ROCKLANDS RICHFIELD LIMITED

ASX/MEDIA ANNOUNCEMENT

30 September 2009

2009 Annual report and results

The Directors of Rocklands Richfield Limited **(ASX: RCI)** are pleased to announce the Company's full year results for the 12 months ended 30 June 2009.

The annual report including the directors' report and annual financial report is attached.

John Girdlestone
Chief Executive Officer

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About Rocklands Richfield

Rocklands Richfield Limited became a multi-pronged company after acquiring China Coke and Chemicals Limited (CCS) in October 2007.

Rocklands Richfield has two divisions: the income producing China Coke and Chemicals Limited, and coal exploration activities in Queensland's Bowen Basin.

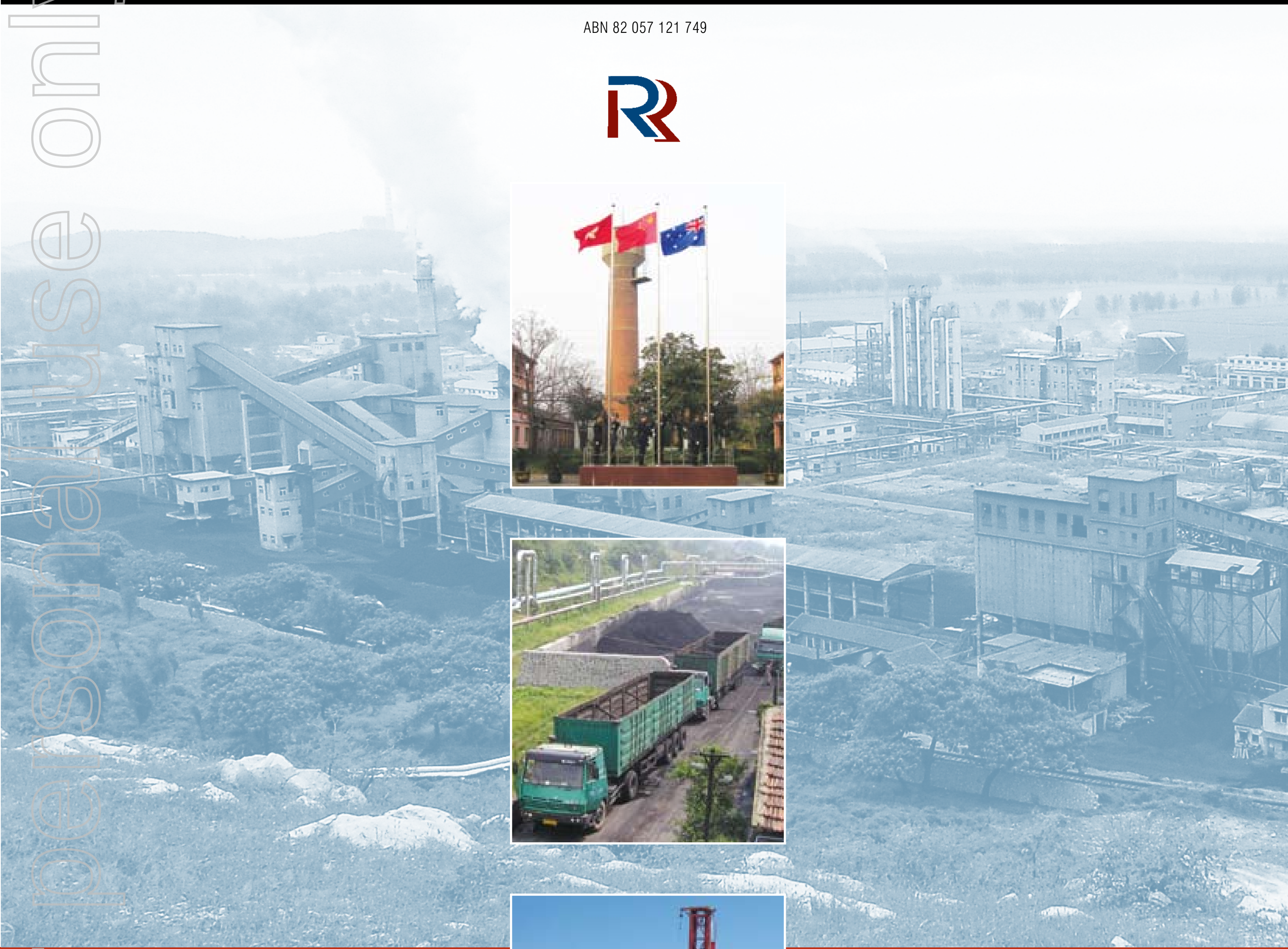
The principal business activities of CCS are the manufacture and sale of grade 2 metallurgical coke from locally sourced coals and production of coke by-products: tar, crude benzene, ammonium sulphate and coal gas. The 480,000 tpa coking plant is located in Huaibei in Anhui Province in eastern China and is operated by CCS's wholly owned subsidiary, Chang Yuan (Huaibei) Chemicals & Coking Co. Ltd (CYCC).

Rocklands Richfield holds tenements over three highly prospective coalfields in Queensland's Bowen Basin: Hillalong (100% owned), Rocklands (60% owned) and Richfield (60% owned). These projects are near many large producing mines, including Newlands, Hail Creek and Blackwater.

Each of the projects is known to contain large deposits of metallurgical coal suitable for steel-making. In total, coal resources are estimated to exceed 900 million tonnes.

ROCKLANDS RICHFIELD LIMITED

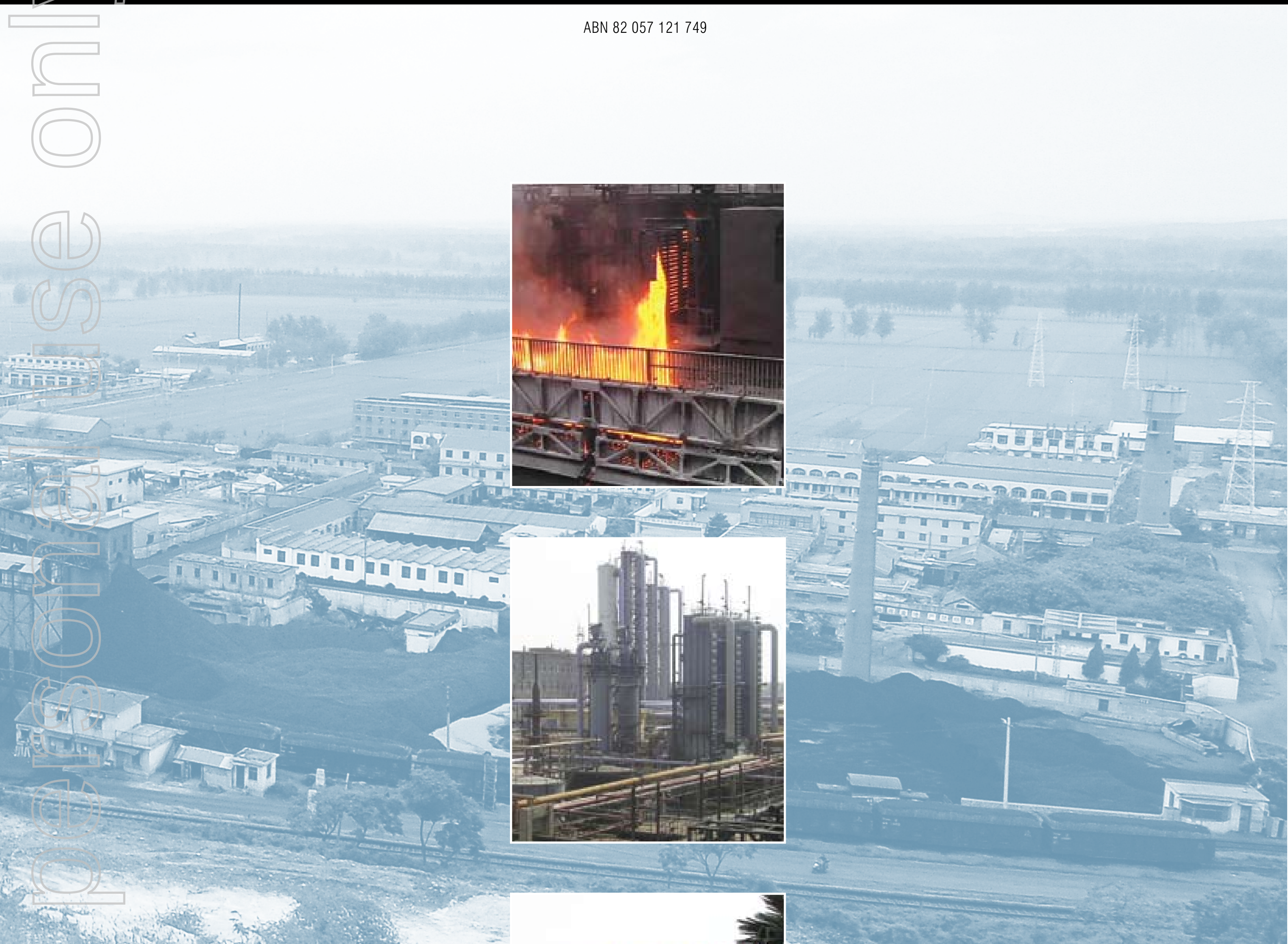
ABN 82 057 121 749



ANNUAL REPORT 2009

ROCKLANDS RICHFIELD LIMITED

ABN 82 057 121 749



THE KEY POINTS FOR THE YEAR WERE:

- Coke demand and price both plummeted following a dramatic decline in steel production brought about by the global economic crisis.
- Conversion of our coking ovens will boost productivity.
- Coal resources on Rocklands EPC 890 increased to 880 million tonnes.
- Coal seams of commercial thickness and quality were intersected in two holes drilled on Richfield EPC 930 during August.

Directors:

Wu Pun Yan (Benny Wu)	Executive Chairman
John Girdlestone	Executive Director
Hung Kwang Hou	Non-Executive Director and Deputy Chairman
Kit Foo Chye	Non-Executive Director
Li Nai San	Non-Executive Director

Chief Executive Officer:
John Girdlestone

Company Secretaries:
Nancy Liang
Francis Yan

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AUSTRALIA

Website:
www.rocklandsrichfield.com.au

ASX Code: RCI

ABN: 82 057 121 749

ROCKLANDS RICHFIELD FINANCIAL RESULT

Rocklands Richfield Limited returned a net loss after tax of $15.6 million on consolidated revenues of $109.1 million for the year ending 30th June 2009.

The China Coke and Chemicals Limited (CCS) operations returned a consolidated loss after tax of $13.6 million for the year.

Rocklands Richfield's Australian operations returned a loss of $2.0 million which includes $1.3 million in foreign exchange losses.

METALLURGICAL COKE PROJECT – CHINA

The Company's primary source of income is from the manufacture and sale of grade 2 metallurgical coke from locally sourced coals and the production of coke by-products (tar, crude benzene, ammonium sulphate and clean coal gas). The plant is operated by Chang Yuan (Huaibei) Chemicals & Coking Co. Ltd (CYCC), and is located in the Huaibei region of Anhui Province in eastern China. CYCC is a susidiary of CCS.

