Registration No:
Inv.1279 E/2007

GRAND TWINS INTERNATIONAL (CAMBODIA) PLC
(INCORPORATED IN CAMBODIA)

AUDITED FINANCIAL STATEMENTS AND INDEPENDENT AUDITORS' REPORT
31 DECEMBER 2013

Registration No:
Inv.1279 E/2007

GRAND TWINS INTERNATIONAL (CAMBODIA) PLC
(Incorporated in Cambodia)

CORPORATE INFORMATION

DIRECTORS:	Yang Shaw Shin Liao Chung-Te Su Yu Chin Chen Tsung-Chi Ly Kunthai
REGISTERED OFFICE:	Phum Trapaingpoe Sangkat Chom Chao Khan Posenchey Phnom Penh Cambodia
PRINCIPAL BANKERS:	Cambodian Public Bank First Commercial Bank Mega International Commercial Phnom Penh Branch
AUDITORS:	BDO (Cambodia) Limited

Registration No:
Inv.1279 E/2007

GRAND TWINS INTERNATIONAL (CAMBODIA) PLC
(Incorporated in Cambodia)

CONTENTS **PAGE**

Registration No:
Inv.1279 E/2007

GRAND TWINS INTERNATIONAL (CAMBODIA) PLC
(Incorporated in Cambodia)

DIRECTORS' REPORT

The Directors have pleasure in submitting their report and the audited financial statements of Grand Twins International (Cambodia) Plc ("the Company") for the financial year ended 31 December 2013.

Principal activity

The principal activity of the Company is manufacturing of garments. There have been no significant changes in the nature of this activity during the financial year.

Results of operations

	US$	KHR'000
Profit for the year	7,295,604	29,145,938

Dividends

The Directors do not recommend the payment of any dividend for the current financial year.

Reserves and provisions

There were no material transfers to or from reserves or provisions during the current financial year.

Bad and doubtful debts

Before the statement of profit or loss and other comprehensive income and statement of financial position were made out, the Directors took reasonable steps to ascertain that action had been taken in relation to the writing off of bad debts and the making of allowance for doubtful debts, and satisfied themselves that there were no known bad debts and allowance need not be made for doubtful debts.

At the date of this report, the Directors are not aware of any circumstances which would render it necessary to write off bad debts or to make allowance for doubtful debts in the financial statements of the Company.

Current assets

Before the statement of profit or loss and other comprehensive income and statement of financial position were made out, the Directors took reasonable steps to ensure that for any current assets which were unlikely to be realised in the ordinary course of business, their values as shown in the accounting records of the Company have been written down to an amount expected if realised.

At the date of this report, the Directors are not aware of any circumstances which would render the values attributed to the current assets in the financial statements of the Company misleading.

Valuation methods

At the date of this report, the Directors are not aware of any circumstances, which have arisen and which may render adherence to the existing method of valuation of assets or liabilities of the Company misleading or inappropriate.

GRAND TWINS INTERNATIONAL (CAMBODIA) PLC
(Incorporated in Cambodia)

DIRECTORS' REPORT (continued)

Contingent and other liabilities

At the date of this report, there does not exist:

(i) any charge on the assets of the Company which has arisen since the end of the financial year which secures the liabilities of any other person, or

(ii) any contingent liability of the Company which has arisen since the end of the financial year.

No contingent or other liability has become enforceable, or is likely to become enforceable, within the period of 12 months after the end of the financial year which, in the opinion of the Directors, will or may substantially affect the ability of the Company to meet its obligations when they fall due.

Change of circumstances

At the date of this report, the Directors are not aware of any circumstances not otherwise dealt with in this report or in the financial statements of the Company, which would render any amount stated in the financial statements as misleading.

Items of an unusual nature

The results of the operations of the Company during the financial year were not, in the opinion of the Directors, substantially affected by any item, transaction or event of a material and unusual nature.

There has not arisen in the interval between the end of the financial year and the date of this report any item, transaction or event of a material and unusual nature likely, in the opinion of the Directors, to affect substantially the results of the operations of the Company for the financial year for which this report is made.

Share capital

During the current financial year, the authorised share capital of the Company of US$8,000,000 comprising 8,000,000 ordinary shares of US$1.00 each was sub-divided into 32,000,000 ordinary shares of US$0.25 each and the issued and paid up share capital of US$8,000,000 was sub-divided accordingly into 32,000,000 ordinary shares of US$0.25 each.

The Company also further increased its authorised share capital from US$8,000,000 to US$50,000,000 by the creation of an additional 168,000,000 ordinary shares of US$0.25 each.

No option to take up unissued shares in the Company was granted during the financial year and there were no shares under options at the end of the financial year in respect of shares in the Company.

GRAND TWINS INTERNATIONAL (CAMBODIA) PLC
(Incorporated in Cambodia)

DIRECTORS' REPORT (continued)

Directors

The Directors who have held for office since the date of the last report are:

Yang Shaw Shin	
Liao Chung-Te	(appointed on 6 February 2013)
Su Yu Chin	(appointed on 6 February 2013)
Chen Tsung-Chi	(appointed on 6 February 2013)
Ly Kunthai	(appointed on 6 February 2013)
Shen Kuei	(resigned on 6 February 2013)

Directors' benefits

During and at the end of the financial year, no arrangements subsisted to which the Company is a party, with the object or objects of enabling the Directors of the Company to acquire benefits by means of the acquisition of shares in or debentures of the Company or any other corporate body.

Since the end of the previous financial year, the Directors have not received or become entitled to receive any benefit by reason of a contract made by the Company or a related corporation with the Director or with a firm of which the Director is a member, or with a company in which the Director has a substantial financial interest.

Directors' responsibility in respect of the financial statements

The Directors are responsible to ascertain that the financial statements give a true and fair view of the financial position of the Company as at 31 December 2013, and of its financial performance and cash flows for the financial year then ended. In preparing these financial statements, the Directors are required to:

(a) adopt appropriate accounting policies which are supported by reasonable judgements and estimates and then apply them consistently;

(b) comply with the disclosure requirements of the Cambodian International Financial Reporting Standards ("CIFRSs") or, if there have been any departures in the interest of true and fair presentation, ensure that these have been appropriately disclosed, explained and quantified in the financial statements;

(c) maintain adequate accounting records and an effective system of internal controls;

(d) prepare the financial statements on a going concern basis unless it is inappropriate to assume that the Company will continue its operations in the foreseeable future; and

(e) control and direct effectively the Company in all material decisions affecting its operations and performance and ascertain that such decisions and/or instructions have been properly reflected in the financial statements.

The Directors confirm that they have complied with the above requirements in preparing the financial statements.

GRAND TWINS INTERNATIONAL (CAMBODIA) PLC
(Incorporated in Cambodia)

DIRECTORS' REPORT (continued)

Statement by the Directors

In the opinion of the Directors, the financial statements set out on pages 7 to 40 have been drawn up in accordance with Cambodian International Financial Reporting Standards so as to give a true and fair view of the financial position of the Company as at 31 December 2013, and of its financial performance and cash flows for the financial year then ended.

Signed on behalf of the Board in accordance with a resolution of the Directors

Yang Shaw Shin	Liao Chung-Te
Chairman	CEO

Phnom Penh, Cambodia
Date: 3 APR 2014

Tel: +855 23 218 128
Fax: +855 23 993 225
www.bdo.com.kh

Suite 28, Hotel Cambodiana
313 Sisowath Quay
Phnom Penh
Kingdom of Cambodia

INDEPENDENT AUDITORS' REPORT TO THE SHAREHOLDERS OF GRAND TWINS INTERNATIONAL (CAMBODIA) PLC
(Incorporated in Cambodia)
(Registration No: Inv.1279 E/2007)

Report on the Financial Statements

We have audited the accompanying financial statements of Grand Twins International (Cambodia) Plc ("the Company"), which comprise statement of financial position as at 31 December 2013, and statement of profit or loss and other comprehensive income, statement of changes in equity and statement of cash flows for the year then ended, and a summary of significant accounting policies and other explanatory information, as set out on pages 7 to 40.

Directors' Responsibility for the Financial Statements

The Directors of the Company are responsible for the preparation and fair presentation of these financial statements in accordance with Cambodian International Financial Reporting Standards, and for such internal control as the Directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with Cambodian International Standards on Auditing. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

INDEPENDENT AUDITORS' REPORT TO THE SHAREHOLDERS OF
GRAND TWINS INTERNATIONAL (CAMBODIA) PLC
(Incorporated in Cambodia)
(Registration No: Inv.1279 E/2007) (continued)

Report on the Financial Statements (continued)

Opinion

In our opinion, the financial statements give a true and fair view of the financial position of the Company as at 31 December 2013, and of its financial performance and its cash flows for the year then ended in accordance with Cambodian International Financial Reporting Standards.

