LIPPO LIMITED	**LIPPO CHINA RESOURCES LIMITED**
力寶有限公司	力寶華潤有限公司
(Incorporated in Hong Kong with limited liability)	*(Incorporated in Hong Kong with limited liability)*
(Stock code: 226)	**(Stock code: 156)**

OVERSEAS REGULATORY ANNOUNCEMENT

This announcement is made pursuant to Rule 13.10(B) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

The attached document has been released by Asia Now Resources Corp. ("Asia Now") on SEDAR at www.sedar.com. Asia Now, in which Lippo China Resources Limited ("LCR") (a subsidiary of Lippo Limited ("Lippo")) is interested in approximately 52.2 per cent. of its issued share capital, is a company listed on TSX Venture Exchange of Canada.

Hong Kong, 29th April, 2015

As at the date of this announcement, the board composition of each of Lippo and LCR is as follows:

Lippo

Executive Directors:
Dr. Stephen Riady *(Chairman)*
Mr. John Luen Wai Lee *(Managing Director and Chief Executive Officer)*

Non-executive Directors:
Mr. Jark Pui Lee
Mr. Leon Nim Leung Chan

Independent Non-executive Directors:
Mr. Edwin Neo
Mr. King Fai Tsui
Mr. Victor Ha Kuk Yung

LCR

Executive Directors:
Mr. Stephen Riady *(Chairman)*
Mr. John Luen Wai Lee *(Chief Executive Officer)*

Non-executive Director:
Mr. Leon Nim Leung Chan

Independent Non-executive Directors:
Mr. Edwin Neo
Mr. King Fai Tsui
Mr. Victor Ha Kuk Yung

ASIA NOW RESOURCES CORP.

Consolidated Financial Statements
(Expressed in Canadian Dollars)

Year Ended December 31, 2014

MANAGEMENT'S RESPONSIBILITY FOR
CONSOLIDATED FINANCIAL REPORTING

The accompanying consolidated financial statements of Asia Now Resources Corp. (the "Company") are the responsibility of the Management and Board of Directors of the Company.

The consolidated financial statements have been prepared by Management, on behalf of the Board of Directors, in accordance with the accounting policies disclosed in the notes to the consolidated financial statements. Where necessary, Management has made informed judgments and estimates in accounting for transactions which were not complete at the balance sheet date. In the opinion of Management, the consolidated financial statements have been prepared within acceptable limits of materiality and are in accordance with International Financial Reporting Standards.

The Board of Directors is responsible for reviewing and approving the consolidated financial statements together with other financial information of the Company and for ensuring that Management fulfills its financial reporting responsibilities. An Audit Committee assists the Board of Directors in fulfilling this responsibility. The Audit Committee meets with Management to review the financial reporting process and the consolidated financial statements together with other financial information of the Company. The Audit Committee reports its findings to the Board of Directors for its consideration in approving the consolidated financial statements together with other financial information of the Company for issuance to the shareholders.

Management recognizes its responsibility for conducting the Company's affairs in compliance with established financial standards, and applicable laws and regulations, and for maintaining proper standards of conduct for its activities.

(signed)
Lukman Wijaya
Chief Executive Officer

(signed)
Julio DiGirolamo
Chief Financial Officer

April 27, 2015
Toronto, Canada

Stern & Lovrics LLP
Chartered Accountants

Samuel V. Stern, BA, CPA, CA
George G. Lovrics, BComm, CPA, CA
CPA (Illinois)

Nazli Dewji, BA, CPA, CMA

INDEPENDENT AUDITOR'S REPORT

To the Shareholders of Asia Now Resources Corp.

We have audited the accompanying consolidated financial statements of Asia Now Resources Corp. (the Company), which comprise the consolidated statements of financial position as at December 31, 2014 and 2013, and the consolidated statements of loss and comprehensive loss, cash flows and changes in equity for the years then ended and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Consolidated Financial Statements

Management is responsible for the preparation and fair presentation of these consolidated financial statements in accordance with International Financial Reporting Standards, and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these consolidated financial statements based on our audits. We conducted our audits in accordance with Canadian generally accepted auditing standards. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the consolidated financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the consolidated financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the consolidated financial statements present fairly, in all material respects, the financial position of the Company as at December 31, 2014 and 2013 and its financial performance and its cash flows for the years then ended in accordance with International Financial Reporting Standards.

Emphasis of Matter

Without qualifying our opinion, we draw attention to Note 1 in the consolidated financial statements which describes that the Company has prepared the consolidated financial statements on the basis applicable for a going concern. The Company incurred a net loss of $15,695,735 during the year ended December 31, 2014 (2013 - $1,732,268), this condition, along with other matters as set forth in Note 1 indicate the existence of a material uncertainty that may cast significant doubt about the Company's ability to continue as a going concern.

Stern & Lovrics LLP

Toronto, Ontario
April, 27, 2015

Chartered Accountants
Licensed Public Accountants

1210 Sheppard Avenue East, Suite 302, Toronto, Ontario M2K 1E3 Tel: (416) 499-8848 Fax: (416) 491-5301

ASIA NOW RESOURCES CORP.
(An Exploration Stage Company)
CONSOLIDATED STATEMENTS OF FINANCIAL POSITION
(Expressed in Canadian Dollars)

As at	December 31, 2014	December 31, 2013
ASSETS		
Current		
Cash and cash equivalents	**$ 542,430**	$ 2,132,594
Prepaid and sundry receivables (Note 6)	**69,632**	84,425
	612,062	2,217,019
Exploration and evaluation assets (Note 7)	**170,001**	13,508,022
Capital assets (Note 8)	**126,041**	162,026
	$ 908,104	$ 15,887,067
LIABILITIES		
Current		
Accounts payable and accrued liabilities (Note 9)	**$ 242,558**	$ 1,091,094
Deposit (Note 10)	**186,900**	175,700
Convertible debentures - current portion (Note 11)	**1,290,760**	-
	1,720,218	1,266,794
Convertible debentures (Note 11)	**1,205,159**	1,193,058
	2,925,377	2,459,852
SHAREHOLDERS' EQUITY		
Share capital (Note 12)	**30,559,533**	30,369,153
Reserves	**3,352,899**	3,292,032
Deficit	**(35,929,705)**	(20,233,970)
	(2,017,273)	13,427,215
	$ 908,104	$ 15,887,067

Nature of Operations and Going Concern (Note 1)
Commitment (Note 18)
Subsequent event (Note 19)
Comparative figures (Note 20)

See accompanying notes to consolidated financial statements

APPROVED ON BEHALF OF THE BOARD:

Signed "Marshall Cooper", Director

Signed "James Macintosh", Director

ASIA NOW RESOURCES CORP.
(An Exploration Stage Company)
CONSOLIDATED STATEMENTS OF LOSS AND COMPREHENSIVE LOSS
(Expressed in Canadian Dollars)

	Year Ended December 31, 2014	Year Ended December 31, 2013
Expenses		
Administrative expenses (Note 15)	**$ 1,788,428**	$ 1,236,146
Net loss before the following	**(1,788,428)**	(1,236,146)
Impairment of exploration and evaluation assets (Notes 7(a) and 7(b))	**(13,875,612)**	(499,192)
Foreign exchange gain (loss)	**(8,114)**	46,626
Amortization	**(26,006)**	(39,831)
Gain (loss) on disposal of capital assets	**2,425**	(3,725)
Net loss and comprehensive loss for the year	**$ (15,695,735)**	$ (1,732,268)
Basic and fully diluted loss per share	**$ (0.14)**	$ (0.02)
Weighted average number of shares outstanding	**112,566,932**	111,010,798

See accompanying notes to consolidated financial statements

ASIA NOW RESOURCES CORP.
(An Exploration Stage Company)
CONSOLIDATED STATEMENTS OF CASH FLOWS
(Expressed in Canadian Dollars)

