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SINO RESOURCES GROUP LIMITED
(carrying on business in Hong Kong as Sino Gp Limited)
神州資源集團有限公司*
(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 223)

ANNOUNCEMENT OF FINAL RESULTS FOR THE YEAR ENDED 31 MARCH 2015

The board of directors (the "Board") of Sino Resources Group Limited (the "Company", together with its subsidiaries, the "Group") hereby announces the audited consolidated results of the Group for the year ended 31 March 2015 together with the comparative figures for the year ended 31 March 2014 as follows:–

* *for identification only*

CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

For the year ended 31 March 2015

	Notes	2015 HK$'000	2014 HK$'000
Continuing operations			
Turnover	4	**193,330**	42,540
Cost of sales		**(187,566)**	(41,289)
Gross profit		**5,764**	1,251
Other income	5	**1,771**	107
Other gains – net	5	**7,840**	366
Other operating expenses		**(44,209)**	(25,987)
Impairment loss on other receivables		**–**	(5,679)
Impairment loss on available-for-sale financial assets		**(75,781)**	–
Fair value loss on derivative financial liabilities		**–**	(1,806)
Fair value loss on financial assets		**(7,305)**	(6,968)
Loss on disposal of subsidiaries		**–**	(12,752)
Share of results of associates		**(8,680)**	(1,848)
Loss from operating activities	6	**(120,600)**	(53,316)
Finance costs	7	**(9,374)**	(6,300)
Loss before tax		**(129,974)**	(59,616)
Taxation	8	**(3)**	261
Loss for the year from continuing operations		**(129,977)**	(59,355)
Discontinued operation			
Profit for the year from a discontinued operation		**–**	5,104
Loss for the year		**(129,977)**	(54,251)
Other comprehensive (expense)/income			
Items that may be reclassified subsequently to profit or loss:			
Exchange differences on translating foreign operations		**(286)**	183
Share of exchange differences of associates		**5**	–
Other comprehensive (expense)/income for the year		**(281)**	183
Total comprehensive loss for the year		**(130,258)**	(54,068)

	Notes	**2015**	2014
		HK$'000	*HK$'000*
Loss for the year attributable to:			
Owners of the Company		**(120,090)**	(46,044)
Non-controlling interests		**(9,887)**	(8,207)
		(129,977)	(54,251)
Total comprehensive loss for the year attributable to:			
Owners of the Company		**(120,380)**	(46,032)
Non-controlling interests		**(9,878)**	(8,036)
		(130,258)	(54,068)
Loss per share			
From continuing and discontinued operations	10		
– Basic		**(3.3) cents**	(1.7) cents
– Diluted		**(3.3) cents**	(1.7) cents
From continuing operations	10		
– Basic		**(3.3) cents**	(1.9) cents
– Diluted		**(3.3) cents**	(1.9) cents

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

At 31 March 2015

	Notes	2015 HK$'000	2014 HK$'000
Non-current assets			
Property, plant and equipment		**27,973**	26,134
Interests in associates		**61,797**	23,904
Goodwill		**46,630**	46,630
Financial assets		**10,635**	17,940
Available-for-sale financial assets		**151,684**	1
		298,719	114,609
Current assets			
Trade receivables	11	**221**	1,321
Deposits, prepayments and other receivables	12	**89,422**	95,724
Deposits with banks		**10,936**	10,905
Cash and cash equivalents		**1,366**	15,170
Total current assets		**101,945**	123,120
Less: Current liabilities			
Trade payables	13	**675**	110
Accrued liabilities and other payables	14	**191,840**	174,478
Amounts due to shareholders	15	**24,199**	17,118
Convertible notes		**173,500**	173,500
Total current liabilities		**390,214**	365,206
Net current liabilities		**(288,269)**	(242,086)
Total assets less current liabilities		**10,450**	(127,477)

	2015	2014
	HK$'000	*HK$'000*
Less: Non-current liabilities		
Promissory note	**70,564**	11,611
	70,564	11,611
Net liabilities	**(60,114)**	(139,088)
Capital and reserves		
Share capital	**38,651**	32,515
Reserves	**(90,170)**	(161,228)
Equity attributable to owners of the Company	**(51,519)**	(128,713)
Non-controlling interests	**(8,595)**	(10,375)
Total equity	**(60,114)**	(139,088)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 31 March 2015

1. CORPORATE INFORMATION

Sino Resources Group Limited (the "Company") is a limited liability company incorporated in the Cayman Islands and its shares are listed on The Stock Exchange of Hong Kong Limited (the "Stock Exchange"). The registered office of the Company is located at 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 2502, 25/F, No. 9 Queen's Road Central, Central, Hong Kong.

The principal activity of the Company is investment holding. The principal activities of its subsidiaries are engaged as investing and developing in unconventional gas business, coal trading business and provision of agency services and trading of commodities.

The consolidated financial statements are presented in Hong Kong dollars, which is the same as the functional currency of the Company and all values are rounded to the nearest thousand (HK$'000) except when otherwise indicated.

2. APPLICATION OF NEW AND REVISED HONG KONG FINANCIAL REPORTING STANDARDS ("HKFRSs")

In the current year, the Group has adopted all the new and revised standards, amendments and interpretations ("new and revised HKFRSs") issued by Hong Kong Institute of Certified Public Accountants (the "HKICPA") that are relevant to its operations and effective for annual periods on or after 1 April 2014.

HKFRS 10, HKFRS 12 and HKAS 27 (Amendments)	Investment Entities
HKAS 32 (Amendments) Financial Liabilities	Offsetting Financial Assets and
HKAS 39 (Amendments) of Hedge Accounting	Novation of Derivatives and Continuation
HK (IFRIC) – Int 21	Levies

Amendments to HKFRS 10, HKFRS 12 and HKAS 27 (2011) — Investment Entities

The investment entities amendments apply to a particular class of business that qualify as investment entities. The term 'investment entity' refers to an entity whose business purpose is to invest funds solely for returns from capital appreciation, investment income or both. An investment entity must also evaluate the performance of its investments on a fair value basis. Such entities could include private equity organisations, venture capital organisations, pension funds, sovereign wealth funds and other investment funds.

Under HKFRS 10, reporting entities were required to consolidate all investees that they control (i.e. all subsidiaries). Preparers and users of financial statements have suggested that consolidating the subsidiaries of investment entities does not result in useful information for investors. Rather, reporting all investments, including investments in subsidiaries, at fair value, provides the most useful and relevant information.

In response to this, the amendments provide an exception to the consolidation requirements in HKFRS 10 and require investment entities to measure particular subsidiaries at fair value through profit or loss, rather than consolidate them. The amendments also set out disclosure requirements for investment entities.

The amendments are effective from 1 January 2014 with early adoption permitted in order to allow investment entities to apply the amendments at the same time they first apply the rest of HKFRS 10.

The application of these amendments to HKFRS 10, HKFRS 12 and HKFRS 27 (2011) have no material impact on the Group's financial performance and positions.

Amendments to HKAS 32 Offsetting Financial Assets and Financial Liabilities

The Group has applied the amendments to HKAS 32 Offsetting Financial Assets and Financial Liabilities for the first time in the current year. The amendments to HKAS 32 clarify the requirements relating to the offset of financial assets and financial liabilities. Specifically, the amendments clarify the meaning of 'currently has a legally enforceable right of set-off' and 'simultaneous realisation and settlement'.

The amendments have been applied retrospectively. The Group has assessed whether certain of its financial assets and financial liabilities qualify for offset based on the criteria set out in the amendments and concluded that the application of the amendments has had no impact on the amounts recognised in the Group's consolidated financial statements.

Amendments to HKAS 39 — Novation of Derivatives and Continuation of Hedge Accounting

The narrow-scope amendments will allow hedge accounting to continue in a situation where a derivative, which has been designated as a hedging instrument, is novated to effect clearing with a central counterparty as a result of laws or regulation, if specific conditions are met (in this context, a novation indicates that parties to a contract agree to replace their original counterparty with a new one).

This relief has been introduced in response to legislative changes across many jurisdictions that would lead to the widespread novation of over-the counter derivatives. These legislative changes were prompted by a G20 commitment to improve transparency and regulatory oversight of over-the counter derivatives in an internationally consistent and non-discriminatory way.

Similar relief will be included in HKFRS 9.

The amendments will be effective for annual periods beginning on or after 1 January 2014 and applied retrospectively. Earlier application is permitted.

The application of these amendments to HKAS 39 has no material impact on the Group's financial performance and positions.

HK (IFRIC)-Int 21 Levies

HK (IFRIC)-Int 21 is an interpretation of HKAS 37 and addresses how an entity should account for liabilities to pay levies imposed by governments, other than income taxes, in its financial statements. The principal question raised was about when the entity should recognise a liability to pay a levy. It clarifies that the obligating event that gives rise to a liability to pay a levy is the activity described in the relevant legislation that triggers the payment of the levy. HK(IFRIC)-Int 21 is effective for annual periods beginning on or after 1 January 2014 with earlier application permitted.

