

# BlackGold Natural Resources Limited (formerly known as NH Ceramics Ltd)

(Company Registration No. 199704544C)

# UNAUDITED FINANCIAL STATEMENTS FOR THE SECOND QUARTER AND SIX MONTHS ENDED 31 MARCH 2015

#### INTRODUCTION

On 10 March 2015, the Company (formerly known as NH Ceramics Ltd) completed the reverse acquisition ("**RTO**" or the "**Acquisition**") of BlackGold Asia Resources Pte. Ltd., BlackGold Energy Limited and their subsidiaries (the "**BlackGold Group**") as set out in the circular to shareholders dated 30 December 2014 ("**Circular**"), following which the Company:-

- a) consolidated every five (5) existing shares into one (1) consolidated share;
- b) issued and allotted 635,593,220 new shares to satisfy the consideration for the Acquisition on 10 March 2015;
- c) issued and allotted 86,000,000 new shares (the "**Placement Shares**") at the placement price of S\$0.295 per Placement Share on the terms and conditions as set out in the Underwriting and Placement Agreement; and
- d) changed its name from "NH Ceramics Ltd" to "BlackGold Natural Resources Limited".

Following the completion of the RTO and subsequent disposal of the NH subsidiaries, the principal business of the Company and its subsidiaries (the "**Enlarged Group**") is that of the BlackGold Group, which is in the business of energy and mining of natural resources.

### BASIS OF PREPARATION OF THE FINANCIAL STATEMENTS

# At Group Level

Subsequent to the completion of the Acquisition, the shareholders of the BlackGold Group became the majority shareholders of the Enlarged Group. As a result, the Acquisition has been accounted for as a reverse acquisition in accordance to FRS 103, and the legal subsidiary, the BlackGold Group, is deemed to be the accounting acquirer for accounting purpose.

Accordingly, the consolidated income statement, consolidated statement of financial position, consolidated statement of changes in equity and consolidated statement of cash flows of the Enlarged Group for the six months ended 31 March 2015 have been presented as a continuation of the BlackGold Group's financial results and operations, in accordance with the following: -

- a) the assets and liabilities of the legal subsidiary, the BlackGold Group, are recognised at their pre-combination carrying amounts before the Acquisition;
- b) the assets and liabilities of the legal parent, BlackGold Natural Resources Limited, are recognised at fair value and measured in accordance with FRS 103 "Business Combination";

- c) the retained earnings and other equity balances recognised in the consolidated financial statements are that of the legal subsidiary's (i.e. the BlackGold Group) immediately before the Acquisition;
- d) the cost of the RTO by the legal subsidiary, the BlackGold Group, for its interest in the Company (i.e. legal parent) is based on the number of equity interests that the BlackGold Group had to issue to the shareholders of the Company, to give the shareholders of the Company the same percentage of equity interest in the Enlarged Group that results from the reverse acquisition, is determined using the fair value of the issued equity of the Company just before the acquisition;
- e) the amount recognised as issued equity interests in the consolidated financial statements is determined by adding the issued equity interest of the legal subsidiary, the BlackGold Group, outstanding immediately before the Acquisition, to the cost of the reverse acquisition determined based on the share price of the Company at the acquisition date which amounted to US\$14,164,554. However, the equity structure (i.e. the number and type of equity interests issued) reflects the equity structure of the Company, including the equity interests the legal parent issued to effect the Acquisition;
- f) earnings per share has been restated and reflects the results of the legal subsidiary (i.e. the BlackGold Group) till the date of the Acquisition, and the results of the Enlarged Group from the date of the Acquisition onwards. In addition, the earnings per share has been retrospectively adjusted to take into account the share consolidation of every five shares in the capital of the Company into one consolidated share; and
- g) the comparative figures presented in these consolidated financial statements are those of the legal subsidiary, the BlackGold Group.

Following the completion of the RTO and disposal of the NH subsidiaries, the principal business of the Enlarged Group is that of the Blackgold Group. The existing business of the NH subsidiaries is no longer a core business of the Enlarged Group. As such, the Acquisition does not meet the definition of a business combination as set out in FRS 103. However, the consolidated financial statements have been prepared using the reverse acquisition accounting as set out in FRS 103, but it does not result in the recognition of goodwill as the Company does not meet the definition of a business. Instead, such transaction will fall within the scope of FRS 102 "Share-based payments", which requires the shares issued by the legal subsidiary (the consideration for the Acquisition of the Company) to be recognised at fair value. Any difference between the shares issued by the legal subsidiary and the fair value of the Company's identifiable net assets represents a service received by the legal subsidiary, the Blackgold Goup, which is recognised as an expense in the profit or loss statement.