BDO Cambodia

BDO (Cambodia) Limited

BDO (CAMBODIA) LIMITED

Phnom Penh, Cambodia
Date: 3 APR 2014

GRAND TWINS INTERNATIONAL (CAMBODIA) PLC
(Incorporated in Cambodia)

STATEMENT OF FINANCIAL POSITION AS AT 31 DECEMBER 2013

	Note	2013		2012
		US$	KHR'000	US$
ASSETS				
Non-current assets				
Property, plant and equipment	7	6,243,567	24,943,050	6,436,775
Intangible assets	8	13,123	52,426	17,074
Deferred tax assets	9	122,722	490,275	71,695
		6,379,412	25,485,751	6,525,544
Current assets				
Inventories	10	7,351,362	29,368,691	6,503,934
Trade and other receivables	11	33,718,412	134,705,056	25,441,766
Cash and cash equivalents	12	428,831	1,713,180	920,318
		41,498,605	165,786,927	32,866,018
TOTAL ASSETS		47,878,017	191,272,678	39,391,562
EQUITY AND LIABILITIES				
Equity				
Share capital	13	8,000,000	31,960,000	8,000,000
Retained earnings		33,133,651	132,368,936	25,838,047
TOTAL EQUITY		41,133,651	164,328,936	33,838,047
LIABILITIES				
Non-current liability				
Borrowings	14	-	-	472,426
Current liabilities				
Other payables	15	2,078,262	8,302,657	1,658,698
Borrowings	14	472,269	1,886,714	1,142,984
Current tax liabilities		4,193,835	16,754,371	2,279,407
		6,744,366	26,943,742	5,081,089
TOTAL LIABILITIES		6,744,366	26,943,742	5,553,515
TOTAL EQUITY AND LIABILITIES		47,878,017	191,272,678	39,391,562

GRAND TWINS INTERNATIONAL (CAMBODIA) PLC
(Incorporated in Cambodia)

STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME FOR THE YEAR ENDED 31 DECEMBER 2013

	Note	2013 US$	2013 KHR'000	2012 US$
Revenue	16	65,805,319	262,892,249	54,864,718
Cost of sales	17	(50,610,649)	(202,189,543)	(39,870,448)
Gross profit		15,194,670	60,702,706	14,994,270
Other income	18	4,071	16,264	20,124
Administrative expenses	19	(3,536,470)	(14,128,198)	(2,938,773)
Distribution costs	20	(2,380,519)	(9,510,173)	(905,856)
Finance cost	21	(52,912)	(211,383)	(113,595)
Other expenses		(69,835)	(278,991)	(61,224)
Profit before tax		9,159,005	36,590,225	10,994,946
Tax expense	22	(1,863,401)	(7,444,287)	(2,207,712)
Profit for the year		7,295,604	29,145,938	8,787,234
Other comprehensive income, net of tax		-	-	-
Total comprehensive income for the financial year		7,295,604	29,145,938	8,787,234

The accompanying notes form an integral part of the financial statements.

GRAND TWINS INTERNATIONAL (CAMBODIA) PLC
(Incorporated in Cambodia)

STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 DECEMBER 2013

	Note	Share capital US$	Retained earnings US$	Total US$
Balance as at 1 January 2012		**2,000,000**	**17,050,813**	**19,050,813**
Profit for the year, representing total comprehensive income		-	8,787,234	8,787,234
Transactions with owners				
Share issue	13	6,000,000	-	6,000,000
Total transactions with owners		6,000,000	-	6,000,000
Balance as at 31 December 2012/1 January 2013		**8,000,000**	**25,838,047**	**33,838,047**
Profit for the year, representing total comprehensive income		-	7,295,604	7,295,604
Balance as at 31 December 2013		**8,000,000**	**33,133,651**	**41,133,651**
(KHR'000 equivalent)		*31,960,000*	*132,368,936*	*164,328,936*

GRAND TWINS INTERNATIONAL (CAMBODIA) PLC
(Incorporated in Cambodia)

STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED 31 DECEMBER 2013

	Note	2013		2012
		US$	KHR'000	US$
Cash flows from operating activities				
Profit before tax		9,159,005	36,590,225	10,994,946
Adjustments for:				
Amortisation of intangible assets	8	3,951	15,784	5,608
Depreciation of property, plant and equipment	7	583,315	2,330,343	568,396
Gain on disposal of property, plant and equipment		-	-	(3,000)
Interest expense	21	52,912	211,383	113,595
Interest income		(3,044)	(12,161)	(2,985)
Property, plant and equipment written off		-	-	1,040
		9,796,139	39,135,574	11,677,600
Changes in working capital				
Inventories		(847,428)	(3,385,475)	(1,438,019)
Trade and other receivables		(8,288,169)	(33,111,235)	(10,870,716)
Other payables		417,812	1,669,159	160,801
Cash generated from/(used in) operating activities		1,078,354	4,308,023	(470,334)
Interest paid	21	(52,912)	(211,383)	(113,595)
Net cash from/(used in) operating activities		1,025,442	4,096,640	(583,929)
Cash flows from investing activities				
Advances from related parties		13,275	53,034	5,513
Purchases of property, plant and equipment	7	(390,107)	(1,558,477)	(252,917)
Purchases of intangible assets	8	-	-	(3,571)
Proceeds from disposals of property, plant and equipment		-	-	6,000
Interest received		3,044	12,161	2,985
Net cash used in investing activities		(373,788)	(1,493,282)	(241,990)
Cash flows from financing activities				
Proceeds from issuance of ordinary shares	13	-	-	2,120,000
Repayments of bank borrowings		(1,143,141)	(4,566,848)	(607,043)
Net cash (used in)/from financing activities		(1,143,141)	(4,566,848)	1,512,957
Net (decrease)/increase in cash and cash equivalents		(491,487)	(1,963,490)	687,038
Cash and cash equivalents at beginning of year		920,318	3,676,670	233,280
Cash and cash equivalents at end of year	12	428,831	1,713,180	920,318

The accompanying notes form an integral part of the financial statements.

GRAND TWINS INTERNATIONAL (CAMBODIA) PLC
(Incorporated in Cambodia)

NOTES TO THE FINANCIAL STATEMENTS
31 DECEMBER 2013

1. CORPORATE INFORMATION

The Company was registered on 15 November 2007 as a Private Limited Liability Company in the Kingdom of Cambodia. On 19 February 2013, the Company made amendments to its Articles of Incorporation to change to a Public Limited Company.

The registered office and principal place of business of the Company is located at Phum Trapaingpoe, Sangkat Chom Chao, Khan Posenchey, Phnom Penh, Cambodia.

The Company regards Grand Twins International Ltd, a company incorporated in the British Virgin Islands with registered office located at Portcullis TrustNet (BVI) Limited, Portcullis TrustNet Chambers, P.O. Box 12345 Road Town, Tortola, British Virgin Islands, as the holding company.

The financial statements are presented in United States Dollar ("US$"), which is also the Company's functional currency.

The financial statements were authorised for issue by the Board of the Directors on 3 April 2014.

2. PRINCIPAL ACTIVITY

The principal activity of the Company is manufacturing of garments. There have been no significant changes in the nature of this activity during the financial year.

3. BASIS OF PREPARATION

The financial statements of the Company have been prepared in accordance with Cambodian International Financial Reporting Standards ("CIFRSs") as issued by the National Accounting Council of the Ministry of Economy and Finance.

4. SIGNIFICANT ACCOUNTING POLICIES

4.1 Basis of accounting

The financial statements of the Company have been prepared under the historical cost convention except as otherwise stated in the financial statements.

The preparation of financial statements in conformity with CIFRSs requires the Directors to make estimates and assumptions that affect the reported amounts of assets, liabilities, revenue and expenses and disclosure of contingent assets and contingent liabilities. In addition, the Directors are also required to exercise their judgement in the process of applying the accounting policies. The areas involving such judgements, estimates and assumptions are disclosed in Note 6 to the financial statements. Although these estimates and assumptions are based on the Directors' best knowledge of events and actions, actual results could differ from those estimates.

Translations to Khmer Riel ("KHR") are presented in the statement of financial position, statement of profit or loss and other comprehensive income, statement of changes in equity, statement of cash flows and the notes to the financial statements as at and for the year ended 31 December 2013 of the Company using the official rate of exchange regulated by National Bank of Cambodia as at the reporting date, which was US$1 = KHR3,995 (2012: KHR3,995). Such translation amounts should not be construed as representations that the US$ amounts represent, or have been or could be, converted into KHR at that or any other rate.

4. SIGNIFICANT ACCOUNTING POLICIES (continued)

4.2 Property, plant and equipment

All items of property, plant and equipment are initially measured at cost less accumulated depreciation and any accumulated impairment losses. Cost includes expenditure that is directly attributable to the acquisition of the asset.

