CAA
CAA RESOURCES

CAA Resources Limited
優庫資源有限公司*

(Incorporated in the Cayman Islands with limited liability)

Stock Code : 02112

Annual Report **2013**

* For identification only

CONTENTS

Milestones

October 2007	Commenced exploring mining opportunities in Malaysia
February 2008	Kuantan warehouse was built in Pahang State, Malaysia and two on-site crushing lines were installed
August 2009	Gema Impak obtained the prospecting licence for Ibam Mine
October 2009	Entered into the mining agreement with Gema Impak
December 2010	Commenced mining activities in Ibam Mine through the mining contractor
January 2011	Recorded sale of the first batch of iron ore products from Project Ibam
September 2011	Installed first beneficiation line in Ibam Mine
December 2011	Two crushing lines and two beneficiation lines started operating
December 2012	A total of two crushing lines and five beneficiation lines were in operation
July 2013	The Group listed on the Stock Exchange
September 2013	Entered cooperation agreement with Mercuria
October 2013	Entered MOU for a potential second project – a proposed 60% stake acquisition of Red Sun Resources, in relation to a land lot at Bukit Besi, Terengganu
December 2013	Entered MOU for a potential third project – for the mining and income interest of a project at Kemahang 3, Kelantan
December 2013	For a potential fourth project – Negotiated the potential equity acquisition of SRI Jedok Mining Sdn. Bhd, which owns mining right to a land lot in Kelantan
February 2014	Announced the production of high quality and environmentally friendly pelletizing iron concentrates with iron content of 66%

Principal mine – Ibam Mine

Mine Location	4 km northwest of the township of Bukit Ibam, State of Pahang, Malaysia	
Mining rights area	1.359 sq.km	
Mining method	Open-pit	
Estimated iron ore resources (Reported at a 35% Fe cut-off grade as of 31 December 2013)	151 Mt	
Mine life	Expected to exceed 26 years	
Total processing lines in operation (As at 31 December 2013)	2 crushing and 9 beneficiation lines	
	For the year ended 31 December	
	2013	2012
Mining volume	**1,248,177 tonnes**	745,338 tonnes
Crushing volume	**843,426 tonnes**	250,282 tonnes
Beneficiation volume	**510,590 tonnes**	178,773 tonnes

EXPLORATION, DEVELOPMENT AND MINING PRODUCTION ACTIVITIES

As at 31 December 2013, the Group had a total of nine beneficiation lines, among which four were newly installed and commenced operation during the year under review, and a total of seven crushing lines, among which five were newly purchased and were in the process of installation during the year under review.

The mining volume and production volume of iron ore products produced by the Ibam Mine during the year are respectively 1.2Mt and 639.2Kt (2012: 0.7Mt and 178.8Kt).

During the year under review, no exploration activities were carried out at Ibam Mine.

Mine Production

Mining volume for the year ended 31 December 2013 was approximately 1.2 Mt, details of which are set out as follows:

Quarter ended	Quarterly ore mined and crushed (tonnes)	Average Fe grades
31 March 2013	73,220	46.70%
30 June 2013	507,969	47.30%
30 September 2013	336,588	50.00%
31 December 2013	330,400	50.80%

Financial and Operating Highlights

	Notes	2012 USD'000	2013 USD'000	% Change
Result				
Revenue		54,323	**110,372**	103.2
Profit attributable to owners of the Company		10,419	**19,745**	89.5
Financial Position				
Inventories		1,282	**5,583**	335.5
Trade receivables		755	**12,386**	1,540.5
Total interest-bearing bank and other borrowings		620	**4,485**	623.4
Trade payables		1,818	**2,654**	46.0
Total assets		42,396	**126,960**	199.5
Total current assets		5,736	**58,739**	924.0
Total current liabilities		10,977	**18,008**	64.1
Key Financial Ratios		2012	**2013**	Difference
Performance				
Gross profit margin		40.6%	**37.2%**	-3.4%
Net profit margin	1	19.15%	**17.89%**	-1.3%
Return on assets	2	28.27%	**23.32%**	-5.0%
Operating				
Inventory turnover days	3	8.5	**18.1**	9.6
Debtors' turnover days	4	2.5	**21.7**	19.2
Creditors' turnover days	5	11.5	**11.8**	0.3
Liquidity and Gearing				
Current ratio	6	0.5	**3.3**	2.8
Gearing ratio	7	14.79%	**N.A.**	N.A.
Per share data				
Book value per share (US cents)		N.A.	**0.07**	
Basic earnings per share (US cents)		N.A.	**1.51**	
Proposed final dividend (HK cents)		N.A.	**5.10**	

Financial and Operating Highlights

	Notes	2012	2013	Difference
Operating Statistics				
Number of crushing line owned and operated as at 31 December		2	**2**	0
Number of beneficiation line owned and opearted as at 31 December		5	**9**	4
Actual ore mining volume (Mt) for the year ended 31 December		0.7	**1.2**	0.5
Actual ore crushing volume (Mt) for the year ended 31 December		0.25	**0.84**	0.59
Actual ore beneficiation volume (Mt) for the year ended 31 December		0.18	**0.51**	0.33
Ore production volume (Mt) for the year ended 31 December		0.2	**0.6**	0.4

Note:

1. Net profit margin is calculated by dividing profit for the year by revenue.
2. Return on assets represents the net profit attributable to the owners of the Company as percentage of the average of period-beginning balance and period-ending balance of total assets.
3. Inventory turnover days for the relevant year calculated by dividing the average of the opening and closing balances of inventories for the relevant year by cost of sales and then multiplied by the number of days in the relevant year.
4. Debtors' turnover days for the relevant year are calculated by dividing the average of the opening and closing balances of trade receivables for the relevant year by revenue and then multiplied by the number of days in the relevant year.
5. Creditors' turnover days for the relevant year are calculated by dividing the average of the opening and closing balances of trade payables for the relevant year by cost of sales and then multiplied by the number of days in the relevant year.
6. Current ratio is the ratio of total currents assets to total current liabilities.
7. Gearing ratio is calculated based on the Group's net debt divided by total capital plus debt. Net debt is defined as interest-bearing bank loans, net of cash and bank balances and it excludes liabilities incurred for working capital purposes. Equity includes equity attributable to the owners of the Company and non-controlling interests.

Chairman's Statement

Dear Shareholders,

On behalf of the Board of Directors of CAA Resources Limited, I am pleased to present the 2013 annual report.

Looking back at 2013, the global economy has improved as a whole. China, on the back of its growth has reported a record-high iron ore import volume for the third year running. Import volumes for the year rose 10.2% year-on-year to 820 Mt. CAA Resources has always focused on the China market and, since its inception, has expanded and also developed its client base there. The Group has established long-term stable business relationships with steel manufacturers including Ningbo Iron and Steel Company Limited, a subsidiary of Baosteel Group Corporation, which is among China's largest and best-known. Also, pursuant to the cooperation agreement entered into with Mercuria in September 2013, being one of the top five independent energy traders in the world, Mercuria will help sales and marketing of CAA Resources' iron ore concentrates production into China. All these brought stability and continuity to the Group's long-term earnings.

The macro environment in 2013 has been challenging, and due to the early arrival of the rain season in Malaysia in the second half of the year with unusual heavy rainfall, our production had been slowed down. Still, driven by China's rising demand in iron ore and the price environment of iron ore last year, the Group was able to achieve a strong performance for 2013: profit for the year grew 89.8% year-on-year to USD19.7 million. In view of the Group's profitability, cash situation and future financial needs, the Board proposed the payment of a final dividend of HK 5.1 cents per Share as of 31 December 2013, representing a payout ratio of approximately 50%.

CAA Resources made steady progress and achieved solid results last year, thereby laying solid foundations for its future growth. Our 2013 achievement highlights include:

- Sales revenue soared 103.2% to approximately USD110.4 million
- Sales volume surged 145.5% to 1,053 Kt on dry basis
- Gross profit grew 86.2% to USD41.1 million
- Profit for the year increased 89.8% to USD19.7 million

Chairman's Statement

Looking forward to 2014, we note that the United States started tapering the purchase of treasury bonds in December 2013 in preparation for the termination of its quantitative easing policy which has been in force for five years. As for China, the government aims to maintain its GDP growth at around 7.5% this year and in order to achieve the target, crude steel production and consumption in 2014 are expected to reach 780 Mt and 720 Mt respectively. Growth is expected to sustain within the year. Nonetheless, China is changing its economic development approach, instead of adhering to the intensive growth model it has been adopting, it will now shift away from using GDP growth as a key development indicator. This is expected to dampen China's demand for iron ore. Meanwhile there has been speculation that China may consolidate highly polluting and low efficiency steel mills. Such a move may in fact boost demand for high-grade iron ore by large steel mills with first-class facilities such as those of our long-term customers, and could create additional sales opportunities for us. Furthermore China's developing cooperation with countries in Southeast Asia, the Middle East and Eastern Europe through the export of high-speed rail technology and products as well as the development of railway in Western China and the Silk Road economic belt are expected to continue to fuel long-term demand for steel and iron ore. With both of these favorable and unfavorable factors in play, still, we expect that the Group's sales volume will continue to grow in 2014.

2013 was an important milestone for the Group. Thanks to the full support of our Shareholders and the dedication and hard work of the management team and staff, we completed our IPO and listed on the Stock Exchange , despite challenging stock market conditions. In addition to the Group's robust financial strength, the solid fundraising platform provides us with an additional source of capital for future development.

Our management team and staff are committed to continue to work hard and to strictly comply with the Group's cost-controlling measures designed to increase cost-effectiveness and optimize capacity continuously. At the same time, we will continue to formulate our business development plan in accordance with market environment conditions and our own needs. We will actively look for high-grade ore resources and will gradually enhance the Group's profitability in order to deliver better and long-term returns on investment to our Shareholders. Lastly, on behalf of all members of the Board, I would like to take this opportunity to convey our sincere thanks to the management and our staff for their hard work and trust. I would also like to thank our investors, bankers and business partners for their unfailing support all along.

Chairman and Chief Executive Officer
Li Yang

Hong Kong, 18 March, 2014

Management Discussion and Analysis

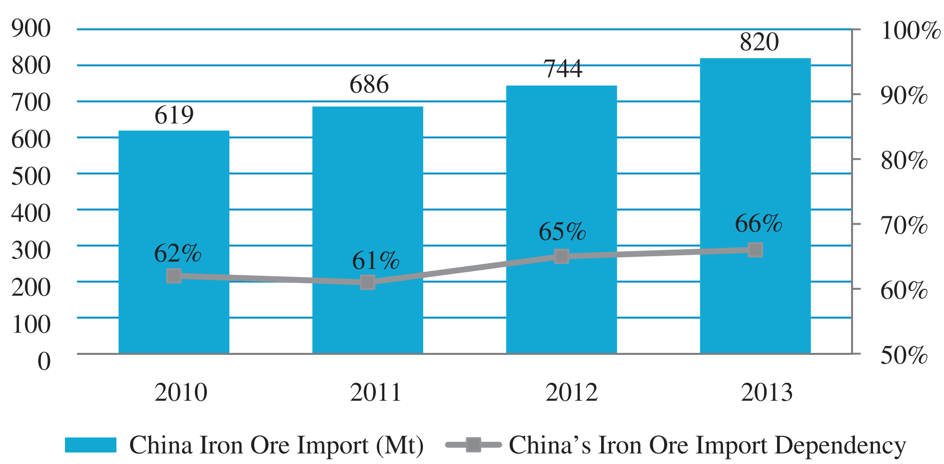
MARKET OVERVIEW

In 2013, the global economy continued to see signs of slow recovery. The US and Eurozone economies are slowly rebounding with the ease of worries over US fiscal cliff and Eurozone's debt crisis. In terms of commodities, iron ore outperformed others, buoyed by strong demand. Looking at this year's iron ore market, demand reached around 1.95 billion tonnes, exceeding 2012's 1.52 billion tonnes, while iron ore supply capacity amounted to around 2.01 billion tonnes. Overall, 2013 saw a tight iron ore supply and demand balance. Supported by strong demand, prices of iron ore also rebounded during the second half of the year from mid-year lows. According to Platts Iron Ore Price Index, iron ore prices were relatively stable in the second half of 2013 compared to the first half of the year with the prices ranging from USD 130-140 per tonne. This price range, albeit only two thirds of the record-high price three years ago, is still way above the USD 90 per tonne price recorded in 2012 when China faced a weak economic growth.

China is in the mid-stage of industrialization and urbanization. Construction projects and rapid advancement of urbanization have called for increase in steel consumption, in particular, in the areas of infrastructure, transportation and durable consumer goods. As a result, iron ore demand has also risen. Despite overcapacity in China's steel industry, the soaring demand of iron ore has provided support to its price. According to the National Bureau of Statistics of China, China's 2013 crude steel output amounted to 779.04 Mt, up 7.5% year on year. On the other hand, China's iron ore demand rose by 8.6% from 1.05 billion tonnes in 2012 to 1.14 billion tonnes, accounting for 58.4% of the global demand.

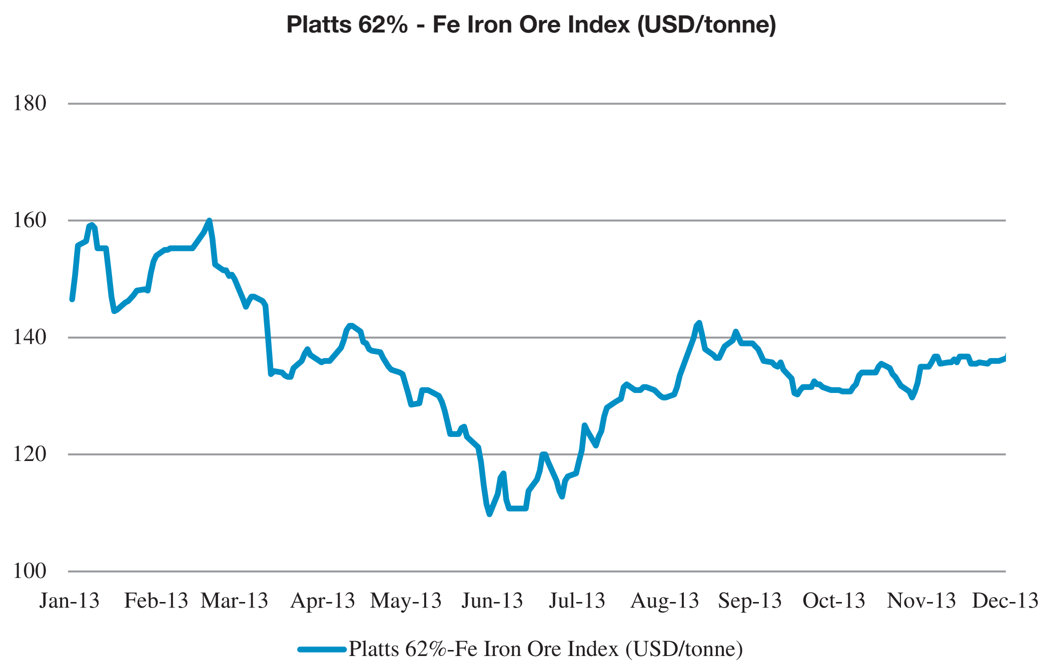
In addition, despite China's relatively abundant iron ore resources, China's domestic supply is still not able to meet the demand from its steel industry. Because of the small scale deposits and low-grade iron ores, production costs are pushed up higher than other international iron ore suppliers. As a result, China's dependence on iron ore imports rose from 2010's 62% to close to 70% in 2013. Data from China's customs show that iron ore imports continued to reach record-highs for the third year as it increased 10.2% year-on-year to 820 Mt in 2013.

China Iron Ore Import



Source: General Administration of Customs of the PRC

Management Discussion and Analysis



Source: Platts 62%-Fe Iron Ore Index

BUSINESS & OPERATIONS REVIEW

Major operating results

Growing demand for our iron ore products from the Chinese customers, combined with stable prices of the commodity and an increase in the Group's production capacity have positively impacted CAA Resources' sales volume and revenue for 2013.

For the year ended 31 December 2013, the Group's sales revenue soared 103.2% to approximately USD110.4million (2012: approximately USD54.3 million). Sales volume surged 145.5% to approximately 1,053 Kt on dry basis (2012: approximately 429 Kt). Products sold had average iron ore grades of 56.6%, with average selling price on dry basis at USD103 per tonne.

As a result of CAA Resources' high-margin and low inventory strategy, the Group recorded strong growth in gross profit of 86.2% for 2013 at USD41.1 million compared to USD22.1 million in 2012. However, the exceptional and early rain season in Malaysia at the end of 2013 marginally impacted gross profit margin for the year, and was recorded at 37.2% (2012: 40.6%). Nonetheless, the Group's profit for the year increased by 89.8% from USD10.4 million in 2012 to USD19.7 million, as a result of higher sales volume and lower production cost. Basic earnings per Share for the year 2013 was US1.51 cents.

At present, the iron ore products produced at the Ibam Mine constitutes the Group's major sales, and the rest was generated from iron ore trading activity.

	For the year ended 31 December 2013	For the year ended 31 December 2012	Change
Sales Revenue	**USD110,372,000**	USD54,323,000	+103.2%
Sales Volume (dry basis)	**1,053,000 tonnes**	429,000 tonnes	+145.5%
Gross Profit	**USD41,109,000**	USD22,076,000	+86.2%
Gross Profit Margin	**37.2%**	40.6%	-3.4 percentage point

Project Ibam

The Group's principal asset is Project Ibam, a mine with 151 Mt combined measured and inferred iron ore resource at an average grade of 46.5% total iron, which exceeds the Chinese 30% crude iron ore average grade. Ibam Mine is one of the most resource rich mine with an exceptionally high iron content in Malaysia. It has a mine life expected to be more than 26 years. The Group uses the open-pit mining method to simplify operations and reduce production costs. The Group produces iron ore products through a relatively low-cost process which includes ball-milling, magnetic separation process and dewatering. The method is environmentally friendly as it does not require chemical additives and reduces the amount of waste water produced.

As part of the Group's expansion plan, a total of four new beneficiation lines and five new crushing lines were purchased during the year under review, for a sum of approximately USD11.78 million. As at 31 December 2013, the Group had a total of nine beneficiation lines, among which four were newly installed and commenced operation during the year, and a total of seven crushing lines, among which five were newly purchased and were in the process of installation as at the year end date. The mine's annual mining volume reached 1.2 Mt. Project Ibam accounted for about 36.6% of the Group's total revenue.

The following table indicates the mining volume and production volume of iron ore products produced from Ibam Mine:

	For the year ended 31 December 2013	For the year ended 31 December 2012	Change
Mining Volume	**1.2 Mt**	0.7 Mt	+67.92%
Production Volume	**639.2 Kt**	178.8 Kt	+257.49%

Management Discussion and Analysis

Total mining volume of Ibam Mine for the twelve months ended 31 December 2013 was 1,248,177 tonnes, as set out below:

Quarter ended	Quarterly Ore mined and crushed (tonnes)	Average Fe Grade (%)
31 March 2013	73,220	46.70
30 June 2013	507,969	47.30
30 September 2013	336,588	50.00
31 December 2013	330,400	50.80

Pursuant to the announcement made by the Company on 7 November 2013, the Ibam Mine was required to modify its tailing ponds by the Jabatan Mineral dan Geosaing Pahang (the "Mining Bureau") due to the exceptionally heavy precipitations in the rain season in 2013. The Mine's beneficiation process was temporarily suspended during these modifications; however, there was no impact on the production and sale of the iron ore products that solely require crushing without beneficiation except the fact that the gross profit margin was lowered in the second half of 2013. On 23 January 2014, a notice was submitted to the Mining Bureau following the completion of the modifications to arrange for appropriate inspections. The modification was viewed as an important long-term initiative which will benefit the development of the mine, by reducing flooding risk in future.

During the year under review, no exploration activities were carried out at the Ibam Mine.

Reinforced customer base

The Group has established long-term and stable relationships with many reputable Chinese steel manufacturers and/or their respective agents in China, including Ningbo Iron and Steel Company Limited, the subsidiary company of Baosteel Group Corporation. Ningbo Steel has been a client for more than three years.

During the year, we actively expanded our customer network. On 9 September 2013, the Group entered into a cooperation agreement with Mercuria. It is estimated that Mercuria will purchase or procure customers to purchase a total of 1.5 Mt of iron ore concentrates production from CAA Resources from 2013 to 2015. Through Mercuria's network of Chinese business partners, it is expected that Mercuria will help sales and marketing of the Group's iron ore concentrates production into China. Mercuria is one of the world's top 5 leading independent energy and commodities trading companies. Mercuria's trading headquarters is located in Geneva, Switzerland and its operations span five continents with 37 offices over the world. For details of the cooperation, please refer to the Company's announcement dated 9 September 2013.

Management Discussion and Analysis

Actively to seek business expansion and diversified resources

Apart from the expansion at Project Ibam, CAA Resources' development strategy is to seek long term sustainable growth through a series of acquisitions of mines in Malaysia with high iron ore content.

On 3 October 2013, Capture Advance, the Group's wholly owned subsidiary in Malaysia, entered into a MOU for a proposed 60% acquisition of Red Sun Resources. According to the MOU, Capture Advance will acquire or subscribe for 60% of the equity interests in Red Sun Resources. Upon completion, Capture Advance will beneficially own 60% of the company. Furthermore, exploration, prospecting and mining of iron ore will be carried out through the joint venture on a parcel of land located at Bukit Besi, Terengganu. The land has approximately 281 Mt of resources. The Group has also set up a wholly owned subsidiary, Capture Bukit Besi Sdn. Bhd. in Malaysia on 30 September 2013, for this transaction.

Furthermore, on 1 December 2013, Capture Advance entered into a MOU and was in exclusive negotiations with JKKR Felda Kemahang 3 and Bukit Besi Mining Sdn. Bhd. in respect of the iron ore mining rights and the income right for a parcel of land and its surrounding land lots with an area of approximately 1,940 hectare in Kemahang 3, Kelantan.

On 19 December 2013, Capture Advance commenced negotiations with all shareholders of SRI Jedok Mining Sdn. Bhd. in Malaysia in respect of the transfer of their equity interests in the company, in order to obtain the controlling or the entire equity interests of the company. The current sole asset of the company is the iron ore mining right of a piece of land with an area of approximately 4.85 square kilometers (approximately 1,200 acres) in Kelantan State.

For further details, please refer to the Company's announcements dated 3 October 2013, 2 December 2013 and 19 December 2013, respectively.

FINANCIAL REVIEW

Revenue

During the year, the Group's revenue reached approximately USD110.4 million, representing 103.2% higher than the amount of USD54.3 million recorded in the year of 2012. The increase in revenue was mainly brought by higher sales volume of the Group's iron ore products which was mainly attributable to growing demand in China's iron ore market. The sales volume on dry basis for the year under review was approximately 1,053 Kt, representing 145.5% higher than 429 Kt in 2012. The average selling price (dry basis) of the iron ore products for the year was USD102.7 (2012: USD116.5). The reason for the decrease was brought by the temporary suspension of the beneficiation process in the second half of year 2013 as a result of the exceptionally heavy precipitation in Malaysia. During the period of suspension, the production in Ibam Mine was limited to perform simple crushing which substantially lowered the iron content and average selling price.

Management Discussion and Analysis

In addition to sales of iron ore products which was approximately USD107.9 million for the year (2012: USD50.0 million), the Group's beneficiation service income was approximately USD2.5 million (2012: USD4.3 million) during the year under review. The decrease in service income was mainly due to the termination of cooperation with Esperance Mining Sdn. Bhd. since April 2013. Income from the PRC and Malaysia was approximately USD107.9 million and USD2.5 million for the year respectively (2012: USD48.5 million and USD5.8 million respectively). Income from Malaysia for the year represented the beneficiation service rendered in Esperance Mine.

Cost of Sales

During the year under review, the Group's cost of sales reached approximately USD69.3 million, about 114.8% higher than the approximately USD32.2 million recorded for the year 2012. The cost of sales primarily comprises ore production cost, service fee to mining contractor, mining fee paid to the registered holder of mining lease of the Ibam Mine, service fee to processing contractor and purchase of iron ore for trading purpose. During the year, the average unit cost of sales was USD63.7 per dry tonne basis, 2.6% lower than that of last year at USD65.4 per dry tonne basis.

In addition, the mining capacity of the Ibam Mine has been enhanced to match with the crushing and beneficiation capacity. This resulted in a lower unit production cost from better coordination with production planning and economy of scale in production.

Gross Profit and Margin

During the year under review, the Group's gross profit reached approximately USD41.1 million, about 86.2% higher than the approximately USD22.1 million recorded in year of 2012. The increase was mainly due to the Group's higher sales volume compared with last year.

The gross profit margin for the year ended 31 December 2013 was 37.2%, marginally lower than that of last year's at 40.6%. The decrease was mainly due to the temporary closure of the tailing ponds and suspension of beneficiation process in the second half of the year 2013, during which the iron ore products sold by the Group were of lower iron content.

Selling and Distribution Expenses

During the year, the Group's selling and distribution expenses reached approximately USD8.5 million, about 83.2% higher than the approximately USD4.6 million recorded for 2012. The increase was mainly due to the cost increase in freight transport between the mining site and the warehouse in Kuantan Port and to the port of destination designated by our customers.

Administrative Expenses

During the year, the Group's administrative expenses reached approximately USD6.1 million, about 111.5% higher than the approximately USD2.9 million in the year of 2012. The increase was mainly due to higher staff costs, professional fees and listing expenses incurred. The listing expenses incurred for the year was approximately USD2.8 million.

