



RENEWABLE ENERGY ASIA GROUP LIMITED

(Company Registration No. 33437)

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This announcement has not been examined or approved by the SGX-ST and the SGX-ST assumes no responsibility for the contents of this announcement including the correctness of any of the statements or opinions made or reports contained in this announcement.

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RENEWABLE ENERGY ASIA GROUP LIMITED
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THIRD QUARTER FINANCIAL STATEMENTS AND DIVIDEND ANNOUNCEMENT

PART I: INFORMATION REQUIRED FOR QUARTERLY (Q1, Q2 & Q3), HALF-YEAR AND FULL YEAR ANNOUNCEMENTS

1(a)(i) An income statement and statement of comprehensive income or a statement of comprehensive income (for the group), together with a comparative statement for the corresponding period of the immediately preceding financial year.

	3rd Quarter			Cumulative Quarter		
	Quarter ended			Year to date ended		
	31-Dec-15	31-Dec-14	Variance	31-Dec-15	31-Dec-14	Variance
	RMB'000	RMB'000	%	RMB'000	RMB'000	%
Revenue	5,307	2,666	99.1	20,583	10,312	99.6
Cost of goods sold	(4,070)	(1,482)	174.6	(11,916)	(4,486)	165.6
Gross profit	1,237	1,184	4.4	8,667	5,826	48.8
Other income	5	(16)	(127.7)	94	65	45.1
Administration expenses	(2,629)	(3,046)	(13.7)	(8,250)	(9,130)	(9.6)
Other gains/(losses)	3,502	(3,686)	(195.0)	4,352	(6,045)	(172.0)
Finance costs	(5,772)	(4,667)	23.7	(16,030)	(7,742)	107.0
Share of profit/(loss) of an associate	1,628	(407)	(499.6)	4,530	1,073	322.0
Profit before income tax from continuing operations	(2,029)	(10,638)	(80.9)	(6,637)	(15,953)	(58.4)
Income tax expenses	-	-	n/m	(1)	-	n/m
Total comprehensive loss for the period, net of tax	(2,029)	(10,638)	(80.9)	(6,638)	(15,952)	(58.4)
Discontinued operations						
Profit/(loss) for the period from	-	-	n/m	-	-	n/m
Profit/(loss) for the period	(2,029)	(10,638)	(80.9)	(6,638)	(15,952)	(58.4)
Total comprehensive loss for the period, net of tax	(2,029)	(10,638)	(80.9)	(6,638)	(15,952)	(58.4)
Total comprehensive profit/(loss) for the year attributable to:						
Owners of the Company	(2,029)	(10,638)	(80.9)	(6,638)	(15,952)	(58.4)
	(2,029)	(10,638)		(6,638)	(15,952)	

n/m: Not Meaningful



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1(a)(ii) Notes to the income statement for the current financial period reported on and the corresponding period of the immediately preceding financial year.

Loss for the period is arrived at after charging/ (crediting) the following items:

	Current Quarter		Cumulative Quarter	
	3QFY2016 RMB'000	3QFY2015 RMB'000	3QFY2016 RMB'000	3QFY2015 RMB'000
Depreciation of property, plant and equipment	47	1,122	146	3,362
Interest expenses	11,363	4,667	16,030	7,742
Interest income	(5)	72	(94)	(8)
Foreign exchange differences	(3,502)	3,687	(4,353)	6,045

