ZKP Group Limited

ACN 610 299 271

Notice of General Meeting

NOTICE is given that a General Meeting of ZKP Group Limited ACN 610 299 271 (**Company**) will be held at **No. 288, Dong'er Road, High-tech Industrial Park, Nanbin Street, Rui'an City, Zhejiang Province People's Republic of China (浙江省瑞安市南滨街道高新产业园区东二路 288 号)** on Thursday 23rd February 2017 at 10.00 a.m. for the following purposes.

The Explanatory Statement accompanies and forms part of this Notice of Meeting and provides information relevant to each Resolution. The Explanatory Statement should be read in its entirety.

Summary

The proposal in broad terms is that:

1. ZKP will undertake a share split at a ratio of 1:21;
2. Mr Lu Lijian, the Chairman of the Board and largest shareholder of ZKP will convert debt owing by ZKP to him in the sum of $7,159,227 to equity at the new share price, after Share Split, of $0.20 per share.
3. Additionally, each of the Directors of the Company except Mr Lu Lijian the Managing Director of the Company are either taking the opportunity of putting themselves up for re-election or seeking confirmation from the shareholders for their reappointment.

The business of the meeting will be to seek the approval of the holders of the Company's ordinary shares to the Resolutions proposed as items 1 to 6 inclusive.

Resolution 1 Share Split –: ordinary resolution

To consider and if thought fit to pass, with or without amendment, the following resolution as an ordinary resolution;

That, for the purposes of Section 254H of the Corporations Act, clause 4.2.2 of the Company's Constitution and for all other purposes, approval is given for the Company to subdivide the issued capital of the Company on the basis that every one (1) Share be subdivided into twenty-one (21) shares and otherwise on the terms and conditions set out and in the Explanatory Statement accompanying this Notice of Meeting.

The Explanatory Statement below contains full details of the purpose of the proposed share split.

Voting Exclusion Statement

The Company will disregard any votes cast in relation to this resolution by:

(a) Any person who might obtain a benefit, except a benefit solely in the capacity of a shareholder, if this resolution is passed; and

(b) An associate of that person (or those persons).

However, the Company need not disregard a vote if it is cast by a person as proxy for a person who is entitled to vote, in accordance with the directions on the proxy form, or it is cast by the person chairing the meeting as proxy for a person who is entitled to vote, in accordance with a direction on the proxy form to vote as the proxy decides.

Resolution 2 Conversion of Debt to Equity –: ordinary resolution

This resolution seeks approval for the conversion of debt owing by ZKP to Mr Lu Lijian in the sum of $7,159,227 by the issue of 35,796,135 shares at a price of $0.20 (after the share split is approved). This approval is sought from the holders of the Company's ordinary shares, in accordance with clause 4.2 of the Constitution.

For this purpose, the holders of the Company's ordinary shares are asked to consider and, if thought fit, pass the following resolution as an ordinary resolution:

That the Company convert $7,159,227 worth of debt owing to Mr Lu Lijian in return for the issue of 35,796,135 shares at the share price of $0.20 per share.

Information regarding the proposed debt to equity conversion can be found in the accompanying Explanatory Statement.

Voting Exclusion Statement

The Company will disregard any votes cast in relation to this resolution by:

(a) Mr Lu Lijian;

(b) Any person who might obtain a benefit, except a benefit solely in the capacity of a shareholder, if this resolution is passed; and

(c) An associate of that person (or those persons).

However, the Company need not disregard a vote if it is cast by a person as proxy for a person who is entitled to vote, in accordance with the directions on the proxy form, or it is cast by the person chairing the meeting as proxy for a person who is entitled to vote, in accordance with a direction on the proxy form to vote as the proxy decides.

Resolution 3 Re-election of Director – Lu Jian: ordinary resolution

This resolution seeks approval for the re-election of Lu Jian as a director of the Company. This approval is sought from the holders of the Company's ordinary shares, in accordance with clause 12 of the Constitution.

For this purpose, the holders of the Company's ordinary shares are asked to consider and, if thought fit, pass the following resolution as an ordinary resolution:

> **That pursuant to clauses 12.16 and 12.17 of the Company's constitution and for all other purposes the Company re-elects Lu Jian as a director of the Company.**

Information regarding this candidate for approval can be found in the accompanying Explanatory Statement.