Finance Costs

During the year, the Group's finance costs reached approximately USD0.1 million, about 78.4% higher than that in the year of 2012. The increase was mainly attributable to the increase of bank and other borrowings.

Income Tax Expenses

During the year, the Group's income tax expense reached approximately USD5.5 million, about 38.1% higher than the approximately USD4.0 million in the year of 2012. The effective tax rate was 21.7% in comparing with 27.5% of last year. The decrease in effective tax rate was mainly due to the efficient tax accounting management exercised within the Group and the proportion of non-tax deductible listing expense to profit for the year of 2013 was lower than that of 2012.

Profit for the Year

As a result of the operating activities, profit for the year ended 31 December 2013 increased by 89.8%, from approximately USD10.4 million for the year ended 31 December 2012 to approximately USD19.7 million for the year ended 31 December 2013.

The net profit margin decreased from 19.2% for the year ended 31 December 2012 to 17.9% for the year ended 31 December 2013.

Total Comprehensive Income Attributable to Owners of the Company

Total comprehensive income attributable to owners of the Company increased by 61.5%, from approximately USD11.3 million for the year ended 31 December 2012 to approximately USD18.2 million for the year ended 31 December 2013. The percentage increase of 61.5% was less than the percentage increase in profit for the year of 89.8% since an exchange loss arising from translation of foreign operation of approximately USD1.5 million recorded during the year.

Final Dividend

The Directors recommend the payment of a final dividend of HK 5.1 cents per Share for the year ended 31 December 2013, amounting to HKD76.5 million (equivalent to approximately USD9.9 million) in total (2012: Nil). The final dividend is subject to the approval of the Shareholders at the forthcoming AGM. The last registration date for entitlement to the proposed final dividend is 13 May 2014.

LIQUIDITY AND CAPITAL RESOURCES

The total equity of the Group as at 31 December 2013 was approximately USD104.2 million (31 December 2012: USD26.6 million). The Group generally finances its operation with internally generated cash flow and interest-bearing loans and borrowings. Primary uses of funds during the year included settlement of listing expenses, operating expenses, and purchase of items of property, plant and equipment. As at 31 December 2013, current assets of approximately USD58.7 million primarily comprised USD5.6 million of inventory, USD12.4 million of trade receivables, USD9.0 million of prepayments, deposits and other receivables, and USD30.7 million of cash and cash equivalents. Current liabilities of approximately USD18.0 million mainly comprised USD2.7 million of trade payables, USD3.8 million of interest-bearing bank and other borrowing, and USD10.4 million of tax payable. Current ratio, being total current assets to total current liabilities was 3.3 as at 31 December 2013 (31 December 2012: 0.52). The Group's liquidity position has been improved by the Listing and it has sufficient financial resources to finance its expansion plan of Project Ibam and to meet its working capital requirements.

As at 31 December 2013, the Group had certain interest-bearing bank and other borrowings of USD4.5 million in total (31 December 2012: USD0.6 million). The bank and other borrowings were used to finance the issuance of letter of credit and purchase of machinery and motor vehicles.

	For the year ended 31 December	
	2013 (USD'000)	2012 (USD'000)
Cash and cash equivalents in the consolidated statement of cash flow at beginning of year	**1,861**	196
Net cash flows from operating activities	**2,322**	16,011
Net cash flow used in investing activities	**(35,412)**	(16,115)
Net cash flows from financing activities	**62,091**	1,817
Net increase in cash and cash equivalents	**29,001**	1,713
Effect of foreign exchange rate changes, net	**(114)**	(48)
Cash and cash equivalents as stated in the consolidated statement of cash flows at end of year	**30,748**	1,861

Net Cash Flows from Operating Activities

The Group's net cash flows from operating activities decreased by 85.5%, from approximately USD16.0 million for the year ended 31 December 2012 to approximately USD2.3 million for the year ended 31 December 2013. It primarily included the profit before tax of USD25.2 million and the increase in trade receivables, inventories, prepayment and deposits paid and payments to related parties.

Net Cash Flows used in Investing Activities

The Group's net cash flows used in investing activities increased by 119.7%, from approximately USD16.1 million for the year ended 31 December 2012 to approximately USD35.4 million for the year ended 31 December 2013. It primarily included the increase in the purchase of items of property, plant and equipment of approximately USD19.3 million; and the deposit for acquisition of equity interest of Red Sun Resources subsequent to the announcement made by the Company on 3 October 2013 of approximately USD15.1 million.

Net Cash Flows from Financing Activities

The Group's net cash flows from financing activities significantly increased by 3,317.2%, from approximately USD1.8 million for the year ended 31 December 2012 to approximately USD62.1 million for the year ended 31 December 2013. It primarily included the proceeds (net of share issue expenses) from the IPO of approximately USD59.3 million, and the net borrowings of approximately USD2.8 million.

Inventories

The Group's inventories increased by 335.5%, from approximately USD1.3 million as at 31 December 2012 to approximately USD5.6 million as at 31 December 2013. It is primarily because of enhancement of production capacity which lengthened the inventory turnover days from 8.5 days last year to 18.1 days.

Trade Receivables

The Group's trade receivables increased by 1,540.5%, from approximately USD0.8 million as at 31 December 2012 to approximately USD12.4 million as at 31 December 2013. Trade receivable turnover days were approximately 22 days (2012: 3 days). The longer trade receivable turnover days was recorded since there were several major shipments delivered in late December 2013 for approximately USD8.2 million which were not due and that the Group granted credit period to old customers on open account basis.

The Group has modified the trading terms with its major customers in the second half of 2013. Major customers were granted credit on open account basis or allow to settle by documentary letter of credit. However payment in advance is still required for new customers. Overdue balances are reviewed regularly by senior management, if any. The Group does not hold any collateral or other credit enhancements over its trade receivable balances. Trade receivables are non-interest-bearing and had been fully settled after the year end date.

Prepayments, deposits and other receivables

The Group's prepayments, deposits and other receivables increased by 391.5% from approximately USD1.8 million as at 31 December 2012 to approximately USD9.0 million as at 31 December 2013. It primarily represented prepayments made to the Group's major subcontractor for mining and processing costs aggregate to approximately USD8.2 million.

Trade Payables

The Group's trade payables increased by 46.0% from approximately USD1.8 million as at 31 December 2012 to approximately USD2.7 million as at 31 December 2013, which was mainly due to the increase in purchase of iron ore products to cope with the increase in sale during the year under review.

Net Current Assets Position

The Group's net current assets position was significantly improved during the year, from net current liabilities of approximately USD5.2 million as at 31 December 2012 to net current assets of approximately USD40.7 million as at 31 December 2013. The improvement was primarily attributable to proceeds from the Listing of the Shares of the Company and profits realised during the year, which outweighed the financing of working capital incurred.

Borrowings

As at 31 December 2013, the Group's borrowings mainly included: (i) two bank loans of USD1.3 million and USD2.0 million with an annual interest rate ranging from 3.1% to 3.14%; and (ii) hire purchase arrangements for motor vehicles and equipment of USD0.8 million with an annual interest rate ranging from 2.36% to 6.90%.

Contingent Liabilities

As at 31 December 2013, the Group did not have any material contingent liabilities.

Foreign Currency Risk

The Group has transactional currency exposures. Such exposures arise from sales or purchases by operating units in currencies other than our functional currency.

The Group's businesses are located in Malaysia and its operating transactions are conducted in RM. Most of its assets and liabilities are denominated in RM, except for certain payables to professional parties and administrative expenses in the Hong Kong office that are denominated in HKD, and the bank loan obtained that are denominated in USD. The Group has not entered into any hedging transaction to manage the potential fluctuation in foreign currencies. The following table demonstrates the sensitivity at the end of each of the relevant periods to a reasonably possible change in the RM exchange rate, with all other variables held constant, of the Group's profit before tax (due to changes in the fair value of monetary assets and liabilities).

	Increase/ (decrease) in RM rate	Increase/ (decrease) in profit before tax
	%	USD'000
31 December 2013		
If the US dollar weakens against RM	5%	1,751
If the US dollar strengthens against RM	(5%)	(1,751)
31 December 2012		
If the US dollar weakens against RM	5%	503
If the US dollar strengthens against RM	(5%)	(503)

As at 31 December 2013, exchange loss arising from translation of foreign operations between RM and USD was approximately USD1.5 million.

Interest Rate Risk

The Group's income and operating cash flows were not substantially affected by changes in market interest rates. The Group has no significant interest-bearing assets, except for cash and cash equivalents. The Group had no significant interest rate exposure arising from its interest-bearing loans for issuance of letters of credit since the amount was immaterial and had been fully repaid in January 2014. In addition, the Group has not used any interest rate swap to hedge against interest rate risk.

Pledge of Assets

Motor vehicles and machinery with an aggregate net carrying amount approximate to USD1,025,000 (2012: USD565,000) were pledged to secure hire purchase arrangements entered into by the Group at 31 December 2013. Save for disclosed as above, the Group did not have any pledges on its assets as at 31 December 2013.

Contractual Obligations

As at 31 December 2013, the Group's contractual obligations amounted to approximately USD72.2 million, and decreased by USD8.7 million as compared to approximately USD80.9 million as at 31 December 2012, which was primarily due to the progressive completion of major expansion plan at the Ibam Mine during the year.

Capital Expenditure

During the year, the Group's total capital expenditure increased by USD29.8 million from approximately USD6.1 million in 2012 to approximately USD35.9 million in 2013. The major capital expenditure consisted of acquisition of machinery to approximately USD20.8 million; a payment in advance of USD15.1 million in respect of an acquisition of 60% equity interest in Red Sun Resources; and purchase of other tangible assets for office in Hong Kong and Malaysia.

Gearing Ratio

The Group is currently funding its capital expenditure through internal generated funds from its operations and new bank borrowings. The Group monitors capital using a gearing ratio, which is net debt divided by total equity plus net debt. Net debt is defined as interest-bearing bank loans, net of cash and bank balances and it excludes liabilities incurred for working capital purposes. Equity includes equity attributable to the owners of the Company and non-controlling interests.

As at 31 December 2013, the Group's cash and bank balances exceeded the total interest-bearing bank and other loans and commercial papers. As such, no gearing ratio as at 31 December 2013 is presented (2012: 14.79%, which was calculated based on the Group's net debt divided by total capital plus debt).

Financial Instruments

As at 31 December 2013, the Group had not any financial instruments outstanding.

RESOURCE AND RESERVES OF IBAM MINE UNDER THE JORC CODE AS AT 31 DECEMBER 2013

Mineral resources of the Ibam Mine for ore with iron grade greater than or equal to 35% as of 31 December 2013:

Classification	Quantity (Mt)	Fe Grade (%)
Measured	109	46.7
Indicated	—	—
Inferred	42	46.4
Sub-total	151	46.6

Ore reserves of the Ibam Mine for ore with iron grade greater than or equal to 35% as of 31 December 2013:

Classification	Quantity (Mt)	Fe Grade (%)
Proved	—	—
Probable	103	44.7

EMPLOYEES AND EMOLUMENT POLICIES

The Group values its human resources and recognizes the importance of attracting and retaining qualified staff for its continuing success. As at 31 December 2013, the Group had 52 employees (2012: 44). For the year ended 31 December 2013, total staff cost including Directors' emolument amounted to approximately USD1.7 million (2012: USD0.9 million).

The Group's remuneration policies are in line with prevailing market practices and are determined on the basis of the performance and experience of the individual. The Group has constantly been reviewing the staff remuneration package to ensure it is competitive in the relevant industries.

OUTLOOK

China has been actively promoting urbanization in recent years and, according to the Chinese Academy of Social Sciences Blue Book, China's urbanization rate is expected to reach 60% by 2018. Demand for iron ore is driven by the rising need for steel in infrastructure and indemnificatory housing developments linked to urbanization. Based on a report by the China Metallurgical Industry Planning and Research Institute, China's 2014 crude steel production is forecast to reach 810 Mt, representing a 3.8% year-on-year increase. At the same time, iron ore imports are expected to rise to a record high of 850 Mt. Together with China's continuous effort to stabilize economic growth, we believe that the mainland's demand for iron ore will continue to grow in 2014. Furthermore, China's dependence on iron ore imports will remain the same and prices are likely to remain stable.

Meanwhile, the Chinese government is becoming increasingly aware of environmental issues and is determined to reduce overcapacity and curb pollution problems. In order to reduce carbon emissions, steel mills are required to replace and upgrade their equipment for the production of more environmentally-friendly products. Therefore, using less polluting iron ores of a higher grade with low impurity will become a trend in China, as quality iron ores become the preferred raw material for steel mills. Given that the average grade of China's iron ores is only approximately 30%, and quality iron ores only represent a minor portion of the 70% iron ore imports, it is expected that the appetite for quality iron ores will grow and the price of this commodity will stay firmer compared to other generic iron ore products.

BUSINESS STRATEGY

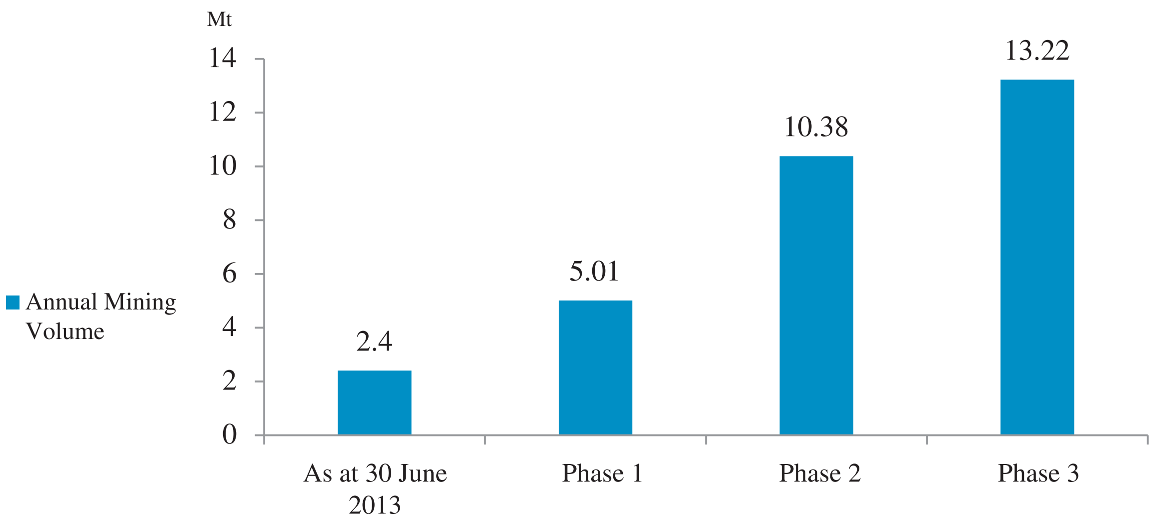
Strategy

CAA Resources is in a phase of rapid growth. Going forward, the Group will actively implement the expansion of Project Ibam, improve product quality, as well as accelerate the completion of its pipeline projects. Additionally, we will further identify other suitable acquisition projects to add to our resources. We believe that, with enhanced capacity, increased reserves and improved quality, our pricing power will also be enhanced, which will boost the Group's revenue and profit.

Capacity Expansion

In 2014, the Group will continue to benefit directly from China's economic growth and China's strong demand for iron ore products. In order to better capture the enormous business opportunities in China, one of the Group's development strategies is to effectively enhance Ibam Mine's production capacity. Through a three-phased development plan, we will build new production lines and expand mining activities and production scale. Following the expansion, which is estimated to complete by the end of 2015, the annual capacity of Project Ibam is expected to improve by 160%. The enhanced economy of scale will reduce the production cost per unit, and we expect that it will further strengthen Ibam Mine's operating efficiency.

Annual Mining Volume



Value-added Products

The Group is actively complying with the economic adjustment and environment-friendly policies set by the Chinese government to meet customer demand following upgrades of steel-making equipment. The Group is making technological innovation on part of the production lines at Project Ibam to produce higher quality pelletizing iron concentrate with lower impurity, lower energy consumption, higher environment protection, and with stronger market demand and better price than ordinary iron ore fines. The product is an ultrafine concentrate with iron content of 66% and above. The Group expects to commence production in batches in the second quarter of 2014. Both product selling price and Group profit are expected to be positively impacted by then.

Diversified businesses

The Group will continue to pursue its three potential acquisition projects in Terengganu and Kemahang and intends to complete them as soon as possible. We expect our production capacity to be further enhanced upon completion. Meanwhile, the Group will also actively broaden its client base, and expand its market reach from China to other regions including Malaysia. We believe a diversified client base will be beneficial to the Group's long-term development.

CAA Resources will continue to adhere to its high-margin and low-inventory business strategy. With our strong business fundamentals and financial strength, the Group is well positioned to capture new opportunities, and will remain committed to creating value for our Shareholders.

Corporate Governance Report

The Board of Directors is committed to maintaining appropriate corporate governance practices to enhance the accountability and transparency of the Company in order to protect Shareholders' interests and to ensure that the Company complies with the latest statutory requirements and professional standards.

The Company has complied with the code provisions set out in CG Code during the period from the Listing Date to 31 December 2013 except for the deviation from CG Code provision A.2.1 in respect of the roles of chairman and Chief Executive Officer of the Company. Explanations for such non-compliance are discussed later in the section of "Chairman and Chief Executive Officer" in this corporate governance report.

MODEL CODE FOR DIRECTORS' SECURITIES TRANSACTIONS

The Company has adopted the Model Code as its code of conduct for dealing in securities by the Directors. Having made specific enquiry to all the Directors, all the Directors have confirmed that they had complied with the required standards set out in the Model Code for the period from the Listing Date to 31 December 2013.

BOARD OF DIRECTORS

The Board is responsible for leadership and control of the Company and oversees the Group's businesses, strategic decisions and performance. The Board has delegated to the Chief Executive Officer, and through him, to the senior management the authority and responsibility for the day-to-day management and operation of the Group.

All Directors have carried out their duties in good faith, in compliance with applicable laws and regulations and in the interests of the Company and its Shareholders at all times.

DELEGATION OF MANAGEMENT FUNCTIONS

The Board reserves for its decision all major matters of the Company, including: approval and monitoring of all policy matters, overall strategies and budgets, internal control and risk management systems, material transactions (in particular those that may involve conflict of interests), financial information, appointment of directors and other significant financial and operational matters.

All Directors have full and timely access to all relevant information as well as the advice and services of the company secretary, with a view to ensuring that Board procedures and all applicable laws and regulations are followed. Each Director is normally able to seek independent professional advice in appropriate circumstances at the Company's expense, upon making request to the Board.

The day-to-day management, administration and operation of the Company are delegated to the Chief Executive Officer and the senior management. The delegated functions and responsibilities are periodically reviewed. Approval has to be obtained from the Board prior to any significant transactions entered into by the aforesaid officers.

As at 31 December 2013 and up to the date of this corporate governance report, the Board comprised five executive Directors and three independent non-executive Directors.

Executive Directors

Mr. Li Yang *(Chairman and Chief Executive Officer)*
Ms. Li Xiaolan
Mr. Wang Er
Mr. Gong Maoqing
Mr. Dong Jie

Independent Non- Executive Directors

Mr. Kong Chi Mo
Dr. Li Zhongquan
Dr. Wang Ling

The biographical details of the Directors and the relationship among the members of the Board are set out in the section of "Profiles of Directors and Senior Management" on pages 33 to 38 of this annual report.

In compliance with Rules 3.10(1) and (2) and 3.10A of the Listing Rules, the Company has appointed three independent non-executive Directors, who have represented at least one-third of the Board. One of the independent non-executive Directors possesses the appropriate professional qualifications or accounting or related financial management expertise. The Board considers that all the independent non-executive Directors have appropriate and sufficient business, legal and/or finance experience and qualifications to carry out their duties so as to protect the interests of the Shareholders of the Company.

The Company has received from each of the independent non-executive Directors an annual confirmation of their independence as required under Rule 3.13 of the Listing Rules. The Company considered all the independent non-executive Directors to be independent.

Each of the independent non-executive Directors has taken up the role as an independent non-executive Director for an initial term of 3 years and is subject to retirement and re-election in accordance with the Articles of Association.

CORPORATE GOVERNANCE FUNCTIONS

The Board is responsible for performing the functions set out in the code provision D.3.1 of the CG Code.

The Board reviewed the Company's corporate governance policies and practices, training and continuing professional development of Directors and senior management, the Company's policies and practices on compliance with legal and regulatory requirements, the compliance of Model Code, and the Company's compliance with the CG Code and disclosure in this corporate governance report.

TRAINING OF THE DIRECTORS

During the year under review, all the Directors have taken continuous professional development trainings in order to refresh their knowledge and skills and have provided their records to the Company.

CHAIRMAN AND CHIEF EXECUTIVE OFFICER

Under CG Code A.2.1 under Appendix 14 to the Listing Rules, the roles of chairman and Chief Executive Officer should be separate and should not be performed by the same individual. The positions of chairman and Chief Executive Officer of the Company are both currently carried on by Mr. Li Yang. The Board considers that the structure currently operated by the Company does not undermine the balance of power and authority between the Board of Directors and the management.

The Board members have considerable experience and qualities which they bring to the Company and the Board, of which Mr. Li Yang can take advantage in fulfilling his duties, and the management is not impaired. Mr. Li Yang has strong client relationships and has the full backing from the Board of Directors and senior management of the Company in fulfilling his obligations as chairman and Chief Executive Officer. The Board believes that having the same person performing the roles of both chairman and Chief Executive Officer can provide the Group with strong and consistent leadership and that, operating in this manner allows for more effective and efficient overall strategic planning of the Group. Further, the decisions of the Board are made collectively by way of voting and therefore the chairman of the Board should not be able to monopolize the voting result.

MEETINGS OF THE BOARD

Notices of regular Board meetings are given to all the Directors in accordance with the Articles of Association. Schedules and agenda of each meeting are made available to the Directors in advance. All the Directors are given an opportunity to include matters in the agenda for regular Board meetings. For other Board and committee meetings, notices are given within reasonable times in advance. Minutes of all Board meetings and committee meetings are kept by the company secretary and open for the Directors' inspection. Draft and final version of minutes are circulated to the Directors for their comment and record within a reasonable time after the Board meeting is held.

The attendances at the Board, respective Board committees meetings and the AGM held either in person or through other electronic means of communication for the period from the Listing Date to 31 December 2013 are as follows:

	Board	Audit Committee	Nomination Committee	Remuneration Committee	AGM
Executive Directors					
Mr. Li Yang	1/1	N.A.	0/0	N.A.	0/0
Ms. Li Xiaolan	1/1	N.A.	N.A.	0/0	0/0
Mr. Wang Er	1/1	N.A.	N.A.	N.A.	0/0
Mr. Gong Maoqing	1/1	N.A.	N.A.	N.A.	0/0
Mr. Dong Jie	1/1	N.A.	N.A.	N.A.	0/0
Independent non-executive Directors					
Mr. Kong Chi Mo	1/1	1/1	N.A.	N.A.	0/0
Dr. Li Zhongquan	0/1	1/1	0/0	0/0	0/0
Dr. Wang Ling	1/1	1/1	0/0	0/0	0/0

Note: number of meeting attended is shown as nominator and total number of meetings held is shown as denominator.

In addition to the disclosure made above, the Board held a meeting on 18 March 2014 to approve the annual results and other relevant matters of the Group. All Directors were present in the meeting except Mr. Gong Maoqing.

COMMITTEES OF THE BOARD

The Board has established the Audit Committee, the Nomination Committee and the Remuneration Committee to oversee particular aspects of the affairs of the Company. Each of these committees is set up with specific written terms of reference in compliance with the CG Code. Each committee is delegated with authorities and duties within its terms of reference. The terms of reference of the Board committees are posted on the Company's website and the Stock Exchange's website and are available to Shareholders upon request.

The majority of the members of each Board committee are independent non-executive Directors and the list of the chairman and members of each Board committee is set out under "Corporate Information" on page 123.

Corporate Governance Report

Board committees are provided with sufficient resources to discharge their duties and, upon reasonable request, are able to seek independent professional advice in appropriate circumstances at the Company's expense.

Audit Committee

The Company established an audit committee pursuant to a resolution of our Directors passed at a Board meeting on 12 April 2013 with effect upon the Listing. The primary duties of the Audit Committee include ensuring that an effective financial reporting and internal control system is in place and compliance of the Listing Rules, controlling the completeness of the Company's financial statements, selecting external auditors and assessing their independence and qualifications, and ensuring the effective communication between our external auditors. The Audit Committee comprises three Independent non-executive Directors, namely, Mr. Kong Chi Mo (chairman of the Audit Committee), Dr. Wang Ling and Dr. Li Zhongquan.

The Audit Committee are to assist the Board by providing an independent view of the effectiveness of the financial process, internal control and risk management system of the Group, overseeing the audit process and performing other duties and responsibilities assigned by the Board. The Audit Committee held three meetings during the period from the Listing Date and up to the date of this report to review interim and annual financial results and reports and significant issues on the financial reporting and compliance procedures, internal control and risk management systems, scope of work and appointment of external auditors.

The Audit Committee also met the external auditors twice without the presence of the executive Directors from the Listing Date to the date of this report.