	Year Ended December 31, 2014	Year Ended December 31, 2013
CASH (USED IN) PROVIDED BY:		
OPERATING ACTIVITIES		
Net loss for the year	**$ (15,695,735)**	$ (1,732,268)
Adjustment for:		
Amortization	**26,006**	39,831
Convertible debentures - accretion charge (Note 11)	**115,728**	5,925
Shares issued for interest on convertible debentures (Notes 11 and 12(b))	**190,380**	-
Gain on disposal of capital assets	**(2,425)**	3,725
Impairment of exploration and evaluation assets (Notes 7(a) and 7(b))	**13,875,612**	499,192
Net change in non-cash operating assets and liabilities (Note 14)	**32,373**	74,553
	(1,458,061)	(1,109,042)
INVESTING ACTIVITIES		
Exploration and evaluation assets (Note 7)	**(1,392,507)**	(1,793,549)
Purchase of capital assets	**-**	(899)
Proceeds on disposal of capital assets	**12,404**	3,528
	(1,380,103)	(1,790,920)
FINANCING ACTIVITY		
Issuance of convertible debentures (Note 11)	**1,248,000**	1,248,000
NET CHANGE IN CASH AND CASH EQUIVALENTS	**(1,590,164)**	(1,651,962)
CASH AND CASH EQUIVALENTS, BEGINNING OF YEAR	**2,132,594**	3,784,556
CASH AND CASH EQUIVALENTS, END OF YEAR	**$ 542,430**	$ 2,132,594
CASH AND CASH EQUIVALENTS CONSIST OF:		
Cash	**$ 447,430**	$ 2,039,817
Short-term investments	**95,000**	92,777
	$ 542,430	$ 2,132,594
NON-CASH INVESTING ACTIVITIES		
Shares issued for interest on convertible debentures (Notes 11 and 12(b))	**$ 190,380**	$ -

See accompanying notes to consolidated financial statements

ASIA NOW RESOURCES CORP.
(An Exploration Stage Company)
CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY
(Expressed in Canadian Dollars)

	Shares issued and subscribed		Reserves			
	No. of shares	Share value	Equity settled share-based payments surplus	Equity portion of convertible debentures	Deficit	Total
Balance at December 31, 2012	**111,010,798**	**$ 30,369,153**	**$ 3,231,165**	**$ -**	**$ (18,501,702)**	**$ 15,098,616**
Issuance of convertible debenture (Note 11)	-	-	-	60,867	-	60,867
Loss for the year	-	-	-	-	(1,732,268)	(1,732,268)
Balance at December 31, 2013	**111,010,798**	**$ 30,369,153**	**$ 3,231,165**	**$ 60,867**	**$ (20,233,970)**	**$ 13,427,215**
Issuance of convertible debenture (Note 11)	-	-	-	60,867	-	60,867
Shares issued for interest on convertible debentures (Notes 11 and 12(b))	3,807,596	190,380	-	-	-	190,380
Loss for the year	-	-	-	-	(15,695,735)	(15,695,735)
Balance at December 31, 2014	**114,818,394**	**$ 30,559,533**	**$ 3,231,165**	**$ 121,734**	**$ (35,929,705)**	**$ (2,017,273)**

See accompanying notes to consolidated financial statements

1. NATURE OF OPERATIONS AND GOING CONCERN

Asia Now Resources Corp. (the "Company" or "Asia Now"), incorporated in the Province of Ontario, is engaged principally in the acquisition and exploration of mineral properties in China. There has been no determination whether the Company's interests in mineral properties contain mineral reserves which are economically recoverable.

The address of the head office is Suite 2702, 401 Bay Street, Toronto, Ontario M5H 2Y4. The Company maintains several operating offices in China.

These consolidated financial statements have been prepared using accounting policies applicable to a going concern, which contemplates the realization of assets and settlement of liabilities in the normal course of business as they become due.

Asia Now is in the exploration stage, and as is common with many exploration companies, it raises financing for its exploration and acquisition activities. The Company has incurred losses in previous years, with a current net loss of $15,695,735 for the year ended December 31, 2014 (year ended December 31, 2013 - $1,732,268) and has an accumulated deficit of $35,929,705 as at December 31, 2014 (December 31, 2013 - $20,233,970). The Company had a working capital balance of $(1,108,156) at December 31, 2014 (December 31, 2013 - $950,225). Current funds may not be sufficient to explore existing projects, and in due course, further funding will be required. In the event that the Company is unable to secure further financing it may not be able to complete the development of its projects.

Due to continuing operating losses, the Company’s ability to continue as a going concern is dependent on its ability to obtain additional sources of financing to successfully explore, evaluate and develop mineral projects and ultimately, to achieve profitable operations. The success of these endeavours cannot be predicted at this time. The financial statements do not reflect adjustments to the carrying values and classification of assets and liabilities that might be necessary should the Company be unable to continue as a going concern, and such adjustments may be material. The Company’s assets may also be subject to increases in taxes and royalties, renegotiation of contracts, currency exchange fluctuations and restrictions, and political uncertainty.

These consolidated financial statements of the Company for the year ended December 31, 2014 were authorized for issuance by the board of Directors of the Company on April 27, 2015.

2. SIGNIFICANT ACCOUNTING POLICIES

(a) Statement of compliance

These consolidated financial statements have been prepared in accordance with International Financial Reporting Standards (“IFRS”) issued by the International Accounting Standards Board (“IASB”) and Interpretations of the International Financial Reporting Interpretations Committee (“IFRIC”), effective for the Company’s reporting for the year ended December 31, 2014.

(b) Basis of presentation

The policies applied in these consolidated financial statements are based on IFRS issued and outstanding as of April 27, 2015, the date the Board of Directors approved the statements. These consolidated financial statements have been prepared on a historical cost basis except for certain financial instruments that have been measured at fair value. In addition, these consolidated financial statements have been prepared using the accrual basis of accounting, except for cash flow information.

(c) Basis of consolidation

These consolidated financial statements incorporate the financial statements of the Company and its wholly owned subsidiaries Asia Now Resources Ltd. and Asia Now Resources Shanghai Consultants Company Ltd.

2. SIGNIFICANT ACCOUNTING POLICIES (Continued)

(c) Basis of consolidation (Continued)

The results of subsidiaries acquired or disposed of during the periods presented are included in the consolidated statement of loss and comprehensive loss from the effective date of acquisition and up to the effective date of disposal, as appropriate. All intercompany transactions, balances, income and expenses are eliminated upon consolidation.

(d) Financial instruments

Financial assets:

All financial assets are recognized and derecognized on the trade date where the purchase or sale of a financial asset is under a contract whose terms require delivery of the financial asset within the time frame established by the market concerned, and are initially measured at fair value, plus transaction costs, except for those financial assets classified as at fair value through profit or loss which are initially measured at fair value.

Financial assets are classified into the following categories: financial assets ‘at fair value through profit or loss’ (“FVTPL”), ‘held-to-maturity investments', ‘available-for-sale' financial assets and ‘loans and receivables'. The classification depends on the nature and purpose of the financial assets and is determined at the time of initial recognition.

Financial liabilities:

Financial liabilities are classified as either financial liabilities ‘at FVTPL’ or ‘other financial liabilities’.

Other financial liabilities:

Other financial liabilities including borrowings are initially measured at fair value, net of transaction costs.

Other financial liabilities are subsequently measured at amortized cost using the effective interest method, with interest recognized on an effective yield basis.

The effective interest method is a method of calculating the amortized cost of a financial liability and of allocating interest costs over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments through the expected life of the financial liability or (where appropriate) to the net carrying amount on initial recognition.

De-recognition of financial liabilities:

The Company derecognizes financial liabilities when the obligations are discharged, cancelled or expired.

2. SIGNIFICANT ACCOUNTING POLICIES (Continued)

(d) Financial instruments (Continued)

The Company's financial instruments consist of the following:

Financial assets:	Classification:
Cash and cash equivalents	FVTPL
Prepaid and sundry receivables	Loans and receivables

Financial liabilities:	Classification:
Accounts payable and accrued liabilities	Other financial liabilities
Deposit	Other financial liabilities
Convertible debentures	Other financial liabilities

Impairment of financial assets:

Financial assets are assessed for indicators of impairment at the end of each reporting period. Financial assets are impaired when there is objective evidence that, as a result of one or more events that occurred after the initial recognition of the financial assets, the estimated future cash flows of the investments have been negatively impacted. Evidence of impairment could include: significant financial difficulty of the issuer or counterparty; or default or delinquency in interest or principal payments; or the likelihood that the borrower will enter bankruptcy or financial reorganization.

The carrying amount of financial assets is reduced by any impairment loss directly for all financial assets with the exception of accounts or loan receivable, where the carrying amount is reduced through the use of an allowance account. When an account or loan receivable is considered uncollectible, it is written off against the allowance account. Subsequent recoveries of amounts previously written off are credited against the allowance account. Changes in the carrying amount of the allowance account are recognized in profit or loss.

