ACN 009 245 890

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27 February 2014

Company Announcements Manager Australian Security Exchange Limited 4th Floor 20 Bridge Street SYDNEY NSW 2000 Company Announcements Manager Singapore Stock Exchange 2 Shenton Way #19 SGX Centre SINGAPORE 068804

"Transmitted Electronically"

Dear Sirs,

Re: Preliminary Final Report and Appendix 4E Year Ending 31 December 2013

Please find attached the above documents.

Yours faithfully,

ALAN C WINDUSS

Al bee

Company Secretary

MALAYSIAN OFFICE:

Wisma UOA Bangsar South

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UNITED OVERSEAS AUSTRALIA LTD A.C.N. 009 245 890
PRELIMINARY FINAL REPORT 31 December 2013

The Board of United Overseas Australia Ltd advises that the Group has achieved a \$219.2 million operating profit for the financial year ended 31st December 2013. This profit is subject to final audit closure; however, the Board is not aware of any likely material changes to this result.

After taxation and non-controlling interests, the profit applicable to the members of the Company was \$97.8 million, a increase of \$15.8 million or 19.3% when compared with the 2012 profit result.

Gross revenue from ordinary activities was \$410.0 million, an increase of \$160.3 million over last year's revenue of \$249.7 million.

Earnings per share for the year ended 31st December 2013 was 8.93 cents, a increase of 1.07 cents over earnings of 7.86 cents per share for the same period last year.

Final Dividend

The Directors have declared a final dividend (unfranked) of 2.0 cents per share (2012 final dividend 2.0 cents per share) making a total dividend of 2.5 cents per share for the year.

The dividend will be payable on 4 June 2014. The Company's Dividend Re-investments Plan (DRIP) will operate in respect of the declared dividend. The Directors have agreed to a 5% discount to market price for the issue of the DRIP shares.

Finance

Net operating cash inflow was \$101.2 million compared to the previous year cash inflow of \$77.1 million.

The net tangible asset backing per ordinary security is \$0.75 per share as at 31 December 2013 and at 31 December 2012 it was \$0.65 per share.

The Group's net debt to equity ratio is nil in December 2013 as compared to 0.52% in December 2012.

Operations

UOA Development Bhd

UOA Development Bhd which is listed on the Malaysian Stock Exchange undertakes all Land Development and Resale operation in Malaysia for the group and is consolidated into these financial results.

At the date of this report United Overseas Australia Ltd has direct equity interest of 0.17% and an indirect interest of 68.06% (via UOA Holdings Sdn Bhd) in UOA Development Bhd.

Property Development

For the year under review the Group's gross revenue from construction was \$24.23 million, while gross revenue from property development operations was \$385.78 million, an increase of \$160.35 million or 64.22% over the 2012 results.

This segment of the Group's operations contributed \$135.2 million (2012: \$81.29 million) to the net profit result achieved.

Property Rental & UOA Real Estate Investment Trust

Gross rentals of \$36.5 million were received from properties retained by the Group during the year, of which the UOA Real Estate Investment Trust contributed \$25.89 million in distributions for the year ended 31 December 2013.

Future Outlook & Events

The overall continuing outlook for the Group is favourable as the Malaysian economy is still remaining positive and the Company is also studying other areas of economic diversity.

The Directors are aware that profit determination is dependent on the timely completion and sale of its developments and continue to endeavour that this occurs.

A.C.N. 009 245 890

APPENDIX 4E

Results for announcement to the market

				\$A'000
Revenues from ordinary activities	Up	64.22%	to	410,015
Profit from ordinary activities after tax attributable to members	Up	19.32%	to	97,814
Profit / (loss) from extraordinary items after tax attributable to members	Gain / (loss) of	Nil		Nil
Net profit for the year attributable to members	Up	19.32%	to	97,814
Dividends (distributions)	Amount per s	security		ked amount
Final dividend	2.0¢			0¢
Previous corresponding period	2.0¢			0¢

