
SUMMARY

This summary aims to provide you with an overview of the information contained in this Prospectus and should be read in conjunction with the full text of this Prospectus. Since this is a summary, it does not contain all the information that may be important to you. You should read the Prospectus in its entirety before you decide to invest in the Offer Shares. There are risks associated with any investment. Some of the particular risks in investing in the Offer Shares are set out in the section headed “Risk Factors” in this Prospectus.

OVERVIEW

We are a marble mining company at the initial stage of production. We currently own and operate one marble mine, the Zhangjiaba Mine, which is the largest beige marble mine in China in terms of marble reserves, according to a certification issued by CSMA in August 2010. The Zhangjiaba Mine, located in Sichuan Province of China, contains 44.2 million m³ of measured and indicated marble resources, which represents 16.8 million m³ of proved and probable marble reserves based on a block rate of 38%, according to the Competent Person’s Report. Our mine contains high-quality beige marble reserves, and our principal products are premium beige marble slabs and blocks. We commenced commercial production at our Zhangjiaba Mine in September 2010 and began generating revenue in October 2010. We currently hold a mining permit for an initial term of 10 years granted in February 2011, covering an area of 0.44 km² with an elevation from 590 m to 938 m above MSL. On the Listing Date, we will be the first marble mining company listed on the Hong Kong Stock Exchange.

In addition to marble block mining, we plan to construct large-scale marble slab processing facilities in close proximity to our mine. Following the completion of our ramp-up plan in 2014, our mining capacity for marble blocks is expected to reach 150,000 m³ per annum and our marble slab processing capacity at our processing facilities are expected to reach 3.0 million m² per annum. The estimated mine life of our Zhangjiaba Mine is 112 years, based on our current marble reserves and planned marble block mining capacity at 150,000 m³. CSMA expects our mining capacity and processing capacity upon completion of our ramp-up plan to be the largest among marble mining companies in China.

Our principal products are marble slabs processed and blocks mined from our marble reserves. According to an independent panel review organized by CSMA, our Pure Beige and Mixed Beige products are premium marble products and our Wood Grain and Gray Net products are mid- to high-end marble products. Our Pure Beige, Mixed Beige, Wood Grain and Gray Net marble account for 51.0%, 32.7%, 6.4% and 9.9% of our marble reserves, respectively, according to the Competent Person’s Report. According to the same panel review organized by CSMA, our mine contains high-quality beige marble reserves, and the color and texture of our marble products are similar to those of well-recognized, premium international branded marble products currently available in the market, based on

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the physical specifications and the appearance of our marble samples. Due to these characteristics, our premium marble products are suitable for use in the decoration of high-end commercial and public buildings.

According to the Competent Person's Report, marble is geologically defined as metamorphosed limestone or dolomite that is thoroughly recrystallized. Commercially in the stone industry, and as used in this Prospectus, marble also includes limestone or dolomite that is rock of sedimentary origin primarily composed of calcium carbonate or calcium magnesium carbonate and is polishable. Our principal resource at Zhangjiaba Mine is limestone that is commercially classified as marble.

OUR CURRENT OPERATIONS

Our Zhangjiaba Mine is located in Sichuan Province of China. In August 2009, we obtained a mining permit for our Zhangjiaba Mine that covers a mining area of 0.495 km² with an elevation from 750 m to 930 m above MSL to carry out marble mining activities. In February 2011, we obtained a new mining permit that covers substantially the same mining area as our permit obtained in 2009. This mining permit covers a mining area of 0.44 km² with an elevation from 590 m to 938 m above MSL. We commenced commercial production at our Zhangjiaba Mine in September 2010 and began generating revenue in October 2010. As we are still at the initial stage of production, our operations may be subject to various risks. See the section headed "Risk Factors."

Production Volume and Contracted Sales

During the period from September to December 2010, we mined a total of 1,145 m³ of marble blocks. During the same period, we sold a total of 3,000 m² of Pure Beige marble slabs, 9,000 m² of Mixed Beige marble slabs and 24 m³ of marble blocks. Until the commencement of the commercial operations of our processing facilities in January 2012, we expect our marble blocks to be processed into marble slabs by third-party processing plants.

