

LIONGOLD CORP LTD

THIRD QUARTER FINANCIAL STATEMENT AND DIVIDEND ANNOUNCEMENT FOR THE FINANCIAL PERIOD ENDED 31 DECEMBER 2013

The Board of Directors (“**Board**”) of LionGold Corp Ltd (the “**Company**” or “**LGC**”) is pleased to present the results of the Company and its subsidiaries (the “**Group**”) for the period ended 31 December 2013. The figures presented below have not been audited nor reviewed by the Company’s auditors.

1(a)(i) An income statement (for the Group) with comparatives for the 3 months and 9 months periods ended 31 December with the corresponding period of the immediately preceding financial year.

	Group			Group		
	3 month period ended			9 month period ended		
	31.12.2013	31.12.2012	Change	31.12.2013	31.12.2012	Change
	S\$'000	S\$'000	%	S\$'000	S\$'000	%
CONTINUING OPERATIONS						
Revenue	34,237	35,135	(2.6)	114,646	90,946	26.1
Cost of goods sold	(34,992)	(34,716)	0.8	(105,003)	(81,234)	29.3
Gross Profit	(755)	419	(280.2)	9,643	9,712	(0.7)
Other income	1,998	21,894	(90.9)	(30,850)	23,074	(233.7)
Expenses :						
Selling and distribution expenses	(432)	(452)	(4.4)	(1,467)	(1,480)	(0.9)
Administrative expenses	(6,560)	(5,333)	23.0	(19,116)	(14,811)	29.1
Other expenses	(5,502)	(6,050)	(9.1)	(12,367)	(11,768)	5.1
Finance costs	(1,633)	(2,070)	(21.1)	(5,069)	(5,683)	(10.8)
(Loss) / profit before income tax from continuing operations	(12,884)	8,408	(253.2)	(59,226)	(956)	NM
Income tax expense	(16)	(50)	(68.0)	(28)	(115)	(75.7)
Net (loss) / profit for the period from continuing operations	(12,900)	8,358	(254.3)	(59,254)	(1,071)	NM
DISCONTINUED OPERATIONS ^(Note 1)						
Loss from discontinued operations, net of tax	-	(806)	(100.0)	-	(18)	(100.0)
Total (loss) / profit after tax for the period	(12,900)	7,552	(270.8)	(59,254)	(1,089)	NM
Net profit / (loss) for the period attributable to :						
Equity holders of the Company						
(Loss) / profit from continuing operations, net of tax	(11,504)	7,586	(251.6)	(53,785)	648	NM
Loss from discontinued operations, net of tax	-	(612)	(100.0)	-	(21)	(100.0)
(Loss) / profit for the period attributable to equity holders of the Company	(11,504)	6,974	(265.0)	(53,785)	627	NM

THIRD QUARTER FINANCIAL STATEMENT AND DIVIDEND ANNOUNCEMENT FOR THE FINANCIAL PERIOD ENDED 31 DECEMBER 2013

	Group			Group		
	3 month period ended			9 month period ended		
	31.12.2013	31.12.2012	Change	31.12.2013	31.12.2012	Change
	S\$'000	S\$'000	%	S\$'000	S\$'000	%
Non-controlling interests						
Loss from continuing operations, net of tax	(1,396)	(342)	308.2	(5,469)	(2,833)	93.0
Profit from discontinued operations, net of tax	-	920	(100.0)	-	1,117	(100.0)
(Loss) / profit for the period attributable to non-controlling interests	(1,396)	578	(341.5)	(5,469)	(1,716)	218.7

1(a)(ii) A statement of comprehensive income with comparatives for the 3 month and 9 month periods ended 31 December 2013 with the corresponding period of the immediately preceding financial year.

	Group		Group	
	3 month period ended		9 month period ended	
	31.12.2013	31.12.2012	31.12.2013	31.12.2012
	S\$'000	S\$'000	S\$'000	S\$'000
Total (loss) / profit for the period	(12,900)	7,552	(59,254)	(1,089)
Fair value loss on available-for-sale financial assets	(7,184)	(5,329)	(8,573)	(5,329)
Currency translation differences arising from consolidation	(8,910)	(7,020)	(27,562)	(7,828)
Total comprehensive loss for the period	(28,994)	(4,797)	(95,389)	(14,246)
Total comprehensive loss for the period attributable to :				
Equity holders of the Company				
Total comprehensive loss from continuing operations, net of tax	(25,151)	(4,208)	(82,876)	(11,954)
Total comprehensive loss from discontinued operations, net of tax	-	(612)	-	(21)
Total comprehensive loss for the period attributable to equity holders of the Company	(25,151)	(4,820)	(82,876)	(11,975)
Non-controlling interests				
Total comprehensive loss from continuing operations, net of tax	(3,843)	(897)	(12,513)	(3,388)
Total comprehensive gain / loss from discontinued operations, net of tax	-	920	-	1,117
Total comprehensive (loss) / gain for the period attributable to non-controlling interests	(3,843)	23	(12,513)	(2,271)

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THIRD QUARTER FINANCIAL STATEMENT AND DIVIDEND ANNOUNCEMENT FOR THE FINANCIAL PERIOD ENDED 31 DECEMBER 2013

Note 1:

Discontinued operations:

	Group			Group		
	3 month period ended			9 month period ended		
	31.12.2013	31.12.2012	Change	31.12.2013	31.12.2012	Change
	S\$'000	S\$'000	%	S\$'000	S\$'000	%
Revenue	-	8,397	(100.0)	-	23,118	(100.0)
Cost of goods sold	-	(7,105)	(100.0)	-	(19,758)	(100.0)
Gross Profit	-	1,292	(100.0)	-	3,360	(100.0)
Other income	-	4	(100.0)	-	13	(100.0)
Expenses :						
Selling and distribution expenses	-	(53)	(100.0)	-	(219)	(100.0)
Administrative expenses	-	(798)	(100.0)	-	(1,798)	(100.0)
Other expenses	-	(1,249)	(100.0)	-	(1,367)	(100.0)
Finance costs	-	(2)	(100.0)	-	(7)	(100.0)
Profit/(loss) before income tax	-	(806)	(100.0)	-	(18)	(100.0)
Income tax expense	-	-	-	-	-	-
Net profit/(loss) for the period	-	(806)	(100.0)	-	(18)	(100.0)