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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		As at	
	31-Dec-15 RMB'000	31-Mar-15 RMB'000	31-Dec-15 RMB'000	31-Mar-15 RMB'000
ASSETS				
Non-current assets				
Property, plant and equipment	319,573	324,625	3	7
Investments in subsidiaries	-	-	1,444	1,444
Investments in an associate	88,158	85,104	-	-
Other receivables	37,203	40,664	-	-
Total non-current assets	444,934	450,393	1,447	1,451
Current assets				
Trade receivables	17,484	13,102	-	-
Other receivables	191,868	184,395	123,147	118,842
Bill receivables	-	350	-	-
Pledged bank deposits	-	50,190	-	-
Cash and cash equivalents	810	3,362	41	339
Total current assets	210,162	251,399	123,188	119,181
Total assets	655,096	701,792	124,635	120,632
EQUITY AND LIABILITIES				
Equity				
Share capital	109,708	109,707	109,708	109,707
Share premium	191,883	191,882	191,883	191,882
Share options reserve	-	-	-	-
Warrant reserves	5,923	5,922	5,923	5,922
Accumulated losses	(269,017)	(262,380)	(189,765)	(190,221)
Equity attributable to equity holders of the parent	38,497	45,131	117,749	117,290
Total equity	38,497	45,131	117,749	117,290



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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 (cont'd).

	Group		Company	
	As at		As at	
	31-Dec-15 RMB'000	31-Mar-15 RMB'000	31-Dec-15 RMB'000	31-Mar-15 RMB'000
Non-current liability				
Borrowings	124,000	124,000	-	-
Current liabilities				
Trade payables	16,644	16,712	-	-
Other payables	281,628	273,350	6,886	3,342
Bill payables	-	50,190	-	-
Borrowings	191,571	192,409	-	-
Current tax payable	2,756	-	-	-
Total current liabilities	492,599	532,661	6,886	3,342
Total liabilities	616,599	656,661	6,886	3,342
Total equity and liabilities	655,096	701,792	124,635	120,632

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- 1(b)(ii) In relation to the aggregate amount of the group's borrowings and debt securities, specify the following as at the end of the current financial period reported on with comparative figures as at the end of the immediately preceding financial year:
- (A) the amount repayable in one year or less, or on demand;
 (B) the amount repayable after one year;
 (C) whether the amounts are secured or unsecured; and
 (D) details of any collaterals.

	Secured	
	As at	
	31-Dec-15 RMB'000	31-Mar-15 RMB'000
Amount repayable due within one year		
Borrowings - secured 1	186,571	187,409
Borrowings - secured 3	5,000	5,000
Note payable - financing	-	50,190
	191,571	242,599
Amount repayable due after one year		
Borrowings - secured 1	-	-
Borrowings - secured 2	124,000	124,000
	124,000	124,000
	315,571	366,599

The Group has no outstanding debt securities as at 31 December 2015.

Details of collaterals:-

As at 31 December 2015, the bank loans and borrowings of RMB315.57 million were secured as follows:-

Borrowings – secured

1. A finance lease contract signed between one of its subsidiaries, Renewable Energy Asia Solar Power (Jiuquan) Co., Ltd. (“**REAJQ**”) and AVIC International Leasing Company for a period of 6 years.
2. A loan facility from Industrial and Commercial Bank of China Ltd. (“**ICBC**”), and the facility is pledged by trade receivable from sale of electricity by Renewable Energy Asia Solar Power (Dunhuang) Co., Ltd. (“**READH**”).
3. A loan facility from SPD Bank for a period of a year.



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1(b)(ii) In relation to the aggregate amount of the group's borrowings and debt securities, specify the following as at the end of the current financial period reported on with comparative figures as at the end of the immediately preceding financial year (cont'd).

Notes payables

- i) Construction cost paid by China Hydropower Survey and Design Institute of Northwest Consulting Group Ltd. (中国水电顾问集团西北勘察设计研究院有限公司).
- ii) Prepaid of electronics usage of Samil Power Co., Ltd. (山亿新能源股份有限公司).
- iii) Bank guarantee to Hanwha SolarOne (Qidong) Co., Ltd. (韩华新能源(启东)有限公司).