The Company's and the Group's audited financial statements for the year ended 31 December 2013 have been reviewed by the Audit Committee, who was of the opinion that these statements complied with the applicable accounting standards, the Listing Rules and the legal requirements, and that adequate disclosures had been made. For the period from the Listing Date to 31 December 2013, one committee meeting was held and the attendance records of individual members are set out below:

Name of Directors	Number of meetings attended/held
Mr. Kong Chi Mo	1/1
Dr. Wang Ling	1/1
Dr. Li Zhongquan	1/1

Remuneration Committee

The Company established a remuneration committee pursuant to a resolution of our Directors passed at a Board meeting on 12 April 2013 with effect upon the Listing. The Remuneration Committee comprises two independent non-executive Directors, namely, Dr. Wang Ling (chairman of the Remuneration Committee), Dr. Li Zhongquan and one executive Director, namely Ms. Li Xiaolan.

The duties of the Remuneration Committee mainly include making recommendations on and approving the remuneration policy and structure and remuneration packages of all Directors and the senior management. The Remuneration Committee is also responsible for establishing transparent procedures for developing such remuneration policy and structure to ensure that no Director or any of his/her associates will participate in deciding his/her own remuneration, which remuneration will be determined by reference to the performance of the individual and the Company as well as market practice and conditions. The Remuneration Committee would make recommendations to the Board on the Company's policy and structure for all Directors' and senior management remuneration and on the establishment of a formal and transparent procedure for developing remuneration policy.

The Remuneration Committee has not held any meeting during the period from the Listing Date to 31 December 2013 as the remuneration package and the service agreement of each Director have been considered and approved by all Shareholders in writting on 12 April 2013 before the establishment of the Remuneration Committee. After the Listing Date, there is no new Director appointed. It is the Company's policy that the remuneration package of each Director and senior management shall be determined by reference to, inter alia, their duties, responsibilities, experience and qualifications.

Details of remuneration payable to the Directors and senior management by band are set out in note 7 to the financial statements of this annual report.

Nomination Committee

The Company established a nomination committee pursuant to a resolution of our Directors passed at a Board meeting on 12 April 2013 with effect upon the Listing. The Nomination Committee comprises one executive Director, namely, Mr. Li Yang (chairman of the Nomination Committee), and two independent non-executive Directors, namely Dr. Wang Ling and Dr. Li Zhongquan. The primary duties of the Nomination Committee include identifying suitable candidates for the Directors and making recommendations to the Board, assessing the structure and composition of the Board, preparing, making recommendations to and supervising the execution of the nominating policy of the Company.

The Nomination Committee has not held any meeting during the period from the Listing Date to 31 December 2013 as the structure, size and composition (including the skills, knowledge and experience) of the Board have been considered and approved by all Shareholders in writting on 12 April 2013 before the establishment of the Nomination Committee. Besides, the Company has received from each of the independent non-executive Directors an annual confirmation of their independence as required under Rule 3.13 of the Listing Rules. The Company considered all the independent non-executive Directors to be independent.

After the year end date of 31 December 2013, the Nomination Committee reviewed the appointment of each Director prior to that Director seeking re-election at the forthcoming AGM and was pleased to recommend the re-election of two eligible Directors to the Board.

EXTERNAL AUDITORS AND AUDITORS REMUNERATION

The Group appointed Ernst & Young as the Group's principal auditors. The acknowledgement of their responsibilities on the financial statements are set out in the section of "Independent Auditors' Report" on pages 48 to 49 of this annual report.

For the year ended 31 December 2013, the fee paid and payable to Ernst & Young in respect of audit and audited related services amounted to approximately USD0.3 million.

DIRECTORS' AND AUDITORS' RESPONSIBILITIES FOR THE FINANCIAL STATEMENTS

The Directors acknowledge their responsibility for the preparation of the consolidated financial statements which give a true and fair view of the state of affairs of the Company and the Group and of the results and cash flows for the Group for the year ended 31 December 2013.

In preparing the consolidated financial statements, supported by the finance department of the Group, the Directors have:

(i) reviewed the adoption of all applicable IFRSs;

(ii) selected suitable accounting policies and applied them on a consistent basis;

(iii) made judgments and estimates that are prudent, fair and reasonable; and

(iv) prepared the consolidated financial statements on a going concern basis.

In preparing the consolidated financial statements for the year ended 31 December 2013, the Board has received sufficient explanation and information from the management, which enabled the Board to make an informed assessment of the consolidated financial statements and other information before approval. The Directors continue to adopt the going concern approach in preparing the consolidated financial statements and are not aware of any material uncertainties relating to events or conditions that may cast significant doubt upon the Company's ability to continue as a going concern.

INTERNAL CONTROL

The Board recognizes its responsibility for maintaining an adequate and sound internal control system and through the Audit Committee and, if necessary, an external firm of qualified accountants to provide internal control services, conducts reviews on the effectiveness of these systems at least annually, covering material controls, including financial, operational and compliance controls, and risk management functions.

During the year under review, a Malaysian legal adviser was appointed to provide advice to the Board and the designated compliance officers on an ongoing basis in respect of all relevant Malaysian laws and regulations, including changes to such laws and regulations, which may affect the Group's operations in Malaysia.

The Board has considered the effectiveness of its internal control system and is of the view that the internal control system adopted for the year ended 31 December 2013 was effective and the Company has complied with the CG Code.

After the year end date of 31 December 2013, the Company appointed an external firm of qualified accountants and conducted a review of the effectiveness of certain material internal control systems of the Group, including the adequacy of resources, qualifications and experience of staff of the Company's accounting and financial reporting function, and their training programs and budget. The Audit Committee has reviewed the internal audit reports and based on the controls in place, is satisfied that there are adequate internal controls in the Group.

COMPLIANCE ADVISOR

The Company has appointed China Everbright Capital Limited on 19 July 2013 as the compliance adviser pursuant to Rule 3A.19 of the Listing Rules to provide advisory services to the Company pursuant to the requirements thereunder. It is expected that China Everbright Capital Limited will, amongst other things, provide advice to the Company with due care and skill on a timely basis in the following circumstances:

- before the publication by the Company of any regulatory announcement (whether required by the Listing Rules or requested by the Stock Exchange or otherwise), circular or financial report;
- where a transaction, which might be a notifiable or connected transaction under Chapter 14 or 14A of the Listing Rules, is contemplated by the Company including share issues and share repurchases;
- where the Company proposes to use the proceeds of the IPO in a manner different from that detailed in the Prospectus or where the Group's business activities, developments or results of operation deviate from any forecast, estimate or other information in the Prospectus;
- where the Stock Exchange makes an inquiry of the Company under Rule 13.10 of the Listing Rules;
- if required by the Stock Exchange, deal with the Stock Exchange in respect of any or all matters listed in the foregoing paragraph above;
- in relation to an application by the Company for a waiver from any of the requirements in Chapter 14A of the Listing Rules, advise the Company on its obligations and in particular the requirement to appoint an independent financial advisor; and
- assess the understanding of all new appointees to the Board regarding the nature of their responsibilities and fiduciary duties as a director of a listed issuer, and, to the extent to compliance advisor forms an opinion that the new appointees' understanding is inadequate, discuss the inadequacies with the Board and make recommendations to the Board regarding appropriate remedial steps such as training.

COMPANY SECRETARY

Mr. Chu Lok Fung Barry, who has been appointed as the company secretary of the Company since 12 April 2013, has complied with Rule 3.29 of the Listing Rules in relation to the professional training requirements.

SHAREHOLDERS' RIGHTS

The Board and the management of the Group endeavored to ensure all the Shareholders are treated equally and have their deserved rights. The Board has established the Shareholders' communication policy to maintain an open and effective communication with the Shareholders and to update the Shareholders on relevant information on the Group's business in a timely manner.

To safeguard Shareholder interests and rights, a separate resolution is proposed for each substantially separate issue at Shareholder meetings, including the election of individual directors.

All resolutions put forward at Shareholder meetings will be voted on by poll pursuant to the Listing Rules and poll results will be posted on the websites of the Company and of the Stock Exchange after each Shareholder meeting.

Any Shareholder may appoint a proxy or representative to attend the general meeting, and they are entitled to exercise the same voting rights in the meeting.

The notice of AGM is distributed to all Shareholders at least 21 clear days and 20 clear business days prior to the AGM and the accompanying circular also sets out details of each proposed resolution and other relevant information as required under the Listing Rules. The chairman of the AGM exercises his power under the Company's Articles of Association to put each proposed resolution to the vote by way of a poll.

Procedures for convening an Extraordinary General Meeting and Putting Forward Proposals at General Meetings by Shareholders

Pursuant to Article 58 of the Company's Articles of Association, an extraordinary general meeting shall be called by the Board on the written requisition of any one or more Shareholders of the Company, provided that such Shareholder(s) held at the date of deposit of the requisition not less than one-tenth of the paid up capital of the Company carrying the right of voting at general meetings of the Company. Such meeting shall be called for the transaction of any business specified in the written requisition to the Board or the Secretary of the Company; and shall be held within two months after the deposit of such requisition. If within twenty-one days of such deposit the Board fails to proceed to convene such meeting, the requisitionist(s) himself (themselves) may do so in the same manner, and all reasonable expenses incurred by the requisitionist(s) as a result of the failure of the Board shall be reimbursed to the requisitionist(s) by the Company.

There are no statutory provisions granting the right to Shareholders to put forward or move new resolutions at general meetings under the Companies Law or the Articles of Association of the Company. Shareholders who wish to move a resolution may request the Company to convene a general meeting following the procedures set out in the preceding paragraph.

COMMUNICATION WITH SHAREHOLDERS

To embrace best corporate governance principles and practice, the Group, as a listed company, emphasizes the importance of maintaining good communication with the Shareholders and investors, so as to increase the Company's transparency and undertaking by the Shareholders. The AGM provides a useful forum for Shareholders to exchange views with the Board, external auditors and the chairman of each of the Board committees attend the general meeting and are pleased to answer Shareholders'enquiries. Furthermore, to foster two-way communication amongst the Company, its Shareholders and potential investors, and to update them abreast of the latest industry updates, corporate communications and the Group's announcements and business development in a timely manner, the Company has appointed an investor relation advisor and a formal channel to respond to enquiries from Shareholders and the public. In the event that a Shareholder wishes to put forward a proposal to the Board, he/she may put forth his/her enquiry in writing to the Company and the Company will act on the subject matter accordingly. In addition, the Company is committed to maximizing the use of its website at www.caa-resources.com and the website of the Stock Exchange at www.hkexnews.hk as a channel to provide updated information in a timely manner and strengthen the communication with both the Shareholders and the public.

PROCEDURES FOR DIRECTING SHAREHOLDERS' ENQUIRIES TO THE BOARD

Shareholders may at any time send their enquiries and concerns to the Board in writing to the Hong Kong office of the Company whose contact details are as follows:

Suite 5602, 56/F.,
The Center, 99 Queen's Road
Central, Hong Kong

CHANGES TO CONSTITUTIONAL DOCUMENTS

There was no change in the Company's constitutional documents for the period from the Listing Date to 31 December 2013, and the amended and restated Memorandum and Articles of Association is published on the websites of the Company and the Stock Exchange.

Profiles of Directors and Senior Management

DIRECTORS AND SENIOR MANAGEMENT

Executive Directors

Mr. Li Yang, aged 26, was appointed as Director on 25 April 2012 and was redesignated as an executive Director, the chairman and Chief Executive Officer of the Company on 12 April 2013. Mr. Li is currently the Group's resident key management executive in Malaysia, responsible for the day-to-day business management and supervision of mining production. He is also the chairman of the Nomination Committee.

Mr. Li first joined our Group in December 2009 as our resident representative for our mines in Malaysia. In February 2010, he was appointed as the director of Capture Advance, our principal operating entity in Malaysia, and also the director of Capture Advantage and director of Best Sparkle Development Ltd. since June 2011. He had since represented our Group in the liaisons with clients and various Malaysian governmental authorities. Apart from managing our business operation in Malaysia, Mr. Li also played a vital role in the Group's business development in the PRC, and was a key figure in procuring our Group's entering into the framework agreement with one of our major customers. Mr. Li was closely involved in our daily mining operation and convened regular meetings to discuss with our resident Directors and the senior management teams, who would provide their professional technical advice. Mr. Li is also responsible for the strategic planning of the Group's ongoing business expansions. Mr. Li is the sole director of Cosmo Field which is the beneficial owner of 843,750,000 Shares of the Company, representing 56.25% of the issued share capital of the Company.

Mr. Li graduated from the College of Business of Eastern New Mexico University in the United States in 2009 with a major degree in business administration. He is the son of Mr. Li Dongming, the founder of the Group, and nephew of Ms. Li Xiaolan.

Ms. Li Xiaolan, aged 49, was appointed as an executive Director and the deputy general manager of the Company on 12 April 2013. She joined our Group in March 2008 and had been appointed as the director of Capture Advantage and Best Sparkle Development Ltd. since August 2010 and November 2010 respectively. Ms. Li is currently responsible for the financial management of the Group, and her duty includes enhancing internal control of our financial system, supervising the daily operation of our finance department and controlling the allocation of internal resources. In addition, she is also responsible for reviewing and approving the financials and feasibility of new projects.

Ms. Li has approximately 15 years of experience in accounting. Previously she had been the finance director of Tongxing Group Mining Company (同興集團礦業公司) between January 1997 and October 2003, and the finance director of Chengdu Hande between November 2003 and August 2007.

Ms. Li obtained a diploma in industrial enterprises operation and management from Sichuan Radio and Television University (四川廣播電視大學) in the PRC in 1986, and her bachelor's degree in accounting from Sichuan University (四川大學) in the PRC in 1992. Ms. Li is the younger sister of Mr. Li Dongming, the founder of the Group, and aunt of Mr. Li Yang.

Mr. Wang Er, aged 57, was appointed as an executive Director and the production supervisor of our Company on 12 April 2013. He had also been appointed as the director of Capture Advance, Pacific Mining and Capture Advantage since February 2010, May 2011 and June 2011 respectively. Mr. Wang has approximately 30 years of experience in the mining industry. Mainly responsible for the daily operation and production of the Group's mines, he is the key on-site person-in-charge of Project Ibam as well as the resident supervisor at the mine site for overall production management and testing of iron ore grading.

Mr. Wang first joined our Group in March 2008 as the resident representative in Malaysia and took part in a number of field trips in search for suitable mining projects in Malaysia. He was also actively involved in the establishment of the Group's warehouse in Kuantan.

Prior to joining the Group, Mr. Wang served as the general manager of Chengdu Hande between November 2003 and December 2006, and was mainly responsible for the preliminary screening of potential investment opportunities in the mining sector. Between March 1998 and October 2003, Mr. Wang was the general manager of Sichuan Guandi Mine (四川官地鐵礦), serving as the key on-site person-in-charge of the mining project, and responsible for the construction of mining production lines and arranging staff for the mining operation. Before that, Mr. Wang had also successively served the positions of technician, engineer and deputy manager in the non-ferrous metal department at Sichuan Enterprises Mining Company (四川鄉鎮企業礦業公司).

Mr. Wang graduated from Henan Jiaozuo Mining Institute (河南焦作礦業學院) in the PRC with a major degree in mineral processing in 1998.

Mr. Gong Maoqing, aged 75, was appointed as an executive Director of the Company on 12 April 2013. Mr. Gong has approximately 41 years of experience in the mining industry and he is now mainly responsible for the geological prospecting and technical advisory of the Group. Mr. Gong first joined our Group in March 2008 and since then had taken part in a number of field trips to Malaysia in search for suitable mining projects. Mr. Gong currently provides technical advice for the Group's geological prospecting work in Project Ibam.

Prior to joining the Group, Mr. Gong worked at the Sichuan Metallurgical and Geological Prospecting Bureau (四川省冶金地質勘查局) between September 1973 and April 1998, where he served a number of positions including chief engineer, technical person-in-charge and geological team leader. He was responsible for the overall geological technical management, organization and implementation of prospecting work until his retirement in 1998. During the time when he was the chief engineer, Mr. Gong led his geological and surveying technicians team and compiled around ten geological survey reports, such as the Reconnaissance Geological Report on the Gold Mine at Miansawa (《四川省冕寧縣緬薩洼岩金礦勘探地質報告》), Mianning County, Sichuan Province, and the Reconnaissance Geological Report on the Placer Gold at Jinchanggou, Likuang County, Sichuan Province (《四川省理礦縣金廠勾砂金勘探地質報告》) where he presented certificates of proof of over 30 tonnes of gold reserves of different types to the national authority. Before that, he had also worked for the Inner Mongolia Bureau of Geology (內蒙古自治區地質局), where he was mainly responsible for prospecting of piezoelectric quartz crystal, iron and apatite mines.

Profiles of Directors and Senior Management

Mr. Gong is a senior geological engineer and was awarded the second Lisiguang Geological Science Awards (李四光地質科學獎) in 1991 for his outstanding achievements in prospecting and received the Government Special Allowance awarded by the State Council of China (國務院政府特殊津貼) in 1992. Mr. Gong graduated from the Chengdu University of Technology (成都理工大學) in the PRC (formerly known as Chengdu Geology College (成都地質學院)) in 1962, with a major degree in metal and non-metal mining geology and prospecting.

Mr. Dong Jie, aged 59, was appointed as an executive Director of the Company on 12 April 2013. Mr. Dong is mainly responsible for the Group's processing technology study and provides technical advice. Mr. Dong has approximately 30 years of experience in the mining industry. He joined our Group as a chief engineer in March 2008 and since then had taken part in a number of field trips to Malaysia in search for suitable mining projects. As a key technical advisor, Mr. Dong was responsible for collection of samples, conducting analysis and issuance of internal analysis reports during the early stage of Project Ibam. Mr. Dong is currently a technical adviser of the Group in respect of raw ore analysis and perfection of iron ore beneficiation technology.

Prior to joining the Group, Mr. Dong served as a mining investment technical advisor for Chengdu Hande between September 2005 and August 2007, mainly responsible for certification of jade pieces and provision of technical advice and assessment of mining projects. Between January 1997 and August 2005, Mr. Dong worked at Sichuan Guandi Mine (四川官地鐵礦) as chief engineer, and was mainly responsible for the mining of an iron ore mine located in Huili County of Sichuan Province. As a key technical adviser and engineer of the said iron ore project, he was responsible for the analysis of processing technology, technical advisory, management, and on-site mining operations. Mr. Dong also directed the crushing, drying and ball mill pulverizing operations of iron ore. During his term of office, the said mine achieved an average annual production of 1 Mt of iron ore. And before that, Mr. Dong was a teaching staff at Chengdu Geology College focusing on the minerals study and analysis.

Mr. Dong graduated from Chengdu University of Technology (成都理工大學) in the PRC (formerly known as Chengdu Geology College (成都地質學院)), with a major degree in rock and mineral analysis in 1982.

Independent Non-executive Directors

Mr. Kong Chi Mo, aged 38, *FCCA, FCIS, FCS (PE), MHKIoD* was appointed as an independent non-executive Director on 12 April 2013, and he is the Chairman of the Audit Committee. Mr. Kong has over 15 years of experience in accounting, corporate governance and capital market.

Mr. Kong has been the executive director, chief financial officer and company secretary of China Vanadium Titano-Magnetite Mining Company Limited (stock code: 00893), a company listed on the Main Board of the Stock Exchange since October 2013, May 2008 and September 2009 respectively. Mr. Kong has also been the independent non-executive directors of Huazhang Technology Holding Limited (stock code: 08276), a company listed on the Growth Enterprise Market of the Stock Exchange since May 2013 and Hengshi Mining Investments Limited (stock code: 01370), a company listed on the Main Board of the Stock Exchange since June 2013. Mr. Kong worked at KPMG from October 1999 to December 2007 and was promoted to senior manager during his term of office. Prior to joining KPMG, Mr. Kong worked as a finance trainee in Hutchison Telecommunications (Hong Kong) Limited from June 1997 to March 1998, and as a tax associate in PricewaterhouseCoopers from March 1998 to October 1999.

Mr. Kong has been a fellow member of the Association of Chartered Certified Accountants since February 2008, a fellow member of the Hong Kong Institute of Chartered Secretaries and the Institute of Chartered Secretaries and Administrators since February 2012, and a member of the Hong Kong Institute of Directors ("HKIoD") since May 2010. Mr. Kong received bronze certificates of merit in continuing professional development in 2010 and 2011 and a silver certificate of merit in continuing professional development in 2012 respectively from the HKIoD. Mr. Kong graduated from the Chinese University of Hong Kong with a bachelor's degree in business administration on 11 December 1997.

Dr. Li Zhongquan, aged 49, was appointed as an independent non-executive Director of the Company on 12 April 2013, mainly responsible for independent supervision and management of the Company. He was the leader in a variety of scientific research projects, including but not limited to the National "Eleventh Five-year" Key Scientific Research Project (國家"十一五"科技重大專項), the National "Ninth Five-year" Projects (國家"九五"項目), "Tenth Five-year" Technology Projects (國家"十五"項目).

Dr. Li obtained his bachelor's degree in science from the department of geology of Nanjing University (南京大學) in 1986 and his master's degree in science from the department of geology of Chengdu University of Technology (成都理工大學) (formerly known as Chengdu Geology College (成都地質學院)) in 1989, and working with Chengdu ever since. Dr. Li then obtained his doctor's degree in engineering from Chengdu University of Technology (成都理工大學) in June 1999, conducted research work subsequently for three years as a post doctorate in Peking University and completed post-doctoral research in Saint Louis University of United States from May 2005 to November 2006.

Dr. Wang Ling, aged 55, was appointed as an independent non-executive Director on 12 April 2013, mainly responsible for the independent supervision of the Company. He is also the chairman of the Remuneration Committee From October 2001 to May 2008, Dr. Wang served as the independent director of Xiwang Foodstuffs Co., Ltd. (西王食品股份有限公司) (stock code: SZ000639, formerly known as Zhuzhou Qingyun Development Co., Ltd. (株洲慶雲發展股份有限公司) and Hunan Ginde Development Co., Ltd. (湖南金德發展股份有限公司)), a company listed on the Shenzhen Stock Exchange. Save as disclosed herein, Dr. Wang is not and has not been a director of any other listed companies in Hong Kong or overseas in the past three years.

Before that, Dr. Wang worked with Changsha Institute of Geotectonics, Chinese Academy of Sciences (中國科學院長沙大地構造研究所) as an associate researcher, researcher and tutor for doctoral candidates successively. Dr. Wang has been a professor and tutor for doctoral candidates of Chengdu University of Technology (成都理工大學) since January 2002. He received the Government Special Allowance awarded by the State Council of China (國務院政府特殊津貼) in 1999 and was recognized as the Leader of Academy and Technology (學術和技術帶頭人) in Sichuan in 2003.

Dr. Wang graduated from Southwest University of Science and Technology (西南科技大學) in the PRC (formerly known as Sichuan Institute of Building Materials (四川建築材料工業學院)) with a bachelor's degree in non-metallic mineral geology and exploration in 1982, and obtained a doctoral degree from Changsha Institute of Geotectonics, Chinese Academy of Sciences (中國科學院長沙大地構造研究所) in 1994. Dr. Wang was a visiting scholar at the department of earth sciences in University of Cambridge from December 1999 to December 2000.

Profiles of Directors and Senior Management

SENIOR MANAGEMENT

Mr. Yan Xiaodong, aged 54, was appointed as the Company's chief engineer on 12 April 2013, mainly responsible for on-site geological exploration and mining operations of the Group. Mr. Yan has approximately 29 years of experience in the mining industry. He joined our Group in March 2008 and since then had taken part in a number of field trips to Malaysia in search for suitable mining projects. In particular, as a chief engineer, Mr. Yan was responsible for prospecting, collection of samples and preparing internal analysis reports during the early development stage of the Ibam Mine. Mr. Yan is currently responsible for ore beneficiation of the Ibam Mine and geological prospecting.

And his working experience includes:

Between January 2003 and February 2007, Mr. Yan served as a deputy general manager of Sichuan Licheng Mining Appraisal Limited Company (四川立誠礦業評估有限公司), a company qualified to conduct mineral asset appraisal, where he was mainly responsible for appraisal of exploration rights and mining rights, providing geological and mining advice and advising on the feasibility of mining investment projects, etc., in various kinds of minerals including covered coal, iron, vanadium titanium magnetite, ferrochrome, gold, etc. As a key member of the technical team, Mr. Yan spent substantial time in fields to collect specimens and prepared appraisal reports.

Before that, Mr. Yan worked with the Sichuan Metallurgy and Geology Exploration Bureau of the Ministry of Metallurgical Industry (四川省冶金地質勘查局) where he successively served as technician, assistant engineer and engineer, where he focused on geological prospecting, special study on gold mines and polymetallic mines.

Mr. Yan graduated from Kunming Institute of Technology (昆明工學院) in the PRC majoring in mineral surveying and prospecting in 1983.

Mr. Diao Dalin, aged 58, was appointed as a mine manager of the Company on 12 April 2013, mainly responsible for the supervision and management of the on-site production of Ibam Mine. Mr. Diao has approximately 24 years of experience in the mining industry. He first joined our Group March 2008 as resident representative in Malaysia and since then had taken part in a number of field trips to Malaysia in search for mining projects. He had been actively involved in the establishment of the Group's warehouse in Kuantan. He is now responsible for supervising the daily operation of beneficiation line of Ibam Mine.

And his working experience includes:

Between November 1987 and February 2007, Mr. Diao worked with Hainan Jinao Mining Company Limited (海南金澳礦業有限公司) as a mine deputy manager and mine manager successively. His main duties included processing of the iron ore mine at a mine located in An Ding County, Hainan Province such as construction of processing production lines, on-site supervision of workers' operations of the production lines, control and sample testing of the grades of ore. Iron ore mine of Hainan Jinao Mining Company Limited (海南金澳礦業有限公司) reached an average annual production of 240Kt of finished iron ore products during Mr. Diao's terms of office.