Voting Exclusion Statement

The Company will disregard any votes cast in relation to this resolution by:

(a) Mr Lu Jian;

(b) Any person who might obtain a benefit, except a benefit solely in the capacity of a shareholder, if this resolution is passed; and

(c) An associate of that person (or those persons).

However, the Company need not disregard a vote if it is cast by a person as proxy for a person who is entitled to vote, in accordance with the directions on the proxy form, or it is cast by the person chairing the meeting as proxy for a person who is entitled to vote, in accordance with a direction on the proxy form to vote as the proxy decides.

Resolution 4 Re-election of Director – Andrew Martin: ordinary resolution

This resolution seeks approval for the re-election of Andrew Martin as a director of the Company. This approval is sought from the holders of the Company's ordinary shares, in accordance with clause 12 of the Constitution.

For this purpose, the holders of the Company's ordinary shares are asked to consider and, if thought fit, pass the following resolution as an ordinary resolution:

> **That pursuant to clauses 12.16 and 12.17 of the Company's constitution and for all other purposes the Company re-elects Andrew Martin as a director of the Company.**

Information regarding this candidate for approval can be found in the accompanying Explanatory Statement.

Voting Exclusion Statement

The Company will disregard any votes cast in relation to this resolution by:

(a) Andrew Martin:

(b) Any person who might obtain a benefit, except a benefit solely in the capacity of a shareholder, if this resolution is passed; and

(c) An associate of that person (or those persons).

However, the Company need not disregard a vote if it is cast by a person as proxy for a person who is entitled to vote, in accordance with the directions on the proxy form, or it is cast by the person chairing the meeting as proxy for a person who is entitled to vote, in accordance with a direction on the proxy form to vote as the proxy decides.

Resolution 5 Re-election of Director – Brendan Connell: ordinary resolution

This resolution seeks approval for the re-election of Brendan Connell as a director of the Company. This approval is sought from the holders of the Company's ordinary shares, in accordance with clause 12 of the Constitution.

For this purpose, the holders of the Company's ordinary shares are asked to consider and, if thought fit, pass the following resolution as an ordinary resolution:

> **That Mr Brendan Connell, having voluntarily retired in accordance with clause 12.11 of the Constitution, and, being eligible, offering himself for re-election, is reelected as a Director with effect immediately following the conclusion of the meeting.**

Information regarding this candidate for election can be found in the accompanying Explanatory Statement.

Voting Exclusion Statement

The Company will disregard any votes cast in relation to this resolution by:

(a) Brendan Connell;

(b) Any person who might obtain a benefit, except a benefit solely in the capacity of a shareholder, if this resolution is passed; and

(c) An associate of that person (or those persons).

However, the Company need not disregard a vote if it is cast by a person as proxy for a person who is entitled to vote, in accordance with the directions on the proxy form, or it is cast by the person chairing the meeting as proxy for a person who is entitled to vote, in accordance with a direction on the proxy form to vote as the proxy decides.

Resolution 6 Re-election of Director – Kao Chien Chih: ordinary resolution

This resolution seeks approval for the re-election of Kao Chien Chih as a director of the Company. This approval is sought from the holders of the Company's ordinary shares, in accordance with clause 12 of the Constitution.

For this purpose, the holders of the Company's ordinary shares are asked to consider and, if thought fit, pass the following resolution as an ordinary resolution:

> **That pursuant to clauses 12.16 and 12.17 of the Company's constitution and for all other purposes the Company re-elects Kao Chien Chih as a director of the Company.**

Information regarding this candidate for election can be found in the accompanying Explanatory Statement.

Voting Exclusion Statement

The Company will disregard any votes cast in relation to this resolution by:

(a) Kao Chien Chih;

(b) Any person who might obtain a benefit, except a benefit solely in the capacity of a shareholder, if this resolution is passed; and

(c) An associate of that person (or those persons).

However, the Company need not disregard a vote if it is cast by a person as proxy for a person who is entitled to vote, in accordance with the directions on the proxy form, or it is cast by the person chairing the meeting as proxy for a person who is entitled to vote, in accordance with a direction on the proxy form to vote as the proxy decides.

By order of the Board

____

Company Secretary

Date: 20 January 2017

Persons entitled to vote

Under regulation 7.11.37 of the Corporations Regulations 2001 (Cth), the Directors have determined that the shareholding of each member for the purposes of ascertaining their voting entitlements at the General Meeting will be as it appears in the share register at 7PM AEDT on Tuesday, 21 February 2017.