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The following table sets forth the sales volume, the revenue and the average selling price by product from 1 September 2010 to 3 January 2011, pursuant to a short-term sales contract of marble slabs we entered into with a construction material trading company in September 2010 and two individual transactions of marble blocks we entered into with two independent third parties who are engaged in stone processing:

	Marble Slabs			Marble Blocks
	Pure Beige	Mixed Beige	Total	
<i>1 September 2010 to 30 November 2010</i>				
Sales volume (m ³ (blocks)/m ² (slabs))	1,000	2,000	3,000	24
Revenue (RMB in millions)	0.72	0.97	1.69	0.08
Average selling price (RMB/m ³ (blocks)/ RMB/m ² (slabs)) ^{Note}	720	487	563	3,414
<i>1 December 2010 to 3 January 2011</i>				
Sales volume (m ³ (blocks)/m ² (slabs))	2,000	7,000	9,000	—
Revenue (RMB in millions)	1.44	3.41	4.85	—
Average selling price (RMB/m ³ (blocks)/ RMB/m ² (slabs)) ^{Note}	720	487	538	—
<i>1 September 2010 to 3 January 2011</i>				
Sales volume (m ³ (blocks)/m ² (slabs))	3,000	9,000	12,000	24
Revenue (RMB in millions)	2.16	4.38	6.54	0.08
Average selling price (RMB/m ³ (blocks)/ RMB/m ² (slabs)) ^{Note}	720	487	545	3,414

Note: The average selling price is calculated by dividing the revenue by the corresponding sales volume. Our revenue is net of VAT.

Revenue from 1 December 2010 to 3 January 2011 and revenue from 1 September 2010 to 3 January 2011 presented in the table above are estimates based on unaudited management accounts for the relevant periods. Accordingly, you should not place undue reliance on these estimates. For additional information regarding the various risks and uncertainties inherent in estimates of this type, see “Forward-Looking Statements.” Our estimated revenue for these periods is not indicative of our gross profit or net profit or net loss for such periods, nor is it indicative of our revenue, gross profit or net profit or net loss or other financial results for the year ended 31 December 2010 or any other periods. Our estimated net profit and gross profit for the month ended 31 December 2010 were in line with our expectations and consistent with our loss estimate for the year ended 31 December 2010 included in “— Loss Estimate for the Year Ended 31 December 2010” and “Appendix III — Loss Estimate.” Please refer to “Management’s Discussion and Analysis of Financial Condition and Results of Operations” included elsewhere in this Prospectus for information regarding trends and other factors that may influence our results of operations.

In 2010, we entered into seven legally binding long-term sales contracts. These sales contracts provide for an aggregate sales volume of 1,025,000 m², 1,610,000 m² and 2,015,000 m² of marble slabs in 2011, 2012 and 2013, respectively, representing 63%, 56% and 45%, respectively, of our total planned marble slab production according to the Competent Person’s Report, at average ex-factory sales prices of RMB830 per m² for Pure Beige marble slabs, RMB540 per m² for Mixed Beige marble slabs and RMB520 per m² for other marble slabs during the terms of such contracts. Our customers are obliged to purchase a minimum of 90% of the volume set out in these sales contracts. These prices compare favorably to the average price of approximately RMB150 per m² for other PRC branded marble

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products, based on data from the Hatch Report. These sales contracts, which are for a period of five years, have been entered into with construction material suppliers in China, which in turn are expected to sell to property developers and construction companies. According to Hatch, China's marble demand is expected to maintain steady growth. Therefore, our Directors believe that there will be sufficient demand for our planned marble slab production.

The following table sets forth the sales prices and volumes of our marble slabs in our seven long-term sales contracts:

	Price Range ⁽¹⁾ (RMB/m ²)	Contracted Sales Volume ⁽²⁾ (m ²)				
		2011	2012	2013	2014	2015
Pure Beige marble slabs	800–865	355,000	670,000	960,000		
Mixed Beige marble slabs.	510–568	540,000	770,000	850,000		
Other marble slabs (Wood Grain and Gray Net).	500–538	130,000	170,000	205,000	Not less than	Not less than
Total	633–692 ⁽³⁾	1,025,000	1,610,000	2,015,000	1,975,000	1,975,000

Notes:

- (1) The sales prices in these contracts are VAT inclusive.
- (2) Our customers are obliged to purchase a minimum of 90% of the volume set out in the above table.
- (3) This volume weighted average price range is calculated based on price range of the three categories of the products and volume contracted during the period from 2011 to 2013.

According to Hatch, the current market prices of our primary competing beige marble products, Royal Batticino from Iran, Cream Marfil from Spain and Frans Beige from France, are RMB1,300 per m², RMB950 per m² and RMB1,200 per m², respectively. These products are sold at higher prices mainly due to their established brand names and high recognition among consumers. The average price of other PRC branded marble products is approximately RMB150 per m². There is no official statistics of standalone prices available for marble blocks, according to Hatch.

Pursuant to these sales contracts, we require our customers to make prepayment of 30% of the sales value upon order of marble slabs. An additional 50% of the sales value is required to be paid upon delivery of the processed marble slabs ex-factory. The remaining 20% will be paid within 10 days after such delivery. In addition, under these sales contracts, we have the right to adjust prices for marble slabs sold beyond the annual supply volume stipulated in the contract. In addition, subject to our customers' consent, we are entitled to adjust prices of the annual contracted volume according to changes in market conditions each year with one-month's advance written notice. Our customers are obligated to purchase a minimum of 90% of the annual volume set out in the contracts and are required to pay a penalty of 20% or 30% of the shortfall sales value, which equals the difference between the actual purchased volume and the minimum required volume multiplied by the average selling price set out in the contracts, if they purchase less than 90% of the contracted volume. We are obligated to supply the annual volume set out in the contracts and are required to pay a penalty of 20% of the sales value of the contracted volume we cannot supply.