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

HKFRS 7 and HKFRS 9 (Amendments)	Mandatory Effective Date of HKFRS 9 and Transaction Disclosure[1]
HKFRS 9	Financial Instruments[1]
HKFRS 10 (Amendments), HKFRS 12 (Amendments) and HKAS 28 (Amendment)	Investment Entities: Applying the Consolidation Exception[5]
HKFRS 11 (Amendments)	Accounting for Acquisitions of Interest in Joint Operations[5]
HKFRS 14	Regulatory Deferral Accounts[2]
HKFRS 15	Revenue from Contracts with Customers[3]
HKAS 1 (Amendments)	Presentation of Financial Statements – Disclosure Initiative[5]
HKAS 16 and HKAS 38 (Amendments)	Clarification of Acceptable Methods of Depreciation and Amortisation[5]
HKAS 16 and HKAS 41 (Amendments)	Agriculture: Bearer Plants[5]
HKAS 19 (2011) (Amendments)	Defined Benefit Plans: Employee Contributions[6]
HKAS 27 (Amendments)	Equity Method in Separate Financial Statements[5]
HKFRS 10 and HKAS 28 (Amendments)	Sale or Contribution of Assets between an Investor and its Associate or Joint Venture[5]
HKFRSs (Amendments)	Annual Improvements to HKFRSs 2010-2012 Cycle[6]
HKFRSs (Amendments)	Annual Improvements to HKFRSs 2011-2013 Cycle[4]
HKFRSs (Amendments)	Annual Improvements to HKFRSs 2012-2014 Cycle[5]

[1] Effective for annual periods beginning on or after 1 January 2018, with earlier application permitted.

[2] Effective for first annual HKFRS financial statements beginning on or after 1 January 2016, with early application permitted.

[3] Effective for annual periods beginning on or after 1 January 2017, with earlier application permitted.

[4] Effective for annual periods beginning on or after 1 July 2014, with earlier application permitted.

[5] Effective for annual periods beginning on or after 1 January 2016, with earlier application permitted.

[6] Effective for annual periods beginning on or after 1 July 2014, with earlier application permitted.

HKFRS 9 Financial Instruments

HKFRS 9 issued in 2009 introduced new requirements for the classification and measurement of financial assets. HKFRS 9 was subsequently amended in 2010 to include requirements for the classification and measurement of financial liabilities and for derecognition, and further amended in 2013 to include the new requirements for general hedge accounting. Another revised version of HKFRS 9 was issued in 2014 mainly to include a) impairment requirements for financial assets and b) limited amendments to the classification and measurement requirements by introducing a 'fair value through other comprehensive income' measurement category for certain simple debt instruments.

Key requirements of HKFRS 9 are described below:

- All recognised financial assets that are within the scope of HKAS 39 *Financial Instruments: Recognition and Measurement* are subsequently measured at amortised cost or fair value. Specifically, debt investments that are held within a business model whose objective is to collect the contractual cash flows, and that have contractual cash flows that are solely payments of principal and interest on the principal outstanding are generally measured at amortised cost at the end of subsequent reporting periods. Debt instruments that are held within a business model whose objective is achieved both by collecting contractual cash flows and selling financial assets, and that have contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding, are measured at fair value through other comprehensive income. All other debt investments and equity investments are measured at their fair value at the end of subsequent accounting periods. In addition, under HKFRS 9, entities may make an irrecoverable election to present subsequent changes in the fair value of an equity investment (that is not held for trading) in other comprehensive income, with only dividend income generally recognised in profit or loss.

- With regard to the measurement of financial liabilities designated as at fair value through profit or loss, HKFRS 9 requires that the amount of change in the fair value of the financial liability that is attributable to changes in the credit risk of that liability is presented in other comprehensive income, unless the recognition of the effects of changes in the liability's credit risk in other comprehensive income would create or enlarge an accounting mismatch in profit or loss. Changes in fair value of financial liabilities attributable to changes in the financial liabilities' credit risk are not subsequently reclassified to profit or loss. Previously, under HKAS 39, the entire amount of the change in the fair value of the financial liability designated as fair value through profit or loss was presented in profit or loss.

- In relation to the impairment of financial assets, HKFRS 9 requires an expected credit loss model, as opposed to an incurred credit loss model under HKAS 39. The expected credit loss model requires an entity to account for expected credit losses and changes in those expected credit losses at each reporting date to reflect changes in credit risk since initial recognition. In other words, it is no longer necessary for a credit event to have occurred before credit losses are recognised.

- The new general hedge accounting requirements retain the three types of hedge accounting. However, greater flexibility has been introduced to the types of transactions eligible for hedge accounting, specifically broadening the types of instruments that qualify for hedging instruments and the types of risk components of non-financial items that are eligible for hedge accounting. In addition, the effectiveness test has been overhauled and replaced with the principle of an 'economic relationship'. Retrospective assessment of hedge effectiveness is also no longer required. Enhanced disclosure requirements about an entity's risk management activities have also been introduced.

The Directors anticipate that HKFRS 9 that will be adopted in the Group's consolidate financial statements for the annual period beginning 1 January 2018 and that the application of new standard may have a significant impact on amounts reported in respect of Group's financial assets. However, it is not practical to provide a reasonable estimate of that effect until a detailed review has been completed.

HKFRS 14 Regulatory Deferral Accounts

HKFRS 14 Regulatory Deferral Accounts, describes regulatory deferral account balances as amounts of expense or income that would not be recognised as assets or liabilities in accordance with other standards, but that qualify to be deferred in accordance with HKFRS 14 because the amount is included, or is expected to be included, by the rate regulator in establishing the price(s) that an entity can charge to customers for rate regulated goods or services.

The amendments to HKFRS 14 apply prospectively for annual periods beginning on or after 1 January 2016. The Directors do not anticipate that the application of these amendments to HKFRS 14 will have a material impact on the Group's consolidated financial statements.

Amendments to HKFRS 11 Accounting for Acquisitions of Interests in Joint Operations

The amendments to HKFRS 11 provide guidance on how to account for the acquisition of a joint operation that constitutes a business as defined in HKFRS 3 Business Combinations. Specifically, the amendments state that the relevant principles on accounting for business combinations in HKFRS 3 and other standards (e.g. HKAS 36 Impairment of Assets regarding impairment testing of a cash generating unit to which goodwill on acquisition of a joint operation has been allocated) should be applied. The same requirements should be applied to the formation of a joint operation if and only if an existing business is contributed to the joint operation by one of the parties that participate in the joint operation.

A joint operator is also required to disclose the relevant information required by HKFRS 3 and other standards for business combinations.

The amendments to HKFRS 11 apply prospectively for annual periods beginning on or after 1 January 2016. The Directors do not anticipate that the application of these amendments to HKFRS 11 will have a material impact on the Group's consolidated financial statements.

HKFRS 15 Revenue from Contracts with Customers

In July 2014, HKFRS 15 was issued which establishes a single comprehensive model for entities to use in accounting for revenue arising from contracts with customers. HKFRS 15 will supersede the current revenue recognition guidance including HKAS 18 Revenue, HKAS 11 Construction Contracts and the related Interpretations when it becomes effective.

The core principle of HKFRS 15 is that an entity should recognise revenue to depict the transfer of promised goods or services to customers in an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services. Specifically, the standard introduces a 5-step approach to revenue recognition:

- Step 1: Identify the contract(s) with a customer
- Step 2: Identify the performance obligations in the contract
- Step 3: Determine the transaction price
- Step 4: Allocate the transaction price to the performance obligations in the contract
- Step 5: Recognise revenue when (or as) the entity satisfies a performance obligation

Under HKFRS 15, an entity recognises revenue when (or as) a performance obligation is satisfied, i.e. when 'control' of the goods or services underlying the particular performance obligation is transferred to the customer. Far more prescriptive guidance has been added in HKFRS 15 to deal with specific scenarios. Furthermore, extensive disclosures are required by HKFRS 15.

The Directors anticipate that the application of HKFRS 15 in the future may have a material impact on the amounts reported and disclosures made in the Group's consolidated financial statements. However, it is not practicable to provide a reasonable estimate of the effect of HKFRS 15 until the Group performs a detailed review.

Amendments to HKAS 16 and HKAS 38 Clarification of Acceptable Method of Depreciation and Amortisation

The amendments to HKAS 16 prohibit entities from using a revenue-based depreciation method for items of property, plant and equipment. The amendments to HKAS 38 introduce a rebuttable presumption that revenue is not an appropriate basis for amortisation of an intangible asset. This presumption can only be rebutted in the following two limited circumstances:

(a) when the intangible asset is expressed as a measure of revenue; or

(b) when it can be demonstrated that revenue and consumption of the economic benefits of the intangible asset are highly correlated.

The amendments apply prospectively for annual periods beginning on or after 1 January 2016. Currently, the Group uses the straight-line method for depreciation and amortisation for its property, plant and equipment, and intangible assets respectively. The Directors believe that the straight-line method is the most appropriate method to reflect the consumption of economic benefits inherent in the respective assets and accordingly, the Directors do not anticipate that the application of these amendments to HKAS 16 and HKAS 38 will have a material impact on the Group's consolidated financial statements.

Amendments to HKAS 16 and HKAS 41 Agriculture: Bearer Plants

The amendments to HKAS 16 and HKAS 41 define a bearer plant and require biological assets that meet the definition of a bearer plant to be accounted for as property, plant and equipment in accordance with HKAS 16, instead of HKAS 41. The produce growing on bearer plants continues to be accounted for in accordance with HKAS 41.

The Directors do not anticipate that the application of these amendments to HKAS 16 and HKAS 41 will have a material impact on the Group's consolidated financial statements as the Group is not engaged in agricultural activities.

Amendments to HKAS 19 (2011) Defined Benefit Plans: Employee Contributions

The amendments to HKAS 19 (2011) clarify how an entity should account for contributions made by employees or third parties to defined benefit plans, based on whether those contributions are dependent on the number of years of service provided by the employee.

