CUMI Abrasives And Ceramics Co.,Limited Audit Report

December 31, 2015

Content

- 1. Audit Report
- 2. Balance Sheet
- 3. Profit and Profit Distribution Statement
- 4. Cash Flow Statement
- 5. Note to Financial Statement

Entrusted Company: CUMI Abrasives And Ceramics Co., Limited

Audit unit: Beijing Xinzhengtai Certified Public Accountants Co., Ltd

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Audit Report

Jingxin Shen Zi[2016] No.003

To whole shareholders of CUMI Abrasives And Ceramics Co., Limited:

We have audited the accompanying financial statements of the CUMI Abrasives And Ceramics Co., Limited (hereinafter referred to "CUMI Company"), including the balance sheet of December 31, 2015, 2015 year's the profit statements and the notes to the financial statements.

I. Management responsibility

The management authorities of the Company are responsible for preparing these accounting report forms in accordance with the accounting standards and the responsibility includes: (1)design, perform and maintain the internal control related to the financial statement preparation, so as to make financial statement free of material misstatement due to fraud or mistake; (2) choose and use proper accounting policy; (3) make reasonable accounting estimate.

II. CPA's responsibility

Our responsibility is to express an audit opinion on the accompanying financial statements based on our audit. We conducted our audit in accordance with provisions of the China's Auditing Standards for the Independent Registered Accountants. Those Standards require that we obey canons of professional ethics, plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement.

An audit includes performing auditing procedure to acquire the audit evidence related to the amount and disclosure in the financial statement. The chosen auditing procedure depends on the judgment of certified accountant, including the evaluation on the material misstatement of the financial statement due to fraud or mistake. When carrying through estimate on risk, we take the internal control related to the financial statement preparation into account, so as to plan proper auditing procedure but not give any opinion on the validity of internal control. An audit also includes assessing the accounting principles used and significant estimates made by management, as well

as evaluating the overall financial statement presentation.

We believe that our audit is enough and proper, and provides a reasonable basis for our opinion.

III. Auditing opinion

In our opinion, the financial statements produced by the Company are presented fairly, in all material respects, the financial position of CUMI Abrasives And Ceramics Co., Limited as of December 31, 2015, and the 2015 year's operating results.

Beijing Xinzhengtai Certified Public Accountants Co., Ltd. (Seal)

Beijing. China

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(Seal and Signature)

