



M2L HOLDINGS LIMITED
(NOW KNOWN AS I M QUARRIES LIMITED)
(Incorporated in the Republic of Singapore)
(UEN 201120428N | ARBN 154 095 897)


UNAUDITED PROFORMA CONSOLIDATED FINANCIAL STATEMENTS OF THE COMPANY
FOR THE YEAR ENDED 31 MARCH 2015

*(Unless otherwise defined or the context otherwise permit, capitalised terms used in this announcement shall have the same meaning given to them in the Circular to Shareholders dated 11 August 2015 (the "**Circular**"))*

On 15 September 2015, M2L Holdings Limited (now known as I M Quarries Limited) (NSX: MLH) (the "**Company**") announced that the Proposed Acquisition was completed on the terms and subject to the conditions described in the Circular. On 16 September 2015, the Company announced that it had entered into a Placement Agreement pursuant to which will sell 824,700 CDIs currently held by the Company for re-issue at a sale price of A\$0.18 per Sale Share (the "**Proposed Placement**").

Having consulted the National Stock Exchange of Australia Limited (the "**Exchange**"), the directors of the Company hereby issues the attached Unaudited Proforma Consolidated Financial Statements of the Company for the year ended 31 March 2015 as they would appear after incorporating completion of the Proposed Acquisition and the Proposed Placement, being information the market would reasonably require.

For and on behalf of
M2L HOLDINGS LIMITED
(now known as I M QUARRIES LIMITED)


CHONG Hock Tat Robin
Managing Director
28 September 2015

*An investment in securities issued by the Company (the "**Securities**") is highly speculative. Investors should exercise caution when dealing in the Securities. If you have question about the Securities or about any dealing in the Securities, you should consult your professional adviser. The fact that the Securities is listed on the NSX should not be taken in any way as an indication of the merits of the Securities.*

M2L HOLDINGS LIMITED
(now known as I M Quarries Limited)
(Incorporated in the Republic of Singapore)
UEN 201120428N | ARBN 154 095 897

**UNAUDITED PROFORMA FINANCIAL STATEMENTS
FOR THE FINANCIAL YEAR ENDED 31 MARCH 2015**

Issued on 28 September 2015

STATEMENT BY DIRECTORS

Introduction

The Directors are pleased to submit the proforma Consolidated Statement of Financial Position of I M Quarries Limited (the "Company") as at 31 March 2015 and the proforma Consolidated Statement of Comprehensive Income of the Company and its controlled entities (the "Group") for the year ended 31 March 2015 as they would appear after incorporating the following significant events and proposed transactions (the "Proposed Transactions") by the Company subsequent to 31 March 2015:

- (a) the acquisition by the Company of the entire issued and paid up share capital of Three Crystals Hong Kong Limited ("HKCo") for a purchase consideration of S\$1,400,000 to be satisfied in full by way of issuance of 14,000,000 new shares in the issued and paid up share capital of the Company credited as being fully paid up (the "Proposed Acquisition");
- (b) the issue and allotment of 1,600,000 new shares in the issued and paid up share capital of the Company credited as being fully paid to Abric Technologies Pte Ltd as payment of arranger fee for the Proposed Acquisition (the "Proposed Arranger Fee"); and
- (c) the sale of 824,700 CDIs currently held by the Company for re-issue at a sale and purchase price of A\$0.18 (or a net amount of A\$0.171 after deducting a 5% sales commission) per CDI (the "Placement"),

the "Proforma Financial Statements".

The Proposed Acquisition and the Proposed Arranger Fee were completed on 14 September 2015, and the Placement was completed on 16 September 2015.

Bases of preparation and presentation of Proforma Financial Statements

The Proforma Financial Statements are prepared on the following bases:

- (a) that the existing corporate structure of HKCo and its subsidiaries are in place as of 31 March 2015;
- (b) the Houyao Garnet Project (as defined in the Circular to Shareholders dated 11 August 2015) continues to be recorded in the Proforma Financial Statements at cost, that is to say, no fair value revaluation surplus is recognised to account for the 20.43 million tonnes of JORC compliant Mineral Resource estimate in the Houyao Mine; and
- (c) the Proposed Transactions were completed on 31 March 2015.

The Proforma Financial Statements is presented in an abbreviated form in that it does not include all of the disclosures required by the Singapore Financial Reporting Standards applicable to annual financial reports.

The Proforma Financial Statements has not been subject to an audit review by the Company's external auditors.

The Objective and limitation of the Proforma Financial Statements

The objective of the Proforma Financial Statements as presented herein is to illustrate what the historical information of the Group might have been had the Proposed Transactions been completed at an earlier date. However, such financial information are not necessarily indicative of the results of operations or the related effects on the financial position that would have been attained had the Proposed Transactions actually been completed at the earlier date.