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

Consolidated statement of cash flows for the financial period ended 31 December 2015

	Quarter ended		Year to date	
	3QFY2016	3QFY2015	3QFY2016	3QFY2015
	RMB'000	RMB'000	RMB'000	RMB'000
Cash flows from operating activities				
Profit/(loss) for the period	(2,029)	(10,638)	(6,637)	(15,952)
Adjustments for:				
Depreciation of property, plant and equipment	1,437	1,122	9,568	3,362
Share of (profit)/loss of an associate	(152)	3,509	(3,054)	2,028
Operating cash flows before movements in working capital	(744)	(6,007)	(123)	(10,562)
Decrease/(Increase) in inventories	-	-	-	-
Decrease/(increase) in trade and other receivables	(7,673)	(21,903)	(8,394)	48,447
Increase/(decrease) in trade and other payables	9,829	(40,562)	26,284	(120,078)
Decrease/(increase) in bills receivable	-	(100)	350	(550)
Increase/(decrease) in bills payable	-	47,190	-	50,190
Cash from (used in) operations	1,412	(21,382)	18,117	(32,553)
Interest paid	(3,392)	1,706	(15,804)	(4,210)
Income tax provision	852	350	2,757	724
Net cash used in operating activities	(1,128)	(19,326)	5,070	(36,039)
Cash flows from investing activities				
Proceeds on disposals of property, plant and equipment	-	-	86	-
Purchases of property, plant and equipment	-	(11,543)	(4,602)	(23,448)
Release of pledged bank deposits	-	-	50,190	-
Net cash used in investing activities	-	(11,543)	45,674	(23,448)
Cash flows from financing activities				
Proceeds from borrowings	-	-	-	129,000
Repayments of borrowings	-	-	(3,108)	(9,325)
Repayments of bills payables	-	-	(50,190)	-
Net proceeds from issuance of subscription shares	-	-	2	-
Net cash from financing activities	-	-	(53,296)	119,675
Net Increase in cash and cash equivalents	(1,128)	(30,869)	(2,552)	60,188
Cash and cash equivalents at beginning of the period	1,938	92,423	3,362	1,366
Cash and cash equivalents at end of year, represented by bank balances and cash	810	61,554	810	61,554



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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.

Consolidated statement of changes in equity for the financial year ended 31 December 2015

	Share capital	Share premium	Warrant reserve	Accumulated losses	Total
The Group (RMB '000)					
Balance as at 1 April 2014	109,707	191,882	5,922	(216,522)	90,989
Total comprehensive loss for the year	-	-	-	(45,858)	(45,858)
Balance as at 31 March 2015	109,707	191,882	5,922	(262,380)	45,131
Changes of equity for the period	109,707	191,882	5,922	(262,380)	45,131
Total comprehensive loss for the year	-	-	-	(6,637)	(6,637)
Issuance of subscriptions shares	1	1	-	-	2
Exerciser of warrants	-	-	1	-	1
Balance as at 31 December 2015	109,708	191,883	5,923	(269,017)	38,497



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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 (cont'd).

The Company (RMB '000)	Share capital	Share premium	Warrant reserve	Accumulated losses	Total
Balance as at 1 April 2014	109,707	191,882	5,922	(173,993)	133,518
Total comprehensive income for the year	-	-	-	(16,229)	(16,229)
Issue of new shares	-	-	-	-	-
Lapsed and waived of share options	-	-	-	-	-
Balance as at 31 March 2015	109,707	191,882	5,922	(190,222)	117,289
Changes of equity for the period	109,707	191,882	5,922	(190,222)	117,289
Total comprehensive income for the year	-	-	-	457	457
Issuance of subscriptions shares	1	1	-	-	2
Exerise of warrants	-	-	1	-	1
Balance as at 31 December 2015	109,708	191,883	5,923	(189,765)	117,749



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1(d)(ii) Details of any changes in the company's share capital arising from rights 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 period reported on. State also the number of shares that may be issued on conversion of all the outstanding convertibles, as well as the number of shares held as treasury shares, if any, against the total number of issued shares excluding treasury shares of the issuer, 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.

There were no movements in the total number of issued shares between 31 March 2014 and 31 December 2014.

During the period, the Company issued an additional 9,500 shares from the conversion of the warrants. (see below)

The details of the share movement of the Company is set out below.

