Act 2016)

FINANCIAL STATEMENTS FOR THE HALF YEAR ENDED 31 DECEMBER 2020

CHARACTERISTICS OF THE LEAP MARKET OF BURSA MALAYSIA SECURITIES BERHAD ("BURSA SECURITIES")

THE LEAP MARKET HAS BEEN POSITIONED AS A MARKET DESIGNED TO ACCOMMODATE CORPORATIONS TO WHICH A HIGHER INVESTMENT RISK MAY BE ATTACHED THAN OTHER CORPORATIONS LISTED ON THE ACE MARKET AND MAIN MARKET OF BURSA MALAYSIA SECURITIES BERHAD. IT IS A QUALIFIED MARKET WHICH IS MEANT MAINLY FOR SOPHISTICATED INVESTORS ONLY. ONLY EXISTING SECURITIES HOLDERS AND SOPHISTICATED INVESTORS ARE ALLOWED TO PARTICIPATE IN CORPORATE EXERCISES UNDERTAKEN BY ACE INNOVATE ASIA BERHAD ("AIAB" OR THE "COMPANY"). INVESTORS SHOULD BE AWARE OF THE POTENTIAL RISK OF INVESTING IN AIAB AND SHOULD MAKE THE DECISION TO INVEST ONLY AFTER DUE AND CAREFUL CONSIDERATION.



(Registration No.: 201901007350 (1316677-U)) (Incorporated in Malaysia under the Companies Act 2016)

UNAUDITED CONDENSED STATEMENTS OF PROFIT AND LOSS AND OTHER COMPREHENSIVE INCOME FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2020

	(Unaudited)		(Unaudited)	(Audited)
	Individual 6 months ended		Cummulative 12	months ended
	31.12.2020	31.12.2019	31.12.2020	31.12.2019
	RM'000	RM'000	RM'000	RM'000
Revenue	937,339	349,534	1,328,646	968,393
Cost of sales	(931,905)	(344,519)	(1,314,353)	(957,909)
Gross profit	5,434	5,015	14,293	10,484
Other income	1,836	1,110	239	286
Administrative expenses	(5,372)	(5,133)	(8,920)	(7,827)
Operating profit	1,898	992	5,612	2,943
Finance costs	(134)	(52)	(214)	(103)
Profit before tax	1,764	940	5,398	2,840
Income tax expense	(951)	(497)	(1,366)	(1,043)
Profit after tax	813	443	4,032	1,797
Other comprehensive income	-	-	-	-
Total comprehensive income			•	
for the period	813	443	4,032	1,797
Basic earnings per share (sen)	0.27	0.17	1.34	1.05

Note:

The unaudited condensed consolidated statements of profit or loss and other comprehensive income should be read in conjunction with the Audited Financial Statements of Ace Innovate Asia Berhad and its subsidiaries ("Group") for the financial year ended 31 December 2019 and the accompanying explanatory notes attached to this interim financial report.



(Registration No.: 201901007350 (1316677-U)) (Incorporated in Malaysia under the Companies Act 2016)

UNAUDITED CONDENSED STATEMENTS OF FINANCIAL POSITION AS AT 31 DECEMBER 2020

A G G TOTAL	(Unaudited) As at 31.12.2020 RM'000	(Audited) As at 31.12.2019 RM'000
ASSETS		
Non-current Assets		. =0.4
Property, plant and equipment	4,427	4,584
Right-of-use assets	626	943
Total non-current assets	5,053	5,527
Current Assets		
Inventories	9,643	2,668
Current tax assets	610	578
Trade and other receivables	12,863	12,431
Cash and short-term deposits	2,914	10,936
Total current assets	26,030	26,613
TOTAL ASSETS	31,083	32,140
EQUITY		
Share capital	23,192	23,192
Reorganisation reserve	(12,052)	(12,052)
Retained earnings	16,084	12,052
TOTAL EQUITY	27,224	23,192

[The rest of this page has been intentionally left blank]



(Registration No.: 201901007350 (1316677-U)) (Incorporated in Malaysia under the Companies Act 2016)

UNAUDITED CONDENSED STATEMENTS OF FINANCIAL POSITION AS AT 31 DECEMBER 2020 (continued)