We believe that these contracts will ensure a steady demand for our products upon the commencement of commercial production of our Zhangjiaba Mine as well as after we reach our full mining and processing capacities of marble blocks and marble slabs in 2014.

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Mining Method

We utilize the open-pit mining method, which facilitates access and extraction of marble blocks from our marble mine. We also utilize highly-efficient, semi-automatic machinery and equipment and apply mining methods that integrate traditional and innovative production techniques. Based on the Competent Person's Report, we believe that our mining operations will have a favorable cost structure primarily due to our use of the open-pit mining method, our low average waste to ore strip ratio of 0.07 and the high utilization of our mine as a result of its limited amount of tailings. We commenced commercial production in September 2010. In October and November 2010, we achieved a gross profit margin of 59.5% on a revenue of RMB1.8 million generated during the period. In addition, compared to underground mining, our open-pit mining operations generally do not involve the use of explosive materials or hazardous chemicals, thereby significantly reducing safety and environmental pollution concerns. Although our operations are in an early stage and our ability to successfully achieve our goals remains subject to uncertainty, we believe that, if we are able to continue to benefit from these efficiencies and to enjoy the current price levels for our products, we will be well positioned to improve the profitability of our Zhangjiaba Mine compared to its initial production stage.

Operating Costs

Major components of our cash costs of production are directly related to production volume. Our cash costs of operation mainly include mining costs, processing costs, general and administrative costs, selling costs, environmental protection costs, production taxes, resource compensation levy and other cash cost items. Variations in production volume and the costs of sales associated with top flipping, disintegration, mining, hauling to the processing plants, shaping, slinging, cutting, repairing, polishing and ware-housing are key factors that affect our cash costs of production. We did not incur any cost of sales prior to the commencement of our commercial production in September 2010. In October and November 2010, we generated revenue of RMB1.8 million from sales of our marble products and incurred cost of sales of RMB0.7 million. During the period from September to December 2010, our actual unit cash production cost of the third-party processed marble slabs was RMB325 per m², which was higher than the projected unit cash production costs of the third-party processed marble slabs upon reaching our full mining and processing capacities. The currently higher-than-projected unit cash cost is mainly the result of a combination of the relatively low production volume and high administrative expenses at the initial stage of production. The actual unit cash production cost of the third-party processed marble slabs decreased to RMB196 per m² in December 2010 as a result of increased production volume during this month. In addition, according to the Competent Person's Report, when we reach the planned mining capacity of 150,000 m³ of marble blocks per annum and processing capacity of 3.0 million m² of marble slabs per annum in 2014, the unit cash cost for our self-processed marble slabs (calculated as the sum of mining operating cash cost, slab processing cost and administrative and selling expenses) is estimated to be approximately RMB124 per m², based on a slab-block ratio of 33.7, and our unit cash cost for marble slabs processed by third-party contractors (calculated as the sum of mining operating cash cost, contractor charges, transportation cost and administrative and selling expenses) is estimated to be approximately RMB131 per m² in 2014.

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Location and Land Use Rights

Our marble mine, the Zhangjiaba Mine, is located in Sichuan Province, which is one of the main marble quarry regions in China. The Zhangjiaba Mine is located approximately 40 km away from Mianyang City, the local economic center in the north-central region of Sichuan Province, and approximately 160 km away from Chengdu, the capital city of Sichuan Province. Our mine is easily accessible by a local highway to Hanzeng Town, which is 5.5 km away and connects to the provincial highway linking to Beichuan County, as well as to the urban area of Jiangyou City. The closest railway depot is approximately 24 km away from our mine. In addition, we have easy access to water and electricity supplies, both of which are key utilities for our mining and processing operations. We plan to construct large-scale marble slab processing facilities in close proximity to our Zhangjiaba Mine to take advantage of our favorable geographical location.

As at the Latest Practicable Date, our Company completed the construction of a property which comprises a parcel of land with a site area of approximately 9,275.9 m² and an office building with the gross floor area of approximately 826 m². We obtained the state-owned land use right for the parcel of land on 20 October 2010. We are in the process of applying for the building ownership certificate with the relevant PRC regulatory authority.

Our Management Team

We have a highly experienced management team comprising industry experts and veterans. Our management team is led by four executive Directors and two senior management members, who together have an average of 20 years of experience and management expertise gained from their involvement in the marble mining and related industries. Our management team has served in various capacities at our Company since our inception and has been instrumental to our development.