If, in a subsequent period, the amount of the impairment loss decreases and the decrease can be related objectively to an event occurring after the impairment was recognized, the previously recognized impairment loss is reversed through profit or loss to the extent that the carrying amount of the investment at the date the impairment is reversed does not exceed what the amortized cost would have been had the impairment not been recognized.

Financial instruments recorded at fair value:

Financial instruments recorded at fair value on the consolidated statements of financial position are classified using a fair value hierarchy that reflects the significance of the inputs used in making the measurements. The fair value hierarchy has the following levels: Level 1 - valuation based on quoted prices (unadjusted) in active markets for identical assets or liabilities; Level 2 - valuation techniques based on inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices); and Level 3 - valuation techniques using inputs for the asset or liability that are not based on observable market data (unobservable inputs). As at December 31, 2014 and December 31, 2013, cash and cash equivalents was classified as Level 1 on the consolidated statement of financial position.

2. SIGNIFICANT ACCOUNTING POLICIES (Continued)

(e) Impairment of non-financial assets

At the end of each reporting period, the Company reviews the carrying amounts of its non-financial assets with finite lives to determine whether there is any indication that those assets have suffered an impairment loss. Where such an indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss. The recoverable amount is the higher of an asset's fair value less cost to sell or its value in use. In addition, long-lived assets that are not amortized are subject to an annual impairment assessment. The Company has assessed its assets and has determined that there is no impairment of its non-financial assets.

(f) Exploration and evaluation expenditures

The Company is in the exploration stage with respect to its investment in mineral properties. Once the legal right to explore a property has been acquired, costs directly related to exploration and evaluation expenditures are recognized and capitalized on a property by property basis. Such costs include, but are not exclusive to, geological, geophysical studies, exploratory drilling and sampling. The aggregate costs related to abandoned mineral properties are charged to operations at the time of any abandonment or when it has been determined that there is evidence of a permanent impairment. An impairment charge relating to a mineral property is subsequently reversed when new exploration results or actual or potential proceeds on sale or farmout of the property result in a revised estimate of the recoverable amount but only to the extent that this does not exceed the original carrying value of the property that would have resulted if no impairment had been recognized.

The recoverability of amounts shown for exploration and evaluation assets is dependent upon the discovery of economically recoverable reserves, the ability of the Company to obtain financing to complete development of the properties, and on future production or proceeds of disposition.

The Company recognizes in income costs recovered on mineral properties when amounts received or receivable are in excess of the carrying amount.

All capitalized exploration and evaluation expenditure is monitored for indications of impairment. Where a potential impairment is indicated, assessments are performed for each area of interest. To the extent that exploration expenditure is not expected to be recovered, it is charged to the results of operations. Exploration areas where reserves have been discovered, but require major capital expenditure before production can begin, are continually evaluated to ensure that commercial quantities of reserves exist or to ensure that additional exploration work is underway as planned.

(g) Property, plant and equipment

Property, plant and equipment ("PPE") are carried at cost, less accumulated depreciation and accumulated impairment losses.

The cost of an item of PPE consists of the purchase price, any costs directly attributable to bringing the asset to the location and condition necessary for its intended use and an initial estimate of the costs of dismantling and removing the item and restoring the site on which it is located.

PPE is amortized using the declining-balance method using the following rates: core sample warehouse - 10%; office equipment - 30%; vehicles and exploration equipment - 30%. Leasehold improvements are recorded at cost and amortized over 2 years on a straight line basis. Construction in progress is not amortized until it is ready for use.

2. SIGNIFICANT ACCOUNTING POLICIES (Continued)

(g) Property, plant and equipment (Continued)

The Company compares the carrying value of PPE to estimated net recoverable amounts, based on estimated future cash flows, to determine whether there is any indication of impairment whenever events or circumstances warrant.

An asset's residual value, useful life and depreciation method are reviewed, and adjusted if appropriate, on an annual basis.

An item of PPE is de-recognized upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on disposal of the asset, determined as the difference between the net disposal proceeds and the carrying amount of the asset, is recognized in profit or loss in the statements of comprehensive income or loss.

Where an item of PPE consists of major components with different useful lives, the components are accounted for as separate items of property, plant and equipment. Expenditures incurred to replace a component of an item of PPE that is accounted for separately, including major inspection and overhaul expenditures, are capitalized.

(h) Cash and cash equivalents

Cash and cash equivalents in the statements of financial position comprise cash at banks and on hand, and short-term deposits with an original maturity of three months or less, and which are readily convertible into a known amount of cash. The Company's cash and cash equivalents are invested with major financial institutions in business accounts and higher yield investment and savings accounts that are available on demand by the Company for its programs.

(i) Provisions

A provision is recognized when the Company has a present legal or constructive obligation as a result of a past event, it is probable that an outflow of economic benefits will be required to settle the obligation, and the amount of the obligation can be reliably estimated. If the effect is material, provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and, where appropriate, the risks specific to the liability.

A provision for onerous contracts is recognized when the expected benefits to be derived by the Company from a contract are lower than the unavoidable cost of meeting its obligations under the contract.

The Company had no material provisions at December 31, 2014 and December 31, 2013.

(j) Share based payment transactions

The fair value of share options granted to employees is recognized as an expense over the vesting period with a corresponding increase in equity. An individual is classified as an employee when the individual is an employee for legal or tax purposes (direct employee) or provides services similar to those performed by a direct employee, including directors of the Company.

The fair value is measured at the grant date and recognized over the period during which the options vest. The fair value of the options granted is measured using the Black-Scholes option-pricing model, taking into account the terms and conditions upon which the options were granted. At each financial position reporting date, the amount recognized as an expense is adjusted to reflect the actual number of share options that are expected to vest.

2. SIGNIFICANT ACCOUNTING POLICIES (Continued)

(k) Income taxes

Income tax on the profit or loss for the periods presented comprises current and deferred tax. Income tax is recognized in profit or loss except to the extent that it relates to items recognized directly in equity, in which case it is recognized in equity.

Current tax expense is the expected tax payable on the taxable income for the year, using tax rates enacted or substantively enacted at period end, adjusted for amendments to tax payable with regards to previous years.

Deferred tax is provided using the balance sheet liability method, providing for temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. The following temporary differences are not provided for: goodwill not deductible for tax purposes and the initial recognition of assets or liabilities that affect neither accounting nor taxable profit. The amount of deferred tax provided is based on the expected manner of realization or settlement of the carrying amount of assets and liabilities, using tax rates enacted or substantively enacted at the financial position reporting date.

A deferred tax asset is recognized only to the extent that it is probable that future taxable profits will be available against which the asset can be utilized. To the extent that the Company does not consider it probable that a future tax asset will be recovered, it provides a valuation allowance against that excess.

(l) Restoration, rehabilitation and environmental obligations

A legal or constructive obligation to incur restoration, rehabilitation and environmental costs may arise when environmental disturbance is caused by the exploration, development or ongoing production of a mineral property interest. Such costs arising from the decommissioning of plant and other site preparation work, discounted to their net present value, are provided for and capitalized at the start of each project to the carrying amount of the asset, as soon as the obligation to incur such costs arises. Discount rates using a pretax rate that reflects the time value of money are used to calculate the net present value. These costs are charged against profit or loss over the economic life of the related asset, through amortization using either a unit-of-production or the straight-line method as appropriate. The related liability is adjusted for each period for the unwinding of the discount rate and for changes to the current market based discount rate, amount or timing of the underlying cash flows needed to settle the obligation. Costs for restoration of subsequent site damage that is created on an ongoing basis during production are provided for at their net present values and charged against profits as extraction progresses.

As at December 31, 2014 and December 31, 2013 the Company has no material restoration, rehabilitation and environmental costs as the disturbance to date is minimal.

(m) Convertible debentures

The Company uses the residual value method to allocate the principal amount of convertible debentures between the liability and equity components. The Company values the debt component of the debentures by calculating the present value of the principal and interest payments, discounted at management's best estimate of the rate that a non-convertible debentures with similar terms would bear. The equity conversion feature of the debentures comprises the value of the conversion option, being the difference between the face value of the debentures and the liability element calculated above.

2. SIGNIFICANT ACCOUNTING POLICIES (Continued)

(n) Loss per share

The Company presents basic and diluted loss per share data for its common shares, calculated by dividing the loss attributable to common shareholders of the Company by the weighted average number of common shares outstanding during the period. Diluted loss per share is determined by adjusting the loss attributable to common shareholders and the weighted average number of common shares outstanding for the effects of all options outstanding that may add to the total number of common shares.