	Company			
	As At			
	31 December 2015		31 December 2014	
No of share	Share capital RMB	No of share	Share capital RMB	
Balance as at the beginning and end of the period	745,570,452	109,706,865	745,570,452	109,706,865
Issue of subscription shares at S\$0.05 each	-	-	-	-
Exercise of warrant at S\$0.05 each	9,500	1,276	-	-
Balance as at the end of the period	745,579,952	109,708,141	745,570,452	109,706,865

The details of the warrants are set out below.

Rights issue and warrants

On 3 July 2012, the Company allotted and issued 100,054,552 new ordinary shares ("Rights Shares") at an issue price of S\$0.05 for each Rights Share and 100,054,552 free detachable warrants ("Warrants") pursuant to a renounceable non-underwritten rights issue ("Rights Issue").

Each Warrant carries the right to subscribe for one new ordinary share in the capital of the Company at an exercise price of S\$0.05 for each new ordinary share and is exercisable during a three year period from the date of issue.



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- 1(d)(ii) Details of any changes in the company's share capital arising from rights 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 period reported on. State also the number of shares that may be issued on conversion of all the outstanding convertibles, as well as the number of shares held as treasury shares, if any, against the total number of issued shares excluding treasury shares of the issuer, 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 (cont'd).**

During the period, an additional of 9,500 Warrants have been converted into 9,500 new ordinary shares with the remaining unconverted as on its expiry date on 3 July 2015.

Subscription shares

The Company has on 9 July 2015 issued and allotted 9,500 new ordinary shares ("Subscription Shares") from the conversion of free detachable warrants ("Warrants") pursuant to a renounceable non-underwritten rights issue ("Rights Issue") on 3 July 2012.

Each Warrant carries the right to subscribe for one new ordinary share in the capital of the Company at an exercise price of S\$0.05 for each new ordinary share and is exercisable during a three year period from the date of issue which expired on 9 July 2015.

Treasury shares

No treasury shares were held by the Company as at 31 December 2015 and 31 December 2014.

Share options

There are no share options issued during the period.



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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.

	Company	
	31-Dec-15 No of share	31-Dec-14 No of share
Balance as at the beginning of the period	745,570,452	745,570,452
Issue of subscrip ^{ti} n shares at S\$0.05 each	-	-
Exercise of warrant at S\$0.05 each	9,500	-
Balance as at the end of the year	<u>745,579,952</u>	<u>745,570,452</u>

No treasury shares were held by the Company as at 31 December 2015 and 31 December 2014.

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

There was no treasury shares sold, transferred, disposal, cancelled or use during the financial period ended 31 December 2015.

2. Whether the figures have been audited or reviewed, and in accordance with which auditing standard or practice.

These figures have not been audited nor reviewed by the auditors.

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

Not applicable.

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

The Group has applied the same accounting policies and methods of computation in the preparation of the financial statements for the current financial year as those applied in the financial statements for the financial year ended 31 March 2015

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.**

There are no changes in the accounting policies and methods of computation.

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

- (a) based on the weighted average number of ordinary shares on issue; and
(b) on a fully diluted basis (detailing any adjustments made to the earnings).

	Group			
	Current Quarter		Cumulative Quarter	
	3QFY2016 RMB cents	3QFY2015 RMB Cents	3QFY2016 RMB cents	3QFY2015 RMB Cents
Loss per ordinary share				
Basic and diluted				
- Based on the weighted average number of ordinary shares in issue	(0.27)	(1.43)	(0.89)	(2.14)

Loss per ordinary share

The computation of the basic loss per share for 3QFY2016 and FY2016 were computed based on the loss for the three months and nine months financial period ended 31 December 2015 of RMB2,029,000 and RMB6,638,000 respectively (3QFY2015 and 9MFY2015: RMB10,638,000 and RMB15,952,000) and the weighted average number of ordinary shares outstanding of 745,579,952 during these period.