Financial Performance

This was a difficult year for the coking industry. After the dramatic decline in global steel consumption in August 2008, almost all Chinese steel manufacturers reduced their production or shut down plants, and also imposed strict controls on their coke inventory level. Coke demand and price both plummeted in the domestic market.

In October, in view of the worsening situation, the Shanxi Coke and Chemical Industry Association requested all its member companies to restrain production volume to 50% to 60% of total capacity. In early November, this was tightened to 30% to 40%. CYCC responded quickly to these sudden changes in market environment. In September, the Company had already started to cut production volume and restrict its coal procurement. CYCC also decided to reduce inventory from 20 days to 7 days. Such measures have helped the Company cut losses and prevent cash-flow drain.

The market price of coke was very volatile, and the unit price of coke fell to the floor in November. It dropped to RMB1,180-1,300/tonne (excluding 17% VAT). In July 2008, it had stood at RMB2,500-2,600/tonne. The November price could not even cover the raw material costs.

By June, the price had recovered slightly to just above RMB1,300/tonne.

CYCC recorded revenue of RMB555.9 million ($108.9 million) for the year ending 30th June 2009, compared to RMB816.8 million ($125.5 million) last year.

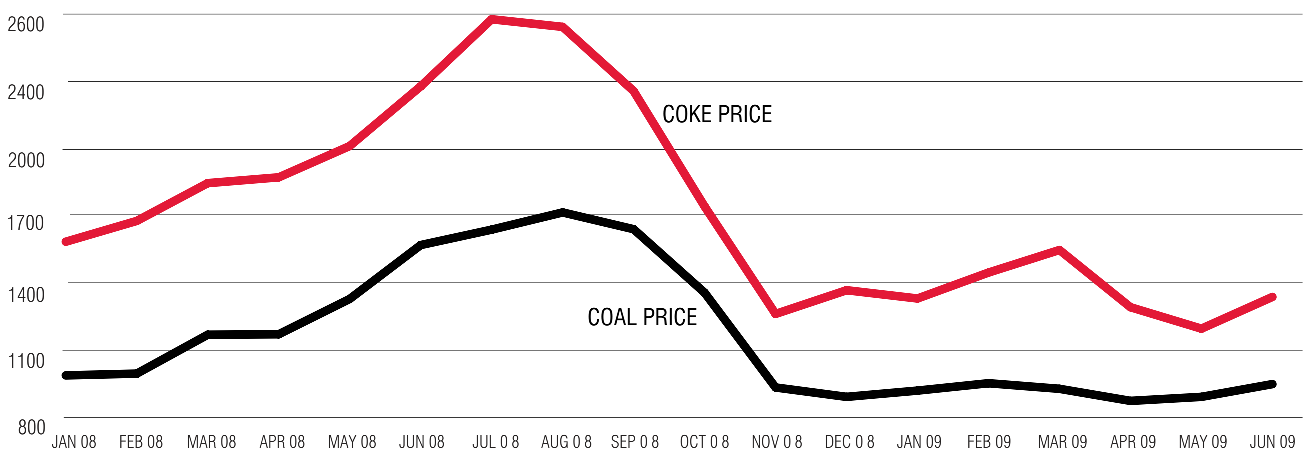
CYCC recorded a net loss of RMB69.2 million ($13.6 million) for the year, compared to a net profit of RMB162.9 million ($25.0 Million) last year.

Plant output was 309,422 tonnes for the year, compared to 481,561 tonnes last year.

In November, the factory produced at the minimum safe production levels for the coke ovens. In late December, with an improvement in the market conditions, production volume was correspondingly increased.

In January, demand for coke was stronger than in December. In response, most coking plants began to increase their production, step by step. CYCC also increased its coke production in January.

COAL/COKE PRICE MOVEMENT (18 months to 30 June 2009)



Between July 2008 and June 2009, the gap between coke and clean coal prices contracted by 241% to RMB390/tonne ($76), with an average gap of RMB519/tonne ($102) for the year.

The more favourable market did not last long. By the last week in February, China's steel industry and coking sector suddenly declined again. In March, the market was even worse than in the December quarter. So coking plants again reduced their production.

During April and May, the coke market was similar to March. Most independent coke producers kept their production capacity at around 50% because the demand for steel products remained weak. CYCC's coke sales did not change markedly.

In June, there was a sudden improvement. The demand for new housing construction suddenly grew strongly and the price of houses rose sharply. Consequently, the price and demand for steel products and coke both increased. Steel manufacturers expected that the price of steel products and coke would both continuously increase in the coming months, so they tried to increase their coke stocks. Coke producers wished to respond by increasing production but were blocked by the difficulty of getting enough coal, especially bituminous coal and coking coal. Coal mining companies could not supply more coal to meet the sudden stronger demand.

Sales for the year to 30th June 2009 compared to the previous year:

Product		2009	2008	%Change
Metallurgical coke	(tonne)	**267,200**	459,075	-42%
Tar	(tonne)	**13,768**	18,214	-24%
Crude benzene	(tonne)	**2,950**	4,424	-33%
Coal gas	(000' m^3)	**4,871**	31,425	-84%
Ammonium sulphate	(tonne)	**2,684**	3,311	-19%

Coking Oven Conversion

The Board has approved a project to convert the existing coal top-loading coking ovens to more advanced technology: a coal side-loading tamping design. The project is planned to be completed by the end of December 2009.

The total cost of the conversion is RMB17.5 million ($3.18 million).The project is being funded through short-term loans taken out by CYCC.

The conversion to tamping coke ovens will significantly increase productivity because of reduced cost, more reliable supply of blended clean coal feed, and an increase in coke production capacity:

- **Coal blend** – Less of the more expensive coking coal and difficult-to-source bituminous coal will be required in the blended feed. This will reduce the cost of clean coal per tonne of coke product by 5-8% or RMB100-150 (around $18-27) based on current market price. There will be no reduction in coke product quality.
- **Increased capacity** – The coal side-loading tamping conversion will increase annual production capacity by 15-20%.

Capacity Expansion of the Coke Plant on hold

Conversion of the existing coking ovens to the more efficient coal side-loading tamping design is in line with our previously announced plans to increase coke manufacturing capacity. Those plans are currently on hold due to reduced demand and prices for coke. We remain confident that demand for coke from China's steelmakers will steadily grow in the medium to long-term to a level that will provide the Company with the confidence to go ahead with the coke plant upgrade. The upgrade involves constructing new coke ovens to add 800,000 tonnes of coke production that will lift total design capacity to more than 1.3 million tonnes per year. The project has been approved by both the Huaibei Municipal and Anhui provincial governments.

Coke Outlook – The Year Ahead

The metallurgical coke industry largely depends on the prosperity of the steel industry. About 90% of all metallurgical coke produced is used in the manufacture of steel. The global financial crisis has led to a dramatic worldwide decline in steel consumption, which has forced manufacturers to massively reduce production. In the last quarter of 2008, most Chinese steel mills substantially cut steel production and introduced strict controls over raw materials inventory levels, including metallurgical coke.

The Chinese government has injected 4 Trillion RMB to help stimulate the domestic economy. In addition, the government has made policy changes aimed at boosting steel exports. The effect is that the decline in the steel industry has been arrested and the industry is now beginning to recover.

There are many unknown and variable factors in the global economy that affect the demand for steel products and the pricing of coal and coke. However, we believe the gradual recovery of the Chinese steel industry will continue, though we expect the pricing of coke in the remaining months of 2009 to follow a slowly rising trend in a fluctuating market.

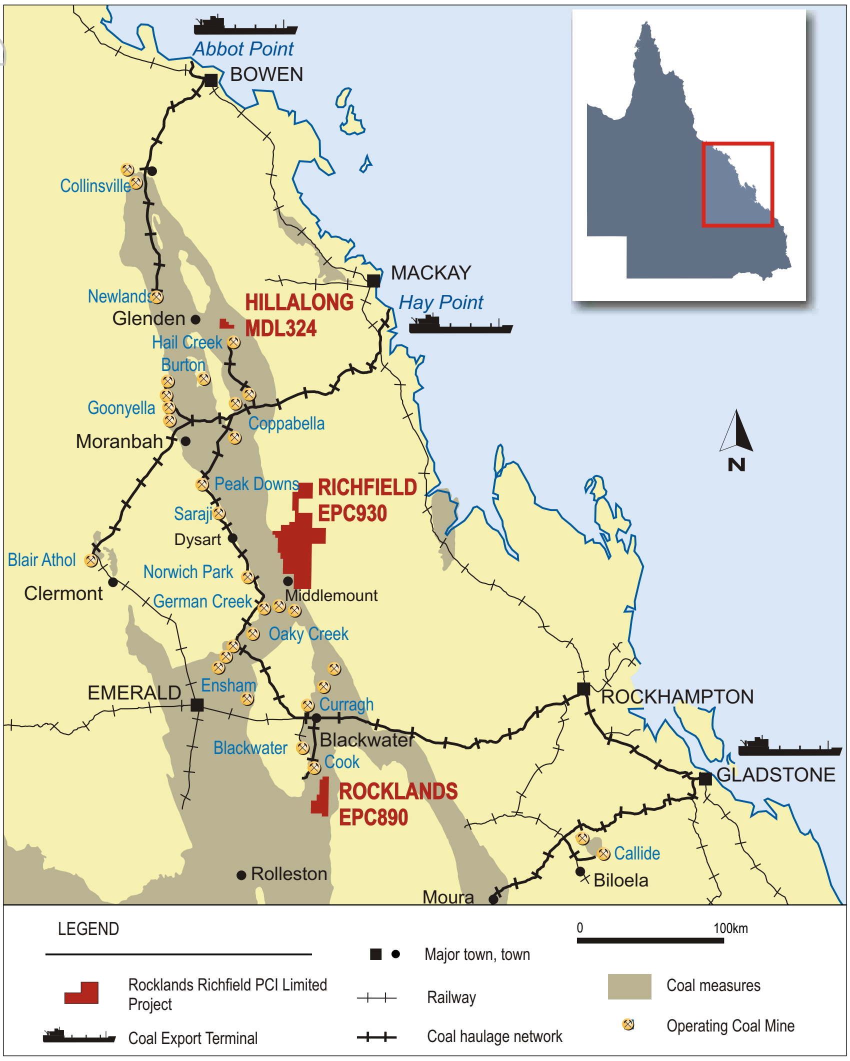
COAL PROJECTS – AUSTRALIA

Rocklands Richfield Limited owns three separate coal assets in the Bowen Basin in central eastern Queensland, Australia. The Bowen Basin is one of the world's largest coal producing areas and is the source of the majority of Australia's exported coking coal. A number of world-class mining companies are represented in the Bowen Basin, with a number of the largest mines near or adjacent to Rocklands Richfield's projects. The Bowen Basin is well serviced in the necessary infrastructure to support coal mining through road and rail networks and port facilities.