(o) Foreign currencies

The functional currency, as determined by management, of Asia Now and each of its subsidiaries is the Canadian Dollar. The consolidated financial statements, the results and financial position are expressed in Canadian Dollars. Transactions in currencies other than the functional currency are translated into the functional currency using the exchange rates prevailing at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at the period end exchange rates are recognised in the consolidated statement of loss and comprehensive loss. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated.

(p) Joint ventures

The Company conducts its business in China through a number of sino-foreign cooperative joint venture limited liability companies established with Yunnan Gold Mining Group Corporation Limited and Yunnan Non-Ferrous Resources Group Company Limited. All are state-owned exploration enterprises.

Although the various joint ventures operate through limited liability companies, they do not issue shares. Each party involved in these companies determines its profit and risk based upon their relative interest in the joint venture. The interest may vary over time as agreed by the parties. These consolidated financial statements reflect only the expenditures made by the Company for its proportionate interest in such joint ventures.

(q) Significant accounting judgments and estimates

The preparation of these consolidated financial statements requires management to make certain estimates, judgments and assumptions that affect the reported amounts of assets and liabilities at the date of the financial statements and reported amounts of expenses during the reporting period. Actual outcomes could differ from these estimates. These consolidated financial statements include estimates that, by their nature, are uncertain. The impacts of such estimates are pervasive throughout the consolidated financial statements, and may require accounting adjustments based on future occurrences. Revisions to accounting estimates are recognized in the period in which the estimate is revised and future periods if the revision affects both current and future periods. These estimates are based on historical experience, current and future economic conditions and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

2. SIGNIFICANT ACCOUNTING POLICIES (Continued)

(q) Significant accounting judgments and estimates (Continued)

Critical accounting estimates

Significant assumptions about the future, that management have made, could result in a material adjustment to the carrying amounts of assets and liabilities in the event that actual results differ from assumptions made. These relate to, but are not limited to, the following:

i) *Capitalization of exploration and evaluation assets*

Management has determined that exploration and evaluation costs incurred during the year have future economic benefits and are economically recoverable. In making this judgement, management has assessed various sources of information including but not limited to the geological and metallurgic information, history of conversion of mineral deposits to proven and probable mineral reserves, seeping and feasibility studies, proximity of operating facilities, operating management expertise and existing permits. See Note 7 for details of capitalized exploration and evaluation costs.

ii) *Impairment of exploration and evaluation assets*

While assessing whether any indications of impairment exist for exploration and evaluation assets, consideration is given to both external and internal sources of information. Information the Company considers includes changes in the market, economic and legal environment in which the Company operates that are not within its control that could affect the recoverable amount of exploration and evaluation assets.

Internal sources of information include the manner in which the assets are being used or are expected to be used and indications of expected economic performance of the assets. Estimates include but are not limited to estimates of the discounted future cash flows expected to be derived from the Company's properties, costs to sell the properties and the appropriate discount rate. Reductions in metal price forecasts, increases in estimated future costs of production, increases in estimated future capital costs, reductions in the amount of recoverable mineral reserves and mineral resources and/or adverse current economics can result in a write-down of the carrying amounts of the Company's exploration and evaluation assets.

For the year ended December 31, 2014, impairment of exploration and evaluation assets of $13,875,612 have been recorded (December 31, 2013 - $499,192).

iii) *Income taxes and recoverability of potential deferred tax assets*

In assessing the probability of realizing income tax assets recognized, management makes estimates related to expectations of future taxable income, applicable tax planning opportunities, expected timing of reversals of existing temporary differences and the likelihood that tax positions taken will be sustained upon examination by applicable tax authorities. In making its assessments, management gives additional weight to positive and negative evidence that can be objectively verified. Estimates of future taxable income are based on forecasted cash flows from operations and the application of existing tax laws in each jurisdiction. The Company considers whether relevant tax planning opportunities are within the Company's control, are feasible and are within management's ability to implement. Examination by applicable tax authorities is supported based on individual facts and circumstances of the relevant tax position examined in light of all available evidence. Where applicable tax laws and regulations are either unclear or subject to ongoing varying interpretations, it is reasonably possible that changes in these estimates can occur that materially affect the amounts of income tax assets or liabilities recognized. Also, future changes in tax laws could limit the Company from realizing the tax benefits from the deferred tax assets. The Company reassesses unrecognized income tax assets at each reporting period.

2. SIGNIFICANT ACCOUNTING POLICIES (Continued)

(q) Significant accounting judgments and estimates (Continued)

Critical accounting estimates (Continued)

iv) *Share-based payments*

Management determines costs for share-based payments using the Black-Scholes option pricing model. The fair value of the market-based and performance-based share awards are determined at the date of grant and incorporates certain input assumption's including the future volatility of the stock price, expected dividend yield, and expected life. Such judgments and assumptions are inherently uncertain. Changes in these assumptions affect the fair value estimates.

v) *Convertible debenture*s

Management uses its best estimate of the interest rate that a convertible debenture would bear when allocating the value of a convertible debenture between its liability and equity components.

Critical accounting judgments

i) *Provision for income taxes*

Provisions for income taxes are made using the best estimate of the amount expected to be paid based on a qualitative assessment of all relevant factors. The Company reviews the adequacy of these provisions at the end of the reporting period. However, it is possible that at some future date an additional liability could result from audits by taxing authorities. Where the final outcome of these tax-related matters is different from the amounts that were originally recorded, such differences will affect the tax provisions in the period in which such determination is made.

ii) *Categorization of financial assets and liabilities*

The categorization of financial assets and liabilities is an accounting policy that requires management to make judgements or assessments.

(r) New accounting standards and interpretations

Certain pronouncements were issued by the IASB or IFRIC that are mandatory for accounting periods after December 31, 2013. The following new standards have been adopted:

IAS 32, Financial Instruments Presentation ("IAS 32")
On December 16, 2011 the IASB published amendments to IAS 32 Financial Instruments: Presentation to clarify the application of the requirements of offsetting financial assets and financial liabilities. The amendments to IAS 32 were adopted on January 1, 2014 and there was no material impact on its consolidated financial statements.

IAS 36, Impairment of Assets ("IAS 36")
IAS 36 was amended by the IASB in May 2013 to clarify the requirements to disclose the recoverable amounts of impaired assets and require additional disclosures about the measurement of impaired assets when the recoverable amount is based on fair value less costs of disposal, including the discount rate when a present value technique is used to measure the recoverable amount. The amendments to IAS 36 were adopted on January 1, 2014 and there was no material impact on its consolidated financial statements.

2. SIGNIFICANT ACCOUNTING POLICIES (Continued)

(r) New accounting standards and interpretations (Continued)

The following accounting pronouncements have been released but have not yet been adopted by the Company.

IFRS 9 - Financial instruments (“IFRS 9”)
In November 2009, the IASB issued, and subsequently revised in October 2010, IFRS 9 as a first phase in its ongoing project to replace IAS 39 Financial Instruments: Recognition and Measurement (“IAS 39”). IFRS 9, which is to be applied retrospectively, will be effective as of January 1, 2018.

IFRS 9 uses a single approach to determine whether a financial asset is measured at amortized cost or fair value, replacing the multiple rules in IAS 39. The approach in IFRS 9 is based on how an entity manages its financial instruments in the context of its business model and the contractual cash flow characteristics of the financial assets. Most of the requirements in IAS 39 for classification and measurement of financial liabilities were carried forward unchanged to IFRS 9. The new standard also requires a single impairment method to be used, replacing the multiple impairment methods in IAS 39. Management has not yet determined the potential impact the adoption of IFRS 9 will have on the Company’s consolidated financial statements

IFRS 11 - Joint Arrangements (“IFRS 11”)
IFRS 11 was amended in May 2014 to require business combination accounting to be applied to acquisitions of interests in a joint operation that constitute a business. The amendments are effective for annual periods beginning on or after January 1, 2016. Earlier adoption permitted.

IAS 1 - Presentation of Financial Statements (“IAS 1”)
IAS 1 was amended in December 2014 in order to clarify, among other things, that information should not be obscured by aggregating or by providing immaterial information, that materiality consideration apply to all parts of the financial statements and that even when a standard requires a specific disclosure, materiality considerations do apply. The amendments are effective for annual periods beginning on or after January 1, 2016. Earlier adoption permitted.