Mr. Wang Zeping, aged 56, was appointed a vice deputy manager and mine manager of the Company on 12 April 2013 as resident representative in Malaysia, mainly responsible for the supervision and management of the on-site production of Ibam Mine. Mr. Wang has approximately 32 years of experience in the mining industry. He joined our Group since March 2008 where he mainly supervises the daily operation of beneficiation line of Ibam Mine.

Before joining the Group, Mr. Wang worked with Haikou Yiming Industry and Trade Company (海口怡明工貿公司) from January 1993 to November 2007 as deputy general manager and general manager, mainly responsible for the overall supervision of upgrading iron ore to higher grade iron concentrate and other iron products. Furthermore, Mr. Wang also stationed at the mining sites for preparing the mining project map and assisting clients with installation of production lines. Before that, Mr. Wang had worked with Standard Unit Factory of Haikou Machinery Bureau (海口機械局標準件廠) as a technician, director and deputy director successively, mainly responsible for overall supervision on the mining equipment manufacturing (e.g. ball mill and grinder), assisting clients on mining sites for mining equipment and providing assembly and production guidance.

Mr. Wang graduated from Haikou Technician School (海口市技工學校) in the PRC in 1980.

Mr. Chu Lok Fung Barry, aged 43, was appointed as the company secretary and financial controller of the Company on 12 April 2013. Mr. Chu is responsible for accounting, financial reporting and internal control procedures of the Company. Prior to joining the Group, Mr. Chu worked with a number of listed companies and was responsible for various finance and management control duties. Mr. Chu has over ten years of experience of auditing, financial and accounting gained from international accounting firms and listed companies, and has served as the auditors of two audit firms in Hong Kong for more than six years. He is a Fellow Certified Public Accountant of the Hong Kong Institute of Certified Public Accountants and a Certified Practising Accountant of the CPA Australia.

Mr. Chu holds a master of arts in philosophy from the Chinese University of Hong Kong, a master of science in accountancy from the Hong Kong Polytechnic University and a bachelor's degree in business from Monash University in Australia.

COMPANY SECRETARY

Mr. Chu Lok Fung Barry is the company secretary of the Company. Please refer to the sub-section headed "Senior Management" above in this section for details of his biography.

Directors' Report

The Directors are pleased to present their report and the audited consolidated financial statements of the Group for the year ended 31 December 2013.

PRINCIPAL ACTIVITIES

The Company acts as an investment holding company. The activities of its principal subsidiaries are iron ore exploration, mining, crushing and beneficiation as well as sale of iron ore products in the form of iron ore concentrates and iron ore fines. There were no significant changes in the nature of the Group's principal activities during the year. Details of the Company's subsidiaries as at 31 December 2013 are set out in note 14 to the financial statements of this annual report.

CORPORATE REORGANIZATION

The Company was incorporated in the Cayman Islands on 25 April 2012 with limited liability under the Companies Law. The Group underwent a pre-Listing reorganization exercise in 2012 pursuant to which the Company became the ultimate holding company of the Group. Details of the pre-Listing reorganization were set out in the Prospectus.

USE OF PROCEEDS FROM THE GLOBAL OFFERING

The Company was listed on the Stock Exchange on 3 July 2013. Net proceeds from the Global Offering have been and will continue to be used by the Group for the operations in Malaysia, such as expanding the mining and beneficiation capacity of Project Ibam, constructing the new berth at Kuantan Port, acquiring companies with existing exploration rights or mining assets in Malaysia and replenishment of working capital. Reference is made to the section headed "Future Plans and Use of Proceeds" in the Prospectus.

According to the intended usages as set out in the section headed "Future Plans and Use of Proceeds" in the Prospectus, the application of such proceeds during the year under review was as follow:

	Net Proceeds (USD'000)		
Particulars	**Available**	**Utilized**	**Unutilized**
Expansion of mining and beneficiation capacity of Project Ibam	28,187	9,841	18,346
Construction of the new berth at Kuantan Port	10,488	—	10,488
Acquisitions of companies with existing exploration rights and additional mining assets in Malaysia	10,488	10,488	—
Working Capital and other general corporate purposes	5,463	5,463	—
Total	54,626	25,792	28,834

According to the plan of use of proceeds in the Prospectus, the Company plan to invest 19.5% of the net proceeds from the Global Offering to build a new berth at Kuantan Port for the right to use this dedicated berth exclusively. Pursuant to the bilateral agreement between the Chinese and Malaysian governments, the China-Malaysia Qinzhou Industrial Park and the Malaysia-China Kuantan Industrial Park would be established. As part of the project plan, the operation and expansion of Kuantan Port is confirmed and China would acquire 40% stake in the management of the Kuantan Port in Malaysia. The Board is reassessing the need of constructing the Company's own berth.

The remaining balance of the net proceeds has been placed in interest bearing deposit accounts with banks.

RESULTS AND DIVIDENDS

The results of the Group for the year ended 31 December 2013 are set out in the consolidated statement of profit or loss and other comprehensive income on page 50.

No interim dividend was paid during the year (2012: Nil). The Directors now recommend the payment of a final dividend of HK 5.1 cents per Share for the year ended 31 December 2013, amounting to approximately HKD76.5 million (equivalent to approximately USD9.9 million) in total (2012: Nil), and the retention of the remaining profit for the year of approximately HKD76.7 million (USD9.9 million). The final dividend is subject to the approval of the Shareholders at the forthcoming AGM. The last registration date for entitlement to the proposed final dividend is 13 May 2014.

CLOSURE OF REGISTER OF MEMBERS

The AGM of the Company is scheduled on 30 April 2014. For determining the entitlement to attend and vote at the AGM, the register of members of the Company will be closed from Monday, 28 April 2014 to Wednesday, 30 April 2014, both days inclusive, during which period no transfer of Shares will be effected. In order to be eligible to attend and vote at the AGM, all transfer of Shares, accompanied by the relevant share certificates, must be lodged with the Company's Hong Kong branch share registrar, Tricor Investor Services Limited, at 26/F Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong (to be changed to Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong with effect from 31 March 2014) no later than 4:30 p.m. on Friday, 25 April 2014.

The Board has recommended the payment of a final dividend of HK 5.1 cents per Share for the year ended 31 December 2013 to Shareholders whose names appear on the register of members of the Company on 13 May 2014, subject to the approval of the Shareholders of the Company at the AGM. For determining the entitlement to the proposed final dividend, the register of members of the Company will be closed from 9 May 2014 to 13 May 2014, both days inclusive, and no transfer of Shares will be effected on such date. In order to qualify for the proposed final dividend, all transfer of Shares, accompanied by the relevant share certificates, must be lodged with the Company's Hong Kong branch share registrar, Tricor Investor Services Limited, at 26/F Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong (to be changed to Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong with effect from 31 March 2014) no later than 4:30 p.m. on 8 May 2014. It is expected that the final dividend will be paid on or around 3 June 2014.

SUMMARY OF FINANCIAL INFORMATION

A summary of the consolidated results, assets and liabilities of the Group since incorporation, as extracted from the audited consolidated financial statements of the Group and the Prospectus, is set out on pages 116 to 117 in this annual report.

BANK LOANS AND OTHER BORROWINGS

Particulars of bank loans and other borrowings of the Company and the Group as at 31 December 2013 are set out in note 22 to the financial statements.

CHARITABLE DONATIONS

Charitable donations made by the Company during the year amounted to USD148,387.

PROPERTY, PLANT AND EQUIPMENT

Additions to property, plant and equipment of the Group for the year ended 31 December 2013 amounted to approximately USD19.2 million. Details of the movements during the year in the Group's property, plant and equipment are set out in note 11 to the financial statements of this annual report.

SHARE CAPITAL

Details of the movements during the year in the issued share capital of the Company are set out in note 26 to the financial statements of this annual report.

DISTRIBUTABLE RESERVES OF THE COMPANY

Details of the movements during the year in the reserves of the Group are set out in the consolidated statement of changes in equity on page 53 of this annual report. As at 31 December 2013, the Company's reserves available for distribution to the Shareholders in accordance with the Articles of Association was USD57.4 million. Under the Companies Law, subject to the provision of its Articles of Association, the share premium account may be applied by the Company in paying distributions or dividends to its members or in paying up unissued shares to be issued to its members as fully paid bonus shares provided that no distribution or dividend may be paid to members out of the share premium account unless, immediately following the date on which the distribution or dividend is proposed to be paid, the Company is able to pay its debts as they fall due in the ordinary course of business. The reserves of the Company available for distribution depend on the dividend distributable by the Company's subsidiaries.

PRE-EMPTIVE RIGHTS

There is no provision for pre-emptive rights under the Company's Articles of Association and there is no restriction against such rights which would oblige the Company to offer new Shares on a pro-rata basis to existing Shareholders.

PURCHASE, SALES OR REDEMPTION OF LISTED SECURITIES OF THE COMPANY

Neither the Company nor any of its subsidiaries purchased, redeemed or sold any of the Company's listed securities throughout the period from the Listing Date to 31 December 2013.

MAJOR CUSTOMERS AND SUPPLIERS

During the year, sales to the Group's five largest customers accounted for 97.7% of the Group's total sales for the year ended 31 December 2013, and sales to its largest customer accounted for 71.1% of the Group's total sales for the year ended 31 December 2013. Purchases from the Group's five largest suppliers accounted for approximately 82.07% of the total purchases for the year ended 31 December 2013 and purchases from the largest supplier accounted for approximately 33.68% of total purchases for the year ended 31 December 2013.

None of the Directors, their associates or any Shareholders of the Company (which, to the best knowledge of the Directors, own more than 5% of the Company's issued share capital) had any interest in the Group's five largest customers and suppliers during the year.

MANAGEMENT CONTRACTS

No contracts concerning the management and administration of the whole or any substantial part of the business of the Company were entered into or existed during the year under review.

DIRECTORS

The Directors of the Company during the year and up to the date of this report were:

Executives Directors

Mr. Li Yang (appointed on 25 April 2012)
Ms. Li Xiaolan (appointed on 12 April 2013)
Mr. Wang Er (appointed on 12 April 2013)
Mr. Gong Maoqing (appointed on 12 April 2013)
Mr. Dong Jie (appointed on 12 April 2013)

Independent Non-Executive Directors

Mr. Kong Chi Mo (appointed on 12 April 2013)
Dr. Li Zhongquan (appointed on 12 April 2013)
Dr. Wang Ling (appointed on 12 April 2013)

Directors' Report

In accordance with the Company's Articles of Association, at each AGM, one-third of the Directors for the time being (or, if their number is not a multiple of three, the number nearest to but not less than one-third) shall retire from office by rotation provided that every Director shall be subject to retirement at an AGM at least once every three years. A retiring director shall be eligible for re-election. A director appointed to fill a vacancy or as an additional director shall retire at the next following general meeting and shall then be eligible for re-election. In compliance with the provisions of the Articles, Ms. Li Xiaolan, Mr. Gong Maoqing, and Mr. Dong Jie shall retire at the forthcoming AGM. Ms. Li Xiaolan and Mr. Dong Jie, being eligible, and will offer themselves for re-election. Mr. Gong Maoqing will retire at the forthcoming AGM and would not offer himself for re-election.

The Company has received annual confirmation of independence from the three independent non-executive Directors in accordance with Rule 3.13 of the Listing Rules and considers them to be independent.

DIRECTORS' AND SENIOR MANAGEMENT'S BIOGRAPHIES

Biographical details of the above Directors and senior management are set out in the section headed "Profiles of Directors and Senior Management" on pages 33 to 38 of this annual report.

DIRECTORS' INTERESTS IN CONTRACTS

No Directors had a material interest, either directly or indirectly, in any contract of significance to the business of the Group to which the Company, or any of its holding companies, subsidiaries or fellow subsidiaries was a party for the period from the Listing Date to the year ended 31 December 2013.

None of the Directors proposed for re-election at the forthcoming AGM has a service contract with the Company which is not determinable by the Company within one year without payment of compensation, other than statutory compensation.

DIRECTORS' INTERESTS IN COMPETING BUSINESS

None of the Directors of the Company had engaged in any business or had any interest in business which competes or may constitutes competition directly or indirectly (within the meaning of the Listing Rules) with the business of the Group for the period from the Listing Date to 31 December 2013.

DIRECTORS' RIGHTS TO ACQUIRE SHARES OR DEBENTURES

At no time during the year were rights to acquire benefits by means of the acquisition of Shares of the Company granted to any Director or their respective spouse or minor children; or were any such rights exercised by them or was the Company, or any of its subsidiaries a party to any arrangement to enable those persons to acquire such rights in any other body corporate.

DIRECTORS' SERVICE CONTRACTS

Each of our executive Directors and independent non-executive Directors has entered into a new service contract with the Company for a term of three years commencing from 3 July 2013.

None of the Directors has entered into any service agreement with the Company which is not determinable within one year without payment of compensation, other than the statutory compensation.

DIRECTORS' AND CHIEF EXECUTIVE OFFICER'S INTERESTS AND SHORT POSITION IN SHARES AND UNDERLYING SHARES

As at 31 December 2013, the Directors and the Chief Executive Officer of the Company had the following interests and short positions in the Shares, underlying Shares or the debentures of the Company or any of its associated corporations within the meaning of part XV of the SFO, which would have to be notified to the Company and the Stock Exchange pursuant to the provision of Divisions 7 and 8 of Part XV of the SFO (including interests and/or short positions of which they were taken or deemed to have under such provisions of the SFO) and/or required to be entered in the register required to be kept under section 352 of the SFO or as otherwise notified to the Company and the Stock Exchange pursuant to the Model Code:

(i) Long positions in Shares of the Company:

Name of Director	Nature of Interest	Number of Ordinary Shares	Approximate percentage of the Company's issued share capital
Li Yang (note 2)	Interest in controlled corporation	843,750,000 (L)	56.25%

Note:

1. The letter "L" denotes the Shareholder's long position in the share capital while the letter "S" denotes the Shareholder's short position.

2. Mr. Li Yang beneficially owns the entire issued share capital of Cosmo Field. Therefore, Mr. Li Yang is deemed, or taken to be, interested in all the Shares of the Company held by Cosmo Field for the purpose of the SFO. Mr. Li Yang is the sole director of Cosmo Field.

(ii) Long position in shares of the associated corporation:

Name of Director	Nature of associated corporation	Nature of Interest	Approximate percentage of interest in the share capital of the associated corporation
Li Yang (note 2)	Cosmo Field	Beneficial owner	100.00%

Save as disclosed above, as at 31 December 2013, none of the Directors nor the Chief Executive Officers of the Company had any interests or short positions in any Shares, underlying Shares and/or debentures of the Company or any of its associated corporations (within the meaning of Part XV of the SFO) which were notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interest and/or short positions which were taken or deemed to have under such provisions of the SFO), or which were recorded in the register maintained by the Company pursuant to Section 352 of the SFO, or which would have to be notified to the Company and the Stock Exchange pursuant to the Model Code.

SUBSTANTIAL SHAREHOLDERS AND OTHER PERSONS' INTEREST AND SHORT POSITIONS IN THE SHARES AND UNDERLYING SHARES

As at 31 December 2013, so far as it is known to the Directors, the persons (other than the Directors or Chief Executive Officer of the Company) with interests or short positions in the Shares or underlying Shares of the Company which would fall to be disclosed to the Company under the provisions of Divisions 2 and 3 of Part XV of the SFO or which would be recorded in the register of the Company required to be kept under section 336 of the SFO or who are directly or indirectly interested in 10% or more of the nominal value of any class of share capital carrying rights to vote in all circumstance at general meetings of any member of the Group were as follows:

Substantial Shareholder	Capacity/ Nature of interest	Number of Shares	Approximate percentage of shareholdings
Cosmo Field	Beneficial owner	843,750,000(L)	56.25(L)
Hua Heng	Beneficial owner	100,575,000(L)	6.71(L)
Yang Jun (note 2)	Interest in controlled corporation	100,575,000(L)	6.71(L)
Tang Lingyan (note 2)	Interest of a Substantial Shareholder's child under 18 or spouse	100,575,000(L)	6.71(L)
Asia Equity Value Ltd	Beneficial owner	89,300,000(L)	5.95(L)
		89,300,000(S)	5.95(S)

Note:

1. The letter "L" denotes the Shareholder's long position in the share capital while the letter "S" denotes the Shareholder's short position.

2. Tang Lingyan is the spouse of Mr. Yang Jun. Mr. Yang Jun beneficially owns the entire issued share capital of Hua Heng. Therefore, Tang Lingyan is deemed, or taken to be, interested in all the Shares of the Company held by Hua Heng for the purpose of the SFO. Mr. Yang Jun is the sole director of Hua Heng.

Save as disclosed above, as at 31 December 2013, no other person had any interests or short positions in the Shares or underlying Shares of the Company which would fall to be disclosed to the Company and the Stock Exchange pursuant to Section 336 of the SFO or, were, directly or indirectly, interested in 10% or more of the nominal value of any class of share capital carrying rights to vote under all circumstances at general meetings of any other member of the Group.

REMUNERATION OF THE DIRECTORS

The remuneration of the Directors is determined with reference to the Directors' duties and responsibilities under their employment or service contracts as approved by the Company's Shareholders resolutions in writting on 12 April 2013 before the Listing, with the operating results of the Group and performance of the individual taken into account and aligning with market statistics. Details of the remuneration of the Directors are set out in note 7 to the financial statements of this annual report.

RETIREMENT BENEFITS SCHEMES

Particulars of the retirement benefits schemes of the Group are set out in notes 2.4 and 6 to the financial statements.

SHARE OPTION SCHEME

The Share Option Scheme adopted by the Shareholders by way of written resolution was passed on 12 April 2013 for the purpose of attracting and retaining the best available personnel; providing additional incentive to employees (full-time and part-time), Directors, consultants, advisors, distributors, contractors, suppliers, agents, customers, business partners or service providers of our Group; and to promoting the success of the business of our Group. The terms of the Share Option Scheme are in accordance with the provisions of Chapter 17 of the Listing Rules.

Our Group did not have any outstanding share options, warrants, convertible instruments, or similar rights convertible into our Shares as at 31 December 2013.

NON-COMPETITION UNDERTAKING

As disclosed in the Prospectus, each of the executive Directors (collectively the "Covenantors") have entered into a Deed of Non-Competition in favour of the Company (on behalf of itself and the Group) dated 9 June 2013 (the "Deed"). Pursuant to the Deed, each of the Covenantors shall procure that their respective associates shall not directly or indirectly engage in any business in competition with the existing business activity of the Group. Relevant information on the Deed was disclosed in the Prospectus in the section headed "Relationship with Controlling Shareholders".

The Company has received confirmations from the Covenantors of their compliance with the terms of the Deed. The Covenantors declared that they have fully complied with the Deed for the year ended 31 December 2013. The independent non-executive Directors have reviewed on the confirmations from the Covenantors and concluded that the Deed has been complied with and has been effectively enforced.

SUFFICIENCY OF PUBLIC FLOATING

Based on the information that is publicly available to the Company and as far as the Directors are aware, the Company has maintained at least 25% of public float as at the latest practicable date prior to the issue of this annual report.

AUDITOR

The Company has appointed Ernst & Young as auditors of the Company for the year ended 31 December 2013. A resolution will be proposed for approval by the Shareholders at the 2014 AGM to re-appoint Ernst & Young as auditors of the Company.

On Behalf of the Board of Directors

LI Yang
Chairman and Chief Executive Officer

18 March 2014

Independent Auditors' Report

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To the shareholders of CAA Resources Limited

(Incorporated in the Cayman Islands with limited liability)

We have audited the consolidated financial statements of CAA Resources Limited (the "Company") and its subsidiaries (together, the "Group") set out on pages 50 to 115, which comprise the consolidated and company statements of financial position as at 31 December 2013, and the consolidated statement of profit or loss and other comprehensive income, the consolidated statement of changes in equity and the consolidated statement of cash flows for the year then ended, and a summary of significant accounting policies and other explanatory information.

DIRECTORS' RESPONSIBILITY FOR THE CONSOLIDATED FINANCIAL STATEMENTS

The directors of the Company are responsible for the preparation of consolidated financial statements that give a true and fair view in accordance with International Financial Reporting Standards issued by the International Accounting Standards Board and the disclosure requirements of the Hong Kong Companies Ordinance, and for such internal control as the directors determine is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

AUDITORS' RESPONSIBILITY

Our responsibility is to express an opinion on these consolidated financial statements based on our audit. Our report is made solely to you, as a body, and for no other purpose. We do not assume responsibility towards or accept liability to any other person for the contents of this report.

We conducted our audit in accordance with International Standards on Auditing issued by the International Auditing and Assurance Standards Board. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on the auditors' judgement, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditors consider internal control relevant to the entity's preparation of consolidated financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the directors, as well as evaluating the overall presentation of the consolidated financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Independent Auditors' Report

OPINION

In our opinion, the consolidated financial statements give a true and fair view of the state of affairs of the Company and of the Group as at 31 December 2013, and of the Group's profit and cash flows for the year then ended in accordance with International Financial Reporting Standards and have been properly prepared in accordance with the disclosure requirements of the Hong Kong Companies Ordinance.

Ernst & Young
Certified Public Accountants
Hong Kong

18 March 2014

Consolidated Statement of Profit or Loss and Other Comprehensive Income

Year ended 31 December 2013

	Notes	2013 USD'000	2012 USD'000
REVENUE	4	**110,372**	54,323
Cost of sales		**(69,263)**	(32,247)
Gross profit		**41,109**	22,076
Other income and gain		**52**	4
Selling and distribution expenses		**(8,500)**	(4,641)
Administrative expenses		**(6,052)**	(2,862)
Other expenses		**(1,314)**	(169)
Finance costs	5	**(91)**	(51)
PROFIT BEFORE TAX	6	**25,204**	14,357
Income tax expense	8	**(5,459)**	(3,953)
PROFIT FOR THE YEAR		**19,745**	10,404
OTHER COMPREHENSIVE INCOME			
Other comprehensive income/(loss) to be reclassified to profit or loss in subsequent periods:			
Exchange differences on translation of foreign operations		**(1,532)**	858
TOTAL COMPREHENSIVE INCOME FOR THE YEAR		**18,213**	11,262
Profit attributable to:			
Owners of the Company	9	**19,745**	10,419
Non-controlling interests		**—**	(15)
		19,745	10,404
Total comprehensive income attributable to:			
Owners of the Company		**18,213**	11,279
Non-controlling interests		**—**	(17)
		18,213	11,262
Earnings per share attributable to ordinary equity holders of the Company:			
Basic and diluted (US cent)	10	**1.51**	0.93

Details of the dividends proposed for the year ended 31 December 2013 are disclosed in note 28 to the financial statements.

Consolidated Statement of Financial Position

31 December 2013

	Notes	2013 USD'000	2012 USD'000
NON-CURRENT ASSETS			
Property, plant and equipment	11	**26,896**	10,203
Mining rights and reserves	12	**16,000**	17,223
Payments in advance	13	**16,713**	—
Goodwill	15	**8,271**	8,838
Deferred tax assets	24	**341**	396
Total non-current assets		**68,221**	36,660
CURRENT ASSETS			
Inventories	16	**5,583**	1,282
Trade receivables	17	**12,386**	755
Prepayments, deposits and other receivables	18	**9,033**	1,838
Pledged deposits	19	**989**	—
Cash and cash equivalents	19	**30,748**	1,861
Total current assets		**58,739**	5,736
CURRENT LIABILITIES			
Trade payables	20	**2,654**	1,818
Other payables and accruals	21	**1,194**	1,572
Interest-bearing bank and other borrowings	22	**3,793**	233
Due to related parties	23	**—**	2,430
Tax payable		**10,367**	4,924
Total current liabilities		**18,008**	10,977
NET CURRENT ASSETS/(LIABILITIES)		**40,731**	(5,241)
Total assets less current liabilities		**108,952**	31,419

Consolidated Statement of Financial Position

31 December 2013

	Notes	2013 USD'000	2012 USD'000
NON-CURRENT LIABILITIES			
Interest-bearing bank and other borrowings	22	**692**	387
Deferred tax liabilities	24	**3,825**	4,125
Provision for rehabilitation	25	**281**	260
Other payables		**—**	39
Total non-current liabilities		**4,798**	4,811
Net assets		**104,154**	26,608
EQUITY			
Equity attributable to owners of the Company			
Issued capital	26	**1,934**	—
Reserves	27	**92,362**	26,608
Proposed final dividend	28	**9,858**	—
Total equity		**104,154**	26,608

Li Yang
Director

Li Xiaolan
Director

Consolidated Statement of Changes in Equity

31 December 2013

	Attributable to owners of the Company									
	Issued capital USD'000 (note 26)	Share premium USD'000 (note 27(a))	Capital reserve USD'000 (note 27(b))	Contributed surplus USD'000 (note 27(c))	Exchange fluctuation reserve USD'000	Retained earnings USD'000	Proposed final dividend USD'000	Total USD'000	Non-controlling interests USD'000	Total equity USD'000
At 1 January 2012	—	—	(75)	50	(837)	2,291	—	1,429	(138)	1,291
Profit/(loss) for the year	—	—	—	—	—	10,419	—	10,419	(15)	10,404
Other comprehensive income										
Exchange differences on translation of foreign operations	—	—	—	—	860	—	—	860	(2)	858
Total comprehensive income	—	—	—	—	860	10,419	—	11,279	(17)	11,262
Acquisition of non-controlling interests	—	—	(155)	—	—	—	—	(155)	155	—
Waiver of debt	—	—	14,055	—	—	—	—	14,055	—	14,055
At 31 December 2012	—	—	13,825*	50*	23*	12,710*	—	26,608	—	26,608

	Attributable to owners of the Company									
	Issued capital USD'000 (note 26)	**Share premium USD'000 (note 27(a))**	**Capital reserve USD'000 (note 27(b))**	**Contributed surplus USD'000 (note 27(c))**	**Exchange fluctuation reserve USD'000**	**Retained earnings USD'000**	**Proposed final dividend USD'000**	**Total USD'000**	**Non-controlling interests USD'000**	**Total equity USD'000**
At 1 January 2013	—	—	**13,825**	**50**	**23**	**12,710**	—	**26,608**	—	**26,608**
Profit for the year	—	—	—	—	—	**19,745**	—	**19,745**	—	**19,745**
Other comprehensive income										
Exchange differences on translation of foreign operations	—	—	—	—	**(1,532)**	—	—	**(1,532)**	—	**(1,532)**
Total comprehensive income	—	—	—	—	**(1,532)**	**19,745**	—	**18,213**	—	**18,213**
Capitalisation of share premium (note 26 (d))	**1,451**	**(1,451)**	—	—	—	—	—	—	—	—
Issue of shares (note 26 (e))	**483**	**62,355**	—	—	—	—	—	**62,838**	—	**62,838**
Share issue expenses	—	**(3,505)**	—	—	—	—	—	**(3,505)**	—	**(3,505)**
Proposed 2013 final dividend (note 28)	—	**(9,858)**	—	—	—	—	**9,858**	—	—	—
At 31 December 2013	**1,934**	**47,541***	**13,825***	**50***	**(1,509)***	**32,455***	**9,858**	**104,154**	—	**104,154**

* These reserve accounts comprise the consolidated reserves of USD92,362,000 (2012: USD26,608,000) in the consolidated statement of financial position.