	(Unaudited) As at 31.12.2020 RM'000	(Audited) As at 31.12.2019 RM'000
Non-current liabilities		
Loans and borrowings	3,221	2,849
Lease liabilities	3	52
Deferred tax liabilities	44	65
Total non-current liabilities	3,268	2,966
Current liabilities		
Loan and borrowings	363	383
Lease liabilities	36	33
Trade and other payables	192	5,566
Total current liabilities	591	5,982
TOTAL LIABILITIES	3,859	8,948
TOTAL EQUITY AND LIABILITIES	31,083	32,140
Net assets per share (RM)	0.09	0.08
Number of ordinary shares ('000)	300,033	300,033

Note:

The unaudited condensed consolidated statements of financial position should be read in conjunction with the Audited Financial Statements of the Group for the financial year ended 31 December 2019 and the accompanying explanatory notes attached to this interim financial report.



(Registration No.: 201901007350 (1316677-U)) (Incorporated in Malaysia under the Companies Act 2016)

UNAUDITED CONDENSED STATEMENTS OF CHANGES IN EQUITY FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2020

	Share capital RM'000	Reorganisation reserve RM'000	Retained earnings RM'000	Total equity RM'000
As at 1 January 2019 (Audited)	1,000	-	12,255	13,255
Profit for the financial period, representing total comprehensive loss				
for the financial period		-	1,797	1,797
	1,000	-	14,052	15,052
Transactions with owners				
Issue of ordinary shares	10,140	-	-	10,140
Shares issued for the acquisition of subsidiaries	12,052	(12,052)	-	-
Dividends paid on shares		-	(2,000)	(2,000)
	22,192	(12,052) -	2,000	8,140
As 31 December 2019/1 January 2020 (Audited) Profit for the financial period, representing total comprehensive income	23,192	(12,052)	12,052	23,192
for the financial period	-	-	4,032	4,032
As at 31 December 2020 (Unaudited)	23,192	(12,052)	16,084	27,224

Note:

The unaudited condensed consolidated statements of changes in equity should be read in conjunction with the Audited Financial Statements of the Group for the financial year ended 31 December 2019 and the accompanying explanatory notes attached to this interim financial report.



(Registration No.: 201901007350 (1316677-U)) (Incorporated in Malaysia under the Companies Act 2016)

UNAUDITED CONDENSED STATEMENTS OF CASH FLOWS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2020

TEAR ENDED 31 DECEMBER 2020	(Unaudited) 31.12.2020 RM'000	(Audited) 31.12.2019 RM'000
Cash flows from operating activities		
Profit before tax	5,398	2,840
Adjustments for:		
Depreciation of property, plant and equipment	242	270
Depreciation of right-of-use assets	320	270
Gain on disposal of property, plant and equipment	-	(24)
Property, plant and equipment written off	41	-
Net unrealised (gain)/loss on foreign exchange	(85)	(64)
Finance costs	214	103
Interest income	(81)	(71)
Operating profit before working capital changes	6,049	3,324
Changes in working capital:		
Inventories	(6,975)	(1,467)
Receivables	121	6,169
Payables	(5,524)	(6,717)
Cash (used in)/ generated from operations	(6,329)	1,309
Income tax refund	81	-
Income tax paid	(1,501)	(1,637)
Interest paid	(4)	(44)
Interest received	81	71
Net cash used in operating activities	(7,672)	(301)
Cash flows from investing activities		
Purchase of property, plant and equipment	(130)	(619)
Proceeds from disposal of property, plant and equipment	-	74
Net change in pledged deposits	(5)	265
Net cash used in investing activities	(135)	(280)
Cash flows from financing activities		
Placement of shares to sophisticated invstors	-	10,140
Net change in amount due from holding company	-	(6)
Net change in amount due to directors	-	(197)
Drawdown of term loan	550	-
Repayment of finance lease liabilities	(164)	(323)
Repayment of term loan	(34)	(32)
Repayment of lease liabilities	(46)	(38)
Dividens paid	-	(2,000)
Interest paid	(210)	(59)
Net cash from financing activities	96	7,485