中国注册会计师 re) 许 江 华 ト

Jan.20, 2016

Balance Sheet

Made by CUIVII Abrasives And Ceramics Co.	Limited	,	Dece	December 31, 2015			KQ Table 01
Assets	Line	beginning of the	Balance at the end	d Liabilities and owner's equity	5	Balance at the	Unit: RMB Yuan
Current assets:	-	year	or and year	Company	-	beginning of the	of the year
	+			Current liabilities:		year	
short-term investment	,-	760, 202, 03	649, 007, 91	Short-term borrowing	3		
Notes receivable	3 2			Note payable	68	41, 537, 506, 83	48, 862, 085, 34
Dividends receivable		1	310, 000, 00	Amounts payable	709		
Interest receivable	4			Advance from client	74	16, 337, 383, 35	424.
Amount receivable	0			Employee salaries payable	75	391, 266, 55	
Other receivables	10	116,	10, 835, 547, 58	Welfares payable	72	1	
Advance payment	0	2, 706, 248, 10	416.	Dividends payable	7/		
Allowance receivable	00	1, 554, 458, 40	095, 242.	Taxes and fees payable	75	0	
Inventories	3 4			Other amounts payable	800	800, 284, 60	689, 026, 77
deferred expense	1 0	10, 648, 618, 09	10, 771, 203, 96	Other payables	20 00		
Long-term bond investment due within one	2 -	82, 890, 35	39, 386, 54	Accrued expenses	83	200.	
Other current assets	2/-			Predicted liabilities	200	120,000,00	279, 622, 56
	17			Long-term liability due with one year	86		
Total current assets	31			Other non-current liabilities	90		
Long-term investment :			24, 619, 805, 61	l otal current liabilities	100	61, 342, 009, 50	
Long-term equity investment	32			Long-term liabilities:		0 441 000.	
Long-term bond investment	34			Long-term borrowings	101		
Total long-term investment	38			Payable bond	102		
	00			Long-term amount payable	103		
fixed assets-cost	30	200 200		Special payables	106		
	40	19 395 780 44	233, 295.	Other long-term liabilities	108		
ssets	41	839		Deferred to ong-term liabilities	110		
Less: fixed assets depreciation provision		0000	60, 117, 000, 00	Deferred tox borner			
et valu		30. 839. 515. 42	99 774 022 60	Total liabilities	111		
Engineering materials	44		VV	Minority shareholders' on the	114	61, 342, 009, 50	63, 601, 010, 50
Project in progress	45			will bridge and the second sec			
Fixed asset liquidation	46			Owner's equity/or short-bold-			
Total fixed assets	50	30, 839, 515, 42	29 774 033 60	Paid-in capital (or captial at all):			
Intangible assets and other assets:			11 11 000	less paid investment	115	81, 149, 172, 00	81, 149, 172, 00
assets	51	8, 019, 579, 87	7, 773, 919, 83	Paid-in Capital (or captial stock)	116		
Long-term deferred expenses	52		0.010.00	tor capital stock)-net value	117	81, 149, 172, 00	81, 149, 172, 00
other long-term assets	53			Surpluse reserve	118		229.
Total intangible assets and other assets:	60	8, 019, 579, 87	7, 773, 919, 83	al recense	119		
Deferred tax:					071		
Deferred tax borrowings	61			s(or shareholders'equities)	122	.992, 672.	-82, 611, 453, 60
Total assets	67	68, 727, 538, 70	69 367 750 04		77	7, 385, 529, 20	-1, 233, 251, 46
		The same of the same	1100	charaholdors's aution	135	68, 727, 538, 70	62 367 759 04

Profits and Profit statements

KQ Table 02 Made by: CUMI Abrasives And Ceramics Co., Limited Year 2015 Unit: RMB Yuan Amount in current Amount in previous Item Line year year 1. Operation revenue 30, 440, 141. 20 30, 171, 151. 34 Less: operation cost 2 26, 746, 399. 68 34, 430, 131. 39 Fee and commission income 3 95, 433. 59 87, 845. 80 2. Operating profit (loss as in"-") 4 -4, 085, 423. 78 3, 336, 905. 86 Plus: non-operating profits (loss as in"-") 5 60, 277. 57 176, 714. 92 Less: operating expenses 6 3, 086, 080. 22 2, 971, 379, 18 Management expenses 7 5, 341, 321.00 6, 415, 656. 27 Financial expenses 8 2, 896, 026. 38 2, 714, 419. 75 Operating profit (loss as in"-") 9 -8, 769, 441. 05 -15, 166, 967. 18 Plus: income from investment (loss as in"-") 10 Subsidy income 11 Non-operating income 12 682, 653, 89 14,081.26 Less: non-operating expense 13 1,700.00 530, 718. 46 4. Total profits (loss as in"-") 14 -8, 617, 505. 62 -15, 154, 585. 92 Minus: income tax 15 1, 275.04 Minority shareholder's interest 16 5.Net profits (net loss as in"-") 17 -8, 618, 780. 66 -15, 154, 585. 92 Plus: undistributed profits at the beginning of the year -73, 992, 672. 94 18 -58, 841, 297. 10 Other transfer-in 19 3, 210.08 6. Profits to be distributed 20 -82, 611, 453. 60 -73, 992, 672. 94 Minus: withdraw legal reserve 21 Withdraw legal public welfare fund 22 Withdraw bonus and welfare fund for workers 23 Withdraw reserve fund 24 Withdraw fund for enterprise's development 25 Investment with returned profits 26 7. Profits for investors to distribute 27 -82, 611, 453. 60 -73, 992, 672. 94 Less: payable divident for priority stock 28 Withdraw surplus reserve 29 payable divident for common stock 30 Common dividents conversed to capital (or stock capital) 31