Subsequent costs are included in the assets' carrying amount or recognised as a separate asset, as appropriate, only when the cost is incurred and it is probable that the future economic benefits associated with the asset will flow to the Company and the cost of the asset can be measured reliably. The carrying amount of parts that are replaced is derecognised. The costs of the day-to-day servicing of property, plant and equipment are recognised in profit or loss as incurred. Cost also comprises the initial estimate of dismantling and removing the asset and restoring the site on which it is located for which the Company is obligated to incur when the asset is acquired, if applicable.

Each part of an item of property, plant and equipment with a cost that is significant in relation to the total cost of the asset and which has different useful life, is depreciated separately. After initial recognition, property, plant and equipment are stated at cost less accumulated depreciation and any accumulated impairment losses.

Depreciation is calculated to write off the cost of the assets to their residual values over the following estimated useful lives:

Leasehold land	100 years	straight-line
Building and structure	12 years	straight-line
Plant and machineries	5 years	declining balance
Motor vehicles	4 years	declining balance
Equipment and computers	2 - 4 years	declining balance

At the end of each reporting period, the carrying amount of an item of property, plant and equipment is assessed for impairment when events or changes in circumstances indicate that its carrying amount may not be recoverable. A write down is made if the carrying amount exceeds the recoverable amount (see Note 4.5 to the financial statements on impairment on non-financial assets).

The residual values, useful lives and depreciation method are reviewed at each financial period end to ensure that the amount, method and period of depreciation are consistent with previous estimates and the expected pattern of consumption of the future economic benefits embodied in the items of property, plant and equipment. If expectations differ from previous estimates, the changes are accounted for as a change in an accounting estimate.

The carrying amount of an item of property, plant and equipment is derecognised on disposal or when no future economic benefits are expected from its use or disposal. The difference between the net disposal proceeds, if any, and the carrying amount is included in profit or loss.

4. SIGNIFICANT ACCOUNTING POLICIES (continued)

4.3 Intangible assets

Intangible assets are recognised only when the identifiability, control and future economic benefit probability criteria are met. Intangible assets are initially measured at cost.

After initial recognition, intangible assets are carried at cost less any accumulated amortisation and any accumulated impairment losses. The useful lives of intangible assets are assessed to be either finite or indefinite. Intangible assets with finite lives are amortised on a declining basis and are assessed for any indication that the asset could be impaired. If any such indication exists, the entity shall estimate the recoverable amount of the asset. The amortisation period and the amortisation method for an intangible asset with a finite useful life are reviewed at least at each financial year end. The amortisation expense on intangible assets with finite lives is recognised in profit or loss and is included within the other operating expenses line item.

An intangible asset has an indefinite useful life when based on the analysis of all the relevant factors; there is no foreseeable limit to the period over which the asset is expected to generate net cash inflows to the Company. Intangible assets with indefinite useful lives are tested for impairment annually and wherever there is an indication that the carrying amount may be impaired. Such intangible assets are not amortised. Their useful lives are reviewed at the end of each reporting period to determine whether events and circumstances continue to support the indefinite useful life assessment for the asset. If they do not, the change in the useful life assessment from indefinite to finite is accounted for as a change in accounting estimate in accordance with CIAS 8 *Accounting Policies, Changes in Accounting Estimates and Errors*.

Expenditure on an intangible item that is initially recognised as an expense is not recognised as part of the cost of an intangible asset at a later date.

An intangible asset is derecognised on disposal or when no future economic benefits are expected from its use. The gain or loss arising from the derecognition determined as the difference between the net disposal proceeds, if any, and the carrying amount of the asset is recognised in profit or loss when the asset is derecognised.

4.4 Inventories

Inventories are stated at the lower of cost and net realisable value.

Cost is determined using the weighted average basis. The cost comprises all costs of purchase, cost of conversion plus other cost incurred in bringing the inventories to their present location and condition. The cost of work-in-progress and finished goods includes the cost of raw materials, direct labour, other direct cost and a proportion of production overheads based on normal operating capacity of the production facilities.

Net realisable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and the estimated costs necessary to make the sales.

4.5 Impairment of non-financial assets

The carrying amount of assets, except for financial assets, inventories and deferred tax assets, are reviewed at the end of each reporting period to determine whether there is any indication of impairment. If any such indication exists, the asset's recoverable amount is estimated.

Intangible assets that have an indefinite useful life are tested annually for impairment or more frequently if events or changes in circumstances indicate that the intangible asset might be impaired.

4. SIGNIFICANT ACCOUNTING POLICIES (continued)

4.5 Impairment of non-financial assets (continued)

The recoverable amount of an asset is estimated for an individual asset. Where it is not possible to estimate the recoverable amount of the individual asset, the impairment test is carried out on the cash generating unit ("CGU") to which the asset belongs.

The recoverable amount of an asset or CGU is the higher of its fair value less cost to sell and its value in use.

In estimating the value in use, the estimated future cash inflows and outflows to be derived from continuing use of the asset and from its ultimate disposal are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the future cash flow estimates have not been adjusted. An impairment loss is recognised in profit or loss when the carrying amount of the asset or the CGU exceeds the recoverable amount of the asset or the CGU. The total impairment loss is allocated to reduce the carrying amount of the assets of the CGU on a pro-rata basis of the carrying amount of each asset in the CGU. The impairment loss is recognised in profit or loss immediately.

An impairment loss is reversed if, and only if, there has been a change in the estimates used to determine the assets' recoverable amount since the last impairment loss was recognised.

An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised. Such reversals are recognised as income immediately in profit or loss.

4.6 Leases

(a) Finance leases

Assets acquired under finance leases which transfer substantially all the risks and rewards of ownership to the Company are recognised initially at amounts equal to the fair value of the leased assets or, if lower, the present value of minimum lease payments, each determined at the inception of the lease. The discount rate used in calculating the present value of the minimum lease payments is the interest rate implicit in the leases, if this is practicable to determine; if not, the Company's incremental borrowing rate is used. Any initial direct costs incurred by the Company are added to the amount recognised as an asset. The assets are capitalised as property, plant and equipment and the corresponding obligations are treated as liabilities. The property, plant and equipment capitalised are depreciated on the same basis as owned assets.

The minimum lease payments are apportioned between the finance charges and the reduction of the outstanding liability. The finance charges are recognised in profit or loss over the period of the lease term so as to produce a constant periodic rate of interest on the remaining lease liabilities.

(b) Operating leases

A lease is classified as an operating lease if it does not transfer substantially all the risks and rewards incidental to ownership.

Lease payments under operating leases are recognised as an expense on a straight-line basis over the lease term.

4. SIGNIFICANT ACCOUNTING POLICIES (continued)

4.6 Leases (continued)

(c) Leases of land and buildings

For leases of land and buildings, the land and buildings elements are considered separately for the purpose of lease classification and these leases are classified as operating or finance leases in the same way as leases of other assets.

The minimum lease payments including any lump-sum upfront payments made to acquire the interest in the land and buildings are allocated between the land and the buildings elements in proportion to the relative fair values of the leasehold interests in the land element and the buildings element of the lease at the inception of the lease.

For a lease of land and buildings in which the amount that would initially be recognised for the land element is immaterial, the land and buildings are treated as a single unit for the purpose of lease classification and is accordingly classified as a finance or operating lease. In such a case, the economic life of the buildings is regarded as the economic life of the entire leased asset.

4.7 Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one enterprise and a financial liability or equity instrument of another enterprise.

A financial asset is any asset that is cash, an equity instrument of another enterprise, a contractual right to receive cash or another financial asset from another enterprise, or a contractual right to exchange financial assets or financial liabilities with another enterprise under conditions that are potentially favourable to the Company.

A financial liability is any liability that is a contractual obligation to deliver cash or another financial asset to another enterprise, or a contractual obligation to exchange financial assets or financial liabilities with another enterprise under conditions that are potentially unfavourable to the Company.

Financial instruments are recognised on the statement of financial position when the Company has become a party to the contractual provisions of the instrument. At initial recognition, a financial instrument is recognised at fair value plus, in the case of a financial instrument not at fair value through profit or loss, transaction costs that are directly attributable to the acquisition or issuance of the financial instrument.

An embedded derivative is separated from the host contract and accounted for as a derivative if, and only if the economic characteristics and risks of the embedded derivative is not closely related to the economic characteristics and risks of the host contract, a separate instrument with the same terms as the embedded derivative meets the definition of a derivative, and the hybrid instrument is not measured at fair value through profit or loss.

(a) Financial assets

A financial asset is classified into the following four categories after initial recognition for the purpose of subsequent measurement:

4. SIGNIFICANT ACCOUNTING POLICIES (continued)

4.7 Financial instruments (continued)

(a) Financial assets (continued)

(i) Financial assets at fair value through profit or loss

Financial assets at fair value through profit or loss comprise financial assets that are held for trading (i.e. financial assets acquired principally for the purpose of resale in the near term), derivatives (both, freestanding and embedded) and financial assets that were specifically designated into this classification upon initial recognition.