3. CAPITAL MANAGEMENT

The Company’s objectives when managing capital are to safeguard the Company’s ability to continue as a going concern in order to pursue the development of its mineral properties and to maintain a flexible capital structure which optimizes the costs of capital at an acceptable risk. In the management of capital, the Company considers its capital to be equity, comprising share capital and reserves net of deficit, which at December 31, 2014 totalled $(2,017,273) (December 31, 2013 - $13,427,215). The Company manages the capital structure and makes adjustments to it in light of changes in economic conditions and the risk characteristics of the underlying assets. To maintain or adjust the capital structure, the Company may issue new shares, and acquire or dispose of assets to adjust the amount of cash and cash equivalents.

In order to facilitate the management of its capital requirements, the Company prepares annual expenditure budgets that are updated as necessary depending on various factors, including but not limited to source and use of capital and general industry conditions.

The Company’s capital management objectives, policies and processes have remained unchanged during the year ended December 31, 2014 and December 31, 2013.

4. PROPERTY AND FINANCIAL RISK FACTORS

The Company is exposed to property risk and a variety of financial risks: credit risk, liquidity risk and market risk (including interest rate and foreign exchange rate risks) as explained below.

Risk management is carried out by the Company's management team with guidance from the Audit Committee under policies approved by the Board of Directors. The Board of Directors also provides regular guidance for overall risk management.

(a) Property risk

The Company's major mineral properties are Ma Touwan and Habo. Unless the Company acquires or develops additional material properties, the Company will be mainly dependant upon these two projects. If no additional major mineral exploration properties are acquired by the Company, any adverse development affecting these two projects would have a material adverse effect on the Company's financial condition and results of operations.

(b) Financial risk

The Company’s activities expose it to a variety of financial risks: credit risk, liquidity risk and market risk (including interest rate, foreign exchange rate and commodity price risk).

Risk management is carried out by the Company's management team with guidance from the Audit Committee under policies approved by the Board of Directors. The Board of Directors also provides regular guidance for overall risk management.

Credit risk

The Company's credit risk is primarily attributable to cash and cash equivalents and sundry receivables. The Company has no significant concentration of credit risk arising from operations. Cash and cash equivalents consist of short-term deposits, which have been invested with reputable financial institutions, from which management believes the risk of loss to be minimal. Sundry receivables consist of harmonized sales tax due from the Federal Government of Canada, receivable from employees and accrued interest. Sundry receivables of $12,010 are in good standing as of December 31, 2014 and represent the maximum credit exposure. Management believes that the credit risk concentration with respect to sundry receivables is minimal.

Liquidity risk

Liquidity risk is the risk that the Company will not have sufficient cash resources to meet its financial obligations as they come due. The Company’s liquidity and operating results may be adversely affected if the Company’s access to the capital market is hindered, whether as a result of a downturn in stock market conditions generally or as a result of conditions specific to the Company. As at December 31, 2014, the Company had cash and cash equivalents of $542,430 (December 31, 2013 - $2,132,594) to settle current liabilities of $1,720,218 (December 31, 2013 - $1,266,794). Other than the convertible debentures (Note 11), all of the Company's financial liabilities have contractual maturities of less than 30 days and are subject to normal trade terms.

Market risk

<u>(i) Interest rate risk</u>

The Company has cash balances and no interest-bearing debt (other than the convertible debentures (Note 11)). The Company's current policy is to invest excess cash in investment-grade short-term deposit certificates issued by its banking institutions. The Company periodically monitors the investments it makes and is satisfied with the creditworthiness of its banks.

4. PROPERTY AND FINANCIAL RISK FACTORS (Continued)

(b) Financial risk (Continued)

(ii) Foreign currency risk

The Company's functional and reporting currency is the Canadian dollar and major purchases are transacted in Canadian dollars, U.S. dollars and Chinese renminbi ("RMB"). The Company funds major exploration expenses in China. The Company maintains Canadian dollar and Chinese RMB bank accounts in China. Management does not hedge its foreign exchange risk.

(iii) Commodity price risk

The Company is exposed to price risk with respect to commodity prices. Commodity price risk is defined as the potential adverse impact on earnings and economic value due to commodity price movements and volatilities. The Company closely monitors commodity prices of gold, copper, silver, lead, zinc and molybdenum to determine the appropriate course of action to be taken by the Company.

(c) Sensitivity analysis

Based on management's knowledge and experience of the financial markets, the Company believes the following movements are "reasonably possible" over a twelve month period:

Cash equivalents include deposits at call which are at variable rates. As at December 31, 2014, if interest rates had decreased/increased by 1% with all other variables held constant, the loss for the year ended December 31, 2014 would have been approximately $10,200 higher/lower, as a result of lower/higher interest income from cash equivalents. Similarly, as at December 31, 2014, reported shareholders' equity would have been approximately $10,200 lower/higher as a result of lower/higher interest income from cash equivalents due to a 1% decrease/increase in interest rates.

The Company is exposed to foreign currency risk on fluctuations of financial instruments related to cash and cash equivalents, sundry receivables and accounts payable and accrued liabilities that are denominated in Chinese RMB. As at December 31, 2014, had the Chinese RMB weakened/strengthened by 5% against the Canadian dollar with all other variables held constant, the Company’s loss for the year ended December 31, 2014 would have been approximately $22,400 higher/lower as a result of foreign exchange losses/gains on translation of non-Canadian dollar denominated financial instruments. Similarly, as at December 31, 2014, reported shareholders' equity would have been approximately $22,400 lower/higher had the Chinese RMB weakened/strengthened by 5% as a result of foreign exchange losses/gains on translation of non-Canadian dollar denominated financial instruments.

Commodity price risk could adversely affect the Company. In particular, the Company’s future profitability and viability of development depends upon the world market price of gold, copper, silver, lead, zinc and molybdenum. Gold, copper, silver, lead, zinc and molybdenum prices have fluctuated significantly in recent years. There is no assurance that, even as commercial quantities of gold, copper, silver, lead, zinc and molybdenum may be produced in the future, a profitable market will exist for them. As of December 31, 2014, the Company was not a gold, copper, silver, lead, zinc and molybdenum producer. As a result, gold, copper, silver, lead, zinc and molybdenum price risk may affect the completion of future equity transactions such as equity offerings and the exercise of stock options. This may also affect the Company's liquidity and its ability to meet its ongoing obligations.

(Expressed in Canadian Dollars)

5. CATEGORIES OF FINANCIAL INSTRUMENTS

	As at December 31, 2014	As at December 31, 2013
Financial assets:		
FVTPL		
Cash	**$ 447,430**	$ 200,180
Cash equivalents	**95,000**	1,932,414
Loans and receivables		
Prepaid and sundry receivables	**69,632**	84,425
Financial liabilities:		
Other financial liabilities		
Accounts payable and accrued liabilities	**$ 242,558**	$ 1,091,094
Deposit	**186,900**	175,700
Convertible debenture	**2,495,919**	1,193,058

As at December 31, 2014 and December 31, 2013, with the exception of convertible debentures, the fair value of all the Company's financial instruments approximates the carrying value, due to their short-term nature.

6. PREPAID AND SUNDRY RECEIVABLES

	As at December 31, 2014	As at December 31, 2013
Accounts receivable	**$ 12,010**	$ 18,769
Prepaid expenses	**48,412**	48,263
Sales tax recoverable	**9,210**	17,224
Due from director (Note 16)	**-**	169
	$ 69,632	$ 84,425

(Expressed in Canadian Dollars)

7. EXPLORATION AND EVALUATION ASSETS

	Ma Touwan	Habo	Total
Balance, December 31, 2012	$ 11,809,796	$ 605,325	$ 12,415,121
Exploration Costs during balance of year			
Management and supervision	229,308	77,777	307,085
Geological and geophysical	42,057	24,046	66,103
Trenching and assays	-	24,536	24,536
Drilling	737,244	216,655	953,899
Field trip	33,426	37,090	70,516
General	38,054	105,220	143,274
Site reclamation	12,812	13,868	26,680
Impairment	-	(499,192)	(499,192)
	1,092,901	-	1,092,901
Balance, December 31, 2013	$ 12,902,697	$ 605,325	$ 13,508,022
Exploration Costs during the period			
Management and supervision	108,169	138,246	246,415
Geological and geophysical	80,920	-	80,920
Trenching and assays	-	89,684	89,684
Field trip	3,074	8,534	11,608
General	41,383	46,929	88,312
Site reclamation	12,047	8,605	20,652
Impairment of mineral properties (Note 7(b))	(13,148,289)	(727,323)	(13,875,612)
	(12,902,696)	(435,325)	(13,338,021)
Balance, December 31, 2014	$ 1	$ 170,000	$ 170,001

The figures on the consolidated statements of cash flows denoting use of funds related to exploration and evaluation assets (under investing activities) includes the net change in project-related accounts payables.