Corporate Representatives

A body corporate, which is a member, may appoint an individual (by certificate executed in accordance with section 127 of the Corporations Act or in another manner satisfactory to the chair) as a representative to exercise all or any of the powers the body corporate may exercise at the meeting. The appointment may be a standing one.

Appointment of proxy

A proxy form is enclosed for your use if required. Please note the instructions in relation to the appointment of a proxy.

ZKP Group Limited

ACN 610 299 271

Explanatory Statement to Notice of General Meeting

1 Information specific to each Resolution

1.1 Shareholder approval of resolutions is required for the purposes of the Corporations Act and the Constitution.

1.2 The purpose of this Explanatory Statement is to provide information that the Board believes to be material to shareholders in determining whether to vote for or against the resolutions numbered 1 to 6 in the notice of General Meeting (**Resolutions**).[1]

1.3 This document forms part of the notice of General Meeting. It is an important document and should be read carefully. Please seek advice from a professional adviser if you consider it necessary.

2 Business of the General Meeting

The business of this General Meeting is to consider, and if thought fit pass, the Resolutions.

3 Resolution 1 – Share Split

The Directors provide the following information to enable the holders of the Company's ordinary shares to approve the proposed share split

3.1 Background

Section 254H of the Corporations Act enables a Company to convert all or any of its shares into a larger number of shares by resolution passed at a General Meeting (**Share Split**).

Resolution 1 seeks shareholder approval for the share capital of the Company to be split on a 21:1 basis. If Resolution 1 is approved, each existing Share will be subdivided into 21 Shares to be effected immediately following the meeting, in accordance with the indicative timetable set out below in Section 10.

3.2 The number of securities to be issued is on a ratio of 21 shares for every 1 share currently on issue.

3.3 This will reduce the current share price commensurate with the share split from $4.20 to $0.20, with no change in the market capitalisation. The price at which the securities will be issued is $0.20.

3.4 These fully paid ordinary shares in the Company rank pari passu and form one class with all other ordinary shares of the Company.

3.5 The allottees will be those persons who currently hold all the share capital in ZKP.

3.6 Effect of Share Split

Immediately after the share split a shareholder will still hold the same proportion of the Company's share capital and its assets as before the share split. The current Rights attaching to the shares will not be affected.

If Resolution 1 is passed the number of shares in the Company will increase from 2,042,000 to 42,882,000.

[1] Please refer to the glossary at paragraph 15 for a list of defined terms.

The Share Split will benefit Shareholders by increasing the liquidity and affordability to retail investors of the Company's shares.

3.7 New Holding Statements

As from the effective date of the Resolution, all holding statements for Shares will cease to have any effect, except as evidence of entitlement to a certain number of post Share Split Shares.

After the Share Split becomes effective, the Company will dispatch a notice to Shareholders advising them of the number of shares held by each Shareholder both before and after the Share Split.

The Company will also arrange for new holding statements to be issued to Shareholders.

3.8 Taxation consequences

It is not considered that there will be any taxation consequences for any Shareholder arising from the Share Split. However, Shareholders are advised to seek their own tax advice on the effect of the Share Split. Neither the Company, its Directors and Officers or the Company's advisors accept any responsibility for the taxation consequences of the Share Split in respect of any Shareholder.

4 Resolution 2 – Conversion of debt to equity

4.1 Background

As at the date of this General Meeting the Company owes an amount in excess of $7m to Mr Lu Lijian.

Mr Lu is the Executive Chairman, Managing Director and Founder of ZKP and its operating subsidiaries. He currently holds 51% of the issued Shares.

Attached to this Explanatory Statement as Annexure B is a letter from the Company Auditors Hall Consulting Group dated 18th January 2017 specifying the current debt owing by ZKP to Mr Lu.

Mr Lu is prepared to convert the debt owing by ZKP to him of $7,159,227 by the issue of **35,796,135** Shares at the post Share Split price of $0.20.

This will increase the number of shares held by Mr Lu but will mean the Company erases its debt to Mr Lu improving its financial position.

4.2 The Directors (other than Mr Lu) recommend that Shareholders vote in favour of Resolution 2.

5 Background to Resolutions 3-6

In accordance with the Corporations Act Section 201G and rule 12.11 of the Constitution, at every annual general meeting one third of the Directors for the time being (excluding those who retire under rule 12.11 of the Constitution and the managing director) must retire from office and, in accordance with rule 12.11 of the Constitution, are eligible for re-election.