Director's opinion

In the opinion of the directors:

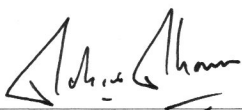
(a) the accompanying financial statements set out in the following sections of the financial statements:

- Proforma Consolidated Statement of Financial Position;
- Proforma Consolidated Statement of Comprehensive Income; and
- Notes, comprising a summary of significant accounting policies and other explanatory notes,

are drawn up so as to fairly show the proforma consolidated affairs of the Group as at 31 March 2015 and of the proforma consolidated results of the Group for the financial year then ended; and

(b) at the date of this statement, there are reasonable grounds to believe that the Company will be able to pay its debts as and when they fall due.

The Directors authorised these financial statements for issued on the date of this report.



CHONG HOCK TAT ROBIN



CHUA SOON BENG ELLEN

Singapore
28 September 2015

M2L HOLDINGS LIMITED
(NOW KNOWN AS I M QUARRIES LIMITED)
PROFORMA FINANCIAL STATEMENTS - 31 MARCH 2015

PROFORMA CONSOLIDATED STATEMENT OF FINANCIAL POSITION
AS OF 31 MARCH 2015

(In S\$)	Note	Actual historical (Audited)	Proforma consolidated (Unaudited)
Current Assets			
Cash at bank		-	140,798
Non-Current Assets			
Goodwill on consolidation	4	-	1,386,382
Exploration and evaluation asset	5	-	315,669
		-	1,702,051
TOTAL ASSETS		-	1,842,849
EQUITY AND LIABILITIES			
Current Liability			
Other payables	6	220,284	220,284
Capital and Reserves			
Share Capital	7	3,101,594	4,716,646
Shares held for re-issue	8	(2,266,599)	(2,180,853)
Accumulated losses		(1,055,279)	(1,055,279)
Attributable to Shareholders'		(220,284)	1,480,514
Minority interests		-	142,051
		(220,284)	1,622,565
TOTAL EQUITY AND LIABILITIES		-	1,842,849
NET ASSET / (LIABILITY) PER SHARE (IN SINGAPORE CENTS)		(0.56) ⁽¹⁾	3.29 ⁽²⁾

⁽¹⁾ Calculated based on 39,619,001 Shares

⁽²⁾ Calculated based on 56,043,701 Shares

(The accompanying explanatory notes form an integral part of the financial statements)

**PROFORMA CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME
FOR THE YEAR ENDED 31 MARCH 2015**

(In S\$)	Note	Actual historical (Audited)	Proforma consolidated (Unaudited)
Revenue			
Income from operations		-	-
Other income		-	-
		<hr/>	<hr/>
		-	-
		<hr/>	<hr/>
Cost and expenses			
Administration and other expenses		179,338	179,338
		<hr/>	<hr/>
		179,338	179,338
		<hr/>	<hr/>
Loss before taxation		(179,338)	(179,338)
Taxation	9	-	-
		<hr/>	<hr/>
Loss after taxation		(179,338)	(179,338)
Other comprehensive income		-	-
		<hr/>	<hr/>
Total comprehensive loss for the period		(179,338)	(179,338)
		<hr/>	<hr/>

(The accompanying explanatory notes form an integral part of the financial statements)

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

1.1. (a) Basis of preparation

The financial statements have been prepared in accordance with the provisions of the Singapore Companies Act (Cap. 50) and Singapore Financial Reporting Standards including Interpretations of Financial Reporting Standards and are prepared under the historical cost convention.

The financial statements of the Company are measured and presented in the currency of the primary economic environment in which the entity operates (its functional currency). The financial statements of the Company are presented in Singapore Dollars, which is the functional currency of the Company and the presentation currency for the financial statements.

(b) Changes in accounting policies

The accounting policies adopted are consistent with those of the previous financial year.

1.2. A more detailed summary of significant accounting policies are set out in the Company's audited financial statements for the financial year ended 31 March 2015 dated and issued on 30 May 2015.

2. SIGNIFICANT RELATED PARTY TRANSACTIONS

Related parties are entities with common direct or indirect shareholders and/or directors. Parties are considered to be related if one party has the ability to control the other party in making financial and operating decisions. Except as disclosed elsewhere in this report, the Group did not conduct any transactions with related parties nor related companies.