Consolidated Statement of Cash Flows

Year ended 31 December 2013

	Notes	2013 USD'000	2012 USD'000
CASH FLOWS FROM OPERATING ACTIVITIES			
Profit before tax		**25,204**	14,357
Adjustments for:			
Finance costs	5	**91**	51
Unrealised foreign exchange loss		**672**	—
Bank interest income		**(6)**	—
(Gain)/loss on disposal of items of property, plant and equipment	6	**(45)**	80
Depreciation	11	**1,533**	785
Amortisation of intangible assets	12	**75**	42
		27,524	15,315
Increase in trade receivables		**(11,631)**	(755)
Increase in inventories		**(4,301)**	(1,060)
Increase in prepayments, deposits and other receivables		**(7,796)**	(180)
Increase in trade payables		**836**	1,608
Increase/(decrease) in other payables and accruals		**114**	(1,318)
Increase/(decrease) in amounts due to related parties		**(2,430)**	2,405
Cash generated from operations		**2,316**	16,015
Interest received		**6**	—
Income tax paid		—	(4)
Net cash flows from operating activities		**2,322**	16,011

Consolidated Statement of Cash Flows

Year ended 31 December 2013

	Notes	2013 USD'000	2012 USD'000
CASH FLOWS FROM INVESTING ACTIVITIES			
Purchase of items of property, plant and equipment		**(19,334)**	(7,016)
Proceeds from disposal of items of property, plant and equipment		**11**	11
Proceeds from disposal of available-for-sale investment		—	47
Purchase of intangible assets		—	(17)
Payment in advance in respect the acquisition of a subsidiary	13	**(15,100)**	—
Increase in pledged deposits		**(989)**	—
Instalment payment in respect of prior year acquisition		—	(9,140)
Net cash flows used in investing activities		**(35,412)**	(16,115)
CASH FLOWS FROM FINANCING ACTIVITIES			
Proceeds from issue of shares, net of share issue expenses		**59,333**	—
Proceeds from a related party		—	1,656
Proceeds from bank loans		**3,314**	502
Capital element of hire purchase arrangements payments		**(486)**	(310)
Interest paid		**(70)**	(31)
Net cash flows from financing activities		**62,091**	1,817
NET INCREASE IN CASH AND CASH EQUIVALENTS		**29,001**	1,713
Cash and cash equivalents at beginning of year		**1,861**	196
Effect of foreign exchange rate changes, net		**(114)**	(48)
CASH AND CASH EQUIVALENTS AT END OF YEAR	19	**30,748**	1,861

Statement of Financial Position

31 December 2013

	Notes	2013 USD'000	2012 USD'000
NON-CURRENT ASSETS			
Investments in subsidiaries	14	**45,965**	—
CURRENT ASSETS			
Prepayments		**61**	—
Due from subsidiaries	14	**9,858**	—
Cash and cash equivalents		**3**	—
Total current assets		**9,922**	—
NET CURRENT ASSETS		**9,922**	—
Net assets		**55,887**	—
EQUITY			
Issued capital	26	**1,934**	—
Reserves	27	**44,095**	—
Proposed final dividend	28	**9,858**	—
Total equity		**55,887**	—

Li Yang
Director

Li Xiaolan
Director

Notes to Financial Statements

31 December 2013

1. CORPORATE INFORMATION

CAA Resources was incorporated as an exempted company with limited liability in the Cayman Islands. The registered office address of the Company is Cricket Square, Hutchins Drive, P.O. Box 2681, Grand Cayman KY1-1111, Cayman Islands. The principal place of business of the Company is located at Suite 5602, 56th Floor, The Center, 99 Queen's Road Central, Hong Kong.

During the year ended 31 December 2013, the Company and its subsidiaries were principally engaged in the business of mining, ore processing, and exporting of iron ore products and the sale of those products to steel manufacturers and/or their respective purchase agents in the PRC. There were no significant changes in the nature of the Group's principal activities during the year.

Pursuant to the reorganisation of the Group (the "Reorganisation") in preparation for the Listing on the Stock Exchange, which was completed on 7 April 2013, the Company became the holding company of the companies comprising the Group by way of share swaps with the existing shareholders of Capture Advantage. The share swaps have no substance and do not form a business combination, and accordingly, the consolidated financial statements of the Group have been prepared on the basis as if the Company had always been the holding company of the Group. Details of the Reorganisation were set out in the Prospectus issued by the Company on 20 June 2013. The Company's Shares have been listed on the Main Board of the Stock Exchange since 3 July 2013.

In the opinion of the Directors of the Company, the holding company and the ultimate holding company of the Company is Cosmo Field, which is incorporated in the BVI.

2.1 BASIS OF PREPARATION

These financial statements have been prepared in accordance with International Financial Reporting Standards, which comprise standards and interpretations approved by International Accounting Standards Board (the "IASB") and International Accounting Standards ("IASs") and Standing Interpretations Committee interpretations approved by the International Accounting Standards Committee that remain in effect. These financial statements also comply with the disclosure requirements of the Hong Kong Companies Ordinance. They have been prepared under the historical cost convention. These financial statements are presented in USD and all values are rounded to the nearest thousand except when otherwise indicated.

2.1 BASIS OF PREPARATION (CONTINUED)

Basis of consolidation

The consolidated financial statements include the financial statements of the Company and its subsidiaries for the year ended 31 December 2013. The financial statements of the subsidiaries are prepared for the same reporting period as the Company, using consistent accounting policies. The results of subsidiaries are consolidated from the date on which the Group obtains control, and continue to be consolidated until the date that such control ceases.

Profit or loss and each component of other comprehensive income are attributed to the owners of the parent of the Group and to the non-controlling interests even if this results in the non-controlling interests having a deficit balance. All intra-group assets and liabilities, equity, income, expense and cash flows relating to transactions between members of the Group are eliminated in full on consolidation.

The Group reassesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control described in the accounting policy for subsidiaries below. A change in the ownership interest of a subsidiary, without a loss of control, is accounted for as an equity transaction.

If the Group loses control over a subsidiary, it derecognises (i) the assets (including goodwill) and liabilities of the subsidiary, (ii) the carrying amount of any non-controlling interest and (iii) the cumulative translation differences recorded in equity; and recognises (i) the fair value of the consideration received, (ii) the fair value of any investments retained and (iii) any resulting surplus or deficit in profit or loss. The Group's share of components previously recognised in other comprehensive income is reclassified to profit or loss or retained earnings, as appropriate, on the same basis as would be required if the Group had directly disposed of the related assets or liabilities.

Notes to Financial Statements

31 December 2013

2.2 CHANGES IN ACCOUNTING POLICIES AND DISCLOSURES

The Group has adopted the following new and revised IFRSs for the first time for the current year's financial statements.

IFRS 1 Amendments	Amendments to IFRS 1 *First-time Adoption of International Financial Reporting Standards — Government Loans*
IFRS 7 Amendments	Amendments to IFRS 7 *Financial Instruments: Disclosures – Offsetting Financial Assets and Financial Liabilities*
IFRS 10	*Consolidated Financial Statements*
IFRS 11	*Joint Arrangements*
IFRS 12	*Disclosure of Interests in Other Entities*
IFRS 10, IFRS 11 and IFRS 12 Amendments	Amendments to IFRS 10, IFRS 11 and IFRS 12 *– Transition Guidance*
IFRS 13	*Fair Value Measurement*
IAS 1 Amendments	Amendments to IAS 1 *Presentation of Financial Statements – Presentation of Items of Other Comprehensive Income*
IAS 19 (Revised)	*Employee Benefits*
IAS 27 (Revised)	*Separate Financial Statements*
IAS 28 (Revised)	*Investments in Associates and Joint Ventures*
IFRIC 20	*Stripping Costs in the Production Phase of a Surface Mine*
Annual Improvements 2009-2011 Cycle	Amendments to a number of IFRSs issued in May 2012

Other than as further explained below regarding the impact of IFRIC 20, the adoption of the new and revised IFRSs has had no significant financial effect on these financial statements.

The principal effects of adopting IFRIC 20 are as follows:

IFRIC 20 addresses the recognition of waste removal costs that are incurred in surface mining activity during the production phase of a mine as an asset, as well as the initial measurement and subsequent measurement of the stripping activity asset. To the extent that the benefit from the stripping activity is realised in the form of inventory produced, the costs incurred are accounted for in accordance with IAS 2 Inventories. To the extent that the benefit is improved access to ore and when criteria set out in the interpretation are met, the waste removal costs are recognised as a stripping activity asset under non-current assets. While the adoption of IFRIC 20 resulted in a change of accounting policy, it had no impact on the financial position or performance of the Group.

2.3 ISSUED BUT NOT YET EFFECTIVE IFRSS

The Group has not applied the following new and revised IFRSs, that have been issued but are not yet effective, in these financial statements.

IFRS 9	*Financial Instruments*[3]
IFRS 9, IFRS 7 and IAS 39 Amendments	*Hedge Accounting and amendments to IFRS 9, IFRS 7 and IAS 39*[3]
IFRS 10, IFRS 12 and IAS 27 (Revised) Amendments	Amendments to IFRS 10, IFRS 12 and IAS 27 (Revised) – *Investment entities*[1]
IAS 19 Amendments	Amendments to IAS 19 *Employee Benefits – Defined Benefit Plans: Employee Contributions*[2]
IAS 32 Amendments	Amendments to IAS 32 *Financial Instruments: Presentation – Offsetting Financial Assets and Financial Liabilities*[1]
IAS 39 Amendments	Amendments to IAS 39 *Financial Instruments: Recognition and Measurement – Novation of Derivatives and Continuation of Hedge Accounting*[1]
IAS 36 Amendments	Amendments to IAS 36 *Impairment of Assets – Recoverable Amount Disclosures for Non-Financial Assets*[1]
Annual Improvements 2010-2012 Cycle	Amendments to a number of IFRSs[4]
Annual Improvements 2011-2013 Cycle	Amendments to a number of IFRSs[2]
IFRS 14	*Regulatory Deferral Accounts* [5]
IFRIC 21	*Levies*[1]

1 Effective for annual periods beginning on or after 1 January 2014
2 Effective for annual periods beginning on or after 1 July 2014
3 No mandatory effective date yet determined but is available for adoption
4 Effective for annual periods beginning on or after 1 July 2014, with limited exceptions
5 Effective for first annual IFRS financial statements beginning on or after 1 January 2016

Notes to Financial Statements

31 December 2013

2.3 ISSUED BUT NOT YET EFFECTIVE IFRSS (CONTINUED)

Further information about those IFRSs that are expected to be applicable to the Group is as follows:

IFRS 9 issued in November 2009 is the first part of phase 1 of a comprehensive project to entirely replace IAS 39 Financial Instruments: Recognition and Measurement. This phase focuses on the classification and measurement of financial assets. Instead of classifying financial assets into four categories, an entity shall classify financial assets as subsequently measured at either amortised cost or fair value, on the basis of both the entity's business model for managing the financial assets and the contractual cash flow characteristics of the financial assets. This aims to improve and simplify the approach for the classification and measurement of financial assets compared with the requirements of IAS 39.

In October 2010, the IASB issued additions to IFRS 9 to address financial liabilities (the "Additions") and incorporated in IFRS 9 the current derecognition principles of financial instruments of IAS 39. Most of the Additions were carried forward unchanged from IAS 39, while changes were made to the measurement of financial liabilities designated as at fair value through profit or loss using the fair value option ("FVO"). For these FVO liabilities, the amount of change in the fair value of a liability that is attributable to changes in credit risk must be presented in other comprehensive income ("OCI"). The remainder of the change in fair value is presented in profit or loss, unless presentation of the fair value change in respect of the liability's credit risk in OCI would create or enlarge an accounting mismatch in profit or loss. However, loan commitments and financial guarantee contracts which have been designated under the FVO are scoped out of the Additions.

In November 2013, the IASB added to IFRS 9 the requirements related to hedge accounting and made some related changes to IAS 39 and IFRS 7 which include the corresponding disclosures about risk management activity for applying hedge accounting. The amendments to IFRS 9 relax the requirements for assessing hedge effectiveness which result in more risk management strategies being eligible for hedge accounting. The amendments also allow greater flexibility on the hedged items and relax the rules on using purchased options and non-derivative financial instruments as hedging instruments. In addition, the amendments to IFRS 9 allow an entity to apply only the improved accounting for own credit risk-related fair value gains and losses arising on FVO liabilities as introduced in 2010 without applying the other IFRS 9 requirements at the same time.

IAS 39 is aimed to be replaced by IFRS 9 in its entirety. Before this entire replacement, the guidance in IAS 39 on impairment of financial assets continues to apply. The previous mandatory effective date of IFRS 9 was removed by the IASB in November 2013 and a mandatory effective date will be determined after the entire replacement of IAS 39 is completed. However, the standard is available for application now. The Group will quantify the effect in conjunction with other phases, when the final standards including all phases is issued.

Amendments to IFRS 10 include a definition of an investment entity and provide an exception to the consolidation requirement for entities that meet the definition of an investment entity. Investment entities are required to account for subsidiaries at fair value through profit or loss in accordance with IFRS 9 rather than consolidate them. Consequential amendments were made to IFRS 12 and IAS 27 (Revised). The amendments to IFRS 12 also set out the disclosure requirements for investment entities.

2.3 ISSUED BUT NOT YET EFFECTIVE IFRSS (CONTINUED)

The IAS 19 Amendments apply to contributions from employees or third parties to defined benefit plans. The amendments simplify the accounting for contributions that are independent of the number of years of employee service, for example, employee contributions that are calculated according to a fixed percentage of salary. If the amount of the contributions is independent of the number of years of service, an entity is permitted to recognize such contributions as a reduction of service cost in the period in which the related service is rendered. The amendments are not expected to have any impact on the financial position or performance of the Group upon adoption on 1 January 2015.

The IAS 32 Amendments clarify the meaning of "currently has a legally enforceable right to set off" for offsetting financial assets and financial liabilities. The amendments also clarify the application of the offsetting criteria in IAS 32 to settlement systems (such as central clearing house systems) which apply gross settlement mechanisms that are not simultaneous. The amendments are not expected to have any impact on the financial position or performance of the Group upon adoption on 1 January 2014.

The IAS 39 Amendments provide relief from discontinuing hedge accounting when novation of a derivative designated as a hedging instrument meets certain criteria. These amendments are effective for annual periods beginning on or after 1 January 2014. The Group expects to adopt the amendments from 1 January 2014.

The IAS 36 Amendments remove the unintended disclosure requirement made by IFRS 13 on the recoverable amount for each cash-generating unit to which goodwill or intangible assets with indefinite useful lives had been allocated when they are not impaired. In addition, the amendments require the disclosure of the recoverable amounts for the assets or cash-generating units for which an impairment loss has been recognised or reversed during the reporting period, and expand the disclosure requirements regarding the fair value measurement for these assets or units if their recoverable amounts are based on fair value less costs of disposal. The amendments are effective retrospectively for annual periods beginning on or after 1 January 2014 with earlier application permitted, provided IFRS 13 is also applied. The Group expects to adopt the amendments from 1 January 2014.

IFRIC 21 clarifies that an entity recognises a liability for a levy when the activity that triggers payment, as identified by the relevant legislation, occurs. The interpretation also clarifies that a levy liability is accrued progressively only if the activity that triggers payment occurs over a period of time, in accordance with the relevant legislation. For a levy that is triggered upon reaching a minimum threshold, the interpretation clarifies that no liability should be anticipated before the specified minimum threshold is reached. IFRIC 21 is effective for annual periods beginning on or after 1 January 2014. The Group does not expect that IFRIC 21 will have material financial impact in future financial statements.

Notes to Financial Statements

31 December 2013

2.4 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Subsidiaries

A subsidiary is an entity (including a structured entity), directly or indirectly, controlled by the Company. Control is achieved when the Group is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee (i.e., existing rights that give the Group the current ability to direct the relevant activities of the investee).

When the Company has, directly or indirectly, less than a majority of the voting or similar rights of an investee, the Group considers all relevant facts and circumstances in assessing whether it has power over an investee, including:

(a) the contractual arrangement with the other vote holders of the investee;

(b) rights arising from other contractual arrangements; and

(c) the Group's voting rights and potential voting rights.

The results of subsidiaries are included in the Company's profit or loss to the extent of dividends received and receivable. The Company's investments in subsidiaries are stated at cost less any impairment losses.

Business combinations and goodwill

Business combinations not under common control are accounted for using the acquisition method. The consideration transferred is measured at the acquisition date fair value which is the sum of the acquisition date fair values of assets transferred by the Group, liabilities assumed by the Group to the former owners of the acquiree and the equity interests issued by the Group in exchange for control of the acquiree. For each business combination, the Group elects whether to measure the non-controlling interests in the acquiree that are present ownership interests and entitle their holders to a proportionate share of net assets in the event of liquidation at fair value or at the proportionate share of the acquiree's identifiable net assets. All other components of non-controlling interests are measured at fair value. Acquisition-related costs are expensed as incurred.

When the Group acquires a business, it assesses the financial assets and liabilities assumed for appropriate classification and designation in accordance with the contractual terms, economic circumstances and pertinent conditions as at the acquisition date. This includes the separation of embedded derivatives in host contracts by the acquiree.

If the business combination is achieved in stages, the previously held equity interest is remeasured at its acquisition date fair value and any resulting gain or loss is recognised in profit or loss.

Any contingent consideration to be transferred by the acquirer is recognised at fair value at the acquisition date. Contingent consideration classified as an asset or liability that is a financial instrument and within the scope of IAS 39 is measured at fair value with changes in fair value either recognised in profit or loss or as a change to OCI. If the contingent consideration is not within the scope of IAS 39, it is measured in accordance with the appropriate IFRS. Contingent consideration that is classified as equity is not remeasured and subsequent settlement is accounted for within equity.

2.4 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Business combinations and goodwill (CONTINUED)

Goodwill is initially measured at cost, being the excess of the aggregate of the consideration transferred, the amount recognised for non-controlling interests and any fair value of the Group's previously held equity interests in the acquiree over the fair value of identifiable net assets acquired and liabilities assumed. If the sum of this consideration and other items is lower than the fair value of the net assets acquired, the difference is, after reassessment, recognised in profit or loss as a gain on bargain purchase.

After initial recognition, goodwill is measured at cost less any accumulated impairment losses. Goodwill is tested for impairment annually or more frequently if events or changes in circumstances indicate that the carrying value may be impaired. The Group performs its annual impairment test of goodwill as at 31 December. For the purpose of impairment testing, goodwill acquired in a business combination is, from the acquisition date, allocated to each of the Group's cash-generating units, or groups of cash-generating units, that are expected to benefit from the synergies of the combination, irrespective of whether other assets or liabilities of the Group are assigned to those units or groups of units.

Impairment is determined by assessing the recoverable amount of the cash-generating unit (group of cash-generating units) to which the goodwill relates. Where the recoverable amount of the cash-generating unit (group of cash-generating units) is less than the carrying amount, an impairment loss is recognised. An impairment loss recognised for goodwill is not reversed in a subsequent period.

Where goodwill has been allocated to a cash-generating unit (or group of cash-generating units) and part of the operation within the unit is disposed of, the goodwill associated with that operation disposed of is included in the carrying amount of the operation when determining the gain or loss on the disposal. Goodwill disposed of in these circumstances is measured based on the relative value of the operation disposed of and the portion of the cash-generating unit retained.

Merger accounting for business combination under common control

The combining entities or businesses over which the common control exists are consolidated from the date when the combining entities or businesses first came under the control of the controlling parties.

Notes to Financial Statements

31 December 2013

2.4 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Fair value measurement

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either in the principal market for the asset or liability, or in the absence of a principal market, in the most advantageous market for the asset or liability. The principal or the most advantageous market must be accessible by the Group. The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Group uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

Level 1 – based on quoted prices (unadjusted) in active markets for identical assets or liabilities

Level 2 – based on valuation techniques for which the lowest level input that is significant to the fair value measurement is observable, either directly or indirectly

Level 3 – based on valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Group determines whether transfers have occurred between levels in the hierarchy by reassessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

2.4 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Impairment of non-financial assets

Where an indication of impairment exists, or when annual impairment testing for an asset is required (other than inventories, financial assets, goodwill and deferred tax assets), the asset's recoverable amount is estimated. An asset's recoverable amount is the higher of the asset's or cash-generating unit's value in use and its fair value less costs of disposal, and is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets, in which case the recoverable amount is determined for the cash-generating unit to which the asset belongs.

An impairment loss is recognised only if the carrying amount of an asset exceeds its recoverable amount. In assessing value in use, the estimated future cash flows are discounted to their present value using a post-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. An impairment loss is charged to profit or loss in the period in which it arises in those expense categories consistent with the function of the impaired asset.

An assessment is made at the end of each reporting period as to whether there is an indication that previously recognised impairment losses may no longer exist or may have decreased. If such an indication exists, the recoverable amount is estimated. A previously recognised impairment loss of an asset other than goodwill is reversed only if there has been a change in the estimates used to determine the recoverable amount of that asset, but not to an amount higher than the carrying amount that would have been determined (net of any depreciation/amortisation) had no impairment loss been recognised for the asset in prior years. A reversal of such an impairment loss is credited to profit or loss in the period in which it arises.

2.4 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Related parties

A party is considered to be related to the Group if:

(a) the party is a person or a close member of that person's family and that person

(i) has control or joint control over the Group;

(ii) has significant influence over the Group; or

(iii) is a member of the key management personnel of the Group or of a parent of the Group;

or

(b) the party is an entity where any of the following conditions applies:

(i) the entity and the Group are members of the same group;

(ii) one entity is an associate or joint venture of the other entity (or of a parent, subsidiary or fellow subsidiary of the other entity);

(iii) the entity and the Group are joint ventures of the same third party;

(iv) one entity is a joint venture of a third entity and the other entity is an associate of the third entity;

(v) the entity is a post-employment benefit plan for the benefit of employees of either the Group or an entity related to the Group;

(vi) the entity is controlled or jointly controlled by a person identified in (a); or

(vii) a person identified in (a)(i) has significant influence over the entity or is a member of the key management personnel of the entity (or of a parent of the entity).

2.4 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Property, plant and equipment and depreciation

Property, plant and equipment, other than construction in progress, are stated at cost less accumulated depreciation and any impairment losses. The cost of an item of property, plant and equipment comprises its purchase price and any directly attributable costs of bringing the asset to its working condition and location for its intended use.

Expenditure incurred after items of property, plant and equipment have been put into operation, such as repairs and maintenance, is normally charged to profit or loss in the period in which it is incurred. In situations where the recognition criteria are satisfied, the expenditure for a major inspection is capitalised in the carrying amount of the asset as a replacement. Where significant parts of property, plant and equipment are required to be replaced at intervals, the Group recognises such parts as individual assets with specific useful lives and depreciates them accordingly.

Depreciation of items of property, plant and equipment, other than mine properties, is calculated on the straight-line basis to write off the cost of each item of property, plant and equipment to its residual value over its estimated useful life. The estimated useful lives of property, plant and equipment are as follows:

Machinery	3-10 years
Motor vehicles	3 years
Others	3 years

Depreciation of mine properties is calculated using the Units of Production ("UOP") method to write off the cost of the assets in proportion to the extraction of the proved and probable mineral reserves.

Where parts of an item of property, plant and equipment have different useful lives, the cost of that item is allocated on a reasonable basis among the parts and each part is depreciated separately. Residual values, useful lives and the depreciation method are reviewed, and adjusted if appropriate, at least at each financial year end.

Fully depreciated assets are retained in the accounts until they are no longer in use and no further charge for depreciation is made in respect of these assets.

An item of property, plant and equipment including any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss on disposal or retirement recognised in profit or loss in the year the asset is derecognised is the difference between the net sales proceeds and the carrying amount of the relevant asset.