The weighted average number of ordinary shares for the purpose of computing basic earnings per share has been adjusted for the Subscription Shares issued and Warrants pursuant to the subscription by the Subscriber and exercise of Warrants in July 2015 respectively.



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6. **Earnings per ordinary share of the group for the current financial period reported on and the corresponding period of the immediately preceding financial year, after deducting any provision for preference dividends:**
(a) based on the weighted average number of ordinary shares on issue; and
(b) on a fully diluted basis (detailing any adjustments made to the earnings).

Diluted earnings/(loss)per share has not been presented for both periods as the ordinary shares to be issued from the exercise of the Company's outstanding Options and Rights Issue would have an anti-dilutive effect in the earnings/(loss)per share.

7. **Net asset value (for the issuer and group) per ordinary share based on the total number of issued shares excluding treasury shares of the issuer at the end of the:**
(a) current financial period reported on; and
(b) immediately preceding financial year.

	Group		Company	
	3QFY2016 RMB cents	3QFY2015 RMB cents	3QFY2016 RMB cents	3QFY2015 RMB cents
Net asset value per share	5.2	10.1	15.8	16.6

The net asset value per share is calculated based on 745,579,952 and 745,570,452 ordinary shares as at 31 December 2015 and 31 December 2014 respectively.



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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. It must include a discussion of the following:**
- (a) 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; and**
 - (b) any material factors that affected the cash flow, working capital, assets or liabilities of the group during the current financial period reported on.**

Statement of comprehensive income

(i) Current Quarter (3QFY2016)

Revenue increased 99% to RMB5.31 million for third quarter ended 31 December 2015 ("3QFY2016") from RMB2.67 million in the previous corresponding period ("3QFY2015") last year due to additional solar energy output contributions from the READH 20MW solar farm.

Cost of operations increased 175% from RMB1.48 million in 3QFY2015 to RMB4.07 million in 3QFY2016 mainly due to plant additional fixed cost taken up for READH during the period.

Gross profit for 3QFY2016 increased 4% to RMB1.24 million, compared to RMB1.12 million in 3QFY2015 which is attributed to the increase in production capacity of the power plants.

Administration expenses decreased 14% to RMB2.63 million in 3QFY2016, from RMB3.05 million in 3QFY2015, mainly due to decrease in legal and professional fees, entertainment and related cost.

The Group recorded other gain of RMB3.50 million in 3QFY2016 compared to other losses of RMB3.69 million in 3QFY2015 as a result of the foreign exchange appreciation of RMB against SGD.

Finance costs increased 24% to RMB5.77 million in 3QFY2016 from RMB4.67 million in 3QFY2015 mainly due to additional loan interest payment for the Group's subsidiary, READH in 3QFY2016 which was not included in the corresponding period in 3QFY2015.

The Company's associated company, Datang Baotou Asia Electricity Co. Ltd ("Datang Baotou"), contributed share of profit of RMB1.63 million in 3QFY2016 as compared to a share of loss of RMB0.41 million in 3QFY2015, mainly due to higher revenue generated during this quarter.

Taking into account of the above, the Group recorded a RMB2.03 million loss attributable to shareholders of in 3QFY16 as compared to RMB10.64 million in the 3QFY15.



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(ii) Year-to-Date (9MFY2016)

Revenue increased 100% to RMB20.58 million for the nine months ended 31 December 2015 (“9MFY2016”) from RMB10.31 million in the corresponding period (“9MFY2015”) last year due to additional solar energy output contributions from 20MW solar farm in Gansu Dunhuang.

Cost of operation have also increased 166% from RMB4.49 million in 9MFY2015 to RMB11.92 million in 9MFY2016.

Gross profit for 9MFY2016 improved by 49% to RMB8.67 million, compared to RMB5.83 million in 9MFY2015.

Other income rose to RMB0.09 million in 9MFY2016 from RMB0.07 million in 9MFY2015 as the Group recorded higher interest income received during this period.