(Registration No.: 201901007350 (1316677-U)) (Incorporated in Malaysia under the Companies Act 2016)

UNAUDITED CONDENSED STATEMENTS OF CASH FLOWS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2020 (continued)

	(Unaudited) 31.12.2020 RM'000	(Audited) 31.12.2019 RM'000
Net increase in cash and cash equivalents	(7,711)	6,905
Cash and cash equivalents at the beginning of financial year Effects of exchange rate changes on cash and cash equivalents Cash and cash equivalents at the end of financial year	10,705 (316) 2,678	2,957 843 10,705

For the purpose of the statements of cash flows, cash and cash equivalents comprise the following:

	(Unaudited) 31.12.2020 RM'000	(Audited) 31.12.2019 RM'000
Short-term deposits placed with licensed banks	236	231
Less: Pledged deposits	(236)	(231)
	-	-
Cash and bank balances	2,678	10,705
	2,678	10,705

Note:

The unaudited condensed consolidated statements of cash flows should be read in conjunction with the Audited Financial Statements of the Group for the financial year ended 31 December 2019 and the accompanying explanatory notes attached to this interim financial report.



Registration No. 201901007350 (1316677-U) (Incorporated in Malaysia under the Companies Act 2016)

A EXPLANATORY NOTES TO THE INTERIM FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2020

A1. Compliance with Financial Reporting Standard and Listing Requirements of Bursa Securities

Basis of preparation

The interim financial statements of the Group are unaudited and have been prepared in accordance with the Malaysian Financial Reporting Standards ("MFRS") 134: Interim Financial Reporting. This is the interim financial report on the consolidated results for the financial year ended 31 December 2020 announced by the Company in compliance with the LEAP Market Listing Requirements of Bursa Securities.

This report should be read in conjunction with the Audited Financial Statements of the Group for the financial year ended 31 December 2019. The explanatory notes attached to this report provide an explanation of events and transactions that are significant to the understanding of changes in the financial position and performance of the Group since the financial year ended 31 December 2019.

Changes in accounting policies

The accounting policies adopted by the Group in the interim financial report are consistent with those adopted in the audited financial statements for the financial year ended 31 December 2019, except for the adoption of the following new and revised MFRSs, Amendments to MFRS and IC interpretations:

Amendments/Improvements to MFRSs

MFRS 3	Business Combinations
MFRS 7	Financial Instruments: Disclosures
MFRS 9	Financial Instruments
MFRS 16	Leases*
MFRS 101	Presentation of Financial Statements
MFRS 108	Accounting Policies, Changes in Accounting Estimates and Errors
MFRS 139	Financial Instruments: Recognition and Measurement

[The rest of this page has been intentionally left blank]

A1. Compliance with Financial Reporting Standard and Listing Requirements of Bursa Securities

Changes in accounting policies (continued)

The Group has not adopted the following new MFRS, amendments to MFRSs and IC Interpretation effective:

		Effective for financial periods beginning on or after
New MFRSs		
MFRS 17	Insurance Contracts	1 January 2023
Amendments/Improver	ments to MFRSs	
MFRS 1	First-time Adoption of MFRSs	1 January 2023#
MFRS 3	Business Combinations	1 January 2022/
		1 January 2023#
MFRS 5	Non-current Assets Held for Sale and Discontinued Operations	1 January 2023#
MFRS 7	Financial Instruments: Disclosures	1 January 2023#
MFRS 9	Financial Instruments	1 January 2022^/
		1 January 2023#
MFRS 10	Consolidated Financial Statements	Deferred
MFRS 15	Revenue from Contracts with Customers	1 January 2023#
MFRS 101	Presentation of Financial Statements	1 January 2022/
		1 January 2023#
MFRS 107	Statements of Cash Flows	1 January 2023#
MFRS 116	Property, Plant and Equipment	1 January 2022/
		1 January 2023#
MFRS 119	Employee Benefits	1 January 2023#
MFRS 128	Investments in Associates and Joint Ventures	Deferred/1 January 2023#
MFRS 132	Financial instruments: Presentation	1 January 2023#
MFRS 136	Impairment of Assets	1 January 2023#
MFRS 137	Provisions, Contingent Liabilities and Contingent Assets	1 January 2023#
MFRS 138	Intangible Assets	1 January 2023#
MFRS 140	Investment Property	1 January 2023#
MFRS 141	Agriculture	1 January 2022^

A1. Compliance with Financial Reporting Standard and Listing Requirements of Bursa Securities

Changes in accounting policies (continued)

Notes:

The adoption of the above new standard and amendments is not expected to have significant impact on the financial position and financial performance of the Group.