The Company and its wholly owned subsidiary Think Power Pte Ltd had on 28 September 2012 entered into a conditional sale and purchase agreement with Annica Holdings Ltd, a company listed on the Catalist Board of the SGX-ST (the "Purchaser"), to dispose (a) Think Power Pte Ltd's 60% interest in the share capital of Industrial Power Technology Pte Ltd ("IPT"); (b) the Company's 100% interest in the share capital of The Think Environmental Co Sdn Bhd ("TTEC"); and (c) a single storey terrace factory located at 38 Kallang Place owned by Think Power Pte Ltd (collectively, the "IPT Disposal"). The Company has completed the IPT disposal.

Note 2:

Total costs and expenses included the following charge/(credit):

	Group			Group		
	3 month period ended			9 month period ended		
	31.12.2013	31.12.2012	Change	31.12.2013	31.12.2012	Change
	S\$'000	S\$'000	%	S\$'000	S\$'000	%
Cost of goods sold:-						
From Continuing Operations:						
Amortisation of mining properties	2,402	2,931	(18.0)	9,216	3,564	158.6
Depreciation of property, plant and equipment	2,294	885	159.2	6,981	1,284	443.7
Operating lease - rental expenses	135	132	2.3	446	386	15.5

THIRD QUARTER FINANCIAL STATEMENT AND DIVIDEND ANNOUNCEMENT FOR THE FINANCIAL PERIOD ENDED 31 DECEMBER 2013

	Group			Group		
	3 month period ended			9 month period ended		
	31.12.2013	31.12.2012	Change	31.12.2013	31.12.2012	Change
	S\$'000	S\$'000	%	S\$'000	S\$'000	%
Other income:-						
From Continuing Operations:						
Bargain purchase on outcome of acquisition	2,149	12,089	(82.2)	2,149	12,089	(82.2)
Fair value gain/(loss) on financial assets at fair value through profit or loss	(419)	1,958	(121.4)	(36,026)	2,950	NM
(Loss) / gain from sales of spare parts	31	(3)	NM	(63)	25	(352.0)
Gain on disposal of an associated company	-	2,753	(100.0)	-	2,753	(100.0)
Gain on disposal of financial assets at fair value through profit and loss	(122)	237	(151.5)	1,175	237	395.8
Gain on disposal of property, plant and equipment	2	9	(77.8)	1,056	9	NM
Gain on disposal of a subsidiary company	-	405	(100.0)	-	405	(100.0)
Gain recognised on remeasurement of previously-held equity interest in a subsidiary prior to date of business acquisition	180	3,949	(95.4)	180	3,949	(95.4)
Investment income	-	-	NM	-	1	(100.0)
Interest income	79	403	(80.4)	285	451	(36.8)
Rental income	17	15	13.3	50	20	150.0
Others	81	79	2.5	344	185	85.9
	1,998	21,894	(90.9)	(30,850)	23,074	(233.7)
From Discontinued Operations:						
Others	-	4	(100.0)	-	13	(100.0)
	-	4	(100.0)	-	13	(100.0)
Administrative expenses:-						
From continuing operations:						
Head office expenses	4,126	3,102	33.0	11,753	9,449	24.4
Overseas operations related expenses	2,434	2,231	9.1	7,363	5,362	37.3
From Continuing Operations:						
Depreciation of property, plant and equipment	108	79	36.7	279	205	36.1
Operating lease - rental expenses	150	254	(40.9)	770	586	31.4
From Discontinued Operations:						
Depreciation of property, plant and equipment	-	33	(100.0)	-	99	(100.0)
Operating lease - rental expenses	-	7	(100.0)	-	22	(100.0)

THIRD QUARTER FINANCIAL STATEMENT AND DIVIDEND ANNOUNCEMENT FOR THE FINANCIAL PERIOD ENDED 31 DECEMBER 2013

Note 2 (Cont'd)	Group			Group		
	3 month period ended			9 month period ended		
	31.12.2013	31.12.2012	Change	31.12.2013	31.12.2012	Change
	S\$'000	S\$'000	%	S\$'000	S\$'000	%
Other expenses:-						
From Continuing Operations:						
Amortisation of intangible assets	14	13	7.7	44	37	18.9
Care and maintenance expenses	4,373	-	NM	11,380	-	NM
Deferred consideration expenses	47	-	NM	144	116	24.1
Allowance for impairment loss of exploration and evaluation expenditure	-	67	(100.0)	-	176	(100.0)
Exploration expenses	697	160	335.6	1,243	302	311.6
Fair value (gain) / loss on equity conversion option in convertible bonds	(422)	(1,390)	(69.6)	(4,439)	287	NM
Impairment loss on other receivable	-	440	(100.0)	169	440	(61.6)
(Gain)/Loss on foreign exchange (net)	332	(4,566)	(107.3)	1,108	(1,449)	(176.5)
Plant and equipment written off	-	70	(100.0)	59	149	(60.4)
Provision amount payable to non-controlling interest	439	11,600	(96.2)	2,613	11,600	(77.5)
Others	12	1	NM	17	15	13.3
Receivables written off	-	(366)	(100.0)	-	74	(100.0)
Software expenses	10	21	(52.4)	29	21	38.1
	5,502	6,050	(9.1)	12,367	11,768	5.1
From Discontinued Operations:						
(Gain)/Loss on foreign exchange (net)	-	(91)	(100.0)	-	27	(100.0)
Impairment loss on other receivable	-	1,340	(100.0)	-	1,340	(100.0)
	-	1,249	(100.0)	-	1,367	(100.0)

NM: Not Meaningful

THIRD QUARTER FINANCIAL STATEMENT AND DIVIDEND ANNOUNCEMENT FOR THE FINANCIAL PERIOD ENDED 31 DECEMBER 2013

1(b)(i) A statement of financial position (for the issuer and Group), together with a comparative statement as at the end of the immediately preceding financial year