Construction in progress represents items of property, plant and equipment under construction, which are stated at cost less any impairment losses, and are not depreciated. Cost comprises the direct costs of construction and capitalised borrowing costs on related borrowing funds during the period of construction. Construction in progress is reclassified to the appropriate category of property, plant and equipment when completed and ready for use.

Notes to Financial Statements

31 December 2013

2.4 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Stripping activity asset

Stripping activity asset shall be recognised if, and only if, all of the following are met: (a) it is probable that the future economic benefit (improved access to the ore body) associated with the stripping activity will flow to the Group; (b) the Group can identify the component of the ore body for which access has been improved; and (c) the costs relating to the stripping activity associated with that component can be measured reliably.

When the costs of the stripping activity asset and the inventory produced are not separately identifiable, the Group shall allocate the production stripping costs between the inventory produced and the stripping activity asset by using an allocation basis that is based on quantities of waste removed in stripping activity and inventory production.

The stripping activity asset shall be depreciated or amortised on a systematic basis, over the expected useful life of the identified component of the ore body that becomes more accessible as a result of the stripping activity.

Intangible assets (other than goodwill)

Intangible assets acquired separately are measured on initial recognition at cost. The cost of intangible assets acquired in a business combination is the fair value at the date of acquisition. The useful lives of intangible assets are assessed to be either finite or indefinite. Intangible assets with finite lives are subsequently amortised over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method for an intangible asset with a finite useful life are reviewed at least at each financial year end.

Mining rights and reserves

Mining rights and reserves are stated at cost less accumulated amortisation and any impairment losses. Mining rights and reserves include the cost of acquiring mining licenses, exploration and evaluation costs transferred from exploration rights and assets upon determination that an exploration property is capable of commercial production, and the cost of acquiring interests in the mining reserves of existing mining properties. The mining rights and reserves are amortised over the estimated useful lives of the mines, in accordance with the production plans of the entities concerned and the proved and probable reserves of the mines using the UOP method. Mining rights are written off to profit or loss if the mining property is abandoned.

2.4 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Leases

Leases that transfer substantially all the rewards and risks of ownership of assets to the Group, other than legal title, are accounted for as finance leases. At the inception of a finance lease, the cost of the leased asset is capitalised at the present value of the minimum lease payments and recorded together with the obligation, excluding the interest element, to reflect the purchase and financing. Assets held under capitalised finance leases, including prepaid land lease payments under finance leases, are included in property, plant and equipment, and depreciated over the shorter of the lease terms and the estimated useful lives of the assets. The finance costs of such leases are charged to profit or loss so as to provide a constant periodic rate of charge over the lease terms.

Assets acquired through hire purchase contracts of a financing nature are accounted for as finance leases, but are depreciated over their estimated useful lives.

Leases where substantially all the rewards and risks of ownership of assets remain with the lessor are accounted for as operating leases. Where the Group is the lessee, rentals payable under operating leases, net of any incentives received from the lessor, are charged to profit or loss on the straight-line basis over the lease terms.

Investments and other financial assets

Initial recognition and measurement

Financial assets are classified, at initial recognition, as financial assets at fair value through profit or loss, loans and receivables and available-for-sale financial investments, as appropriate. When financial assets are recognised initially, they are measured at fair value, plus transaction costs that are attributable to the acquisition of the financial assets, except in the case of financial assets recorded at fair value through profit or loss.

All regular way purchases and sales of financial assets are recognised on the trade date, that is, the date that the Group commits to purchase or sell the asset. Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the period generally established by regulation or convention in the market place.

Subsequent measurement

The subsequent measurement of loans and receivables is as follows:

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. After initial measurement, such assets are subsequently measured at amortised cost using the effective interest rate method less any allowance for impairment. Amortised cost is calculated by taking into account any discount or premium on acquisition and includes fees or costs that are an integral part of the effective interest rate. The effective interest rate amortisation is included in “Other income and gain” in profit or loss. The loss arising from impairment is recognised in profit or loss in “Finance costs” for loans and in “Other expenses” for receivables.

Notes to Financial Statements

31 December 2013

2.4 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Derecognition of financial assets

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognised (i.e., removed from the Group's consolidated statement of financial position) when:

- the rights to receive cash flows from the asset have expired; or
- the Group has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a "pass-through" arrangement; and either (a) the Group has transferred substantially all the risks and rewards of the asset, or (b) the Group has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the Group has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risk and rewards of ownership of the asset. When it has neither transferred nor retained substantially all the risks and rewards of the asset nor transferred control of the asset, the Group continues to recognise the transferred asset to the extent of the Group's continuing involvement. In that case, the Group also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Group has retained.

Impairment of financial assets

The Group assesses at the end of each reporting period whether there is any objective evidence that a financial asset or group of financial assets is impaired. An impairment exists if one or more events that occurred after the initial recognition of the asset have an impact on the estimated future cash flows of the financial asset or the group of financial assets that can be reliably estimated. Evidence of impairment may include indications that a debtor or a group of debtors is experiencing significant financial difficulty, default or delinquency in interest or principal payments, the probability that they will enter bankruptcy or other financial reorganisation and observable data indicating that there is a measurable decrease in the estimated future cash flows, such as changes in arrears or economic conditions that correlate with defaults.

2.4 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Impairment of financial assets (CONTINUED)

Financial assets carried at amortised cost

For financial assets carried at amortised cost, the Group first assesses whether impairment exists individually for financial assets that are individually significant, or collectively for financial assets that are not individually significant. If the Group determines that no objective evidence of impairment exists for an individually assessed financial asset, whether significant or not, it includes the asset in a group of financial assets with similar credit risk characteristics and collectively assesses them for impairment. Assets that are individually assessed for impairment and for which an impairment loss is, or continues to be, recognised are not included in a collective assessment of impairment.

The amount of any impairment loss identified is measured as the difference between the asset's carrying amount and the present value of estimated future cash flows (excluding future credit losses that have not been incurred). The present value of the estimated future cash flows is discounted at the financial asset's original effective interest rate (i.e., the effective interest rate computed at initial recognition).

The carrying amount of the asset is reduced through the use of an allowance account and the loss is recognised in profit or loss. Interest income continues to be accrued on the reduced carrying amount and is accrued using the rate of interest used to discount the future cash flows for the purpose of measuring the impairment loss. Loans and receivables together with any associated allowance are written off when there is no realistic prospect of future recovery and all collateral has been realised or has been transferred to the Group.

If, in a subsequent period, the amount of the estimated impairment loss increases or decreases because of an event occurring after the impairment was recognised, the previously recognised impairment loss is increased or decreased by adjusting the allowance amount. If a write-off is later recovered, the recovery is credited to "Other expenses" in profit or loss.

Financial liabilities

Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss or loans and borrowings, as appropriate.

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings, net of directly attributable transaction costs.

The Group's financial liabilities included trade and other payables and interest-bearing bank loans.

2.4 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Financial liabilities (CONTINUED)

Subsequent measurement

The subsequent measurement of loans and borrowings is as follows:

After initial recognition, interest-bearing bank loans and other loans are subsequently measured at amortised cost, using the effective interest rate method unless the effect of discounting would be immaterial, in which case they are stated at cost. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the effective interest rate amortisation process.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the effective interest rate. The effective interest rate amortisation is included in "Finance costs" in profit or loss.

Derecognition of financial liabilities

A financial liability is derecognised when the obligation under the liability is discharged or cancelled, or expires.

When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as a derecognition of the original liability and a recognition of a new liability, and the difference between the respective carrying amounts is recognised in profit or loss.

Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the statement of financial position if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, or to realise the assets and settle the liabilities simultaneously.

Inventories

Inventories are stated at the lower of cost and net realisable value. Cost is determined on the first-in, first-out basis and, in the case of finished goods, comprises direct materials, direct labour and an appropriate proportion of fixed and variable overhead costs, including depreciation and amortisation incurred in converting materials into finished goods, based on the normal production capacity. Net realisable value is based on estimated selling prices less any estimated costs to be incurred to completion and disposal.

2.4 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Cash and cash equivalents

Cash and cash equivalents comprise cash on hand and demand deposits, and short-term highly liquid investments that are readily convertible into known amounts of cash, are subject to an insignificant risk of changes in value, and have a short maturity of generally within three months when acquired.

For the purpose of the statement of financial position, cash and cash equivalents comprise cash on hand and at banks, including term deposits, which are not restricted as to use.

Provisions

A provision is recognised when a present obligation (legal or constructive) has arisen as a result of a past event and it is probable that a future outflow of resources will be required to settle the obligation, provided that a reliable estimate can be made of the amount of the obligation.

When the effect of discounting is material, the amount recognised for a provision is the present value at the end of the reporting period of the future expenditures expected to be required to settle the obligation. The increase in the discounted present value amount arising from the passage of time is included in "Finance costs" in profit or loss.

Provision for the Group's obligations for rehabilitation is based on estimates of required expenditure at the mines in accordance with the rules and regulations of Malaysia. The obligation generally arises when the asset is installed or the ground environment is disturbed at the production location. The Group estimates its liabilities for final rehabilitation and mine closure based upon detailed calculations of the amount and timing of the future cash expenditure to perform the required work. Spending estimates are escalated for inflation, then discounted at a discount rate that reflects current market assessments of the time value of money and the risks specific to the liability such that the amount of provision reflects the present value of the expenditures expected to be required to settle the obligation. When the liability is initially recognised, the present value of the estimated cost is capitalised by increasing the carrying amount of the related mining infrastructure.

Over time, the discounted liability is increased for the change in the present value based on the appropriate discount rate. The periodic unwinding of the discount is recognised within "Finance costs" in profit or loss. The asset is depreciated using the UOP method over its expected life and the liability is accreted to the projected expenditure date. Additional disturbances or changes in estimates (such as mine plan revisions, changes in estimated costs, or changes in timing of the performance of reclamation activities) will be recognised as additions or charges to the corresponding assets and rehabilitation liabilities when they occur at the appropriate discount rate.

Notes to Financial Statements

31 December 2013

2.4 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Income tax

Income tax comprises current and deferred tax. Income tax relating to items recognised outside profit or loss is recognised outside profit or loss, either in other comprehensive income or directly in equity.

Current tax assets and liabilities for the current and prior periods are measured at the amount expected to be recovered from or paid to the taxation authorities, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period, taking into consideration interpretations and practices prevailing in the countries in which the Group operates.

Deferred tax is provided, using the liability method, on all temporary differences at the end of the reporting period between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes.

Deferred tax liabilities are recognised for all taxable temporary differences, except:

- when the deferred tax liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss; and

- in respect of taxable temporary differences associated with investment in subsidiaries, when the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.

Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carryforward of unused tax credits and unused tax losses can be utilised, except:

- When the deferred tax asset relating to the deductible temporary differences arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss; and

- in respect of deductible temporary differences associated with investments in subsidiaries, an associate and joint ventures deferred tax assets are only recognised to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilised.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are reassessed at the end of each reporting period and are recognised to the extent that it has become probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be recovered.

2.4 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Income tax (CONTINUED)

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply to the period when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

Revenue recognition

Revenue is recognised when it is probable that the economic benefits will flow to the Group and when the revenue can be measured reliably, on the following bases:

(a) from the sale of goods, when the significant risks and rewards of ownership have been transferred to the buyer provided that the Group maintains neither managerial involvement to the degree usually associated with ownership, nor effective control over the goods sold;

(b) from the rendering of services, on the percentage of completion basis, provided that the revenue, the costs incurred and the estimated costs to completion can be measured reliably. The percentage of completion is established by reference to the costs incurred to date as compared to the total costs to be incurred under the transaction. Where the outcome of a contract cannot be measured reliably, revenue is recognised only to the extent that the expenses incurred are eligible to be recovered; and

(c) interest income, on an accrual basis using the effective interest method by applying the rate that discounts the estimated future cash receipts over the expected life of the financial instrument or a shorter period, when appropriate, to the net carrying amount of the financial asset.

Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, i.e., assets that necessarily take a substantial period of time to get ready for their intended use or sale, are capitalised as part of the cost of those assets. The capitalisation of such borrowing costs ceases when the assets are substantially ready for their intended use or sale. Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs capitalised. All other borrowing costs are expensed in the period in which they are incurred. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds.

Notes to Financial Statements

31 December 2013

2.4 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Dividends

Final dividends proposed by the Directors are classified as a separate allocation of retained earnings within the equity section of the statement of financial position, until they have been approved by the Shareholders in a general meeting. When these dividends have been approved by the Shareholders and declared, they are recognised as a liability.

Interim dividends are simultaneously proposed and declared, because the Company's memorandum and Articles of Association grant the Directors the authority to declare interim dividends. Consequently, interim dividends are recognised immediately as a liability when they are proposed and declared.

Other employees' benefits

Pension schemes

The employees in Mainland China are required to participate in a central defined pension scheme managed by the local municipal government of the areas in Mainland China in which they are operate. These subsidiaries are required to contribute a certain percentage of the relevant part of the payroll of these employees to the central pension scheme. The Group has no obligation for the payment of retirement benefits beyond the annual contributions. The contributions are charged to profit or loss as they become payable in accordance with the rules of the central pension scheme.

In addition to the above, the Group also participates in a defined contribution Mandatory Provident Fund retirement benefit scheme (the "MPF Scheme") under the MPF Scheme for its employees in Hong Kong. Contributions are made based on a percentage of the employees' basic salaries and are charged to profit or loss as they become payable in accordance with the rules of the MPF Scheme. The assets of the MPF Scheme are held separately from those of the Group in an independent administered fund.

Furthermore, the Group make contributions to the Employee Provident Fund in Malaysia, a defined contribution pension scheme. Contributions to this scheme are recognised as an expense in the period in which related service is performed.

Housing fund

Contributions to a defined contribution housing fund administered by the Public Accumulation Funds Administration Centre in Mainland China are charged to profit or loss as incurred.

The preparation of the Group's financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and their accompanying disclosures, and the disclosure of contingent liabilities. Uncertainty about these significant assumptions and estimates could result in outcomes that could require a material adjustment to the carrying amounts of the assets and liabilities affected in the future.

2.4 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Foreign currencies

These financial statements are presented in USD, which is the Company's functional and presentation currency. Each entity in the Group determines its own functional currency and items included in the financial statements of each entity are measured using that functional currency. Foreign currency transactions recorded by the entities in the Group are initially recorded using their respective functional currency rates prevailing at the dates of the transactions. Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency rates of exchange ruling at the end of the reporting period. Differences arising on settlement or translation of monetary items are recognised in the statement of profit or loss.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was measured. The gain or loss arising on translation of a non-monetary item measured at fair value is treated in line with the recognition of the gain or loss on change in fair value of the item (i.e., translation difference on the item whose fair value gain or loss is recognised in other comprehensive income or profit or loss is also recognised in other comprehensive income or profit or loss, respectively).

The functional currencies of certain subsidiaries are currencies other than USD. As at the end of the reporting period, the assets and liabilities of these entities are translated into USD at the exchange rates prevailing at the end of the reporting period and their statements of profit or loss are translated into USD at the weighted average exchange rates for the year.

The resulting exchange differences are recognised in other comprehensive income and accumulated in the exchange fluctuation reserve. On disposal of a foreign operation, the component of other comprehensive income relating to that particular foreign operation is recognised in the statement of profit or loss.

Any goodwill arising on the acquisition of a foreign operation and any fair value adjustments to the carrying amounts of assets and liabilities arising on acquisition are treated as assets and liabilities of the foreign operation and translated at the closing rate.

Notes to Financial Statements

31 December 2013

3. SIGNIFICANT ACCOUNTING ESTIMATES

Estimation uncertainty

The key assumptions concerning the future and other key sources of estimation uncertainty at the end of the reporting period, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below:

(a) Impairment of goodwill

The Group determines whether goodwill is impaired at least on an annual basis. This requires an estimation of the value in use of the cash-generating units to which the goodwill is allocated. Estimating the value in use requires the Group to make an estimate of the expected future cash flows from the cash-generating units and also to choose a suitable discount rate in order to calculate the present value of those cash flows. The carrying amount of goodwill at 31 December 2013 was USD8,271,000 (2012: USD8,838,000). Further details are given in note 15.

(b) Impairment of receivables

Impairment of receivables is estimated based on an assessment of the recoverability of receivables. The assessment of impairment of receivables involves the use of estimates and judgements. An estimate for doubtful debts is made when collection of the full amount under the invoice is no longer probable, as supported by objective evidence using available contemporary and historical information to evaluate the exposure. Bad debts are written off as incurred. Where the actual outcome or expectation in the future is different from the original estimates, such differences will affect the carrying amount of receivables and thus the impairment loss in the period in which such estimate is changed. There was no impairment provision for receivables during the two years ended 31 December 2013 and 2012.

(c) Useful lives of property, plant and equipment

The Group estimates useful lives and related depreciation charges for its items of property, plant and equipment. This estimate is based on the historical experience of the actual useful lives of items of property, plant and equipment of similar nature and functions. It could change significantly as a result of technical innovations and actions of its competitors. Management will increase the depreciation charge where useful lives are less than previously estimated, or it will record an impairment provision for technically obsolete assets that have been abandoned. The carrying amount of property, plant and equipment as at 31 December 2013 was USD26,896,000 (2012: USD10,203,000).

3. SIGNIFICANT ACCOUNTING ESTIMATES (CONTINUED)

Estimation uncertainty (CONTINUED)

(d) Mine reserves

Engineering estimates of the Group's mine reserves are inherently imprecise and represent only approximate amounts because of the significant judgements involved in developing such information. There are authoritative guidelines regarding the engineering criteria that have to be met before estimated mine reserves can be designated as "proved" and "probable". Proved and probable mine reserve estimates are updated at regular intervals taking into account recent production and technical information about each mine. In addition, as prices and cost levels change from year to year, the estimate of proved and probable mine reserves also changes. This change is considered a change in estimates for accounting purposes and is reflected on a prospective basis in both depreciation and amortisation rates calculated on the UOP method and the time period for discounting the rehabilitation provision. Changes in the estimate of mine reserves are also taken into account in impairment assessments of non-current assets.

(e) Net realisable value of inventories

Net realisable value of inventories is the estimated selling price in the ordinary course of business, less estimated cost to be incurred to completion and disposal. These estimates are based on the current market condition and the historical experience of selling products of a similar nature. It could change significantly as a result of changes in downstream industries that consume the Group's products. Management reassesses these estimates at the end of each reporting period. The carrying amount of inventories as at 31 December 2013 was USD5,583,000 (2012: USD1,282,000).

(f) Provision for rehabilitation

The Group recognises the provisions for the rehabilitation of each site. The provision recognised represents management's best estimate of the present value of the future costs required. Significant estimates and assumptions are made in determining the amount of rehabilitation provisions. Those estimates and assumptions deal with uncertainties such as: requirements of the relevant legal and regulatory framework; the magnitude of possible contamination and the timing, extent and costs of required rehabilitation activity. These uncertainties may result in future actual expenditure differing from the amounts currently provided.

The provision recognised for each site is periodically reviewed and updated based on the facts and circumstances available at the time. Changes to the estimated future costs for operating sites are recognised in the statement of financial position by adjusting both the rehabilitation asset and provision. Such changes give rise to a change in future depreciation and financial charges. For closed sites, changes to estimated future costs are recognised immediately in profit or loss. The carrying amount of provision for rehabilitation as at 31 December 2013 was USD281,000 (2012: USD260,000).

3. SIGNIFICANT ACCOUNTING ESTIMATES (CONTINUED)

Estimation uncertainty (CONTINUED)

(g) Income tax

Significant judgement is involved in determining the Group-wide tax provision for income taxes. There are certain transactions and computations for which the ultimate tax determination is uncertain during the ordinary course of business. The Group recognises liabilities for expected tax issues based on estimates of whether additional taxes will be due. Where the final tax outcome for these matters is different from the amounts that were initially recognised, such differences will impact the income tax and deferred tax provisions in the period in which such determination is made.

(h) Impairment of non-current assets (other than goodwill)

The Group assesses whether there are any indicators of impairment for all non-financial assets at the end of each reporting period. Definite life non-financial assets are tested for impairment when there are indicators that the carrying amounts may not be recoverable. An impairment exists when the carrying value of an asset or a cash-generating unit exceeds its recoverable amount, which is the higher of its fair value less costs to sell and its value in use. The calculation of the fair value less costs to sell is based on available data from binding sales transactions in an arm's length transaction of similar assets or observable market prices less incremental costs for disposing of the asset. When value in use calculations are undertaken, management must estimate the expected future cash flows from the asset or cash-generating unit and choose a suitable discount rate in order to calculate the present value of those cash flows.

4. REVENUE AND OPERATING SEGMENT INFORMATION

Revenue, which is also the Group's turnover, represents the net invoiced value of goods sold, and the values of service rendered.

The Group's revenue and contribution to profit are mainly derived from its sale of iron ore products and rendering of services, which is regarded as a single reportable segment in a manner consistent with the way in which information is reported internally to the Group's senior management for purposes of resource allocation and performance assessment. In addition, at the end of the reporting period, all of the Group's non-current assets were located in Malaysia. Accordingly, no segment analysis is presented other than entity-wide disclosures.

Entity-wide disclosures

Information about products and services

The following table sets forth the total revenue from external customers from sales of products and rendering of services during the year:

	2013 USD'000	2012 USD'000
Sales of goods	**107,873**	49,986
Rendering of services	**2,499**	4,337
	110,372	54,323

Geographical information

The following table sets out information about the geographical locations of the Group's revenue from external customers during the year. The geographical locations of customers are determined based on the locations at which the goods were delivered designated by the customers or services were rendered.

	2013 USD'000	2012 USD'000
Domestic – Malaysia*	**2,499**	5,851
Overseas – The People's Republic of China	**107,873**	48,472
	110,372	54,323

* Place of domicile of the Group's principal subsidiary, Capture Advance

Notes to Financial Statements

31 December 2013

4. REVENUE AND OPERATING SEGMENT INFORMATION (CONTINUED)

Entity-wide disclosures (CONTINUED)

Information about major customers

Revenue from each of the major customers, which amounted to 10% or more of the total revenue, is set out below:

	2013 USD'000	2012 USD'000
Customer A	**78,435**	17,882
Customer B	**18,084**	*
Customer C	*	20,952

* Less than 10%

5. FINANCE COSTS

An analysis of finance costs is as follows:

	2013 USD'000	2012 USD'000
Unwinding of discount on provision (note 25)	**21**	20
Interest on bank loans and hire purchase arrangements	**70**	31
	91	51

6. PROFIT BEFORE TAX

The Group's profit before tax was arrived at after charging/(crediting):

	Notes	2013 USD'000	2012 USD'000
Cost of inventories sold		**66,913**	27,925
Cost of services provided		**2,350**	4,322
Employee benefit expense (including Directors' and Chief Executive Officer's remunerations (note 7)):			
Wages and salaries		**1,583**	904
Pension scheme contributions			
– Defined contribution fund		**32**	12
Housing fund			
– Defined contribution fund		**2**	—
Welfare and other benefits		**50**	9
Total employee benefit expense		**1,667**	925
Depreciation	11	**1,533**	785
Amortisation of intangible assets	12	**75**	42
Depreciation and amortisation expenses		**1,608**	827
Minimum lease payments in respect of:			
Land		**78**	109
Machinery		**164**	162
Office		**130**	73
Auditors' remuneration		**339**	359
(Gain)/loss on disposal of items of property, plant and equipment		**(45)**	80
Listing fee expensed off		**2,826**	1,705
Foreign currency losses, net		**1,294**	154

Notes to Financial Statements

31 December 2013

7. DIRECTORS' AND CHIEF EXECUTIVE OFFICER'S REMUNERATION AND FIVE HIGHEST PAID EMPLOYEES

Directors' and Chief Executive Officer's remuneration for the year, disclosed pursuant to the Rules Governing the Listing of Securities on the HKSE and Section 161 of the Hong Kong Companies Ordinance, is as follows:

	2013 USD'000	2012 USD'000
Fees	**200**	—
Other emoluments:		
Salaries, allowances and benefits in kind	**9**	129
Pension scheme contributions		
– Defined contribution fund	**2**	—
	11	129
	211	129

(a) Independent non-executive Directors

Mr. Kong Chi Mo, Dr. Li Zhongquan and Dr. Wang Ling were appointed as independent non-executive Directors of the Company on 12 April 2013.

The fees paid to independent non-executive Directors during the year were as follows:

	2013 USD'000	2012 USD'000
Mr. Kong Chi Mo	**15**	—
Dr. Li Zhongquan	**10**	—
Dr. Wang Ling	**12**	3
	37	3

There were no other emoluments payable to the independent non-executive Directors during the year (2012: Nil).

7. DIRECTORS' AND CHIEF EXECUTIVE OFFICER'S REMUNERATION AND FIVE HIGHEST PAID EMPLOYEES (CONTINUED)

(b) Executive Directors and the Chief Executive Officer

	Fees USD'000	Salaries, allowances and benefits in kinds USD'000	Pension Scheme contributions USD'000	Total USD'000
2013				
Mr. Li Yang*	**60**	**6**	**1**	**67**
Mr. Dong Jie	**10**	—	—	**10**
Mr. Gong Maoqing	**10**	—	—	**10**
Mr. Wang Er	**36**	**1**	—	**37**
Ms. Li Xiaolan	**47**	**2**	**1**	**50**
	163	**9**	**2**	**174**

	Salaries, allowances and benefits in kind USD'000	Total USD'000
2012		
Mr. Li Yang*	38	38
Mr. Dong Jie	9	9
Mr. Gong Maoqing	7	7
Mr. Wang Er	36	36
Ms. Li Xiaolan	36	36
	126	126

* Mr.Li Yang who acts as an executive Director of the Company is also the chief executive officer of the Company.