Since the Company has not yet held an AGM since it listed on the NSX, the Directors are taking this opportunity to put themselves up for re-election or approval if they have been appointed after the Company was incorporated. Accordingly, each of the Directors except Mr Lu Lijian the Managing Director retires as a Director of the Company and, being eligible, offers themselves for re-election or approval.

6 Resolution 3 – Re-election of Lu Jian as Director

To consider, and if thought fit, pass, with or without amendment, the following resolution as an ordinary resolution:

"That pursuant to clauses 12.16 and 12.17 of the Company's constitution and for all other purposes the Company re-elects Lu Jian as a director of the Company."

Mr Lu Jian was employed by Huai'an Xinhu Real Estate Development Co., Ltd. In 2004 Mr Lu Jian was promoted to Sales Director of Huai'an Xinhu Real Estate Development Co., Ltd. and then in 2007 Mr Lu Jian moved to Italy to operate Italy Wuzhou Trading Co., Ltd, an international trading company.

In October 2011, Mr Lu Jian established Hengyang Zhongke Photoelectron Co., Ltd. with Mr. Lu Lijian and now acts as the Company's General Manager.

6.1 The Directors recommend that Shareholders vote in favour of Resolution 3.

7 Resolution 4 – Re-election of Andrew Martin as Director

To consider, and if thought fit, pass, with or without amendment, the following resolution as an ordinary resolution:

"That pursuant to clauses 12.16 and 12.17 of the Company's constitution and for all other purposes the Company re-elects Lu Jian as a director of the Company."

Andrew was appointed to the Board in March 2016 as a Non-Executive Director.

Andrew trained as a Chartered Accountant and has worked in senior roles at several large accounting firms including most recently as a Director of KPMG. During that period Andrew has worked in a number of different disciplines including audit, restructuring and ultimately corporate advisory.

In 2010 Andrew established his own boutique corporate advisory firm, Augur Primacy and now works closely with clients on corporate strategy and financial management. Andrew acts as a Non-Executive Director or Advisory Board member for a number of his Clients many of whom have strong exposure to investment and trade between Australia and China.

Andrew is the Chair of the Audit and Risk Management Committee and a member of the Nomination and Remuneration Committee.

7.1 The Directors recommend that Shareholders vote in favour of Resolution 4.

8 Resolution 5 – Re-election of Brendan Connell as Director

To consider, and if thought fit, pass, with or without amendment, the following resolution as an ordinary resolution:

"That Mr Brendan Connell, having voluntarily retired in accordance with clause 12.11 of the Constitution, and, being eligible, offering himself for re-election, is reelected as a Director with effect immediately following the conclusion of the meeting."

Brendan is a lawyer and was formerly the Managing Partner of one of the largest law firms in South Australia.

Having qualified in 1982 he has acted for numerous Chinese SOE's in relation to mining transactions and is a Director of a number of mining and mining services companies in Australia.

Brendan was the Partner responsible for the first Chinese IPO in the Australian market – TWT in 2007, and the first Indonesian IPO in Australia in 2006, and continues his strong association with offshore companies.

Brendan provides legal advice to listed and unlisted companies on all aspects of governance and has extensive experience with Chinese companies in IPO's, RTO's and Private Placements on all Australian stock exchanges.
Brendan is the Chair of the Nomination and Remuneration Committee and a member of the Audit and Risk Management Committee and was appointed as a Non-Executive Director in January 2016.

8.1 The Directors recommend that Shareholders vote in favour of Resolution 5.

9 Resolution 6 – Re-election of Kao Chien Chih as Director

To consider, and if thought fit, pass, with or without amendment, the following resolution as an ordinary resolution:

"That pursuant to clauses 12.16 and 12.17 of the Company's constitution and for all other purposes the Company re-elects Kao Chien Chih as a director of the Company."

Mr Kao Chien-Chih was Chairman of Qushichuangye Investment Group Limited, Nuoya Management Consulting Co., Ltd and Caituanfaren Earth Ecological Environment Protection Foundation, and was the Executive Director of Juguochuangye Management Consulting Co., Ltd. Mr Kao has over 20 years of professional experience in investment banking, mutual funds and financial consulting, including; financial management, accounting systems, internal audit control, IPO planning, venture capital investment and corporate finance.