A2. Seasonal/Cyclical Factors

The Group does not experience any seasonality in its business as the demand for physical gold products is not subject to major seasonal fluctuations. However, its business is subject to economic conditions and fluctuations in global gold prices, which are affected by factors including, but not limited to, market speculation of future inflation and interest rates, global and regional economic, global gold supply and consumption levels, as well as investment and trading activities in the market.

A3 Unusual Items

There were no material unusual items affecting assets, liabilities, equity, net income and cash flows for the six months ended 31 December 2020.

A4 Material Changes in Estimates

There were no material changes in estimates of amounts reported in prior financial year that have a material effect during the six months ended 31 December 2020.

A5 Debt and Equity Securities

There was no issuance, cancellation, repurchase, resale and repayment of debt and equity securities during the six months ended 31 December 2020.

A6 Segmental Information

Analysis of revenue

(i) By products and services

	(Unaudited)		(Unaudited)	(Audited)
	Individual 6 months ended		Cummulative 12	2 months ended
	31.12.2020 31.12.2019		31.12.2020	31.12.2019
	RM'000	RM'000	RM'000	RM'000
Scrap gold bar	165,156	57,072	233,705	225,691
Cast gold bar	771,367	292,247	1,093,777	742,290
Minted gold bar	692	110	960	230
Assay services	116	105	196	182
Others	8	-	8	-
	937,339	349,534	1,328,646	968,393

[^] The Annual Improvements to MFRSs 2018-2020.

[#] Amendments as to the consequence of MFRS 17 Insurance Contracts.

(ii) By geographical location

	(Unauc	dited)	(Unaudited)	(Audited)
	Individual 6 m	Individual 6 months ended		2 months ended
	31.12.2020	31.12.2019	31.12.2020	31.12.2019
	RM'000	RM'000	RM'000	RM'000
Malaysia	937,421	213,468	1,244,030	725,039
Singapore	(82)	136,066	84,616	243,354
	937,339	349,534	1,328,646	968,393

(iii) Sales channels

	(Unaudited) Individual 6 months ended		(Unaudited) Cummulative 1	(Audited) 2 months ended
			31.12.2019 RM'000	
GTP platform	936,233	349,302	1,327,192	968,008
E-commerce	692	127	960	203
Banking	290	-	290	-
Assay services	116	105	196	182
Others	8	-	8	-
	937,339	349,534	1,328,646	968,393

A7 Material Events Subsequent to the End of the Financial Period

The Covid-19 outbreak has brought significant economic uncertainties in Malaysia and markets in which the Group operates. The Group is unable to reasonably estimate the financial impact of Covid-19 for the financial year ending 31 December 2021 and will continue to monitor and take appropriate measures to minimise the financial impact to the Group. Other than the impact of Covid-19 pandemic, there was no subsequent material event as at the date of this report.

A8 Contingent Assets and Contingent Liabilities

There were no material changes in contingent assets and contingent liabilities during the six months ended 31 December 2020.

A9 Changes in The Composition Of The Group

There were no material changes in the composition of the Group during the six months ended 31 December 2020.

A10 Capital Commitments

The Group has made commitments for the following capital expenditure:

	(Unaudited) As at 31.12.2020 RM'000	(Audited) As at 31.12.2019 RM'000
Property, plant and equipment		200

B ADDITIONAL INFORMATION REQUIRED UNDER THE LEAP MARKET LISTING REQUIREMENTS OF BURSA SECURITIES

B1 Review of Performance

The Group recorded revenue of RM937.34 million in the current six months period ended 31 December 2020, an increase of RM587.81 million or 168.17% against preceding year corresponding period of RM349.53 million primarily due to higher demand in Malaysia for precious metals in light of the Covid-19 pandemic and the resulting effect on the global economy as gold is generally deemed as a safe investment during times of uncertainty. This revenue growth was partially offset by a decrease in export sales of RM136.15 million as a result of the stringent lockdown measures imposed globally due to the Covid-19 pandemic.

