



ABN 38 119 992 175

(FORMERLY KNOWN AS DRAGON ENERGY LIMITED)

## **INTERIM FINANCIAL REPORT**

**31 DECEMBER 2016**

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**RIVA RESOURCES LTD**  
**ABN 38 119 992 175**

## **Interim Financial Report 31 December 2016**

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## DIRECTORS' REPORT

The directors present their financial statements of Riva Resources Ltd ("Riva Resources") (formerly Dragon Energy Limited) and its subsidiary ("consolidated entity") for the six months ended 31 December 2016 and the auditor's review report thereon:

### Directors

The directors of the Company at any time during or since the end of the half-year and until the date of this report are:

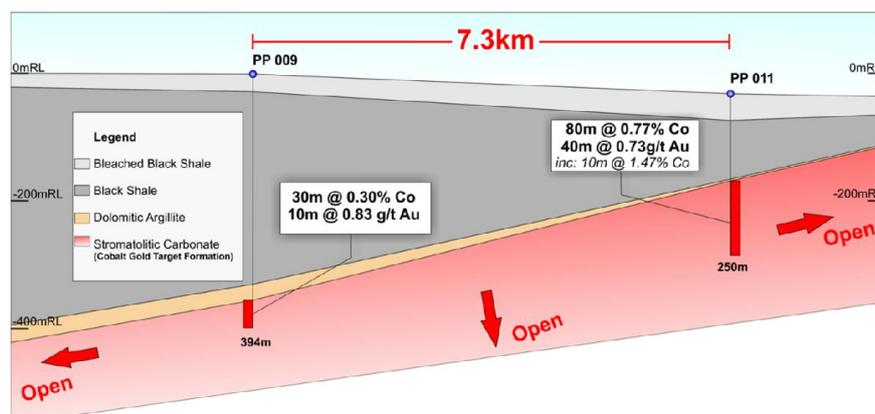
Name	Period of directorship
Mr Jie Chen <i>Non-Executive Director</i>	Director since 18 December 2008
Mr Jonathan King <i>Managing Director</i>	Director since 14 September 2016
Mr Keong Chan <i>Non-Executive Director</i>	Director since 1 December 2015
Mr Gang Xu <i>Non-Executive Director</i>	Director since 1 June 2006
Mr Joel Fishlock <i>Non-Executive Director</i>	Director from 15 August 2016 to 10 October 2016

### Review of Operations

Riva Resources Limited (the "Company") is a Perth based exploration company which listed on the Australian Securities Exchange in February 2009 (ASX: RIR). Riva's portfolio of tenements has numerous multi-commodity targets, including Co, Au, and Fe in Western Australia.

In mid-2016 the company sought a strategic change in direction and repositioned itself as a dedicated cobalt explorer. In doing so, the company acquired Westview Resources Limited, owners of the Tabac Cobalt-Gold Project located near Wiluna. The acquisition, which was disclosed to the market on September 14, 2016 and formalised at the company's annual general meeting on November 30, includes 2 Exploration License Applications 53/1891 and 53/1895, for an area just exceeding 110 km<sup>2</sup>. Each application contains a historical drill intercept

- PP011: 80m at 0.77% Co from 170m, including 10m at 1.47% Co & 40m at 0.73g/t Au from 210m
- PP009: 30m at 0.30% Co from 358m including 10m at 0.86g/t Au from 358m



The project represents a significant cobalt-gold exploration target with its scale and grade potential demonstrated in prior drilling.

Since announcing the acquisition the company has moved to review and secure other nearby opportunities. On December 19, the company disclosed that it had signed a non-binding, exclusive Memorandum of Understanding in relation to an exploration farm-in and joint venture with Rosslyn Hill Mining Pty Ltd ("RHM"), a wholly-owned subsidiary of LEADFX Inc. (TSX: LFX) and owner and operator of the adjacent Paroo Station lead mine near Wiluna.

Under terms of the MOU, Riva may earn 75% of the cobalt, gold and copper mineral rights on all RHM's Paroo Station project tenements through exploration expenditure totalling \$6M over 4 years. Upon reaching 75% in the mineral rights, Riva and RHM will enter a formal joint venture on the basis of the terms agreed to under this MOU. RHM will have an option under a reciprocal agreement to earn 75% of the lead, zinc, and silver mineral rights with a similar expenditure requirement on RIR's tenure.