Hillalong – MDL 324

The Hillalong project is owned 100% by Queensland Coal Exploration Pty Ltd, a wholly owned subsidiary of Rocklands Richfield Limited. It is 15 kilometres east of the coal town of Glendon and 100 kilometres west of Mackay.

ROCKLANDS RICHFIELD LIMITED PROJECTS LOCATION



Source	Category	Resource (Mt)
Open Cut		
(to 100 metres)	Indicated	16.2
	Inferred	0.8
Underground		
(below 100 metres)	Indicated	23.2
	Inferred	21.1
Total Resource	**Indicated & Inferred**	**61.3**

Resource estimates are in accordance with The JORC Code – 2004 Edition

The tenement is a Mineral Development Licence (MDL) with a total area of 32 square kilometres. The current five-year term will expire on 30th June 2011.

The project area covers potentially mineable coal resources on the southwestern limb of the Exevale Syncline in the north of the Bowen Basin. During the year, no field work was undertaken. Investigations involved a detailed study on the economic potential of the Hillalong deposit by mining consultancy Minserve.

Most of the reported resources in the Elphinstone Coal Measures (equivalent to the Rangal Coal Measures) are in the Hynds seam, while the remainder is in the Elphinstone seam. Hillalong has a total JORC-compliant resource of 61.3 million tonnes. Potential surface mineable (open-cut) coal resources total 17.0 million tonnes, while potential underground mineable coal resources total 44.3 million tonnes.

Coal testing from earlier exploration concentrated on determining whether the coal was suitable for Pulverised Coal Injection (PCI) with a secondary thermal product. The economic study reviewed available test results and concluded that the coal has good coking properties and is predominately a coking coal.

The economic study recommended that in order to develop this deposit, considerable additional information is required. A better understanding of the geology and coal quality is needed to confidently develop geological plans, mine plans and financial models for mining operations. Further drilling is required before the project can proceed to Definitive Feasibility Study level. This would focus on drilling the down-dip extensions, infill drilling on 200 metre centres, deep drilling for underground potential and geotechnical drilling.

Work during the coming months will involve a desktop strategic review of existing data about the deposit, with an aim to address specific recommendations contained in the economic study, as well as identifying additional exploration target areas. The strategic review will consider the following:

- Assessment of exploration results in areas to the south of Hillalong, in particular coal quality in the Elphinstone Coal Measures. Confirmation of whether the coal's coking potential is suited more towards the hard or the soft coking markets;

MDL324 - HILLALONG LOCATION, TENEMENTS & INFRASTRUCTURE

- Examination of resource potential of the Elphinstone Coal Measures down dip to the northeast from the Hillalong open cut resource area, with an aim to identify a target of 100 million tonnes Indicated underground resources;
- Infill drilling on 200 metre centres, with an aim to obtain additional samples of the Hynds and Elphinstone Lower (i.e., Leichardt Lower) seams in the main open-cut area, for coke oven and washability testing at lower relative density fractions;
- LOX drilling and open-hole seam structure drilling in the open cut resources area;
- Geotechnical core drilling and testing to provide data on potential geotechnical issues associated with open-cut mine design;
- Assessment of the resource potential of the Moranbah Coal Measures in the southwestern portion of the main open-cut area, where the Elphinstone Coal Measures are shallowest;
- Identification of potential future Mining Lease Application areas, and outlining areas where exploration drilling would be required to facilitate this.

Rocklands – EPC 890

The Rocklands project is 40 kilometres south of the town of Blackwater and 200 kilometres west of Rockhampton. The project is owned by HLM Coal Australia Pty Ltd, in which Rocklands Richfield Limited holds a 60% equity share.

The tenement is an Exploration Permit Coal (EPC) with 40 sub-blocks and a total area of 126 square kilometres. The current three-year term will expire on 18th October 2010.

The acquisition and reduction of data from exploration conducted between 1966 and 1980 by Clutha Development Pty Ltd has proved to be a major windfall for the Company. In today's terms, the cost of the work carried out by Clutha is estimated to be in the order of $5 million. The data was taken from 55 boreholes and included seam thickness, raw coal ash, washability, seam gas content and structural information.

This has resulted in a substantial increase in the coking coal resource for the EPC. A total of 880 million tonnes of Inferred resources are estimated to occur between a depth of 200 metres and 700 metres to the top of the Pisces seam. It is important to note that the area contained by ML 1771 within EPC 890 was excluded from the estimation.

Coal resource estimates were prepared for the Aries Lower, Castor Lower, Pollux, and Pisces seams within EPC 890. The resource limits stated above were used and the estimation techniques were in accordance with the JORC code. The estimates are based on drill hole data acquired since 1966 and this data provides evidence of coal seam continuity.

The table below shows the tonnes of Inferred resources in each seam. The values have been rounded to reflect the accuracy of the estimation:

Seam	Total Inferred Resource (Mt)
Aries Lower	285
Castor Lower	165
Pollux	330
Pisces	100
Total	**880**

Resource estimates are in accordance with The JORC Code – 2004 Edition

HLM Coal Australia Pty Ltd is currently examining options to prioritise, plan and fund further work on the Rocklands project. This includes further exploration and a Definitive Feasibility Study into the development of an underground mining operation to produce coking coal for the export market.

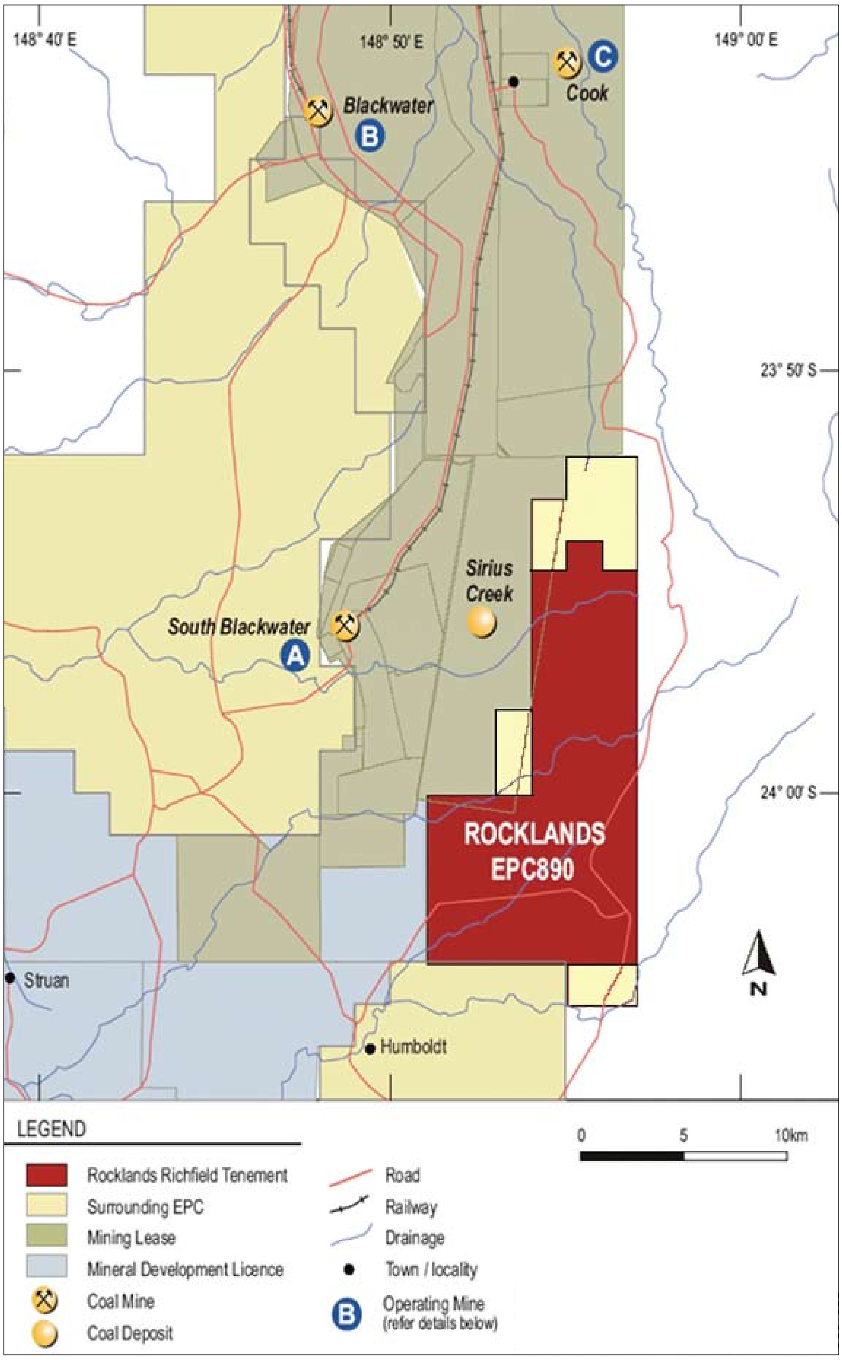
The first requirement will be to continue exploration drilling to upgrade currently identified Inferred Resources (calculated in accordance with the JORC Code) to the Indicated and Measured Resource category and obtain detailed strata information for rock mechanics and mine planning.

In conjunction with the above, detailed washability testing on the drill-core samples will be undertaken. This is to establish the likely wash plant configuration, clean coal specification and clean coal yield.

Further work to be undertaken immediately includes:

- A seismic survey and data interpretation to obtain continuity information of the coal seams between drill holes including the existence of faults and other structural variations.
- Continue drilling to upgrade currently identified JORC-compliant Inferred resources to Indicated and Measured resource category and obtain detailed strata information for rock mechanics and mine planning.
- Undertake detailed washability testing on the core to confirm likely wash plant configuration, clean coal specifications and clean coal yield.

EPC890 - ROCKLANDS RICHFIELD LIMITED LOCATION, TENEMENTS & INFRASTRUCTURE



After proving up resources, the following is required:

- Engage mine design consultants to complete preliminary mine design, LOM schedule along with infrastructure and out-of-dump spoil pile footprints and prepare a JORC-compliant coal Reserves statement.

- Enter discussions with port and rail providers to confirm availability of capacity and budget operating costs.
- Undertake detailed work on water and power sources and likely capital costs.
- Commence negotiations with the underlying landowner to either purchase the land or enter into a land-use compensation agreement.
- Engage an environmental consultant to commence work on an Environmental Impact Statement in order to obtain approval for the Project from the Queensland Environmental Protection Authority.
- Lodge a Mining Lease Application.
- Finalise a full feasibility study
- Commence construction and development.

