

BERMELE PLC
UNAUDITED CONDENSED INTERIM FINANCIAL STATEMENTS
FOR THE PERIOD 1 FEBRUARY 2020 TO 31 JULY 2020

BERMELE PLC
Interim Management Report
For the Period 1 February 2020 to 31 July 2020

Overview

This has been an exciting 6 months for the Company, which, on 20 July 2020 announced it had signed Heads of Terms to acquire the entire issued share capital of East Imperial Pte. Ltd (the "Reverse Takeover"). The trading in the Company's shares and its Listing on the London Stock Exchange is currently suspended, until such time as the Reverse Takeover is completed or has been terminated.

The Company incurred a loss for the period ended 31 July 2020 of £210,818. The loss for the period results from the on-going administrative expenses of £210,818 reflecting the payroll, cost of being listed and the pursuit and expenses relating to the Reverse Takeover.

The Board continues to prudently manage its cash resources and has minimised ongoing operating costs in light of the Reverse Takeover.

Cash Flow and Net Debt

The company's cash balance as at 31 July 2020 was £233,738 and it had no debt as at 31 July 2020. In November 2020, the Company raised £100,000 through a Convertible Loan.

Dividends

The directors have not declared an interim dividend for the six months ended 31 July 2020.

Current Trading and Outlook

The Company is in the process of acquiring the entire issued share capital of East Imperial Pte. Ltd. The acquisition and balance of associated costs will be payable through the issuance of new ordinary shares. The transaction with East Imperial is progressing well and the directors believe the outlook is positive.

Risk and uncertainties

The economic environment has changed materially during the six month period following the onset of the global COVID-19 pandemic. The rapid development and fluidity of the COVID-19 virus make it difficult to predict its financial impact, but it may impact the Company's ability to raise further capital.

Completion of the Reverse Takeover will require further funding from new or existing shareholders.

Statement of directors' responsibilities in respect of the interim results

The Directors; being Toby Hayward; Derek Ward; Dr Sue Thompson and Anthony Reeves (all Non-Executive) confirm that the set of interim financial statements has been prepared in accordance with international Accounting Standard 34 "interim financial reporting", as adopted by the European Union and that interim report includes a fair review of the information required by DTR 4.2.7R and DTR 4.2.8R, namely an indication of important events that have occurred during the first six months the financial year; and material related party transactions in the first six months and any material changes in the related party transactions described in the last annual report.

BERMELE PLC
Condensed Statement of Comprehensive Income (Unaudited)
For the Period 1 February 2020 to 31 July 2020

	Notes	6 Month Period to 31 July 2020 (Unaudited) £	6 Month Period to 31 July 2019 (Unaudited) £
Administrative expenses		(210,818)	(292,384)
OPERATING LOSS		(210,818)	(292,384)
Interest payment		-	-
LOSS AND TOTAL COMPREHENSIVE LOSS FOR THE FINANCIAL PERIOD		(210,818)	(292,384)

The notes on Page 7 form part of these Financial Statements

Basic and diluted earnings per share

Basic and diluted (pence per share)	3	<u>(0.19)</u>	<u>(0.46)</u>
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BERMELE PLC
Condensed Statement of Financial Position (Unaudited)
As at 31 July 2020

	Notes	As at 31 July 2020 (Unaudited)		As at 31 Jan 2020 (Audited)	
		£	£	£	£
CURRENT ASSETS					
Cash at bank and in hand	4	223,738		681,820	
Debtors	5	254,759		13,976	
		478,497		695,796	
Creditors: Amounts Falling Due Within One Year	6	(28,149)		(617)	
NET CURRENT ASSETS (LIABILITIES)			450,348		695,179
TOTAL ASSETS LESS CURRENT LIABILITIES			450,348		695,179
NET ASSETS			450,348		695,179
CAPITAL AND RESERVES					
Called Up share Capital	7		222,000		200,000
Share Premium			1,098,000		900,000
Share Option Reserve			92,160		-
Profit and Loss Account			(961,812)		(404,821)
SHAREHOLDERS' FUNDS			450,348		695,179

BERMELE PLC
Condensed Statement of Changes in Equity (Unaudited)
For the Period 1 February 2020 to 31 July 2020

	Share Capital	Share Premium	Share Based Payment	Accumulated Losses	Total Equity
	£	£	£	£	£
As at 31 January 2019	100,001	-	-	(112,437)	(12,436)
Comprehensive income					
Loss for the period	-	-	-	(292,384)	(292,384)
Transactions with owners					
Issue of ordinary shares	99,999	900,000	-	-	999,999
Share based payment expense	-	-	-	-	-
As at 31 July 2019	200,000	900,000	-	(404,821)	659,179
As at 31 January 2020	200,000	900,000	92,160	(750,994)	(441,166)
Comprehensive income					
Loss for the period	-	-	-	(210,818)	(638,557)
Transactions with owners					
Issue of ordinary shares	22,000	198,000	-	-	1,320,000
Share based payment expense	-	-	-	-	-
As at 31 July 2020	222,000	1,098,000	92,160	(961,812)	450,348

BERMELE PLC
Condensed Statement of Cash Flow Forecast (Unaudited)
For the Period 1 February 2020 to 31 July 2020

The financial statement of cash flows of the Company for the period from 1 February 2020 - 31 July 2020 is as follows:

	Period ended 31 July 2020 (Unaudited) £	Period ended 31 July 2019 (Unaudited) £
Cash flows from operations		
Loss for the period	(210,818)	(292,384)
Decrease in trade payables	(37,176)	(21,984)
Decrease in Receivables	(239,255)	(12,639)
Cash flows from financing activities	(487,250)	(327,007)
Proceeds from issue of share capital/Ordinary Shares to be issued	220,000	999,999
Net cash flow in the period	267,250	672,992
<i>Cash and cash equivalents at the beginning of the period</i>	490,988	8,828
Cash and cash equivalents at the end of the period	223,738	681,820

BERMELE PLC
Notes to the Condensed Interim Financial Statements
For the Period 1 February 2020 to 31 July 2020

1. Accounting Policies

1.1. Basis of Preparation of Interim Financial Statements

The condensed financial statements have been prepared in accordance with IAS 34 "Half Year Financial Reporting" as adopted by the European Union and the Disclosure and Transparency Rules of the Financial Conduct Authority. These condensed financial statements do not comprise statutory accounts within the meaning of section 434 of the Companies Act 2006, do not include all the notes of the type normally included in an annual financial report and have not been audited or reviewed by the auditors pursuant to the Financial Reporting Council guidance on Review of Interim Financial Information. Accordingly, this report should be read in conjunction with the annual report for the year ended 31 December 2019 (the "Annual Financial Statements"), which has been prepared in accordance with International Financial Reporting Standards as adopted by the European Union ("IFRS"). The Annual Financial Statements constitute statutory accounts as defined in section 434 of the Companies Act 2006 and a copy of these statutory accounts has been delivered to the Registrar of Companies. The auditor's report on those statutory accounts was unqualified, drew attention to a material uncertainty in relation to going concern by way of emphasis, and did not contain a statement under 498(2) or 498(3) of the Companies Act 2006.

The accounting policies adopted in the preparation of the condensed financial statements are consistent with those used to prepare the financial statements for the year ended 31 December 2019 and those applicable for the year ended 31 December 2020. The preparation of the condensed financial statements requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets and liabilities, income and expense. Actual results may differ from these estimates. In preparing these condensed financial statements, the significant judgements made by management in applying the accounting policies and the key sources of estimation uncertainty were the same as those that applied to the Annual Financial Statements described above. The condensed financial statements have been prepared on a going concern basis, under the historical cost convention.

2. Going Concern

The Company had cash of £223,738 as at 31 July 2020 and ongoing operational costs of circa £200,000 per annum. On this basis, the Board considers the company to have sufficient resources to remain in operational existence for the foreseeable future, however, completion of the Reverse Takeover will require further funding from new or existing shareholders.

3. Loss per share – basic and diluted

The loss per share has been calculated using the loss for the period after tax attribution to the equity holders of the company, by the weighted average number of ordinary shares entitled to dividend rights which were outstanding during the period, as follows:

	6 Months Period to 31 July 2020 £	6 Months Period to 31 July 2019 £
Loss for period attributable to equity holders of the Company	(210,818)	(292,384)
Weighted average number of ordinary shares	108,394,521	63,561,644
Loss per share	(0.19)	(0.46)

4. Cash and cash equivalents

	As at 31 July 2020 £	As at 31 Jan 2020 £
Cash at bank	223,738	681,820
	223,738	681,820

All bank balances are denominated in pounds sterling. The Directors consider that the carrying value of cash and cash equivalents represents their fair value.

BERMELE PLC
Notes to the Condensed Interim Financial Statements
For the Period 1 February 2020 to 31 July 2020

5. Debtors

	As at 31 July 2020	As at 31 Jan 2020
	£	£
Due within one year		
Prepayments and accrued income	3,398	13,976
Convertible Loan- East Imperial Ltd	250,000	-
VAT	13,976	-
	254,759	13,976

The Company entered into an agreement in July 2020 to subscribe for 250,000 Secured Convertible Loan Notes 2020 of £1 each with East Imperial (the "Loan Notes"). Under the terms of the Loan Notes, Bermele has the right to convert the Loan Notes into shares in East Imperial at a 40% discount to the price of a change of control event, such as the proposed Acquisition.

In the event that the Acquisition does not proceed, the Loan Notes are repayable at Bermele's election after 12 months, with an accrued interest rate of 5% per annum. The Loan Notes are secured against the assets of East Imperial.

6. Creditors: Amounts Falling Due Within One Year

	As at 31 July 2020	As at 31 Jan 2020
	£	£
Trade creditors	10,149	617
Accruals	18,000	-
	28,149	617

7. Share Capital

	£
As at 31 January 2020	1,100,000
Issue of Capital	220,000
As at 31 July 2020	<u>1,320,000</u>

The Company was incorporated on 20 September 2017. On incorporation, 10,000,000 Ordinary Shares were issued at the par value of £0.001 each.

On 25 July 2018, the Company issued a further 90,000,000 Ordinary Shares at a par value of £0.001 each at £0.001 per share

On 9 May 2019, the Company issued a further 100,000,000 Ordinary Shares at £0.01 per share.

On 19 February 2020, the Company issued a further 22,000,000 Ordinary Shares at £0.01 per share..

8. Interim Statement

This interim financial statement will be available on the Company's investor relations website at www.bermele.com