The MOU relates to RHM's 46km<sup>2</sup> tenement package and infrastructure at the Paroo Station lead mine, situated immediately east of Riva's Tabac Cobalt Gold Project. Riva's footprint will be expanded to over 157km<sup>2</sup> within the Yerrida Basin and encompasses many prospective, regional-scale geological structures, and geophysical/geochemical anomalies.

As Riva's Tabac tenure remained in application through the reporting period, no field activity was permitted.

Regarding Riva's Ashburton and Rocklea Projects, Extension of Term applications were made for E08/2211 and E47/2417. The former was granted for a further 5-year period ending 27/07/2021. The Extension of Term for E47/2417 was granted after the reporting period. No field work was undertaken by the company on either project in the reporting period.

### **Results**

The consolidated entity made a loss of \$711,945 after income tax for the half-year (2015: loss of \$6,497,533).

### **Events Subsequent to Reporting Date**

There has not arisen in the interval between the end of the half-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 significantly the operations of the consolidated entity, the results of those operations, or the state of affairs of the consolidated entity in future financial years.

### **Auditor's independence declaration under Section 307C of the Corporations Act 2001**

Section 307C of the Corporations Act 2001 requires our auditor, RSM Australia Partners, to provide the directors of the Company with an Independence Declaration in relation to the review of the interim financial report. This Independence Declaration is set out on page 5 and forms part of this director's report for the six months ended 31 December 2016.

This report is signed in accordance with a resolution of the Board of Directors made pursuant to section 306(3) of the Corporations Act 2001.

A handwritten signature in black ink, appearing to be "JK", written in a cursive style.

**Jonathan King**  
**Managing Director**

Dated at Perth, Western Australia, this 15<sup>th</sup> day of March 2017

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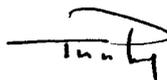
### AUDITOR'S INDEPENDENCE DECLARATION

As lead auditor for the review of the financial report of Riva Resources Limited for the half-year ended 31 December 2016, I declare that, to the best of my knowledge and belief, there have been no contraventions of:

- (i) the auditor independence requirements of the *Corporations Act 2001* in relation to the review; and
- (ii) any applicable code of professional conduct in relation to the review.



RSM AUSTRALIA PARTNERS



TUTU PHONG  
Partner

Perth, WA  
Dated: 15 March 2017



**STATEMENT OF PROFIT OR LOSS AND OTHER  
COMPREHENSIVE INCOME**

For the half-year ended 31 December 2016

	Consolidated 31 December 2016 \$	Half-Year Company 31 December 2015 \$
Revenue from continuing operations	745	15,464
Exploration and evaluation expenses	(43,748)	(6,303,600)
Corporate and administrative expenses	(668,942)	(209,397)
<b>(Loss) before income tax</b>	<b>(711,945)</b>	<b>(6,497,533)</b>
Income tax	-	-
<b>(Loss) for the half year</b>	<b>(711,945)</b>	<b>(6,497,533)</b>
<b>Other Comprehensive Income</b>	-	-
<b>Total Comprehensive (loss) for the half year attributable to owners of Riva Resources Limited</b>	<b>(711,945)</b>	<b>(6,497,533)</b>
<b>Earnings per share:</b>		
Basic and diluted (loss) per ordinary share (cents)	(0.17)	(3.15)

The statement of profit or loss and other comprehensive income is to be read in conjunction with the accompanying notes.



