COURAGE MARINE GROUP LIMITED



(勇利航業集團有限公司)

(Incorporated in Bermuda on 5 April 2005) (Company Registration no: 36692)

Full Year Financial Statement And Dividend Announcement

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

(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

1(a)(i) Income Statement for the Fourth Quarter and Year Ended 31 December 2014:

	U\$\$'0	00	%	US\$'	US\$'000	
	Q4 2014	Q4 2013	Change	FY 2014	FY 2013	Change
Turnover	4,044	9,570	(50)	16,535	24,963	(2.4
Cost of sales		•	(58)	•	•	(34
	(4,906)	(7,281)	(33)	(19,732)	(22,313)	(12
Gross (loss) profit	(862)	2,289	NM	(3,197)	2,650	NM
Other income	135	133	2	341	609	(44
Other gains and losses	(34)	(7)	386	1,437	80	1,696
Administrative expenses	(1,219)	(1,419)	(14)	(3,212)	(3,644)	(12
Other expenses	(320)	(167)	92	(820)	(167)	391
Impairment loss on property, plant and equipment	(2,900)	-	NM	(2,900)	-	NM
Finance cost	(322)	(369)	(13)	(1,363)	(1,300)	5
(Loss) profit before income tax	(5,522)	460	NM	(9,714)	(1,772)	448
Income tax	(31)	(59)	(47)	(9,714)	(3)	233
	· · · · · · · · · · · · · · · · · · ·	(59) 401	(47) NM	` '		233 448
(Loss) profit for the period	(5,553)	401	INIVI	(9,724)	(1,775)	448
Other comprehensive income (expenses)						
Surplus (deficit) on revaluation of leasehold land and building	631	(70)	NM	782	(68)	NM
Deferred tax (liability) asset arising on revaluation of						
leasehold land and building	(104)	18	NM	(121)	24	NM
Total comprehensive (expense) income for the period						
- attributable to owners of the Company	(5,026)	349	NM	(9,063)	(1,819)	398

1(a)(ii) Additional Information

	US\$'	000	%	US\$'	US\$'000	
	Q4 2014	Q4 2013	Change	FY 2014	FY 2013	Change
Profit before tax is arrived						
after (charging) / crediting:						
Other income including interest income	135	133	2	341	609	(4
Interest on borrowings	(322)	(369)	(13)	(1,363)	(1,300)	
Depreciation and amortisation	(588)	(458)	28	(2,289)	(1,692)	3
Gain (loss) on disposal of plant and equipment	-	-	NM	1,475	-	NN
Gain (loss) on held-for-trading investment	(9)	2	NM	(6)	59	NM
Gain (loss) on foreign exchange (net)	(26)	9	NM	(48)	23	NI

NOTES

NM denotes not meaningful.

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

	Gro	up	Com	pany
	US\$'000	US\$'000	US\$'000	US\$'000
	31/12/2014	31/12/2013	31/12/2014	31/12/2013
ASSETS				
Current assets				
Cash and cash equivalents	8,883	13,152	62	108
Trade receivables	156	1,329	-	-
Other receivables and prepayments	3,160	3,775	78	27
Amounts due from a joint venture	553	412	-	-
Held-for-trading investment	444	450	-	-
Pledged bank deposits	4,361	4,330	-	-
Total current assets	17,557	23,448	140	135
Non-current assets				
Property, plant and equipment	68,711	70,120	-	-
Investment property	-	914	-	-
Interest in a joint venture	5,330	5,330	-	-
Interests in subsidiaries	-	-	14,217	20,047
Amounts due from subsidiaries	-	-	24,557	53,584
Long-term receivables and deposits	5,329	5,015	-	-
Deposit paid for acquisition of a vessel	-	860	-	-
Available-for-sale investment	79	79	-	-
Total non-current assets	79,449	82,318	38,774	73,631
Total assets	97,006	105,766	38,914	73,766
LIABILITIES AND SHAREHOLDERS' EQUITY				
Current liabilities	0.400	2 205	000	000
Other payables and accruals Bank borrowings - due within one year	2,193 4,024	2,205 5,646	603	892
Total current liabilities	6,217	7,851	603	892
Non-current liabilities				
Deferred tax liabilities	311	190	_	_
Bank borrowings - due after one year	32,156	30,340	-	-
Total non-current liabilities	32,467	30,530	-	
Capital and reserves				
Share capital	19,059	19,059	19,059	19,059
Share premium	28,027	28,027	28,027	28,027
Revaluation reserve	1,734	1,073	20,027	20,027
Other reserve	1,734	1,531		-
Retained profits	7,971	17,695	(8,775)	- 25,788
•		67,385	· · · /	72,874
Total	58,322	67,385	38,311	72,874
Total liabilities and equity	97,006	105,766	38,914	73,766
Net current assets / (liabilities)	11,340	15,597	(463)	(757)
Total assets less current liabilities	90,789	97,915	38,311	72,874
Total assets less current nabilities	30,769	91,315	30,311	12,014
	· · · · · · · · · · · · · · · · · · ·			