RAMP-UP AND EXPANSION PLANS

The Controlling Shareholder of the Company acquired our principal subsidiary, Sichuan Jinshida, in March 2008. We commenced limited preliminary mine construction at our Zhangjiaba Mine in July 2008 and full-scale mine construction in January 2010. We completed the construction of the first two knolls of our mine in the end of 2010. Commercial production at these two knolls commenced in September 2010. We are currently constructing the other two knolls. Following the completion of all four knolls at our Zhangjiaba Mine, we plan to increase our mining capacity for marble blocks to 150,000 m³ per annum from 2014 onwards. Based on our current marble reserves and planned marble block mining capacity at 150,000 m³, the estimated mine life of our Zhangjiaba Mine is approximately 112 years. We also plan to construct large-scale marble slab processing facilities in close proximity to our mine, on which we expect to attain 60% of the planned processing capacity in 2012 and full planned processing capacity in 2013. We expect the marble slab processing facilities to have an aggregate processing capacity of 3.0 million m² of marble slabs per annum from 2013 onwards. After reaching our full mining and processing capacities, we expect to continue to outsource approximately 27% of our annual mined marble blocks to the third-party processing plants for slab processing as the volume of the

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marble slabs that can be processed from the marble blocks we mine annually is expected to exceed the full processing capacity at our processing facilities. The timeline below highlights the key development milestones of our ramp-up plan:

Year	Total marble block mining capacity ⁽¹⁾ (m ³ per annum)	Total marble slab processing capacity ⁽¹⁾ (million m ² per annum)	Capital expenditure for the Zhangjiaba Mine ⁽²⁾ (RMB in millions)	Capital expenditure for the processing facilities ⁽²⁾ (RMB in millions)
2008–2009	—	—	21.5	—
2010	1,145	—	66.2	1.0
2011	45,000	—	114.5	181.3
2012	90,000	1.8	80.4	188.0
2013	135,000	3.0	56.7	51.4
2014	150,000	3.0	27.4	—

Notes:

- (1) The marble block mining capacity and marble slab processing capacity represent our planned capacities which we intend to fully utilize, and are calculated based on 300 production days per annum, taking into account holidays, weather downtime and equipment maintenance.
- (2) The actual capital expenditures for the Zhangjiaba Mine and the marble slab processing facilities for the eleven months ended 30 November 2010 were RMB61.5 million and RMB1.0 million, respectively. As at 30 November 2010, our unutilized planned capital expenditures for the Zhangjiaba Mine and the marble slab processing facilities were approximately RMB283.7 million and RMB420.7 million, respectively, and we expect such capital expenditures to be principally funded by proceeds from the Global Offering. As at 30 November 2010, we had capital commitment of RMB363,000 for our unutilized planned capital expenditure of the Zhangjiaba Mine and nil for the marble slab processing facilities.

The table below illustrates our actual marble block production in 2010 and planned marble block production by volume of various uses at our Zhangjiaba Mine from 2011 to 2015, according to the Competent Person's Report:

Item	2010	2011	2012	2013	2014	2015
Blocks used for self slab production (m ³)	—	—	53,374	88,957	88,957	88,957
Blocks used for contract slab production (m ³)	1,121	45,000	30,000	40,000	40,000	40,000
Blocks used for shaped stone products (m ³)	—	—	1,800	3,000	3,000	3,000
Blocks to be sold directly to customer (m ³)	24	—	4,826	3,043	18,043	18,043
Total marble block mining capacity (m³)	1,145	45,000	90,000	135,000	150,000	150,000

Our primary growth strategy is to effectively execute our ramp-up plan to reach the full mining capacity of our Zhangjiaba Mine and full processing capacity at our processing facilities. In addition, we seek to grow through active participation in industry consolidation, which is supported by the local government policy promoting the acquisition of small-scale mines by larger mining enterprises, such as our Company. We believe that the exploration potential beyond our permitted mining area and in other neighboring marble mines in Sichuan Province is high, and that we are well positioned to capitalize on such potential. We regularly seek out and evaluate potential acquisition opportunities. As at the Latest Practicable Date, we did not enter into any definitive agreements with respect to any acquisition. On 30 July 2010, we entered into a legally binding letter of intent with a mining company, an Independent Third Party, under which we have the right to negotiate and consider the acquisition of certain mining rights for a neighboring marble mine containing approximately 3.7 million m³ of estimated marble resources. This letter of intent will expire at the end of June 2011 and is extendable based on mutual

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agreement in writing. On 18 January 2011, we entered into another legally binding letter of intent with a stone material company, an Independent Third Party. Pursuant to this letter of intent, we have the right to negotiate and consider the acquisition of certain mining rights for a neighboring marble mine. According to the letter of intent, such mine contains no less than 5.0 million m³ of estimated marble resources. This letter of intent will expire in one year from the signing date and is extendable based on mutual agreement in writing. The parties expect to enter into transfer agreements for the relevant mining rights and assets upon completion of satisfactory due diligence and agreement on the substantive terms and conditions of the transfers. The transfer consideration for the mining rights and assets is expected to be determined through negotiation on the basis of asset valuation to be conducted by a qualified valuation firm recognized by the parties.