**STATEMENT OF FINANCIAL POSITION**  
As at 31 December 2016

	Note	Consolidated 31 December 2016 \$	Company 30 June 2016 \$
<b>CURRENT ASSETS</b>			
Cash and cash equivalents		1,368,847	262,985
Trade and other receivables		31,077	10,462
Other financial assets		3,506	9,914
<b>Total Current Assets</b>		<b>1,403,430</b>	<b>283,361</b>
<b>NON-CURRENT ASSETS</b>			
Property, plant and equipment		33,639	45,391
Exploration and evaluation assets	3	3,910,641	437,042
<b>Total Non-Current Assets</b>		<b>3,944,280</b>	<b>482,433</b>
<b>TOTAL ASSETS</b>		<b>5,347,710</b>	<b>765,794</b>
<b>CURRENT LIABILITIES</b>			
Trade and other payables		33,591	191,221
<b>Total Current Liabilities</b>		<b>33,591</b>	<b>191,221</b>
<b>TOTAL LIABILITIES</b>		<b>33,591</b>	<b>191,221</b>
<b>NET ASSETS</b>		<b>5,314,119</b>	<b>574,573</b>
<b>EQUITY</b>			
Contributed equity	4	30,999,235	25,728,920
Reserves		274,676	93,500
Accumulated losses		(25,959,791)	(25,247,847)
<b>TOTAL EQUITY</b>		<b>5,314,119</b>	<b>574,573</b>

The statement of financial position is to be read in conjunction with the accompanying notes.



**STATEMENT OF CHANGES IN EQUITY**  
For the half-year ended 31 December 2016

<b>Consolidated</b>	<b>Contributed equity</b>	<b>Share based payment reserve</b>	<b>Options premium reserve</b>	<b>Accumulated losses</b>	<b>Total Equity</b>
<b>2016</b>	<b>\$</b>	<b>\$</b>	<b>\$</b>	<b>\$</b>	<b>\$</b>
<b>At 1 July 2016</b>	<b>25,728,920</b>	<b>46,040</b>	<b>47,460</b>	<b>(25,247,847)</b>	<b>574,573</b>
(Loss) for the period	-	-	-	(711,945)	(711,945)
Total Comprehensive (loss) for the half-year	-	-	-	(711,945)	(711,945)
<b>Transactions with equity holders in their capacity as equity holders</b>	<b>5,270,315</b>	<b>-</b>	<b>181,176</b>	<b>-</b>	<b>5,451,491</b>
<b>At 31 December 2016</b>	<b>30,999,235</b>	<b>46,040</b>	<b>228,636</b>	<b>(25,959,792)</b>	<b>5,314,119</b>
<b>Company</b>	<b>Contributed Equity</b>	<b>Share based payment reserve</b>	<b>Options premium reserve</b>	<b>Accumulated Losses</b>	<b>Total Equity</b>
<b>2015</b>	<b>\$</b>	<b>\$</b>	<b>\$</b>	<b>\$</b>	<b>\$</b>
<b>At 1 July 2015</b>	<b>25,728,920</b>	<b>46,040</b>	<b>47,460</b>	<b>(18,374,063)</b>	<b>7,448,357</b>
(Loss) for the period	-	-	-	(6,497,533)	(6,497,533)
Total Comprehensive (loss) for the half-year	-	-	-	(6,497,533)	(6,497,533)
<b>Transactions with equity holders in their capacity as equity holders</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>At 31 December 2015</b>	<b>25,728,920</b>	<b>46,040</b>	<b>47,460</b>	<b>(24,871,596)</b>	<b>950,824</b>

The statement of changes in equity is to be read in conjunction with the accompanying notes.



**S T A T E M E N T   O F   C A S H   F L O W S**  
For the half-year ended 31 December 2016

	Half-Year	
	Consolidated 31 December 2016 \$	Company 31 December 2015 \$
<b>Cash flows from operating activities</b>		
Cash payments in the course of operations	(692,258)	(239,598)
Interest received	2,947	7,350
<b>Net cash (outflow) from operating activities</b>	<b>(689,311)</b>	<b>(232,248)</b>
<b>Cash flows from investing activities</b>		
Payments for exploration expenditure – capitalised costs	(73,599)	(80,185)
Payments for exploration expenditure – acquisition costs	(100,000)	-
Payments for property, plant & equipment	(1,544)	(2,135)
<b>Net cash (outflow) in investing activities</b>	<b>(175,143)</b>	<b>(82,320)</b>
<b>Cash flows from financing activities</b>		
Proceeds from issue of shares	2,032,132	-
Capital raising costs	(61,817)	-
<b>Net cash inflow from financing activities</b>	<b>1,970,315</b>	<b>-</b>
<b>Net increase/(decrease) in cash held</b>	<b>1,105,861</b>	<b>(314,568)</b>
<b>Cash and cash equivalents at the beginning of the period</b>	<b>262,985</b>	<b>709,082</b>
Effects of exchange rate changes on cash and cash equivalents	-	2
<b>Cash and cash equivalents at the end of the period</b>	<b>1,368,846</b>	<b>394,516</b>

The statement of cash flows is to be read in conjunction with the accompanying notes.