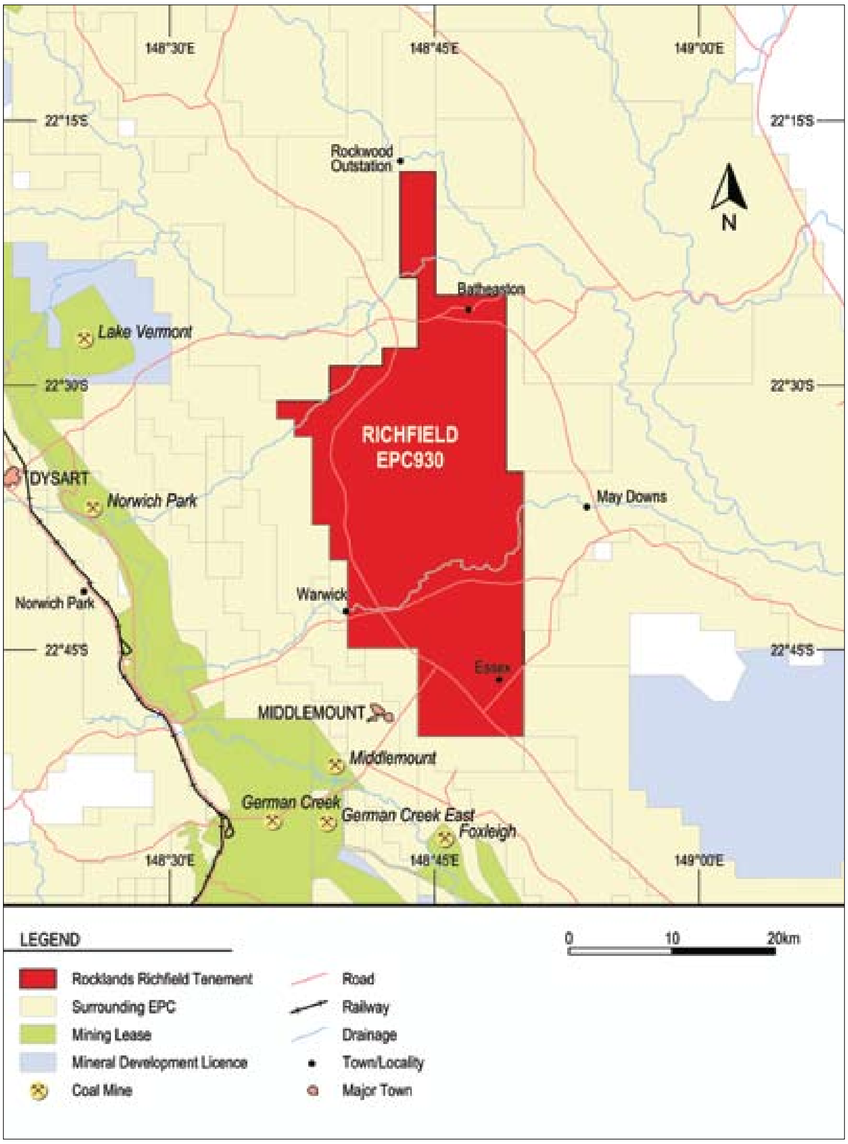
Richfield – EPC 930

The Richfield project is located 25 kilometres northeast of the town of Middlemount and 200 kilometres southwest of Mackay. Richfield is held by a joint venture of 60% Rocklands Richfield Limited and 40% Bowen Coal Pty Limited (a wholly owned subsidiary of Bowen Energy Limited).

The tenement is an EPC with 240 sub-blocks and a total area of 768 square kilometres. The current three year term will expire on 6th April 2011.

In August 2008, 11 open holes were drilled in EPC 930 to depths ranging from 87 metres to 423 metres, for a total of 2,286 metres. All but two holes were geophysically logged to satisfactory depths. Coal seams of potentially economic thickness and quality were intersected in two of the holes, and possibly intersected in a third hole.

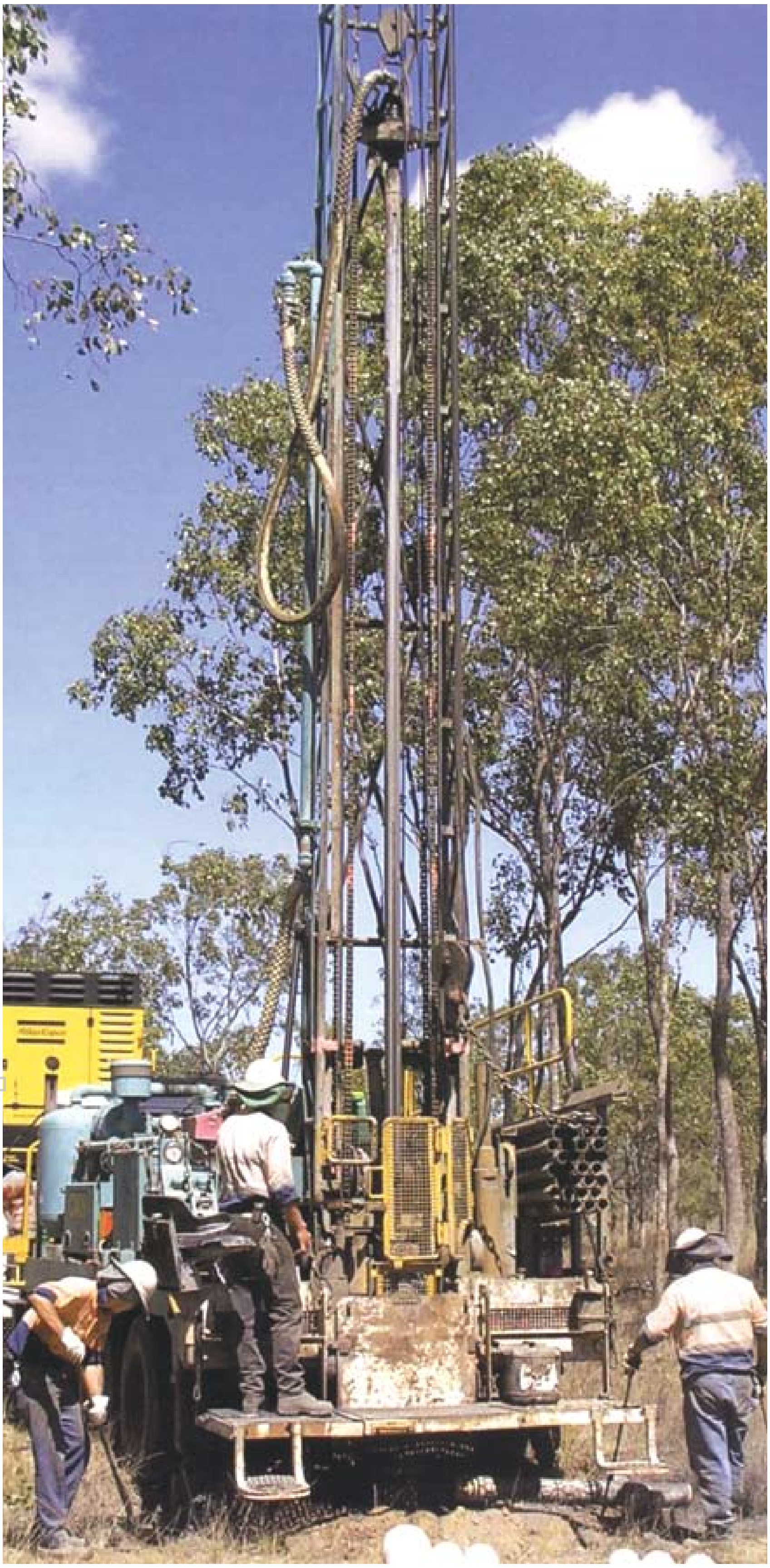
EPC930 - RICHFIELD LOCATION, TENEMENTS & INFRASTRUCTURE



Before any further drilling, we plan to conduct a strategic review of all previous exploration data in and around EPC 930. The aim is to choose strategies that will allow for the most efficient identification of any potential resources and most effective utilisation of the tenement.

The review will include an assessment of potential quality of the coal in the German Creek Formation. The assessment will be used to determine whether or not further drilling along the Beef Road is warranted. It will also be used to determine if any open-hole drilling can be justified in order to assess underground resource potential in the area of deep Cainozoic cover, east of the Bombandy fault.

Based on the outcomes of the strategic review, consideration will be given to testing the underground potential of the Rangal Coal Measures and German Creek Formation in the tenement's south-western portion during the next 12 months.



TAKEOVER OFFER – JINDAL STEEL AND POWER LIMITED

On 19 September 2009, the Executive Chairman and major shareholder of Rocklands Richfield Limited, Mr Wu Pun Yan, entered into a terms sheet with Jindal Steel and Power Limited (Jindal) for the sale by Mr Wu to Jindal of 29,188,220 Rocklands Richfield shares, representing 9.9% of Rocklands Richfield's issued shares, for $0.42 cash per share.

That same day, the Board of Rocklands Richfield entered into a terms sheet with Jindal setting out the key terms of a conditional proposal under which a wholly owned subsidiary of Jindal will acquire all of Rocklands Richfield's remaining ordinary shares for $0.42 cash per share, via a scheme of arrangement between Rocklands Richfield and its shareholders (Scheme Proposal).

The price of $0.42 cash per share values Rocklands Richfield at $146 million on a fully diluted basis.

The terms sheet for Mr Wu's share sale provides that the parties will negotiate in good faith with a view to executing formal documentation and completing this transaction by 29 September 2009. Mr Wu's share sale is not conditional on the completion of the Scheme Proposal.

The terms sheet for the Scheme Proposal provides that Rocklands Richfield and Jindal will negotiate the terms of a formal Implementation Agreement and any other ancillary transaction documents, with a view to finalising and executing these by 15 November 2009. The key elements of the Scheme Proposal, as recorded in the terms sheet executed by Rocklands Richfield and Jindal, are as follows:

- **Due diligence**
  Jindal will undertake due diligence investigations in relation to Rocklands Richfield, with those investigations expected to be completed by 31 October 2009.

- **RCI convertible securities**
  All Rocklands Richfield shares issued on exercise of Rocklands Richfield options or on conversion of Rocklands Richfield convertible notes are eligible to participate in the scheme. Any Rocklands Richfield options or convertible notes not exercised or converted will be cancelled or transferred by private treaty with their holders or otherwise dealt with as agreed by Rocklands Richfield and Jindal.
- **Conditions**
  The Scheme Proposal is conditional on FIRB approval, approval by Rocklands Richfield shareholders and the Court, and other customary conditions for a transaction of this nature.
- **Board recommendation**
  The Scheme Proposal is to be unanimously recommended by the Rocklands Richfield Board to its shareholders, in the absence of a superior proposal.
- **Exclusivity**
  From 19 September 2009 to the date the Implementation Agreement is executed or 15 November 2009, whichever occurs first (Exclusivity Period), Rocklands Richfield shareholders and/or its Board must not solicit any competing takeover offers nor provide any information for due diligence purposes to any third party. If the Implementation Agreement is not signed by 15 November 2009, the Scheme Proposal shall cease.
- **Matching right**
  If, during the Exclusivity Period, the Rocklands Richfield Board receives an unsolicited competing proposal which it regards as superior to Jindal's Scheme Proposal, Rocklands Richfield must notify Jindal of that competing proposal and give Jindal the right to submit a revised proposal that matches the competing proposal or is superior to it.

Shareholders should note that there is no assurance that Jindal will be satisfied with the outcome of its due diligence investigations nor that Rocklands Richfield and Jindal will reach agreement on the transaction documents required to give effect to the Scheme Proposal.