Subsequent to initial recognition, financial assets classified as at fair value through profit or loss are measured at fair value. Any gains or losses arising from changes in the fair value of financial assets classified as at fair value through profit or loss are recognised in profit or loss. Net gains or losses on financial assets classified as at fair value through profit or loss exclude foreign exchange gains and losses, interest and dividend income. Such income is recognised separately in profit or loss as components of other income or other operating losses.

However, derivatives that is linked to and must be settled by delivery of unquoted equity instruments that do not have a quoted market price in an active market are recognised at cost.

(ii) Held-to-maturity investments

Financial assets classified as held-to-maturity comprise non-derivative financial assets with fixed or determinable payments and fixed maturity that the Company has the positive intention and ability to hold to maturity.

Subsequent to initial recognition, financial assets classified as held-to-maturity are measured at amortised cost using the effective interest method. Gains or losses on financial assets classified as held-to-maturity are recognised in profit or loss when the financial assets are derecognised or impaired, and through the amortisation process.

(iii) Loans and receivables

Financial assets classified as loans and receivables comprise non-derivative financial assets with fixed or determinable payments that are not quoted in an active market.

Subsequent to initial recognition, financial assets classified as loans and receivables are measured at amortised cost using the effective interest method. Gains or losses on financial assets classified as loans and receivables are recognised in profit or loss when the financial assets are derecognised or impaired, and through the amortisation process.

(iv) Available-for-sale financial assets

Financial assets classified as available-for-sale comprise non-derivative financial assets that are designated as available for sale or are not classified as loans and receivables, held-to-maturity investments or financial assets at fair value through profit or loss.

4. SIGNIFICANT ACCOUNTING POLICIES (continued)

4.7 Financial instruments (continued)

(a) Financial assets (continued)

(iv) Available-for-sale financial assets (continued)

Subsequent to initial recognition, financial assets classified as available-for-sale are measured at fair value. Any gains or losses arising from changes in the fair value of financial assets classified as available-for-sale are recognised directly in other comprehensive income, except for impairment losses and foreign exchange gains and losses, until the financial asset is derecognised, at which time the cumulative gains or losses previously recognised in other comprehensive income are recognised in profit or loss. However, interest calculated using the effective interest method is recognised in profit or loss whilst dividends on available-for-sale equity instruments are recognised in profit or loss when the Company's right to receive payment is established.

Cash and cash equivalents include cash and bank balances, bank overdrafts, deposits and other short term, highly liquid investments with original maturities of three months or less, which are readily convertible to cash and are subject to insignificant risk of changes in value.

A financial asset is derecognised when the contractual right to receive cash flows from the financial asset has expired. On derecognition of a financial asset in its entirety, the difference between the carrying amount and the sum of consideration received (including any new asset obtained less any new liability assumed) and any cumulative gain or loss that had been recognised directly in other comprehensive income shall be recognised in profit or loss.

A regular way purchase or sale is a purchase or sale of a financial asset under a contract whose terms require delivery of the asset within the time frame established generally by regulation or marketplace convention.

(b) Financial liabilities

Financial instruments are classified as liabilities or equity in accordance with the substance of the contractual arrangement. A financial liability is classified into the following two categories after initial recognition for the purpose of subsequent measurement:

(i) Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss comprise financial liabilities that are held for trading, derivatives (both, freestanding and embedded) and financial liabilities that were specifically designated into this classification upon initial recognition.

Subsequent to initial recognition, financial liabilities classified as at fair value through profit or loss are measured at fair value. Any gains or losses arising from changes in the fair value of financial liabilities classified as at fair value through profit or loss are recognised in profit or loss. Net gains or losses on financial liabilities classified as at fair value through profit or loss exclude foreign exchange gains and losses, interest and dividend income. Such income is recognised separately in profit or loss as components of other income or other operating losses.

4. SIGNIFICANT ACCOUNTING POLICIES (continued)

4.7 Financial instruments (continued)

(b) Financial liabilities (continued)

(ii) Other financial liabilities

Financial liabilities classified as other financial liabilities comprise non-derivative financial liabilities that are neither held for trading nor initially designated as at fair value through profit or loss.

Subsequent to initial recognition, other financial liabilities are measured at amortised cost using the effective interest method. Gains or losses on other financial liabilities are recognised in profit or loss when the financial liabilities are derecognised and through the amortisation process.

A financial liability is derecognised when, and only when, it is extinguished, i.e. when the obligation specified in the contract is discharged or cancelled or expires. An exchange between an existing borrower and lender of debt instruments with substantially different terms are accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. Similarly, a substantial modification of the terms of an existing financial liability is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability.

Any difference between the carrying amount of a financial liability extinguished or transferred to another party and the consideration paid, including any non-cash assets transferred or liabilities assumed, is recognised in profit or loss.

A financial guarantee contract is a contract that requires the issuer to make specified payments to reimburse the holder for a loss it incurs because a specified debtor fails to make payment when due in accordance with the original or modified terms of a debt instrument.

(c) Equity

An equity instrument is any contract that evidences a residual interest in the assets of the Company after deducting all of its liabilities. Ordinary shares are classified as equity instruments.

Ordinary shares are recorded at the nominal value and proceeds in excess of the nominal value of shares issued, if any, are accounted for as share premium. Both ordinary shares and share premium are classified as equity. Transaction costs of an equity transaction are accounted for as a deduction from equity, net of any related income tax benefit. Otherwise, they are charged to profit or loss.

Interim dividends to shareholders are recognised in equity in the period in which they are declared. Final dividends are recognised upon the approval of shareholders.

4.8 Impairment of financial assets

The Company assesses whether there is any objective evidence that a financial asset is impaired at the end of each reporting period.

4. SIGNIFICANT ACCOUNTING POLICIES (continued)

4.8 Impairment of financial assets (continued)

(a) Loans and receivables

The Company collectively considers factors such as the probability of bankruptcy or significant financial difficulties of the receivables, and default or significant delay in payments to determine whether there is objective evidence that an impairment loss on loans and receivables has occurred. Other objective evidence of impairment include historical collection rates determined on an individual basis and observable changes in national or local economic conditions that are directly correlated with the historical default rates of receivables.

If any such objective evidence exists, the amount of impairment loss is measured as the difference between the financial asset's carrying amount and the present value of estimated future cash flows discounted at the financial asset's original effective interest rate. The impairment loss is recognised in profit or loss.

The carrying amount of loans and receivables is reduced through the use of an allowance account.

If in a subsequent period, the amount of the impairment loss decreases and it objectively relates to an event occurring after the impairment was recognised, the previously recognised impairment loss is reversed to the extent that the carrying amount of the asset does not exceed its amortised cost at the reversal date. The amount of impairment reversed is recognised in profit or loss.

4.9 Income taxes

Income taxes include all taxes on taxable profit. Taxes in the statement of profit or loss and other comprehensive income comprise current tax and deferred tax.

(a) Current tax

Current tax expenses are determined according to the tax laws and include all taxes based upon the taxable profits.

(b) Deferred tax

Deferred tax is recognised in full using the liability method on temporary differences arising between the carrying amount of an asset or liability in the statement of financial position and its tax base.

Deferred tax is recognised for all temporary differences, unless the deferred tax arises from the initial recognition of an asset or liability in a transaction which is not a business combination and at the time of transaction, affects neither accounting profit nor taxable profit.

A deferred tax asset is recognised only to the extent that it is probable that future taxable profit will be available against which the deductible temporary differences can be utilised. The carrying amount of a deferred tax asset is reviewed at the end of each reporting period. If it is no longer probable that sufficient taxable profit will be available to allow the benefit of part or all of the deferred tax asset to be utilised, the carrying amount of the deferred tax asset will be reduced accordingly. When it becomes probable that sufficient taxable profit will be available, such reductions will be reversed to the extent of the taxable profit.

4. SIGNIFICANT ACCOUNTING POLICIES (continued)

4.9 Income taxes (continued)

(b) Deferred tax (continued)

Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when the deferred income taxes related to the same taxation authority on either:

(i) The same taxable entity; or

(ii) Different taxable entities which intend either to settle current tax liabilities and assets on a net basis, or to realise the assets and settle the liabilities simultaneously, in each future period in which significant amount of deferred liabilities or assets are expected to be settled or recovered.

Deferred tax will be recognised as income or expense and included in profit or loss for the period unless the tax relates to items that are credited or charged, in the same or a different period, directly to equity, in which case the deferred tax will be charged or credited directly to equity.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply for the year when the asset is realised or the liability is settled, based on the tax rates and tax laws that have been enacted or substantively enacted by the end of the reporting period.

4.10 Provisions

Provisions are recognised when there is a present obligation, legal or constructive, as a result of a past event, when it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation.

Where the effect of the time value of money is material, the amount of a provision will be discounted to its present value at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability.

