

VIAGOLD CAPITAL LIMITED
Interim Financial Report
For the Half-Year Ended September 30, 2013
ASX Appendix 4D
ARBN: 070 352 500

VIAGOLD CAPITAL LIMITED

INTERIM FINANCIAL REPORT
FOR THE HALF -YEAR ENDED SEPTEMBER 30, 2013

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VIAGOLD CAPITAL LIMITED

Appendix 4D

Interim Financial Report For The Half-Year Ended September 30, 2013

1. Name of Entity

ARBN:

Half-year ended (reporting period)

Half-year ended (previous corresponding period)

VIAGOLD CAPITAL LIMITED

070 352 500

September 30, 2013

September 30, 2012

2. Results for announcement to the market

(Amount and percentage change up or down from the previous corresponding period)

		Six months to September 30			
		2013	2012	Change	Change
		A\$'000	A\$'000	A\$'000	%
2.1	Revenue from ordinary activities	496	604	(108)	(18%)
2.2	(Loss)/profit from ordinary activities after tax attributable to members	(390)	62	(452)	(729 %)
2.3	(Loss)/profit for the reporting period attributable to members	(390)	62	(452)	(729 %)

2.4 Dividends

Final dividend

Interim dividend

Previous corresponding period

Amount per security		Franked amount per security
Nil		N/A
Nil		N/A
Nil		N/A

2.5 Record date for determining entitlements to the dividend

N/A

3. Net tangible assets per security

Net tangible assets backing per ordinary security

Current period	Previous corresponding period
A\$0.09	A\$0.12

4. Control gain/loss over entities having a material effect

N/A.

5. Dividend

There was no dividend paid during the current period.

6. Details of any dividend or distribution reinvestment plans in operation from and the last date for the receipt of an election notice for participation in any dividend or distribution reinvestment plan

N/A.

7. Details of associates and joint venture entities

There were no associate or joint venture entity holdings in the current period.

VIAGOLD CAPITAL LIMITED

Appendix 4D

Interim Financial Report For The Half-Year Ended September 30, 2013

8. Basis of preparations

The interim financial report does not include all the notes of the type normally included in an annual financial report. Accordingly, it is recommended that this report be read in conjunction with the annual financial report for the year ended March 31, 2013 and any public announcements made by ViaGOLD Capital Limited during the half-year in accordance with the continuous disclosure requirements under the Listing Rules of the Australian Securities Exchange Limited ("ASX").

Compliance Statement

9. The information provided in this report has been prepared in accordance with the International Financial Reporting Standards which is acceptable to the ASX for foreign reporting entities.
10. The Interim Financial Report of ViaGOLD Capital Limited for the half-year ended September 30, 2013 has been subject to review. A copy of the independent review report to the members of ViaGOLD Capital Limited is attached.

VIAGOLD CAPITAL LIMITED

DIRECTORS' REPORT

The Directors present their interim financial report together with the condensed consolidated financial statements of ViaGOLD Capital Limited (the "Company") and its controlled entities (collectively the "Group") for the half-year ended September 30, 2013.

DIRECTORS

The Directors of the Company during the period and up to the date of this report were:

Executive directors:

Mr. Pierre Seligman (Resigned on October 7, 2013)
Ms. Mulei Shi (Chief Executive Officer)
Mr. King Choi Leung

Non-executive directors:

Dr. Longguang Shi (Chairman)

Independent non-executive directors:

Mr. James Anthony Wigginton
Mr. Yan Wang

PRINCIPAL ACTIVITIES OF THE GROUP

The Company acts as an investment holding company. The subsidiaries of the Company are principally engaged in investment holdings, leasing and capital financing services, consultancy and management services to educational institutions.

DIVIDEND

The Directors do not recommend the payment of a dividend. No dividend has been declared or paid since the end of the previous financial year.

VIAGOLD CAPITAL LIMITED

CONSOLIDATED RESULTS AND REVIEW OF OPERATIONS

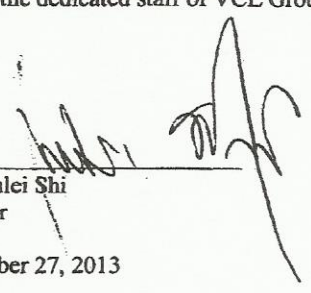
The consolidated loss before income tax for the six months ended September 30, 2013 was approximately A\$384,000 (Period ended September 30, 2012: profit approximately A\$38,000)

Revenue for the six months ended September 30, 2013 was approximately A\$496,000 (Period ended September 30, 2012: A\$604,000).