Supplementary materials:

8. Undistributed profits

Item	Line	Amount in current year	Amount in previous year
1. Income for sales or disposal of department or invested units	1		
2. Loss due to natural disaster	2		
3. Total profits increase/decrease due to accounting policy change	3		
4. Total profits increase/decrease due to accounting estimate cha		The Party of the P	
5. Loss for debt reconstruction	5		
6. Other	6		

32

-82, 611, 453. 60

-73, 992, 672, 94

II. Make-up basis for the financial statements

The company takes continuous operation as make-up basis.

III. Notes for accounting policies and estimates

(1) Existing accounting standard and system of the company

The company implements "Accounting Standards for Business", "Business Accounting System" and relevant supplementary provisions issued by the Ministry of Finance.

(2) Fiscal year

The fiscal year of the company is from 1st of January to 31st of December of the same year.

(3) Recording currency

Company takes RMB as recording currency.

(4) Bookkeeping basis and valuation principle

The company takes debit-credit bookkeeping basis and accrual basis and historic cost method as the main method.

(5) Conversion method of foreign currency business

- 1. The company records the economic business involving foreign currency in RMB in terms of exchange rate released by People's Bank of China; and converses the balance of various foreign accounts into RMB according to the exchange rate. The difference between the conversed amount and the book amount is confirmed to be exchange gain or loss.
- 2. Treatment method for exchange gain or loss: The exchange gain or loss during the preparation period is calculated into long-term deferred expense, and calculated into gain or loss of the current month after production since the current month of the production. The exchange gain or loss produced by the special foreign borrowings related to long-term assets should be dealt according to the handling principle of borrowings. Except the above situations, the exchange gain or loss is calculated in current financial expense.
- 3 The calculation for foreign financial statements adopts current exchange method. It means that the owner's equity items (excluding "undistributed profit" items) are calculated in historical exchange rate and the assets, liability items in the foreign financial statements are calculated according to market exchange rate at the end of the term, income, expense items are calculated according to average exchange rate during the term. The difference produced in the foreign financial statements is reflected in "calculated difference in foreign financial statements" under the item of "undistributed profit".

(6) Standard of confirmation of cash and cash equivalents

Cash refers to the cash in the company's stock and deposit that could be paid anytime.

The cash equivalents refer to short-term investment in a short period (generally mature in three months from the date of purchase), strong in liquidity, easy to be converted into known amount in cash and less value change risk.

(7) Receivables

- 1. Confirmation standard of bad debt: the unrecoverable receivables due to reasons that the debtor is bankrupt after liquidation according to law; or the debtor is dead, there is no heritage to pay off and also there is no person to assume the duty; or the debtor does not perform the payment duty over three years and it has been listed as bad debt with the approval of shareholder's meeting or board of director; and other depreciated claim that is assessed to be unrecoverable could be terminated the confirmation.
 - 2. Calculation method for the bad debt loss: with allowance method to calculate the bad debt loss.
- Confirmation standard for bad debt provision: it should be reasonably estimated according to past bad debt amount and proportion, actual financial status of the debt unit and cash flow situation, etc.
 - 4. Withdrawal method and proportion of bad debt provision:

The company adopts direct write-off method to handle bad debt.

(8) Inventories

- 1.Classification of inventories: include raw materials, sent products, low value consumables, consigned processing materials, packages, finished products, unfinished products, and trading products.
- 2 Valuation method of inventory: planned in actual cost, and valuated in weighted average method in delivery.

The amortization method of low value consumables: The Company adopts one-time amortized method. The received low value consumables from investment are amortized within 12 months.

3. The inventory system adopts the field checking method.

(9) Fixed assets

- 1. The fixed assets refer to the tangible assets owned for producing the goods, rendering the labor, leasing or operation managing with service life exceeding one fiscal year. The objects not belonging to the important equipment for production with unit value of over RMB 2000 and use years exceeding 2 years are also belonged into fixed assets.
 - 2. Fixed assets price

The purchased fixed assets are calculated at the actual cost in purchase.