There was no arrangement under which a Director waived or agreed to waive any remuneration during the year (2012: Nil).

7. DIRECTORS' AND CHIEF EXECUTIVE OFFICER'S REMUNERATION AND FIVE HIGHEST PAID EMPLOYEES (CONTINUED)

(c) Five highest paid employees

The five highest paid employees during the year included two (2012: three) Directors (including the Chief Executive Officer who is also executive Director of the Company), details of whose remuneration are set out above. Details of the remuneration for the year of the remaining three (2012: two) non-director and non-chief executive, highest paid employees, are as follows:

	2013 USD'000	2012 USD'000
Salaries, allowances and benefits in kind	**223**	64
Pension scheme contributions	**1**	—
	224	64

Remuneration of the above non-director and non-chief executive highest paid employees during the year and prior year was below HKD1,000,000.

8. INCOME TAX

Pursuant to the rules and regulations of the Cayman Islands and BVI, the Group was not subject to any income tax in the Cayman Islands and BVI.

Pursuant to the income tax rules and regulations in Malaysia, the subsidiaries located in Malaysia are liable to Malaysia corporate income tax at a rate of 25% (2012: 25%) on the assessable profits generated during the year.

Hong Kong profits tax has been provided at the rate of 16.5% (2012: 16.5%) on the assessable profits arising in Hong Kong during the year.

8. INCOME TAX (CONTINUED)

The major components of income tax expense are as follows:

	2013 USD'000	2012 USD'000
Group:		
Current – Charge for the year		
Hong Kong	**4,975**	1,977
Malaysia	**468**	1,924
Deferred (note 24)	**16**	52
Total tax charge for the year	**5,459**	3,953

A reconciliation of income tax expense applicable to profit before taxation at the statutory rates for the countries in which the Company and the majority of its subsidiaries are domiciled to the tax expense at the effective tax rates, and a reconciliation of the applicable rates (i.e., the statutory tax rates) to the effective tax rates, are as follows:

Group

	2013 USD'000	2012 USD'000
Profit before tax	**25,204**	14,357
Tax at the statutory tax rate of 16.5%	**3,490**	(201)
Tax at the statutory tax rate of 25%	**1,013**	3,893
Tax losses not recognised (note 24)	**36**	45
Expenses not deductible for tax	**920**	216
Tax charge at the Group's effective tax rate	**5,459**	3,953

9. PROFIT ATTRIBUTABLE TO OWNERS OF THE COMPANY

The consolidated profit attributable to owners of the Company for the year ended 31 December 2013 includes a total loss of USD3,477,000 (2012: Nil) which has been dealt with in the financial statements of the Company (note 27).

Notes to Financial Statements

31 December 2013

10. EARNINGS PER SHARE ATTRIBUTABLE TO ORDINARY EQUITY HOLDERS OF THE COMPANY

The basic earnings per Share attributable to ordinary equity owners of the Company are as follows:

	2013	2012
	USD'000	USD'000
Profit attributable to owners of the Company	**19,745**	10,419

	Number of shares	
	2013	2012
	'000	'000
Weighted average number of ordinary Shares in issue during the year	**1,310,959**	1,125,000

The weighted average number of Shares used to calculate the basic earnings per Share for the year ended 31 December 2012 is the pro forma number of issued Shares of the Company of 1,125,000,000 Shares, comprising: (i) number of issued Shares as at 31 December 2012 of 50,000 shares; and (ii) the number of ordinary Shares of 1,124,950,000 issued by way of capitalisation as referred to in note 26(d) to the financial statements respectively.

The weighted average number of Shares used to calculate the basic earnings per Share for the year ended 31 December 2013 includes the weighted average number of Shares of 375,000,000 Shares issued upon the Listing on 3 July 2013 as referred to in note 26(e) to the financial statements, in addition to the aforementioned 1,125,000,000 ordinary Shares.

No adjustment has been made to the basic earnings per Share amounts presented for the years ended 31 December 2013 and 2012 in respect of a dilution as the Group had no potentially dilutive ordinary Shares in issue during those years.

11. PROPERTY, PLANT AND EQUIPMENT

Group	Mine Properties USD'000	Machinery USD'000	Motor vehicles USD'000	Others USD'000	Construction in progress ("CIP") USD'000	Total USD'000
31 December 2013						
Cost:						
At 1 January 2013	1,483	8,692	243	6	758	11,182
Additions	27	712	511	555	17,422	19,227
Transferred from CIP	235	7,455	—	42	(7,732)	—
Disposals	—	(462)	(47)	—	—	(509)
Exchange realignment	(100)	(610)	(21)	—	(40)	(771)
At 31 December 2013	1,645	15,787	686	603	10,408	29,129
Accumulated depreciation:						
At 1 January 2013	45	896	33	5	—	979
Provided for the year	90	1,145	278	20	—	1,533
Disposals	—	(41)	(33)	—	—	(74)
Exchange realignment	(8)	(168)	(27)	(2)	—	(205)
At 31 December 2013	127	1,832	251	23	—	2,233
Net carrying amount:						
At 1 January 2013	1,438	7,796	210	1	758	10,203
At 31 December 2013	1,518	13,955	435	580	10,408	26,896

Notes to Financial Statements

31 December 2013

11. PROPERTY, PLANT AND EQUIPMENT (CONTINUED)

Group	Mine Properties USD'000	Machinery USD'000	Motor vehicles USD'000	Others USD'000	CIP USD'000	Total USD'000
31 December 2012						
Cost:						
At 1 January 2012	1,233	3,332	417	5	65	5,052
Additions	94	1,553	26	1	4,443	6,117
Transferred from CIP	176	3,590	—	—	(3,766)	—
Disposals	(70)	(12)	(213)	—	—	(295)
Exchange realignment	50	229	13	—	16	308
At 31 December 2012	1,483	8,692	243	6	758	11,182
Accumulated depreciation:						
At 1 January 2012	9	191	107	4	—	311
Provided for the year	35	701	48	1	—	785
Disposals	—	(12)	(123)	—	—	(135)
Exchange realignment	1	16	1	—	—	18
At 31 December 2012	45	896	33	5	—	979
Net carrying amount:						
At 1 January 2012	1,224	3,141	310	1	65	4,741
At 31 December 2012	1,438	7,796	210	1	758	10,203

Motor vehicles and machinery with an aggregate net carrying amount approximate to USD1,025,000 (2012: USD565,000) were held under hire purchase arrangements entered into by the Group (note 22) at 31 December 2013.

12. MINING RIGHTS AND RESERVES

Group

	2013 USD'000	2012 USD'000
Cost:		
At 1 January	**17,267**	16,581
Additions	**—**	17
Exchange realignment	**(1,149)**	669
At 31 December	**16,118**	17,267
Accumulated amortisation:		
At 1 January	**44**	2
Provided for the year	**75**	42
Exchange realignment	**(1)**	—
At 31 December	**118**	44
Net carrying amount:		
At 1 January	**17,223**	16,579
At 31 December	**16,000**	17,223

Notes to Financial Statements

31 December 2013

13. PAYMENTS IN ADVANCE

Payments in advance as at 31 December 2013 consisted of (i) USD15,100,000 in respect of prepayments for an acquisition of 60% equity interest in a company (note 31(e)); and (ii) USD1,613,000 in respect of prepayments for the purchase of property, plant and equipment (2012: Nil).

14. INVESTMENTS IN SUBSIDIARIES

	Company	
	2013	2012
	USD'000	USD'000
Unlisted investment in Capture Advantage, at cost*	—	—
Advances to subsidiaries	**45,965**	—
Advances to subsidiaries	**45,965**	—

* The cost of the investment in Capture Advantage is HKD500.

As at 31 December 2013, the amounts due from subsidiaries were unsecured and interest-free. Except for amounts due from subsidiaries totalling USD9,858,000 (2012: Nil), which are repayable on demand, the remaining amounts due from subsidiaries of USD45,965,000 (2012: Nil) are not expected to be received within 12 months from the end of the year.

14. INVESTMENTS IN SUBSIDIARIES (CONTINUED)

As at 31 December 2013, all subsidiaries are private limited liability companies, the particulars of which are set out below:

Name	Place and date of incorporation	Nominal value of issued ordinary/ registered share capital	Percentage of equity attributable to the Company %	Principal activities
Directly held:				
Capture Advantage	BVI 23 August 2010	USD50,000	100	Investment holding
Indirectly held:				
Best Sparkle Development Ltd.	BVI 25 August 2010	USD50,000	100	Investment holding
Capture Advance	Malaysia 15 November 2007	RM15,000,000	100	Iron ore mining and iron ore beneficiation
Pacific Mining Resources Sdn. Bhd. ("Pacific Mining")	Malaysia 31 August 2007	RM100	100	Iron ore mining and iron ore beneficiation
China Bright Mining Limited	Hong Kong 10 April 2012	HKD100	100	Purchase and sale of iron ore products
Capture Bukit Besi Sdn Bhd. ("Capture Bukit Besi")	Malaysia 30 September 2013	RM2	100	Investment holding

Notes to Financial Statements

31 December 2013

15. GOODWILL

Group

	USD'000
Cost and net carrying amount at 1 January 2012	8,512
Exchange realignment	326
Cost and net carrying amount at 31 December 2012 and 1 January 2013	8,838
Exchange realignment	(567)
Cost and net carrying amount at 31 December 2013	8,271

Impairment testing of goodwill

Goodwill acquired through business combinations has been allocated to the iron ore cash-generating unit, i.e., Ibam Mine cash-generating unit for impairment testing.

The recoverable amount of Ibam Mine cash-generating unit as at 31 December 2013 is USD617,861,000 (2012: USD539,954,000) and has been determined based on a value in use calculation using cash flow projections based on financial budgets covering a five-year period approved by senior management. The discount rate applied to the cash flow projections is 16.6% (2012: 17.1%). The growth rate used to extrapolate the cash flows of the iron ore cash-generating unit beyond the five-year period is 3% (2012: 3%).

Assumptions were used in the value in use calculation of the iron ore cash-generating unit for the years ended 31 December 2013 and 2012. The following describes each key assumption on which management has based its cash flow projections to undertake impairment testing of goodwill:

Iron ore price – Future iron ore prices in the valuation model are estimated by management based on their industry experience, historic price trends and independent expert reports and commentaries.

Budgeted gross margins – Based on the average gross margin achieved in the year immediately before the budget year, increased for expected market development.

Discount rate – The discount rate used is after tax and reflects specific risks relating to the relevant unit.

The values assigned to key assumptions are consistent with external information sources.

16. INVENTORIES

	2013	2012
	USD'000	USD'000
Raw materials	**33**	65
Work in progress	**131**	—
Finished goods	**5,419**	1,217
	5,583	1,282

17. TRADE RECEIVABLES

	2013	2012
	USD'000	USD'000
Irrevocable letter of credit	**4,289**	—
Trade receivables	**8,097**	755
	12,386	755

The Group normally accept settlement by way of irrevocable letter of credit or telegraphic transfer. The Group may sometimes request customers, including its trading customers, to pay deposit upon signing sales contracts with the Group. Overdue balances are reviewed regularly by senior management. The Group does not hold any collateral or other credit enhancements over its trade receivable balances. Trade receivables are non-interest-bearing.

Based on the invoice date, all trade receivables and letter of credit of the Group at the end of the reporting period were aged within three months and were neither past due nor impaired.

Notes to Financial Statements

31 December 2013

18. PREPAYMENTS, DEPOSITS AND OTHER RECEIVABLES

	Group	
	2013	2012
	USD'000	USD'000
Other receivables	**213**	647
Prepayments to a mining subcontractor	**6,123**	99
Other prepayments and deposits	**2,697**	1,092
	9,033	1,838

19. CASH AND CASH EQUIVALENTS AND PLEDGED DEPOSITS

	Group	
	2013	2012
	USD'000	USD'000
Cash and bank balances	**31,737**	1,861
Less: pledged deposits *	**(989)**	—
Cash and cash equivalents	**30,748**	1,861

* As at 31 December 2013, bank deposits of USD989,000 were pledged to secure short-term bank loans granted to the Group (note 22).

The Group's cash and bank balances at the end of each reporting period can be further analysed as follows:

	Group	
	2013	2012
	USD'000	USD'000
Cash and bank balances denominated in:		
HKD	**17,583**	—
RM	**623**	181
USD	**13,531**	1,680
	31,373	1,861

Cash at banks earns interest at floating rates based on daily bank deposit rates. The bank balances are deposited with creditworthy banks with no recent history of default.

20. TRADE PAYABLES

Based on the invoice date, all trade payables of the Group at the end of the reporting period were aged within 60 days.

Trade payables are non-interest-bearing and are normally settled within 60 days.

21. OTHER PAYABLES AND ACCRUALS

	Group	
	2013	2012
	USD'000	USD'000
Other payables	**811**	1,141
Accruals	**241**	359
Payroll and welfare payable	**142**	72
	1,194	1,572

All other payables of the Group are non-interest-bearing and unsecured.

22. INTEREST-BEARING BANK AND OTHER BORROWINGS

	2013			2012		
Group	**Effective interest rate (%)**	**Maturity**	**USD'000**	Effective interest rate (%)	Maturity	USD'000
Current						
Bank loans – secured (note (a))	**3.10-3.14**	**2014**	**3,314**	—	—	—
Hire purchase arrangements (note (b))	**2.36-6.90**	**2014**	**479**	4.92-7.54	2013	233
			3,793			233
Non-current						
Hire purchase arrangements (note (b))	**2.36-6.90**	**2015-2019**	**692**	4.92-7.54	2014-2017	387
			4,485			620

Notes to Financial Statements

31 December 2013

22. INTEREST-BEARING BANK AND OTHER BORROWINGS (CONTINUED)

Analysed into:

	2013 USD'000	2012 USD'000
Bank loans repayable:		
Within one year	**3,314**	—
Hire purchase arrangements repayable:		
Within one year	**479**	233
In the second year	**403**	198
In the third to fifth years, inclusive	**283**	189
In the sixth year	**6**	—
	1,171	620
	4,485	620

Notes:

(a) As at 31 December 2013, the bank loans of the Group were secured by the pledged bank balances of USD989,000 (2012: Nil) (note 19) and bore interest ranging from 3.10% to 3.14% per annum.

(b) The Group acquired certain of its motor vehicles and machinery through hire purchase arrangements, which are classified as finance leases and have remaining lease terms ranging from one to six years. As at 31 December 2013, payables relating to the hire purchase arrangements were secured by the corresponding motor vehicles and machinery acquired with an aggregate carrying amount of USD1,025,000 (2012:USD565,000) (note 11).

(c) During the year, the Group entered into hire purchase arrangements in respect of property, plant and equipment with a total capital value at the inception of the leases of USD857,000 (2012: USD1,124,000).

During the year, the Group cancelled hire purchase arrangements in respect of property, plant and equipment with a total net present value of USD469,000 at the date of cancellation (2012: Nil).

22. INTEREST-BEARING BANK AND OTHER BORROWINGS (CONTINUED)

At 31 December 2013, the total future minimum lease payments under hire purchase arrangements and their present values were as follows:

Group	**Minimum lease payments 2013 USD'000**	Minimum lease payments 2012 USD'000	**Present value of minimum lease payments 2013 USD'000**	Present value of minimum lease payments 2012 USD'000
Amounts payable:				
Within one year	**531**	285	**479**	233
In the second year	**430**	238	**403**	198
In the third to fifth years, inclusive	**298**	152	**283**	189
In the sixth year	**7**	—	**6**	—
Total minimum hire purchase payments	**1,266**	675	**1,117**	620
Future finance charges	**(95)**	(55)		
Total net hire purchase payables	**1,171**	620		
Portion classified as current liabilities	**(479)**	(233)		
Non-current portion	**692**	387		

Management has assessed that the fair values of the above interest-bearing bank and other borrowings approximate to their carrying amounts. The fair value measurement hierarchy of the above interest-bearing bank and other borrowing loans requires significant observable inputs (Level 2).

Notes to Financial Statements

31 December 2013

23. DUE TO RELATED PARTIES

	Group	
	2013	2012
	USD'000	USD'000
Palace Grace Ltd.*	—	1,656
Chengdu Hande**	—	774
	—	2,430

* Palace Grace Ltd. was controlled by the father of the Controlling Shareholder of the Group.

** The single largest shareholder of Chengdu Hande is the father of the Controlling Shareholder of the Group.

Balance as at 31 December 2012 represented interest-free loans granted to the Group which had been fully repaid during the year. The outstanding balances with related parties are unsecured, interest-free and have no fixed terms of repayment.

24. DEFERRED TAX

Group

The movements in deferred tax assets and liabilities during the year are as follows:

Deferred tax assets

	Fair value adjustments arising from acquisition of subsidiaries	Tax losses and unabsorbed capital allowances	Total
	USD'000	USD'000	USD'000
At 1 January 2012	102	339	441
Deferred tax charged to profit or loss during the year (note 8)	(31)	(30)	(61)
Exchange differences	3	13	16
At 31 December 2012 and 1 January 2013	74	322	396
Deferred tax charged to profit or loss during the year (note 8)	(29)	—	(29)
Exchange differences	(5)	(21)	(26)
At 31 December 2013	40	301	341

The Group has tax losses arising in Malaysia of USD189,000 (2012: USD45,000) (note 8) that are available indefinitely for offsetting against future taxable profits of the company in which the losses arose. Deferred tax assets have not been recognised in respect of the tax losses as it is not considered probable that taxable profits will be available against which the tax losses can be utilised.

Notes to Financial Statements

31 December 2013

24. DEFERRED TAX (CONTINUED)

Group

Deferred tax liabilities

	Fair value adjustments arising from acquisition of subsidiaries USD'000
At 1 January 2012	3,966
Credited to profit or loss during the year (note 8)	(9)
Exchange differences	168
At 31 December 2012 and 1 January 2013	4,125
Credited to profit or loss during the year (note 8)	(13)
Exchange differences	(287)
At 31 December 2013	3,825

25. PROVISION FOR REHABILITATION

	Group	
	2013 USD'000	2012 USD'000
At the beginning of year	**260**	310
Change in discount rate	—	(70)
Unwinding of discount (note 5)	**21**	20
At the end of year	**281**	260

The provision was related to mine site rehabilitation, and was based on the best estimate for future expenditure to be made by the Group and was discounted to its net present value at a rate of 6.4% (2012: 6.4%). The discount rate adopted reflected the current market assessments of the time value of money and the risks specific to the provision. Subsequently, the provision for rehabilitation will be increased each year by the accretion of interest due to the passage of time which is recognised as interest expense.

26. SHARE CAPITAL

Shares

	2013 USD'000	2012 USD'000
Authorised:		
3,000,000,000 (2012: 38,000,000) ordinary Shares of HKD0.01 each	**3,867**	49
Issued and fully paid:		
1,500,000,000 (2012: 50,000) ordinary Shares of HKD0.01 each	**1,934**	—

The following changes in the Company's authorised and issued share capital took place during the year:

	Notes	Number of ordinary Shares	Nominal value of ordinary Shares USD'000
Authorised:			
At the date of incorporation, 31 December 2012 and 1 January 2013 (38,000,000 shares of HKD0.01)	(a)	38,000,000	49
Increase in authorised capital	(b)	2,962,000,000	3,818
As at 31 December 2013		3,000,000,000	3,867
Issued and fully paid:			
At the date of incorporation, 31 December 2012 and 1 January 2013 (1 share of HKD0.01 each)		—	—
Share swaps on 7 April 2013 (50,000 shares of HKD0.01 each)	(c)	50,000	—
Capitalisation of share premium account	(d)	1,124,950,000	1,451
Issue of new Shares	(e)	375,000,000	483
As at 31 December 2013		1,500,000,000	1,934

Notes to Financial Statements

31 December 2013

26. SHARE CAPITAL (CONTINUED)

Notes:

(a) On the date of incorporation of the Company on 25 April 2012, the authorised share capital of the Company was HKD380,000 divided into 38,000,000 shares of HKD0.01 each.

(b) On 12 April 2013, the Shareholders of the Company resolved to increase the authorised share capital of the Company from HKD380,000 to HKD30,000,000 by the creation of an additional 2,962,000,000 Shares, each ranking pari passu with the Shares then in issue in all respects.

(c) Pursuant to the Reorganisation and as consideration for the acquisition by the Company of the entire issued share capital of Capture Advantage from the existing shareholders, on 7 April 2013, (i) the one share then held by Cosmo Field was credited as fully paid at par and (ii) the remaining 49,999 shares, all credited as fully paid at par, were allotted and issued to the existing shareholders of Capture Advantage.

(d) Pursuant to the resolutions of the Company's Shareholders passed on 12 April 2013, an aggregate of 1,124,950,000 Shares of HKD0.01 each of the Company were allotted and issued, credited as fully paid at par by way of capitalisation of the sum of HKD11,249,500 (equivalent to approximately USD1,451,000) to the Company's Shareholders on 3 July 2013.

(e) In connection with the Listing, 375,000,000 Shares of HKD0.01 each were issued at a price of HKD1.30 per Share for a total cash consideration, before listing expenses, of HKD487,500,000 (equivalent to approximately USD62,838,000).

The proceeds of HKD3,750,000 (equivalent to USD483,000), representing the par value, have been credited to the Company's share capital and the remaining proceeds of HKD483,750,000 (equivalent to approximately USD62,355,000) have been credited to the share premium account.

27. RESERVES

Group

The amounts of the Group's reserves and the movements therein for the current and prior years are presented in the consolidated statement of changes in equity in the financial statements.

(a) Share premium

The application of the share premium account is governed by the Companies Law of the Cayman Islands. Under the constitutional documents and the Companies Law of the Cayman Islands, the share premium is distributable as dividend on the condition that the Company is able to pay its debts when they fall due in the ordinary course of business at the time the proposed dividend is to be paid.

(b) Capital reserve

On 18 July 2011 and 25 June 2012, the Group acquired additional 19% and 30% of the non-controlling interests in Pacific Mining, respectively. The differences between the considerations and net assets attributable to the additional shares acquired were accounted for in capital reserve.

On 13 March 2012, Capture Acme Co., Ltd. (whose sole shareholder was the father of the Controlling Shareholder of the Group) was de-registered and accordingly the payable to Capture Acme Co., Ltd. by the Group for USD981,000 was reversed and recognised as capital reserve.

On 6 August 2012, the Group and Chengdu Hande agreed upon a debt restructuring arrangement, pursuant to which Chengdu Hande unconditionally released and discharged the Group's liability and obligation in respect of debts in full amounting to USD13,074,000 as at 31 July 2012 and recognised as capital reserve.

(c) Contributed surplus

On 23 August 2010, Capture Advantage was incorporated in the BVI with the issue and allotment of 50,000 ordinary shares with par value of USD1, which was recognised in the contributed surplus in the consolidated financial statements.

27. RESERVES (CONTINUED)

Company

The movement of the Company's reserves for the current year is as follows:

	Share premium account USD'000	Accumulated losses USD'000	Exchange fluctuation reserve USD'000	Total USD'000
At the date of incorporation, 31 December 2012 and 1 January 2013	—	—	—	—
Total comprehensive income/(loss) for the year	—	(3,477)	31	(3,446)
Capitalisation of share premium (note 26 (d))	(1,451)	—	—	(1,451)
Issue of shares (note 26 (e))	62,355	—	—	62,355
Share issue expenses	(3,505)	—	—	(3,505)
Proposed 2013 final dividend	(9,858)	—	—	(9,858)
At 31 December 2013	47,541	(3,477)	31	44,095

28. DIVIDENDS

At a meeting of the Directors of the Company held on 18 March 2014, the Directors of the Company proposed a final dividend of HK 5.1 cents per Share for the year ended 31 December 2013 (2012: Nil).

The proposed final dividend for the year is subject to the approval of the Company's Shareholders at the forthcoming AGM.

29. CONTIGENT LIABILITIES

At the end of the reporting period, neither the Group nor the Company had any significant contingent liabilities.

30. OPERATING LEASE ARRANGEMENTS – THE GROUP AS LESSEE

The Group leases certain of its property, plant and equipment, and an office under operating lease arrangements, with leases negotiated for terms ranging from two to five years.

At the end of each of reporting period, the Group had total future minimum lease payments under non-cancellable operating leases falling due as follows:

	2013 USD'000	2012 USD'000
Within one year	**192**	157
In the second to fifth years, inclusive	**353**	275
	545	432

31. COMMITMENTS

In addition to the operating lease commitments detailed in note 30 above, the Group had the following commitments at the end of the reporting period:

(a) Capital commitment

	2013 USD'000	2012 USD'000
Contracted, but not provided for	**9,297**	—
Authorised, but not contracted for	**62,906**	80,900
	72,203	80,900

(b) Other commitments – mining fee

The Group has agreed to pay Gema Impak a mining fee of RM40 per tonne of iron ore products extracted from Ibam Mine and sold by Capture Advance.