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:-

Amount repayable in one year or less, or on demand

As at 31/12/2014		As at 31/	12/2013
Secured	Unsecured	Secured	Unsecured
US\$4,024,000	-	US\$5,646,000	-

Amount repayable after one year

As at 31	/12/2014	As at 31	/12/2013
Secured	Unsecured	Secured	Unsecured
US\$32,156,000	-	US\$30,340,000	-

Details of any collateral

Secured borrowings are generally secured by:

- 1. Corporate guarantee from Courage Marine Group Limited on the outstanding loan balance
- 2. First preferred mortgage over the vessels held by Courage Marine Co. Ltd., Heroic Marine S.A., Sea Pioneer Marine Corp. and Zorina Navigation Corp., named "MV Courage", "MV Heroic", "MV Cape Pioneer" and "MV Zorina", respectively, and
- 3. Assignment of insurance in respect of MV Cape Pioneer, MV Courage, MV Heroic and MV Zorina

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		
	US\$'000)	
	Q4 2014	Q4 2013	
Operating activities			
(Loss) profit before income tax	(5,522)	460	
Adjustments for			
Interest income	(17)	(16)	
Interest expense	322	369	
Change in fair value of held-for-trading investment	9	(2)	
Change in fair value of investment property	_	19	
Depreciation	588	458	
Imputed interest income on long-term receivable	(119)	(113)	
Impairment loss on deposits paid	222	167	
Impairment loss on other receivables	98	-	
Impairment loss on property, plant and equipment	2,900	-	
Operating (loss) profit before movements in working capital	(1,519)	1,342	
Decrease in trade receivables	165	1,622	
Decrease in other receivable and prepayments	87	1	
Increase in other payable and accruals	1,078	414	
Cash (used in) from operations	(189)	3,379	
Income tax paid	(1)	(3)	
Income tax refund	-	58	
Interest income received	17	16	
Interest expense paid	(322)	(369)	
Net cash (used in) from operating activities	(495)	3,081	
Investing activities			
Deposits for acquisition of property, plant and equipment and			
investment properties	1	(1)	
Deposit paid for acquisition of a vessel	-	(860)	
Purchase of property, plant and equipment	129	(601)	
Proceeds on disposal of plant and equipment	1	-	
Placement of pledged bank deposits	(7)	(8)	
Advance to a joint venture	(141)	- (4.470)	
Net cash (used in) investing activities	(17)	(1,470)	
Financing activities			
Repayment of loans	(988)	(793)	
(Decrease) increase in bank overdraft	(18)	16	
Net cash (used in) financing activities	(1,006)	(777)	
Net (decrease) increase in cash and cash equivalents	(1,518)	834	
Cash and cash equivalents at beginning of the period	10,401	12,318	
Cash and cash equivalents at end of the period	8,883	13,152	

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Dividends received from listed investments Net cash (used in) operating activities (4,357) Investing activities	(1,300)
Net cash (used in) operating activities (4,357) Investing activities	(1,300)
Investing activities	(437)
	(107)
Deposits for acquisition of property, plant and equipment and	
investment properties (253)	(957)
Deposit paid for acquisition of a vessel -	(860)
Purchase of property, plant and equipment (8,075)	(8,451)
Proceeds on disposal of plant and equipment 8,394	-
Placement of pledged bank deposits (31)	(32)
Withdrawal of structured deposits -	1,000
Advance to a joint venture (141)	-
Net cash (used in) investing activities (106)	(9,300)
Florester etc. March	
Financing activities	4.000
New loans raised 10,000	4,000
Repayment of loans (7,331)	(3,051)
(Decrease) increase in bank overdraft (2,475) Net cash from financing activities 194	1,017
Net cash from financing activities 194	1,017
Net (decrease) in cash and cash equivalents (4,269)	
Cash and cash equivalents at beginning of the year 13,152	(8,720)
Cash and cash equivalents at end of the year 8,883	(8,720) 21,872