#### **At Company Level**

Reverse acquisition accounting only applies to the consolidated financial statements at the Group level. At the Company's level, for accounting purpose, the investments in legal subsidiaries are accounted for at cost.

#### Notes

- a) The consolidated income statement of the Group for the six months ended 31 March 2015 refers to the Enlarged Group, which includes (i) the results of the BlackGold Group from 1 October 2014 to 31 March 2015; and (ii) the results of the Company from 10 March 2015 to 31 March 2015.
- b) The consolidated income statement of the Group for the six months ended 31 March 2014 refers to the results of the BlackGold Group for the period from 1 October 2013 to 31 March 2014.
- c) The consolidated income statement of the Group for the period from 1 January 2015 to 31 March 2015 refers to the Enlarged Group, which includes (i) the results of the Black Gold Group from 1 January 2015 to 31 March 2015; and (ii) the results of the Company from 10 March 2015 to 31 March 2015.
- d) The consolidated income statement of the Group for the period from 1 January 2014 to 31 March 2014 refers to the results of BlackGold Group for the period from 1 January 2014 to 31 March 2014.
- e) The consolidated statement of financial position of the Group as at 31 March 2015 refers to the Enlarged Group, which includes the assets and liabilities of (i) the BlackGold Group; and (ii) the Company, as at 31 March 2015.
- f) The consolidated statement of financial position of the Group as at 31 March 2014 refers to the statement of financial position of the BlackGold Group as at 31 March 2014.
- g) The consolidated statement of cash flows of the Group for the six months ended 31 March 2015 refers to the Enlarged Group, which includes the cash flows of (i) the BlackGold Group for the period from 1 October 2014 to 31 March 2015; and (ii) the Company for the period from 10 March 2015 to 31 March 2015.
- h) The consolidated statement of cash flows of the Group for the six months ended 31 March 2014 refers to the cash flows of the BlackGold Group.
- i) The statement of financial position of the Company as at 31 March 2015 refers to that of BlackGold Natural Resources Limited.
- j) The statement of financial position of the Company as at 30 September 2014 refers to that of NH Ceramics Ltd.

# UNAUDITED FINANCIAL STATEMENTS ANNOUNCEMENT FOR THE SECOND QUARTER AND SIX MONTHS ENDED 31 MARCH 2013

The Board of Directors of the Company is pleased to announce the unaudited consolidated results of the Group for the second quarter ("2Q2015") and six months ended 31 March 2015 ("6M2015"). For the purpose of this announcement, "2Q2014" refers to the second quarter ended 31 March 2014 and "6M2014" refers to six months ended 31 March 2014.

1(a)(i) A statement of comprehensive income for the group together with a comparative statement for the corresponding period of the immediately preceding year

### **Consolidated Statement of Comprehensive Income**

	-		GROU	IP .		
	Unaudited 2Q2015 US\$	Unaudited 2Q2014 US\$	Change +/- %	Unaudited 6M2015 US\$	Unaudited 6M2014 US\$	Change +/- %
Interest income from time	2.407	1.662	<b>5</b> 0	4.005	4 125	21
deposit and current account	2,497	1,663	50	4,985	4,125	21
Currency translation						
(loss)/gain	(20,635)	63,364	n.m.	(20,667)	74,147	n.m.
Expenses						
- Administrative	(271,634)	(107,061)	154	(351,847)	(225,748)	56
- Finance	(1,640)	(81)	n.m.	(935)	(684)	37
- Others *	(25,665,530)	-	n.m.	(25,664,991)	(448)	n.m.
Loss before tax	(25,956,942)	(42,115)	n.m.	(26,033,455)	(148,608)	n.m.
Income tax expense		-		-	-	_
Loss, net of tax	(25,956,942)	(42,115)	n.m.	(26,033,455)	(148,608)	n.m.
Other Comprehensive Income/(Loss):						
Items that may be reclassified subsequently to profit or loss						
Currency translation						
differences arising from consolidation	(116,493)	150,693	n.m.	(170,537)	(164,578)	4
Other comprehensive (loss)/income, net of tax	(116,493)	150,693	n.m.	(170,537)	(164,578)	4
Total comprehensive (loss)/income, net of tax	(26,073,435)	108,578	n.m.	(26,203,992)	(313,186)	n.m.
Net loss attributable to:						
- Equity holders of the	(25.055.025)	(44 704)		(0.6.004.740)	(1.45.0(4)	
Company	(25,955,987)	(41,731)	n.m.	(26,031,740)	(147,861)	n.m.
-Non-controlling interests	(955)	(384)	149	(1,715)	(747)	130
	(25,956,942)	(42,115)	n.m.	(26,033,455)	(148,608)	n.m.