**1. BASIS OF PREPARATION**

This general purpose financial report for the half-year reporting period ended 31 December 2016 has been prepared in accordance with Australian Accounting Standard AASB 134: *Interim Financial Reporting* and the *Corporations Act 2001*. The Group is a for profit entity for financial reporting purposes under Australian Accounting Standards.

This interim financial report does not include full disclosures of the type normally included in an annual report. It is recommended that this financial report to be read in conjunction with the annual financial report for the year ended 30 June 2016 and any public announcements made by Riva Resources Limited during the half-year reporting period in accordance with the continuous disclosure requirements of the *Corporations Act 2001*.

The accounting policies have been consistently applied with those of the previous financial year and corresponding interim reporting period.

***New and Revised Accounting Standards***

The consolidated entity has adopted all of the new and revised Accounting Standards and Interpretations issued by the Australian Accounting Standards Board that are mandatory for the current reporting period. The adoption of these new and revised Accounting Standards and Interpretations has not resulted in a significant or material change to the consolidated entity's accounting policies.

Any new, revised or amending Accounting Standards or Interpretations that are not yet mandatory have not been early adopted by the consolidated entity.

**NOTES TO THE FINANCIAL STATEMENTS (cont'd)**

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**2. SEGMENT REPORTING**

The consolidated entity has determined the operating segments based on the reports reviewed by the Board of Directors that are used to make strategic decisions. The Board of Directors has considered the business from both a geographic and business segment perspective and the following are the reportable segments under AASB 8.

<b>Consolidated 31 December 2016</b>	<b>Mineral Exploration \$</b>	<b>Corporate \$</b>	<b>Total \$</b>
<b>Segment revenue</b>			
Other unallocated revenue	-	745	<u>745</u>
Total revenue		745	<u>745</u>
<b>Segment result</b>			
Unallocated revenues and expenses	(43,748)	(668,197)	<u>(711,945)</u>
Loss before related income tax expense	-	-	<u>(711,945)</u>
<b>Segment assets as at 31 December 2016</b>	3,910,641	1,437,069	<u>5,347,710</u>
<b>Segment liabilities as at 31 December 2016</b>	-	33,591	<u>33,591</u>

<b>Company 31 December 2015</b>	<b>Mineral Exploration \$</b>	<b>Corporate \$</b>	<b>Total \$</b>
<b>Segment revenue</b>			
Other unallocated revenue	-	15,464	<u>15,464</u>
Total revenue			<u>15,464</u>
<b>Segment result</b>			
Unallocated revenues and expenses	(6,303,600)	(193,933)	<u>(6,497,533)</u>
Loss before related income tax expense	-	-	<u>(6,497,533)</u>
<b>Segment assets as at 31 December 2015</b>	462,308	493,257	<u>955,565</u>
<b>Segment liabilities as at 31 December 2015</b>	-	4,741	<u>4,741</u>

**NOTES TO THE FINANCIAL STATEMENTS (cont'd)**

	<b>Consolidated 31 December 2016 \$</b>	<b>Company 30 June 2016 \$</b>
<b>3. EXPLORATION AND EVALUATION ASSETS</b>		
Exploration, evaluation and development costs carried forward in respect of areas of interest	3,910,641	437,042
<b>Reconciliation</b>		
Carrying amount at beginning of period	437,042	6,680,851
Exploration and evaluation expenditure	73,599	149,261
Exploration and evaluation interest acquisition with Tabac project (see note 5)	3,400,000	-
Offset JV contribution	-	(93,799)
Capitalised expenditure written off	-	(6,299,271)
Carrying amount at end of period	3,910,641	437,042

The ultimate recoupment of exploration and evaluation expenditure is dependent upon successful development and commercial exploitation, or alternatively, sale of the respective areas.