The costs of the fixed assets from non-cash assets exchange, debt reorganization, enterprise combination and financing lease are confirmed according to "Accounting Standards for Business---non-cash assets exchange", "Accounting Standards for Business---debt reorganization" and "Accounting Standards for Business---lease".

3. The fixed assets adopt the straight line basis.

The fixed assets depreciation is calculated in average year method. The estimated use years, predicated net residual value and annual depreciation rate of various fixed assets are as follows:

Category of fixed assets	Estimated economic use years (year)	Predicated residual value rate (%)	Annual depreciation rate (%)
Housing building	30	10	3
Machines and equipments	10	10	9
Transportation device	5	10	18
other devices	5	10	18

(10) Intangible assets

1 Confirmation and original price of intangible assets

Confirmation standard of intangible assets:

- (1) the recognizable non-cash assets in kind the company has or controls.
- (2) The predicated future economic benefit related to the assets may flow in the company.
- (3) The cost of the asset could be reliable measured.

The intangible assets include land use right and software.

The intangible assets are originally calculated with the cost.

2. Amortization of intangible assets: The land use right is amortized in 586 months according to straight line method and the software is averagely amortized in 36 months according to straight line method and trademark registration fee amortized in 120 months according to straight line method.

(11) Long-term deferred expense

The long-term deferred expense is the mould invested.

The long-term deferred expense is averagely amortized in 20 months according to straight line method.

(12) Income confirmation principles

- 1. The income for sales products could be confirmed under satisfying the following conditions:
- ① The Company has transferred the principal risk and remuneration of the product ownership into purchaser.
- ② The Company does not retain the continuous management right connected to the ownership nor implement control on the sold products.
 - 3 The economic benefits related to the transaction flow into the company.
 - The related income and cost could be reliably measured.
 - 2. Income confirmation on rendering labor
- 1 the income of the labor that is began and completed within the same fiscal year is confirmed at the completion time.
- ② If the labor begins and completes in different years, under the condition that the results of rendered labor could be reliably measured, the income is confirmed according to the completion percentage method at the date of balance sheet; under the condition that the results of rendered labor could not be reliably measured, the income is confirmed according to the labor cost that has occurred and could be predictably compensated at the date of balance sheet;

- 3. Income confirmation for transfer assets
- The economic benefit related to the transaction may flow in the company.
- The income amount could be reliably measured.

(When writing the policy for this part, please reveal according to industry feature and actual principles of income confirmation.)

(13) Accounting treatment method for income tax

- 1. The accounting treatment method for income tax: Balance Sheet Liability Approach
- 2. Income tax settlement method
- (1) Collection period for enterprise income tax: in quarterly requisitions in advance and annual settlement method
- (2) Income tax settlement method; general application and application according to rates to taxable income.
 - (3) Income tax settlement scope: independent tax payment.

IV. Notes for important items in the financial statements

(1) Cash

Item	Initial balance	Ending balance
Cash	18,491.58	5,531.93
Bank deposit	741,710.45	643,475.98
Total	760,202.03	649,007.91

(2) Receivable

Item	Initial balance	Ending balance
Accounts receivable	14,116,026.45	10,835,547.58
Accounts receivable-others	2,706,248.10	1,119,416.95
Prepayments	1,554,458.40	1,095,242.67
Notes receivable	0.00	310,000.00

(3) Inventory

	Initial b	palance	Ending balance		Ending balance
Item	Amount	Allowance for Inventory Devaluation	Amount	Allowance for Inventory Devaluation	for more than three years of inventory
Goodsintransit	11,516.67	0.00	0.00	0.00	0.00
Raw Material	3,846,057.21	0.00	2,384,849.69	0.00	
Goods on Hand	5,975,777.84	0.00			0.00
Consigned processing materials	37,824.56		7,191,869.06	0.00	0.00
	57,057.50	0.00	75,649.12	0.00	37,824.56
Low value consumables	15,598.25	0.00	-0.01	0.00	0.00
Materials in transit	761,843.56	0.00	1,118,836.10	0.00	0.00
Total	10,648,618.09	Not counting and drawing	10,771,203.96	0.00	37,824.56