Statement of Comprehensive Income FOR THE YEAR ENDED 31 DECEMBER 2013

	Notes	CONSOLIDA	TED
		2013	2012
		\$'000	\$'000
Sales revenue	2	410,015	249,674
Cost of sales	_	(216,429)	(128,799)
Gross profit		193,586	120,875
Other revenues from ordinary activities	2	98,303	88,315
Property maintenance expenses		(16,337)	(9,170)
Marketing expenses		(26,631)	(14,144)
Occupancy expenses		(5)	(4)
Administrative expenses		(18,975)	(11,951)
Other expenses from ordinary activities		(10,551)	(7,298)
Foreign exchange gain / (loss)		4,607	3,435
Share of results of associate		2,129	251
Profit from ordinary activities before tax and finance costs		226,126	170,309
Finance costs	_	(6,973)	(6,381)
Profit before income tax		219,153	163,928
Income tax expense	_	(61,403)	(30,522)
Profit for the year	_	157,750	133,406
Other comprehensive income, net of tax			
Available for sale financial asets			
- current year profit		873	546
- reclassification to profit or loss		(224)	-
Exchange differences on translating foreign operations		57,279	8,229
Other comprehensive income for the year	_	57,928	8,775
TOTAL COMPREHENSIVE INCOME FOR THE YEAR		215,678	142,181
Drafit attributable to .			
Profit attributable to:		07.014	01 077
Owners of the parent		97,814	81,977
Non-controlling interest		59,936	51,429
	_	157,750	133,406
Total comprehensive income attributable to :			
Owners of the parent		155,682	90,535
Non-controlling interest		59,996	51,646
Non controlling interest	_	215,678	142,181
Earnings per share (cents per share)	_		,
basic for profit for the year		8.93	7.86
diluted for profit for the year		8.93	7.86
	_		

Statement of Financial Position

AS AT 31 DECEMBER 2013

AS AT 31 DECEMBER 2013	Notes	CONSOLIE	DATED
		2013 \$'000	2012 \$'000
ASSETS			
Current Assets			
Cash and cash equivalents		435,783	264,532
Trade and other receivables		158,798	211,788
Inventories		309,802	264,427
Current tax assets		6,838	166
Total Current Assets		911,221	740,913
Non-Current Assets			
Property, plant and equipment		22,564	25,363
Investment properties		648,844	480,075
Land held for property development		24,364	57,977
Investment in associates		8,218	6,428
Amount due by associate		1,174	1,029
Available for sale financial assets Deferred tax assets		3,614 6,981	5,087 7,356
Total Non-Current Assets		715,759	583,315
TOTAL ASSETS		1,626,980	1,324,228
LIABILITIES			
Current liabilities			
Trade and other payables		166,167	112,504
Financial liabilities		134,865	126,839
Current tax liabilities		6,870	-
Total Current Liabilities		307,902	239,343
Non-Current Liabilities			
Other payables		19,163	23,047
Financial liabilities		8,273	5,743
Deferred tax liabilities		9,376	4,826
Total Non-Current Liabilities		36,812	33,616
TOTAL LIABILITIES		344,714	272,959
NET ASSETS		1,282,266	1,051,269
EQUITY			
Parent entity interest	4	FF 074	22.202
Share capital Reserves	4	55,974 24,055	32,292 (33,813
Retained profits		764,813	694,350
·			
Total parent entity interest in equity		844,842	692,829
Total minority interest TOTAL EQUITY		437,424	358,440 1 051 260
IOTAL EQUIT		1,282,266	1,051,269

Statement of Cash Flows

	Notes	CONSOLID	ATED
		2013 \$'000	2012 \$'000
Cash flows from operating activities			
Profit before income tax		219,153	163,928
Adjustments for :			
Bad and doubtful debts		213	130
Depreciation of property, plant and equipment		3,619	2,995
Dividend income		(155)	(195)
Unrealised gain on investment properties		(21,711)	(12,102)
Realised gain on investment properties		-	(30,071)
Gain on disposal of investment properties		(20)	(1,318)
Gain on disposal of available for sale financial assets		(282)	(2)
Gain on disposal of property, plant and equipment		(15,947)	(113)
Property, plant and equipment written off		8	10
Listing expenses		47	133
Finance cost		6,973	6,381
Interest income		(11,260)	(6,698)
Foreign currency gain		(4,096)	(3,813)
Share of results of associates		(2,129)	(251)
Unrealised profit from associate		943	70
Operating profit before working capital changes		175,356	119,084
Increase in inventories		(15,040)	(19,734)
Increase in receivables		(42,075)	(26,563)
Increase in payables		34,658	39,586
Cash generated from operations		152,899	112,373
Interest paid		(5,882)	(5,356)
Interest received		10,409	5,951
Income taxes paid		(56,249)	(35,914)
Net cash flows generated from operating activities		101,177	77,054