	<b>Consolidated 31 December 2016 \$</b>	<b>Company 30 June 2016 \$</b>
<b>4. CONTRIBUTED EQUITY</b>		
646,186,081 (30 June 2016: 206,426,374) fully paid ordinary shares	30,999,235	25,728,920
	<b>Shares No.</b>	<b>Listed Options No.</b>
At 1 July 2016	206,426,374	-
Issue of shares	439,759,707	-
Issue of options	-	25,000,000
<b>At 31 December 2016</b>	646,186,081	25,000,000

**Details of Movements in Equity**

Date	Action	Type	Quantity	Issued To	Ex/Issue Price	Expiry Date
22 July 16	Issue	Shares - fully paid	14,642,250	Placement	\$0.005	-
15 Aug 16	Issue	Shares - fully paid	191,784,124	Placement	\$0.005	-
17 Oct 16	Issue	Shares - fully paid	83,333,333	Placement	\$0.012	-
30 Nov 16	Issue	Options - unlisted	20,000,000	Directors	\$0.030	31 Dec 2019
07 Dec 16	Issue	Shares - fully paid	150,000,000	Consideration	\$0.022	-
23 Dec 16	Issue	Options - unlisted	5,000,000	Consultants	\$0.030	31 Dec 2019

**NOTES TO THE FINANCIAL STATEMENTS (cont'd)**

**5. ACQUISITION OF TABAC PROJECT**

On 10 December 2016, the completion date, Riva Resources Limited completed the acquisition of Westview Resources Pty Ltd (Westview). The only asset held by Westview are the tenements relating to the Tabac Project. Upon completion of the acquisition, Riva Resources;

- Issued to the shareholders of Westview 150,000,000 fully paid ordinary shares of Riva Resources, and 62,500,000 Performance Shares;
- Paid \$50,000 as a non-refundable option fee and \$50,000 as a cash payment; and
- Obtained a contingent liability for 2% net smelter return royalty on the gross sales of all future metals obtained from Tenements and sold on an arm's length basis.

Details of the purchase consideration and the net assets acquired are as follows:

	<b>2016</b>
	<b>\$</b>
Purchase consideration paid by Riva Resources Limited to acquire Westview:	
Cash paid	100,000
Ordinary Shares	3,300,000
Performance Shares	-
<b>Total purchase consideration</b>	<b><u>3,400,000</u></b>

The fair value of assets and liabilities recognised as a result of the acquisition are \$3,400,000 and Nil, respectively.

**6. CONTINGENT LIABILITIES, CONTINGENT ASSETS AND COMMITMENTS**

The following contingent liabilities assumed with the acquisition of Westview, as detailed in Note 5:

- 2% net smelter return royalty is payable on the gross sales of all future metals obtained from the tenements acquired from Westview and sold on an arm's length basis;
- 31,250,000 Class A Performance Shares that will convert upon the achievement of an Inferred Mineral Resource in accordance with the Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves (2012 Edition) (JORC Code) (including cumulative production) of not less than 50,000 tonnes contained Cobalt at a minimum grade of 0.3% Cobalt within the Tenements; and
- 31,250,000 Class B Performance Shares that will convert upon the achievement of an Inferred Mineral Resource in accordance with the JORC Code (including cumulative production) of not less than 100,000 tonnes contained Cobalt at a minimum grade of 0.3% Cobalt within the Tenements.

With the acquisition of Westview, the Group acquired the following exploration expenditure commitments:

	<b>Consolidated</b>	<b>Company</b>
	<b>31 December 2016</b>	<b>30 June 2016</b>
	<b>\$</b>	<b>\$</b>
Less than 12 months	41,000	-
12 months to 5 years	-	-
	<b><u>41,000</u></b>	<b><u>-</u></b>

**NOTES TO THE FINANCIAL STATEMENTS (cont'd)**

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**7. EVENTS SUBSEQUENT TO REPORTING DATE**

In March 2017, the Company issued 91,700,000 fully paid ordinary shares at an issue price of \$0.024 per share to raise \$2.2 million under the provision of ASX Listing Rules 7.1. The funds raised will be applied towards the drilling campaign on the Rosslyn Hill Mining Joint Venture tenements and the Tabac Cobalt-Gold Project in Western Australia.