Our ramp-up and expansion plans are subject to a number of assumptions, including:

- resource and reserve estimates;
- our marble block rate, which may be affected by weathering fractures and karst caves;
- schedule of construction and development of our projects, which may be affected by cost overrun and other unexpected financial burden;
- market demand for our marble blocks and slabs products and the price;
- ability to secure and procure technologically sophisticated machinery and equipment; and
- the quality and quality consistency of our products.

As part of our ramp-up and expansion plans, we have made a number of estimates on our future production and processing capacities and volumes as well as our future sales volume and prices of our products, which are based on these and other assumptions. We have sought to take into account the factors that affect these estimates and assumptions. However, we cannot assure you that these estimates will prove to be correct, or that our assumptions and the factors that we have taken into account will prove accurate or complete. For a further description of the risks and uncertainties that we face, see “Risk Factors.”

COMPETITIVE STRENGTHS

We believe the following strengths distinguish us from our competitors:

- our Zhangjiaba Mine has abundant marble reserves, significant planned mining and processing capacities and immediate expansion potential;
- our Zhangjiaba Mine produces high-quality marble blocks that can be processed into high-end marble slabs commanding premium pricing;
- our efficient mining and processing methods ensure low operating costs;
- we benefit from the convenient location of our Zhangjiaba Mine and processing facilities;
- our mining and production processes are safe and environmentally friendly; and
- we have a strong and experienced management team with extensive industry and management experience.

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BUSINESS STRATEGIES

Our vision is to become a leading integrated marble business operator in China. We plan to accomplish this goal by pursuing the following strategies:

- ramp up our mining and processing capacities;
- establish a strong customer base and strengthen customer relationships;
- develop high product recognition and strengthen pricing power; and
- expand our marble resources through further expansion and selective acquisitions.

SUMMARY CONSOLIDATED FINANCIAL INFORMATION

The summary financial information of: (i) our consolidated statements of financial position as at 31 December 2008, 31 December 2009 and 30 November 2010, and (ii) consolidated statements of comprehensive income and consolidated cash flows statements for the period from 14 March 2008 to 31 December 2008, the year ended 31 December 2009 and the eleven months ended 30 November 2009 and 2010, as set forth below, are derived from the Accountants' Report of our Company included in Appendix I to this Prospectus. For your convenience, we include in the summary financial information set forth below our consolidated statements of comprehensive income and consolidated cash flows statements for the eleven months ended 30 November 2009. The summary financial information is qualified in its entirety by reference to such Accountants' Report, including the notes thereto, and should be read in conjunction with the discussions included in the section headed "Financial Information."

Summary Consolidated Statements of Comprehensive Income

	Period from 14 March 2008 to 31 December ⁽¹⁾	Year ended 31 December	Eleven months ended 30 November	
	2008	2009	2009	2010
	(RMB'000)			
Revenue	—	—	—	1,771
Cost of sales.	—	—	—	(717)
Gross profit	—	—	—	1,054
Other income	3	2	2	31
Selling and distribution costs . . .	(63)	(270)	(244)	(472)
Administrative expenses	(1,200)	(2,610)	(2,181)	(23,134) ⁽²⁾
Other expenses	(720)	(690)	(203)	(728)
Finance costs	(25)	(2,042)	(1,780)	(2,129)
Loss before tax	(2,005)	(5,610)	(4,406)	(25,378)
Income tax benefit.	253	241	193	4,143
Loss for the year/period	(1,752)	(5,369)	(4,213)	(21,235)

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Notes:

- (1) As a result of merger accounting, the financial information of Sichuan Jinshida is included in our consolidated financial information as if the consolidation had occurred since 14 March 2008 when Sichuan Jinshida first came under control of our Controlling Shareholder. As the Controlling Shareholder obtained the control over Sichuan Jinshida on 14 March 2008 and there were no transactions between 1 January 2008 and 13 March 2008 impacting our financial information, our financial information is presented from 14 March 2008.
- (2) Our administrative expenses for the eleven months ended 30 November 2010 included expenses in relation to the Global Offering.