10 Indicative Timetable

Set out below, and subject to compliance with all regulatory requirements, is an indicative timetable for completion of the transactions detailed in the Notice of Meeting. These dates are indicative.

Event	Date
Dispatch of Notice of Meeting to Shareholders	23 January 2017
Last date to lodge proxy forms for the General Meeting	17 February 2017
General Meeting	23 February 2017
Share consolidation takes place	Within 90 days of the General Meeting
Issue of new shares to Lu Lijian converting debt to equity	Within 90 days of the General Meeting

11 Interests of directors[2]

11.1 The Directors or a company controlled by one of them have the following directly held interests in the securities issued by the Company:

[2] RG 74.25(g).

Directors and Associates	Shares
Lu Lijian (Executive Chairman, Managing Director)	1,041,420
Lu Jian (Executive Director)	100,058
Mr Andrew Martin (Director)	Nil
Mr. Brendan Connell (Director)	Nil
Kao Chien Chih (Director)	100,058

12 Directors' recommendations[3]

12.1 The members of the Board who have a substantial interest are Mr Lu Lijian, Mr Lu Jian and Mr Kao Chien Chih. Each of the other Directors does not have a material personal interest in the outcome of the Resolutions and is therefore entitled to vote on Resolutions 1 – 6.

12.2 For the reasons set out in this document the Directors recommend the Resolutions to those Shareholders entitled to vote on the Resolutions as being in the best interests of the Company.

12.3 Mr Lu Lijian because of his material personal interest in the outcome absented himself from consideration by the Board of Resolution 2 and for this reason abstains from making a recommendation to Shareholders.

13 Voting power as a result of the Resolutions[4]

13.1 There are presently 2,042,000 fully paid ordinary shares on issue in the Company.

13.2 Mr Lu Lijian currently controls, and has a relevant interest in, 1,041,420 fully paid ordinary shares in the Company, representing a 51% interest in the Company. A list of the top 20 shareholders of the Company is provided in Annexure A.

13.3 The current and anticipated voting power of Mr Lu Lijian under the Share Split does not change.

13.4 If the Share Spit is approved the total number of Shares on issue will be 42,882,000 of which Mr Lu Lijian will hold 21,869,820 or 51%. However, if Resolution 2 is passed Mr Lu Lijian will then hold a further 35,796,135 shares. Total shares on issue will be 78,678,135 of which Mr Lu will hold 57,665,955 Shares or approximately 73.3% of all Shares on issue (to two decimal places):

Current voting power	Voting power on approval of Share Split	Maximum voting power on approval of Resolution 2
51%	51%	73.3%

[3] RG 74.27(a).

[4] RG 74.21 and RG 74.22

14 Proxy Votes

In accordance with Section 250BA of the Corporations Act the Company specifies the following information for the receipt of proxy appointments:

Registered Office: Level 1, 36 Field Street Adelaide SA 5000

Postal Address: C/ Automic Registry Services

PO Box 2226
Strawberry Hills
NSW 2012
Australia

Email address: hello@automic.com.au

Each member entitled to vote at the General Meeting has the right to appoint a proxy to attend the meeting and vote on his behalf. The member may specify the way in which the proxy is to vote on each resolution or may allow the proxy to vote at his discretion. The instrument appointing the proxy must be received by the Company at the address specified above at least 48 hours before the time notified for the meeting (proxy forms may be lodged by facsimile). Members who are unable to attend the meeting are encouraged to complete and return a proxy form.

In accordance with Regulation 7.11.37 of the Corporations Act the Directors have set a snapshot date to determine the identity of those entitled to attend and vote at the meeting. The snapshot date is 7PM AEDT on Tuesday, 21 February 2017.

15 Glossary

Words and expressions used in this Explanatory Statement he same meaning in this Explanatory Statement as they do in the Implementation Agreement.

Board means the board of directors of the Company.

Company means ZKP Group Limited ACN 610 299 271.

Constitution means the constitution, from time to time, of the Company.

Corporations Act means the *Corporations Act 2001* (Cth), as amended from time to time.

Explanatory Statement means this document.

General Meeting means the general meeting of the Company convened in accordance with the Notice of Meeting.

Listing Rules means the listing rules of the NSX as published by it from time to time.