Other than the above, there has not arisen in the interval between the end of the half-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 significantly the operations of the consolidated entity, the results of those operations, or the state of affairs of the consolidated entity in future financial years.

**8. DETAILS OF CONTROLLED ENTITIES**

**Information about Principal Subsidiaries**

	Country of Incorporation	Percentage Owned %	
		31 December 2016	30 June 2016
Parent Entity:			
Riva Resources Limited (formerly Dragon Energy Limited)	Australia		
Subsidiaries of Riva Resources Limited:			
Westview Resources Pty Ltd	Australia	100%	-

**9. DIVIDENDS**

There have been no dividends declared or recommended and no distributions made to shareholders or other persons during the period.

## Directors' declaration

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In the opinion of the directors:

1. the financial statements and notes, as set out within this financial report, are in accordance with the *Corporations Act 2001*, including:
  - (a) giving a true and fair view of the consolidated entity's financial position as at 31 December 2016 and its performance for the six months ended on that date; and
  - (b) complying with Accounting Standard AASB 134 "Interim Financial Reporting" and Corporations Regulations 2001;
2. there are reasonable grounds to believe that the company will be able to pay its debts as and when they become due and payable.

This declaration is signed in accordance with a resolution of the Board of Directors.

A handwritten signature in black ink, appearing to read "JK", is written over a horizontal line.

**Jonathan King**  
***Managing Director***

Dated at Perth, Western Australia this 15<sup>th</sup> day of March 2017.



RSM Australia Partners

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## **INDEPENDENT AUDITOR'S REVIEW REPORT TO THE MEMBERS OF RIVA RESOURCES LIMITED**

We have reviewed the accompanying half-year financial report of Riva Resources Limited which comprises the statement of financial position as at 31 December 2016, the statement of profit or loss and other comprehensive income, statement of changes in equity and statement of cash flows for the half-year ended on that date, notes comprising a summary of significant accounting policies and other explanatory information, and the directors' declaration of the consolidated entity comprising the company and the entities it controlled at the half-year end or from time to time during the half-year.

### *Directors' Responsibility for the Half-Year Financial Report*

The directors of the company are responsible for the preparation of the half-year financial report that gives a true and fair view in accordance with Australian Accounting Standards and the *Corporations Act 2001* and for such internal control as the directors determine is necessary to enable the preparation of the half-year financial report that is free from material misstatement, whether due to fraud or error.

### *Auditor's Responsibility*

Our responsibility is to express a conclusion on the half-year financial report based on our review. We conducted our review in accordance with Auditing Standard on Review Engagements ASRE 2410 *Review of a Financial Report Performed by the Independent Auditor of the Entity*, in order to state whether, on the basis of the procedures described, we have become aware of any matter that makes us believe that the half-year financial report is not in accordance with the *Corporations Act 2001* including: giving a true and fair view of the consolidated entity's financial position as at 31 December 2016 and its performance for the half-year ended on that date; and complying with Accounting Standard AASB 134 *Interim Financial Reporting* and the *Corporations Regulations 2001*. As the auditor of Riva Resources Limited, ASRE 2410 requires that we comply with the ethical requirements relevant to the audit of the annual financial report.

A review of a half-year financial report consists of making enquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Australian Auditing Standards and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

THE POWER OF BEING UNDERSTOOD  
AUDIT | TAX | CONSULTING

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*Independence*

In conducting our review, we have complied with the independence requirements of the *Corporations Act 2001*. We confirm that the independence declaration required by the *Corporations Act 2001*, which has been given to the directors of Riva Resources Limited, would be in the same terms if given to the directors as at the time of this auditor's review report.

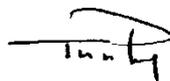
*Conclusion*

Based on our review, which is not an audit, we have not become aware of any matter that makes us believe that the half-year financial report of Riva Resources Limited is not in accordance with the *Corporations Act 2001*, including:

- (a) giving a true and fair view of the consolidated entity's financial position as at 31 December 2016 and of its performance for the half-year ended on that date; and
- (b) complying with Accounting Standard AASB 134 *Interim Financial Reporting* and the *Corporations Regulations 2001*.

RSM

RSM AUSTRALIA PARTNERS



TUTU PHONG  
Partner

Perth, WA  
Dated: 15 March 2017