	GROUP							
	Unaudited 2Q2015 US\$	Unaudited 2Q2014 US\$	Change +/- %	Unaudited 6M2015 US\$	Unaudited 6M2014 US\$	Change +/- %		
Total comprehensive (loss)/income attributable to: - Equity holders of the								
Company	(26,074,855)	107,898	n.m.	(26,201,224)	(310,715)	n.m.		
-Non-controlling interests	1,420	680	109	(2,768)	(2,471)	12		
	(26,073,435)	108,578	n.m.	(26,203,992)	(313,186)	n.m.		

n.m. denotes not meaningful

# Note:

1(a)(ii) The total comprehensive income/(loss) attributable to equity holders of the Company include the following credits/(charges):-

	GROUP					
	Unaudited 2Q2015 US\$	Unaudited 2Q2014 US\$	Change +/- %	Unaudited 6M2015 US\$	Unaudited 6M2014 US\$	Change +/- %
Employee						
compensation	(107,019)	(59,283)	(81)	(140,343)	(114,273)	(23)
Rental expenses	(52,461)	(32,204)	(63)	(66,111)	(63,506)	(4)
Travelling expenses	(40,586)	(2,035)	n.m	(53,012)	(12,208)	n.m
Professional fees	(1,719,162)	-	n.m	(1,719,162)	(3,031)	n.m
RTO cost	(12,959,102)	-	n.m	(12,959,152)	-	n.m
Arranger fees	(10,731,216)	-	n.m	(10,731,216)	-	n.m

n.m. denotes not meaningful

<sup>\*</sup> Other expenses in 2Q2015 and 6M2015 comprise mainly professional fees, RTO cost and arranger fees. Please refer to Paragraph 1(a)(ii) below for a breakdown of these expenses.

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

	GROU	IP	COMPANY			
	Unaudited As at	Unaudited As at	Unaudited As at	Audited As at		
	31/3/2015 US\$	30/9/2014 US\$	31/3/2015 US\$	30/9/2014 US\$		
ASSETS						
Current assets						
Cash and cash equivalents	19,894,865	101,472	11,574,653	9,437,636		
Other receivables	28,197	-	14,654,987	8,507		
Deposits and prepayments	32,565	38,453		8,005		
	19,955,627	139,925	26,229,640	9,454,148		
Non-current assets						
Property, plant and equipment	54,460	71,885	-	-		
Deferred exploration expenditure	9,868,357	3,640,436	-	-		
Investment in subsidiaries	-	-	123,408,973	3,980,018		
Restricted cash equivalents	197,119	210,996				
	10,119,936	3,923,317	123,408,973	3,980,018		
Total assets	30,075,563	4,063,242	149,638,613	13,434,166		
LIABILITIES						
Current liabilities						
Trade and other payables	59,795	92,552	-	8,278,887		
Current tax liability	16,821	13,234	-	-		
Accrued operating expenses	1,988,853	233,234	1,586,401	112,801		
Finance lease liabilities	2,894	2,698	-	-		
Capital distributable to shareholders	7,602,702	-	7,602,702	-		
	9,671,065	341,718	9,189,103	8,391,688		
Non-current liability						
Finance lease liabilities	5,666	7,051	-	-		
Loans from shareholders	3,373,555	3,249,229				
	3,379,221	3,256,280	-	<u>-</u>		
Total liabilities	13,050,286	3,597,998	9,189,103	8,391,688		
NET ASSETS	17,025,277	465,244	140,449,510	5,042,478		
EQUITY						
Capital and reserves attributable to equity holders of the Company						
Share Capital	43,817,134	1,053,109	159,914,329	15,508,587		
Capital reserves	1,000,000	1,000,000	-	-		
Currency translation reserve	(850,760)	(956,189)	-	-		
Accumulated losses	(26,987,929)	(681,276)	(19,464,819)	(10,466,109)		
	16,978,445	415,644	140,449,510	5,042,478		
Non-controlling interests	46,832	49,600	<u> </u>	<u> </u>		
Total equity	17,025,277	465,244	140,449,510	5,042,478		

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;

As at 31/03/2015		As at 30/09/2014		
Secured	Unsecured	Secured	Unsecured	
US\$	US\$	US\$	US\$	
_	-	-	-	

# (b) the amount repayable after one year;

As at 31/	03/2015	As at 30/09/2014		
Secured	Unsecured	Secured	Unsecured	
US\$	US\$	US\$	US\$	
-	3,373,555	-	3,249,229	

The above relates to shareholders' loans from Twin Gold Ventures S.A. ("**TGV**") and Novel Creation Holdings Limited ("**Novel Creation**"), and these loans are non-interest bearing, unsecured and repayable upon demand. Both TGV and Novel Creation have agreed not to demand payment for the outstanding amounts owed to them by the Group prior to September 2016.