Statement of Cash Flows (Continued)

Not	es	CONSOLIE	.IDATED	
		2013	2012	
		\$'000	\$'000	
Cash flows from investing activities				
Payment for purchase of available for sale financial assets		(3)	(5)	
Payment for purchase of investment properties		(69,375)	(21,938)	
Payment for purchase of property, plant and equipment		(3,177)	(2,506)	
Payment for purchase of land held for property development		(4,445)	(29,507)	
Proceeds from sale of available for sale financial assets		2,676	2	
Proceeds from sale of investment properties		110,714	18,050	
Proceeds from sale of property, plant and equipment		23,799	124	
Acquisition of additional shares in existing subsidiaries		-	(1,012)	
Acquisition of additional shares in an associate company		(1)	-	
Proceeds from part disposal of a subsidiary		45	-	
Advances from other entities		1,242	4,344	
Dividend received		155	195	
Net cash flows generated from/(used in) investment activities		61,630	(32,253)	
Cash flows from financing activities				
Proceeds from borrowings		28,082	28,645	
Repayment of borrowings		(30,554)	(26,782)	
Listing expenses		(69)	(196)	
Share buyback		(1,923)	(5)	
Dividends paid to non-controlling shareholders of subsidiary companies		(27,150)	(19,731)	
Dividends paid to owners of the Company		(1,359)	(1,048)	
Payment of hire purchase and finance lease liabilities		(1,790)	(1,378)	
Issue of shares of a subsidiary to non-controlling shareholders		12,876	7,361	
Capital repayment		<u> </u>	(81,376)	
Net cash flows used in financing activities		(21,887)	(94,510)	
Net increase/(decrease) in cash and cash equivalents		140,920	(49,709)	
Cash and cash equivalents at beginning of year		264,532	308,717	
Net foreign exchange differences		30,331	5,524	
Cash and cash equivalents at end of year		435,783	264,532	

Statement of Changes in Equity

_		Attributable to	equity holders of	the parent		Non-controlling interest	Total equity
	Share	Retained	Foreign	other			
CONSOLIDATED	capital	earnings	exchange	reserve	Total		
			reserves				
_	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000
At 1 January 2012	94,174	632,515	(42,471)	100	684,318	315,892	1,000,210
Dividends paid	34,174	(20,542)	(42,471)	100	(20,542)	(19,731)	(40,273)
Shares issued during the year	-	(20,342)	-	-	(20,342)	(19,731)	(40,273)
- dividend re-investment scheme	19,494	_	_	_	19,494	_	19,494
Capital repayment during the year	(81,376)	_	_	_	(81,376)	_	(81,376)
Other changes in non-controlling interest	(01,370)	_	_	_	(01,570)	4,752	4,752
Change in stake	_	400	_	_	400	5,881	6,281
Sharibe in stake		100			.00	3,001	0,201
Transaction with owners	32,292	612,373	(42,471)	100	602,294	306,794	909,088
Profit for the year	-	81,977	-	-	81,977	51,429	133,406
Other comprehensive income : Available for sale financial assets							
- current year gain	_	_	_	329	329	217	546
- reclassification to profit or loss	_	_	_	-	-	-	-
reclassification to profit of loss							
Exchange difference on translation of foreign operations	-	-	8,229	-	8,229	-	8,229
Total comprehensive income for the year	<u>-</u> _	81,977	8,229	329	90,535	51,646	142,181
At 31 December 2012	32,292	694,350	(34,242)	429	692,829	358,440	1,051,269

Statement of Changes in Equity (Continued)