NSX means the National Stock Exchange of Australia ACN 089 447 958

Regulatory Approval means:

(a) Any approval, consent, authorisation, registration, filing, lodgment, permit, franchise, agreement, notarisation, certificate, permission, licence, direction, declaration, authority, waiver, modification or exemption from, by or with a Regulatory Authority;

(b) in relation to anything that would be fully or partly prohibited or restricted by law if a Regulatory Authority intervened or acted in any way within a specified period after lodgment, filing, registration or notification, the expiry of that period without intervention or action; or

(c) Any amendment to any legislation.

Regulatory Authority means any government or any governmental, semi-governmental or judicial entity or authority or any Minister, department, official, office or delegate of any government in the world. It includes a self-regulatory organisation established under statute or a stock exchange, ASIC, ASX and the ACCC.

Resolutions means resolutions numbered 1 – 6 as set out in the Notice of General Meeting.

Annexure A – Top 20 Shareholders

ZKP GROUP LIMITED

Security classes: **ZKP - ORDINARY FULLY PAID SHARES**
ZKPESC1 - ORDINARY FULLY PAID SHARES ESCROWED 24 MNTHS FROM LISTING
As at date: **20-Jan-2017**
Display top: **20**

Position	Holder Name	Holding	% IC
1	LIJIAN LU	1,127,796	57.47%
2	XUAN XU	153,150	7.50%
3	MR WENJIE LI	100,383	4.92%
4	JIAN LU	100,058	4.90%
5	CHIEN-CHIH KAO	100,058	4.90%
6	EAGLE IG LIMITED	87,806	4.30%
7	YUANFEI CAI	44,924	2.20%
8	BUTTERFLY WINGS 1501 LIMITED	26,546	1.30%
9	DINGAN CHEN	20,420	1.00%
10	ZAISEN CHEN	20,420	1.00%
11	LINFANG CHEN	20,420	1.00%
12	WENBIN WU	20,420	1.00%
13	JUN LI	20,420	1.00%
14	JIANGUANG SU	20,420	1.00%
15	RU ZHOU	20,420	1.00%
16	GUOZHU LI	20,420	1.00%
17	MEI TAN	20,420	1.00%
18	JUGUO WANG	20,420	1.00%
19	PINSU LU	15,315	0.75%
20	CHAOJUN NING	2,042	0.10%
	Total	**1,962,278**	**96.10%**
	Total issued capital - selected security class(es)	**2,042,000**	**100.00%**

Annexure B – Letter of Hall Consulting Group dated 18 January 2017

HALL CONSULTING GROUP
Chartered Accountants and Business Advisers

Our Ref: 176690_2

19 January 2017

The Directors
ZKP Group Ltd
44 Birksgate Drive
URRBRAE SA 5064

Dear Sirs,

Re: Confirmation of Debts amount owing to Mr Lu Lijian from ZKP Group as at 31st December 2016

This firm acts as auditor of ZKP Group Ltd. We have been requested by the director of the company to verify the debts owing by the company and its subsidiaries to Mr Lu Lijian as at 31st December 2016. We advise the debts amount owed by ZKP Group including ZKP Group Ltd and its subsidiaries to Mr Lu Lijian as at 31st December 2016 is as follows:

Entity Name	Description	Amount (RMB)	Exchange Rate	Amount ($)
Hengyang Zhongke. Photoelectric Co., Ltd 衡阳中科光电子有限公司	Transaction Amount	18,682,343.72	5.0157	3,724,772.96
	Interest	231,566.07	5.0157	46,168.25
ZKP Group (Hongkong) Limited 中科光電子集團(香港)有限公司	Transaction Amount	15,752,849.66	5.0157	3,140,708.11
	Interest	680,808.11	5.0157	135,735.41
ZKP Group Limited	Transaction Amount	560,068.11	5.0157	111,663.00
	Interest	902.01	5.0157	179.84
Total Debts Amount as at 31/12/2016		**35,908,537.67**		**7,159,227.56**

HALL CONSULTING GROUP
Chartered Accountants and Business Advisers

Please note the exchange rate applied in the calculation is the middle rate from Bank of China as at 31st December 2016. We have not yet finalised the audit of the company for the period ending 31st December 2016. The confirmation has been limited to these loans and by the limited audit conducted to date.

Should you require further information, please do not hesitate to contact us.

Yours faithfully,
HALL CONSULTING GROUP PTY LTD

Christopher Hall