Jindal is one of the leaders in steel manufacturing and power generation in India and the Jindal group is the fourth largest group in India on asset size basis. Jindal is a listed company with a market capitalisation exceeding US$10 billion.

ACKNOWLEDGMENT

The Chairman, Benny Wu, on behalf of all shareholders would like to formally thank all employees of the Rocklands Richfield group for their tireless work throughout the year in quite difficult operating conditions.

Benny Wu
Chairman

John Girdlestone
Chief Executive Officer

Competent person statements

Hillalong MDL 324

The information contained in this report that relates to Exploration Results, Mineral Resources or Ore Reserves of the Hillalong MDL 324 coal exploration project owned by Rocklands Richfield Limited is based on information reviewed by Mr Rowan Johnson (BSc Geol.), who the Company has contracted as a consultant. Mr Rowan Johnson is a member of the Australasian Institute of Mining and Metallurgy and has sufficient experience which is relevant to the style of mineralisation and type of deposit under consideration and to the activity which he is undertaking to qualify as a Competent Person as defined in the 2004 Edition of the 'Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves'. Mr Rowan Johnson has given consent to the inclusion in the report of the matters based on his information in the form and context in which it appears.

Rocklands EPC 890

The information contained in this report that relates to Exploration Results, Mineral Resources or Ore Reserves of the Rocklands EPC 890 coal exploration project owned by HLM Coal Australia Pty Ltd is based on data compiled by experienced geological professionals under the guidance of Mr Barry Saunders B App Sc (App. Geol); MAusIMM (CP, Geology); MMICA, who is a member of the Australian Institute of Mining and Metallurgy and is the Principal Geologist of Queensland Geological Services Pty Ltd. Mr Barry Saunders has over

30 years experience in coal mine development in Australia and has been estimating coal resources for 23 years. This experience more than adequately qualifies him as a Competent Person for Resource Estimation under the 2004 JORC Code.

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The Directors of Rocklands Richfield Limited submit their report for the year ended 30 June 2009.

DIRECTORS

The names and details of the Company's Directors in office during the year and until the date of this report are as follows (Directors were in office for this entire period unless otherwise stated):

Wu Pun Yan (Benny Wu), B.Met.Eng
Executive Chairman,
Appointed 1 October 2007

Mr Wu has over 30 years experiences in the steel industry and owns various investment and trading companies located in China, Hong Kong and overseas.

Mr Wu is an engineering graduate majoring in metallurgy machinery from Jiangxi Province Xin Yu University and also studied Physics and Advanced Mathematics at Jiangxi Province Technological University. He was deputy General Manager of Shenzhen Jiangzhou Hardware Company overseeing daily operations of the steel cutting factory with an annual production of 30,000 tonnes of steel. From 1993 to 1995 Mr Wu was the China Department Chief Executive Officer of Nobel Resources Group Company; a subsidiary of Singapore listed Nobel Group Limited. Mr Wu has been the Chairman since 1995 of Hong Kong Chang Yuan Group Co. Ltd, an investment company and responsible for the main operations and business development of the companies within its group. In this role he is engaged in the trading of metal ore, scrap steel, casting works and the export and import of foodstuffs.

Hung Kwang Hou, ACA (UK)
Non-Executive Director
Appointed 9 March 2006

Mr Hung qualified as a Chartered Accountant with KPMG, United Kingdom in 1982. He is a member of both the Institute of Chartered Accountants in England & Wales ("ICAEW") and the Malaysian Institute of Accountants. He has extensive experience in line and corporate management, having served in various senior positions in companies listed on the Bursa Malaysia (formerly called the Kuala Lumpur Stock Exchange), including U-Wood Holdings Bhd (Executive Director), Golden Plus Holdings Bhd (Group Managing Director) and Idris Hydraulic (Malaysia) Bhd (Group General Manager). He was also previously with United Overseas Bank and KPMG (UK and Malaysia). Mr Hung is Executive Director of Rocklands International Pte Ltd (Singapore).

Kit Foo Chye
B.Com. CPA
Non-Executive Director
Appointed 13 September 2004

Mr Chye is an accountant by profession with 16 years experience in the management and administration of publicly listed companies in Malaysia. Mr Chye is also a Director of Synergy Metals Limited and Voltage IP Limited. Mr Chye specialised in advising both public and private companies on acquisitions, mergers, capital raisings and balance sheet restructurings. He has managed a significant number of initial public offerings and secondary market capital raisings for public and private companies, his main strength being in the restructuring and financing of entities, including preparation of prospectuses and other requirements for listings on the ASX.

John Girdlestone,
Mech.Eng. JP
Executive Director and Chief Executive Officer
Appointed a Director on 1 October 2007
Appointed CEO on 4 July 2008

Mr Girdlestone began his career as a mechanical engineer and has 40 years experience in the Australian mining industry. He has held management responsibilities at Rio Tinto (Hamersley Iron) mine sites, a management role with Terex Mining Australia Ltd in Western Australia, and senior positions at Mt Gibson Iron and Koolyanobbing Iron. At Koolyanobbing Iron, he was General Manager Operations for five years, and also Manager for Koolyanobbing's Joint Venture between Portman Mining Ltd and the Anshan Iron and Steel Complex (Angang) in China.

Li Nai San,
Mech.Eng.
Non-Executive Director
Appointed 1 October 2008

Mr Li is the Chairman of Chang Yuan (Huaibei) Chemicals & Coking Co. Ltd. Prior to joining the group in May 2008 Mr Li held senior management responsibilities with the Anshan Iron and Steel Complex (Ansteel Group) in China for many years. He has filled a number of overseas postings with Ansteel's International Trade Division, including eight years in Australia from 1995, as Managing Director of Angang Australia Pty Ltd. At that time he was also a Director of Koolyanobbing Iron Pty Ltd, a joint venture between Portman Mining Limited and Ansteel for the mining and export of iron ore from the Koolyanobbing and Cockatoo Island mines in Western Australia. Mr Li graduated from Liaoning Province Science & Technology University in PR China in 1970 as a mechanical engineering. In 1985 he attended the Sheffield University of England as an independent senior visiting scholar and studied continuous steel casting technology for a year.

Directors who resigned during the financial year were as follows:

Zhao Dening,
B.Eco
Ceased 1 October 2008

Chen De Hao,
B. Chem. Eng.
Ceased 1 October 2008

COMPANY SECRETARY

Names and details of the Company Secretaries in office at the date of this report are as follows:

Nancy Liang
CPA
Appointed 11 September 2009
(Joint Company Secretary)

Ms Nancy Liang is a certified practicing accountant with more than 13 years experience in the accounting profession in both public practice and the private sector. Nancy has worked for a number of large international companies in telecommunication, education and the mining industries. She has held the position of Financial Controller and Company Secretary for an ASX listed telecommunication company and senior management roles for a number of mining companies. She has also advised a number of large Chinese companies who have significant investments in the mining industry in Australia.

Francis Yan
Appointed as Joint Company Secretary on 1 October 2007
Appointed as CFO on 28 February 2008

Mr Yan Shui Lau (Francis) has practiced as a Certified Public Accountant under the name of Francis S. L. Yan & Co. for over 20 years in Hong Kong. He is a member of :

The Association of Chartered Certified Public Accountants;

Hong Kong Institute of Chartered Accountants; and

The Institute of Chartered Accountants in England and Wales, and a

graduate in Bachelor in Law [LLB, Peking].

Company Secretaries who resigned during the financial year and to the date of this report were as follows:

Andrew Metcalfe
Ceased 23 December 2008

Michael Featherstone,
Ceased 11 September 2009

CORPORATE INFORMATION

Rocklands Richfield Limited ("Rocklands" or "the Company") is a Company limited by shares that is incorporated and domiciled in Australia. Rocklands listed on the Australian Securities Exchange on 1 November 2000.

Interests in shares and options of the Company

The relevant interest of each Director in the shares and options over such instruments issued by the Company and other related body corporates, as notified by the Directors to the Australian Securities Exchange in accordance with S205G(1) of the Corporations Act 2001, at the date of this report is as follows:

Name of Director	Interests (as at the date of this report)			
	Ordinary Shares held both direct & indirect	Ordinary Shares (restricted) held both direct & indirect	Options held over Ordinary Shares	Options (restricted) held over Ordinary Shares
Wu Pun Yan	207,483,334	-	206,933,334 (1)	-
Hung Kwang Hou	7,000,000	-	7,000,000 (2)	-
Kit Foo Chye	2,571,000	-	404,750 (2)	-
John Girdlestone	250,000	-	-	-
Li Nai San	100,000	-	-	-
TOTAL	**217,404,334**	**-**	**214,338,084**	**-**

(1) Options are exercisable at 50 cents before 18 September 2012.

(2) Options are exercisable at 30 cents before 30 November 2009.

PRINCIPAL ACTIVITIES

The principal activity of the Company during the financial year was processing of coking coal to produce metallurgical coke and other by-products in China and coal exploration on the Company's tenements in the Queensland Bowen Basin.

OPERATING RESULTS AND DIVIDENDS

The consolidated net loss for the year after income tax was $15.6 million.

No dividend is recommended for the year. No dividends were paid during the year.

REVIEW OF OPERATIONS

A Review of Operations for the financial year and up to the date of this report is included in this document and should be read as part of the Director's Report.

CORPORATE

Mr John Girdlestone was appointed Chief Executive Officer of Rocklands effective on 4th July 2008. Mr Girdlestone had been a Non-Executive Director of the Company since October 2007 and remains a Director. He replaced the previous CEO, Mr Ugo Cario, who left the Company to pursue other business interests.

Mr Li Nai San was appointed as a Non-Executive Director effective on 1 October 2008. This appointment followed the resignation of Mr Chen Dehao and Mr Zhao Dening who both ceased as Directors on 1 October 2008.

Mr Michael Featherstone was appointed Company Secretary in December 2008 following the resignation of Mr Andrew Metcalfe.

Ms Nancy Liang was appointed Company Secretary in September 2009 following the resignation of Mr Michael Featherstone.

In December 2008, the Company's registered office was changed to Suite 3, Level 3, South Shore Centre, 83 South Perth Esplanade, South Perth, Western Australia.

In September 2009, the Company's registered office was changed to 15 Lyall Street, South Perth, Western Australia.

CHANGES IN THE STATE OF AFFAIRS

The following securities in the capital of Rocklands were issued to Mr Wu Pun Yan at completion of the acquisition of China Coke & Chemicals Ltd (CCS) and held in escrow pending release to Mr Wu subject to the satisfaction of performance requirements set out in the Performance Based Entitlement Agreement between Mr Wu and Rocklands during the period 1 July 2007 and 30 June 2009:

- 106,666,667 ordinary shares; and
- 106,666,667 options,

(together the Performance Securities)

As disclosed in the Company's 30 June 2008 audited financial accounts, CCS achieved a net profit after income tax of RMB162,958,000 (HKD185,332,000) for FY2008.

Because the profit result produced by CCS was greater than HKD80,000,000 Rocklands in accordance with the terms of the Performance Based Entitlement Agreement, on 9 October 2008 issued a direction to release all of the Performance Securities to Mr Wu.