	Share	Share	Property Revaluation	Other	Retained profits attributable to the	
	Capital	Premium	Reserve	Reserve	shareholders	Total
	US\$'000	US\$'000	US\$'000	US\$'000	US\$'000	US\$'000
The Group						
Balance at 1 January 2013	19,059	28,027	1,117	-	19,470	67,673
Loss for the year	-	-	-	-	(1,775)	(1,775)
Deficit on revaluation of leasehold land and building	-	-	(68)		-	(68)
Deferred tax asset arising on revaluation of						
leasehold land and building	-	-	24	-	-	24
Total comprehensive income for the year	-	-	(44)	-	(1,775)	(1,819)
Reserve arising from the settlement of deferred consideration by way of transfer of property interest						
to a joint venture	-	-	-	1,531	-	1,531
Balance at 31 December 2013	19,059	28,027	1,073	1,531	17,695	67,385
Loss for the year	-				(9,724)	(9,724)
Surplus on revaluation of leasehold land and building	-	-	782	-	-	782
Deferred tax liability arising on revaluation of						
leasehold land and building	-	-	(121)	-	-	(121)
Total comprehensive income for the year	-	-	661	-	(9,724)	(9,063)
Balance at 31 December 2014	19,059	28,027	1,734	1,531	7,971	58,322

			Retained profits	
	Share Capital	Share Premium	attributable to the shareholders	Total
	i i			
The Company	US\$'000	US\$'000	US\$'000	US\$'000
Balance at 1 January 2013	19,059	28,027	25,356	72,442
Total comprehensive income for the year	-	-	432	432
Balance at 31 December 2013	19,059	28,027	25,788	72,874
Total comprehensive income for the year	-	-	(34,563)	(34,563)
Balance at 31 December 2014	19,059	28,027	(8,775)	38,311

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 or 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 has been no change in the Company's share capital since the end of the previous period reported on.

The Company does not have any outstanding convertibles as at 31 December 2014 and 31 December 2013.

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

As at 31/12/2014	As at 31/12/2013
1,058,829,308	1,058,829,308

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

There were no shares being held as treasury shares by the Company.

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

The figures have not been audited or reviewed.

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 adopted the same accounting policies and method of computation in the financial statements for the current period compared with the financial statements for the financial year ended 31 December 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

Not Applicable.

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)

Г		Group					
		Q4 2014	Q4 2013	FY 2014	FY 2013		
		US Cents	US Cents	US Cents	US Cents		
а	Based on the weighted average number of ordinary shares in issue	(0.53)	0.04	(0.92)	(0.17)		
b	On a fully diluted basis	(0.53)	0.04	(0.92)	(0.17)		

NOTES:

The earnings per ordinary share is calculated by dividing the consolidated profit attributable to the shareholders of the Company by the weighted average number of ordinary shares in issue during the financial period reported on.

The fully diluted earnings per ordinary share is the same as the earnings per ordinary share as there were no options granted or outstanding during the financial period.

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	
	31/12/2014	31/12/2013	31/12/2014	31/12/2013
	US Cents	US Cents	US Cents	US Cents
Net asset value per ordinary share	5.51	6.36	3.62	6.88

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.

<u>Turnover</u>

4Q2014

The Group's turnover decreased by 58% from approximately US\$9.6 million in 4Q13 to US\$4 million in 4Q14, reflecting the low demand for the dry bulk market. The Baltic Dry Index (the "BDI") remained low and was below 1,000 level during 4Q14.

FY2014

The Group's turnover decreased by 34% from approximately US\$25 million in FY2013 to approximately US\$16.5 million in FY2014. The dry bulk market remained under intense pressure and the BDI was around 1,000 level for most of the time during FY2014.

Profitability

4Q2014

The Group's cost of sales decreased by 33% from approximately US\$7.3 million in 4Q13 to approximately US\$4.9 million in 4Q14. This was because of the low fleet utilisation during the period. The Group recorded a gross loss of approximately US\$0.9 million in 4Q14 compared to gross profit of US\$2.3 million in 4Q13.

Other income consists of interest income from banks and certificate of deposit, sundry income, and other one-off income. The Group recorded other income of US\$135,000 in 4Q14, an increase of approximately 2% compared to 4Q13.