The decrease in turnover was mainly a sustained decrease in management fee income from education institutions which extended back to school year starting September 2012 and is a result of this downsizing industry in both vocational and higher education in general and the increasing competition within the industry. The loss is in line with the decrease in turnover. The board has continue to put in extra resources on promotion and marketing and is confident that this additional cost incurred will bring positive effect to the turnover of the education institutions and thus boost up the management fee income of this education sector.

Despite clouded by uncertainties surrounding the education and leasing sectors. VCL is confident and will continue to strive for optimization of these sectors; and it will explore investment opportunities in the mining and other industries that will enhance shareholders' return.

Finally, on behalf of the Board, I would like to take this opportunity to extend my gratitude to my fellow directors and all the dedicated staff of VCL Group for their contribution during the period under review.



Ms. Mulei Shi
Director

November 27, 2013

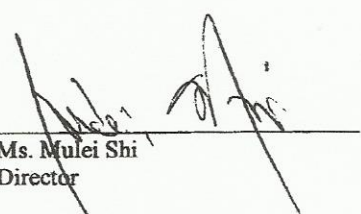
VIAGOLD CAPITAL LIMITED

DIRECTORS' DECLARATION

The Directors of the Company declare that, for the half-year ended September 30, 2013:

1. The attached financial statements and notes thereto as set out on pages 6 to 16:
 - (a) comply with the International Accounting Standard ("IAS") 34 "Interim Financial Reporting"; and
 - (b) give a true and fair view of the Group's financial position as at September 30, 2013 and of its performance for the half-year then ended;
2. In the Directors' opinion, there are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable.

Signed on behalf of and in accordance with a resolution of the Board of Directors.



Ms. Mulei Shi
Director

November 27, 2013

VIAGOLD CAPITAL LIMITED

CONDENSED CONSOLIDATED INCOME STATEMENT
FOR THE HALF-YEAR ENDED SEPTEMBER 30, 2013

	Six months ended September 30	
	2013 A\$'000	2012 A\$'000
Turnover	496	604
Cost of services	(291)	(260)
Gross profit	205	344
Other income	2	28
Administrative expenses	(548)	(331)
Other operating expenses	(43)	(3)
Finance costs	-	-
Profit before income tax	(384)	38
Income tax expenses	-	-
(Loss)/profit for the period	(384)	38
Attributable to:		
Equity holders of the Company	(390)	62
Non-controlling interests	6	(24)
	(384)	38
(Loss)/earnings per share attributable to the equity holders of the Company		
-basic	A\$(0.013)	A\$0.002
-diluted	N/A	N/A

The notes on pages 11 to 16 form an integral part of this condensed consolidated interim financial report.

VIAGOLD CAPITAL LIMITED

CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME
FOR THE HALF-YEAR ENDED SEPTEMBER 30, 2013

	Six months ended September 30	
	<u>2013</u>	<u>2012</u>
	A\$'000	A\$'000
(Loss)/profit for the period	(384)	38
Other comprehensive income for the period		
Exchange differences on translation of financial statements of overseas subsidiaries	375	(6)
Total comprehensive income for the period	<u>(9)</u>	<u>32</u>
Attributable to:		
Equity shareholders of the Company	(89)	33
Non-controlling interests	80	(1)
	<u>(9)</u>	<u>32</u>

The notes on pages 11 to 16 form an integral part of this condensed consolidated interim financial report.

VIAGOLD CAPITAL LIMITED

**CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION
AS AT SEPTEMBER 30, 2013**

		As at September 30 2013 A\$'000	As at March 31 2013 A\$'000
ASSETS	Note		
Non-current assets			
Fixed assets			
- Investment property		600	533
- Other property, plant and equipment		1,002	824
		<u>1,602</u>	<u>1,357</u>
Current assets			
Trade and other receivables and prepayments		275	406
Cash and cash equivalents		984	1,163
		<u>1,259</u>	<u>1,569</u>
Total assets		<u>2,861</u>	<u>2,926</u>
EQUITY			
Capital and reserves attributable to the owners of the Company			
Share capital	9	6,131	6,131
Reserves		<u>(4,155)</u>	<u>(4,066)</u>
		1,976	2,065
Non-controlling interests		<u>610</u>	<u>530</u>
Total equity		<u>2,586</u>	<u>2,595</u>
LIABILITIES			
Current liabilities			
Other payables		275	331
Total equity and liabilities		<u>2,861</u>	<u>2,926</u>

The notes on pages 11 to 16 form an integral part of this condensed consolidated interim financial report.