# (c) Details of any collateral

Not Applicable.

# 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.

	Unaudited 2Q2015 US\$	Unaudited 2Q2014 US\$	Unaudited 6M2015 US\$	Unaudited 6M2014 US\$
Cash flows from operating activities				
Loss before tax	(25,956,942)	(42,115)	(26,033,455)	(148,608)
Adjustments for:				
-Depreciation of property, plant and equipment	6,665	4,414	8,516	8,252
-Interest income from fixed deposits and current account	(2.470)	(1,662)	(4,939)	(4,282)
-RTO cost	(2,470) 12,959,102	(1,663)	12,959,102	(4,202)
-Arranger fees	10,731,216	_	10,731,216	_
-Unrealised currency translation losses	(111,427)	- 157,869	(155,735)	(168,656)
om cancea carrency a anotavion record	(2,373,856)			
Change in working capital, net of effects from acquisition of subsidiaries	(2,373,850)	118,505	(2,495,295)	(313,294)
Other receivables	(1,951)	876	4,494	96,872
Other payables	1,528,281	(148,754)	1,722,862	(610,958)
Restricted cash	10,024	(16,705)	13,877	(4,113)
Cash used in operating activities	(837,502)	(46,078)	(754,062)	(831,493)
Income tax refunded/(paid)	2,218	-	(4,458)	-
Net cash used in operating activities	(835,284)	(46,078)	(758,520)	(831,493)
Cash flows from investing activities				
Exploration and evaluation expenditures	(6,051,820)	(272,846)	(6,227,921)	(450,700)
Purchase of plant and equipment	-	(3,739)	(1,658)	-
Interest received	2,470	1,663	4,939	4,282
Net cash received from RTO	8,783,193	-	8,783,193	
Net cash provided by/(used in) investing activities	2,733,843	(274,922)	2,558,553	(446,418)
Cash flows from financing activities				
Proceeds from shareholders' loan	87,234	326,690	124,326	1,225,909
Proceeds from issuance of ordinary shares	18,462,994	-	18,462,994	-
Share issue expense	(594,739)	-	(594,739)	-
Repayment of finance lease		(5,074)	(1,191)	(11,277)
Net cash provided by financing activities	17,955,489	321,616	17,991,390	1,214,632
Net increase/(decrease) in cash and cash equivalents	19,854,048	616	19,791,423	(63,279)
Cash and cash equivalents at the beginning of the year	44,391	69,469	101,472	124,154
Effects of currency translation on cash and cash equivalents	(3,574)	(6,846)	1,970	2,364
Cash and cash equivalents at the end of	(-,-:-)	(*,* -*)	-,-· v	_,,
the period	19,894,865	63,239	19,894,865	63,239

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 capitalisation issues and distributions to shareholders, together with a comparative statement for the corresponding period of the immediately preceding financial year.

# **GROUP** - Current period

	Share Capital US\$	Accumulated losses US\$	Capital reserves US\$	Currency Translation reserve US\$	Non- controlling interests US\$	Total equity US\$
Balance at 1 October 2014 Issuance of placement	1,053,109	(956,189)	1,000,000	(681,276)	49,600	465,244
shares Total comprehensive loss	18,462,994	-	-	-	-	18,462,994
for the period	-	(26,031,740)	-	(169,484)	(2,768)	(26,203,992)
Share issue expense Issuance of shares for	(594,739)	-	-	-	-	(594,739)
arranger fees	10,731,216	-	-	-	-	10,731,216
RTO of BlackGold Group	14,164,554	-	-	-	-	14,164,554
Balance at 31 March 2015	43,817,134	(26,987,929)	1,000,000	(850,760)	46,832	17,025,277

### **GROUP - Prior period**

	Share Capital US\$	Accumulated losses US\$	Capital reserves US\$	Currency Translation reserve US\$	Non- controlling interests US\$	Total equity US\$
Balance at 1 October 2013 Total comprehensive loss	1,053,109	(541,702)	1,000,000	(337,907)	53,045	1,226,545
for the period	-	(147,861)	-	(162,854)	(2,471)	(313,186)
Balance at 31 March 2014	1,053,109	(689,563)	1,000,000	(500,761)	50,574	913,359