For contributions that are independent of the number of years of service, the entity may either recognise the contributions as a reduction in the service cost in the period in which the related service is rendered, or to attribute them to the employees' periods of service using the projected unit credit method; whereas for contributions that are dependent on the number of years of service, the entity is required to attribute them to the employees' periods of service.

The Directors do not anticipate that the application of these amendments to HKAS 19 (2011) will have a significant impact on the Group's consolidated financial statements as the Group does not have any defined benefit plans.

Amendments to HKAS 27 Equity Method in Separate Financial Statements

The amendments allow an entity to account for investments in subsidiaries, joint ventures and associates in its separate financial statements:

- At cost;
- In accordance with HKFRS 9 Financial Instruments (or HKAS 39 Financial Instruments: Recognition and Measurement for entities that have not yet adopted HKFRS 9); or
- Using the equity method as described in HKAS 28 Investments in Associates and Joint Ventures.

The accounting option must be applied by category of investments.

The amendments also clarify that when a parent ceases to be an investment entity, or becomes an investment entity, it shall account for the change from the date when the change in status occurred.

In addition to the amendments to HKAS 27, there are consequential amendments to HKAS 28 to avoid a potential conflict with HKFRS 10 Consolidated Financial Statements and to HKFRS 1 First time Adoption of Hong Kong Financial Reporting Standards.

The Directors do not anticipate that the application of these amendments to HKAS 27 will have a material impact on the Group's consolidated financial statements.

Amendments to HKFRS 10 and HKAS 28 Sale or Contribution of Assets between an Investor and its Associate or Joint Venture

Amendments to HKAS 28:

- The requirements on gains and losses resulting from transactions between an entity and its associate or joint venture have been amended to relate only to assets that do not constitute a business.
- A new requirement has been introduced that gains or losses from downstream transactions involving assets that constitute a business between an entity and its associate or joint venture must be recognised in full in the investor's financial statements.
- A requirement has been added that an entity needs to consider whether assets that are sold or contributed in separate transactions constitute a business and should be accounted for as a single transaction.

Amendments to HKFRS 10:

- An exception from the general requirement of full gain or loss recognition has been introduced into HKFRS 10 for the loss control of a subsidiary that does not contain a business in a transaction with an associate or a joint venture that is accounted for using the equity method.

- New guidance has been introduced requiring that gains or losses resulting from those transactions are recognized in the parent's profit or loss only to the extent of the unrelated investors' interests in that associate or joint venture. Similarly, gains and losses resulting from the remeasurement at fair value of investments retained in any former subsidiary that has become an associate or a joint venture that is accounted for using the equity method are recognised in the former parent's profit or loss only to the extent of the unrelated investors' interests in the new associate or joint venture.

The Directors do not anticipate that the application of these amendments to HKFRS 10 and HKAS 28 will have a material impact on the Group's consolidated financial statements.

Annual Improvement to HKFRSs 2010-2012 Cycle

The Annual Improvements to HKFRSs 2010-2012 Cycle include a number of amendments to various HKFRSs, which are summarised below.

The amendments to HKFRS 2 (i) change the definitions of 'vesting condition' and 'market condition'; and (ii) add definitions for 'performance condition' and 'service condition' which were previously included within the definition of 'vesting condition'. The amendments to HKFRS 2 are effective for share-based payment transactions for which the grant date is on or after 1 July 2014.

The amendments to HKFRS 3 clarify that contingent consideration that is classified as an asset or a liability should be measured at fair value at each reporting date, irrespective of whether the contingent consideration is a financial instrument within the scope of HKFRS 9 or HKAS 39 or a non-financial asset or liability. Changes in fair value (other than measurement period adjustments) should be recognised in profit and loss. The amendments to HKFRS 3 are effective for business combinations for which the acquisition date is on or after 1 July 2014.

The amendments to HKFRS 8 (i) require an entity to disclose the judgements made by management in applying the aggregation criteria to operating segments, including a description of the operating segments aggregated and the economic indicators assessed in determining whether the operating segments have 'similar economic characteristics'; and (ii) clarify that a reconciliation of the total of the reportable segments' assets to the entity's assets should only be provided if the segment assets are regularly provided to the chief operating decision-maker.

The amendments to the basis for conclusions of HKFRS 13 clarify that the issue of HKFRS 13 and consequential amendments to HKAS 39 and HKFRS 9 did not remove the ability to measure short term receivables and payables with no stated interest rate at their invoice amounts without discounting, if the effect of discounting is immaterial. As the amendments do not contain any effective date, they are considered to be immediately effective.

The amendments to HKAS 16 and HKAS 38 remove perceived inconsistencies in the accounting for accumulated depreciation/amortisation when an item of property, plant and equipment or an intangible asset is revalued. The amended standards clarify that the gross carrying amount is adjusted in a manner consistent with the revaluation of the carrying amount of the asset and that accumulated depreciation/amortisation is the difference between the gross carrying amount and the carrying amount after taking into account accumulated impairment losses.

The amendments to HKAS 24 clarify that a management entity providing key management personnel service to a reporting entity is a related party of the reporting entity. Consequently, the reporting entity should disclose as related party transactions the amounts incurred for the service paid or payable to the management entity for the provision of key management personnel services. However, disclosure of the components of such compensation is not required.

The Directors do not anticipate that the application of these amendments will have a material effect on the Group's consolidated financial statements.

Annual Improvement to HKFRs 2011-2013 Cycle

The Annual Improvements to HKFRSs 2011-2013 Cycle include a number of amendments to various HKFRSs, which are summarised below.

The amendments to HKFRS 3 clarify that the standard does not apply to the accounting for the formation of all types of joint arrangement in the financial statements of the joint arrangement itself.

The amendments to HKFRS 13 clarify that the scope of the portfolio exception for measuring the fair value of a group of financial assets and financial liabilities on a net basis includes all contracts that are within the scope of, and accounted for in accordance with, HKAS 39 or HKFRS 9, even if those contracts do not meet the definitions of financial assets or financial liabilities within HKAS 32.

The amendments to HKAS 40 clarify that HKAS 40 and HKFRS 3 are not mutually exclusive and application of both standards may be required. Consequently, an entity acquiring investment property must determine whether:

a) the property meets the definition of investment property in terms of HKAS 40; and

b) the transaction meets the definition of business combination under HKFRS 3.

The Directors do not anticipate that the application of these amendments will have a material effect on the Group's consolidated financial statements.

Annual Improvement to HKFRSs 2012-2014 Cycle

The Annual Improvements to HKFRSs 2012-2014 Cycle include a number of amendments to various HKFRSs, which are summarised below.

The amendments to HKFRS 5 introduce specific guidance in HKFRS 5 for when an entity reclassifies an asset (or disposal group) from held for sale to held for distribution to owners (or vice versa), or when held-for-distribution accounting is discontinued. The amendments apply prospectively.

The amendments to HKFRS 7 provide additional guidance to clarify whether a servicing contract is continuing involvement in a transferred asset for the purpose of the disclosures required in relation to transferred assets and clarify that the offsetting disclosures (introduced in the amendments to HKFRS 7 Disclosure – Offsetting Financial Assets and Financial Liabilities issued in December 2011 and effective for periods beginning on or after 1 January 2013) are not explicitly required for all interim periods. However, the disclosures may need to be included in condensed interim financial statements to comply with HKAS 34 Interim Financial Reporting.

The amendments to HKAS 19 clarify that the high quality corporate bonds used to estimate the discount rate for postemployment benefits should be issued in the same currency as the benefits to be paid. These amendments would result in the depth of the market for high quality corporate bonds being assessed at currency level. The amendments apply from the beginning of the earliest comparative period presented in the financial statements in which the amendments are first applied. Any initial adjustment arising should be recognised in retained earnings at the beginning of that period.

The amendments to HKAS 34 clarify the requirements relating to information required by HKAS 34 that is presented elsewhere within the interim financial report but outside the interim financial statements. The amendments require that such information be incorporated by way of a cross reference from the interim financial statements to the other part of the interim financial report that is available to users on the same terms and at the same time as the interim financial statements.

The Directors do not anticipate that the application of these will have a material effect on the Group's consolidated financial statements.

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The principal accounting policies applied in the preparation of these consolidated financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

The consolidated financial statements have been prepared in accordance with all applicable HKFRSs, which is a collective term that includes all applicable individual HKFRSs, Hong Kong Accounting Standards ("HKASs"), and Interpretations issued by the HKICPA and accounting principles generally accepted in Hong Kong. In addition, the consolidated financial statements include applicable disclosures required by the Rules Governing the Listing of Securities on the Stock Exchange (the "Listing Rules") and by the Hong Kong Companies Ordinance.

Basis of preparation

The consolidated financial statements have been prepared on the historical cost basis except for certain financial instruments that are measured at fair values at the end of each reporting period, as explained in the accounting policies set out below.

Historical cost is generally based on the fair value of the consideration given in exchange for goods and services.

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, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Group takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement and/or disclosure purposes in these consolidated financial statements is determined on such a basis, except for share-based payment transactions that are within the scope of HKFRS 2, leasing transactions that are within the scope of HKAS 17, and measurements that have some similarities to fair value but are not fair value, such as net realisable value in HKAS 2 or value in use in HKAS 36.