VIAGOLD CAPITAL LIMITED

CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
FOR THE HALF-YEAR ENDED SEPTEMBER 30, 2013

	Attributable to equity holders of the Company									
	Reserves									
	Share capital A\$'000	Share Premium A\$'000	Translation reserve A\$'000	Contributed surplus A\$'000	Warrant reserve A\$'000	Share-based compensation reserve A\$'000	Accumulated Losses A\$'000	Total A\$'000	Non-controlling interests A\$'000	Total Equity A\$'000
As at April 1, 2012	6,131	29,020	(28,701)	47,645	-	5,979	(57,156)	2,918	583	3,501
Total comprehensive income	-	-	(29)	-	-	-	62	33	(1)	32
As at September 30, 2012	6,131	29,020	(28,730)	47,645	-	5,979	(57,094)	2,951	582	3,533

Attributable to equity holders of the Company

	Reserves									
	Share-based								Non-controlling Interests	Total Equity
	Share Capital	Share Premium	Translation reserve	Contributed surplus	Warrant reserve	Share-based compensation reserve	Accumulated Losses	Total		
	A\$'000	A\$'000	A\$'000	A\$'000	A\$'000	A\$'000	A\$'000	A\$'000	A\$'000	A\$'000
As at April 1, 2013	6,131	29,020	(28,778)	47,645	399	7,221	(59,573)	2,065	530	2,595
Total comprehensive income	-	-	301	-	-	-	(390)	(89)	80	(9)
As at September 30, 2013	6,131	29,020	(28,477)	47,645	399	7,221	(59,963)	1,976	610	2,586

The notes on pages 11 to 16 form an integral part of this condensed consolidated interim financial report.

VIAGOLD CAPITAL LIMITED

CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS
FOR THE HALF-YEAR ENDED SEPTEMBER 30, 2013

	Six months ended September 30	
	<u>2013</u> A\$'000	<u>2012</u> A\$'000
Net cash used in operating activities	(216)	(5)
Net cash used in investing activities	(145)	(257)
Net cash used in financing activities	-	-
Net decrease in cash and cash equivalents	(361)	(262)
Cash and cash equivalents at the beginning of the period	1,163	1,154
Exchange gain / (losses) on cash and cash equivalents	182	(2)
Cash and cash equivalents at the end of the period	<u>984</u>	<u>890</u>

The notes on pages 11 to 16 form an integral part of this condensed consolidated interim financial report.

VIAGOLD CAPITAL LIMITED

NOTES TO THE INTERIM FINANCIAL REPORT
FOR THE HALF -YEAR ENDED SEPTEMBER 30, 2013

1. GENERAL INFORMATION

ViaGOLD Capital Limited (the "Company") was incorporated in Bermuda as an exempted company with limited liability and its shares are listed on the Australian Securities Exchange Limited (the "ASX"). The address of its registered office is Unit 2/36 Winfield Road, Balwyn North, Victoria 3104, Australia.

The Company acts as an investment holding company. The subsidiaries of the Company are principally engaged in investment holdings, leasing and capital financing services, and consultancy and management services to educational institutions

This interim financial report is presented in units of Australian dollars (A\$), unless otherwise stated.

2. BASIS OF PREPARATION

This condensed consolidated interim financial report for the half-year ended September 30, 2013 has been prepared in accordance with International Accounting Standard ("IAS") 34 "Interim Financial Reporting". The condensed consolidated interim financial report does not include notes of the type normally included in an annual financial report and should be read in conjunction with the annual financial report of the Group for the year ended March 31, 2013 and any public announcements made by the Group during the half-year.