31. COMMITMENTS (CONTINUED)

(c) Other commitments – service fee

Pursuant to the mining sub-contract in relation to Ibam mine entered into between the Group and the mining contractor, a third party, which has become effective from 18 December 2010 and continues to be effective until the expiry of the mining lease or any renewal thereof, whichever is later unless otherwise determined by mutual consent of the parties to the mining sub-contract, the mining contractor shall mine and produce a minimum of 100 thousand tonnes of clean iron ore per month and shall crush the iron ore to a specified size before delivery to the Group. The service fee for the mining contractor is calculated based on the (i) the volume of iron ore extracted multiplied by a fixed rate of RM36 per tonne; and (ii) the volume of crushing works multiplied by a fixed rate of RM14 per tonne. In the event that the Group provides the mining contractor with the necessary machinery or equipment for its works, the fixed rate of payment shall be reduced to RM25 per tonne of iron ore extracted and RM10.2 per tonne of crushing works.

(d) Other commitments - monthly payable to original shareholders of Gema Impak

On 20 March 2013, Norhayati Binti Talib, Bazira Binti Bakar and Mohd Norhisham Bin Mohamed Hashim (the "Original Shareholders") of Gema Impak and the Company's subsidiary Pacific Mining, have agreed to an arrangement (the "Protection Enhancement Arrangement") which took effect from 20 March 2013, according to which Pacific Mining became the nominee holder of the 50% shareholding interest in Gema Impak and was entitled to exercise the voting rights in relation to matters related solely to Ibam Mine according to its own wish and shall not be bound to take instructions or take into account the views and interests of the Original Shareholders in exercising the voting rights.

The Original Shareholders shall make best endeavours in providing assistance and cooperation in respect of Gema Impak's renewal of the mining lease and the relevant licences and dealing with governmental authority, which are related to Ibam Mine.

Pacific Mining paid a monthly payment, being RM50,000 in total per month ("Monthly Payment") to the Original Shareholders since March 2013 until the expiry of the term of the Protection Enhancement Arrangement, which shall mirror the term of the mining agreement entered into between Pacific Mining and Gema Impak dated 26 October 2009 or any extension thereof. The amount of the Monthly Payment shall not be revised without consent from each of the Original Shareholders and Pacific Mining.

31. COMMITMENTS (CONTINUED)

(e) Other commitments – proposed acquisition of 60% equity interests in a company

On 28 December 2011, Capture Bukit Besi, an indirect wholly-owned subsidiary of the Company, entered into a MOU with independent third parties, Mr. Ng Chon Aik ("Mr. Ng") and Mr. Lin Siew Wan ("Mr. Lin"), in relation to the proposed acquisition of 60% equity interests in Red Sun Resources. Red Sun Resources was incorporated in Malaysia and owned as to 50% by Mr. Ng and 50% by Mr. Lin as at the date hereof, and is principally engaged in property investment and owns certain parcels of land located at or surrounding Bukit Besi in the district of Dungun Terengganu, state of Terengganu Malaysia.

Pursuant to the MOU, Capture Bukit Besi agrees to (i) conduct the exploration and/or prospecting activities at Bukit Besi and to obtain a report based on the JORC Code indicating the iron ore reserves at Bukit Besi. The aggregate costs to be incurred by Capture Bukit Besi in respect of these matters shall not exceed USD5.0 million; (ii) to repair roads, build dam(s) and construct pond(s) at Bukit Besi and the aggregate costs to be incurred by Capture Bukit Besi shall not exceed USD6.0 million; and (iii) upon execution of the MOU and subject to the terms and conditions thereof, Mr. Ng shall procure the approvals from the relevant authorities to be issued to Red Sun Resources for the purpose of undertaking the project. In consideration of Mr. Ng procuring the approvals, Capture Bukit Besi agrees to pay to Mr. Ng or such other party as may be instructed by Mr. Ng the deposit, being an aggregate sum of USD10.0 million. The total consideration for the acquisition and/or subscription of shares of 60% equity interests in Red Sun Resources shall be an amount to be mutually agreed by the parties to the MOU. All costs and the deposit incurred pursuant to above clauses shall be deemed to be part of the consideration payable for the acquisition and/or subscription by Capture Bukit Besi of the 60% equity interest in Red Sun Resources. During the year the Group has paid USD15,100,000 (note 13) regarding the proposed acquisition.

Notes to Financial Statements

31 December 2013

32. RELATED PARTY TRANSACTIONS

(a) The Group had the following transactions with related parties during the year:

	2013	2012
	USD'000	USD'000
Mr. Li Yang*		
Consideration for sale of 50% shares in Gema Impak	—	47
Palace Grace Ltd.		
Loan to Capture Advantage	—	1,656

* Mr. Li Yang is the Controlling Shareholder of the Group.

(b) Outstanding balances with related parties

Details of the Group's balances with its related parties as at the end of the reporting period are disclosed in note 23 to the financial statements. Balances with the related parties are interest-free, unsecured and have no fixed terms of repayment.

(c) Compensation of key management personnel of the Group:

	2013	2012
	USD'000	USD'000
Short term employee benefits	**390**	227
Total compensation paid to key management personnel	**390**	227

Further details of Directors' and the Chief Executive Officer's emoluments are included in note 7 to the financial statements.

33. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

The financial assets of the Group mainly include cash and cash equivalents, trade receivables and prepayments, deposits and other receivables, which arise directly from its operations. Financial liabilities of the Group mainly include interest-bearing bank and other borrowings, trade payables and other payables.

Risk management is carried out by the finance department which is led by the Group's executive Directors. The Group's finance department identifies and evaluates financial risks in close co-operation with the Group's operating units. The main risks arising from the Group's financial instruments are credit risk, liquidity risk and foreign currency risk.

The Group's financial risk management policy seeks to ensure that adequate resources are available to manage the above risks and to create value for its Shareholders. The Board of Directors regularly reviews these risks and they are summarised below.

Credit risk

The Group trades only with recognised and creditworthy third parties. It is the Group's policy that all customers who wish to trade on credit terms are subject to credit verification procedures. In addition, receivable balances are monitored on an ongoing basis and the Group's exposure to bad debts is not significant.

The credit risk of the Group's other financial assets, which comprise cash and cash equivalents, trade receivables and other receivables, arises from default of the counterparty, with a maximum exposure equal to the carrying amounts of these instruments.

As disclosed in note 4, the Group sells all of the products to a small number of customers. As a result, it faces a high level of concentration of credit risk. Since the Group trades only with recognised and creditworthy third parties, there is no requirement for collateral. Concentrations of credit risk are managed by customer/counterparty. In addition, the Group's exposure to credit risk is also influenced by the individual characteristics of each customer and default risk of the industry in which customers operate. During the year, the Group generated its revenue from the sales of iron ore products to the steel manufacturers and/or their respective purchase agents in China. In this regard, the Group is exposed to the concentration of credit risk in the steel industries.

At 31 December 2013, the Group had concentration of credit risk as 100% of the Group's trade receivables (excluding irrevocable letter of credit) were due from the Group's largest customer.

The Group maintains strict control over its outstanding receivables and senior management regularly reviews the overdue balances.

Notes to Financial Statements

31 December 2013

33. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (CONTINUED)

Liquidity risk

The Group monitors its exposure to a shortage of funds by considering the maturity of both its financial instruments and financial assets and projected cash flows from operations.

The Group's objective is to maintain a balance between continuity of funding and flexibility through the use of interest-bearing bank loans and hire purchase arrangements.

The maturity profile of the Group's financial liabilities at the end of each of the reporting period, based on the contractual undiscounted payments, is as follows:

	2013					
	On demand USD'000	**Less than 3 months USD'000**	**3 to less than 12 months USD'000**	**1 to 5 years USD'000**	**Beyond 5 years USD'000**	**Total USD'000**
Interest-bearing bank and other borrowings	—	**3,492**	**353**	**728**	**7**	**4,580**
Trade payables	—	**2,654**	—	—	—	**2,654**
Other payables	**811**	—	—	—	—	**811**
	811	**6,146**	**353**	**728**	**7**	**8,045**

	2012					
	On demand USD'000	Less than 3 months USD'000	3 to less than 12 months USD'000	1 to 5 years USD'000	Beyond 5 years USD'000	Total USD'000
Interest-bearing bank and other borrowings	—	68	197	414	—	679
Trade payables	—	1,818	—	—	—	1,818
Other payables	1,213	—	—	—	—	1,213
Due to related parties	2,430	—	—	—	—	2,430
Other liabilities	—	—	—	39	—	39
	3,643	1,886	197	453	—	6,179

33. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (CONTINUED)

Foreign currency risk

The Group has transactional currency exposures. These exposures arise from sales or purchases by operating units in currencies other than the units' functional currencies.

The following table demonstrates the sensitivity at the end of each of the reporting period to a reasonably possible change in the RM exchange rate, with all other variables held constant, of the Group's profit before tax (due to changes in the fair value of monetary assets and liabilities).

	Increase/ (decrease) in RM rate %	Increase/ (decrease) in profit before tax USD'000
2013		
If the US dollar weakens against RM	**5%**	**1,751**
If the US dollar strengthens against RM	**(5%)**	**(1,751)**
2012		
If the US dollar weakens against RM	5%	503
If the US dollar strengthens against RM	(5%)	(503)

Fair values

Fair value estimates are made at a specific point in time and are based on relevant market information and information about the financial instruments. These estimates are subjective in nature and involve uncertainties and matters of significant judgement and therefore cannot be determined with precision. Changes in assumptions could significantly affect the estimates.

The carrying amounts of the Group's financial instruments approximated to their fair values at the end of each of the reporting periods due to the short team to maturity.

Notes to Financial Statements

31 December 2013

33. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (CONTINUED)

Capital management

The primary objective of the Group's capital management is to ensure that it maintains a strong credit rating and healthy capital ratios in order to support its business and maximise Shareholders' value.

The Group manages its capital structure and makes adjustments to it in light of changes in economic conditions. To maintain or adjust the capital structure, the Group may adjust the dividend payment to Shareholders or raise new capital from its investors.

No changes were made in the objectives, policies or processes for managing financial risk during the year.

The Group is currently funding its capital expenditure through internal generated funds from its operations and new bank borrowings. The Group monitors capital using a gearing ratio, which is net debt divided by total equity plus net debt. The Group's policy is to keep the gearing ratio between 20% and 50% over the long term. Net debt is defined as interest-bearing bank loans, net of cash and bank balances and it excludes liabilities incurred for working capital purposes. Equity includes equity attributable to the owners of the Company and non-controlling interests.

As at 31 December 2013, the Group's cash and bank balances exceeded the total interest-bearing bank and other borrowings. As such, no gearing ratio as at 31 December 2013 is presented (2012: 15%, which was calculated based on the Group's net debt divided by total capital plus debt).

34. EVENT AFTER THE REPORTING PERIOD

As at the date of approval of the financial statements, the Group has no event after the reporting period that needs to be disclosed.

35. APPROVAL OF THE FINANCIAL STATEMENTS

The financial statements were approved and authorised for issue by the Directors on 18 March 2014.

Summary of Financial Information since Incorporation

Financial results	For the year ended 31 December			For the period from 23 August 2010 to 31 December
(USD'000)	**2013**	2012	2011	2010
Continuing operations				
REVENUE	**110,372**	54,323	27,220	6,865
Cost of sales	**(69,263)**	(32,247)	(19,570)	(6,201)
Gross profit	**41,109**	22,076	7,650	664
Other income	**52**	4	169	—
Selling and distribution expenses	**(8,500)**	(4,641)	(3,888)	(535)
Administrative expenses	**(6,052)**	(2,862)	(1,955)	(215)
Other expenses	**(1,314)**	(169)	(92)	(30)
Finance costs	**(91)**	(51)	(33)	—
Profit/(loss) before tax from continuing operations	**25,204**	14,357	1,851	(116)
Income tax expense	**(5,459)**	(3,953)	(651)	—
Profit/(loss) for the year/period from continuing operations	**19,745**	10,404	1,200	(116)
Discontinued operations				
Profit for the year/period from discontinued operations	—	—	1,120	—
Profit/(loss) for the year/period	**19,745**	10,404	2,320	(116)
Other comprehensive income				
Exchange differences on translation of foreign operations	**(1,532)**	858	(833)	—
Other comprehensive income for the year/period	**(1,532)**	858	(833)	—
Total comprehensive income for the year/period, net of tax	**18,213**	11,262	1,487	(116)
Profit/(loss) for the year/period attributable to:				
Owners of the Company	**19,745**	10,419	2,407	(116)
Non-controlling interests	—	(15)	(87)	—
	19,745	10,404	2,320	(116)
Total comprehensive income for the year/period attributable to:				
Owners of the Company	**18,213**	11,279	1,570	(116)
Non-controlling interests	—	(17)	(83)	—
	18,213	11,262	1,487	(116)

Summary of Financial Information since Incorporation

Assets and Liabilities	As at 31 December			
(USD'000)	**2013**	2012	2011	2010
Non-current Assets	**68,221**	36,660	30,320	30,026
Current Assets	**58,739**	5,736	990	3,030
Total Assets	**126,960**	42,396	31,310	33,056
Non-current Liabilities	**(4,798)**	(4,811)	(4,483)	(4,333)
Current Liabilities	**(18,008)**	(10,977)	(25,536)	(28,919)
Total Liabilities	**(22,806)**	(15,788)	(30,019)	(33,252)
Non-controlling interests	—	—	(138)	(130)
Equity attributable to owners of the Company	**104,154**	26,608	1,429	(66)

Glossary

In this annual report, unless the context otherwise requires, the following words and expressions shall have the following meanings.

"AGM"	the annual general meeting of the Company
"Articles of Association" or "Articles"	the articles of association of the Company that were adopted on 12 April 2012
"associate(s)"	has the meaning ascribed thereto under the Listing Rules
"Audit Committee"	the audit committee of the Board
"Board of Directors" or "Board"	the board of Directors of the Company
"business day"	any day (other than Saturday, Sunday or a public holiday) on which licensed banks in Hong Kong are generally open for normal banking business
"BVI"	the British Virgin Islands
"CAA Resources", "Company", "we", "us" or "our"	CAA Resources Limited (優庫資源有限公司), a company incorporated in the Cayman Islands on 25 April 2012 under the Companies Law CAP. 22 and, except where the context otherwise requires, all of its subsidiaries or where the context refers to any time prior to its incorporation, the business which its predecessors or the predecessors of its present subsidiaries were engaged in and which were subsequently assumed by it
"Capture Advance"	Capture Advance Sdn. Bhd., a company incorporated in Malaysia as a private company limited by shares on 15 November 2007 and which is wholly owned by Best Sparkle, and an indirect wholly-owned subsidiary of the Company
"Capture Advantage"	Capture Advantage Co., Ltd. a company incorporated in the BVI with limited liability on 23 August 2010, and which is a directly wholly-owned subsidiary of the Company.
"CG Code"	Code on Corporate Governance Practices set out in Appendix 14 of the Listing Rules
"Chengdu Hande"	成都漢德投資管理有限公司(Chengdu Hande Investment Management Co., Ltd.), a limited liability company established in the PRC on 19 November 2003, which is owned by Mr. Li Dongming, Mr. Wang Er and Ms. Li Xiaolan and is deemed as a connected person of our Company under the Listing Rules
"Chief Executive Officer"	the chief executive (as defined in the SFO) of the Company
"China" or "PRC"	the People's Republic of China. For the purpose of this report and for geographical reference only and except where the context requires, shall exclude Hong Kong, the Macau Special Administrative Region of the PRC and Taiwan

Glossary

"Companies Law"	the Companies Law, Cap. 22 (Law 3 of 1961, as consolidated and revised) of the Cayman Islands, as amended and supplemented from time to time
"Companies Ordinance"	the Companies Ordinance of Hong Kong (Chapter 32 of the Laws of Hong Kong), as amended, supplemented or otherwise modified from time to time
"connected person(s)"	has the meaning ascribed thereto in the Listing Rules
"connected transaction(s)"	has the meaning ascribed thereto in the Listing Rules
"Controlling Shareholder"	has the meaning ascribed to it under the Listing Rules, and in the context of this annual report means the controlling shareholders of our Company, namely Cosmo Field and Mr. Li Yang, and Controlling Shareholder means any one of them
"Cosmo Field"	Cosmo Field Holdings Limited (宇田控股有限公司), a company incorporated in the BVI with limited liability on 26 March 2012, and which is wholly owned by Mr. Li Yang
"Deed of Non-Competition"	a deed of non-competition entered into on 9 June 2013 between the Company and each of Mr. Li Yang and Cosmo Field, as covenantors, each of Mr. Li Yang and Cosmo Field in favour of the Company (for ourselves and for the benefit of each member of our Group) that he/it shall not, and shall procure his/its associates (other than members of our Group) not to, directly or indirectly engage, participate or hold any right or interest in or render any services to or otherwise be involved in any business in competition with or likely to be in competition with the existing business activity of any member of our Group
"Director(s)"	the director(s) of the Company
"Esperance Mine"	the mine located in Lot 27124, Bukit Ibam, Mukim Keratong, Daerah Rompin, Pahang, Malaysia and is near the Ibam Mine and the mining lease of which is held by Esperance Mining Sdn. Bhd., a company incorporated in Malaysia on 5 October 2004 and is an Independent Third Party
"Gema Impak"	Gema Impak Sdn. Bhd., a company incorporated in Malaysia on 4 December 2006 with Pacific Mining holding 50% shareholding interest in Gema Impak as nominee for the original shareholders on a pro-rata basis pursuant to the Protection Enhancement Arrangement
"Global Offering"	the offering of the Shares of the Company for subscription by the public in Hong Kong and purchase by institutional and professional investors as described in the Prospectus

Glossary

"Group", "we" or "us"	Our Company and our subsidiaries at the relevant time, or where the context refers to any time prior to our Company becoming the holding company of our current subsidiaries, our current subsidiaries and the business carried on by such subsidiaries or (as the case may be) our predecessors, and "our" shall be construed accordingly
"Hong Kong" or "HK"	the Hong Kong Special Administrative Region of the PRC
"Hong Kong dollars" or "HKD"	Hong Kong dollars, the lawful currency of Hong Kong
"Hua Heng"	Hua Heng Investments Limited (華恆投資有限公司), a company incorporated in the BVI with limited liability on 23 March 2012, and which is wholly owned by Mr. Yang Jun, our Shareholder
"Ibam Mine"	the mining site in respect of which the Mining Lease is granted and is located in Lot 27887 (PA 143236), Sungai Cipai, Mukim Keratong, Daerah Rompin, Pahang, Malaysia
"IFRSs"	International Financial Reporting Standards, which comprise standards and interpretations approved by International Accounting Standards Board and International Accounting Standards and Standing Interpretations Committee interpretations approved by the International Accounting Standards Committee that remain in effect
"Independent Technical Advisor" or "Geos Mining"	Geos Mining, an Independent Third Party and the Competent Person (which has the meaning ascribed to it under Chapter 18 of the Listing Rules) appointed by our Company in respect of the Listing, and a specialist independent geological and mineral exploration consultants based in Sydney, Australia and operating in accordance with Australian laws and professional codes of ethics
"Independent Third Party(ies)"	persons or companies which are independent of and not connected with (within the meaning of the Listing Rules) any of the Directors, Chief Executive Officers, Substantial Shareholders of the Company or any of its subsidiaries and their respective associates, and "Independent Third Party" means any of them
"inferred resource"	part of the iron ore resource for which tonnage, grade and mineral content can be estimated with a low level of confidence as defined by the JORC Code
"IPO"	the initial public offering and listing of Shares of the Company on the Main Board on 3 July 2013
"iron ore products"	the products produced from our iron ore crushing and beneficiation facilities in the form of iron ore concentrates and iron ore fines
"JORC"	the Australasian Joint Ore Reserves Committee

Glossary

"JORC Code"	the Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves
"Kt"	thousand tonnes, which is weight unit of measure for iron ore either on dry basis or on wet basis
"Kuantan Port"	the multipurpose port in Kuantan that is operated by Kuantan Port Consortium Sdn Bhd, which is owned by IJM Corporation Berhad (a publicly listed company on Bursa Malaysia Securities Berhad), being a major terminal of the east coast region of Peninsular Malaysia and is connected to the major sea lanes of the shipping world
"Listing"	the listing of the Shares on the Main Board of the Stock Exchange on 3 July 2013
"Listing Date"	the date the Shares of the Company were listed on the Main Board of the Stock Exchange, being 3 July 2013
"Listing Rules"	The Rules Governing the Listing of Securities on the Stock Exchange (as amended from time to time)
"Main Board"	the stock exchange (excluding the option markets) operated by the Stock Exchange which is independent from and operated in parallel with the Growth Enterprise Market of the Stock Exchange
"Malaysian Companies Act 1965"	the Companies Act 1965 of Malaysia and any subsequent amendment(s) thereof
"Mercuria"	Mercuria Energy Trading Pte. Ltd., a company incorporated in the Republic of Singapore engages in global trading of crude oil and refined oil products
"mining volume"	the aggregate volume of produced ore volume excluding stripping rock volume
"Model Code"	the Model Code for Securities Transactions by Directors of Listed Issuers set out in Appendix 10 of the Listing Rules
"MOU"	memorandum of understanding
"Mt"	million tonnes, which is weight unit of measure for iron ore either on dry basis or on wet basis
"Nomination Committee"	the nomination committee of the Board
"Pacific Mining"	Pacific Mining Resources Sdn. Bhd., a company incorporated in Malaysia as a private company limited by shares on 31 August 2007, and which is wholly owned by Best Sparkle, and an indirect wholly-owned subsidiary of our Company

Glossary

"pelletizing"	a process to compress the iron ore into the shape of a pellet
"probable reserves"	the economically mineable part of an indicated resource, and in some circumstances, a measured resource, as defined by the JORC Code, which includes diluting materials and allowances for losses which may occur when the material is mined
"Project Ibam"	the mining project carried out at the Ibam Mine pursuant to the Mining Agreement
"Prospectus"	the prospectus dated 30 June 2013 issued by the Company in connection with the Global Offering and the Listing
"Red Sun Resources"	Red Sun Resources Sdn. Bhd., a company incorporated in Malaysia as a private company limited by shares which the interest on a parcel of land located at Bukit Besi, Terengganu, Malaysia would be transferred
"Remuneration Committee"	the remuneration committee of the Board
"RM"	Malaysian Ringgit, the lawful currency of Malaysia
"SFO"	the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) as amended, supplemented or otherwise modified from time to time
"Share(s)"	ordinary share(s) with a nominal value of HKD0.01 each in the share capital of the Company
"Share Option Scheme"	the share option scheme conditionally adopted by the Company on 12 April 2013
"Shareholder(s)"	holder(s) of Shares
"Stock Exchange"	The Stock Exchange of Hong Kong Limited
"subsidiary(ies)"	has the meaning ascribed to it under section 2 of the Companies Ordinance
"Substantial Shareholder"	has the meaning ascribed to it under the Listing Rules
"U.S." or "United States"	the United States of America, its territories, its possessions and all areas subject to its jurisdiction
"USD", "US dollars" or "US$"	United States dollars, the lawful currency of the United States
"%"	per cent

Corporate Information

BOARD OF DIRECTORS

Executive Directors

Mr. Li Yang *(Chairman and Chief Executive Officer)*
Ms. Li Xiaolan
Mr. Wang Er
Mr. Gong Maoqing
Mr. Dong Jie

Independent Non-Executive Directors

Mr. Kong Chi Mo
Dr. Li Zhongquan
Dr. Wang Ling

AUDIT COMMITTEE

Mr. Kong Chi Mo *(Chairman)*
Dr. Wang Ling
Dr. Li Zhongquan

REMUNERATION COMMITTEE

Dr. Wang Ling *(Chairman)*
Dr. Li Zhongquan
Ms. Li Xiaolan

NOMINATION COMMITTEE

Mr. Li Yang *(Chairman)*
Dr. Wang Ling
Dr. Li Zhongquan

AUTHORISED REPRESENTATIVES

Mr. Li Yang
Mr. Chu Lok Fung Barry

AUTHORISED PERSON TO ACCEPT SERVICE OF PROCESS AND NOTICE UNDER PART XI OF THE COMPANIES ORDINANCE

Mr. Li Yang
Mr. Chu Lok Fung Barry

COMPANY SECRETARY

Mr. Chu Lok Fung Barry, CPA (Aust.), FCPA

LEGAL ADVISERS TO THE COMPANY

As to Malaysian law:
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Selangor Darul Ehsan
Malaysia

AUDITORS

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Central
Hong Kong

COMPLIANCE ADVISER

China Everbright Capital Limited
17th Floor, Far East Finance Centre
16 Harcourt Road
Hong Kong

INDEPENDENT TECHNICAL ADVISOR

Geos Mining
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68 Alfred Street
Milsons Point NSW 2061
Australia

REGISTERED OFFICE

Cricket Square
Hutchins Drive
P.O. Box 2681
Grand Cayman KY1-1111
Cayman Islands

HEADQUARTERS AND PRINCIPAL PLACE OF BUSINESS IN MALAYSIA

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Jalan Beserah
25300 Kuantan
Pahang Darul Makmur
Malaysia

PRINCIPAL PLACE OF BUSINESS IN HONG KONG

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99 Queen's Road Central
Hong Kong

PRINCIPAL SHARE REGISTRAR AND TRANSFER OFFICE IN CAYMAN ISLANDS

Codan Trust Company (Cayman) Limited
Cricket Square
Hutchins Drive
P.O. Box 2681
Grand Cayman KY1-1111
Cayman Islands

HONG KONG BRANCH SHARE REGISTRAR AND TRANSFER OFFICE

Tricor Investor Services Limited
Level 22, Hopewell Centre
183 Queen's Road East
Wanchai
Hong Kong

PRINCIPAL BANKER

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Off-Shore Banking Department
China Merchants Bank Tower
No. 7088 Shennan Boulevard
Shenzhen 518040
PR China

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STOCK CODE

02112