For the financial year ended 31 December 2020, the Group's revenue increased by RM360.25 million or 37.20% to RM1,328.65 million due to higher sales volume, combined with higher realised gold prices. The volume of gold traded increased by 78,911 grams as compared to the prior year and the average revenue per gram traded increased by 34.81% to RM244 per gram from RM181 per gram in the prior year.

The growth in revenue was led by gold traded through the Group GTP platform which increased by RM359.18 million, while e-commerce increased by RM0.76 million. On 1 December 2020, the Company's wholly-owned subsidiary, Ace Capital Growth Sdn. Bhd., executed a service agreement to supply, sell, buy and provide digital gold trading platform (i.e., via the Group's GTP platform) to Maybank Islamic Berhad for digital gold trading ("Service Agreement with MIB") which registered a revenue of RM0.29 million during the current period.

In tandem with the significant increase in revenue, the Group reported a profit after tax of RM4.03 million compared to RM1.80 million in the financial year ended 31 December 2019. Earnings per share rose by 27.62% to 1.34 sen.

B2 Prospects of The Group

In addition to the Service Agreement with MIB as mentioned above, the Group intends to collaborate with more local Islamic banks, financial institutions and e-wallet providers to tap into the digital gold market via the Group's GTP platform. Currently the Group is in the midst of negotiating with a few financial institutions to collaborate on the digital gold trading.

In addition, the Group had on 10 February 2021 incorporated a joint venture company namely One Gold Sdn Bhd ("JV Company") (40% owned by the Group) with TFP Solutions Bhd ("TFP"), whereby TFP will provide a "Fin-Tech" platform for its consumers to conduct digital gold trading in collaboration with the Group's GTP platform.

Currently the Group's minted gold bar are being sold via e-commerce channels. Moving forward, the Group intend to include wholesale of minted gold bars to goldsmith or jewellery traders.

Premised on the above and barring any unforeseen circumstances, the Board of Directors of the Company is optimistic with the prospects for the financial year ending 31 December 2021 with the possibility of global economy recovery from COVID-19 pandemic and new business income from the Service Agreement with MIB. Nevertheless, the Group will continue to seek opportunities to deliver sustainable growth in the long term.

B3 Profit Forecast/Profit Guarantee

Not applicable as the Group did not publish any profit forecast or profit guarantee.

C OTHER INFORMATION

C1 Status of Utilisation of Proceeds

The utilisation of proceeds of RM10.14 million from the placement of shares as at 31 December 2020 is as follows:

Purposes	Proposed Utilisation	Revised Utilisation RM'000	Actual Utilisation RM'000	Unutilised Proceeds RM'000	Estimated Timeframe for Utilisation Upon Listing
Working capital	8,956	9,218	9,218	-	Within 12 months
Enhancement of office	200	-	-	-	Within 12 months
Marketing and advertising expenses	64	2	2	-	Within 12 months
Listing expenses	920	920	920		Immediately
	10,140	10,140	10,140		

Note:

On 15 December 2020, the Board of Directors of the Company had resolved to revise the utilisation of proceeds.

C2 Loans and Borrowings

The Group's total borrowings as at 31 December 2020 are as follows:

	(Unaudited) As at 31.12.2020 RM'000	(Audited) As at 31.12.2019 RM'000
Non-current		
Term loans	3,143	2,680
Finance lease liabilities	78	169
	3,221	2,849
Current		
Term loans	124	71
Finance lease liabilities	239	312
	363	383
Total loans and borrowings		
Term loans	3,267	2,751
Finance lease liabilities	317	481
	3,584	3,232

C3 Material Litigation

There were no other material litigations, claims or arbitration, either as plaintiff or defendant, and the Directors have no knowledge of any proceedings pending against the Group or of any fact likely to give rise to any proceedings which might adversely and materially affect the financial position or business of the Group, save as disclosed below:

On 9 December 2020, the Company announced that Ace Capital Growth Sdn. Bhd. ("the Plaintiff"), a wholly subsidiary of Ace Asia Innovate Berhad had commenced a legal action at the Kuala Lumpur High Court against Kua Kee Khoon ("1st Defendant"), TTT Bullion Sdn Bhd ("2nd Defendant"), Chenag Kok Keet ("3rd Defendant"), Ho Kat Ann ("4th Defendant"), Leow Chee Wai ("5th Defendant") and Leow Chee Lip ("6th Defendant") whereby the Plaintiff claims against the Defendant for the following:

- (a) a declaration that the 1st Defendant had acted in breach of his fiduciary and other duties to the Plaintiff;
- (b) declaration that the 1st Defendant had acted in breach of Section 221 of the Companies Act 2016 or otherwise in failing to disclose to the Plaintiff of his personal interest in the 2nd Defendant;
- (c) a declaration that the 1st Defendant had acted in breach of Section 213 of the Companies Act 2016 or otherwise in failing to exercise his powers for a proper purpose and in good faith in the best interest of the Plaintiff;
- (d) a declaration that the 3rd, 4th, 5th and 6th Defendants had acted as individual co-conspirators and/or joint tortfeasors together with the 1st Defendant;
- (e) an account be ordered to the profit made by each of the Defendants in respect of the business of the 2nd or otherwise resulting from their breach of duties or conspired acts and an order that such profits, as assessed by the Court, be paid by the said Defendants to the Plaintiff;
- (f) damages suffered by the Plaintiff as the result of the breach of duties by the 1st Defendant assisted by the 3rd, 4th, 5th and 6th Defendants;
- (g) an injunction to restrain all the Defendants or acting by their directors, officers, servants, agents or any of them from doing the following acts: -
 - (i) using, divulging, disclosing and/or dealing in any manner whatsoever to which the 1st Defendant had unfettered access to the confidential information of the Plaintiff including information of a confidential, trade secret and/or proprietary character and developed by the Plaintiff, either alone or with others and pertaining to the Plaintiff's trade and Plaintiff's Business including information relating to the Plaintiff's products, customers, suppliers, pricing methods, historical, current and projected financial information, marketing information, technical data and know-how, confidential evaluations of technical and business information in the public domain ("Confidential Information").
 - (ii) soliciting, canvassing, taking and/or soliciting orders for gold bullion and/or other precious metals from any customers of the Plaintiff or person with whom the Plaintiff had a dealing or otherwise dealing with any such customer or person for the sale of products and/or services which are the same as the Plaintiff's products and/or services;

- (h) an order that the Defendants do forthwith cause to deliver up all the copies of the customers list and any confidential information and/or trade secrets of the Plaintiff, which are in the possession, power or custody of the Defendants, the use or disclosure of which would offend against the foregoing injunction or any of them;
- (i) aggravated damages;
- (j) exemplary damages;
- (k) interest on all sums adjudged to be payable to the Plaintiff at such rate and for such period as this Honourable Court deems fit and proper to grant;
- (1) cost; and
- (m) any further and other relief, which this Honourable Court deems fit and proper to be granted.

C4 Dividend

There was no dividend declared or proposed as at the date of this report.

C5 Earnings Per Share

(a) Basic earnings per ordinary share

Basic earnings per share are based on the profit for the financial period attributable to owners of the Group and the weighted average number of ordinary shares outstanding during the financial period, calculated as follows:

	(Unaudited) Individual 6 months ended		(Unaudited) Cummulative 12	(Audited) 2 months ended
	31.12.2020	31.12.2019	31.12.2020	31.12.2019
Profit attributable to owners of				
the Company (RM'000)	813	443	4,032	1,797
Weighted average number of				
ordinary shares at end of period	300,032,999	261,887,765	300,032,999	170,698,175
Basic earnings per ordinary	0.27	0.17	1 24	1.05
share (sen)	0.27	0.17	1.34	1.05

(b) Diluted earnings per ordinary shares

The diluted earnings per share is equivalent to the basic earnings per share as the Group do not have any potential ordinary shares outstanding at the end of the reporting period.