	Group		Company	
	As at 31.12.2013	As at 31.03.2013	As at 31.12.2013	As at 31.03.2013
	S\$'000	S\$'000	S\$'000	S\$'000
Current assets				
Cash and cash equivalents	35,760	46,973	14,517	12,447
Financial assets at fair value through profit or loss	2,806	48,445	2,755	47,584
Available-for-sale financial assets	2,500	2,500	-	-
Trade and other receivables	20,761	17,155	29	97
Due from subsidiaries	-	-	84,343	57,836
Other current assets	2,015	1,969	66	44
Inventories	14,401	12,876	-	-
Assets held for sale	-	1,346	-	-
	78,243	131,264	101,710	118,008
Non-current assets				
Available-for-sale financial assets	20,494	18,066	16,961	18,066
Other receivables	4,053	4,327	-	-
Security deposits	5,168	5,891	-	-
Investment in subsidiaries	-	-	185,615	177,917
Exploration and evaluation expenditure	141,148	141,243	-	-
Mining properties	6,102	9,337	-	-
Property, plant and equipment	50,119	60,214	12	9
Intangible assets	23,104	17,748	-	-
Deferred tax assets	342	328	-	-
	250,530	257,154	202,588	195,992
Total assets	328,773	388,418	304,298	314,000
Current liabilities				
Trade and other payables	39,440	37,564	3,452	3,012
Due to subsidiaries	-	-	36,264	26,575
Income tax liabilities	53	18	-	-
Finance lease creditors	1,522	2,164	-	-
Borrowings	-	515	-	-
Derivative liability conversion option in convertible bonds	649	5,212	649	5,212
	41,664	45,473	40,365	34,799

THIRD QUARTER FINANCIAL STATEMENT AND DIVIDEND ANNOUNCEMENT FOR THE FINANCIAL PERIOD ENDED 31 DECEMBER 2013

	Group		Company	
	As at 31.12.2013	As at 31.03.2013	As at 31.12.2013	As at 31.03.2013
	S\$'000	S\$'000	S\$'000	S\$'000
Non-current liabilities				
Finance lease creditors	-	93	-	-
Borrowings	-	2,814	-	2,814
Convertible loan	26,217	23,065	26,217	23,065
Deferred consideration	2,026	2,168	-	-
Rehabilitation and preservation provision	7,923	7,852	-	-
Deferred tax liabilities	16,488	16,488	-	-
Other non-current liabilities	17,172	14,149	-	-
	69,826	66,629	26,217	25,879
Total liabilities	111,490	112,102	66,582	60,678
Net assets	217,283	276,316	237,716	253,322
Equity				
Issued capital and reserves attributable to equity holders of the Company				
Issued capital	57,333	52,339	57,333	52,339
Share premium	264,535	231,826	264,535	231,826
Other reserves	(122,209)	(38,100)	(84,152)	(30,843)
	199,659	246,065	237,716	253,322
Non-controlling interests	17,624	30,251	-	-
Total Equity	217,283	276,316	237,716	253,322

THIRD QUARTER FINANCIAL STATEMENT AND DIVIDEND ANNOUNCEMENT FOR THE FINANCIAL PERIOD ENDED 31 DECEMBER 2013

1(b)(ii) Aggregate amount of Group's borrowings

Amount repayable in one year or less, or on demand

	As at 31.12.2013		As at 31.03.2013	
	S\$'000	S\$'000	S\$'000	S\$'000
	Secured	Unsecured	Secured	Unsecured
Borrowings	-	-	515	-
Finance lease creditors	1,522	-	2,164	-
	1,522	-	2,679	-

Amount repayable more than one year

	As at 31.12.2013		As at 31.03.2013	
	S\$'000	S\$'000	S\$'000	S\$'000
	Secured	Unsecured	Secured	Unsecured
Later than 1 year but not later than 5 years:				
Borrowings	-	-	-	2,814
Convertible loan	-	26,217	-	23,065
Finance lease creditors	-	-	93	-
Later than 5 years:				
Borrowings	-	-	-	-
	-	26,217	93	25,879

As at 31 December 2013, the Group's borrowings are secured by property, plant and equipment with a net book value of S\$1.84 million (FY2013: S\$3.90 million).

THIRD QUARTER FINANCIAL STATEMENT AND DIVIDEND ANNOUNCEMENT FOR THE FINANCIAL PERIOD ENDED 31 DECEMBER 2013

1(c) A cash flow statement (for the Group), together with a comparative statement for the corresponding period of the immediately preceding financial year.

	Group	
	9 month period ended	
	31.12.2013	31.12.2012
	S\$'000	S\$'000
CASH FLOWS FROM OPERATING ACTIVITIES		
Loss before tax from continuing operations	(59,226)	(956)
Profit before tax from discontinued operations	-	(18)
	(59,226)	(974)
Adjustments for:-		
Allowance for impairment of exploration and evaluation expenditure	-	176
Allowance for impairment loss of other receivables	169	440
Amortisation of intangible assets	44	37
Amortisation of mining properties	9,216	3,564
Bargain purchase outcome on acquisition	(2,149)	(12,089)
Depreciation of property, plant and equipment	7,260	1,588
Deferred consideration expenses	144	116
Fair value loss / (gain) on financial assets at fair value through profit or loss	36,026	(2,950)
Gain loss on disposal of property, plant and equipment	(1,056)	(9)
Gain on derivative financial instrument	(4,439)	287
Loss / (gain) on disposal of spare parts	63	(25)
Gain on disposal of financial assets at fair value through profit and loss	(1,175)	(237)
Gain on recognized on remeasurement of previously-held equity interest in a subsidiary prior to the date of business acquisition	(180)	(3,949)
Gain on disposal of an associate	-	(2,753)
Gain on disposal of subsidiary	-	(405)
Property, plant and equipment written off	59	149
Provision for amount payable to non-controlling interests	2,613	11,600
Unrealised foreign exchange loss	1,488	350
Interest income	(285)	(451)
Interest expense	5,070	5,690
Operating cash flows before working capital changes	(6,358)	155
Changes in operating assets and liabilities:		
Inventories	(1,525)	7,817
Trade and other receivables	(2,559)	(3,020)
Other current assets	(214)	(4,820)
Trade and other payables	4,267	(2,907)
Other liabilities	(24)	(430)
Cash used in /generated from operations	(6,413)	(3,205)
Interest received	285	451
Interest paid	(3,004)	(3,027)