# **COMPANY - Current period**

	Share Capital	<b>Accumulated losses</b>	<b>Total equity</b>
	US\$	US\$	US\$
Balance at 1 October 2014	15,508,587	(10,466,109)	5,042,478
RTO of BlackGold Group	123,408,973	-	123,408,973
Issuance of placement shares	18,462,994	-	18,462,994
Issuance of shares for arranger fees	10,731,216	-	10,731,216
Loss for the period	-	(8,998,710)	(8,998,710)
Share capital reduction	(7,602,702)	-	(7,602,702)
Share issue expense	(594,739)	-	(594,739)
Balance at 31 March 2015	159,914,329	(19,464,819)	140,449,510

#### **COMPANY - Prior period**

	Share Capital	<b>Accumulated losses</b>	<b>Total equity</b>
	US\$	US\$	US\$
Balance at 1 October 2013 Total comprehensive loss for the	15,508,333	(9,864,639)	5,643,694
period	<u> </u>	(138,272)	(138,272)
Balance at 30 September 2014	15,508,333	(10,002,911)	5,505,422

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.

#### Changes in the Company's share capital

The movement in the Company's issued and fully paid-up share capital from 1 October 2014 to 31 March 2015 were as follows:

	No. of Shares	Share capital US\$
At 1 October 2014	335,577,825	15,508,587
At 10 March 2015	335,577,825	15,508,587
Shares consolidation (every 5 shares into 1 consolidated share)	67,115,563	15,508,587
Issuance of shares pursuant to the RTO	584,745,762	123,408,973
Issuance of shares for arranger fees	50,847,458	10,731,216
Issuance of shares from new placement shares	86,000,000	18,462,994
Reduction of share capital via distribution to shareholders	-	(7,602,702)
Share issue expense		(594,739)
As at 31 March 2015	788,708,783	159,914,329

There were no outstanding convertibles or share options granted, as at 31 March 2015 and 31 March 2014.

There were no treasury shares held or issued as at 31 March 2015 and 31 March 2014.

# 1(d)(iii) 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.

	As at 31 March 2015	As at 30 September 2014
Number of issued shares excluding treasury shares	788,708,783	335,577,825

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 were no sales, transfers, disposal, cancellation and / or use of treasury shares as at 31 March 2015.

2. Please state whether the figures have been audited or reviewed, and if so which auditing standard or practice has been followed.

The figures have not been audited or reviewed by the Company's auditors.

3. If the figures have been audited or reviewed, please provide a statement on whether there are any qualifications or emphasis of matter.

Not applicable.

4. Please state whether the same accounting policies and method of computation as in the issuer's most recently audited financial statements have been followed.

On 1 October 2014, the Group and the Company adopted the new or revised Singapore Financial Reporting Standards ("FRS"), which are effective for the financial period beginning 1 January 2014.

The following are the FRS that are relevant to the Group and the Company:

- FRS 110 and FRS 27: Consolidated Financial Statements and Separate Financial Statements (Revised) (Effective for annual periods beginning on or after 1 January 2014)
- FRS 112: Disclosure of Interests in Other Entities (Effective for annual periods beginning on or after 1 January 2014)
- FRS 32: Offsetting Financial Assets and Financial Liabilities (Effective for annual periods beginning on or after 1 January 2014)

The adoption of the new and revised Financial Reporting Standard which took effect from the current reporting period is assessed to have no material impact to the results of the Group and of the Company for the current financial period reported on.

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.

See item 4 above.

# 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.

	6M2015 US\$	6M2014 US\$
Basic loss per share (cents)	(13.9)	-
Weighted average number of shares for the purpose of computing basic earnings per share	187,381,100	N.A.
Fully diluted loss per share (cents)	(13.9)	-
Weighted average number of shares for the purpose of computing fully diluted earnings per share	187,381,100	N.A.

The comparatives for 6M2014 are not meaningful as the RTO was only effected on 10 March 2015.

The basic and diluted loss per ordinary share for 6M2015 were the same as there were no potentially dilutive ordinary shares existing during the period.

- 7. Net asset value (for the issuer and group) per ordinary share based on 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.

	31 Mar 2015 US\$	30 Sep 2014 US\$
Net asset value of the Group per ordinary share (cents)	2.2	-
No. of ordinary shares in issue	788,708,783	N.A.
Net asset value of the Company per ordinary share (cents)	17.8	-
No. of ordinary shares in issue	788,708,783	N.A.

The comparatives as at 30 September 2014 are not meaningful as the RTO was only effected on 10 March 2015.

- 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.

#### Introduction

As set out on page 2 of this announcement, the Acquisition is being accounted for as a reverse acquisition under the FRS where the BlackGold Group (the legal subsidiary) is deemed as the acquirer for accounting purposes.