In addition, for financial reporting purposes, fair value measurements are categorised into Level 1, 2 or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety, which are described as follows:

- Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date;
- Level 2 inputs are inputs, other than quoted prices included within Level 1, that are observable for the asset or liability, either directly or indirectly; and
- Level 3 inputs are unobservable inputs for the asset or liability.

The principal accounting policies are set out in the Company's annual report for the year ended 31 March 2015.

In preparing the consolidated financial statements, the directors of the Company have given careful consideration to the future liquidity of the Group in light of the Group's net loss of approximately HK$129,977,000 for the year ended 31 March 2015 (2014: HK$54,251,000), the Group's net current liabilities of approximately HK$288,269,000 (2014: HK$242,086,000) and net liabilities of approximately HK$60,114,000 (2014: HK$139,088,000) at 31 March 2015 respectively, which may indicate the existence of a material uncertainty that may cost significant doubt about the Group's ability to continue as a going concern. In preparing the consolidated financial statements, the directors of the Company have given careful consideration to the impact of the current and anticipated future liquidity of the Group and the ability of the Group to attain profitable and positive cash flows operations in the immediate and longer term.

Moreover, the substantial shareholders of the Company have agreed to provide continuing financial support to the Group.

In the opinion of the directors, after taking into account of the above procedures, the Group will have sufficient working capital for its current requirement. Accordingly, the directors consider that it is appropriate to prepare the consolidated financial statements on a going concern basis.

Should the Group be unable to continue as a going concern, adjustments would have to be made to restate the values of assets to their recoverable amounts, to provide for any further liabilities which might arise and to classify non-current assets and liabilities as current assets and liabilities respectively. The effects of these potential adjustments have not been reflected in these consolidated financial statements.

4. SEGMENT INFORMATION

Information reported to the chief operating decision maker for the purposes of resource allocation and assessment of segment performance focuses on types of goods or services delivered or provided.

The Group organised into three operating divisions: unconventional gas business, coal trading business and agency fee and trading of commodities. These divisions are the basis on which the Group reports its segment information.

The three operating and reportable segments under HKFRS 8 are as follows:

Unconventional gas business	Provision of services in connection with unconventional gas and import of technical equipment for the unconventional gas industry
Coal trading business	Trading of coal in the PRC
Agency fee and trading of commodities	Provision of agency services and trading of commodities in the PRC, Hong Kong and overseas

Turnover

Turnover represents the aggregate of coal sales, agency fee and commodities sales.

	2015	2014
	HK$'000	*HK$'000*
Turnover		
Coal sales	**–**	41,141
Agency fee and commodities sales	**193,330**	1,399
	193,330	42,540

Segment revenues and results

The following is an analysis of the Group's revenue and results by reportable segment:

2015

	Continuing operations			
	Unconventional gas business *HK$'000*	**Coal trading business** *HK$'000*	**Agency fee and trading of commodities** *HK$'000*	**Consolidated** *HK$'000*
Turnover				
Turnover from external customers	**–**	**–**	**193,330**	**193,330**
Result				
Segment (loss)/profit	**(3,876)**	**–**	**523**	**(3,353)**
Unallocated income				**13,693**
Unallocated corporate expenses				**(39,174)**
Net fair value loss on financial assets	**–**	**(7,305)**	**–**	**(7,305)**
Impairment loss on available-for-sale financial assets				**(75,781)**
Share of results of associates				**(8,680)**
Finance costs				**(9,374)**
Loss before tax				**(129,974)**
Taxation				**(3)**
Loss for the year from continuing operations				**(129,977)**

2014

	Continuing operations			
	Unconventional gas business *HK$'000*	Coal trading business *HK$'000*	Agency fee and trading of commodities *HK$'000*	Consolidated *HK$'000*
Turnover				
Turnover from external customers	–	41,141	1,399	42,250
Result				
Segment (loss)/profit	(3,722)	(1,624)	1,161	(4,185)
Unallocated income				429
Unallocated corporate expenses				(20,507)
Impairment loss of other receivables	–	(5,679)	–	(5,679)
Fair value loss on derivative financial liabilities				(1,806)
Net fair value loss on financial assets	–	(6,968)	–	(6,968)
Loss on disposal of subsidiaries	–	(12,752)	–	(12,752)
Share of results of an associate				(1,848)
Finance costs				(6,300)
Loss before tax				(59,616)
Taxation				261
Loss for the year from continuing operations				(59,355)

Turnover reported above represents revenue generated from external customers. There were no inter-segment sales in the year (2014: Nil).

The accounting policies of the reportable segments are the same as the Group's accounting policies described in Note 3. Segment results represent the (loss)/profit generated by each segment without allocation of corporate expenses, impairment loss on available-for-sale financial assets, fair value loss on derivative financial liabilities, share of results of associates, finance costs and taxation. This is the measure reported to the chief operating decision maker for the purposes of resource allocation and assessment of segment performance.

Segment assets and liabilities

2015

	Continuing operations			
	Unconventional gas business	**Coal trading business**	**Agency fee and trading of commodities**	**Consolidated**
	HK$'000	***HK$'000***	***HK$'000***	***HK$'000***
Assets				
Segment assets	**41,785**	**70,244**	**312**	**112,341**
Interests in associates				**61,797**
Unallocated corporate assets				**226,526**
				400,664
Liabilities				
Segment liabilities	**2,459**	**2,543**	**11,866**	**16,868**
Unallocated corporate liabilities				**443,910**
				460,778

2014

	Continuing operations			
	Unconventional gas business	Coal trading business	Agency fee and trading of commodities	Consolidated
	HK$'000	HK$'000	HK$'000	HK$'000
Assets				
Segment assets	43,111	75,868	377	119,356
Interest in an associate				23,904
Unallocated corporate assets				94,469
				237,729
Liabilities				
Segment liabilities	1,449	11,688	110	13,247
Unallocated corporate liabilities				363,570
				376,817

For the purpose of monitoring segment performance and allocating resources between segments:

- all assets are allocated to reportable segments other than corporate assets and interests in associates. Goodwill and financial assets are allocated to reportable segments; and

- all liabilities are allocated to reportable segments other than corporate liabilities, amounts due to shareholders, convertible notes and promissory notes.

Other segment information

	Depreciation and amortisation		**Additions to non-current assets***	
	2015	2014	**2015**	2014
	HK$'000	*HK$'000*	***HK$'000***	*HK$'000*
Continuing operations:				
Unconventional gas business	**89**	81	**1,979**	1,713
Coal trading business	**7**	23	**–**	16
Unallocated	**215**	241	**41**	51
	311	345	**2,020**	1,780

* Additions to non-current assets excluding goodwill, interests in associates, financial assets and available-for-sale financial assets.

In addition to the depreciation and amortisation reported above, fair value loss on financial assets of approximately HK$7,305,000 was attributable to coal trading business segment during the year ended 31 March 2015.

In addition to the depreciation and amortisation reported above, impairment loss of other receivables of approximately HK$5,679,000, fair value loss on financial assets of approximately HK$6,968,000 and loss on disposal of subsidiaries of approximately HK$12,752,000 were attributable to coal trading business segment during the year ended 31 March 2014.

Geographical information

The Company is domiciled in Hong Kong. The Group's operations are mainly located in the PRC and Hong Kong. The following analysis of the Group's turnover by geographical area is disclosed for the years ended 31 March 2015 and 2014.

	2015	2014
	HK$'000	*HK$'000*
The PRC	**2,383**	42,540
Hong Kong	**1,012**	–
Overseas	**189,935**	–
	193,330	42,540

The following is an analysis of the carrying amount of non-current assets (excluding financial assets, interests in associates and available-for-sale financial assets) analysed by the geographical area in which the assets are located:

	Carrying amount of non-current assets	
	2015	2014
	HK$'000	*HK$'000*
Hong Kong	**895**	1,120
The PRC	**73,708**	71,644
	74,603	72,764

Information about major customers

For the year ended 31 March 2015, the Group's largest three customers contributed revenue from agency fee and trading of commodities business of approximately HK$189,936,000, which represent 98.2% of total turnover.

For the year ended 31 March 2014, the Group's largest customers contributed revenue from coal trading business of approximately HK$41,141,000, which represent 96.7% of total turnover.

	2015	2014
	HK$'000	*HK$'000*
Customer A *(Note)*	**–**	41,141
Customer B	**88,323**	–
Customer C	**52,405**	–
Customer D	**49,208**	–
Others	**3,394**	1,399
	193,330	42,540

Note: No information on revenue for the current year is disclosed for Customer A since Customer A did not contribute 10% or more to the Group's revenue for the year ended 31 March 2015.