THIRD QUARTER FINANCIAL STATEMENT AND DIVIDEND ANNOUNCEMENT FOR THE FINANCIAL PERIOD ENDED 31 DECEMBER 2013

	Group	
	9 month period ended	
	31.12.2013	31.12.2012
	S\$'000	S\$'000
Tax paid	(9)	(91)
Net cash used in from operating activities	(9,141)	(5,872)
CASH FLOWS FROM INVESTING ACTIVITIES		
Acquisition of subsidiaries ^{Note 3}	(8,449)	12,390
Additions of available-for-sale financial assets	(11,815)	(15,421)
Additions to mining properties	(6,812)	(2,685)
Disposal of subsidiaries	-	(2,480)
Exploration and evaluation expenditure	(13,935)	(14,970)
Proceeds from disposal of property, plant and equipment	1,497	29
Purchase of property, plant and equipment	(5,450)	(4,790)
Purchase of intangible assets	(31)	(48)
Proceeds from disposal of financial assets at fair value through profit and loss	10,790	-
Net cash used in investing activities	(34,205)	(27,975)
CASH FLOWS FROM FINANCING ACTIVITIES		
Issuance of capital	13,825	56,814
Proceeds from the exercising of warrants	22,227	-
Proceeds from convertible bonds	-	27,719
Proceeds from borrowings	-	23,186
Proceeds from sale of escrow shares	2,149	-
Proceeds from warrant issue	-	17,541
Repayment of borrowings	(3,329)	(38,512)
Repayment of finance lease creditor	(453)	(113)
Net cash generated from financing activities	34,419	86,635
Net (decrease) / increase in cash and cash equivalents	(8,927)	52,788
Cash and cash equivalents at beginning of period	46,973	15,816
Effect of foreign exchange rate changes, net	(2,286)	(4,656)
Cash and cash equivalents at end of period	35,760	63,948

THIRD QUARTER FINANCIAL STATEMENT AND DIVIDEND ANNOUNCEMENT FOR THE FINANCIAL PERIOD ENDED 31 DECEMBER 2013

Note 3 :	Group
	Financial period ended
	31.12.2013
Acquisition of subsidiaries	S\$'000
The Group acquired Acadian Mining Corporation (“ADA”) in the current financial period. The effects of the acquisition on the cashflows of the Group for the financial period ended 31 December 2013 were as follows:	
Cash and cash equivalents	453
Property, plant and equipment	409
Exploration and evaluation expenditure	4,324
Trade and other receivables	106
Trade and other payables	(915)
Net identifiable assets on acquisition	4,377
Goodwill arising on consolidation ^(Note 4)	5,355
Purchase consideration	9,732
Less: Re-measurement of previously-held equity interest in ADA prior to the date of acquisition	(830)
Consideration settled in cash	8,902
Less: Cash and cash equivalents in subsidiaries acquired	(453)
Net cash inflow on acquisition of subsidiaries	(8,449)

Note 4:

The goodwill arising on consolidation of S\$5.4 million represents a preliminary premium to fair value of the net assets acquired compared to the purchase consideration of the ADA acquisition.

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THIRD QUARTER FINANCIAL STATEMENT AND DIVIDEND ANNOUNCEMENT FOR THE FINANCIAL PERIOD ENDED 31 DECEMBER 2013

1(d)(i) A statement (for the issuer and group) showing either (i) all changes in equity or (ii) changes in equity other than those arising from capitalization issues and distributions to shareholders, together with a comparative statement for the corresponding period of the immediately preceding financial year

	Issued Capital	Share Premium	Contributed Surplus	Statutory Reserve	Warrant Reserve	Equity Reserve	Foreign Currency Translation Reserve	Accumulated Losses	Non- controlling interests	Total Equity
	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000
Group										
As at 1 April 2013	52,339	231,826	(11,833)	3,100	17,541	(6,248)	(2,768)	(37,892)	30,251	276,316
Issuance of share capital	4,031	10,213	-	-	-	-	-	-	-	14,244
Conversion of warrants	963	22,496	-	-	(1,233)	-	-	-	-	22,226
Transfer of shareholdings to equity shareholders of the Company	-	-	-	-	-	-	-	-	(114)	(114)
Profit for the year	-	-	-	-	-	-	-	(53,785)	(5,469)	(59,254)
Fair value gain on available for sale financial assets	-	-	-	-	-	(8,573)	-	-	-	(8,573)
Currency translation differences	-	-	-	-	-	-	(20,518)	-	(7,044)	(27,562)
Total comprehensive loss for the year	-	-	-	-	-	(8,573)	(20,518)	(53,785)	(12,513)	(95,389)
As at 31 December 2013	57,333	264,535	(11,833)	3,100	16,308	(14,821)	(23,286)	(91,677)	17,624	217,283
As at 1 April 2012	42,848	26,824	(11,833)	3,100	-	-	2,133	(29,776)	(3,033)	30,263
Issuance of share capital	9,174	198,416	-	-	-	-	-	-	-	207,590
Issuance of warrants	-	-	-	-	17,541	-	-	-	-	17,541
Acquisition of subsidiary	-	-	-	-	-	-	-	-	10,067	10,067
Disposal of a subsidiary	-	-	-	-	-	-	-	-	(612)	(612)
Loss for the year	-	-	-	-	-	-	-	627	(1,716)	(1,089)
Fair value gain on available for sale financial assets	-	-	-	-	-	(5,329)	-	-	-	(5,329)
Currency translation differences	-	-	-	-	-	-	(7,273)	-	(555)	(7,828)
Total comprehensive income/(loss) for the year	-	-	-	-	-	(5,329)	(7,273)	627	(2,271)	(14,246)
As at 31 December 2012	52,022	225,240	(11,833)	3,100	17,541	(5,329)	(5,140)	(29,149)	4,151	250,603