(4) Fixed assets

Item	Initial balance	Increase at current period	Decrease at current period	Ending balance
1. Total cost	43,235,295.86	4,500.00	6,500.00	43,233,295.86
Including: housing building	24,501,761.40	0.00	0.00	24,501,761.40
Machines and equipments	17,712,753.98	0.00	0.00	17,712,753.98
Transportation device	138,956.00	0.00	0.00	138,956.00
Electrical device	453,646.51	4,500.00	6,500.00	451,646.51
Other	428,177.97	0.00	0.00	428,177.97
2. Total accumulative depreciation	12,395,780.44	1,069,235.75	5,753.93	13,459,262.26
Including: housing building	3,605,140.55	777,490.30	0.00	4,382,630.85
Machines and equipments	8,311,359.96	220,306.17	0.00	8,531,666.13
Transportation device	6,252.99	25,012.05	0.00	31,265.04
Electrical device	326,873.00	31,056.44	5,753.93	352,175.51
Other	146,153.94	15,370.79	0.00	161,524.73
. Total book value of fixed assets	30,839,515.42	4,500.00	1,069,981.82	29,774,033.60
Including: housing building	20,896,620.85	0.00	777,490.30	20,119,130.55
Machines and equipments	9,401,394.02	0.00	220,306.17	
Transportation device	132,703.01	0.00	25,012.05	9,181,087.85
Electrical device	126,773.51	4,500.00	31,802.51	
Other	282,024.03	0.00	15,370.79	99,471.00

The total housing buildings and A jinbei automobile owned by the company have not handled the property transfer formality.

(5) Intangible assets

Item	Initial balance	Increase at current period	Decrease at current period	Ending balance
Land use right	7,303,329.90	0.00	165,660.00	7,137,669.90
Production license	679,499.97	0.00	75,500.04	603,999.93
Trade mark registration fee	36,750.00	0.00	4,500.00	32,250.00
Total	8,019,579.87	0.00	245,660.04	7,773,919.83

(6) Accrued wages

Item	Initial balance	Ending balance
Salary, bonus, allowance and subsidy	0.00	50,171.00
Total	0.00	50,171.00

(7) Short-term borrowings

Creditor	Initial balance	Ending balance	Borrowing category
American Bank	38,250,000.00	35,990,000.00	Credit borrowing
Accrued interest of American Bank	494,027.49	500,495.30	
HSBC	2,730,673.86	12,122,709.49	Credit borrowing
Accrued interest of HSBC	62,805.48	248,880.55	
Total	41,537,506.83	48,862,085.34	

(8) Payable amounts

Item	Initial balance	Ending balance
Account Payable	16,337,383.35	13,301,424.78
Advances from Customer	391,266.55	74,356.27
Other Payables	1,487,500.11	344,323.78

(9) Payable taxes

Item	Initial balance	Ending balance
Value added tax payable	42,039.46	111,448.59
Business tax payable	0.00	0.00
Custom Duty payable	76,780.45	69,607.75
Housing property tax payable	74.13	0.00
Land use tax payable	0.00	0.00
Personal income tax payable	10,078.00	9,749.50

Item	Initial balance	P. P. 1.1
urban maintenance and		Ending balance
construction tax	2,942.76	7,801.40
educational fee payable		7,001.10
1.0	1,261.18	3,343.46
Local educational fee payable	840.79	2,228.97
Value added tax pounts:		
Value added tax payable-input VAT transfer out	726,267.83	484,847.10
Total		1 (1000)
Total	860,284.60	689,026.77

(10) Accrued expenses

Item	Initial balance	Increase at current period	Decrease at current period	Ending balance
Accrued utilities	172,836.32	24,229.00	182,261.32	14,804.00
Accrued agency fees	246,035.39	770,211.84	925,506.84	90,740.39
Accrued express fee	9,919.00	128,254.00	119,213.00	18,960.00
Accrued transport costs	266,170.85	1,019,720.02	1,191,686.70	
Accrued meal supplement	33,106.50	31,377.50	3,570.00	94,204.17
Total	728,068.06	1,973,792.36	2,422,237.86	279,622.56