Provisions are reviewed at the end of each reporting period and adjusted to reflect the current best estimate. If it is no longer probable that an outflow of resources embodying economic benefits will be required to settle the obligation, the provision will be reversed.

4.11 Revenue recognition

Revenue is measured at the fair value of the consideration received or receivable, net of discounts and rebates.

Revenue is recognised to the extent that it is probable that the economic benefits associated with the transaction will flow to the Company, and the amount of revenue and the cost incurred or to be incurred in respect of the transaction can be reliably measured and specific recognition criteria have been met, as follows:

(a) Sale of goods

Revenue from sale of goods is recognised when significant risk and rewards of ownership of the goods has been transferred to the customer and where the Company retains neither continuing managerial involvement over the goods, which coincides with the delivery of goods and acceptance by customers.

4. SIGNIFICANT ACCOUNTING POLICIES (continued)

4.11 Revenue recognition (continued)

(b) Services

Revenue in respect of the rendering of subcontract services is recognised when the services are performed.

Revenue in respect of cut, make and pack ("CMP") services are recognised upon completion of the services and the delivery and acceptance by customers.

(c) Interest income

Interest income is recognised as it accrues, using the effective interest method.

4.12 Employee benefits

(a) Short term employee benefits

Wages, salaries, social security contributions, paid annual leave, paid sick leave, bonuses and non-monetary benefits are measured on an undiscounted basis and are expensed when employees rendered their services to the Company.

Short term accumulating compensated absences such as paid annual leave are recognised as an expense when employees render services that increase their entitlement to future compensated absences. Short term non-accumulating compensated absences such as sick leave are recognised when the absences occur and they lapse if the current period's entitlement is not used in full and do not entitle employees to a cash payment for unused entitlement on leaving the Company.

Bonuses are recognised as an expense when there is present, legal or constructive obligation to make such payments, as a result of past events and when a reliable estimate can be made of the amount of the obligation.

(b) Termination benefits

Termination benefits are payments due to employees as a result of the termination of employment before the normal retirement date or an employee's decision to accept voluntary redundancy in exchange for those benefits. They are recognised as a liability and an expense when the Company has a detailed formal plan for termination with no realistic possibility of withdrawal. In the case of voluntary redundancy, the benefits are accounted for based on the number of employees expected to accept the offer.

Where termination benefits fall due more than 12 months after the end of reporting period, they are discounted to present value based on market yields at the end of reporting period.

4.13 Foreign currencies

(a) Functional and presentation currency

Items included in the financial statements of the Company are measured using the currency of the primary economic environment in which the entity operates ("the functional currency"). The national currency of Cambodia is Khmer Riel ("KHR"). However, as the Company transacts its business and maintains its accounting records primarily in United States Dollar ("US$"), management have determined United States Dollar to be the Company's functional and presentation currency as it reflects the economic substance of the underlying events and circumstances of the Company.

4. SIGNIFICANT ACCOUNTING POLICIES (continued)

4.13 Foreign currencies (continued)

(b) Foreign currency translations and balances

Transactions in foreign currencies are converted into functional currency at rates of exchange ruling at the transaction dates. Monetary assets and liabilities in foreign currencies at the end of the reporting period are translated into functional currency at rate of exchange ruling at that date. All exchange differences arising from the settlement of foreign currency transactions and from the translation of foreign currency monetary assets and liabilities are included in profit or loss in the period in which they arise. Non-monetary items initially denominated in foreign currencies, which are carried at historical cost are translated using the historical rate as of the date of acquisition, and non-monetary items which are carried at fair value are translated using the exchange rate that existed when the values were determined for presentation currency purposes.

4.14 Borrowing costs

Borrowing costs that are directly attributable to the acquisition or production of a qualified asset is capitalised as part of the cost of the asset until when substantially all the activities necessary to prepare the asset for its intended use or sale are complete, after which such expense is charged to profit or loss. A qualifying asset is an asset that necessarily takes a substantial period of time to get ready for its intended use or sale. Capitalisation of borrowing cost is suspended during extended periods in which active development is interrupted.

The amount of borrowing costs eligible for capitalisation is the actual borrowing costs incurred on the borrowing during the period less any investment income on the temporary investment of the borrowing.

All other borrowing costs are recognised in profit or loss in the period in which they are incurred.

5. ADOPTION OF NEW CIFRSs

5.1 New CIFRSs adopted during the current financial year

The Company adopted the following accounting standards, amendments and interpretations during the financial year.

	Effective Date
Amendments to CIAS 1 *Presentation of Items of Other Comprehensive Income*	1 July 2012
CIFRS 10 *Consolidated Financial Statements*	1 January 2013
CIFRS 11 *Joint Arrangements*	1 January 2013
CIFRS 12 *Disclosure of Interests in Other Entities*	1 January 2013
CIFRS 13 *Fair Value Measurement*	1 January 2013
CIAS 19 *Employee Benefits (revised)*	1 January 2013
CIAS 27 *Separate Financial Statements (revised)*	1 January 2013
CIAS 28 *Investments in Associates and Joint Ventures (revised)*	1 January 2013
Amendments to CIFRS1 *Government Loans*	1 January 2013
Amendments to CIFRS 7 Disclosures – Offsetting Financial Assets and Financial Liabilities	1 January 2013
Amendments to CIFRS 10, CIFRS 11 and CIFRS 12 Consolidated Financial Statements, Joint Arrangements and Disclosure of Interests in Other Entities: Transition Guidance	1 January 2013
Annual Improvements to CIFRSs (2009 to 2011 cycle)	1 January 2013
CIFRIC 20 Stripping Costs in the Production Phase of a Surface Mine	1 January 2013

5. ADOPTION OF NEW CIFRSs (continued)

5.2 New CIFRSs that have been issued, but only effective for annual periods beginning on or after 1 January 2014

The following are accounting standards, amendments and interpretations that have been issued but have not been early adopted by the Company.

	Effective Date
Amendments to CIFRS 10, CIFRS 12 and CIAS 27 *Investment Entities*	1 January 2014
Amendments to CIAS 32 *Offsetting Financial Assets and Financial Liabilities*	1 January 2014
Amendments to CIAS 36 *Recoverable Amount Disclosures for Non-financial Assets*	1 January 2014
Amendments to CIAS 39 *Novation of Derivatives and Continuation of Hedge Accounting*	1 January 2014
CIFRIC 21 *Levies*	1 January 2014
CIFRS 9 *Financial Instruments*	1 January 2015
Amendments to CIFRS 9 *Mandatory Effective Date of CIFRS 9 and Transition Disclosures*	1 January 2015

The Company is in the process of assessing the impact of implementing these accounting standards, amendments and interpretations, since the effects would only be observable for the future financial years.

6. CRITICAL ACCOUNTING ESTIMATES AND JUDGEMENTS

6.1 Changes in estimates

Estimates are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

The Directors are of the opinion that there are no significant changes in estimates during the reporting period end and as at the end of the reporting period.

6.2 Critical judgements made in applying accounting policies

There are no critical judgements made by the management in the process of applying the Company's accounting policies that have the most significant effect on the amount recognised in these financial statements apart from those involving estimates, which are dealt with below.

6.3 Key sources of estimation uncertainty

The following are the key assumptions concerning the future and other key sources of estimation uncertainty at the end of the reporting period that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year.

(a) Depreciation of property, plant and equipment

The cost of property, plant and equipment is depreciated on a reducing balance basis over the assets' useful lives, except for building which is depreciated using the straight line method. Management estimates the useful lives of these property, plant and equipment based on historical experience, the expected usage, wear and tear of the assets and technical obsolescence arising from changes in market demands or service output of the assets. Changes in these factors could impact the economic useful lives and the residual values of these assets, therefore future depreciation charges could be revised.

6. CRITICAL ACCOUNTING ESTIMATES AND JUDGEMENTS (continued)

6.3 Key sources of estimation uncertainty (continued)

(b) Tax expense

Significant judgement is involved in determining the Company's provision for income taxes. The Company will recognise liabilities for expected tax expenses based on an estimate of whether the taxes are due through management's interpretation of the various tax legislations. When the final tax outcome of these matters is different from the amounts that were initially recognised, such differences will impact the tax provision in the financial year in which such determination is made.

(c) Impairment of receivables

The Company makes impairment of receivables based on an assessment of the recoverability of receivables. Impairment is applied to receivables where events or changes in circumstances indicate that the carrying amounts may not be recoverable. Management specifically analyses historical bad debt, customer concentration, customer creditworthiness, current economic trends and changes in customer payment terms when making a judgement to evaluate the adequacy of impairment of receivables. Where expectations differ from the original estimates, the differences would impact the carrying amount of receivables.

(d) Write down for obsolete or slow moving inventories

The Company writes down its obsolete or slow moving inventories based on an assessment of their estimated net selling price. Inventories are written down when events or changes in circumstances indicate that the carrying amounts may not be recoverable. The management specifically analyses trend and current economic trends when making a judgement to evaluate the adequacy of the write down for obsolete or slow moving inventories. Where expectations differ from the original estimates, the differences will impact the carrying amount of inventories.