Accordingly, the Group's consolidated financial statements for the financial period ended 31 March 2015 were prepared as a continuation of the BlackGold Group's financial statements and that the BlackGold Group is deemed to have acquired the Company with effect from 10 March 2015.

As such, comparison of revenue and expenses between (i) 2Q2015 and 2Q2014, and (ii) 6M2015 and 6M2014, are not meaningful.

#### **Review of Profit & Loss**

The Group is currently in the preliminary exploration phase of its mining activities, and has yet to commence production. As such, there are no revenues generated as of 31 March 2015.

#### Currency translation (loss)/gain

The Group recorded currency translation losses of US\$21K in 2Q2015, as compared to currency translation gain of US\$63K in 2Q2014, and currency translation losses of US\$21K in 6M2015, as compared to currency translation gain of US\$74K in 6M2014.

The currency translation losses in 2Q2015 and 6M2015 were mainly due to translation differences on the outstanding liabilities which are mainly denominated in Singapore Dollars. In view of the strengthening of the United Dollars (being the reporting currency) against the Singapore Dollar, the Group recorded currency translation losses in these periods.

# **Administrative Expenses**

Administrative expenses mainly relate to employee remuneration, rental and travelling expenses.

Administrative expenses increased by US\$165K or 154%, from US\$107K in 2Q2014 to US\$271K in 2Q2015. The increase was mainly attributable to:-

- an increase in employee compensation of US\$48K mainly due to the increase in headcount to prepare for expansion and commencement of the Group's mining operations.
- an increase in rental expenses of US\$20K due to increase in office rental rates.
- an increase in legal and licensing expenses of US\$8K in respect of legal consultation fees for land acquisition activities.
- an increase in travelling expenses of US\$38K in 2Q2015 due to increased travelling by employees who were involved in the preparation of the RTO.

Administrative expenses increased by US\$126K or 56%, from US\$226K in 6M2014 to US\$352K in 6M2015. The increase was mainly attributable to:-

- an increase in employee compensation of US\$26K due to the increase in headcount to prepare for expansion and commencement of the Group's mining operations.
- an increase in rental expenses of US\$20K due to increase in office rental rates.
- an increase in legal and licensing expenses of US\$18K in respect of legal consultation fees for land acquisition activities.
- an increase in travelling expenses of US\$41K in 2Q2015 due to travelling by employees who were involved in the preparation of the RTO.

#### Other expenses

Other expenses comprise mainly professional fees, RTO cost and arranger fees pursuant to the RTO.

Other expenses amounted to US\$26M in both 2Q2015 and 6M2015. Comparatively, other expenses were nil in 2Q2014 and negligible in 6M2014.

Other expenses in 2Q2015 and 6M2015 comprised (a) non-recurring professional fees of US\$2M; (b) RTO cost of US\$13M; and (c) arranger fees of US\$11M in 2Q2015.

Professional fees were incurred for the RTO exercise. RTO cost arose from the application of FRS 102 Share-based Payments, as described in page 3 of this announcement. Arranger fees relate to one-off issuance of shares to UOB Kay Hian as the arranger in the RTO transaction.

# Loss after tax

As a result of the above factors (which have largely been disclosed in the Circular in respect of the RTO), the Group recorded net losses of US\$26M in both 2Q2015 and 6M2015.

#### **Review of Statement of Financial Position**

#### Non-current assets

Non-current assets of the Group comprised property, plant and equipment, deferred exploration expenditure and restricted cash equivalents.

Non-current assets increased by US\$6M, from US\$4M as at 30 September 2014 to US\$10M as at 31 March 2015. The increase was mainly due to the increase in deferred exploration expenditure of US\$6M, relating to the purchase of capital equipment and other working capital expenditure in preparation for the Group's mining operations.

#### **Current assets**

Current assets comprised cash and cash equivalents, other receivables, and deposits and prepayments.

Current assets increased by US\$20M, from US\$140K as at 30 September 2014 to US\$20M as at 31 March 2015. The increase was mainly due to the increase in cash and cash equivalents, attributable to proceeds of US\$18M from the issue of new shares in the capital of the Company (net of share issue expense of US\$500K) and the acquisition of US\$9M cash balances in NH Ceramics Ltd (of which approximately US\$8M have been subsequently distributed in April 2015 pursuant to the SCRE (as defined herein)).

#### **Current liabilities**

Current liabilities comprised trade and other payables, current tax liability, accrued operating expenses, finance lease liabilities (current portion), and capital distributable to shareholders.