(11)Paid-in capital

N	Initial balance			4100	Ending balance	
Name of investors	Investment amount	proportion (%)	Increase at current period	Decrease at current period	Investment amount	proportion (%)
CUMI International Limited	81,149,172.00	100.00	0.00	0.00	81,149,172.00	100.00
Total	81,149,172.00	100.00	0.00	0.00	81,149,172.00	100.00

The above paid-in capital has been verified by Langfang Yihua Certified Public Accountant Co., Ltd with issuance of [2013]Lang Kuai Yan Zi No. 007 Capital Verification Report.

(12) Capital reserves

Item	Initial balance	Increase at current period	Decrease at current period	Ending balance	Changes in the reasons and basis for
Foreign currency translation differences	229,030.14	0.00	0.00	229,030.14	Foreign currency translation differences arising due to the shareholders'
Total	229,030.14	0.00	0.00	229,030.14	

(13) Undistributed profits

Item	Amount
Balance at the end of previous year	
Plus: adjusted amount of undistributed profits at the beginning of the year	-73,992,672.9
Of which: accounting policy change	
Important accounting error	
Other adjusted factors	
Balance at the beginning of the year	
Increased amount in this year	-73,992,672.94
Of which: transfer-in from the gross profit in the year	-8,618,780.66
Other increases	-8,618,780.66
Decreased amount in this year	
Of which: withdrawal amount for surplus reserve	
Distributed cash dividends in the year	
Distributed share dividends in the year	
Other decreases	
Balance at the end of the year	
Of which: cash dividend amount approved by the Board of Director	-82,611,453.60

(14) Main operation income and cost

Item	Main operation income	Main operation	
Self-produced products		Main operation cost	
products	3,689,255.50	4,233,325.54	
2. Trading goods	26,474,135.15		
Total	7,700,70	22,513,074.14	
Total	30,163,390.65	26,746,399.68	

V.Relationship and transaction with related party

(1) Relationship with associated party

Company name	Registered place	Relationship with the company	Share proportion of the company
CUMI INTERNATIONAL LIMITED	India	Parent company	100%
CARBORUNDUM UNIVERSAL LIMITED	India	indirect holding the shares	10076
VOLZHSKY ABRASIVE WORKS	Russia	Wholly-owned subsidiary under the same control	
CUMI MIDDLE EAST FZE	Dubai	Wholly-owned subsidiary under the same control	

(2) Transaction with the associated parties

1. Sales goods

Amount
13,078,696.03
0.00
0.00
1,013,095.06
837,792.25
14,929,583.34
Amount
4,616,253.36
305,490.23
4,921,743.59

3. Amount for unsettled items

Item	Ending balance	Percentage share of the project (%)	
Accounts receivable	2,362,581.19	21.80	
Account payable	1,511,239.37	11.36	
Other payables	12,000.00	3.49	

VI. Approval for financial statements

The financial statements have been passed by the Board of Director and released upon approval.

Company name: CUMI Abrasives And Ceramics Co.,Limited

Principal person: Wu feng

Date: December 31, 20

Financial principal: Wang hongli

Date: December 31, 2015



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注册号110000001831334

北京鑫正泰会计师事务所有限责任公司

有限责任公司(自然人投资或控股) 类

北京市东城区东直门外大街48号东方银座大厦A座11E号 住

方宇 法定代表人

50万元 本 资

1996年06月03日 期

1999年09月15日 至 2019年09月14日 限 期

围 范

(依法须经批准的项目,经相关部门批准后依批准的内容开展 经营活动。



登记机关



每年1月1日至6月30日通过企业信用信息公示系统 年度年度报告并公示。

الأساساسات

企业信用信息公示系统网址:

中华人民共和国国家工商行政管理总局监制