(e) Deferred tax assets

Deferred tax assets are recognised for all unused tax losses and unabsorbed capital allowances to the extent that it is probable that taxable profits would be available against which the losses and capital allowances could be utilised. Significant management judgement is required to determine the amount of deferred tax assets that could be recognised, based on the likely timing and extent of future taxable profits together with future tax planning strategies.

7. PROPERTY, PLANT AND EQUIPMENT

	Leasehold land US$	Building and structure US$	Plant and machineries US$	Motor vehicles US$	Equipment and computers US$	Total US$
Cost						
Balance at 1.1.2012	-	2,662,610	2,087,664	28,409	425,280	5,203,963
Additions	3,880,000	-	214,784	-	38,133	4,132,917
Disposals	-	-	(84,324)	-	-	(84,324)
Reclassification	-	-	19,952	-	(19,952)	-
Written-off	-	-	(8,800)	-	(25,352)	(34,152)
Balance at 31.12.2012	3,880,000	2,662,610	2,229,276	28,409	418,109	9,218,404
Additions	-	42,668	288,321	-	59,118	390,107
Balance at 31.12.2013	3,880,000	2,705,278	2,517,597	28,409	477,227	9,608,511
(KHR'000 equivalent)	*15,500,600*	*10,807,586*	*10,057,800*	*113,494*	*1,906,522*	*38,386,002*
Accumulated depreciation						
Balance at 1.1.2012	-	920,208	1,098,079	16,008	293,374	2,327,669
Depreciation for the year	38,800	230,052	242,605	3,100	53,839	568,396
Disposals	-	-	(81,324)	-	-	(81,324)
Reclassification	-	-	17,621	-	(17,621)	-
Written-off	-	-	(7,760)	-	(25,352)	(33,112)
Balance at 31.12.2012	38,800	1,150,260	1,269,221	19,108	304,240	2,781,629
Depreciation for the year	38,800	232,185	256,733	2,325	53,272	583,315
Balance at 31.12.2013	77,600	1,382,445	1,525,954	21,433	357,512	3,364,944
(KHR'000 equivalent)	*310,012*	*5,522,868*	*6,096,186*	*85,626*	*1,428,260*	*13,442,952*
Carrying amounts						
Balance at 31.12.2013	**3,802,400**	**1,322,833**	**991,643**	**6,976**	**119,715**	**6,243,567**
(KHR'000 equivalent)	*15,190,588*	*5,284,718*	*3,961,614*	*27,868*	*478,262*	*24,943,050*
Balance at 31.12.2012	3,841,200	1,512,350	960,055	9,301	113,869	6,436,775

The depreciation charges are allocated as follows:

	2013 US$	2013 KHR'000	2012 US$
Cost of sales	488,160	1,950,199	471,898
Administrative expenses	95,155	380,144	96,498
	583,315	2,330,343	568,396

7. PROPERTY, PLANT AND EQUIPMENT (continued)

During the financial year, the Company made the following cash payments to purchase property, plant and equipment:

	2013 US$	2013 KHR'000	2012 US$
Purchase of property, plant and equipment	390,107	1,558,477	4,132,917
Financed by issuance of ordinary shares	-	-	(3,880,000)
Cash payments on purchase of property, plant and equipment	390,107	1,558,477	252,917

As at 31 December 2013, leasehold land with a carrying amount of US$3,802,400 (2012: US$3,841,200) has been charged to a bank for credit facilities granted to the Company (Note 14).

8. INTANGIBLE ASSETS

	Computer software US$
Cost	
Balance as at 1.1.2012	51,436
Additions	3,571
Balance as at 31.12.2012/31.12.2013	55,007
(KHR'000 equivalent)	*219,753*
Accumulated amortisation	
Balance as at 1.1.2012	32,325
Amortisation charge for the year	5,608
Balance as at 31.12.2012	37,933
Amortisation charge for the year	3,951
Balance as at 31.12.2013	41,884
(KHR'000 equivalent)	*167,327*
Carrying amounts	
Balance as at 31.12.2013	**13,123**
(KHR'000 equivalent)	*52,426*
Balance as at 31.12.2012	17,074

(a) Computer software comprises accounting software and is amortised over five years using the declining balance method.

(b) Amortisation of intangible assets is classified under cost of sales as the computer software is mainly used in production.

9. DEFERRED TAX ASSETS

The movements of deferred tax assets during the financial year are as follows:

	2013 US$	2013 KHR'000	2012 US$
At 1 January	71,695	286,422	-
Recognised in profit or loss (Note 22)	51,027	203,853	71,695
At 31 December	122,722	490,275	71,695

Deferred tax assets are in respect of property, plant and equipment as well as intangible assets.

10. INVENTORIES

	2013 US$	2013 KHR'000	2012 US$
At cost			
Raw materials	3,041,488	12,150,744	1,531,296
Work-in-progress	1,805,426	7,212,677	1,964,151
Finished goods	2,504,448	10,005,270	3,008,487
	7,351,362	29,368,691	6,503,934

During the financial year, inventories of the Company recognised as cost of sales amounted to US$30,576,272 (2012: US$24,980,555).

11. TRADE AND OTHER RECEIVABLES

	2013 US$	2013 KHR'000	2012 US$
Trade receivable			
Amount due from a related party, QMI Industrial Co., Ltd	33,315,360	133,094,863	25,078,114
Other receivables			
Amount due from a related party, Success Index Group	38,128	152,321	49,651
Other receivables	2,378	9,501	121,028
Input Valued Added Taxes	142,149	567,885	116,439
Loan and receivables	182,655	729,707	287,118
Prepayments	220,397	880,486	76,534
	33,718,412	134,705,056	25,441,766

(a) Trade receivable is non-interest bearing and the normal trade credit terms granted by the Company are three months (2012: three months). They are recognised at their original invoice amounts which represent their fair values on initial recognition.

(b) Amounts due from related parties are unsecured and interest-free. Non-trade amount is in respect of services rendered and payments made on behalf, which are payable upon demand in cash and cash equivalents.

11. TRADE AND OTHER RECEIVABLES (continued)

(c) Trade and other receivables are denominated in US$.

(d) The ageing analysis of trade receivable of the Company is as follows:

	2013 US$	2013 KHR'000	2012 US$
Neither past due nor impaired	17,817,745	71,181,891	14,543,144
Past due, not impaired			
91 to 120 days	15,497,615	61,912,972	10,534,970
Past due and impaired	-	-	-
	33,315,360	133,094,863	25,078,114

Receivable that is neither past due nor impaired

Trade receivable that is neither past due nor impaired is creditworthy debtors with good payment records with the Company. This customer had maintained good working relationship with the Company and there is no indication as of the end of reporting period that the debtor will not meet its payment obligations. None of the trade receivable of the Company that is neither past due nor impaired has been renegotiated during the financial year.

Receivable that is past due but not impaired

Owing to the reason that no loss event had occurred to this receivable, such as significant financial difficulties, no impairment was made in respect of this past due trade receivable. This receivable is unsecured in nature.

12. CASH AND CASH EQUIVALENTS

	2013 US$	2013 KHR'000	2012 US$
Cash on hand	57,882	231,238	71,844
Cash at bank	370,949	1,481,942	848,474
	428,831	1,713,180	920,318

The currency exposure profile of cash and cash equivalents is as follows:

	2013 US$	2013 KHR'000	2012 US$
Khmer Riel	50,833	203,078	64,841
US Dollar	377,998	1,510,102	855,477
	428,831	1,713,180	920,318

13. SHARE CAPITAL

	<------------------------Authorised-----------------------> 2013		
Ordinary shares	**Number of shares of US$1.00 each**	**Number of shares of US$0.25 each**	**US$**
At 1 January 2013	8,000,000	-	8,000,000
Sub-divided	(8,000,000)	32,000,000	-
	-	32,000,000	8,000,000
Created during the current financial year	-	168,000,000	42,000,000
As at 31 December 2013	-	200,000,000	50,000,000
(KHR'000 equivalent)			*199,750,000*

	<------------------------Authorised-----------------------> 2012		
Ordinary shares	**Number of shares of US$2,000 each**	**Number of shares of US$1.00 each**	**US$**
At 1 January 2012	1,000	-	2,000,000
Sub-divided	(1,000)	2,000,000	-
	-	2,000,000	2,000,000
Created during the current financial year	-	6,000,000	6,000,000
As at 31 December 2012	-	8,000,000	8,000,000
(KHR'000 equivalent)			*31,960,000*

	<-------------------Issued and fully paid------------------> 2013		
Ordinary shares	**Number of shares of US$1.00 each**	**Number of shares of US$0.25 each**	**US$**
At 1 January 2013	8,000,000	-	8,000,000
Sub-divided	(8,000,000)	32,000,000	-
As at 31 December 2013	-	32,000,000	8,000,000
(KHR'000 equivalent)			*31,960,000*

13. SHARE CAPITAL (continued)

	<-------------------Issued and fully paid	2012	----------------->
Ordinary shares	**Number of shares of US$2,000 each**	**Number of shares of US$1.00 each**	**US$**
At 1 January 2012	1,000	-	2,000,000
Sub-divided	(1,000)	2,000,000	-
	-	2,000,000	2,000,000
Issuance of shares during the financial year	-	6,000,000	6,000,000
As at 31 December 2012	-	8,000,000	8,000,000
(KHR'000 equivalent)			*31,960,000*

2013

Pursuant to the amendments made by the Company to Articles of Incorporation on 6 February 2013, the authorised share capital of the Company of US$8,000,000 comprising 8,000,000 ordinary shares of US$1.00 each was sub-divided into 32,000,000 ordinary shares of US$0.25 each and the issued and paid up share capital of US$8,000,000 was sub-divided accordingly into 32,000,000 ordinary shares of US$0.25 each.