Summary Consolidated Statements of Financial Position

	As at 31 December		As at 30 November
	2008	2009	2010
	(RMB'000)		
Non-current assets	40,389	50,455	112,326
Current assets	1,071	6,092	98,555
Current liabilities	24,208	44,675	83,162
Net current assets/(liabilities)	(23,137)	(38,583)	15,393
Total assets less current liabilities	17,252	11,872	127,719
Non-current liabilities	4,524	4,513	350
Net assets.	12,728	7,359	127,369
Total equity	12,728	7,359	127,369

Summary Consolidated Statements of Cash Flows

	Period from 14 March 2008 to 31 December	Year ended 31 December	Eleven months ended 30 November	
	2008	2009	2009	2010
	(RMB'000)			
Cash and cash equivalents at beginning of the year/period . . .	972	739	739	5,670
Net cash flows used in operating activities	(1,588)	(1,966)	(1,802)	(19,178)
Net cash flows used in investing activities	(6,440)	(12,489)	(10,661)	(64,412)
Net cash flows from financing activities	7,795	19,386	11,847	167,209
Net increase/(decrease) in cash and cash equivalents.	(233)	4,931	(616)	83,619
Net foreign exchange difference . .	—	—	—	(2,548)
Cash and cash equivalents at end of the year/period.	739	5,670	123	86,741

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Our Directors are of the view that all information that is necessary for the prospective investors to make an informed assessment of our financial position has been included in this Prospectus. Our Directors also confirm that they have performed sufficient due diligence on our Group to ensure that, up to the date of this Prospectus, there has been no material adverse change in our financial and trading positions or prospects since 30 November 2010 and there has been no events since 30 November 2010 which would materially affect the information shown in the Accountants' Report set forth in Appendix I to this Prospectus.

LOSS ESTIMATE FOR THE YEAR ENDED 31 DECEMBER 2010

The following loss estimate is based on the bases set out in "Appendix III — Loss Estimate" to this Prospectus.

Estimated consolidated loss attributable to	HK\$25.6 million
owners of our Company ⁽¹⁾	(RMB22.0 million)
Pro forma estimated loss per Share ⁽²⁾	HK\$0.013 (RMB0.011)

Notes:

- (1) The bases on which the estimated consolidated loss attributable to our owners for the year ended 31 December 2010 has been prepared are set out in Appendix III to this Prospectus.
- (2) The calculation of the pro forma estimated loss per Share on a fully diluted basis is based on the estimated consolidated loss attributable to our owners for the year ended 31 December 2010 of RMB22.0 million, assuming the Global Offering was completed on 1 January 2010 and a total of 2,000,000,000 Shares were in issue and outstanding during the entire year. It does not take into account any Shares which may be issued upon exercise of any options granted under the Pre-IPO Share Option Scheme.

THE GLOBAL OFFERING

This Prospectus is published in connection with the Hong Kong Public Offering as part of the Global Offering.

The Global Offering consists of (subject to adjustment and the Over-allotment Option):

- the Hong Kong Public Offering of 58,000,000 New Shares (subject to adjustment) in Hong Kong as described under "Structure of the Global Offering — The Hong Kong Public Offering"; and
- the International Offering of 522,000,000 Shares (subject to adjustment and the Over-allotment Option), of which 442,000,000 Shares are to be offered by the Company and 80,000,000 Shares are to be offered by the Selling Shareholder in the United States with QIBs in reliance on Rule 144A or other exemptions and outside the United States in reliance on Regulation S.

Citi is the Sole Global Coordinator, Bookrunner, Sponsor and Lead Manager of the Global Offering.

Investors may apply for the Hong Kong Offer Shares under the Hong Kong Public Offering or indicate an interest, if qualified to do so, for the International Offer Shares under the International Offering, but may not do both. The Hong Kong Public Offering is open to members of the public in Hong Kong as well as to institutional and professional investors. The International Offering will involve

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private placements of the International Offer Shares to QIBs in the United States in reliance on Rule 144A or another exemption from registration under the U.S. Securities Act, as well as to institutional and professional investors and other investors anticipated to have a sizeable demand for our Offer Shares in jurisdictions outside the United States in offshore transactions in reliance on Regulation S. The International Underwriters are soliciting from prospective investors indications of interest in acquiring the International Offer Shares. Prospective professional, institutional and other investors will be required to specify the number of International Offer Shares under the International Offering they would be prepared to acquire either at different prices or at a particular price.

The number of Offer Shares to be offered under the Hong Kong Public Offering and the International Offering respectively may be subject to adjustment as described in the section headed “Structure of the Global Offering — Pricing and Allocation.”

GLOBAL OFFERING STATISTICS

	Based on an Offer Price of <u>HK\$2.25 per Share</u>	Based on an Offer Price of <u>HK\$3.35 per Share</u>
Market capitalization of our Shares ⁽¹⁾	HK\$4,500 million	HK\$6,700 million
Unaudited pro forma adjusted consolidated net tangible asset value per Share ⁽²⁾	HK\$0.590	HK\$0.855

Notes:

- (1) All statistics in this table are based on the assumption that options granted under the Pre-IPO Share Option Scheme are not exercised. The calculation of market capitalization is based on 2,000,000,000 Shares expected to be issued and outstanding following the Global Offering.
- (2) The unaudited pro forma adjusted consolidated net tangible asset value per Share is calculated after making the adjustments referred to in Appendix II and based on 2,000,000,000 Shares expected to be issued and outstanding following the Global Offering.

