

FORM: Half yearly/preliminary final report

Name of issuer

Actcelerate International Group Limited

ACN or ARBN

621 882 424

Half yearly
(tick)

✓

Preliminary
final (tick)

Half year/financial year ended
(‘Current period’)

30 June 2021

For announcement to the market

Extracts from this statement for announcement to the market (see note 1).

				\$A,000
Revenue (item 1.1)	Down	19%	to	18
Profit (loss) for the period (item 1.9)	Down	3%	to	(131)
Profit (loss) for the period attributable to members of the parent (item 1.11)	Down	3%	to	(131)
Dividends				
Franking rate applicable:		Current period		Previous corresponding period
		nil		nil
Final dividend (preliminary final report only)(item 10.13-10.14)				
Amount per security		nil		nil
Franked amount per security				
Interim dividend (Half yearly report only) (item 10.11 – 10.12)				
Amount per security		nil		nil
Franked amount per security				
Short details of any bonus or cash issue or other item(s) of importance not previously released to the market:				



Actcelerate International Group Ltd

Company Number 295464, ARBN Number 621 882 424

P.O. Box 31119 Grand Pavilion Hibiscus way,
802 West Bay Road, Grand Cayman KY1-1205,
Cayman Islands.

ACTCELERATE INTERNATIONAL GROUP LIMITED (a Cayman Islands Exempted Company)

ARBN 621 882 424

INTERIM REPORT

30 JUNE 2021

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CORPORATE DIRECTORY

Directors	Cheong Chen Khan (Managing Director & Chief Executive Officer) Rodney James Huey (Independent Non-executive Chairman) Derrick De Souza (Independent Non-executive Director) Mohd Azmi Mohd Lila (Independent Non-executive Director)
Company Secretary	Daniel Smith
Registered office (Cayman Islands)	P.O. Box 31119 Grand Pavillion Hibiscus Way, 802 West Bay Road Grand Cayman, KY1-1205 Cayman Islands
Nominated Advisor	Minerva Corporate Pty Ltd Level 8, 99 St Georges Terrace Perth WA 6000 Australia
Company number	295464
Share Registry	Advanced Share Registry Services 110 Stirling Hwy Nedlands WA 6009 Australia
Auditor	BDO Audit (WA) Pty Ltd 38 Station Street Subiaco WA 6008
Solicitor (Australia)	Atkinson Corporate Lawyers Level 8, 99 St Georges Terrace Perth WA 6000 Australia
Solicitor (Cayman Islands)	Collas Crill (Singapore) Pte. Limited Level 40, Ocean Financial Centre 10 Collyer Quay Singapore 049315

DIRECTOR'S REPORT

Your directors present their report on Actcelerate International Group Limited ("ACT" or the "Company") for the half-year ended 30 June 2021. All amounts are stated in Australian dollars (\$) unless otherwise noted.

DIRECTORS OF ACTCELERATE INTERNATIONAL GROUP LIMITED

The Directors and Company Secretary of the Company at any time during or since the end of the half-year period are as follows:

Cheong Chen Khan (Chief Executive Officer)
Rodney James Huey (Independent Non-executive Chairman)
Mohd Azmi Mohd Lila (Independent Non-executive Director)
Derrick De Souza (Independent Non-executive Director)

Daniel Smith (Company Secretary)

OPERATING RESULT

The loss from operations of the Company for the half year ended 30 June 2021 was \$131,392 (30 June 2020: \$127,062).

KEY EVENTS DURING THE HALF YEAR

Operations

During the half year the Company's management, in conjunction with Actcelerate Asset Management Ltd ("AAM"), undertook due diligence on a range of investment opportunities within Australia and southeast Asia in line with its stated investment objectives. Specifically, the Company has focussed on opportunities within the financial services, information and communication technology, new age retail and green technology sectors, and which leverages on technology advancement and contributions to the development of the creative economy. AIG's target companies' valuation will range from \$1 million – \$10 million, with the flexibility of equity, debt or hybrid investments.