Current liabilities increased by US\$9M, from US\$342K as at 30 September 2014 to US\$10M as at 31 March 2015. The increase was due to an increase in accrued operating expenses of US\$2M and an increase in capital distributable to shareholders of US\$8M.

Accrued operating expenses relate mainly to professional fees incurred during the RTO exercise. The increase of US\$2M was mainly due to the incurrence of such professional fees.

Capital distributable to shareholders relate to the liabilities payable in relation to the Selective Capital Reduction Exercise ("SCRE") as disclosed in the Circular. The monies were subsequently distributed to the SCRE shareholders in April 2015.

#### Non-current liabilities

Non-current liabilities comprised finance lease liabilities (non-current portion) and loans from shareholders. Non-current liabilities were US\$3M as at 30 September 2014 and 31 March 2015, and relate mainly to loans from shareholders, namely TGV and Novel Creation, and such loans are non-interest bearing, unsecured and repayable upon demand. Both TGV and Novel Creation have agreed not to demand payment for the outstanding amounts owed to them by the Group prior to September 2016.

### Working capital

The Group recorded working capital of US\$10M as at 31 March 2015.

#### **Review of Statement of Cash Flows**

## **202015**

The Group recorded net cash used in operating activities of US\$1M for 2Q2015 which was a result of operating losses before changes in working capital of approximately US\$2M, adjusted for net working capital inflows of approximately US\$2M and income tax refund of US\$2K.

Net cash provided by investing activities of US\$3M in 2Q2015 was mainly due to cash outflow of US\$6M for exploration and evaluation expenditure, partially offset by net cash of US\$8M received from the RTO (which were subsequently distributed to SCRE shareholders in April 2015).

Net cash provided by financing activities of US\$18M was mainly due to cash proceeds of US\$18M from issuance of new shares pursuant to the placement exercise, net of share issue expenses of US\$594K.

#### 6M2015

The Group recorded net cash used in operating activities of US\$1M for 6M2015 which was a result of operating losses before changes in working capital of US\$3M, adjusted for net working capital inflows of US\$2M and income tax paid of US\$4K.

Net cash provided by investing activities of US\$3M was mainly due to net cash of US\$8M received from the RTO (which were subsequently distributed to SCRE shareholders in April 2015), partially offset by increased cash outflow of US\$6M in respect of exploration and evaluation expenditure.

Net cash provided by financing activities of US\$18M was mainly due to cash proceeds of US\$18M from issuance of new shares pursuant to the placement exercise, net of share issue expenses of US\$594K.

As a result of the above, the Group recorded net increase in cash and cash equivalents of US\$20M in 2Q2015 and 6M2015.

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

Not applicable, the Group has not disclosed any forecast or prospect statements to its shareholders previously.

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.

While recent coal prices have dropped to a five-year low due to undisciplined supply growth, the global demand outlook for coal remains positive in the long term. This positive outlook is reaffirmed by Wood Mackenzie which expects coal to overtake oil as the world's most consumed fuel in 2019, driven by the rapid electricity and demand growth.

Furthermore, according to the Electricity Supply Business Plan by PT PLN (Persero) for the period from 2013 to 2022, Indonesian's domestic coal demand is expected to remain healthy, meeting the growing demand for power and target of 79.6% to 97.7% for Indonesia's electrification ratio.

According to Indonesia's Ministry of Energy and Mineral Resources, national electricity demand is expected to continue growing at 8.4% annually from 2013 to 2022, and the electricity demand in Sumatera (where the Group's concessions are located) is expected to grow at 10.6% per annum.

- 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

Not applicable.

# (b)(ii) Previous corresponding period

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 Registrable 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.

The Board of Directors do not recommend the payment of a dividend for the current period ended 31 March 2015.

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 does not have a general mandate from shareholders for interested person transactions ("**IPTs**") pursuant to Rule 920(1)(a)(ii) of the Listing Manual Section B: Rules of Catalist of the Singapore Exchange Securities Trading Limited ("**Catalist Rules**").