On 14 August 2008, one convertible unsecured note was converted into 3,636,363 ordinary shares valued at HK$5 million. This was in accordance with the terms of the Convertible Unsecured Note Agreement that was approved by shareholders on 26 September 2007.

Ten unsecured convertible notes with a total value of HK$50,000,000 had been converted at the exchange rate of HK$6.25 / AUD1.00 which is in accordance with the formula in the Convertible Unsecured Note Agreement. The recorded book value of the convertible notes is AUD6,675,000 so this means there is now a currency exchange loss of AUD1,325,000 included in the group consolidated accounts.

Other than disclosed above, there were no significant changes in the state of affairs of the Company during the financial year.

SHARE OPTIONS

No options were issued to Directors, officers or employees during the year as part of any remuneration package.

At the date of this report, there is 57,632,220 listed options issued, exercisable at 30 cents before 30 November 2009; with a further 206,933,334 unlisted options exercisable at 50 cents before 18 September 2012. There are also 1,500,000 unlisted options exercisable at 30 cents before 30 November 2009 that are held by two persons who previously held management positions with the Company.

No shares were issued as a result of the exercise of options.

Option holders do not have any right, by virtue of the option to participate in any share issue by the Company or related body corporate.

Future Developments, Prospects and Business Strategies
The Company and its controlled entities intend to continue to manufacture metallurgical coke and by-products, and continue their coal exploration activities.

AFTER BALANCE DATE EVENTS

Takeover Offer – Jindal Steel and Power Limited
On 19 September 2009, the Executive Chairman and major shareholder of Rocklands Richfield Limited, Mr Wu Pun Yan, entered into a terms sheet with Jindal Steel and Power Limited (Jindal) for the sale by Mr Wu to Jindal of 29,188,220 Rocklands Richfield shares, representing 9.9% of Rocklands Richfield's issued shares, for $0.42 cash per share.

That same day, the Board of Rocklands Richfield entered into a terms sheet with Jindal setting out the key terms of a conditional proposal under which a wholly owned subsidiary of Jindal will acquire all of Rocklands Richfield's remaining ordinary shares for $0.42 cash per share, via a scheme of arrangement between Rocklands Richfield and its shareholders (Scheme Proposal).

The price of $0.42 cash per share values Rocklands Richfield at $146 million on a fully diluted basis.

The terms sheet for Mr Wu's share sale provides that the parties will negotiate in good faith with a view to executing formal documentation and completing this transaction by 29 September 2009. Mr Wu's share sale is not conditional on the completion of the Scheme Proposal.

The terms sheet for the Scheme Proposal provides that Rocklands Richfield and Jindal will negotiate the terms of a formal Implementation Agreement and any other ancillary transaction documents, with a view to finalising and executing these by 15 November 2009.

Shareholders should note that there is no assurance that Jindal will be satisfied with the outcome of its due diligence investigations nor that Rocklands Richfield and Jindal will reach agreement on the transaction documents required to give effect to the Scheme Proposal.

Coking Oven Conversion
On 22 July 2009, the Company announced a project to convert the existing coal top-loading coking ovens at its Coking Plant in China to more advanced technology: a coal side-loading tamping design. The total cost of the conversion is RMB17.5 million ($3.18 million). The project is being funded through short-term loans taken out by the operator of the plant Chang Yuan (Huaibei) Chemicals & Coking Co. Ltd.

No Other After Balance Date Events
Other than the above there has been no items, transactions and events of a material or unusual nature that have arisen in the interval between the end of the financial year and the date of this report, that have significantly affected the results of the operations of the Company..

ENVIRONMENTAL ISSUES
The Company's Australian coal exploration projects operate under granted Environmental Authorities issued under the Environmental Protection Act 1994. The consolidated entity maintains its tenements in good standing and is not aware of any non-compliance issues.

The Company's Chinese coke production facilities operate under the national and local environment related laws and regulations, and solid waste, gas emission and sewage have all achieved the national standard.

PROCEEDINGS ON BEHALF OF COMPANY

No person has applied for leave of Court to bring proceedings on behalf of the Company or intervene in any proceedings to which the Company is a party for the purpose of taking responsibility on behalf of the Company for all or any part of those proceedings. The Company was not a party to any such proceedings during the year.

INDEMNIFYING OFFICERS
During the year, the Company has paid insurance premiums in respect of directors' and officers' liability insurance policy. The Directors have not included details of the nature of the liabilities covered or the amount of the premium paid in respect of the directors' and officers' liability insurance policy, as such disclosure is prohibited under the terms of the policy.

DIRECTORS' MEETINGS
The number of meetings of Directors (including meetings of Committees of Directors) held during the year and the number of meetings attended by each Director was as follows:

Name of Director	Directors' Board Meetings	Audit & Risk Committee
Number of Meetings held:	12	1
Number of Meetings attended:		
Wu Pun Yan	12	
Hung Kwang Hou	12	
Kit Foo Chye	12	1
John Girdlestone	12	1
Li Nai San (appointed 1 October 2008)	5	
Chen De Hao (ceased 1 October 2008)	3	
Zhao Dening (ceased 1 October 2008)	3	

Meetings of the Board have been held both in person and by circular resolution.

COMMITTEE MEMBERSHIP
The Board has established an Audit and Risk Management Committee. The Committee has the responsibility to ensure that an effective internal control framework exists within the entity and operates under the Audit & Risk Management Committee Charter.

NON-AUDIT SERVICES
The auditors have not undertaken any non-audit services in addition to the provision of audit and assurance services to the Company.

AUDITOR'S INDEPENDENCE
The lead Auditor's Independence Declaration for the year ended 30 June 2009 has been received and can be found attached to this Directors' report.

CORPORATE GOVERNANCE
In recognising the need for acceptable standards of corporate behaviour and accountability, the Directors of Rocklands support and have for the most part acted in accordance with to the principles and recommendations of corporate governance. The Company's corporate governance statement is contained in the following section of this Annual Report.

REMUNERATION REPORT (AUDITED)

This remuneration report outlines the Director and Executive remuneration arrangements of the Company and the Group in accordance with the requirements of the Corporations Act 2001 and its Regulations. For the purposes of this report, key management personnel of the Group are defined as those persons having authority and responsibility for planning, directing and controlling the major activities of the Company and the Group, directly or indirectly, including any Director (whether Executive or otherwise) of the parent company, and includes the five Executives in the Parent and the Group receiving the highest remuneration.

For the purposes of this report, the term 'executive' encompasses the chief executive, senior executives, general managers and secretaries of the Parent and the Group.

Details of key management personnel (including the five highest paid executives of the Company and the Group) during the financial year ended 30 June 2009, are:

Directors:

Wu Pun Yan	Executive Chairman
Hung Kwang Hou	Non-Executive Director
Kit Foo Chye	Non-Executive Director
John Girdlestone	Executive Director and Chief Executive Officer
Li Nai San	Non-Executive Director, Chairman Chang Yuan (Huaibei) Chemicals & Coking Co. Ltd. (appointed 1 October 2008)
Zhao Dening	Non-Executive Director (ceased 1 October 2008)
Chen De Hao	Executive Director, General Manager – Chang Yuan (Huaibei) Chemicals & Coking Co. Ltd. (ceased 1 October 2008)

Other Key Management Personnel:

He Jian	Project Manager – Queensland coal projects (commenced employment 8 August 2008)
Yan Shui Lau	Chief Financial Officer and Joint Company Secretary
Ye Wen Shi	Vice General Manager – Chang Yuan (Huaibei) Chemicals & Coking Co. Ltd
Zhang Hai Feng	Assistant General Manager – Chang Yuan (Huaibei) Chemicals & Coking Co. Ltd. (commenced employment 15 September 2008)
Zhu Hu Lin	Chief Marketing Officer – Chang Yuan (Huaibei) Chemicals & Coking Co. Ltd.

Remuneration Review

The Board has not established a Remuneration Committee. Therefore the Board of Directors is responsible for determining and reviewing remuneration arrangements for the Directors and the executive officers. The Board assesses the appropriateness of the nature and amount of emoluments of such officers on a periodic basis by reference to relevant market conditions with the overall objective of ensuring maximum stakeholder benefit from the retention of an experienced and high quality Board and executive team. As at the date of this report, the Board has not established any formal link between the Company's performance and the Directors' emoluments, other than by reference to relevant market conditions with the overall objective of ensuring maximum stakeholder benefit from the retention of an experienced and high quality Board and executive team.

REMUNERATION PHILOSOPHY

The performance of Rocklands depends upon the quality of its Directors and Executive Officers. To prosper, Rocklands must attract, motivate and retain highly skilled personnel.

To this end, the Board:

- Works to attract the appropriate staff by providing a competitive remuneration structure and a productive working environment;
- reviews and determines the levels of remuneration for;
  - Directors of the Group of companies;
  - the Chief Executive Officer;
  - executive and senior management; and
- ensures that all compliance, governance, accounting, legal approvals and disclosure requirements associated with Rocklands' employment practices are satisfied.

It is the Board's policy that employment letters are issued to Directors and executives. These letters contain their responsibilities and remuneration paid.

Remuneration Structure

In accordance with corporate governance principles and recommendations, the Company substantially complies with the guidelines for executive remuneration packages and Non-Executive Director remuneration.

Non-Executive Directors remuneration

The Constitution and the ASX Listing Rules specify that the aggregate remuneration of Non-Executive Directors shall be determined from time-to-time by a general meeting. The latest determination was at the Annual General Meeting held 21 December 2005 when shareholders approved an aggregate remuneration of $350,000 per annum to be apportioned amongst Non-Executive Directors.

The amount of aggregate remuneration sought to be approved by shareholders and the fee structure is reviewed annually. The Board considers advice from external consultants as well as the fees paid to Non-Executive Directors of comparable companies when undertaking the annual review process.

On appointment, Non-Executive Directors were advised of their Directors duties and responsibilities and the remuneration fee to be paid to that Director in carrying out his duties. This fee covers both the Board and any committee position where the Non-Executive Director is a member.

The Non-Executive Directors do not receive retirement benefits, nor do they participate in any incentive programs.

The remuneration of Non-Executive Directors for the period ending 30 June 2009 and 30 June 2008 is detailed in the tables that follow.

Executive remuneration

Rocklands aims to reward its executives with a level of remuneration commensurate with their position and responsibilities within the Company, so as to reward executives for meeting or exceeding targets set by reference to appropriate benchmarks; align the interests of executives with those of shareholders; and ensure remuneration is competitive by market standards.

It is the Company's policy that employment contracts must be entered into with the Chief Executive Officer and senior executives. Remuneration consists of fixed remuneration only and does not include a variable remuneration component such as the issue of shares and/or options.

The Company has entered into a contract of employment with the Executive Director/Chief Executive Officer and a standard contract with other executives.

Remuneration consists of base salary, superannuation and non-monetary benefits.

Fixed Remuneration

Objective

Fixed remuneration is reviewed at the end of each contract term by the Board. The process consists of a review of Company and individual performance, relevant comparative remuneration externally and internally and, where appropriate, external advice on policies and practices.