As the Company's management as well as AAM are based in Malaysia, the lockdowns that have been instituted by the government of Malaysia (as well as other countries) has impacted on the Company's ability to review various investment opportunities and/or extended the time taken in which to complete due diligence enquiries.

Eyeport Sdn Bhd

On 1 March 2021, the Company advised that it had commenced legal proceedings against Eyeport in the Session Court in Shah Alam, Malaysia. The Session Court has granted the Company's application for Summary Judgement against Eyeport, and the Company is currently pursuing the execution of the said Judgement by way of a Writ of Seizure and Sale through the Session Court.

Annual General Meeting

The Company's Annual General Meeting was held on 25 May 2021, with the sole resolution passed by way of a poll.

DIVIDENDS

No dividends were paid or are proposed to be paid to members during the financial period.

FINANCIAL POSITION

The loss from operations of the Company for the half year ended 30 June 2021 was \$131,392 (30 June 2020: \$127,062).

At 30 June 2021, the Company had \$31,891 cash at bank (31 December 2020: \$21,755).

AFTER BALANCE DATE EVENTS

On 1 July 2021, the Company provided an update on its investment in Ideaqu Pte Ltd. As foreshadowed at the Company's AGM, IDEAQU have been advancing their plans to seek a listing of the business on an international exchange. As part of this process, AIG's convertible note investment in Ideaqu will be converted into equity in the new listed company (**Conversion Event**). Pursuant to the convertible note deed, and to provide IDEAQU with time to undertake their listing event, the parties agreed to extend the repayment date of the convertible notes until the earlier of the Conversion Event or 31 December 2022.

On 2 September 2021, the Company announced an extension to the unsecured loan facility agreement with PEG Holding Sdn Bhd. The Company now has until 25 August 2022 in which to repay the facility (unless extended by the parties). The terms of the Facility were announced 26 August 2020.

On 13 September 2021 the company completed a placement to raise \$110,000 by issuing 2,200,000 shares at \$0.05 per share.

No other matter or circumstance has arisen since 30 June 2021 that has significantly affected, or may significantly affect the consolidated entity's operations, the results of those operations, or the consolidated entity's state of affairs in future financial years.

SIGNIFICANT CHANGES IN STATE OF AFFAIRS

There have been no other significant changes in the state of affairs of the Company during the financial period.

Signed in accordance with a resolution of the board of directors



Cheong Chen Khan
Director
13 September 20201

Actcelerate International Group Limited
Statement of Profit or Loss and Other Comprehensive Income
For the period ended 30 June 2021

	Note	1 January 2021 to 30 June 2021 \$	1 January 2020 to 30 June 2020 \$
Revenue	2	17,659	21,804
Corporate administration expenses		(29,648)	(41,355)
Audit fee		(12,597)	(21,931)
Consulting and advisory fees		(3,723)	(19,800)
Directors' fees and remuneration		(64,500)	(51,710)
Interest Expense		(5,589)	-
Fair value movement on financial assets		(32,994)	(14,070)
Loss before income tax		(131,392)	(127,062)
Income tax expense		-	-
Loss after income tax		(131,392)	(127,062)
Other comprehensive income			
<i>Items that may be reclassified to profit or loss</i>			
Exchange differences on translation of foreign operations		-	-
Total comprehensive income/(loss) for the period		(131,392)	(127,062)
Basic (loss) per share		(0.002)	(0.002)

The above Statement of Profit or Loss and Other Comprehensive Income should be read in conjunction with the accompanying notes.