(a) Ma Touwan Properties

On January 17, 2004, the Company entered into an agreement with Yunnan Non Ferrous Resources Group Company Limited (formerly Yunnan Non Ferrous Geology and Mineral Resources Company Limited) (“YNGM”), a China state-owned exploration enterprise. The resulting joint venture - Yunnan Dong Xin Mineral Exploration Company Limited (“Dong Xin”) was approved for a term of thirty years beginning May 31, 2004. This joint venture is involved in the exploration for base and precious metals in the Dongchuan and Ma Touwan areas of Yunnan Province, China. In December 2006, the Company, based on exploration results, decided not to pursue further exploration activities in the Dongchuan area and to write-off exploration expenditures incurred to date.

In March 2007, the Company and its joint venture partner amended its previous agreements in Dong Xin. Accordingly, the joint venture held nine exploration licenses (with a total area of 228.06 km^2) in the Ma Touwan area and all contributed capital on the Dongchuan project has been treated as exploration capital for purposes of calculating the Company’s earned interest on the Ma Touwan project. If the Company contributes to the registered capital and to the total investment in accordance with the joint venture agreement, the Company will be able to hold up to 72% of the joint venture at the exploration stage. The Company may contribute a total of US$4,100,000 for the first phase of exploration on the properties in two phases over a five year period until the completion of the feasibility study.

7. EXPLORATION AND EVALUATION ASSETS (Continued)

(a) Ma Touwan Properties (Continued)

The Company and its joint venture partner YNGM in Yunnan Dong Xin Mineral Exploration Company Limited agreed to amend their agreement during fiscal 2009. YNGM was to contribute nine exploration licenses. At December 31, 2014, only one exploration license with an area of 30.83 km² remains in the joint venture company. Based on surface exploration programs completed on the other eight exploration licenses, no significant mineralization was identified and therefore those exploration licenses will be excluded from the original contract. As a result, the Company's original contribution of US$4,100,000 has been reduced to US$2,242,700. As at December 31, 2014, the Company has contributed US$13,649,980 and earned a 72% interest in the Ma Touwan project.

During the year ended December 31, 2014, a portion of the area covered by the exploration license was relinquished as part of the license renewal process.

The Company has recorded an impairment of $13,148,289 for its Ma Touwan property for the year ended December 31, 2014. This impairment was based on identified indicators of impairment that resulted from a downturn in the junior mining exploration sector, in particular, unfavourable changes in the property or project economics, inability to raise financing necessary to continue exploration or development of the property and significant decreases in the current or expected future prices of mineral resources. A further significant factor was the curtailment of exploration activities for an indefinite period due to lack of finances.

(b) Habo

On April 5, 2004, the Company entered into an agreement with Yunnan Gold Mining Group Corporation Limited (formerly Yunnan Geology and Mineral Resources Corporation Limited, hereinafter referred to as "Yunnan Gold"), a China state-owned exploration enterprise that was partially privatized in 2006. The resulting joint venture - Yunnan Now Mineral Exploration Company Limited was approved for a term of thirty years beginning on September 28, 2004. This joint venture is involved in the exploration for base and precious metals in the Habo and Beiya areas of Yunnan Province, China. If the Company contributes to the registered capital and to the total investment in accordance with the joint venture agreement, the Company will be able to hold up to 88% of the joint venture at the exploration stage. The Company may contribute a total of US$7,800,500 for the first phase of exploration of these properties. As at December 31, 2014, the Company has contributed US $6,699,980.

The Company has two exploration rights over an area of 43.13 km². Major mineralization has been identified within an area of 50 km². Chinese mining law requires the Company to conduct exploration activities on all of its exploration rights every year. The Company continuously reviews its holdings to reduce areas with low prospectivity and to focus its efforts in areas of high potential.

Based on the same factors as discussed above, management determined that an impairment charge for the Habo project was also warranted. During the year ended December 31, 2013, management determined that it was necessary to record impairment of $499,192 to reduce this asset to its estimated recoverable amount of $605,325 and was recorded as a separate line in the Consolidated Statement of Loss and Comprehensive Loss. The estimated recoverable amount was based on the estimated net value of the exploration licenses using prior sales of exploration rights. Management continues to have a positive outlook on the property and, during the course of fiscal 2014, expenditures were incurred in the belief that markets would justify an increased valuation. While Management believes the results will ultimately substantiate the value inherent in the property, market conditions have not improved. Consequently, during the first three quarters of 2014, Management took impairment charges totalling $162,458. At December 31, 2014, Management determined that it was necessary to adjust its estimated recoverable amount of the Habo property resulting in an additional impairment of $564,865.

8. CAPITAL ASSETS

COST	**Core sample warehouse**	**Office equipment & leaseholds**	**Vehicles & exploration equipment**	**Total**
Balance, December 31, 2012	$ 126,486	$ 56,349	$ 199,666	$ 382,501
Additions/disposals	-	899	(23,395)	(22,496)
Balance, December 31, 2013	$ 126,486	$ 57,248	$ 176,271	$ 360,005
Disposals	-	-	(76,409)	(76,409)
Balance, December 31, 2014	$ 126,486	$ 57,248	$ 99,862	$ 283,596

ACCUMULATED DEPRECIATION	**Core sample warehouse**	**Office equipment & leaseholds**	**Vehicles & exploration equipment**	**Total**
Balance, December 31, 2012	$ 12,649	$ 40,658	$ 120,983	$ 174,290
Depreciation for the year	11,384	4,842	23,605	39,831
Disposals	-	-	(16,142)	(16,142)
Balance, December 31, 2013	$ 24,033	$ 45,500	$ 128,446	$ 197,979
Depreciation for the year	10,245	3,659	12,102	26,006
Disposals	-	-	(66,430)	(66,430)
Balance, December 31, 2014	$ 34,278	$ 49,159	$ 74,118	$ 157,555

CARRYING AMOUNT	**Core sample warehouse**	**Office equipment & leaseholds**	**Vehicles & exploration equipment**	**Total**
Balance, December 31, 2012	$ 113,837	$ 15,691	$ 78,683	$ 208,211
Balance, December 31, 2013	$ 102,453	$ 11,748	$ 47,825	$ 162,026
Balance, December 31, 2014	$ 92,208	$ 8,089	$ 25,744	$ 126,041

9. ACCOUNTS PAYABLE AND ACCRUED LIABILITIES

	As at December 31, 2014	**As at December 31, 2013**
Trade payables	**$ 146,599**	$ 1,048,132
Accrued liabilities	**95,959**	42,962
	$ 242,558	$ 1,091,094

10. DEPOSIT

The Company entered into an agreement to sell exploration licenses for a cash consideration of $193,920 and received a refundable deposit of RMB $1,000,000 (CAD $186,900 at December 31, 2014). This deposit is held in Chinese RMB and translated into Canadian dollars at each period end. This sale is subject to regulatory approvals in China. The proceeds of sale, if approved, will be applied as a reduction of exploration and evaluation assets.

11. CONVERTIBLE DEBENTURES

On December 16, 2013, the Company issued a senior unsecured convertible debenture (the "Debenture") for gross proceeds of $1,248,000. The Debenture matures on December 16, 2015 (the "Maturity Date") and bears interest at an annual rate of 12%. The Company may, at its option and with regulatory approval, settle the interest by paying cash or by issuing common shares in the capital of the Company (each, a "Common Share"). The Debenture is convertible, in whole or in part, at the option of the holder at any time prior to the Maturity Date into Common Shares at a conversion price of $0.05 per Common Share during the first year of the term of the Debenture and at a conversion price of $0.10 per Common Share during the second year of the term of the Debenture.

The Company will have the right to redeem all or part of the Debenture at any time prior to the Maturity Date at a cash redemption price equal to the outstanding principal amount plus any accrued and unpaid interest plus a redemption fee equal to 10% of the principal amount then outstanding.