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THIRD QUARTER FINANCIAL STATEMENT AND DIVIDEND ANNOUNCEMENT FOR THE FINANCIAL PERIOD ENDED 31 DECEMBER 2013

	Issued Capital	Share Premium	Warrant Reserve	Equity Reserve	Foreign Currency Translation Reserve	Accumulated Losses	Total Equity
	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000
Company							
As at 1 April 2013	52,339	231,826	17,541	(6,248)	(1,695)	(40,441)	253,322
Issuance of shares	4,031	10,213	-	-	-	-	14,244
Conversion of warrants	963	22,496	(1,233)	-	-	-	22,226
Loss for the year	-	-	-	-	-	(43,113)	(43,113)
Fair value loss on available for sale financial assets	-	-	-	(8,963)	-	-	(8,963)
Total comprehensive loss for the period	-	-	-	(8,963)	-	(43,113)	(52,076)
As at 31 December 2013	57,333	264,535	16,308	(15,211)	(1,695)	(83,554)	237,716
As at 1 April 2012	42,848	26,824	-	-	(1,695)	(32,169)	35,808
Issuance of shares	9,174	198,416	-	-	-	-	207,590
Issuance of warrants	-	-	17,541	-	-	-	17,541
Loss for the year	-	-	-	-	-	(7,099)	(7,099)
Total comprehensive loss for the period	-	-	-	-	-	(7,099)	(7,099)
As at 31 December 2012	52,022	225,240	17,541	-	(1,695)	(39,268)	253,840

1(d)(ii) Details of any changes in the company's share capital arising from right issue, bonus issue, share buy-backs, exercise of share options or warrants, conversion of other issues of equity securities, issue of shares for cash or as consideration for acquisition or for any other purpose since the end of the previous year reported on. State also the number of shares that may be issued on conversion of all the outstanding convertibles as at the end of the current financial period reported on and as at the end of the corresponding period of the immediately preceding financial year.

The changes in the Company's paid-up capital were as follows :

Issued and fully paid (ordinary shares of USD0.04 par)	No. of shares	Share Capital (S\$'000)	Share Premium (S\$'000)
As at 1 April 2013 / 30 June 2013	921,934,631	52,339	231,826
New ordinary shares issued on conversion of US\$250,000 convertible bonds on 21 August 2013 including interest of US\$5,813	282,214	14	403
New ordinary shares issued on conversion of warrants @ S\$1.1717 per ordinary share on 22 August 2013	1,000	*	1

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New ordinary shares issued on conversion of warrants @ S\$1.1717 per ordinary share on 2 September 2013	2,388,000	122	2,832
New ordinary shares issued on conversion of warrants @ S\$1.1717 per ordinary share on 5 September 2013	2,250,000	115	2,668
New ordinary shares issued on conversion of warrants @ S\$1.1717 per ordinary share on 6 September 2013	4,370,000	223	5,181
New ordinary shares issued on conversion of warrants @ S\$1.1717 per ordinary share on 11 September 2013	2,819,000	143	3,343
New ordinary shares issued on conversion of warrants @ S\$1.1717 per ordinary share on 13 September 2013	3,105,000	158	3,683
New ordinary shares issued on conversion of warrants @ S\$1.1717 per ordinary share on 18 September 2013	2,817,000	142	3,342
New ordinary shares issued on conversion of warrants @ S\$1.1717 per ordinary share on 23 September 2013	519,000	26	616
New ordinary shares issued on conversion of warrants @ S\$1.1717 per ordinary share on 25 September 2013	695	*	*
As at 30 September 2013	940,486,540	53,282	253,895
New ordinary shares issued on conversion of warrants @ S\$1.1717 per ordinary share on 3 October 2013	700,000	35	831
New placement shares issued @ S\$0.183 per ordinary share on 17 December 2013 ("Placement")	80,000,000	4,016	9,809
As at 31 December 2013	1,021,186,540	57,333	264,535

* less than S\$1,000

There are no changes to the Company's share capital from 31 December 2013 to the date of this announcement.

The number of shares that may be issued on conversion for the above is as follows :

Number of shares that may be issued (ordinary shares of USD0.04 par) after 31 December 2013	No. of shares	Share Capital (S\$'000)	Share Premium (S\$'000)
New ordinary shares to be issued on conversion of outstanding convertible bonds of US\$20 million. The price at which Shares will be issued on conversion is S\$1.158 per Share at an exchange rate of US\$1.00 to S\$1.277515. For illustrative purposes, the table shows the number of LGC Shares to be issued assuming full conversion of the convertible bonds.	22,064,162	1,127	24,423

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New ordinary shares to be issued on the conversion of the total outstanding warrants. For illustrative purposes, the table shows the number of LGC Shares to be issued assuming full conversion of the remaining warrants.	250,893,523	12,733	297,547
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1(d)(iii) To show the total number of issued shares excluding treasury shares as at the end of the current financial period and as at the end of the immediately preceding year.

There are no treasury shares as at the end of the current financial period and as at the end of the immediately preceding financial year. The total number of issued shares as at 31 December 2013 is 1,021,186,540.

1(d)(iv) A statement showing all sales, transfer, disposal, cancellation and/or use of treasury shares as at the end of the current financial period reported on.

Not applicable.

2. Whether the figures have been audited, or reviewed and in accordance with which standard (e.g. the Singapore standard on Auditing 910 (Engagements to Review Financial Statements), or an equivalent standard).

The figures have not been audited nor reviewed by the Company's auditors.

3. Where the figures have been audited or reviewed, the auditors' report (including any qualifications or emphasis of matter).

Not applicable.

4. Whether the same accounting policies and methods of computation as in the issuer's most recently audited annual financial have been applied.

Other than the adoption of the new and revised Financial Reporting Standards (FRS) as mentioned in paragraph 5 below, there were no changes in the accounting policies and methods of computation adopted in the financial statements for the current reporting period as compared to the most recent audited annual financial statements as at 31 March 2013.

