



**CCIF**

**CCIF CPA Ltd.**

37th Floor, Hennessy Centre  
500 Hennessy Road  
Causeway Bay, Hong Kong

## AUDITORS' REPORT TO THE SHAREHOLDERS OF GEOMAXIMA ENERGY HOLDINGS LIMITED

*(Incorporated in Bermuda with limited liability)*

We have audited the financial statements on pages 21 to 62 which have been prepared in accordance with accounting principles generally accepted in Hong Kong.

### Respective responsibilities of directors and auditors

The Company's directors are responsible for the preparation of financial statements which give a true and fair view. In preparing financial statements which give a true and fair view it is fundamental that appropriate accounting policies are selected and applied consistently.

It is our responsibility to form an independent opinion, based on our audit, on those financial statements and to report our opinion 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.

### Basis of opinion

We conducted our audit in accordance with Statements of Auditing Standards issued by the Hong Kong Institute of Certified Public Accountants. An audit includes examination, on a test basis, of evidence relevant to the amounts and disclosures in the financial statements. It also includes an assessment of the significant estimates and judgements made by the directors in the preparation of the financial statements, and of whether the accounting policies are appropriate to the Company's and the Group's circumstances, consistently applied and adequately disclosed.

We planned and performed our audit so as to obtain all the information and explanations which we considered necessary in order to provide us with sufficient evidence to give reasonable assurance as to whether the financial statements are free from material misstatement. In forming our opinion we also evaluated the overall adequacy of the presentation of information in the financial statements. We believe that our audit provides a reasonable basis for our opinion.

## Report of the Auditors

### Fundamental uncertainty

In forming our opinion, we have considered the adequacy of the disclosures made in note 1(b)(i) on the financial statements concerning the ability of the Company and of the Group to continue as a going concern. The financial statements have been prepared on a going concern basis, the validity of which depends upon the continuing financial support from the controlling shareholder of the Company, the renewal of short-term bank loans and the outcome of the impending litigation. The possible failure of the Company and the Group to continue as a going concern could result in certain assets realizing significantly less than the amounts stated in the balance sheets, and the non-current assets and liabilities being reclassified as current assets and liabilities, and might lead to additional liabilities being incurred by the Company and the Group. We consider that the fundamental uncertainty has been adequately accounted for and disclosed in the financial statements and our opinion is not qualified in this respect.

### Opinion

In our opinion, the financial statements give a true and fair view of the state of affairs of the Company and of the Group as at 31 December 2004 and of the Group's loss and cash flows for the year then ended and have been properly prepared in accordance with the disclosure requirements of the Hong Kong Companies Ordinance.

### **CCIF CPA Limited**

*Certified Public Accountants*

Hong Kong, 21 April 2005

### **Chan Wai Dune, Charles**

Practising Certificate Number P00712