Administration expenses decreased 10% to RMB8.25 million in 9MFY2016, from RMB9.13 million in 9MFY2015, mainly due to decrease in legal and professional fees, entertainment and related cost.

The Group recorded other gains of RMB4.35 million in 9MFY2016 compared to other losses of RMB6.05 million in 9MFY2015 as a result of the foreign exchange appreciation of RMB against SGD.

Finance costs increased 107% to RMB16.03 million in 9MFY2016 from RMB7.74 million in 9MFY2015 which is mainly attributed to loan interest from REAJQ and READH.

The Company’s associated company, Datang Baotou Asia Electricity Co. Ltd (“Datang Baotou”), contributed share of profit of RMB4.68 million in 9MFY2016 as compared to a share of profit of RMB1.07 million in 9MFY2015 mainly due to higher revenue generated in 9MFY2016.

Taking into account of the above, the Group recorded a loss attributable to shareholders of RMB6.64 million in 9MFY2016, compared to a loss of RMB15.95 million in 9MFY2015.

Statement of financial position

The Group’s property, plant and equipment decreased RMB5.05 million to RMB319.58 million as at 31 December 2015, from RMB324.63 million as at 31 March 2015 mainly due to depreciation charges during the period.

Investment in an associate rose from RMB85.10 million as at 31 March 2015 to RMB88.16 million as at 31 December 2015, mainly due to the profit contribution from its associate company, Datang Baotou for the period.



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Trade receivables increased by 33% from RMB13.10 million as at 31 March 2015 to RMB17.48 million as at 31 December 2015. This was mainly due to the slower than expected processing of payments from the Grid.

Overall, cash and bank balances decreased by RMB2.55 million to RMB0.81 million as at 31 December 2015 compared to RMB3.36 million as at 31 March 2015.

Other payables increased by 3% from RMB273.35 million as at 31 March 2015 to RMB281.63 million as at 31 December 2015 due to an increase in other operating expenses due to third parties, other operating expenses and staff costs accrued.

Current tax payable increased to RMB2.76 million as at 31 December 2015 mainly due to tax payable from the Group's subsidiaries, REAJQ and READH.

Consolidated Statement of Cash Flows

(i) Third Quarter

The year-on-year cash outflow from operating activities of RMB1.1 million from a cash outflow of RMB 19.3 million in 3QFY2015 was mainly due to a decline in trade and other receivables and bill receivables and an increase in bills payable, trade and other payable as a result of slower settlement of trade debts during the quarter.

There were no cash flow from investing activities as compared to an outflow of RMB 11.5 million in the comparative quarter in 3QFY2015 as there were no other concession under development as a result of tight cash flow within the Group.

No new loans was procured for the quarter and as a result, cash flow from financing activities was RMB 1.27 million due to payment and servicing of loans of the existing loans.

Overall, the Group recorded a RMB1.128 million cash outflow compared to a RMB30.9 million cash outflow compared to 3QFY2015.

(ii) 3QFY2016

The Group recorded an operating cash inflow of RMB5.07 million for 3QFY2016 compared to an operating cash outflow of RMB36.0 million for 3QFY2015. This was mainly due to a decline in trade and other receivables and increase in trade payables and other payables.

Net cash used in investing activities was RMB45.67 million for 3QFY2016, compared to RMB23.45 million in 1HFY2015 due to release of pledge deposits during the period.



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The net cash outflow from financing activities for 3QFY2016 was RMB53.29 million compared to inflow of RMB119.67 million in 3QFY2015, mainly because there were no additional project financing loans procure during the period as oppose to the disbursements of the project financing secured in 3QFY2015 to finance Dunhuang solar power plant project .

Overall, there was a net decrease of RMB62.7 million in cash and cash equivalents for 3QFY2016 as compared to 3QFY2015.

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

Not applicable

10. A commentary at the date of the announcement of the significant trends and 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 period and the next 12 months.