The Company also further increased its authorised share capital from US$8,000,000 to US$50,000,000 by the creation of an additional 168,000,000 ordinary shares of US$0.25 each.

2012

On 18 September 2012, the Company made amendments to its Articles of Incorporation whereby its authorised share capital of US$2,000,000 comprising 1,000 ordinary shares of US$2,000 each was sub-divided into 2,000,000 ordinary shares of US$1 each and the issued and paid up share capital of US$2,000,000 was sub-divided accordingly into 2,000,000 ordinary shares of US$1 each.

The Company also further increased its authorised share capital and the issued and fully paid from US$2,000,000 to US$8,000,000 by the creation of an additional 6,000,000 ordinary shares of US$1 each for:

(i) the lease prepayment of US$3,880,000 in respect of a plot of land located at Phum Trapaingpoe, Sangkat Chom Chao, Khan Posenchey, Phnom Penh, Cambodia; and

(ii) cash amounting to US$2,120,000.

The owners of the Company are entitled to receive dividends as and when declared by the Company and are entitled to one vote per ordinary share at meetings of the Company. All ordinary shares rank pari passu with regard to the Company's residual assets.

14. BORROWINGS

	2013 US$	2013 KHR'000	2012 US$
Non-current			
Term loan II	-	-	472,426
Current			
Term loan I	-	-	500,000
Term loan II	472,269	1,886,714	642,984
	472,269	1,886,714	1,142,984
Total borrowings	472,269	1,886,714	1,615,410

(a) Term Loan I – US$500,000

Term Loan I is from First Commercial Bank, Phnom Penh Branch, with the total principal of US$500,000. The repayable period of Term Loan I is one year and the maturity date is in accordance with each promissory note. The annual interest on the loans is the fixed interest of 6% per annum. Interest is to be paid monthly and calculated on the basis of 360 days per year.

Term Loan I secured on the first mortgage on the leasehold land of the Company located at Phum Trapaingpoe, Sangvat Chom Chao, Khan Posenchey, Phnom Penh, Cambodia (Note 7).

(b) Term Loan II – US$3,000,000

With reference to the Loan Agreement dated 1 July 2009, the Company was provided with a loan facility of US$3,000,000 from First Commercial Bank, Phnom Penh Branch.

The period of the loan is five years, and the maturity date is according to each promissory note. The annual interest on the loan is the floating rate of six months LIBOR plus 4.41%. Interest is calculated on the basis of 360 days per year and compounded daily commencing on the date of the loan disbursement, 31 August 2009 and payable on a monthly basis.

Term Loan II is secured by the following:

(a) Letters of guarantee by Mr. Shen Yung Ming and Mr. Yang Shaw Shin;
(b) Charges on the long term leasehold land of the Company located at Phum Trapaingpoe, Sangkat Chom Chao, Khan Posenchey, Phnom Penh, Cambodia (Note 7); and
(c) All present and future assets of the Company.

Information on remaining maturity is disclosed in Note 25 to the financial statements.

Borrowings are denominated in US$.

15. OTHER PAYABLES

	2013 US$	2013 KHR'000	2012 US$
Amount due to a related party, QMI Industrial Co., Ltd	21,432	85,621	19,680
Accruals	1,777,541	7,101,276	1,523,827
Provision of withholding tax	277,920	1,110,291	113,841
Other payables	1,369	5,469	1,350
	2,078,262	8,302,657	1,658,698

(a) Amount due to a related party is in respect of payments made on behalf, which are unsecured, interest-free and payable upon demand in cash and cash equivalents.

(b) Other payables are denominated in US$.

16. REVENUE

	2013 US$	2013 KHR'000	2012 US$
Sales of goods	63,748,137	254,673,807	51,505,063
Subcontract revenue	58,789	234,862	2,226,850
CMP revenue	1,998,393	7,983,580	1,132,805
	65,805,319	262,892,249	54,864,718

17. COST OF SALES

	2013 US$	2013 KHR'000	2012 US$
Direct materials	32,334,457	129,176,156	26,032,533
Direct labour	9,436,573	37,699,109	7,708,874
Overhead	8,839,619	35,314,278	6,129,041
	50,610,649	202,189,543	39,870,448

18. OTHER INCOME

	2013 US$	2013 KHR'000	2012 US$
Interest income	3,044	12,161	2,985
Others	1,027	4,103	17,139
	4,071	16,264	20,124

19. ADMINISTRATIVE EXPENSES

	2013 US$	2013 KHR'000	2012 US$
Depreciation	95,155	380,144	96,498
Donations	604	2,413	11,375
Entertainment expenses	30,695	122,627	5,225
Equipment rental	7,980	31,880	7,980
Personnel costs	869,399	3,473,249	791,613
Postage and stamp	45,759	182,807	51,216
Professional service fees	119,428	477,115	188,068
Property insurance	658	2,629	721
Repair and maintenance	11,840	47,301	16,053
Research and development costs	1,649,143	6,588,325	1,249,708
Stationeries	95,673	382,214	89,313
Traveling expenses	21,285	85,034	16,829
Utilities	3,000	11,985	3,000
Others	585,851	2,340,475	411,174
	3,536,470	14,128,198	2,938,773

20. DISTRIBUTION COSTS

	2013 US$	2013 KHR'000	2012 US$
Commission	50,000	199,750	-
Freight outwards	1,183,176	4,726,788	84,944
Custom fee and document fee	1,147,343	4,583,635	820,912
	2,380,519	9,510,173	905,856

21. FINANCE COST

	2013 US$	2013 KHR'000	2012 US$
Interest expense on:			
- term loan	52,912	211,383	113,595

22. TAX EXPENSE

	2013 US$	2013 KHR'000	2012 US$
Income tax expense:			
Current year	1,914,428	7,648,140	2,279,407
Deferred tax income (Note 9):			
Origination and reversal of temporary differences	(51,027)	(203,853)	(71,695)
Total tax expense	1,863,401	7,444,287	2,207,712

22. TAX EXPENSE (continued)

Under the Cambodian Law on Taxation, the Company has an obligation to pay tax on profit at 20% (2012: 20%) of the taxable profit or a minimum tax at 1% (2012: 1%) of total revenue, whichever is higher.

The numerical reconciliation between the tax expense and the product of accounting profit multiplied by the applicable tax rate of the Company is as follows:

	2013 US$	2013 KHR'000	2012 US$
Profit before tax	9,159,005	36,590,225	10,994,946
Tax at Cambodian statutory tax rate of 20% (2012: 20%)	1,831,801	7,318,045	2,198,989
Tax effects in respect of:			
Non-allowable expenses	31,600	126,242	9,723
Total tax expense	1,863,401	7,444,287	2,207,712

23. RELATED PARTY DISCLOSURES

(a) Parties are considered related to the Company if the Company has the ability, directly or indirectly, to control the party or exercise significant influence over the party in making financial and operating decisions, or vice versa, or where the Company and the party are subject to common control or common significant influence. Related parties may be individuals or other parties.

The Company has controlling related party relationship with its holding company.

Key management personnel comprises persons (including the Directors of the Company) having the authority and responsibility for planning, directing and controlling the activities of the Company directly and indirectly.

(b) The Company had the following transactions with related parties during the financial year.

	2013 US$	2013 KHR'000	2012 US$
Holding company			
QMI Industrial Co., Ltd.			
Sales	63,748,137	254,673,807	51,505,063
Purchases	29,984,438	119,787,830	24,837,833
Cash collection	(25,077,222)	(100,183,502)	(17,505,352)
Off set with trade payable	(29,984,438)	(119,787,830)	(24,837,833)
Unpaid cash capital contribution	-	-	2,068,000
Payments on behalf	470,663	1,880,299	372,617
Off set with trade receivable	(449,231)	(1,794,678)	(352,937)

23. RELATED PARTY DISCLOSURES (continued)

(b) The Company had the following transactions with related parties during the financial year (continued).