DIVIDEND POLICY

Following completion of the Global Offering, our Shareholders will be entitled to receive any dividends we declare. The payment and amount of any dividends will be at the discretion of the Board and will depend on our general business condition and strategies, cash flows, financial results and capital requirements, interests of our Shareholders, taxation conditions, statutory restrictions, and other factors that our Board deems relevant. The payment of any dividends will also be subject to the Companies Law and our constitutional documents, which indicate that payment of dividends out of our Share premium account is possible on the condition that we are able to pay our debts when they fall due in the ordinary course of business at the time the proposed dividends are to be paid.

Our ability to declare future dividends will also depend on the availability of dividends, if any, received from our PRC operating subsidiaries. Pursuant to the PRC laws, dividends may only be paid out of distributable profits, defined as the retained earnings after tax payments as determined under the PRC GAAP less any recovery of accumulated losses and the required allocations to statutory reserves made by our PRC operating subsidiaries. In general, we will not declare dividends in a year where we do not have any distributable earnings.

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We currently intend to retain most, if not all, of our available funds and any future earnings to operate and expand our business, primarily through production ramp-up and selective acquisitions. The Board will review the dividend policy on an annual basis. Cash dividends on our Shares, if any, will be paid in Hong Kong dollars.

USE OF PROCEEDS

We estimate that we will receive net proceeds of approximately HK\$1,287 million from the Global Offering, after deducting the underwriting commissions and other estimated offering expenses payable by us and assuming the initial public Offer Price of HK\$2.80 per Share, being the mid-point of the indicative Offer Price range set forth on the cover page of this Prospectus.

We intend to use the proceeds from the Global Offering for the purposes and in the amounts set out below:

- approximately 70%, or HK\$901 million, is expected to be used from 2011 through 2014 to finance the construction of the main production facilities of the Zhangjiaba Mine and marble slab processing facilities, procure mining and processing equipment, and acquire land use rights. See “Business — Future Plans for Ramping-Up Mining and Processing Capacities”;
- approximately 20%, or HK\$257 million, is expected to be used from 2011 through 2015 to establish distribution channels and networks to sell our marble products and to build our brands. See “Business — Business Strategies — Establish a strong customer base and strengthen customer relationships”; and
- approximately 10%, or HK\$129 million, is expected to be used from 2012 through 2015 primarily to acquire and develop additional marble reserves, including the payment of considerations for the acquired exploration and mining rights and the financing of construction and development of the acquired reserves. See “Business — Business Strategies — Expand our marble resources through further expansion and selective acquisitions”.

To the extent that the net proceeds from the Global Offering are not immediately applied to the above purposes, we intend to deposit the proceeds into interest-bearing bank accounts, such as short-term savings accounts or basic short-term money market funds, with licensed commercial banks and/or authorized financial institutions in Hong Kong or China.

If the Offer Price is set above the mid-point of the proposed Offer Price range, we intend to increase the amount of net proceeds allocated for the acquisition and development of additional marble reserves. If the Offer Price is set below the mid-point of the proposed Offer Price range, we intend to decrease the amount of net proceeds allocated for general corporate purposes and the acquisition and development of additional marble reserves.

The Selling Shareholder will be selling a portion of its Shares in the Global Offering. The net proceeds of the Global Offering to the Selling Shareholder (after deducting underwriting commissions payable by the Selling Shareholder in connection with the Global Offering and assuming an Offer Price of HK\$2.80 per Share, being the mid-point of the indicative Offer Price range) will be approximately HK\$216 million, assuming the Over-allotment Option is not exercised. We will not receive any of the proceeds from the sale of the Sale Shares by the Selling Shareholder in the Global Offering or pursuant to the exercise of the Over-allotment Option.

SUMMARY

RISK FACTORS

These risks can be broadly categorized into: (i) risks relating to our business; (ii) risks relating to our industry; (iii) risks relating to conducting business in China; and (iv) risks relating to the Shares and the Global Offering. Additional risks and uncertainties that are not presently known to us or that we currently deem immaterial may develop and become material and could also harm our business, financial condition and results of operations.

Risks Relating to Our Business

- As a developing mining company with a limited operating history, we cannot guarantee that we will generate revenue and grow our business as planned.
- Our business operation depends on a single mining project.
- We derive revenue from a limited number of products.
- The quality of our products is subject to uncertainties.
- Our business is exposed to uncertainties in relation to our ramp-up plan.
- We face risks and uncertainties associated with our mining and processing operations.
- Failure to compete effectively with our competitors may adversely affect our business and prospects.
- Our business and product quality are affected by the performance of our third-party contractors.
- Our business depends on the availability of reliable and adequate transportation capacity for our products.
- Our mining project and ramp-up plan are capital intensive.
- If we fail to manage our liquidity situation carefully, our ability to expand and, in turn, our results of operations may be materially and adversely affected.
- We may not be able to achieve the level of profitability as expected.
- Our future growth may depend, in part, on our ability to acquire other marble mines or businesses in our industry.
- We may have difficulty managing our growth effectively.
- Failure to retain our management team and other key personnel could harm our business.
- We may not be able to renew the approvals required to temporarily use the land within some of our mine area and facilities.
- If our rights to lease land from the land owners are subject to a dispute, or if their legality or validity is challenged, our operations could be disrupted.
- Our failure to obtain, retain and renew government approvals, permits and licenses required for our mining activities could materially and adversely affect our business, financial condition and results of operations.
- The occurrence of natural disasters could have a material adverse effect on our operations.