Other gains and losses consist of changes in fair value of investment property, changes in fair value of held-for-trading investments, gains and losses on the disposal of fixed assets and exchange gains and losses. The Group recorded other loss of approximately US\$34,000 in 4Q14 compared to approximately US\$7,000 in 4Q13 due to the exchange losses.

Administrative expenses decreased by 14% from approximately US\$1.4 million in 4Q13 to approximately US\$1.2 million in 4Q14 as the Group had less legal and professional expenses during the quarter.

The Group had recorded other expenses of approximately US\$0.3 million in 4Q14 compared to US\$0.1 million in 4Q13 as the Group recorded more impairment loss on deposits paid in 4Q14.

The Group conducted a review of the Group's vessels and determined that a number of those assets were impaired, due to decrease in utilisation rate and corresponding fall in revenue. Accordingly, the Group had recorded an impairment loss of approximately US\$2.9 million in 4Q14 and did not record such expense in 4Q13. The recoverable amount of the vessels has been determined on the basis of their fair value less cost to sell.

The Group recorded finance costs of approximately US\$322,000 in 4Q14 compared to US\$369,000 in 4Q13 due mainly to bank borrowings.

The Group's subsidiaries recorded an income tax expense of approximately US\$31,000 in 4Q14 compared to income tax expense of US\$59,000 during 4Q13.

The Group recorded other comprehensive income of approximately US\$0.5 million in 4Q14 due to the surplus on revaluation of the Group's leasehold and building. The Group recorded other comprehensive expense of approximately US\$52,000 in 4Q13.

Overall, the Group recorded a net loss of approximately US\$5 million in 4Q14 compared to a net profit of approximately US\$0.3 million in 4Q13. This is mainly due to the lower utilisation rate, low turnover, and impairment loss for the Group's vessels during 4Q14.

FY2014

The Group's cost of sales decreased by 12% from approximately US\$2.3 million in FY2013 to approximately US\$19.7 million in FY2014. The Group recorded gross loss of approximately US\$3.2 million in FY2014 compared to gross profit of approximately US\$2.7 million in FY2013.

Other income consists of interest income from banks and certificate of deposit, sundry income, and other one-off income. The Group recorded other income of US\$0.3 million in FY2014, a decrease of 44% compared to FY2013. This was largely due to an one-off insurance claim received in FY2013.

Other gains and losses consist of changes in fair value of investment property, changes in fair value of held-for-trading investments, gains and losses on the disposal of fixed assets and exchange gains and losses. The Group recorded other gains of approximately US\$1.4 million in FY2014 compared to approximately US\$80,000 in FY2013 which was due to the disposal gain of MV Cape Warrior.

Administrative expenses decreased by 12% as the Group had less legal and professional expenses during the period.

The Group had recorded other expenses of approximately US\$0.8 million in FY2014 compared to US\$0.2 million in FY2013 as the Group recorded more impairment loss on deposits paid in FY2014.

The Group conducted a review of the Group's vessels and determined that a number of those assets were impaired, due to decrease in utilisation rate and corresponding fall in revenue. Accordingly, the Group had recorded an impairment loss of approximately US\$2.9 million in FY2014 and did not record such expense in FY2013. The recoverable amount of the vessels has been determined on the basis of their fair value less cost to sell.

The Group recorded finance costs of approximately US\$1.4 million in FY2014 compared to US\$1.3 million in FY2013 mainly due to bank borrowings.

The Group's subsidiaries recorded an income tax expense of US\$10,000 during FY2014 compared to approximately US\$3,000 in FY2013.

The Group recorded other comprehensive income of approximately US\$0.7 million in FY2014 due to the surplus on revaluation of the Group's leasehold and building. The Group recorded other comprehensive expenses of approximately US\$44,000 in FY2013.

Overall, the Group recorded a net loss of approximately US\$9.7 million in FY2014 compared to a net loss of approximately US\$1.8 million in FY2013 due to lower turnover, lower utilisation rate, and impairment loss for the Group's vessels.

Cashflow

There was a net decrease in cash and cash equivalents of approximately US\$4.3 million in FY2014. Although the Group had obtained a new bank loan of US\$10 million and had cash proceeds of approximately US\$8.4 million on the disposal of MV Cape Warrior, cash was also utilised to purchase MV Courage and to repay part of the bank loans. The Group had cash and bank balances of approximately US\$8.9 million as at 31 December 2014.