3. SUBSIDIARIES

(In S\$)	Actual historical (Audited)	Proforma consolidated (Unaudited)
Unquoted equity investments – at cost	-	\$1,560,000

As at 31 March 2015, the proforma group comprise of the following subsidiaries and controlled entities

Name	Country of incorporation	Cost of investment	Percentage equity held	Principal activities
<u>Held by the Company</u>				
Three Crystals Hong Kong Limited (“HKCo”)	Hong Kong	S\$1,560,000	100%	Investment holding
<u>Held by HKCo</u>				
Inner Mongolia Three Crystals Trading Co., Limited (“WFOE”)	China	-	100%	Investment holding and trading

M2L HOLDINGS LIMITED
(NOW KNOWN AS I M QUARRIES LIMITED)
PROFORMA FINANCIAL STATEMENTS - 31 MARCH 2015

Held by WFOE

Inner Mongolia Three Crystals Mining Co., Limited	China	-	55%	Exploration for natural resources
---	-------	---	-----	-----------------------------------

4. GOODWILL

(In S\$)	Actual historical (Audited)	Proforma consolidated (Unaudited)
Balance at the beginning of the year	-	-
Acquired / (disposed of) during the year [#]	-	1,386,382
Balance at the end of the year	-	1,386,382

[#] During the financial period, the Company acquired the entire issued and paid up share capital of Three Crystals Hong Kong Limited ("HKCo") for a total consideration of \$1,560,000 payable by way of issuance of 15,600,000 new Shares credited as being fully paid. The goodwill represents the excess of the total consideration paid over the consolidated net assets of HKCo at completion of the acquisition.

5. EVALUATION AND EXPLORATION ASSETS

Evaluation and exploration assets comprise the cost of obtaining the exploration licence to the Houyao Garnet Project (as defined in the Circular to Shareholders dated 11 August 2015) and related costs of search of mineral resources, the determination of technical feasibility and the assessment of the commercial viability of an identified resource therein.

6. OTHER PAYABLES

(In S\$)	Actual historical (Audited)	Proforma consolidated (Unaudited)
Amount due to a director	220,284	220,284

The amount owing to a director is non-trade in nature, unsecured, interest-free and repayable as and when the Company has resources to do so. The amount is denominated in Singapore Dollars.

7. SHARE CAPITAL

	Actual historical (Audited)		Proforma consolidated (Unaudited)	
	No. of shares	Amount (S\$)	No. of shares	Amount (S\$)
Issued and paid-up share capital				
At the beginning of the year	61,420,000	3,101,594	61,420,000	3,101,594
Issued / (cancelled) during the year ⁽¹⁾	-	-	15,600,000	1,560,000
Other adjustment(s) during the year ⁽²⁾				55,052
Balance at the end of the year	61,420,000	3,101,594	77,020,000	4,716,646

- (1) During the financial year the Company issued 15,600,000 new Shares in the form of CDIs as consideration for the the acquisition of the entire issued and paid up share capital of Three Crystals Hong Kong Limited.
- (2) During the financial year the Company sold 824,700 forfeited shares held for re-issue for a net sale price of A\$141,023.70 (or equivalent to S\$140,798). As required by Singapore Financial Reporting Standard No. 32, the Company set-off the sale price to the extent of the cost of the forfeited shares against the forfeited shares account and, credited the portion of the sale price exceeding the cost of the forfeited shares to the paid up share capital account.

8. FORFEITED SHARES HELD FOR RE-ISSUE

	Actual historical (Audited)		Proforma consolidated (Unaudited)	
	No. of shares	Amount (S\$)	No. of shares	Amount (S\$)
Forfeited shares				
At the beginning of the year	(21,799,999)	(2,266,599)	(21,799,999)	(2,266,599)
Re-issued / (forfeited) during the year ⁽¹⁾	-	-	824,700	85,746
Balance at the end of the year	(21,799,999)	(2,266,599)	20,975,299	2,180,853

(1) See explanatory note ⁽²⁾ in Note 7 above.

The above shares were forfeited pursuant to a resolution of members passed at an Extraordinary General Meeting of the Company held on 5 December 2012, and were forfeited at an average cost of S\$0.103972 for each forfeited share. The forfeited shares are held by the Company for re-issue.

9. TAXATION

There is no tax expense as the Company incurred losses.

Reconciliation between the tax expenses / (benefit) and the product of accounting profit multiplied by the applicable tax rate for the financial year ended 31 March 2015 was as follows:

(In S\$)	Actual historical (Audited)	Proforma consolidated (Unaudited)
Loss before taxation	(179,338)	(179,338)
Statutory tax rate @ 17%	(30,487)	(30,487)
Adjustments:		
Tax effects on non-deductible expenses	30,487	30,487
	-	-

M2L HOLDINGS LIMITED

(NOW KNOWN AS I M QUARRIES LIMITED)

PROFORMA FINANCIAL STATEMENTS - 31 MARCH 2015

10. AUTHORISATION OF PROFORMA FINANCIAL STATEMENTS

This Proforma Financial Statements for the period ended 31 March 2015 were authorised for issue in accordance with a resolution of the directors on the date of this report.

===== End of Proforma Financial Statements =====