5. If there are any changes in the accounting policies and methods of computation, including any required by an accounting standard, what has changed, as well as the reasons for, and the effect of, the change.

Adoption of New/Revised FRS which are effective

The following are revised or amended standards which are effective and relevant to the Group as of 1 April 2013:

FRS 112 Disclosure of Interests in Other Entities (effective for annual periods beginning on or after 1 January 2014)

FRS 112 requires disclosure of information that helps financial statement readers to evaluate the nature, risks and financial effects associated with the entity's interests in (1) subsidiaries, (2) associates, (3) joint arrangements and (4) unconsolidated structured entities. The Group will apply FRS 112 prospectively from 1 April 2013.

FRS 113 Fair Value Measurement (effective for annual periods beginning on or after 1 January 2013)

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FRS 113 provides consistent guidance across IFRSs on how fair value should be determined and which disclosures should be made in the financial statements. The Group will apply FRS 113 prospectively from 1 April 2013.

INT FRS 120 stripping costs in the production phase of a surface mine (effective for periods commencing on or after 1 January 2013)

The interpretation considers when and how to account separately for these two benefits arising from the stripping activity, as well as how to measure these benefits both initially and subsequently. The amendment is effective for annual periods beginning on or after 1 April 2013.

6. Earnings per ordinary share of the Group for the current year reported on and the corresponding period of the immediately preceding financial year, after deducting any provision for preference dividends.

	As at 31.12.2013	As at 31.12.2012
Profit /(loss) per ordinary share for the financial period :		
Based on weighted average number of ordinary shares of 934,194,397 (31 December 2012: 838,000,230) - Basic (S\$)	(5.76)	0.07
Based on fully diluted basis (S\$)	(5.76)	0.07

7. Net asset value (for the issuer and the Group) per ordinary share based on issued share capital of the issuer at the end of the (a) current period reported on and (b) immediately preceding financial year.

	Group		Company	
	As at 31.12.2013	As at 31.03.2013	As at 31.12.2013	As at 31.03.2013
	S\$	S\$	S\$	S\$
Net assets value per ordinary shares based on issued share capital at end of financial period/year	19.55 cents	26.69 cents	23.28 cents	27.48 cents

Net asset value per share is calculated based on 1,021,186,540 (31 March 2013: 921,934,631) shares in issue at the end of the financial period ended 31 December 2013.

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8. A review of the performance of the Group, to the extent necessary for a reasonable understanding of the Group's business. The review must discuss any significant factors that affected the turnover, costs, and earnings of the Group for the current financial period reported on, including (where applicable) seasonal or cyclical factors. It must also discuss any material factors that affected the cash flow, working capital, assets or liabilities of the Group during the current financial period reported on.

(A) Financial Performance Review

9M2014

The Group recorded an increase in revenue for the 9 months of the financial period ended 31 December 2013 ("9M2014"). Revenue increased to S\$114.6 million compared with S\$90.9 million in the preceding period ("9M2013"), which showed an increase of S\$23.7 million. This was mainly attributed to:

- Gold Mining Division

The Group recognised revenue of S\$52.4 million in 9M2014 as compared to S\$22.1 million in 9M2013 from Castlemaine Goldfields Limited ("CGT"). The increase was mainly attributed to the increase in grade and quantity of gold sold during the period. In addition, CGT was only acquired in August 2012 as such the revenue recognised in 9M2014 was significantly higher.

- PRC Manufacturing Operations

Revenue decreased by S\$6.6 million in 9M2014 compared to 9M2013. This was mainly attributed to lesser units of products with higher value shipped out, a reduction in selling price of certain products and the depreciation of the US Dollar ("US\$" or "USD") against the Chinese Renminbi ("RMB"). The manufacturing operations received less RMB as its sales were mainly denominated in US\$.

Overall, gross profit showed a slight decrease from S\$9.7 million in 9M2013 to S\$9.6 million in 9M2014. This was mainly attributed to the decrease in gross profit from the manufacturing operations of S\$2.8m in 9M2014 as compared to 9M2013. The decrease in gross profit from the manufacturing operations was due to lower sales revenue and a higher operating cost resulting from the increase in cost of labor and raw materials. The decrease was partially offset by an increase in CGT's gross profit contribution of S\$2.7 million. CGT was only acquired in August 2013 and as such there was no contribution from CGT prior to that.

Other income decreased by S\$53.9 million in 9M2014 compared to 9M2013. This was mainly attributed to the unrealised loss on financial assets at fair value through profit or loss of S\$36.0 million in 9M2014 as compared to a gain of S\$3.0 million recognised in 9M2013. The financial assets comprised primarily marketable securities that were tendered as consideration for the disposals of the Company's interests in Industrial Power Technology Pte Ltd, Think Greenenergy Ltd and Think Environmental Ltd. In addition, there was a decrease in the gain on remeasurement of previously-held equity interest in a subsidiary prior to date of business acquisition of S\$3.8 million and a S\$12.1 million gain on bargain purchase on outcome of the Vista Gold Corp acquisition occurred in 9M2013.

Administrative expenses increased by S\$4.3 million in 9M2014 as compared to 9M2013. This was mainly attributed to the increase in staff salary and related costs of S\$3.4 million as a result of an increase in headcount at head office and, the acquisitions of CGT and Vista Gold (Antigua) Corp ("VGA") for which expenses were not fully captured in 9M2013.

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The increase in other expenses of S\$0.6 million in 9M2014 as compared to 9M2013 was mainly attributed to i) the increase in care and maintenance related expenses of S\$11.4 million incurred by the operations at Owere Mines Limited (“OML”) and Minera Nueva Vista S.A. (“MNV”), and ii) the increase in loss in foreign exchange translation differences of S\$2.6 million due to the continual depreciation of Ghanaian New Cedi (“GHS”) against US Dollars (“USD”). This was partially offset by i) a fair value gain of the derivative conversion option in convertible bonds (“Conversion Option”) of S\$4.4 million as compared to a fair loss of S\$0.3 million in the preceding period and, ii) the decrease in provision amount payable to non-controlling interest of S\$9.0 million.