Name of Interested Person	Aggregate value of all interested person transactions during the financial period under review (excluding transactions less than \$\$100,000 and transaction conducted under the shareholders' mandate pursuant to Rule 920)	Aggregate value of all interested person transactions conducted under the shareholders' mandate pursuant to Rule 920 (excluding transaction less than S\$100,000)
	US\$	US\$
N.A	-	-

#### 14. Use of IPO Proceeds

Pursuant to Rule 1204(5)(f) of the Catalist Rules, the Board of Directors wishes to provide an update on the use of the proceeds arising from the allotment and issue of 86,000,000 new ordinary shares at an issue price of \$\$0.295 per share in the capital of the Company through the placement exercise, which was completed on 10 March 2015. The net proceeds of approximately \$\$25 million (after deducting expenses of approximately \$\$1 million) ("Net Proceeds") have been utilised as follows:-

Intended use of Net Proceeds	Allocation of Net Proceeds as disclosed in the Offer Information Statement (S\$)	Net Proceeds utilised as at date of this announcement (S\$)	Balance of the Net Proceeds as at the date of this announcement (S\$)
Capital expenditure for the			
development of PT SB Mine Concession	11,140,000	7,444,000	3,696,000
Exploration works within the			
Concession Blocks	3,000,000	1,142,000	1,858,000
Comment of the control of the contro	10.470.000	1 102 000	0.207.000
General working capital purposes	10,470,000	1,183,000	9,287,000
Total	24,610,000	9,769,000	14,841,000

# ADDITIONAL DISCLOSURE REQUIRED FOR MINERAL, OIL AND GAS COMPANIES

### 15 (a). Rule 705(6)(a) of the Catalist Listing Manual

### i. Use of funds/cash for the quarter:-

In 2Q2015, funds were mainly used for the following activities:-

Purpose	Amount (US\$)
Pre-production activities	6,229,000
Royalty and government fees	93,000
General working capital	619,000
Total	6,941,000

# ii. Projection on the use of funds/cash for the next immediate quarter, including principal assumptions:-

For the next immediate quarter (financial period from 1 April 2015 to 30 June 2015 ("**3Q2015**"), the Group's use of funds for production activities are expected to be as follows:-

Purpose	Amount US\$
Pre-production activities	38,000
Royalties and government fees	1,000
General working capital	56,000
Total	96,000

# **Principal Assumptions**

Projected use of funds for certain items, including but not limited to expenses incurred for the Group's mine development activities, will vary according to the Group's rate of coal mining and production. Accordingly, if the Group's rate of coal mining and production changes, the Group's use of funds for mine development activities will change as well. As set out in the Circular, mining operations will initially commence within the PT SB Concession, whereby pit design and mine development plans are being finalised for the SB Mine Pit 1, covering an area of 510 hectares. Barring any unforeseen circumstances and in line with the Group's mining plan as set out in the Circular, the Group expects to achieve a coal mining and production rate of 675,000 tonnes per annum in FY2016.

# 15 (b). Rule 705(6)(b) of the Catalist Listing Manual

The Board confirms that to the best of their knowledge, nothing has come to their attention which may render the above information provided to be false or misleading in any material aspect.

## 15 (c). Rule 705(7)(a) of the Catalist Listing Manual

Details of exploration (including geophysical surveys), development and/or production activities undertaken by the Company and a summary of the expenditure incurred on those activities, including explanations for any material variances with previous projections, for the period under review. If there has been no exploration, development and/or production activity respectively, that fact must be stated.

Between 1 January 2015 to 31 March 2015, there were no drilling, mining or production activities. As disclosed in the Circular, up to December 2012, the Group drilled a total depth of 12,682 metres. There have been no further drilling activities during the intervening period.

#### 15 (d). Rule 705(7)(b) of the Catalist Listing Manual

Update on its reserves and resources, where applicable, in accordance with the requirements as set out in Practice Note 4C, including a summary of reserves and resources as set out in Appendix 7D.

The Independent Qualified Person's Report ("IQPR") on the coal resources and ore reserve estimates as at 29 December 2014 is contained in the Circular to shareholders. Soft copy of the offer document is available for download on the SGXNET. There were no material updates on the IQPR as at 31 March 2015.

#### 16. Negative confirmation pursuant to Rule 705(5).

To the best of our knowledge, nothing has come to the attention of the Board of Directors which may render the unaudited financial results of the Group and the Company for the six months ended 31 March 2015 to be false or misleading in any material aspect.

#### BY ORDER OF THE BOARD

Phil Cecil Rickard CEO/Executive Director James Rijanto CIO/Executive Director

15 May 2015

This announcement has been prepared by BlackGold Natural Resources Limited (the "Company") and its contents have been reviewed by the Company's Sponsor ("Sponsor"), Canaccord Genuity Singapore Pte. Ltd., for compliance with the relevant rules of the Singapore Exchange Securities Trading Limited ("SGX-ST"). The Sponsor has not independently verified the contents of this announcement.

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.

The contact person for the Sponsor is Ms. Alice Ng, Director and Head of Continuing Sponsorship, Canaccord Genuity Singapore Pte. Ltd. at 77 Robinson Road #21-02 Singapore 068896, telephone: (65) 6854 6160.