Actcelerate International Group Limited
Statement of Financial Position
As at 30 June 2021

	Note	30/06/21 \$	31/12/20 \$
Current assets			
Cash and cash equivalents	3	31,891	21,755
Other current assets		13,543	28,999
Financial assets at fair value through profit or loss		-	394,422
Total current assets		<u>45,434</u>	<u>445,176</u>
Non-current assets			
Financial assets at fair value through profit or loss	4	467,311	102,822
Total non-current assets		<u>467,311</u>	<u>102,822</u>
Total assets		<u>512,745</u>	<u>547,998</u>
Current liabilities			
Trade and other payables	5	246,361	230,811
Borrowings		157,959	77,370
Total current liabilities		<u>404,320</u>	<u>308,181</u>
Total liabilities		<u>404,320</u>	<u>308,181</u>
Net assets		<u>108,425</u>	<u>239,817</u>
Equity			
Issued capital	6	2,413,849	2,413,849
Share premium		594,019	594,019
Reserves		92,549	92,549
Accumulated losses		(2,991,992)	(2,860,600)
Total equity		<u>108,425</u>	<u>239,817</u>

The above Statement of Financial Position should be read in conjunction with the accompanying notes

Actcelerate International Group Limited
Statement of Changes in Equity
For the period ended 30 June 2021

	Issued Capital Ordinary	Share Premium	Foreign Currency Translation Reserve	Accumulated Losses	Total
	\$	\$	\$	\$	\$
Balance at 1 January 2020	2,353,849	594,019	92,549	(2,579,245)	461,172
Loss for the period	-	-	-	(127,062)	(127,062)
Other comprehensive income/(loss) for the period	-	-	-	-	-
Total comprehensive loss for the period	-	-	-	(127,062)	(127,062)
Shares issued (net of costs) (note 8)	60,000	-	-	-	60,000
Balance at 30 June 2020	2,413,849	594,019	92,549	(2,706,307)	394,110

	Issued Capital Ordinary	Share Premium	Foreign Currency Translation Reserve	Accumulated Losses	Total
	\$	\$	\$	\$	\$
Balance at 1 January 2021	2,413,849	594,019	92,549	(2,860,600)	239,817
Loss for the period	-	-	-	(131,392)	(131,392)
Other comprehensive income/(loss) for the period	-	-	-	-	-
Total comprehensive loss for the period	-	-	-	(131,392)	(131,392)
Shares issued (net of costs) (note 8)	-	-	-	-	-
Balance at 30 June 2021	2,413,849	594,019	92,549	(2,991,992)	108,425

The above Statement of Changes in Equity should be read in conjunction with the accompanying notes.

Actcelerate International Group Limited
Statement of Cash Flows
For the period ended 30 June 2021

	1/1/21 to 30/6/21	1/1/20 to 30/6/20
	\$	\$
Cash flows from operating activities:		
Payments to suppliers and employees	(82,520)	(95,470)
Interest	17,659	21,804
Net cash used in operating activities	<u>(64,861)</u>	<u>(73,666)</u>
Cash flows from financing activities		
Proceeds from issue of shares during the period	-	60,000
Proceeds from borrowings	75,000	-
Net cash provided by financing activities	<u>75,000</u>	<u>60,000</u>
Net change in cash and cash equivalents	10,139	(13,666)
Cash and cash equivalents at beginning of financial period	21,755	35,350
Effect of exchange rate fluctuations	(3)	(636)
Cash and cash equivalents at end of financial period	<u>31,891</u>	<u>21,048</u>

The above Statement of Cash Flows should be read in conjunction with the accompanying notes.

1 Statement of Significant Accounting Policies

Basis of Preparation

These general purpose financial statements have been prepared in accordance with Australian Accounting Standards AASB 134 *Interim Financial Reporting*.

This report should be read in conjunction with any public announcements made by the company during the interim reporting period.

The half-year report has been prepared on an accruals basis and is based on historical costs modified by the revaluation of selected non-current assets, financial assets and financial liabilities for which the fair value basis of accounting has been applied.

Going Concern

For the half-year ended 30 June 2021 the Company recorded a loss of \$131,392 (30 June 2020: 127,062 loss) and had a working capital deficit of \$358,886 (31 December 2020: surplus of \$136,995). The company had net cash outflows from operating activities of \$64,861 for the half-year ended 30 June 2021 (30 June 2020 half-year ended: \$73,666).

The ability of the Company to continue as a going concern is principally dependent upon its ability to raise further funds as required from the issue of equity or debt instruments.