_		Attributable to	equity holders of	the parent		Non-controlling interest	Total equity
	Share	Retained	Foreign	other			_
CONSOLIDATED	capital	earnings	exchange	reserve	Total		
			reserves				
_	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000
At 1 January 2013	32,292	694,350	(34,242)	429	692,829	358,440	1,051,269
Dividends paid	52,252	(26,951)	(34,242)	-	(26,951)	(27,150)	(54,101)
Shares issued during the year		(20,331)			(20,551)	(27,130)	(54,101)
- dividend re-investment scheme	25,592	_	_	_	25,592	_	25,592
Share buyback during the year	(1,910)	_	_	_	(1,910)	_	(1,910)
Other changes in non-controlling interest	(1,310)	_	_	_	(1,310)	32,853	32,853
Change in stake	_	(400)	_	_	(400)	13,285	12,885
enange motane		(100)			(100)	13,133	,
Transaction with owners	55,974	666,999	(34,242)	429	689,160	377,428	1,066,588
Profit for the year	-	97,814	-	-	97,814	59,936	157,750
Other comprehensive income :							
Available for sale financial assets							
- current year gain	_	_	_	813	813	60	873
- reclassification to profit or loss	-	-	-	(224)	(224)	-	(224)
Exchange difference on translation of foreign operations	-	-	57,279	-	57,279	-	57,279
Total comprehensive income for the year		97,814	57,279	589	155,682	59,996	215,678
At 31 December 2013	55,974	764,813	23,037	1,018	844,842	437,424	1,282,266

FOR THE YEAR ENDED 31 DECEMBER 2013

1. BASIS OF PREPARATION OF THE PRELIMINARY FINAL REPORT

The preliminary final report does not include all notes of the type normally included within the annual financial report and therefore cannot be expected to provide as full an understanding of the financial performance, financial position and financing and investing activities of the consolidated entity as the full financial report.

The preliminary final report should be read in conjunction with the Annual Financial Report of United Overseas Australia Ltd as at 31 December 2012, which was prepared based on Australian Accounting Standards, which include Australian equivalents to International Financial Reporting Standard ('AIFRS').

It is also recommended that the preliminary final report be considered together with any public announcements made by United Overseas Australia Ltd and its controlled entities during the financial year ended 31 December 2013 in accordance with the continuous disclosure obligations arising under the Corporations Act 2001.

(a) Basis of accounting

The preliminary final report is a general-purpose financial report, which has been prepared in accordance with the requirements of the Corporations Act 2001, applicable Accounting Standards including AASB 134 "Interim Financial Reporting" and other mandatory professional reporting requirements (Urgent Issues Group Consensus Views).

The preliminary final report has been prepared in accordance with the historical cost convention, except for investment properties and available-for-sale financial assets which are measured at fair value.

(b) Statement of compliance

The preliminary final report complies with Australian Accounting Standards, which include Australian equivalents to International Financial Reporting Standards ('AIFRS'). Compliance with AIFRS ensures that the preliminary final report, comprising the financial statements and notes thereto, complies with International Financial Reporting Standards ('IFRS').

FOR THE YEAR ENDED 31 DECEMBER 2013

2. REVENUE AND EXPENSES

Profit before income tax expense includes the following revenues and expenses whose disclosure is relevant in explaining the performance of the entity:

		CONSOLDIATED	
		2013	2012
		\$'000	\$'000
(i)	Revenue		
	Property development revenue	385,782	248,299
	Construction revenue	24,233	1,375
		410,015	249,674
(ii)	Other revenues from ordinary activities		
	Rental revenue	36,456	31,003
	Parking fee received	5,758	3,390
	Dividends received from investments – other corporation	155	195
	Doubtful debts no longer required	45	60
	Interest received from investments – other corporation	10,409	5,950
	Fair value of financial liabilities	851	748
	Gain on disposal of property, plant & equipment	15,947	113
	Gain on disposal of investment properties	20	1,318
	Gain on disposal of available for sale financial assets	282	2
	Unrealised gains on investment properties	2,209	12,102
	Realised gains on investment properties	-	30,071
	Unrealised gains on transfer to investment properties	19,502	-
	Other services	6,669	3,363
		98,303	88,315
(iii)	Cost of sales		
	Development expenses	216,429	128,799
(iv)	Expenses		
	Depreciation and amortisation	3,619	2,995

FOR THE YEAR ENDED 31 DECEMBER 2013

3. DIVIDENDS PAID OR PROPOSED

Equity dividends on ordinary shares:

		CONSOLDIATED		
		2013	2012	
		\$'000	\$'000	
(a)	Dividends paid during the year			
	Final unfranked dividend for financial year 31 December 2012/2011	21,398	15,256	
	Interim unfranked dividend for financial year 31 December 2013/2012	5,553	5,286	
		26,951	20,542	
(b)	Dividends proposed and not recognised as a liability			
	Final unfranked dividend for financial year 31 December 2013/2012	22,417	21,407	

4. SHARE CAPITAL

CONSOL	IDATED
2013	2012
\$'000	\$'000
55,974	32,292
Number o	of shares
2013	2012
1,070,351,034	1,017,041,997
54,443,848	53,309,037
(3,949,434)	-
1,120,845,448	1,070,351,034
	\$'000 55,974 Number of 2013 1,070,351,034 54,443,848 (3,949,434)

5. CONTINGENT ASSETS AND LIABILITIES

Since the last annual reporting date, there has been no material change of any contingent liabilities or contingent assets.

6. EVENTS AFTER THE BALANCE SHEET DATE

There have been no material events subsequent to balance date which impact on the state of affairs of the company except for the following:

- (a) a declaration by the directors on 26 February 2014 to pay final dividend of 2.0 cents per ordinary share (totalling \$22,416,909) in respect of the financial year ended 31 December 2013. This dividend has not been provided for in the 31 December 2013 financial statements.
- (b) on 28 January 2014, the Company acquired 60% equity in Eureka Equity Sdn Bhd ("Eureka") for a cash consideration of \$1,026,413. The principal activity of Eureka is property development and is currently dormant.

FOR THE YEAR ENDED 31 DECEMBER 2013

7. ADDITIONAL INFORMATION

(i) Reconciliation of Cash

For the purposes of the Condensed Statement of Cash Flow, cash and cash equivalents comprise the following at 31 December:

	CONSOLIDATED		
	2013	2012	
	\$'000	\$'000	
		_	
Cash at bank and in hand	53,992	46,322	
Short term investments	311,729	169,605	
Short term bank deposits	70,062	48,605	
	435,783	264,532	

FOR THE YEAR ENDED 31 DECEMBER 2013

8. OPERATING SEGMENTS

	Investment		Land development and resale		Others		Elimination		Consolidated	
	2013 \$'000	2012 \$'000	2013 \$'000	2012 \$'000	2013 \$'000	2012 \$'000	2013 \$'000	2012 \$'000	2013 \$'000	2012 \$'000
Segment revenue										
Sales to customers outside the group	_	_	410,015	249,674	_	_	_	_	410,015	249,674
Other revenues from customers			410,013	243,074					410,013	243,074
out side the group	48,328	75,606	42,450	8,075	7,525	4,634	-	-	98,303	88,315
Inter segment revenue	143,578	76,766	190,987	138,987	409	126	(334,974)	(215,879)		
Total revenue =	191,906	152,372	643,452	396,736	7,934	4,760	(334,974)	(215,879)	508,318	337,989
Interest revenue	6,892	4,983	4,362	1,709	6	6	_	-	11,260	6,698
Finance cost	(5,281)	(5,078)	(1,691)	(1,302)	(1)	(1)	-	-	(6,973)	(6,381)
Depreciation and amortisation	(500)	(448)	(3,033)	(2,477)	(86)	(70)	-	-	(3,619)	(2,995)
Write off of assets	(3)	(10)	(5)	-	-	-	-	-	(8)	(10)
Increase in fair value of										
investment properties	9,665	42,173	12,046	-	-	-	-	-	21,711	42,173
Other non-cash income/(expenses)	4,459	3,359	(111)	(114)	-	-	-	-	4,348	3,245
Income tax expense	(18,772)	(5,659)	(42,103)	(25,008)	(528)	145	-	-	(61,403)	(30,522)
Segment net operating profit										_
after tax	790	49,675	135,184	81,291	3,135	2,074	283	-	139,392	133,040
Reconciliation of segment net operating p	orofit after tax to	net profit befo	ore tax							
Segment net operating profit after tax									139,392	133,040
Income tax expense									61,403	30,522
Gain on disposal of property, plant and ed									15,947	113
Gain on disposal of available for sale finar									282	2
Result from equity accounted investment									2,129	251
Total net profit before tax per profit or lo	SS							_	219,153	163,928