3Q2014

The Group recorded a decrease in revenue for the third quarter of the financial period ended 31 December 2013 (“3Q2014”). Revenue decreased to S\$34.2 million compared with S\$35.1 million in the preceding period (“3Q2013”), which showed a decrease of S\$0.9 million. This was mainly attributed to:

- Gold Mining Division

The Group recognised revenue of S\$14.9 million in 3Q2014 as compared to S\$12.7 million in the preceding period from CGT. The increase was mainly attributed to the increase in grade and quantity of gold sold during the current period.

The increase was partially offset by:

- PRC Manufacturing Operations

Revenue decreased by S\$3.1 million in 3Q2014 compared to 3Q2013. This was mainly attributed to lesser units of products with higher value shipped out, a reduction in selling price of certain products and the depreciation of the US Dollar (“US\$” or “USD”) against the Chinese Renminbi (“RMB”). The manufacturing operations received less RMB as its sales were mainly denominated in US\$.

Overall, gross profit showed a decrease from S\$0.4 million in 3Q2013 to a loss of \$0.8 million in 3Q2014. The decrease was mainly attributed to the decrease in gross profit from the manufacturing operations as a result of lower sales revenue and a higher operating cost.

Other income decreased by S\$19.9 million in 3Q2014 compared to 3Q2013. This was mainly attributed to i) unrealised loss on financial assets at fair value through profit or loss of S\$0.4 million in 3Q2014 as compared to a gain of S\$2.0 million recognised in 3Q2013, ii) decrease in the gain on remeasurement of previously-held equity interest in a subsidiary prior to date of business acquisition of S\$3.8 million, iii) decrease in gain on bargain purchase on outcome of acquisition of S\$9.9 million and a one-off gain on disposal of an associated company of S\$2.8 million in 3Q2013 which did not recur in 3Q2014.

Administrative expenses increased by S\$1.2 million in 3Q2014 as compared to 3Q2013. In addition, expenses for professional fees increased by S\$0.9 million in 3Q2014 as compared to 3Q2013. This was mainly attributed to the increase in staff salary and related costs of S\$1.0 million as a result of an increase in headcount at head office and the acquisition Vista Gold (Antigua) Corp (“VGA”) for which expenses were not fully captured in 3Q2013.

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The decrease in other expenses of S\$0.5 million in 3Q2014 as compared to 3Q2013 was mainly attributed to decrease in provision amount payable to non-controlling interest of S\$11.2 million. This was partially offset by i) the increase in care and maintenance related expenses of S\$4.3 million incurred by the operations at OML and MNV, ii) loss in foreign exchange translation differences of S\$0.3 million as compared to a gain of S\$4.6 million in the preceding period due to the depreciation of GHS against USD, and iii) the decrease in fair value gain of the derivative conversion option in convertible bonds of S\$1.0 million.

(B) Financial Position Review

1) The Current Assets of the Group decreased by S\$53.1 million from S\$131.3 million as at 31 March 2013 to S\$78.2 million as at 31 December 2013. The decrease was mainly due to:

- The decrease in cash and cash equivalents of S\$11.2 million. This was mainly attributed to the acquisition of shares of Unity Mining Limited and A1 Consolidated Gold Limited for a cash consideration of S\$11.8 million, purchase of plant and equipment of S\$5.5 million, expenditure on mining related activities of S\$20.7 million, decrease in net borrowings of S\$3.3 million, the purchase of the remaining shares in Acadian Mining Corp for cash consideration of S\$8.4 million and working capital expenses of S\$9.1 million. This was partially offset by the proceeds from the warrants conversion of S\$22.2 million, proceeds from the placement of shares of S\$13.8 million, proceeds from the disposal of financial assets through profit and loss of S\$10.8 million, proceeds from the disposal of property, plant and equipment of S\$1.5 million and the proceeds from the sale of escrow shares in relation to the VGA acquisition of S\$2.1 million.
- The decrease in financial assets at fair value through profit or loss by S\$45.6 million which was mainly attributed to the fair value loss and the disposal of some of these financial assets.

The decrease was partially offset by:

- The increase in trade receivables and other receivables by S\$3.6 million. This was mainly attributed to the increase in trade receivables from the manufacturing operations as a result of higher sales orders in 3Q2014 as compared to the last quarter of FY2013.
- The amount due from subsidiaries at Company level increased from S\$57.8 million to S\$84.3 million which was mainly attributed to the increase of intercompany borrowings and advances to Signature Metals Limited and VGA.

2) The Non-Current Assets of the Group decreased by S\$6.7 million from S\$257.2 million as at 31 March 2013 to S\$250.5 million as at 31 December 2013. The decrease was mainly due to:

- The decrease in exploration and evaluation expenditure of S\$0.1 million which mainly was attributed to the depreciation of Australian Dollar (AUD) against the Singapore Dollar (SGD) which resulted in a decrease of S\$18.2 million to the net carrying amount as most of the mining assets were denominated in AUD. This is partially offset by an increase in exploration and evaluation expenditure in OML, CGT and MNV of S\$13.7 million and an addition of S\$4.3 million from the acquisition of ADA.
- The decrease in mining properties of S\$3.2 million which was mainly attributed to the amortisation charge for the period of S\$9.2 million. This decrease was partially offset by the additions made to mining properties of S\$6.8 million.
- The decrease in property, plant and equipment by S\$10.1 million which was mainly attributed to the depreciation of AUD against SGD as described above which resulted in a decrease of S\$7.7 million to the net carrying amount, and depreciation charge of S\$8.0 million. This was partially offset by additions of S\$5.5 million made during the period.

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The increase was partially offset by:

- The increase in available-for-sale financial assets of S\$2.4 million was mainly attributed to the acquisition of 13.2% interest in Unity Mining Limited and 14.9% in A1 Consolidated Gold Limited.
 - The increase in intangible assets of S\$5.4 million was mainly attributed to the goodwill arising from the acquisition of the Acadian Mining Corporation.
- 3) The Current Liabilities of the Group decreased from S\$45.5 million as at 31 March 2013 to S\$41.7 million as at 31 December 2013. The decrease of S\$3.8 million was mainly attributable to:
- The decrease in the fair valuation of the derivative liability conversion option in convertible bonds by S\$4.6 million.