SUMMARY

- Our operations are exposed to risks relating to occupational hazards and production safety.
- Our current insurance cannot adequately cover all losses and liabilities arising from our operations.
- Our Controlling Shareholders have substantial influence over us and their interests may not be aligned with the interests of our other Shareholders.
- We may incur impairment losses related to our mining rights and related assets, which may adversely affect our results of operations.
- Our marble resources and reserves are estimates based on a number of assumptions, and we may produce less than our current estimates.

Risks Relating to Our Industry

- Fluctuations in the market price for our beige marble products could materially and adversely affect our business, financial condition and results of operations.
- We are affected by the level of demand in the real estate development industry, which may experience a significant downturn.
- A decline in public sector construction and reductions in governmental funding could adversely affect our business and results of operations.
- Changes in legal requirements and governmental policies concerning environmental protection and other areas of laws could impact our business.
- Changes to the PRC laws, regulations and governmental policies for the mining industry may restrain our performance and subject us to potential liabilities.

Risks Relating to Conducting Business in China

- Adverse changes in political, social and economic policies of the PRC Government could have a material adverse effect on the overall economic growth of China.
- The PRC legal system is evolving and has inherent uncertainties that could limit the legal protection available to you and us.
- Government control of currency conversion and fluctuation in the exchange rate between the Renminbi and other currencies could negatively affect our financial condition, operations and our ability to pay dividends.
- Changes in the PRC laws, regulations and policies governing our mining activities could adversely affect our business, financial condition and results of operations.
- Enforcement of judgments from non-PRC courts against us or our Directors or officers who live in China could be difficult.
- Compliance with the *PRC Labor Contract Law* may increase our labor costs.
- Restrictions on foreign investment in the PRC mining industry could materially and adversely affect our business and results of operations.

SUMMARY

- We rely mainly on dividends and other distributions on equity paid by our subsidiaries to fund any cash and financing requirements we have, and any limitation on the ability of our subsidiaries to make payments to us could have a material adverse effect on our ability to conduct our business.
- Any outbreak of widespread contagious diseases may have a material adverse effect on our business operations, financial condition and results of operations.
- The *EIT* Law may affect tax exemptions on dividends received by us and by our Shareholders and may increase our EIT rate.
- PRC regulations relating to the establishment of offshore special purpose companies by PRC residents may subject our PRC resident Shareholders to personal liability and limit our ability to inject capital into our PRC subsidiaries, limit our PRC subsidiaries' ability to distribute profits to us, or otherwise adversely affect our financial position.
- Failure to comply with PRC regulations in respect of the registration of our PRC citizen employees' share options may subject such employees or us to fines and legal or administrative sanctions.
- We may be unable to transfer the net proceeds from the Global Offering to China.
- PRC regulations pertaining to loans and direct capital investments by offshore parent companies to PRC entities may delay or prevent us from using the proceeds of the Global Offering.
- We face uncertainties with respect to indirect transfers of equity interests in PRC resident enterprises by their non-PRC holding companies.

Risks Relating to the Shares and the Global Offering

- There has been no public market for our Shares and the market price of our Shares may be volatile and there is no assurance of an active trading market in our Shares.
- Future issuances or sales, or perceived issuances or sales, of substantial amounts of the Shares in the public market could materially and adversely affect the prevailing market price of the Shares and the Company's ability to raise capital in the future.
- The market price of the Shares when trading begins could be lower than the Offer Price.
- Future financing may cause a dilution in your shareholding or place restrictions on our operations.
- You may face difficulties in protecting your interests under Cayman Islands laws or PRC laws.
- The costs of share options granted under the Pre-IPO Share Option Scheme and to be granted under the Share Option Scheme will adversely affect our results of operations and any exercise of the options granted may result in dilution to our Shareholders.
- Investors should not place undue reliance on facts, forecasts and other statistics in this Prospectus relating to the economy and our industry obtained from official resources.

SUMMARY

- This Prospectus contains forward-looking statements relating to our plans, objectives, expectations and intentions, which may not represent our overall performance for periods of time to which such statements relate.
- We strongly caution you not to place any reliance on any information contained in press articles or other media regarding the Global Offering.