FOR THE YEAR ENDED 31 DECEMBER 2013

8. OPERATING SEGMENTS (CONT'D)

	Investment		Land development and resale		Others		Elimination		Consolidated	
	2013 \$'000	2012 \$'000	2013 \$'000	2012 \$'000	2013 \$'000	2012 \$'000	2013 \$'000	2012 \$'000	2013 \$'000	2012 \$'000
Segment assets	759,206	689,351	845,528	619,822	4,813	2,446	-	-	1,609,547	1,311,619
Reconciliation of segment operating asset	s to total assets									
Segment operating assets Available for sale financial assets Deferred tax assets Current tax assets Total assets as per the statement of financial	cial position							_ =	1,609,547 3,614 6,981 6,838 1,626,980	1,311,619 5,087 7,356 166 1,324,228
Investment in associates Capital expenditure	8,218 9	6,428 94	- 6,407	- 4,363	- 42	- 384	-	- -	8,218 6,458	6,428 4,841
Segment liabilities	158,924	137,962	166,812	127,660	2,732	2,511	-	-	328,468	268,133
Reconciliation of segment operating liability	ties to total liab	ilities								
Segment operating liabilities Deferred tax liabilities Current tax liabilities Total liabilities per the statement of finance	cial position							_	328,468 9,376 6,870 344,714	268,133 4,826 - 272,959

The consolidated entity operates predominantly in two businesses; investment and land development and resale, and within two geographical segments; Australia and Malaysia. The Australian operations predominantly relate to the investment segment, with the remainder of the segments being related to the Malaysian operations.

The land development and resale business is predominantly focused on residential and commercial developments in Malaysia, whilst the investment business is made up of both property and share portfolios in Malaysian assets.

Inter segment pricing is based on normal terms and conditions.

Ratios

	2013	2012
Net tangible asset backing Net tangible asset backing per ordinary security	75 cents	65 cents
Cashflow per share In accordance with general principles used by financial analysts "cashflow per share" has been calculated by adding all forms of depreciation and amortisation to net profit after tax and dividing by the weighted average number of ordinary shares on issue during the year.	15 cents	13 cents

Dividends

Date the dividend (distribution) is payable

4 June 2014

*Record date to determine entitlements to the dividend (distribution) (i.e., on the basis of proper instruments of transfer received by 5.00 pm if *securities are not *CHESS approved, or security holding balances established by 5.00 pm or such later time permitted by SCH Business Rules if *securities are *CHESS approved)

16 May 2014

Amount per security

	Amount per security	Franked amount per security at % tax	Amount per security of foreign source dividend
Final dividend: Current year			
	2.0¢	Nil	Nil
Previous year	2.0¢	Nil	Nil
Interim dividend: Current year			
	0.5¢	Nil	Nil
Previous year	0.5¢	Nil	Nil

Total dividend (distribution) per security (interim plus final)

Current year	Previous year
2.5¢	2¢

⁺Ordinary securities

Issued and quoted securities at end of current period

(Description must include rate of interest and any redemption or conversion rights together with prices and dates)

Category of ⁺ securities	Total number	Number quoted	Issue price per security (cents)	Amount paid up per) (cents)
Preference +securities (description)	N/A			
Changes during current period (a) Increases through issues (b) Decreases through returns of capital, buybacks, redemptions				
⁺ Ordinary securities	1,070,351,034	1,070,351,034		
Changes during current period (a) Increases through issues (b) Decreases through returns of capital, buybacks	54,443,848 (3,949,434)	-		
[†] Convertible debt securities (description and conversion factor)	N/A			
Changes during current period (a) Increases through issues (b) Decreases through securities matured, converted				
Options (description and conversion factor)	N/A		Exercise Price	Expiry date (if any)
Issued during current period Exercised during current period Expired during current period				13 - 77
Debentures (description)				
Changes during current period (a) Increases through issues	N/A			
(b) Decreases through securities matured, converted				

Segment reporting

Please refer to attachment

Comments by directors

NIL

Annual meeting

(Preliminary final report only)

The annual meeting will be held as follows:

Place Kuala Lumpur

Date 29 May 2014

Time 10.30am

Approximate date the [†]annual report will be

26 April 2014

Audit

The $\dot{}$ accounts are in the process of being audited and the directors are not aware of any material factors which may affect this result.

A. C Winduss Director

Perth, Western Australia 27 February 2014

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