These conditions indicate a material uncertainty that may cast a significant doubt about the company's ability to continue as a going concern and, therefore, that it may be unable to realise its assets and discharge its liabilities in the normal course of business.

Directors believe that there will be sufficient funds available to continue to meet the Company's working capital requirements as at the date of this report and that sufficient funds will be available to finance the operations of the Company for the following reasons:

- On 13 September 2021 the company completed a placement to raise \$110,000 by issuing 2,200,000 shares at \$0.05 per share.
- It continues to receive full support from its creditors, directors and a related party, in particular, for them to not demand payment of balances due to them until such time that the Company has sufficient working capital to pay; of the total \$246,361 trade and other payables disclosed in note 5 \$228,080 is deferred;
- subsequent to 30 June 2021, the company extended the term of an unsecured loan facility agreement of \$150,000 with PEG Holding Sdn Bhd (refer to note 9). This has been fully drawn down at the date of this report;
- the Company has received a financial support letter from a founding shareholder, including not seeking the repayment of the unsecured loan until such time as the Company has sufficient funds to repay, and the directors are comfortable with its capacity to provide the support;
- managing the Company's working capital requirements; and

The Directors have reasonable grounds to believe that they will be able to complete any required future capital raising and/or achieve any of the above funding alternatives.

Should the Company not be able to continue as a going concern, it may be unable to realise its assets and discharge its liabilities in the normal course of business. In this instance, it may be required to

Actcelerate International Group Limited
Notes to the Financial Statements
For the period ended 30 June 2021

realise its assets and discharge its liabilities other than in the ordinary course of business, and at amounts that differ from those stated in the financial statements. The financial report does not include any adjustments relating to the recoverability and classification of recorded asset amounts or liabilities that might be necessary should the Company not continue as a going concern.

The half-year report does not include full disclosures of the type normally included in an annual financial report. For the purposes of preparing the half-year financial statements, the half-year has been treated as a discrete reporting period.

The accounting policies have been consistently applied by the Company and are consistent with those applied in the previous financial year and those of the corresponding interim reporting period unless otherwise stated.

Adoption of new and amended accounting standards

In the half year ended 30 June 2021, the Company has reviewed all of the new and revised Standards and Interpretations issued by the AASB that are relevant to its operations and effective for annual reporting periods beginning on or after 1 January 2021.

The impact of these standards, and the other new and amended standards adopted by the Company, has not had a material impact on the amounts presented in the Company's financial statements.

2 Revenue from continuing operations	01/01/21 to 30/6/21	01/01/20 to 30/6/20
	\$	\$
Interest Income	17,659	21,804
	<u>17,659</u>	<u>21,804</u>
3 Cash and Other Financial Assets	30/06/21	31/12/20
	\$	\$
Cash at bank and in hand	31,891	21,755
4 Financial Assets at Fair Value Through Profit or Loss	30/06/21	31/12/20
	\$	\$
Opening balance	497,244	546,404
Foreign exchange movement	3,061	(35,090)
Fair value movement (ii)	<u>(32,994)</u>	<u>(14,070)</u>
Closing balance	<u>467,311</u>	<u>497,244</u>
Current Assets (a)	-	394,422
Non-current Assets (b)	<u>467,311</u>	<u>102,822</u>
	<u>467,311</u>	<u>497,244</u>

(i) Fair value estimation

The fair value of financial assets and financial liabilities must be estimated for recognition and measurement or for disclosure purposes.

Actcelerate International Group Limited
Notes to the Financial Statements
For the period ended 30 June 2021

The carrying value less impairment provision for trade receivables and trade payables are assumed to approximate their fair values due to their short-term nature.

(ii) Fair value hierarchy

During the period ended 30 June 2021, there were no transfers between levels 1 and 2 for recurring fair value measurements during the year. There were also no transfers into or out of level 3 during the year.

Level 1: the fair value of financial instruments traded in active markets is based on quoted market prices at the end of the market period.

Level 2: the fair value of financial instruments not traded in an active market is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity specific estimates.

Level 3: if one or more of the significant inputs is not based on observable market data, the instrument is included in level 3.