The Company used the residual value method to allocate the principal amount of the Debenture between its liability and equity components. The Company valued the liability component of the Debenture by calculating the present value of the principal and interest payments, discounted at a rate of 15%, being management's best estimate of the rate that a non-convertible debenture with similar terms would bear. The equity conversion feature of the Debenture comprises the value of the conversion option, being the difference between the face value of the Debenture and the liability component calculated above. Based on this calculation, the liability component was $1,187,133 and the residual amount of $60,867 was recorded as equity. An accretion charge attributable to the Debenture for the year ended December 31, 2014 was $60,262. This amount is added to the liability component on the consolidated statement of financial position and is included in interest/finance expense on the consolidated statement of loss and comprehensive loss. Interest expense attributable to the Debenture for the year ended December 31, 2014 was $118,885 and this amount is included in interest/finance expense on the consolidated statement of loss and comprehensive loss. The interest payment was settled in Common Shares (Note 12(b)).

On April 9, 2014, the Company issued a senior unsecured convertible debenture (the "Second Debenture") for gross proceeds of $1,248,000. The Debenture matures on April 9, 2016 (the "Second Maturity Date") and bears interest at an annual rate of 12%. The Company may, at its option and with regulatory approval, settle the interest by paying cash or by issuing Common Shares. The Second Debenture is convertible, in whole or in part, at the option of the holder at any time prior to the Second Maturity Date into Common Shares at a conversion price of $0.05 per Common Share during the first year of the term of the Second Debenture and at a conversion price of $0.10 per Common Share during the second year of the term of the Second Debenture.

The Company will have the right to redeem all or part of the Second Debenture at any time prior to the Second Maturity Date at a cash redemption price equal to the outstanding principal amount plus any accrued and unpaid interest plus a redemption fee equal to 10% of the principal amount then outstanding.

(Expressed in Canadian Dollars)

11. CONVERTIBLE DEBENTURES (CONTINUED)

The Company used the residual value method to allocate the principal amount of the Second Debenture between its liability and equity components. The Company valued the liability component of the Second Debenture by calculating the present value of the principal and interest payments, discounted at a rate of 15%, being management's best estimate of the rate that a non-convertible debenture with similar terms would bear. The equity conversion feature of the Second Debenture comprises the value of the conversion option, being the difference between the face value of the Second Debenture and the liability component calculated above. Based on this calculation, the liability component was $1,187,133 and the residual amount of $60,867 was recorded as equity. An accretion charge attributable to the Second Debenture for the year ended December 31, 2014 was $55,466. This amount is added to the liability component on the consolidated statement of financial position and is included in interest/finance expense on the consolidated statement of loss and comprehensive loss. Interest expense attributable to the Debenture for the year ended December 31, 2014 was $71,495 and this amount is included in interest/finance expense on the consolidated statement of loss and comprehensive loss. The interest payment was settled in Common Shares (Note 12(b)).

12. SHARE CAPITAL

(a) Authorized

Unlimited number of common shares

(b) Common shares issued

	Number of Shares	Amount
Balance, December 31, 2012 and December 31, 2013	111,010,798	$ 30,369,153
Issuance of shares for interest on convertible debentures [(1)(2)(3)]	3,807,596	190,380
Balance, December 31, 2014	114,818,394	$ 30,559,533

[(1)] On May 1, 2014, the Company issued 880,096 Common Shares at a price of $0.05 per Common Share to settle quarterly interest payment obligations in the aggregate amount of $44,004.80. The Common Shares represent the interest that has accrued from December 16, 2013 until March 31, 2014 on the Debenture issued to China Gold Pte. Ltd. ("China Gold") on December 16, 2013 (Note 11).

[(2)] On July 10, 2014, the Company issued 1,429,900 Common Shares at a price of $0.05 per Common Share to settle quarterly interest payment obligations in the aggregate amount of $71,495. The Common Shares represent the interest that has accrued from April 1, 2014 until June 30, 2014 on the Debenture issued to China Gold on December 16, 2013 (Note 11) and the interest that has accrued from April 9, 2014 until June 30, 2014 on the Debenture issued to China Gold on April 9, 2014 (Note 11).

[(3)] On October 21, 2014, the Company issued 1,497,600 Common Shares at a price of $0.05 per Common Share to settle quarterly interest payment obligations in the aggregate amount of $74,880. The Common Shares represent the interest that has accrued from July 1, 2014 until September 30, 2014 on the Debenture issued to China Gold on December 16, 2013 (Note 11) and the interest that has accrued from July 1, 2014 until September 30, 2014 on the Debenture issued to China Gold on April 9, 2014 (Note 11).

(Expressed in Canadian Dollars)

13. STOCK OPTIONS

The Company is regarded as a subsidiary of China Gold following the adoption of Hong Kong Financial Reporting Standard entitled "Consolidated Financial Statements" for the financial year commencing on April 1, 2013 by Lippo China Resources Limited ("LCR") and Lippo Limited ("Lippo"). China Gold is a wholly-owned subsidiary of LCR which in turn is a subsidiary of Lippo. Both LCR and Lippo are listed on The Stock Exchange of Hong Kong Limited (the "HK Stock Exchange"). All stock option plans for subsidiaries of listed issuers on the HK Stock Exchange must comply with rules of the HK Stock Exchange. On February 27, 2014, the Board approved a new incentive stock option plan (the "New Plan"), which is intended to be compliant with the requirements of the TSX Venture Exchange (the "TSX-V") and the HK Stock Exchange. The TSX-V has conditionally approved the Plan, subject to the receipt of requisite Shareholder approval of the New Plan. The general nature of the plan is unchanged, with stock options available to employees, directors, officers and consultants of the Company and any of its subsidiaries. The aggregate number of Common Shares which may be reserved for issuance under the New Plan may not at any time exceed 10% of the number of Common Shares issued and outstanding.

The following table reflects the continuity of stock options for the year ended December 31, 2014:

	Number of Stock Options	Weighted Average Exercise Price
Balance, December 31, 2012	2,850,000	$0.28
Cancelled/Expired	(2,450,000)	0.28
Balance, December 31, 2013	400,000	$0.29
Cancelled/Expired	(50,000)	0.25
Balance, December 31, 2014	350,000	$0.30

Details of the stock options outstanding at December 31, 2014 are as follows:

Fair Value Exercisable Options	Weighted Average Remaining Contractual Life (years)	Exercisable Options	Number of Options	Exercise Price	Expiry Date
$ 70,805	1.13	350,000	350,000	$ 0.30	February 17, 2016

14. CHANGE IN NON-CASH OPERATING ASSETS AND LIABILITIES

	Year Ended December 31, 2014	2013
Prepaid and sundry receivables	**$ 14,793**	$ 34,387
Accounts payable and accrued liabilities (1)	**6,380**	24,166
Deposit	**11,200**	16,000
	$ 32,373	$ 74,553

(1) Changes in accounts payable and accrued liabilities are adjusted for amounts relating to exploration and evaluation assets.

(Expressed in Canadian Dollars)

15. ADMINISTRATIVE EXPENSES

	Year Ended December 31, 2014	Year Ended December 31, 2013
General and administration [1]	**$ 362,134**	$ 539,685
China office expenses	**581,824**	316,817
Management and consulting fees	**209,308**	222,477
Directors fees and expenses	**303,660**	120,336
Investor relations	**11,893**	19,219
Listing and transfer agent fees	**13,501**	11,687
Convertible debentures - accretion charge (Note 11)	**115,728**	5,925
Interest expense (Notes 11 and 12(b))	**190,380**	-
	$ 1,788,428	$ 1,236,146

[1] General and administration cost was offset by $5,054 of interest income for the year ended December 31, 2014 ($19,412 of interest income for the year ended December 31, 2013).