5. OTHER INCOME AND OTHER GAINS – NET

	2015	2014
	HK$'000	*HK$'000*
Other income		
Interest income on:		
Bank deposit	**39**	45
Other receivables	**1,581**	–
	1,620	45
Sundry income	**151**	62
	1,771	107
Other gains – net		
Net exchange gains	**7**	–
Loss on early redemption on promissory notes	**(2,405)**	–
Reversal of overprovision of accrued liabilities in previous year	**–**	366
Fair value gain on financial assets	**10,238**	–
	7,840	366

6. LOSS FROM OPERATING ACTIVITIES

	2015	2014
	HK$'000	*HK$'000*
The Group' s loss from operating activities from continuing operations is arrived at after charging:		
Cost of inventory sold	**187,566**	41,289
Depreciation of property, plant and equipment	**311**	345
Net loss on disposal of property, plant and equipment	**–**	261
Net loss on written off of property, plant and equipment	**20**	4
Fair value loss on derecognition of convertible notes	**–**	31
Staff costs (including directors' remuneration)		
– wages and salaries	**13,060**	12,090
– retirement benefits scheme contributions	**470**	481
	13,530	12,571
Auditors' remuneration	**630**	630
Minimum lease payments under operating lease rentals of office premises	**3,031**	2,730

7. FINANCE COSTS

	2015	2014
	HK$'000	*HK$'000*
Continuing operations:		
Interests on borrowings wholly repayable within five years	**–**	3,056
Interests on obligations under finance leases wholly repayable within five years	**–**	689
Interests on amounts due to shareholders wholly repayable within five years	**925**	992
Imputed interest expense on convertible notes	**–**	903
Imputed interest expense on promissory note	**8,448**	403
Other finance costs	**1**	257
	9,374	6,300

8. TAXATION

	2015	2014
	HK$'000	*HK$'000*
Current tax		
– Hong Kong Profits Tax	**–**	–
– PRC Enterprises Income Tax	**3**	–
	–	–
Deferred tax	**–**	(261)
Total tax paid/(credit) for the year	**3**	(261)

Hong Kong profits tax is calculated at 16.5% (2014: 16.5%) on the estimated assessable profit for the year.

Under the Law of the PRC on Enterprises Income Tax (the "EIT Law") and Implementation Regulation of the EIT Law, the tax rate of the PRC subsidiaries is 25% from 1 January 2008 onwards.

9. DIVIDENDS

The directors do not recommend the payment of any dividend in respect of the year ended 31 March 2015 (2014: Nil).

10. LOSS PER SHARE ATTRIBUTABLE TO OWNERS OF THE COMPANY

(a) Basic

Basic loss per share is calculated by dividing the loss for the year attributable to owners of the Company by the weighted average number of ordinary shares in issue during the year.

Continuing and discontinued operations

	2015	2014
Loss for the year attributable to owners of the Company *(HK$'000)*	**(120,090)**	(46,044)
Weighted average number of ordinary shares in issue *('000)*	**3,617,724**	2,657,924
Basic loss per share (HK cents per share)	**(3.3)**	(1.7)

Continuing operations

	2015	2014
Loss for the year attributable to owners of the Company *(HK$'000)*	**(120,090)**	(51,148)
Weighted average number of ordinary shares in issue *('000)*	**3,617,724**	2,657,924
Basic loss per share (HK cents per share)	**(3.3)**	(1.9)

Discontinued operation

	2015	2014
Profit for the year attributable to owners of the Company *(HK$'000)*	**–**	5,104
Weighted average number of ordinary shares in issue *('000)*	**3,617,724**	2,657,924
Basic earnings per share (HK cents per share)	**–**	0.2

(b) Diluted

During the years ended 31 March 2015 and 2014, the Company's outstanding convertible notes and share options were not included in the calculation of diluted loss per share because the effects of the Company's outstanding convertible notes and share options were anti-dilutive.

11. TRADE RECEIVABLES

The aged analysis of trade receivables is as follows:

	2015	2014
	HK$'000	*HK$'000*
0 to 30 days	**221**	1,321

According to the credit rating of different customers, the Group allows a range of credit periods not exceeding 180 days to its trade customers. Trade receivables are all denominated in RMB.

12. DEPOSITS, PREPAYMENTS AND OTHER RECEIVABLES

	2015	2014
	HK$'000	*HK$'000*
Deposits	**1,254**	1,246
Prepayments	**10,345**	6,380
Other receivables	**77,823**	88,098
	89,422	95,724

As at 31 March 2015, included in the other receivables of approximately HK$7,434,000 (2014:HK$8,000,000) was the consideration receivables from disposal of subsidiaries and interest receivable at 12% per annum, which is fully settled subsequently and of approximately HK$10,000,000 (2014: HK$ 10,000,000) was the deposits previously paid into High Court of Hong Kong (the "High Court") for an injection order.

As at 31 March 2014, included in other receivables, approximately HK$52,920,000 was transferred from financial assets.

During the year ended 31 March 2014, the Group recognised the impairment loss of other receivables of approximately HK$5,679,000 upon disposal of Wealthy Wing Limited and its subsidiaries (the "Wealthy Wing Group), in the light of the fact that the balances attributable to the current accounts of Wealthy Wing Group for over one year and the financial position of Wealthy Wing Group, the directors considered that the amount will not be recoverable.

13. TRADE PAYABLES

The following is an analysis of trade payables by age based on the invoice date.

	2015	2014
	HK$'000	*HK$'000*
0 to 30 days	**103**	110
31 to 60 days	**–**	–
61 to 90 days	**443**	–
91 to 180 days	**19**	–
Over 180 days	**110**	–
Total	**675**	110

The average credit period on purchases of certain goods is 180 days. The Group has financial risk management policies in place to ensure that all payables are paid within the credit timeframe.

14. ACCRUED LIABILITIES AND OTHER PAYABLES

	2015	2014
	HK$'000	*HK$'000*
Accrued liabilities	**173,990**	172,433
Deposit received in advances	**8,238**	–
Other payables	**9,612**	2,045
	191,840	174,478

Included in accrued liabilities of HK$158,600,000 (2014: HK$158,600,000) was consideration payables for acquisition of Wealth Gain Global Investment Limited ("Wealth Gain"). On 15 December 2009, the Company issued legal proceedings against Mr. Hung Chan, Richael ("Mr. Hung") in the High Court in connection with the acquisition of Wealth Gain and also filed a statement of claim against Mr. Hung for, inter alia, the rescission of the Agreement on 1 February 2010.

15. AMOUNTS DUE TO SHAREHOLDERS

	2015	2014
	HK$'000	*HK$'000*
Amount due to Mr. Hung *(Note i)*	**17,998**	17,118
Amount due to ACE Channel Limited *(Note ii)*	**6,201**	–
	24,199	17,118

Notes:

(i) The amount due to Mr. Hung is the principal amount and interests and details terms are summarised as follows:

(1) HK$3,000,000 loan is unsecured, bearing interest at a fixed rate of 8% per annum due on 3 December 2009;

(2) HK$8,000,000 loan is unsecured, bearing interest at a fixed rate of 8% per annum due on 8 March 2010; and

(3) HK$1,600,000 advance is unsecured, non-interest bearing and repayable on demand.

(ii) On 24 December 2014, the Company signed a shareholder's loan facility agreement of HK$20,000,000 with ACE Channel Limited, beneficially owned by Mr. Gao Feng, a director of the Company, is unsecured, bearing interest at a prime rate plus 1% (i.e. 6%) per annum and due on 23 December 2015. The Company has already drawn down a total amount of HK$6,156,000 as at 31 March 2015. The shareholder's loan was fully repaid subsequently.

EXTRACTED FROM 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 March 2015 and of the Group's loss and cash flows for the year then ended in accordance with Hong Kong Financial Reporting Standards and have been properly prepared in accordance with the disclosure requirements of the Hong Kong Companies Ordinance.

MATERIAL UNCERTAINTY CONCERNING GOING CONCERN BASIS OF ACCOUNTING

Without qualifying our opinion, we draw attention to Note 3(a) in the consolidated financial statements which indicates that the Group incurred a net loss of approximately HK$129,977,000 during the year ended 31 March 2015 and, as of that date, the Group had net current liabilities of approximately HK$288,269,000 and net liabilities of approximately HK$60,114,000. These conditions, along with other matters as set forth in Note 3(a) in the consolidated financial statements, indicate the existence of a material uncertainty that may cast significant doubt about the Group's ability to continue as a going concern.

MANAGEMENT DISCUSSION AND ANALYSIS

BUSINESS REVIEW

Sino Resources Group Limited (the "Company", together with its subsidiaries, the "Group") will continue to focus its business on the resources and energy related sector.

1. COAL TRADING AND TRADING OF COMMODITIES BUSINESS

During the year, the coal trading business remained weak due to ongoing sluggish demand caused by a slowing economy and policies of the Chinese Government to reduce overcapacity in the steel sector and to restructure the country's energy mix away from coal. Thus management continued to take a more cautious and conservative approach towards sales orders of coal trading. In the meantime, management has successfully developed the business in commodities trading such as optical fibre cable and fuel oil in overseas and provision of agency service.

2. **PROFIT GUARANTEE UNDER ZHAN SHENG ACQUISITION**

After the acquisition of Zhan Sheng Investments Limited and its subsidiaries (the "Zhan Sheng Group"), the Company and the vendor entered into the Fifth Supplemental Agreement entered on 11 December 2013. Pursuant to the agreement, the vendor undertakes and guarantee to the Company that the net gross profit of the Zhan Sheng Group recorded in the management accounts in accordance with IFRS for the period from 1 January 2014 to 31 December 2014 (the "Year 2014") will not be less than HK$10,000,000 and for the period from 1 January 2015 to 31 December 2015 (the "Year 2015") will not be less than HK$10,000,000 respectively. If the Zhan Sheng Group can meet the respective targets, the vendor will be entitled to 180,000,000 shares for Year 2014 and 180,000,000 shares for Year 2015. Based on the audited accounts of Zhan Sheng Group, the net gross profit of Year 2014 was approximately HK$4,632,000, therefore 83,376,000 consideration shares had been proportionally released to the vendor. In additional, base on the management account of Zhan Sheng Group for the period from 1 January 2015 to 31 March 2015, the net gross profit is approximately HK$2,271,000, thus 40,880,000 consideration share has been released to the vendor on 12 May 2015.