Trading in the shares of the Company was suspended with effect from 28 July 2015. Management has been in consultation with the Board and the Sponsors to explore various avenues to enable the Company to resume trading on the SGX-Catalist.

On 3 December 2015, the Company announced that it had entered into a memorandum of understanding on 28 November 2015 with Rayhii Investment Limited (“Investor”) to explore the possibility of (1) the Investor investing in the Company and (2) the Company diversifying into businesses to include clean technology engineering, such as engineering, procurement and construction of renewable energy projects, as well as investments into renewable energy projects in the Asia-Pacific region. Subsequently, the Company announced a proposed renounceable non-underwritten rights cum warrants issue (“Rights cum Warrants Issue”) on 31 December 2015.

For further details, please refer to the announcements released by the Company on 3 December 2015 and 31 December 2015 respectively.

The going concern of the Company is dependent on, amongst others, (1) the disposal of its concessions and/or non-productive assets and (2) the successful completion of the Rights cum Warrants Issue. Currently, management is in the process of finalising the resumption proposal to be submitted to the Sponsors.



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11. If a decision regarding dividend has been made:

(a) Whether an interim (final) ordinary dividend has been declared (recommended); and

None.

(b)(i) Amount per share in cents

Not applicable.

(b)(ii) Previous corresponding period in cents

None.

(c) Whether the dividend is before tax, net of tax or tax exempt. If before tax or net of tax, state the tax rate and the country where the dividend is derived. (If the dividend is not taxable in the hands of shareholders, this must be stated).

Not applicable.

(d) The date the dividend is payable.

Not applicable.

(e) The date on which Register able Transfers received by the company (up to 5.00 pm) will be registered before entitlements to the dividend are determined.

Not applicable.

12. If no dividend has been declared (recommended), a statement to that effect.

No dividend has been declared or recommended.



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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 obtained, a statement to that effect.

The Group does not have any general mandate from Shareholders for Interested Persons Transaction.

Name of Interested Person	Nature of transactions	Aggregate value of all interested person transactions during the financial year under review (excluding transactions less than \$100,000 and transactions conducted under shareholders' mandate pursuant to Rule 920)	Aggregate value of all interested person transactions conducted during the financial year under review under shareholders' mandate pursuant to Rule 920 (excluding transactions less than \$100,000)
(1) Datang Jiuquan Renewable Energy Asia Solar Power Co., Ltd. (大唐酒泉新能源太阳能发电有限公司)	Expenses paid on behalf	RMB'000 1	RMB'000 Nil
(2) Renewable Energy Asia (Yinchuan) Solar Power Co., Ltd.(亚洲新能源（尹川）太阳能发电有限公司)	Expenses paid on behalf	1,024	Nil
(3) Datang Weiwu Solar Power Co., Ltd.(大唐武威太阳能发电有限公司)	Expenses paid on behalf	58	Nil
(4) Oceantec Industries Co., Ltd (海科工业有限公司)	Expenses paid on behalf	2,740	Nil



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14. Negative Assurance Confirmation on Interim Financial Results under Listing Manual of Catalyst Rule 705(5)

We, Xu Jian and Zheng Lei, being two directors of Renewable Energy Asia Group Limited (the “Company”) do hereby confirm on behalf of the directors of the company that to the best of their knowledge, nothing has come to the attention of the Board of Directors which may render the unaudited interim financial results of the Group and Company (comprising the consolidated statements of financial positions, consolidated statement of comprehensive income, statements of changes in equity and consolidated statement of cash flows(together with their accompanying notes) for the third quarter ended 31 December 2015 and results of the business, changes in equity and cash flows of the Group for the 3 months ended on that date, to be false or misleading in any material aspect.

On Behalf of the Board of Directors

Xu Jian
Executive Chairman

Zheng Lei
Deputy Chairman and Chief
Executive Officer

BY ORDER OF THE BOARD

Dr. Zheng Lei
Chief Executive Officer and Executive Director

12 February 2015