16. RELATED PARTY TRANSACTIONS

(a) The Company incurred the following related party transactions during the year ended December 31, 2014 and 2013:

- $Nil (December 31, 2013 - $80,000) was accrued or paid to a company controlled by a director, Kaihui Yang, who was the former President of the Company.
- US $96,000 (December 31, 2013 - US $40,000) of remuneration was paid to Lukman Wijaya, the President and CEO. Effective August 1, 2013, Lukman Wijaya is paid remuneration of US $8,000 per month.
- $42,444 and $51,050, respectively (December 31, 2013 - $30,200 and 34,800, respectively) was paid to Lukman Wijaya and Wenjin Yang, each a director of the Company, for their roles in managing the Chinese joint ventures.
- $Nil (December 31, 2013 - $42,000) was paid to a company controlled by the former Chief Financial Officer, Gaetan Chabot.
- $84,000 (December 31, 2013 - $38,500) was accrued or paid to a company controlled by the current Chief Financial Officer, Julio DiGirolamo. Effective July 15, 2013, Julio DiGirolamo is paid remuneration of $7,000 per month.
- $Nil (December 31, 2013 - $84,700) was accrued or paid to the former President and CEO of the Company, H.R. Shipes.
- $262,549 (December 31, 2013 - $103,560) in director fees was paid or accrued.
- Certain directors of the Company are also officers and/or directors of a company which sublets office space to the Company. For the year ended December 31, 2014, rent expense amounted to $18,000 (December 31, 2013 - $18,000). As at December 31, 2014, $4,500 (December 31, 2013 - $4,500) of prepaid rent has been advanced to this company and is included in prepaid and sundry receivables.

(Expressed in Canadian Dollars)

16. RELATED PARTY TRANSACTIONS (Continued)

(a) The Company incurred the following related party transactions during the year ended December 31, 2014 and 2013 (continued):

- A partner of a legal firm is an officer of the Company. For the year ended December 31, 2014, fees for legal services provided by the firm amounting to $79,398 (December 31, 2013 - $244,266) were included in legal fees. As at December 31, 2014, an amount of $1,431 (December 31, 2013 - $71,348) is payable to the firm and is included in accounts payable and accrued liabilities.

(b) Remuneration of Directors and key management personnel of the Company was as follows:

	Year Ended December 31, 2014	Year Ended December 31, 2013
Salaries and benefits [1]	**$ 546,084**	$ 454,583

[1] Salaries and benefits include director fees. Directors are entitled to director fees and stock options for their services as approved by the Board.

The above noted transactions are in the normal course of business and are measured at the exchange amount, as agreed to by the parties, and approved by the Board of Directors in strict adherence to conflict of interest laws and regulations.

As at December 31, 2014, China Gold owns 59,237,504 common shares of the Company, approximately 52% of the total common shares outstanding. To the knowledge of directors and officers of Asia Now, the remainder of the Company's outstanding common shares are widely held.

17. SEGMENT DISCLOSURE

As at December 31, 2014	**Canada**	**China**	**Consolidated**
Current assets	$ 451,989	$ 160,073	$ 612,062
Exploration and evaluation assets	-	170,001	170,001
Capital assets	536	125,505	126,041
	$ 452,525	$ 455,579	$ 908,104

As at December 31, 2013	**Canada**	**China**	**Consolidated**
Current assets	$ 295,603	$ 1,921,416	$ 2,217,019
Exploration and evaluation assets	-	13,508,022	13,508,022
Capital assets	765	161,261	162,026
	$ 296,368	$ 15,590,699	$ 15,887,067

18. COMMITMENT

Joint Venture

The Company is committed to fund its joint venture company, Yunnan Now Mineral Exploration Company Limited, US $1,100,520 at December 31, 2014 (December 31, 2013 - US $1,400,500).

19. SUBSEQUENT EVENT

Issuance of common shares

On January 13, 2015, the Company issued 1,497,600 Common Shares at a price of $0.05 per Common Share to settle quarterly interest payment obligations in the aggregate amount of $74,880. The Common Shares represent the interest that has accrued from October 1, 2014 until December 31, 2014 on the Debentures issued to China Gold on December 16, 2013 and on April 9, 2014 (Note 11).

Proposed transaction

On April 23, 2015, Asia Now and China Gold announced that they have entered into an arrangement agreement (the “Agreement”) with respect to a going private transaction (the “Transaction”) for the Company. Pursuant to the Agreement, China Gold (the “Purchaser”) has made an offer to purchase all of the common shares of Asia Now (“Common Shares”) that it does not already own for $0.02 per Common Share in cash. The $0.02 price per Common Share offered by China Gold represents a 100% premium to the volume weighted average trading price of the Common Shares in the 30 trading days prior to April 23, 2015 ($0.01).

In connection with the Transaction, China Gold has also agreed to provide a secured credit facility (the “Credit Facility”) to Asia Now in the amount of $1,075,735 to fund current working capital and Transaction-related expenses of Asia Now. The Credit Facility is secured by general security agreements of Asia Now and its subsidiary Asia Now Resources Limited (“ANRL”), as well as a guarantee by ANRL.

Following the completion of the Transaction, Asia Now will be wholly-owned by China Gold and will apply to have the Common Shares delisted from the TSX Venture Exchange (the “TSXV”) and it will also apply to the applicable Canadian securities regulatory authorities to cease to be a reporting issuer in each province in which it is currently a reporting issuer.

The Transaction was considered by an independent special committee of the board of directors of Asia Now (the “Special Committee”). The Special Committee engaged Mackie Research Capital Corporation (“MRCC”) to prepare a fairness opinion with respect to the Transaction (the “Fairness Opinion”). Subject to the qualifications, restrictions and assumptions set forth in the Fairness Opinion, in the opinion of MRCC, as at April 23, 2015, the terms of the Transaction are fair, from a financial point of view, to the minority shareholders of the Company (the “Minority Shareholders”).

After consideration of all of the circumstances, the Special Committee concluded that the Transaction is in the best interests of the Company and fair to the Minority Shareholders. Accordingly, the Special Committee recommended that the Board resolve to agree to the terms expressed in the Agreement, subject to the receipt of all required shareholder and regulatory approvals.

The Company has called a special meeting of the Company’s shareholders to be held on or about June 18, 2015, at which the Transaction will be voted upon by shareholders (the “Meeting”). Completion of the Transaction is subject to, among other things, customary conditions, including approval by way of a special resolution of at least two-thirds of the votes cast by shareholders of the Company in person or by proxy at the Meeting. The Transaction is also subject to approval by a simple majority of the votes cast in person or by proxy at the Meeting by disinterested shareholders of the Company, excluding certain votes outlined in Multilateral Instrument 61-101 – Protection of Minority Security Holders in Special Transactions. The Common Shares owned or controlled by China Gold, representing 52.22% of the issued and outstanding Common Shares, will be excluded from such disinterested shareholder voting. Details of the Transaction will be included in a management information circular which the Company intends to send to shareholders in connection with the Meeting.

The Transaction is subject to acceptance for filing by the TSXV. There is no assurance that the proposed Transaction will be approved by shareholders, or if approved, completed.

(Expressed in Canadian Dollars)

20. COMPARATIVE FIGURES

Certain comparative figures have been reclassified to conform to the current year presentation.

21. INCOME TAXES

(a) As at December 31, 2014, the Company had approximately $10,262,722 of non-capital losses carried forward which expire at dates as described below, and $23,160,000 of exploration and evaluation expenditures and $24,952 of share issue costs all of which, under certain circumstances, may be utilized to reduce taxable income in future years. The Company has not recorded any of the benefits associated with these future tax assets.

To the extent unutilized to reduce taxable income in future years, the non-capital losses carried forward expire as follows:

2015	450,741
2026	1,216,538
2027	960,626
2028	525,432
2029	897,314
2030	982,543
2031	939,111
2032	1,747,635
2033	1,123,430
2034	1,419,352
	$ 10,262,722

(b) The Company's future income tax assets are summarized as follows:

	2014	2013
Non-capital losses carried forward	**$ 2,719,621**	$ 2,152,055
Mineral property expenditures	**6,092,252**	2,412,215
Capital assets	**64,711**	58,817
Share issue costs	**-**	6,612
Unrecognized deferred income tax assets	**$ 8,876,584**	$ 4,629,699

The Company has recorded a full valuation allowance for all of its net future income tax assets because management believes that the future income tax assets in respect of such losses are not, more likely than not, to be realized in the carryforward period.

(Expressed in Canadian Dollars)

21. INCOME TAXES (Continued)

(c) The Company's provision for income taxes differ from the amounts computed by applying the basic rates to losses for the year before taxes, as shown below:

	2014	**2013**
Statutory rate applied to loss for the year before income taxes (2014 - 26.5%, 2013 - 26.5%)	**$ (4,159,371)**	$ (459,050)
Share issue expenses deductible	**(6,613)**	(6,612)
Amortization	**6,892**	10,555
Tax benefits not recognized	**482,055**	322,821
Impairment of exploration and evaluation assets	**3,677,037**	132,286
Future income tax recovery	**$ -**	$ -