3. **UNCONVENTIONAL GAS BUSINESS**

During the year, a subsidiary of the Company signed a cooperation agreement with Heilongjiang Coalfield Geology Department ("HCGD") to test the stimulation work of the Equipment for the CBM stimulation work in the cities of Hegang. The expected first test of the CBM stimulation will be started in July 2015.

4. **Litigation of the Group and the Company in Hong Kong**

Detail of the litigation of the Group and the Company as at 31 March 2015, please refer to "Litigations and Contingent Liabilities" below.

RESULTS ANALYSIS

For the year ended 31 March 2015, the Group recorded turnover of approximately HK$193,330,000 from continuing operations (2014: approximately HK$42,540,000), representing an uplift of over 4.5 times. The growth was contributed by the agency fee and trading of commodities segment. Increase of the turnover was mainly due to the Group diversified into services for other commodities trading such as optical fibre cable and fuel oil in overseas and provision of agency service.

For the year ended 31 March 2015, the Group recorded a loss attributable to shareholders of approximately HK$120,090,000 (2014: approximately HK$46,044,000); basic loss per share for continuing operations was approximately HK$3.3 cents (2014: HK$1.9 cents). This has included some non-cash items: (i) imputed interest expense of approximately HK$8,448,000 (2014: HK$403,000) on promissory notes and HK$Nil (2014: approximately HK$903,000) on convertible notes respectively under finance costs; (ii) fair value loss on financial assets of approximately HK$7,305,000 (2014: approximately HK$6,968,000) and fair value loss on derivate financial liabilities of approximately HK$Nil (2014: HK$1,806,000); (iii) impairment loss of available-for-sale financial assets of approximately HK$75,781,000 (2014: HK$Nil); and (iv) impairment loss of other receivables of approximately HK$Nil (2014: HK$5,679,000). During the year ended 31 March 2015, the Group also recognised loss on disposal of subsidiaries of approximately HK$Nil (2014: HK$12,752,000).

PROSPECT AND OUTLOOK

In view of the gloomy coal trading industry in the PRC, the Company will continue taking a conservative approach in its coal trading transactions and will diversify services into provision of agency and commodities trading in overseas. For the unconventional gas business, the Company will continue to cooperate with HCGD and provide technical services on CBM stimulation in Heilongjiang.

The Group will continue to explore investment opportunities in the resources and energy related sector to achieve inorganic growth, on top of its existing unconventional gas, trading of commodities and coal trading business platform.

FINANCIAL REVIEW

Liquidity, Financial Resources and Capital Structure

The Group derived its working capital mainly from internal cash flow from operating activities and shareholder's loan.

As at 31 March 2015, deficit on shareholders' funds of the Group aggregately amounted to approximately HK$60,114,000 (2014: approximately HK$139,088,000). As at 31 March 2015, the Group's assets-liabilities ratio (total liabilities to total assets) was approximately 1.15 times (2014: approximately 1.59 times). Net current liabilities of the Group amounted to approximately HK$288,269,000 (2014: approximately HK$242,086,000). Current assets of the Group was approximately HK$101,945,000 (2014: approximately HK$123,120,000), of which fixed deposits, cash and bank balances amounted to approximately HK$12,302,000 (2014: approximately HK$26,075,000). The following items with an aggregate amount of approximately HK$350,098,000 (2014: approximately HK$349,218,000), which are included in current liabilities, are related to the legal proceedings with Mr. Hung in the High Court of Hong Kong (the "High Court"): (i) HK$158,600,000 (2014: HK$158,600,000) was consideration payable for the acquisition of Wealth Gain Global Investment Limited and its subsidiary; (ii) approximately HK$17,998,000 (2014: approximately HK$17,118,000) was the shareholder's loan plus interest from Mr. Hung; and (iii) convertible notes of HK$173,500,000 (2014: HK$173,500,000). The Board considers that the liquidity of the Group is good enough for the year ended 31 March 2015 and the Group would be turned to net assets position to approximately HK$289,984,000 (2014: approximately HK$210,130,000) if removal of (i) to (iii).

As at 31 March 2015, the Group's gearing ratio (total debts to total equity) was 446.3% (2014: 145.4%).

Exposure to Fluctuations in Exchange Rates and any Related Hedges

The Group's sales and purchase are mainly transacted in Hong Kong dollar and Renminbi and the books are recorded in Hong Kong dollar. Therefore, it may be exposed to foreign exchange risk. However in view of the stable currency policies adopted by the PRC government, the directors consider that the foreign exchange risk is insignificant.

The Group currently has no foreign exchange rate hedging policy in respect of commercial transactions denominated in foreign currencies. However, the directors monitor exchange rate exposure regularly and will consider hedging significant exchange rate exposure when necessary.

Dividend

The Board of the Company does not recommend any payment of final dividend to shareholders for the year ended 31 March 2015 (2014: Nil).

OTHER EVENTS

Employees and Remuneration Policy

As at 31 March 2015, the Group had a total of 33 employees (2014: 28) in Hong Kong and the PRC. All employees are remunerated according to their performance, experience and the prevailing industry practices.

The Group also participates in retirement benefit schemes for its staff in Hong Kong and the PRC. It adopted a new share option scheme on 8 October 2010, with options to be granted to employees at the discretion of the Board. As at 31 March 2015, 125,734,000 share options are remained outstanding.

Material Acquisition and Disposal

The Group did not have material acquisition and disposal for the year ended 31 March 2015.

Significant Investment

The Group did not hold any significant investment for the year ended 31 March 2015.

LITIGATIONS AND CONTINGENT LIABILITIES

The Group and the Company

(a) Claim made by the Company against Hung (the "Action")

As disclosed in the Company's announcements dated 16 December 2009 and 8 January 2010, the Company has commenced proceedings against Mr. Hung at the High Court with regards to a breach of contract by Mr. Hung, in connection with a sale and purchase agreement dated 25 September 2007 made between the Company and Mr. Hung (the "Agreement"). The Company sought advice from its legal advisers and formed the view that Mr. Hung had failed to perform one or more of the terms of the Agreement and is of the view that Mr. Hung is in breach of numerous representations and warranties under the Agreement. The Company claims against Mr. Hung, among other things, for all payments made by the Company to Mr. Hung under the Agreement and/or damages arising from the breach of the Agreement.

On 1 February 2010, the Company filed a statement of claim at the High Court against Mr. Hung, Mega Wealth and Webright (together referred to as the "Defendants") in connection with the Agreement, for, inter alia, rescission of the Agreement. Particulars of the Statement of Claim are summarised as follows:

(1) The Company claims against Mr. Hung for:

(i) rescission of the Agreement;

(ii) the 76,640,000 shares of the Company ("Shares") at an issue price of HK$0.5 per share;

(iii) the convertible note, issued to Mr. Hung pursuant to the Agreement, in the principal amount of HK$173,500,000 convertible into ordinary shares of the Company at a conversion price of HK$0.5 per share (the "Convertible Note");

(iv) further or alternatively, all payments made by the Company to Mr. Hung and/or damages arising from the breach of the Agreement;

(v) a declaration that Mr. Hung holds the 70,000,000 Shares and the Convertible Note and their traceable equivalent on trust for the Company and that all necessary tracing orders accounts and inquiries be taken as to what had happened to the said Shares and Convertible Note and to ascertain the traceable equivalent thereof;

(vi) an order for payment after having the above accounts and inquiries;

(vii) payment of the legal costs incurred by the Company arising from the investigation and report arising from the matters in connection with the Agreement; and

(viii) payment of the costs incurred by the Company for the preparation and execution of the Agreement and supplemental agreements.

(2) The Company also claims against Mega Wealth, inter alia, for the 100,000,000 Shares issued to Mr. Hung upon exercise of conversion rights of the Convertible Note and which were passed to Mega Wealth at an issue price of HK$0.5 per Share.

(3) The Company also claims against Webright, inter alia, for the 98,000,000 Shares issued to Mr. Hung upon exercise of conversion rights of the Convertible Note and which were passed to Webright at an issue price of HK$0.5 per Share.

On 14 November 2011, the Company filed an amended Statement of Claim to the Court, the Defendants filed amended defence on 16 January 2012. Subsequently, the Company filed amended reply to Defendants' defence on 13 April 2012. The pleading stage of the proceedings is now closed. Now, the Company is preparing the lists of documents to be exchanged with Defendants, after which the parties would have to exchange witness statements.

On 21 August 2013, the Company received a summons from Mr. Hung, seeking leave from the High Court to re-amend Mr. Hung's defence and to add a counter-claim against the Company in the Action. The counter-claim of Mr. Hung to be added is for (i) payment of the unpaid cash consideration under the Agreement in the amount of HK$158,600,000 plus interest and the outstanding balance of HK$173,500,000 of the convertible note issued pursuant to the Agreement plus interest, both being part of the consideration under the Agreement; and (ii) repayment of certain loans and advances in the amount of HK$12,600,000 made by Mr. Hung to the Company together with interest.

On 19 February 2014, Mr. Hung was declared bankrupt by the High Court upon the petition by Toeca National Reserves B.V. ("Toeca") based on a judgment debt in the proceedings of HCA 1683/2009 of that Mr. Hung has ordered to pay HK$116,820,000 with interest and cost. The property of Mr. Hung now vests with his joint and several trustees in bankruptcy ("Trustees"), Cosmo Borrelli and Michael Chan of Borrelli Walsh Limited, appointed on 30 April 2014.