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

The Group issued a profit warning announcement on 19 January 2015. The FY2014 results are in line with the disclosure made in the said announcement.

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.

The dry bulk market has been bad during recent months. The BDI, which has a close correlation to freight rates, reached an all-time low of 500 level recently. Low demand for commodities in the Greater China Region, especially during the Chinese New Year period, and over-supply of vessels led to more pressure on the freight rates in dry bulk market.

The updated tonnage of the Group's fleet is approximately 335,000 dwt. Due to the poor operating environment, the Group is exploring various options for reducing costs, including operating costs.

In view of the foregoing, the financial performance of the Group for 2015 will continue to be adversely affected by the current challenging economic conditions and uncertain outlook.

11. Dividend

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

No.

(b)(i) Amount per share in cents

Not applicable.

(b)(ii) Previous corresponding period in cents

Not applicable.

(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 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 5.00pm) 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 was declared or recommended for the current financial period reported on.

13. Interested Person Transactions

The group has not obtained a general mandate for interested person transactions. During the period under review, the following interested person transactions were entered into by the Group:

Interested Person	Aggregate value of all interested person transactions conducted for FY2014 (excluding transactions less than \$100,000)
Ms. Chou (Spouse of Mr Chang Shun-Chi)*	Rental expenses for lease of Shanghai office - US\$28,000
Maxmart Shipping & Trading Co., Ltd. ("Maxmart")**	Commission on disposal of vessel paid - US\$44,000

^{*}Mr Chang Shun-Chi has retired as a director of the Company with effect from the conclusion of the annual general meeting of the Company head on 29 April 2014.

^{**}Mr Chang Shun-Chi is the sole director and controlling shareholder of Maxmart.

PART II - ADDITIONAL INFORMATION REQUIRED FOR FULL YEAR ANNOUNCEMENT (This part is not applicable to Q1, Q2, Q3 or Half Year Results)

14. 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 year

No business segmental information of the Group is presented as the Group's revenues, expenses, assets, liabilities and capital expenditure are primarily attributable to the provision of ship chartering services.

Due to the nature of the provision of ship chartering services, which is carried out internationally, we consider that it is not meaningful to provide the financial information by geographical segment. Accordingly, geographical segment results for the provision of ship chartering services are not presented.

15. 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

16. A breakdown of sales

	2014	2013	% Change
	US\$'000	US\$'000	
Turnover for the first half of	9,845	10,256	-4
(Loss) after tax for the first half of	(1,883)	(1,560)	+21
Turnover for the second half of	6,690	14,707	-55
(Loss) after tax for the second half of	(7,841)	(215)	+3,547

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

Total Annual Dividend

	Latest Year	Previous Year
Ordinary	NIL	NIL
Preference	-	1
Total:	NIL	NIL

18. Disclosure of person occupying a managerial position in the issuer or any of its principal subsidiaries who is relative of a director or chief executive officer or substantial shareholder of the issuer pursuant to Rule 704(13).

Pursuant to Rule 704(13) of the listing manual of the Singapore Exchange Securities Trading, the Company confirms that there is no person occupying a managerial position in the Company or in any of its subsidiaries who is a relative of a director, chief executive officer or substantial shareholder of the Company.

By Order of the Board

WU CHAO HUAN Managing Director 27 February 2015



Courage Marine Group Limited 勇利航業集團有限公司

Suite 1801, West Tower, Shun Tak Centre, 200 Connaught Road Central, Hong Kong Phone: (852) 3184-0755 · Fax: (852) 3184-0750

Website: couragemarine.com · E-mail: courage@couragemarine.com

COURAGE MARINE GROUP LIMITED (Incorporated in Bermuda)

To: All Shareholders

The Board of Directors of Courage Marine Group Limited wishes to make the following announcement:

Financial Result

The unaudited financial results of the Group for the full year and the fourth quarter ended 31 December 2014 are enclosed.

Confirmation by Directors

The Board of Directors hereby confirm that, to the best of their knowledge, nothing has come to their attention which may render the unaudited financial results of the Group for the fourth quarter ended 31 December 2014 to be false or misleading.

By Order of the Board Courage Marine Group Limited

Mr. Hsu Chih-Chien Chairman and Director Mr. Wu Chao-Huan Managing Director

Dated this the Twenty-Seventh day of February 2015