	2013 US$	2013 KHR'000	2012 US$
Common control			
Quint Major Industrial Co., Ltd			
Service revenue (Cut, Make & Pack)	-	-	17,353
Payments	-	-	(17,353)
Success Index Group			
Service revenue (Cut, Make & Pack)	1,998,393	7,983,580	1,115,452
Payments	(2,008,398)	(8,023,550)	(1,104,654)
Payments on behalf	99,857	398,929	10,187
Repayment	(101,375)	(404,993)	(17,071)

Balances with related parties at the end of the reporting period are disclosed in Note 11 and Note 15 to the financial statements.

The related party transactions described above were carried out on negotiated commercial terms.

24. FINANCIAL INSTRUMENTS

(a) Capital management

The primary objective of the Company's capital management is to ensure that the Company would be able to continue as a going concern whilst maximising the return to shareholders through the optimisation of the debt and equity ratios. The overall strategy of the Company remains unchanged from that in the previous financial year.

The Company manages its capital structure and makes adjustments to it, in response to changes in economic conditions. In order to maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. No changes were made in the objectives, policies or processes during the financial years ended 31 December 2013 and 31 December 2012.

The Company monitors and maintains a prudent level of total debts and to ensure compliance with any externally imposed capital requirements.

24. FINANCIAL INSTRUMENTS (continued)

(b) Categories of financial instruments

	Loans and receivables 2013 US$	KHR'000	2012 US$
Financial assets			
Trade and other receivables, excluding prepayments	33,498,015	133,824,570	25,365,232
Cash and cash equivalents	428,831	1,713,180	920,318
	33,926,846	135,537,750	26,285,550

	Other financial liabilities 2013 US$	KHR'000	2012 US$
Financial liabilities			
Borrowings	472,269	1,886,714	1,615,410
Other payables	2,078,262	8,302,657	1,658,698
	2,550,531	10,189,371	3,274,108

(c) Fair values of financial instruments

The fair values of financial instruments that were not carried at fair value and whose carrying amounts did not approximate its fair values were as follows:

	2013 Carrying amount US$	Fair value US$	2012 Carrying amount US$	Fair Value US$
Financial liabilities				
Fixed rate term loan	-	-	500,000	496,032

(d) Methods and assumptions used to estimate fair value

The fair values of financial assets and financial liabilities are determined as follows:

(i) Financial instruments that are not carried at fair value and whose carrying amounts are a reasonable approximation of fair value

The carrying amounts of financial assets and liabilities, such as trade and other receivables, trade and other payables and borrowings, are reasonable approximation of fair value, either due to their short-term nature or that they are floating rate instruments that are re-priced to market interest rates on or near the end of the reporting period.

The carrying amounts of the current position of borrowings are reasonable approximations of fair values due to the insignificant impact of discounting.

24. FINANCIAL INSTRUMENTS (continued)

(d) Methods and assumptions used to estimate fair value (continued)

(ii) Fixed rate term loan

The fair value of these financial instruments are estimated by discounting expected future cash flows at market incremental lending rate for similar types borrowing or leasing arrangements at the end of the reporting period.

25. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

The financial risk management objective of the Company is to optimise value creation for shareholders whilst minimising the potential adverse impact arising from volatility of the financial markets.

The Directors are responsible for setting the objectives and underlying principles of financial risk management for the Company. The management then establishes the detailed policies such as authority levels, oversight responsibilities, risk identification and measurement and exposure limits in accordance with the objectives and underlying principles approved by the Directors.

Information on the management of the related exposure is detailed below:

(a) Credit risk

Credit risk is the risk of financial loss to the Company if a counter party to a financial instrument fails to perform as contracted. The Company is mainly exposed to credit risk from credit sales. It is the Company's policy to monitor the financial standing of these counter parties on an ongoing basis to ensure that the Company is exposed to minimal credit risk.

The Company's primary exposure to credit risk arises through its trade receivables from its customers. The credit period is three months and the Company seeks to maintain strict control over its outstanding receivables to minimise credit risk. Overdue balances are reviewed regularly by management.

<u>Exposure to credit risk and credit risk concentration profile</u>

The maximum exposure to credit risk for the Company is represented by the carrying amounts of each financial asset.

At the end of the reporting period, approximately:

(i) 100% (2012: 100%) of the Company's trade receivable was due from one customer, QMI Industrial Co., Ltd, which is also a related party.

(ii) 99% (2012: 99%) of the Company's total trade and other receivables were due from related parties.

<u>Financial assets that are neither past due nor impaired</u>

Information regarding trade and other receivables that neither past due nor impaired is disclosed in Note 11. Bank balances are placed with reputable financial institutions with good standing. The Directors believe that the possibility of non-performance by the financial institution is remote on the basis of its financial strength.

25. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (continued)

(a) Credit risk (continued)

Financial assets that are either past due or impaired

Information regarding trade and other receivables that are either past due or impaired is disclosed in Note 11.

(b) Liquidity and cash flow risk

Liquidity and cash flow risk arises from the Company's management of working capital. It is the risk that the Company will encounter difficulty in meeting its financial obligations when due.

The Company actively manages its debt maturity profile, operating cash flows and the availability of funding so as to ensure that all operating, investing and financing needs are met. In liquidity risk management strategy, the Company maintains a level of cash and cash equivalents deemed adequate to finance the Company's activities.

The maturity analysis for financial liabilities that shows the remaining contractual maturities based on undiscounted cash flows is as follows:

	On demand or within one year US$	One to five years US$	Over five years US$	Total US$
At 31.12.2013				
Borrowings	483,036	-	-	483,036
Other payables	2,078,262	-	-	2,078,262
Total	2,561,298	-	-	2,561,298
(KHR'000 equivalent)	*10,232,386*	-	-	*10,232,386*
At 31.12.2012				
Borrowings	1,195,387	483,036	-	1,678,423
Other payables	1,658,698	-	-	1,658,698
Total	2,854,085	483,036	-	3,337,121

(c) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of the financial instruments of the Company would fluctuate because of changes in market interest rates.

The exposure of the Company to interest rate risk arises primarily from borrowings. The Company manages its interest rate exposure by closely monitoring the debt market and where necessary, maintaining a prudent mix of fixed and floating rate borrowings. The Company does not use derivative financial instruments to hedge any debt obligations.

25. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (continued)

(c) Interest rate risk (continued)

Sensitivity analysis for interest rate risk

The following table demonstrates the sensitivity analysis of the Company if interest rates at the end of reporting period changed by 10 basis points with all other variables held constant:

	2013 US$	2013 KHR'000	2012 US$
Profit net of tax			
- Increased by 0.1% (2012: 0.1%)	(1,615)	(6,452)	(2,222)
- Decreased by 0.1% (2012: 0.1%)	1,615	6,452	2,222

The sensitivity is lower in 2013 than in 2012 because of an decrease in outstanding borrowings during the financial year. The assumed movement in basis points for interest rate sensitivity analysis is based on current observable market environment.

The following tables set out the carrying amounts as at the end of the reporting period and the remaining maturities of the financial instruments of the Company that are exposed to interest rate risk:

	Note	Weighted average effective interest rate %	Within 1 year US$	1 - 2 years US$	Total US$
As at 31 December 2013					
Floating rates					
Term loan II	14	4.82%	472,269	-	472,269
(KHR'000 equivalent)			*1,886,714*	-	*1,886,714*
As at 31 December 2012					
Fixed rates					
Term loan I	14	6.00%	500,000	-	500,000
Floating rates					
Term loan II	14	5.10%	642,984	472,426	1,115,410

(d) Foreign currency risk

The Company does not have significant exposure to foreign currency risk as the majority of the transactions of the Company are carried out in United States Dollar, which is the functional currency of the Company.

Management does not enter into currency hedging transactions since it considers that the cost of such instruments outweighs the potential risk of exchange rate fluctuations.

26. TAXATION CONTINGENCIES

The taxation system in Cambodia is relatively new and is characterised by numerous taxes and frequently changing legislation, which is often unclear, contradictory, and subject to interpretation. Often, differing interpretations exist among numerous taxation authorities and jurisdictions. Taxes are subject to review and investigation by a number of authorities, who are enabled by law to impose severe fines, penalties and interest charges. These facts may create tax risks in Cambodia substantially more significant than in other countries. Management believes that it has adequately provided for tax liabilities based on its interpretation of tax legislation. However, the relevant authorities may have differing interpretations and the effects could be significant.

27 COMPARATIVE FIGURES

Certain comparative figures have been reclassified to conform to current year's presentation.

	As previously stated		**As restated**
	US$	**KHR'000**	**US$**
Statement of cash flows			
Net cash used in operating activities	(575,431)	(2,298,847)	(583,929)
Net cash used in investing activities	(250,488)	(1,000,700)	(241,990)