On 24 April 2015, the Company entered into a settlement deed (the "Settlement Deed") with the Trustees of bankrupt, Mr. Hung, Mega Wealth and Webright Limited for the settlement of HCA 2477/2009. Details of the Settlement Deed were disclosed in the Company's announcement dated 27 April 2015 and circular dated 15 May 2015.

On 2 June 2015 a resolution for the Settlement Deed was passed in the extraordinary general meeting held by the shareholders of the Company.

The parties are currently performing the obligations and steps stipulated in the Settlement Deed and it is expected that it will take another 1 – 3 months for the proceedings HCA 2477/2009 to be dismissed.

Up to the date of approval of these consolidated financial statements, some precedent conditions of the Settlement Deed has not been fulfilled. The Board of the Company will follow closely on the development of the above matters and inform the shareholders of the Company on a timely basis.

Details please refer to (iv) of "Events After the Reporting Period" below.

(b) Injunction Order Against Hung

On 22 January 2010, the High Court granted an ex parte Injunction Order against the Defendants. The Injunction Order provides, among other things, that: unless with the approval of the High Court, Mr. Hung must not, either by himself, his servants or agents or otherwise howsoever in any way dispose of or deal with or diminish the value of any of the following assets:

(i) the 76,640,000 Shares issued to Mr. Hung at an issue price of HK$0.5 per Share;

(ii) the Convertible Note issued by the Company to Mr. Hung;

(iii) the 100,000,000 Shares issued to Mr. Hung upon exercise of conversion rights of the Convertible Note and which were passed to Mega Wealth at an issue price of HK$0.5 per Share;

(iv) the 98,000,000 of the Shares issued to Mr. Hung upon exercise of conversion rights of the Convertible Note and which were passed to Webright at an issue price of HK$0.5 per Share;

All being part of the considerations given to Mr. Hung by the Company in respect of the Agreement.

On 29 January 2010, at the return date hearing in relation to the Injunction Order, it was ordered, inter alia, that the Injunction Order will continue subject to a fortification in the amount of HK$10,000,000 being paid by the Company to the Registrar of the High Court on or before 12 February 2010, failing which the Injunction Order shall be discharged. The Company paid HK$10,000,000 into the High Court on 10 February 2010 in compliance with the Injunction Order. Following a hearing held at the High Court on 18 March 2010, the High Court delivered its decision on 30 March 2010 to discharge and at the same time re-grant the Injunction Order obtained by the Company on 22 January 2010 against the Defendants. Furthermore, the Court made a cost order nisi that the Company should pay the Defendants' costs related to the discharge of the Injunction Order, which the Court has assessed to be four-fifths of the costs of the hearing. On 13 April 2010, the Defendants took out two summonses respectively for (i) an application for an order to vary the costs order nisi made in the said decision delivered on 30 March 2010, and (ii) an application for an order to have leave to appeal the said decision delivered on 30 March 2010, that the decision to re-grant the Injunction Order was wrong. On 14 May 2010, the Company and Mr. Hung, through their lawyers, entered into a consent summons whereby the hearing of the two summonses returnable on 26 May 2010 was adjourned without a further date of hearing, with liberty to restore.

On 3 September 2010, Mr. Hung through his solicitors applied by way of a Summons to vary the Injunction Order granted by the Honourable Mr. Justice Chung dated 30 March 2010 (the "Application") and the hearing was scheduled to be heard on 20 September 2010. The Court dismissed Mr. Hung's Application by way of summons, for an order to vary the Injunction Order made against the Defendants. The Court ordered costs of the summons be paid by the Defendants to the Company in any event.

On 22 September 2010, the Court of Appeal granted the Defendants leave to appeal to the Court of Appeal and heard the Defendants' appeal on 27 September 2010. The judgment was handed down on 6 October 2010. The Court of Appeal dismissed the appeal of the Defendants and the Injunction Order against the Defendants remained unchanged. The Court of Appeal also ordered the costs of the Appeal to be paid by the Defendants to the Company, to be taxed if noted agreed, save that the costs of preparing the Company's own "core bundles" be deducted.

Mr. Hung put the Company on notice on 6 October 2011 that he would take out an application by way of an inter parte summons, for variation of the ex parte Order granted by the Honourable Mr. Justice Yam on 22 January 2010, which was discharged and re-granted by the Honourable Mr. Justice Chung on 30 March 2010 (the "Order") Pursuant to the summons, Mr. Hung together with Mega Wealth and Webright are seeking for an order that:

(1) the Order be varied by:

(i) that the Mr. Hung be permitted to exercise the right to convert a portion of the Convertible Note in the principal amount of HK$123,204,095 into 246,408,190 ordinary shares of the Company at a conversion price of HK$0.5 per share and that the Mr. Hung be registered forthwith as the shareholder of such converted and allotted 246,408,190 shares;

(ii) amending Paragraph 1(a) in the following manner:

"The 323,048,190 of the Company's shares issued to the Mr. Hung at issue price of HK$0.5 per share;"

(iii) amending Paragraph 1(b) in the following manner:

"The non-interest bearing convertible redeemable note issued by the Company to the Mr. Hung ("Convertible Note") in the principal amount of HK$50,295,905 convertible into ordinary shares of the Company at a conversion price of HK$0.5 per share;"

(iv) adding Paragraph 6:

"save and except what is permitted under Paragraph 7;"

(v) adding to Paragraph 7:

"save and except exercising voting rights of the Shares, either by himself or by the Mr. Hung via proxy or any other agent, at the extraordinary general meeting of the Company which was fixed to be held at Room 2502, 25/F, 9 Queen's Road Central, Central, Hong Kong on Friday, 14 October 2011 at 2.30 p.m. pursuant to the Company's circular dated 28 September 2011 or at such other adjourned dates and places for that extraordinary general meeting;"

(vi) alternatively, any Order that the Honourable Court deems fit.

(2) the time for service of this summons be abridged; and

(3) costs of and occasioned by this application be to provide for.

The Court on 13 October 2011 made the following Order that:

1. the Summons be dismissed; and

2. the costs of the Summons be paid to the Company by Mr. Hung, Mega Wealth and Webright with two certificates to counsels.

On 24 April 2015, the Company entered into a Settlement Deed with Trustees of bankrupt, Mr. Hung, Mega Wealth and Webright. Details of the Settlement Deed was disclosed in the Company's announcement dated 27 April 2015 and Circular dated 15 May 2015.

The court case is still ongoing and the Company will make further announcements as and when appropriate.

(c) Labour Action

On 5 January 2011, Mr. Hung filed a statement of claim against the Company claiming a total sum of HK$3,407,962.74 plus interest, being, inter alia, (i) arrears of wages (the "Wages Claim") in the amount of HK$1,668,000 and (ii) reimbursement of expenses (the "Reimbursement Claim") in the amount of HK$1,739,962.74, allegedly incurred by Mr. Hung whilst he was in the employment of the Company.

The Wages' Claim was in relation to the same subject matter as was previously resolved and settled between the parties by Mr. Hung accepting a total sum of HK$890,000 from the Company, pursuant to the Order of the Labour Tribunal dated 25 May 2010.

The Company has been advised that re-litigating the Wages' Claim in the High Court, the subject matter of which has already been resolved and settled, constitutes an abuse of process of the Court and is therefore liable to be struck out under the relevant Rules of Court. The Company will defend both the Wages' Claim and the Reimbursement Claim as advised. The Company filed a defence and counterclaim whereby the Company only agreed to pay a sum of HK$74,221.20 out of Mr. Hung's claim, and counterclaimed against Mr. Hung for repayment of a sum of HK$67,569 being, inter alia, unauthorised payments incurred by Mr. Hung on the Company's behalf and the value of the Company assets held by Mr. Hung. Mr. Hung has subsequently filed a reply and defence to counterclaim. This case is now in the discovery stage on 28 June 2011, the Company and Mr. Hung filed a joint application for on order by consent that: (i) this action be stayed sine die with liberty to restore by either party; (ii) and costs reserved. No hearing date has been scheduled for this case on 28 June 2011, the Company and Mr. Hung filed a joint application for an order by consent that:

(i) This action be stayed sine die with liberty to restore by either party; and

(ii) cost reserved.

Save and except for part of the Reimbursement Claim in the amount of HK$74,221.20 as accepted by the Company, the Board of the Company, based on legal advice, considers that the Company has a good arguable defence to Mr. Hung's claim, and consider that this claim will not have any material impact on the Company.

On 19 February 2014, Mr. Hung was declared bankrupt by the High Court upon the petition by Toeca. Based on a judgement debt in the proceeding of HCA 1683/2009 of that Mr. Hung was ordered to pay HK$116,820,000 with interest and costs.

It was agreed in the Settlement Deed that the captioned proceedings should be discontinued by filing a Consent Summons to the Court for the dismissal of the action and the counterclaims after the precedent conditions of the Settlement Deed has been fulfilled. It is expected that it will take another 1 – 3 months for the proceedings to be dismissed.

Details please refer to the Events After The Reporting Period, Paragraph (iv).