The decrease was partially offset by:

- The increase in trade and other payables of S\$1.9 million which was mainly due to the increase in trade payables from the manufacturing operations as a result from an increase in the volume and cost of procurement of raw materials and components.
- 4) The Non-Current Liabilities of the Group increased from S\$66.6 million as at 31 March 2013 to S\$69.8 million as at 31 December 2013. The increase of S\$3.2 million was mainly attributable to the following:
- The increase in convertible bonds of S\$3.2 million which was mainly due to amortization of interest expense and the strengthening of USD against SGD.
 - The increase in other non-current liabilities of S\$3.0 million which was mainly due to the increase in provision for amount due to non-controlling interests.

The increase was partially offset by:

- The decrease in net borrowings of S\$2.8 million.
- 5) Issued capital and reserves attributable to equity holders and non-controlling interests decreased by S\$59.0 million from S\$276.3 million as at 31 March 2013 to S\$217.3 million as at 31 December 2013. These were mainly attributable to the following:
- The decrease in other reserves (excluding accumulated losses) of S\$30.3 million was mainly due to a S\$20.5 million decrease in foreign currency translation reserve, a S\$8.6 million decrease in equity reserve due to the fair value gain in available for sale financial assets, and a S\$1.2 million decrease in warrant reserve from the conversion of warrants.
 - The increase in accumulated losses from S\$37.9 million as at 31 March 2013 to S\$91.7 million as at 31 December 2013 reflects the Group's consolidated profit attributable to equity holders for the period.
 - The decrease in non-controlling interest ("NCI") to S\$17.6 million as at 31 December 2013 compared to S\$30.3 million as at 31 March 2013 was mainly due to a decrease in non-controlling interests share of results and foreign currency translation reserve of S\$5.5 million and S\$7.0 million respectively.

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THIRD QUARTER FINANCIAL STATEMENT AND DIVIDEND ANNOUNCEMENT FOR THE FINANCIAL PERIOD ENDED 31 DECEMBER 2013

9. **Where a forecast, or a prospect statement, has been previously disclosed to shareholders, any variance between it and the actual results**

There is no forecast or prospect statement which has been previously disclosed.

10. **A commentary at the date of the announcement of the competitive conditions of the industry in which the group operates and any known factors or events that may affect the group in the next reporting year and the next 12 months.**

The Group operates in 2 main business segments, namely, gold division and office equipment manufacturing.

Gold Division

The Group's gold division business is a dynamic one, where technical, commercial and social issues require constant monitoring, review and adjustment. Gold price continued to be volatile for the three months ended 31 December 2013, fluctuating on the back of uncertainty surrounding the Federal Reserve's continued stimulus. Gold spot price saw a low of US\$1,186.68 and a high of US\$1,352.63 during the period. While gold price fluctuations will influence gold revenues of our producing assets, the management continually reviews its operational process and strategically manages factors such as mining techniques, scale of operations, labor requirements and minimum cut-off grade of ore processed to improve the Group's overall financial performance. Nonetheless, careful planning to balance short-term performance and longer-term growth prospects is required. As such, LGC will carry on investing in organic growth through the development of its existing assets. The Group will continue to seek out opportunistic acquisition of gold mining assets and various methods of inorganic growth via strategic alliances, joint ventures and financing or equity partners will also be considered.

PRC Manufacturing Operations

The Group's office equipment business is expected to remain challenging for the next 12 months. Demand for office equipment from our main export markets in USA, EU and Japan remains weak. We continue to face pressure from rising operating costs, fluctuating USD/RMB exchange rates and raw material costs. Plans to increase domestic sales to balance exposure to other markets have been accelerated, though the China market will need time to gain traction. Notwithstanding the challenges, the office equipment business is expected to remain profitable for the financial year.

11. **Dividend**

- (a) **Current Financial Year Reported On**

Any dividend declared for the current financial year reported on?

No.

- (b) **Corresponding Year of the Immediately Preceding Financial Year**

Any dividend declared for the corresponding year of the immediately preceding financial year?

No.

- (c) **Date payable**

Not applicable.

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(d) Books closure date

Not applicable.

12. If no dividend has been declared/recommendeded, a statement to that effect

No final dividend has been recommended.

13. If the Group has obtained a general mandate from shareholders for IPTs, the aggregate value of such transactions as required under Rule 920(1)(a)(ii). If no IPT mandate has been obtained, a statement to that effect.

The Group has not obtained any IPT mandate from its shareholders. There are no IPT transactions as at 31 December 2013.

14. Confirmation pursuant to Rule 705(4) of the Listing Manual

We, Nicholas Ng Yick Hing and Tan Soo Khoo Raymond being two of the directors of LionGold Corp Ltd (the “Company”), do hereby confirm on behalf of the Board of Directors of the Company that to the best of our knowledge, nothing has come to the attention of the Board of Directors of the Company which may render the unaudited financial results for the third quarter ended 31 December 2013 to be materially false or misleading.

15. Use of Proceeds

The proceeds from the Placement were not yet utilized as at 31 December 2013.

II ADDITIONAL INFORMATION REQUIRED FOR FULL YEAR ANNOUNCEMENT

(This part is not applicable to Q1, Q2, Q3 and Half Year Results)

15. Segmented revenue and results for business or geographical segments (of the group) in the form presented in the issuer’s most recently audited annual financial statements, with comparative information for the immediately preceding financial year.

Not applicable.

16. In the review of performance, the factors leading to any material changes in contributions to turnover and earnings by the business or geographical segments.

Not applicable.

17. Breakdown of sales

Not applicable.

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- 18. A breakdown of the total annual dividend (in dollar value) for the issuer's latest full year and its previous full year.**

Not applicable.

BY ORDER OF THE BOARD

Nicholas Ng Yick Hing

Managing Director and Group Chief Executive Officer