The convertible note with Ideaqu Pte Ltd and the investment in WOBB Sdn Bhd is determined as level 3. A significant input is not based on observable market data. Refer below for further detail of the valuation technique.

(iii) Recognised fair value measurements

	30/6/21	31/12/20
	\$	\$
Iedaqu Pte Ltd convertible note (Level 3)	362,692	394,422
Investment in WOBB Sdn Bhd (Level 3)	104,619	102,822

(iv) Valuation techniques used to determine level 3 fair values

The fair value of the Ideaqu convertible note is determined using a discounted cash flow (DCF) model. The DCF model is calculated for the term of the convertible note to 31 December 2022 and includes the expected cashflows from interest payments. The discount rate used in the DCF model is 9%. The higher the discount rate, the lower the fair value of the asset.

5 Trade and Other Payables

		30/6/21	31/12/20
		\$	\$
Trade payables		91,991	97,554
Advance payable	(i)	49,371	49,257
Accruals		105,000	84,000
		<u>246,362</u>	<u>230,811</u>

(i) Advance payable

An amount of SGD 50,000 (AUD \$49,371) was advanced to the company by Dr Sherwin Chew Chen Yee in September 2015. The amount is repayable on demand and is non-interest bearing. Dr Sherwin Chew Chen Yee a principal of Actcelerate Asset Management Ltd (the "Manager") and of Potential Excelerate Group Limited, is the Company's founding shareholder and promoter. Dr Sherwin Chew Chen Yee has committed to the Company that he will not seek repayment of the amount until such time as the Company has the means to do so.

6	Issued Capital	30/6/21	31/12/20
		\$	\$
	Share capital		
	Fully paid ordinary shares (a)	2,413,849	2,413,849

(a) Movement in shares - period ended 30 June 2021	Date	1/1/21 to	1/1/21 to
<i>(1) Fully paid ordinary shares</i>		30/6/21	30/6/21
		No.	\$
Opening balance	1/1/21	62,982,000	2,413,849
Closing balance	30/6/21	63,582,000	2,413,849

(a) Movement in shares - period ended 30 June 2020	Date	1/1/20 to	1/1/20 to
<i>(1) Fully paid ordinary shares</i>		30/6/20	30/6/20
		No.	\$
Opening balance	1/1/20	62,982,000	2,353,849
Issue of shares	7/1/20	600,000	60,000
Closing balance	30/6/20	63,582,000	2,413,849

Ordinary shares participate in dividends and the proceeds on winding up of the parent entity in proportion to the number of shares held. At shareholders' meetings each ordinary share is entitled to one vote when a poll is called, otherwise each shareholder has one vote on a show of hands.

7 Contingent Liabilities

There has been no material change to contingent liabilities since 31 December 2020.

8 Related Party Transactions

There have been no new related party transactions with directors, key management personnel or related parties in the current period.

9 Events Subsequent to Reporting Date

On 1 July 2021, the Company provided an update on its investment in Ideaqu Pte Ltd. As foreshadowed at the Company's AGM, IDEAQU have been advancing their plans to seek a listing of the business on an international exchange. As part of this process, AIG's convertible note investment in Ideaqu will be converted into equity in the new listed company (**Conversion Event**). Pursuant to the convertible note deed, and to provide IDEAQU with time to undertake their listing event, the parties agreed to extend the repayment date of the convertible notes until the earlier of the Conversion Event or 31 December 2022.

Actcelerate International Group Limited
Notes to the Financial Statements
For the period ended 30 June 2021

On 2 September 2021, the Company announced an extension to the unsecured loan facility agreement with PEG Holding Sdn Bhd. The Company now has until 25 August 2022 in which to repay the facility (unless extended by the parties). The terms of the Facility were announced 26 August 2020.

On 13 September 2021 the company completed a placement to raise \$110,000 by issuing 2,200,000 shares at \$0.05 per share.

No other matter or circumstance has arisen since 30 June 2021 that has significantly affected, or may significantly affect the consolidated entity's operations, the results of those operations, or the consolidated entity's state of affairs in future financial years.