(d) Labour action between Mr. Hung Hoi Ming Raymond and the Company and Sino Talent Holdings Limited

On 2 July 2010, Mr. Hung Hoi Ming Raymond (the "Claimant"), brought an action at the Labour Tribunal against the Company and Sino Talent Holdings Limited ("Sino Talent"), a wholly owned subsidiary of the Group for payment of a sum of approximately HK$347,000, being the amount allegedly owed by the Group on termination of his employment contract dated 10 December 2009. The Group have filed with the Labour Tribunal a defence and counterclaim which the Group only agreed to pay a sum of approximately HK$95,000 and counterclaimed against the Claimant for repayment of a sum of approximately HK$128,000 being the amount of education subsidy received by the Claimant and a sum of an approximately HK$46,000 being compensation for unauthorized absence from work and outstanding telephone bills. Pursuant to an Order by the Labour Tribunal dated 27 July 2010, the case was transferred to the District Court. At the directions hearing on 17 November 2010. The Court ordered that: (i) The Claimant do file and serve the Statement of Claim on or before 22 December 2010; (ii) The Sino Talent do file and serve the Defence and Counterclaim, if any, on or before 26 January 2011;

(iii) The Claimant do file and serve the Reply and Defence to Counterclaim on or before 2 March 2011; and (iv) The costs of this directions hearing, assessed summarily in the sum of HK$800 be costs in the cause. On 28 June 2011, the Company, Sino Talent and Claimant filed a joint application for an order by consent that: (i) this action be stayed sine die with liberty to restore by either party; and (ii) cost reserved. The Board of the Company, based on legal advices, is of the view that the Group have a good defence to the Claimant's claim and a good chance of success in respect of the respective counterclaims.

EVENTS AFTER THE REPORTING PERIOD

Save as disclosed above and elsewhere in these consolidated financial statements, the Group has the following events occurred subsequent to the end of the reporting period:

(i) On 21 March 2014, the Company, Mr. Zheng Xuefeng ("Mr. Zheng) and the placing agent entered into the Tri-Party Agreement pursuant to which, among others, the parties agreed that the placing agent shall place 270,000,000 unreleased consideration shares to not less than six independent placees at the placing price of HK$0.188 per share on a best effort basis. On 30 May 2014, the parties to the Tri-Party Agreement entered into the second supplemental agreement to the Tri-Party Agreement to extend the long-stop date from 31 May 2014 to 31 July 2014. On 30 July 2014, the parties to the Tri-Party Agreement entered into the third supplemental agreement to the Tri-Party Agreement to extend the long-stop date from 31 July 2014 to 30 September 2014. On 28 August 2014, the parties to the Tri-Party Agreement entered into the fourth supplemental agreement to amend the placing price from HK$0.188 to HK$0.275. On 11 September 2014, the first tranche of the share of 142,500,000 shares have been successfully placed to not fewer than six placees at the new placing price of HK$0.275. The net proceeds is approximately HK$38,753,000 has been used for working capital and future business development. On 30 September 2014, the parties to the Tri-Party Agreement entered into the fifth supplemental agreement to the Tri-Party Agreement to extend the long-stop date for the remaining balance of second tranche of the shares of 127,500,000 share from 30 September 2014 to 30 November 2014. On 21 November 2014 the parties to the Tri-Party Agreement entered into the sixth supplemental agreement to further extend the long-stop date from 30 November 2014 to 31 March 2015. On 31 March 2015, the parties to the Tri-Party Agreement entered into the seventh supplemental agreement to amend the placing price from HK$0.275 to HK$0.188 and the long-stop date from 31 March 2015 to 30 September 2015. On 2 June 2015, the second tranche of the share of 127,500,000 shares have been successfully placed to not fewer than six placees at the new placing price of HK$0.188. The net proceeds is approximately HK$23,704,000 will be used for working capital and to finance future acquisitions when investment opportunities arise.

(ii) On 10 October 2014, the Company entered into a supplemental disposal agreement with Mr. Zheng to extend the settlement of remaining consideration of HK$8,000,000 regarding the disposal of Wealthy Wing Limited to not later than 31 December 2014 with interest bearing at 12 per annum. The interest payable is calculated from 1 October 2014 to the actual payment date. Mr. Zheng paid HK$1,000,000 to the Company on 21 November 2014. On 5 May 2015, Mr. Zheng further settled the outstanding balance of HK$7,000,000 with interests of HK$504,000 to the Company and the share charge has been released to Mr. Zheng.

(iii) On 26 June 2013, the Company entered into the letter of intent to acquire 50% and 50% equity interest in a target company from two vendors. The target company is a company incorporated in Hong Kong with limited liability, and its wholly-owned subsidiary, is a limited liability company established in the PRC which is mainly engaged in hydroelectric power construction, development and operation; and production, management and sales of aluminium alloy, carbon anodes, aluminium products. On 24 April 2015, the Company entered into a termination deed with two vendors whereby the parties agreed to terminate the letter of intent. The termination deed shall take effect upon full settlement by the vendors of their portion of all professional expenses and outgoings in connection with the possible acquisition. Upon termination, the letter of intent shall have no further force or effect and all obligations of the Company and the vendors thereunder shall cease and terminate. For details, please refer to the announcement dated on 24 April 2015.

(iv) On 24 April 2015, the Company, Cosimo Borrelli and Chan Ho Yin (the "Trustees"), Mega Wealth and Webright entered into the Settlement Deed, pursuant to which the parties agree, without admission of any liability, to settle all legal proceedings among the parties in accordance with the terms and conditions therein. The Settlement Deed shall become effective upon signing and exchanging of the signing pages among the parties and the Court Sanction and the Company approval having been obtained. The extraordinary general meeting was held on 2 June 2015 and obtained the shareholders' approval. For further details, please refer to the announcement dated 27 April 2015, 2 June 2015 and the Circular dated 15 May 2015.

(v) On 29 May 2015, Bright Top Investment Holdings Limited ("Bright Top"), a wholly-owned subsidiary of the Company, and GME Holdings Inc. ("GME Holdings") entered into the memorandum of understanding (the "MOU") whereby Bright Top and GME Holdings agreed to negotiate in good faith to enter into the definitive and legally-binding sale and purchase agreement on the possible acquisition of 51% or more of the issued share capital of GlobalTec Development Limited ("GlobalTec") by Bright Top from GME Holdings (the "Possible Acquisition"). As at the date of the announcement, GME Holdings holds 70% of the issued share capital of Global Mining, a 30% owned associate company of the

Company. The Possible Acquisition will enable the Group to obtain the controlling stake in GlobalTec, which will become the holding company of Global Mining and three other subsidiaries in the technology sector following completion of the Reorganisation. For further information, please refer to the announcement dated 29 May 2015.

(vi) On 2 June 2015, Sino Rich Energy Holdings Limited ("Sino Rich"), a wholly-owned subsidiary of the Company, entered into the disposal agreement with Jetgo Group Limited (the "Purchaser") whereby Sino Rich conditionally agreed to sell and the Purchaser conditionally agreed to purchase from Sino Rich 10.5% of the issued share capital of Sino United Energy Investment Co., Ltd (the "Sino United") at the sale consideration of HK$150,000,000. At the date of the announcement, Sino United is held as to 10.5% by the Company via Sino Rich. The disposal was completed on 17 June 2015 and the promissory notes issued for the previous acquisition in the aggregate outstanding principal amount of HK$50,500,000 have been cancelled as part payment of the consideration of same amount. Upon completion, the Company ceased to have any interest in Sino United. On 18 June 2015, the Company, the Purchaser and the placing agent entered into the Tri-Party Agreement pursuant to which, among others, the parties agreed that the placing agent shall place 138,568,000 consideration shares to the public at the placing price HK$0.22 per share on a best effort basis and the completion shall take place no later than 31 December 2015. Please refer to the announcement dated 3 June 2015 and 18 June 2015 for details.

PURCHASE, REDEMPTION OR SALE OF LISTED SECURITIES OF THE COMPANY

The Company or any of its subsidiaries had not purchased, redeemed or sold any of the Company's listed securities during the year.

AUDIT COMMITTEE

The audit committee of the Company ("Audit Committee") comprises the three independent non-executive directors of the Company, chaired by Mr. Lam Williamson and the other two members are Mr. Cheng Wing Keung, Raymond and Mr. Wong Hoi Kuen. The Audit Committee has reviewed and discussed with the Company's management the annual results of the Group for the year ended 31 March 2015.

COMPLIANCE WITH CORPORATE GOVERNANCE CODE

The Company applied the principles and complied with all code provisions of the Corporate Governance Code as set out in Appendix 14 of the Rules Governing the Listing of Securities ("Listing Rules") on The Stock Exchange of Hong Kong Limited (the "Stock Exchange") during the year.

ANNUAL GENERAL MEETING

The Annual General Meeting ("AGM") of shareholders of the Company will be held upon despatch of the Annual Report. The notice of AGM will be published and despatched to the shareholders in due course.

PUBLICATION OF RESULTS ANNOUNCEMENT AND ANNUAL REPORT

The Company's results announcement for the year ended 31 March 2015 containing all information required by Appendix 16 of the Listing Rules is published on the website of the Stock Exchange at http://www.hkexnews.hk and the Company's appointed website at http://www.capitalfp.com.hk/eng/index.jsp?co=223. The Annual Report will be despatched to the shareholders and published on the above websites in due course.

By Order of the Board
Sino Resources Group Limited
(carrying on business in Hong Kong as Sino Gp Limited)
Chow Chi Fai
Company Secretary

Hong Kong, 26 June 2015

As at the date of this announcement, the executive directors of the Company are Ms. Geng Ying, Mr. Gao Feng and Mr. Chiu Sui Keung, the non-executive director is Mr. Wang Xihua, and the independent non-executive directors of the Company are Mr. Cheng Wing Keung Raymond, Mr. Lam Williamson and Mr. Wong Hoi Kuen.