Structure

Executives receive their fixed remuneration in the form of cash payments to their nominated accounts with approriate PAYG tax deducted (where applicable), and superannuation funds (where applicable).

Variable Remuneration – Short-term Incentive

Objective

The objective of a short-term incentive programme is to link the achievement of the Group's operational targets with the remuneration received by the executives charged with meeting those targets.

At the date of this report, there is no short-term incentive programme for Executive Directors; although the Company is considering the adoption of executive share option scheme and the issue of such securities under the scheme to Executive Directors will be determined by the Board.

The total potential short-term incentive available will be set at a level so as to provide sufficient incentive to the executive to achieve the operational targets and such that the cost to the Group is reasonable in the circumstances.

Employment Contracts

The level of fixed remuneration is set so as to provide a base level of remuneration which is both appropriate to the position and is competitive in the market. Fixed remuneration is reviewed annually by the Board as part of an assessment on that executive's performance. The Board has access to external independent advice if necessary.

Mr John Girdlestone was appointed under contract as the Company's Executive Director and Chief Executive Officer from 4 July 2008, for the purpose of managing the Company's day to day affairs. Remuneration details for Mr Girdlestone are as follows:

- Fixed remuneration – $110,000 per annum plus $9,900 superannuation
- Employed full time.
- Variable remuneration – there is no short term incentives plan.
- Term – 2 years from 4 July 2008.
- Resignation/Termination – three months notice if resigned or three months notice on termination or three months remuneration in lieu of notice.

Director and Executive Emoluments

Details regarding Director and specified executive emoluments for the financial year ended 30 June 2009 and 30 June 2008 are found below.

Remuneration of Directors and Specified Executives

Name of Directors & Executives	Short term employee benefits				Post employment benefits		Share-based payment	
2009	Consulting, Salary and Director Fees	Bonus	Non-monetary benefits	Other	Superannuation	Other long term benefits	Options & Rights	Total
	$	$	$	$	$	$	$	$
Non-Executive Directors								
Hung Kwang Hou	58,134	-	-	-	-	-	-	58,134
Kit Foo Chye	40,000	-	-	-	-	-	-	40,000
Zhao Dening (3)	8,000	-	-	-	-	-	-	8,000
Li Nai San (4)	30,000	-	-	-	-	-	-	30,000
Executive Directors								
Wu Pun Yan	60,000	-	-	-	-	-	-	60,000
John Girdlestone	110,000	-	-	-	9,900	-	-	119,900
Chen De Hao (3)	15,274	-	-	-	-	-	-	15,274
Other Key Management Personnel								
He Jian (5)	61,584	-	-	-	6,090	-	-	67,674
Ye Wen Shi	57,678	-	-	-	-	-	-	57,678
Yan Shui Lau	40,000	-	-	-	-	-	-	40,000
Zhang Hai Feng (6)	22,000	-	-	-	-	-	-	22,000
Zhu Hu Lin	15,700	-	-	-	-	-	-	15,700
Total Remuneration	518,370	-	-	-	15,990	-	-	534,360

Name of Directors & Executives	Short term employee benefits				Post employment benefits		Share-based payment	
2008	Consulting, Salary and Director Fees	Bonus	Non-monetary benefits	Other	Superannuation	Other long term benefits	Options & Rights	Total
	$	$	$	$	$	$	$	$
Non-Executive Directors								
Hung Kwang Hou	57,376	-	-	-	4,128	-	-	61,504
Kit Foo Chye	50,459	-	-	-	4,541	-	-	55,000
Zhao Dening	22,500	-	-	-	-	-	-	22,500
Jack Tan (1)	17,661	-	-	-	1,445	-	-	19,106
John Girdlestone	20,642	-	-	-	1,858	-	-	22,500
Executive Directors								
Wu Pun Yan	45,000	-	-	-	-	-	-	45,000
Ugo Cario (2)	120,000	-	-	-	10,800	-	136,356	267,156
Chen De Hao	37,500	-	-	-	-	-	-	37,500
Other Key Management Personnel								
Ye Wen Shi	30,720	-	-	-	-	-	-	30,720
Zhu Hu Ling	18,432	-	-	-	-	-	-	18,432
Hu Xiao	18,432	-	-	-	-	-	-	18,432
Total Remuneration	438,722	-	-	-	22,772	-	136,356	597,850

1. Jack Tan ceased as a Director on 3 October 2007.
2. Ugo Cario ceased as a Director on 3 October 2007, and ceased as CEO on 4 July 2008.
3. Chen De Dao & Zhao Dening both ceased as Directors on 1 October 2008.
4. Li Nai San appointed as Director on 1 October 2008.
5. He Jian commenced employment on 8 August 2008.
6. Zhang Hai Feng commenced employment on 15 September 2008.

Number of Options Held by Directors and Key Management Personnel

2009	Balance 1 July 2008	Granted as Compensation	Net Change Other*	Balance 30 June 2009	Total Vested 30 June 2009	Total Vested & Exercisable 30 June 2009	Total Vested & Unexercisable 30 June 2009
Wu Pun Yan	206,933,334 (2)	-	-	206,933,334	206,933,334	206,933,334	-
Hung Kwang Hou	7,000,000 (1)	-	-	7,000,000	7,000,000	7,000,000	-
Kit Foo Chye	404,750 (1)	-	-	404,750	404,750	404,750	-
John Girdlestone	-	-	-	-	-	-	-
Zhao Dening	-	-	-	-	-	-	-
Chen De Hao	-	-	-	-	-	-	-
Li Nai San	-	-	-	-	-	-	-
He Jian	-	-	-	-	-	-	-
Ye Wen Shi	-	-	-	-	-	-	-
Yan Shui Lau	-	-	-	-	-	-	-
Zhang Hai Feng	-	-	-	-	-	-	-
Zhu Hu Lin	-	-	-	-	-	-	-
	214,338,084	-	-	214,338,084	214,338,084	214,338,084	-

2008	Balance 1 July 2007	Granted as Compensation	Net Change Other*	Balance 30 June 2008	Total Vested 30 June 2008	Total Vested & Exercisable 30 June 2008	Total Vested & Unexercisable 30 June 2008
Wu Pun Yan	-	-	206,933,334 (2)	206,933,334	-	-	206,933,334
Hung Kwang Hou	7,000,000 (1)	-	-	7,000,000	7,000,000	-	7,000,000
Kit Foo Chye	404,750 (1)	-	-	404,750	404,750	-	404,750
John Girdlestone	-	-	-	-	-	-	-
Zhao Dening	-	-	-	-	-	-	-
Chen De Hao	-	-	-	-	-	-	-
Li Nai San	-	-	-	-	-	-	-
Jack Tan (3)	291,000 (1)	-	(291,000)	-	-	-	-
Ugo Cario (4)	250,000 (1)	1,000,000	-	1,250,000	1,250,000	1,000,000	250,000
Ye Wen Shi	-	-	-	-	-	-	-
Zhu Hu Ling	-	-	-	-	-	-	-
Hu Xiao	-	-	-	-	-	-	-
	7,945,750	1,000,000	206,642,334	215,588,084	8,654,750	1,000,000	214,588,084

1. Options vesting 1 May 2009 are exercisable at 30 cents before 30 November 2009.
2. Options are exercisable at 50 cents before 18 September 2012 and include 106,666,667 performance options that were released from escrow on 9 October 2008.
3. Jack Tan ceased as a Director on 3 October 2007.
4. Ugo Cario ceased as a Director on 3 October 2007, and ceased as CEO on 4 July 2008.

Number of Shares held by Directors and Key Management Personnel

2009	Balance 1 July 2008	Granted as Compensation	Options exercised	Net Change Other*	Balance 30 June 2009
Wu Pun Yan	207,133,334 (1)	-	-	350,000	207,483,334
Hung Kwang Hou	7,000,000	-	-	-	7,000,000
Kit Foo Chye	2,471,000	-	-	-	2,471,000
John Girdlestone	100,000	-	-	150,000	250,000
Zhao Dening	-	-	-	-	-
Chen De Hao	-	-	-	-	-
Li Nai San (4)	-	-	-	100,000	100,000
He Jian	-	-	-	-	-
Ye Wen Shi	-	-	-	-	-
Yan Shui Lau	-	-	-	-	-
Zhang Hai Feng	-	-	-	-	-
Zhu Hu Lin	-	-	-	-	-
	216,704,334	-	-	600,000	217,304,334

2008	Balance 1 July 2007	Granted as Compensation	Options exercised	Net Change Other*	Balance 30 June 2008
Wu Pun Yan	-	-	-	207,133,334 (1)	207,133,334 (1)
Hung Kwang Hou	7,000,000	-	-	-	7,000,000
Kit Foo Chye	2,471,000	-	-	-	2,471,000
John Girdlestone	-	-	-	100,000	100,000
Zhao Dening	-	-	-	-	-
Chen De Hao	-	-	-	-	-
Jack Tan (2)	1,164,000	-	-	(1,164,000)	-
Ugo Cario (3)	250,000	-	-	(250,000)	-
Ye Wen Shi	-	-	-	-	-
Zhu Hu Ling	-	-	-	-	-
Hu Xiao	-	-	-	-	-
	10,885,000	-	-	205,819,334	216,704,334

1. Includes 106,666,667 performance shares that were released from escrow on 9 October 2008.
2. Jack Tan ceased as a Director on 3 October 2007.
3. Ugo Cario ceased as a Director on 3 October 2007, and ceased as CEO on 4 July 2008.
4. Li Nai San appointed as Director on 1 October 2008

Signed in accordance with a resolution of the Board of Directors.

Director
Perth: 29 September 2009

AUDITOR'S INDEPENDENCE DECLARATION

WHK

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41 099 415 845

29 September 2009

The Directors
Rocklands Richfield Limited
15 Lyall Street
SOUTH PERTH WA 6151

AUDITOR'S INDEPENDENCE DECLARATION TO ROCKLANDS RICHFIELD LIMITED AND CONTROLLED ENTITIES

In accordance with section 307C of the Corporations Act 2001, I am pleased to provide the following declaration of independence to the Directors of Rocklands Richfield Limited and Controlled Entities.

As lead audit partner for the audit of Rocklands Richfield Limited for the year ended 30 June 2009, I declare that to the best of my knowledge and belief, there have been no contraventions of:

(i) the auditor independence requirements as set out in the Corporations Act 2001 in relation to the audit; and

(ii) any applicable code of professional conduct in relation to the audit.

Yours faithfully,

WHK HORWATH MELBOURNE

Peter Sexton
Partner

CORPORATE GOVERNANCE STATEMENT

The Board of Directors of Rocklands Richfield Limited is responsible for the corporate governance of the Group. The Board guides and monitors the business and affairs of Rocklands on behalf of the shareholders by whom they are elected and to whom they are accountable.

The table below summarises the Company's compliance with the ASX Corporate Governance Council's Revised Principles and Recommendations.