The interim financial report has been prepared in accordance with the same accounting policies adopted in the annual financial report for the year ended March 31, 2013, except for the accounting policy changes that are expected to be reflected in the annual financial report for the year ending March 31, 2014.

The interim financial report contains condensed consolidated financial statements and selected explanatory notes. The notes include an explanation of events and transactions that are significant to an understanding of the changes in financial position and performance of the Group since annual financial report for the year ended March 31, 2013. The condensed consolidated interim financial statements and notes thereon do not include all of the information required for full set of financial statements prepared in accordance with International Financial Reporting Standards ("IFRSs").

The interim financial report is unaudited, but has been reviewed by Cheng & Cheng Limited ("C&C") in accordance with International Standard on Review Engagements 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity". C&C's independent review report to the members of the Company is included on page 17.

3. ACCOUNTING POLICIES

International Accounting Standard Board ("IASB") has issued new and revised IFRSs and a number of amendments to IFRSs that are first effective for the current accounting period of the Group.

In the current interim period, the Group has applied, for the first time, the new or revised IFRSs and amendments issued by the IASB, which are effective for the Group's current financial year beginning on April 1, 2013. The adoption of the new and revised IFRSs and amendments does not have any significant impact on the Group interim financial report.

VIAGOLD CAPITAL LIMITED

NOTES TO THE INTERIM FINANCIAL REPORT
FOR THE HALF -YEAR ENDED SEPTEMBER 30, 2013

3. ACCOUNTING POLICIES (continued)

Up to the date of issue of this unaudited condensed consolidated interim financial report, the IASB has issued a number of amendments, new standards and interpretation which are not yet effective for the year ending March 31, 2014 and which have not been adopted in this interim financial report.

The Group is in the process of making an assessment of what the impact of these amendments, revised standards and new interpretation is expected to be in the period of initial application. So far it has concluded that the adoption of them is unlikely to have a significant impact on the Group's results of operations and financial position.

4. SEGMENT REPORTING

The Group manages its business by divisions, which are organised by business lines. In a manner consistent with the way in which information is reported internally to the Group's most senior executive management for the purposes of resource allocation and performance assessment, the Group has identified the following reportable segments.

- Investment holdings and administration
- Leasing and capital financing
- Provision of consultancy and management services to educational institutions

The management manages the Group's businesses both by geographical and by business segments. Geographically, the Group's businesses are divided into Hong Kong, Macau and the People's Republic of China (the "PRC"). The main business in Hong Kong and Macau is investment holdings. The businesses in the PRC are segregated into leasing and capital financing services, and consultancy and management services to educational institutions.

The management assesses the performance of the operating segments based on the profit/loss for the period. This measurement basis excludes intra-group transactions and gain/loss of disposal of subsidiaries.

Segment assets include all tangible, intangible assets and current assets excluding the interests in subsidiaries, inter-group current accounts.

VIAGOLD CAPITAL LIMITED

NOTES TO THE INTERIM FINANCIAL REPORT
FOR THE HALF -YEAR ENDED SEPTEMBER 30, 2013

4. SEGMENT REPORTING (continued)

The segment information for the reporting segments for the half-year ended September 30, 2013 is as follows:

	HK and Macau	PRC	PRC	Consolidated A\$'000
	Investment holdings and administration A\$'000	Leasing and capital financing A\$'000	Provision of consultancy and management services to educational institutions A\$'000	
Revenue from external customers	-	254	242	496
Inter-segment revenue	-	254	242	496
Reportable segment revenue	-	254	242	496
Reportable segment (loss)/profit before income tax	(303)	19	(100)	(384)
Income tax expenses	-	-	-	-
Loss for the half year	-	-	-	(384)
As at September 30, 2013	26	2,033	802	2,861
Reportable segment assets				

VIAGOLD CAPITAL LIMITED

NOTES TO THE INTERIM FINANCIAL REPORT
FOR THE HALF -YEAR ENDED SEPTEMBER 30, 2013

4. SEGMENT REPORTING (continued)

The segment information for the reporting segments for the half-year ended September 30, 2012 is as follows:

	HK and Macau	PRC	PRC	Consolidated A\$'000
	Investment holdings and administration A\$'000	Leasing and capital financing A\$'000	Provision of consultancy and Management services to Educational Institutions A\$'000	
Revenue from external customers	-	215	389	604
Inter-segment revenue	-	-	-	-
Reportable segment revenue	-	215	389	604
Reportable segment profit / (loss) before income tax	(139)	(81)	258	38
Income tax expenses	-	-	-	-
Profit for the half year	-	-	-	38
As at September 30, 2012	230	1,880	1,585	3,695
Reportable segment assets				

VIAGOLD CAPITAL LIMITED

NOTES TO THE INTERIM FINANCIAL REPORT FOR THE HALF -YEAR ENDED SEPTEMBER 30, 2013

5. SEASONALITY OF OPERATIONS

Since the leasing and capital financing, and consultancy and management service business segments do not have any seasonal trend, no analysis of operation is presented.

6. ADDITIONS TO PROPERTY, PLANT AND EQUIPMENT

During the half-year ended September 30, 2013, the Group acquired property, plant and equipment at a cost of approximately A\$147,000 (Period ended September 30, 2012: approximately A\$276,000).

7. MATERIAL RELATED PARTY TRANSACTIONS

		Six months ended September 30	
		2013 A\$'000	2012 A\$'000
<u>Related party</u>	<u>Nature of transactions</u>		
Related companies	Consultancy and management services income	242	389
	Trade receivables	175	532
Directors of the Company	Key management compensation	181	70
	Amounts due from a director	26	14
	Amounts due to a director	-	-

8. DIVIDEND

No dividend was paid for both periods. The directors do not recommend the payment of an interim dividend.

9. SHARE CAPITAL

	Number of <u>Shares</u> in thousands	Ordinary <u>shares</u> A\$'000
<u>Issued and fully paid</u>		
As at March 31, 2013 and September 30, 2013	30,656	6,131

VIAGOLD CAPITAL LIMITED

NOTES TO THE INTERIM FINANCIAL REPORT
FOR THE HALF -YEAR ENDED SEPTEMBER 30, 2013

10. **EVENTS AFTER THE REPORTING DATE**

On October 25, 2013, the Company has completed the issue of 4,500,000 unlisted options to professional and sophisticated investors (the "Options"). The Options issue was fully paid and raised \$136,480. The Options were issued at \$0.03, with each Option entitling the holder to one ordinary share in the Company on payment of the exercise price of \$0.26. Final date for the exercise of these Options is December 16, 2018. No Options was exercised up to the date of this report.

Other than the matter above, there have been no other items, transactions or events of a material and unusual nature likely, in the opinion of the Directors of the Company, to significantly affect the operations of the Group, the results of the operations, or the state of affairs of the Group in subsequent financial years, have arisen in the period from September 30, 2013 to the date of this report.

**REPORT ON REVIEW OF INTERIM CONDENSED CONSOLIDATED FINANCIAL
INFORMATION TO THE MEMBERS OF VIAGOLD CAPITAL LIMITED**

Introduction

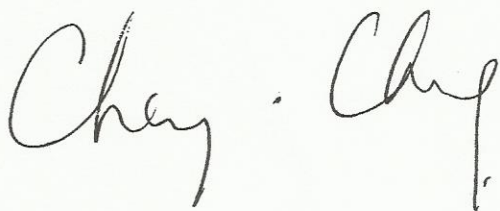
We have reviewed the interim condensed consolidated financial information set out on pages 6 to 16 which comprises the condensed consolidated statement of financial position of ViaGOLD Capital Limited (the "Company") and its subsidiaries (together, the "Group") as of September 30, 2013 and the related condensed consolidated income statement, comprehensive income, changes in equity and cash flows for half-year period then ended, and a summary of significant accounting policies and other explanatory notes. The directors of the Company are responsible for the preparation and fair presentation of this interim financial information in accordance with International Accounting Standard 34, "Interim Financial Reporting". Our responsibility is to express a conclusion on this interim financial information based on our review.

Scope of Review

We conducted our review in accordance with International Standard on Review Engagements 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity." A review of interim financial information consists of making inquiries, 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 International Standards on Auditing 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.

Conclusion

Based on our review, nothing has come to our attention that causes us to believe that the accompanying interim financial information is not prepared in accordance with International Accounting Standard 34.



Cheng & Cheng Limited
Certified Public Accountants

Hong Kong, November 27, 2013

Chan Shek Chi
Practising Certificate Number P05540