DIRECTORS' DECLARATION

The Directors of the Company declare that:

1. The financial statements, comprising the Statement of Profit or Loss and Other Comprehensive Income, the Statement of Financial Position, the Statement of Cash Flows, the Statement of Changes in Equity and accompanying notes:
 - a) comply with AASB 134 Interim Financial Reporting and other mandatory professional reporting requirements; and
 - b) present fairly of the Company's financial position as at 30 June 2021 and of its performance as represented by the results of its operations, changes in equity and its cash flows, for the half-year ended on that date.
2. In the Directors' opinion, there are reasonable grounds to believe that the Company 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 and is signed for and on behalf of the directors by:



Cheong Chen Khan
Director
13 September 2021

INDEPENDENT AUDITOR'S REVIEW REPORT

To the members of Actcelerate International Group Limited

Report on the Half-Year Financial Report

Qualified conclusion

We have reviewed the half-year financial report of Actcelerate International Group Limited (the Company), which comprises the statement of financial position as at 30 June 2021, the statement of profit or loss and other comprehensive income, statement of changes in equity and statement of cash flows for the half-year ended on that date, a summary of significant accounting policies and other explanatory information, and the directors' declaration.

Based on our review, which is not an audit, except for the effects of the matter described in the *Basis for qualified conclusion* section, we have not become aware of any matter that makes us believe that the accompanying half-year financial report of the Company does not present fairly, in all material respects, the financial position of the company as at 30 June 2021, and of its financial performance and its cash flows for the half-year ended on that date, in accordance with Accounting Standard AASB 134 *Interim Financial Reporting*.

Basis for qualified conclusion

As disclosed in Note 4 to the financial report, included in the Financial Asset at Fair Value through profit or loss is the convertible note receivable from from Ideaqu Pte. Ltd ("the note holder") which is carried at \$362,692 on the statement of financial position as at 30 June 2021. We were unable to obtain sufficient appropriate evidence in relation to the carrying value of the convertible note receivable as at 30 June 2021 because the Directors were unable to obtain access to the financial information of the note holder to support the assumptions used in determining the fair value of the receivable. As a result of this matter, we were unable to determine whether any adjustment to carrying value of the convertible note receivable and the related element making up the statement of profit or loss and other comprehensive income is necessary. Our audit opinion for the year ended 31 December 2020 was also modified in respect of the same matter.

We conducted our review in accordance with ASRE 2410 *Review of a Financial Report Performed by the Independent Auditor of the Entity*. Our responsibilities are further described in the *Auditor's Responsibilities for the Review of the Financial Report* section of our report. We are independent of the Entity 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 the audit of the annual financial report in Australia. We have also fulfilled our other ethical responsibilities in accordance with the Code.



Material uncertainty related to going concern

We draw attention to Note 1 in the financial report which describes the events and/or conditions which give rise to the existence of a material uncertainty that may cast significant doubt about the Company's ability to continue as a going concern and therefore the company may be unable to realise its assets and discharge its liabilities in the normal course of business. Our conclusion is not modified in respect of this matter.

Responsibility of the directors for the financial report

The directors of the company are responsible for the preparation and fair presentation of the half-year financial report in accordance with Accounting Standard AASB 134 *Interim Financial Reporting* and for such internal control as the directors determine is necessary to enable the preparation and fair presentation of the half-year financial report that is free from material misstatement, whether due to fraud or error.

Auditor's responsibility for the review of the financial report

Our responsibility is to express a conclusion on the half-year financial report based on our review. ASRE 2410 requires us to conclude whether anything has come to our attention that causes us to believe that the half-year financial report does not present fairly, in all material respects, the financial position of the Entity as at 30 June 2021 and of its financial performance and its cash flows for the half-year ended on that date, accordance with Accounting Standard AASB 134 *Interim Financial Reporting*.

A review of a financial report consists of making enquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Australian Auditing Standards and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

BDO Audit (WA) Pty Ltd

BDO


Phillip Murdoch

Director

Perth, 13 September 2021