Principles and Recommendations		Compliance	Comply
Principle 1 – Lay solid foundations for management and oversight			
1.1	Establish the functions reserved to the Board of Directors of Rocklands and those delegated to manage and disclose those functions	The Board is responsible for the overall corporate governance of the Company. The Board has adopted a Board Charter that formalises its roles and responsibilities and defines the matters that are reserved for the Board and specific matters that are delegated to management.	Complies.
1.2	Disclose the process for evaluating the performance of senior executives	Senior executives prepare strategic objectives that are signed off by the Board. These objectives must then be met by senior executives as part of their performance targets. The CEO then reviews the performance of the senior executives against those objectives. The Board reviews the CEO's compliance against his and the company's objectives. These reviews occur annually.	Complies.
1.3	Provide the information indicated in *Guide to reporting on Principle 1*	A Board Charter has been disclosed on the Company's website and is summarised in this Corporate Governance Statement.	Complies
		A performance evaluation process is included in the Board Charter, which has been disclosed on the Company's website and is summarised in this Corporate Governance Statement.	Complies
		The Board evaluates the performance of senior executives on an ongoing basis with a formal periodical evaluation process currently being implemented.	Formal periodical performance evaluation process is expected to be operational by 31 December 2009
Principle 2 – Structure the Board to add value			
2.1	A majority of the Board should be Independent Directors	The majority of the Board's Directors are not independent as a majority of the Board are either a substantial shareholder of the Company, an Executive Director of the Company, or an Executive Director of a controlled entity. Mr. Kit Chye is an Independent Non-Executive Director. Mr. Hung Kwang Hou and Mr. Li Nai San are Non-Executive Directors. Mr Wu Pun Yan, and Mr John Girdlestone are Executive Directors.	Does not comply however the skills and experience of both the Independent and Non-Independent Directors allows the Board to act in the best interests of shareholders.
2.2	The chair should be an independent director	Mr Wu Pun Yan is not an Independent, Non-Executive director of the Board.	Does not comply due to Mr Wu's controlling interest in the Company.
2.3	The roles of Chair and Chief Executive Officer should not be exercised by the same individual	Mr Wu Pun Yan is the Chairman and Mr. John Girdlestone the Chief Executive Officer.	Complies.
2.4	The Board should establish a Nomination Committee	Given the size of the Board, it was determined that the Board will execute the functions of a Nomination Committee and that a separate Nomination Committee is unnecessary.	Does not comply for reasons given under 2.6 Compliance.
2.5	Disclose the process for evaluating the performance of the Board, its committees and individual Directors.	The Company conducts the processes for evaluating the performance of the Board, its committees and individual Directors as outlined in the Board Charter which is available on the Company's website.	Complies.

Principles and Recommendations		Compliance	Comply
2.6	Provide the information indicated in the *Guide to reporting on Principle 2*	This information has been disclosed (where applicable) in the Directors' Report attached to this Corporate Governance Statement. Mr. Kit Chye is an Independent Director of the Company. A Director is considered independent when he substantially satisfies the test for independence as set out in the ASX Corporate Goverenance Recommendations. Members of the Board are able to take independent professional advice at the expense of the Company. Mr Wu Pun Yan, Executive Chairman, was appointed to the Board on 1 October 2007. Mr. John Girdlestone, Executive Director and Chief Executive Officer, was appointed to the Board on 1 October 2007. Mr. Hung Kwang Hou, Non-Executive Director, was appointed to the Board on 9 March 2006. Mr. Kit Chye, Independent Non-Executive Director, was appointed to the Board on 13 September 2004. Mr. Li Nai San, Non-Executive Director, was appointed to the Board on 1 October 2008. The Board carries out the functions of a Nomination Committee. In accordance with the information suggested in *Guide to Reporting on Principle 2*, the Company has disclosed full details of its Directors in the Director's Report attached to this Corporate Governance Statement. Other disclosure material as suggested in *Guide to Reporting on Principle 2*.has been made available on the Company's website.	The Board has not established a Nomination Committee and does not have a majority of Independent Directors. Given the size of the Board, the Board has determined that it will execute the functions of a Nomination Committee and that a separate Nomination Committee is unnecessary.
Principle 3 – Promote ethical and responsible decision making			
3.1	Establish a Code of Conduct and disclose the code or a summary of the code	The Board has adopted a Code of Conduct which is available on the Company's website.	Complies.
3.2	Establish a policy concerning trading in company securities by Directors, senior Executives and employees and disclose the policy or a summary of that policy	The Company has adopted a Securities Trading Policy that applies to trading in shares in the Company by any Director or employee of the Company. This policy is available on the Company's website.	Complies.
3.3	Provide the information indicated in *Guide to reporting on Principle 3*	The Code of Conduct and Securities Trading Policy are available on the Company's website. The Securities Trading Policy is summarised in this Corporate Governance Statement.	Complies.
Principle 4 – Safeguard integrity in financial reporting			
4.1	The Board should establish an Audit Committee	The Board has established an Audit and Risk Management Committee and adopted an Audit and Risk Management Committee Charter to focus on issues relevant to the integrity of the Company's financial reporting.	Complies.
4.2	The Audit Committee should be structured so that it consists of only Non-Executive Directors, a majority of Independent Directors, is chaired by an Independent Chair, who is not a Chair of the Board and have at least 3 members	Members of the Audit and Risk Management Committee are Mr. Kit Chye (chair) and Mr John Girdlestone. Mr. Kit Chye is an Independent Non-Executive Director and is not Chair of the Board. The Audit and Risk Management Committee does not comply with Recommendation 4.2 in that the committee: • does not consist of only Non-Executive Directors; and • does not have at least three members.	Does not comply, however the Board considers that Mr. Kit Chye and Mr John Girdlestone are the most appropriate members to constitute the Audit and Risk Management Committee given their techncical, financial and accounting expertise and knowledge of the industry in which the Company operates within.
4.3	The audit committee should have a formal charter	The Board has adopted an Audit and Risk Management Committee Charter. This charter is available on the Company's website.	Complies.

Principles and Recommendations		Compliance	Comply
4.4	Provide the information indicated in *Guide to reporting on Principle 4*	In accordance with the information suggested in *Guide to Reporting on Principle 2,* this has been disclosed in the company's Prospectus, in the Directors' Report attached to this Corporate Governance Statement and is summarised in this Corporate Governance Statement. The Audit and Risk Management Committee has held 1 meeting and is scheduled to meet every six months. The Audit and Risk Management Committee Charter, and information on procedures (which will be determined by the audit committee) for the selection and appointment of the external auditor, and for the rotation of external audit engagement partners, is available on the Company's website.	Complies
Principle 5 – Make timely and balanced discslosure			
5.1	Establish written policies designed to ensure compliance with ASX Listing Rule disclosure requirements and to ensure accountability at a senior executive level for that compliance and disclose those policies or a summary of those policies	The Company has adopted a Continuous Disclosure Policy, to ensure that it complies with the continuous disclosure regime under the ASX Listing Rules and the Corporations Act 2001. This policy is available on the Company's website.	Complies.
5.2	Provide the information indicated in the *Guide to reporting on Principle 5*	The Company's Continuous Disclosure Policy is available on the Company's website.	Complies.
Principle 6 – Respect the rights of shareholders			
6.1	Design a Communications Policy for promoting effective communication with shareholders and encouraging their participation at general meetings and disclose that policy or a summary of that policy	The Company has adopted a Shareholder Communications Policy. The Company uses its website, annual report and periodic ASX announcements to communicate with its shareholders, as well as encourage particpation at general meetings. This policy is available on the Company's website.	Complies.
6.2	Provide the information indicated in the *Guide to reporting on Principle 6*	The Company has adopted a Shareholder Communications Policy. This policy is available on the Company's website.	Complies.
Principle 7 – Recognise and manage risk			
7.1	Establish policies for the oversight and management of material business risks and disclose a summary of these policies	The Company has adopted a Risk Management Statement within the Audit and Risk Management Committee Charter. The Audit and Risk Management Committee is responsible for managing risk, however ultimate responsibility for risk oversight and risk management rests with the Board. This charter is available on the Company's website and is summarised in this Corporate Governance Statement.	Complies
7.2	The Board should require management to design and implement the risk management and internal control system to manage the company's material business risks and report to it on whether those risks are being managed effectively. The Board should disclose that management has reported to it as to the effectiveness of the company's management of its material business risks.	The Company has identified key risks within the business. In the ordinary course of business, management monitor and mange these risk on a regular basis. A documented risk management framework and risk register that will report the likelihood and consequence of risks within the business will be incorporated within the Company's risk management process by the end of the 2009 calender year.	Complies Planned completion by 31 December 2009
7.3	The Board should disclose whether it has received assurance from the Chief Executive Officer and Chief Financial Officer that the declaration provided in accordance with section 295A of the Corporations Act is founded on a sound system of risk management and internal control and that the system is operating efficiently and effectively in all material respects in relation to the financial reporting risks.	The Board has received a statement from the Chief Executive Officer and Chief Financial Officer that the declaration provided in accordance with section 295A of the Corporations Act is founded on a sound system of risk management and internal control and that the system is operating efficiently and effectively in all material respects in relation to the financial reporting risks.	Complies

Principles and Recommendations		Compliance	Comply
7.4	Provide the information indicated in *Guide to reporting on Principle 7*	The Board has adopted an Audit and Risk Management Committee Charter which includes a risk management statement of the company's policies. This Charter is available on the Company's website and is summarised in this Corporate Governance Statement. The Company has identified key risks within the business and has received a statement of assurance from the Chief Executive Officer and Chief Financial Officer.	Complies
Principle 8 – Remunerate fairly and responsibly			
8.1	The Board should establish a Remuneration Committee	The Board has not established a Remuneration Committee.	Does not comply. Given the structure of the Board, the Board has determined that it will execute the functions of a Remuneration Committee and that a separate Remuneration Committee is unnecessary.
8.2	Clearly distinguish the structure of Non-Executive Directors' remuneration from that of Executive Directors and Senior Executives.	The Company complies with the guidelines for executive remuneration packages and Non-Executive Director remuneration.	Complies.
8.3	Provide the information indicated in the *Guide to reporting on Principle 8*	Although the Board has not established a separate Remuneration Committee, the Board has adopted a Remuneration Charter. This Charter is available on the Company's website and is summarised in this Corporate Governance Statement. In accordance with the information suggested in *Guide to Reporting on Principle 8*, this has been disclosed in the Remuneration Report within the Directors' Report attached to this Corporate Governance Statement and is summarised in this Corporate Governance Statement. The Company does not have any schemes for retirement benefits.	Complies

Rocklands corporate governance practices were in place for the year ended 30 June 2009 and to the date of signing the Directors' Report.

Various corporate governance practices are discussed within this statement. For further information on corporate governance policies adopted by Rocklands, refer to our website:

http://www.rocklandsrichfield.com.au/

BOARD FUNCTIONS

The role of the Board of *Rocklands Richfield Limited* is as follows:

- Representing and serving the interests of shareholders by overseeing and appraising the strategies, policies and performance of the Company. This includes overviewing the financial and human resources the Company has in place to meet its objectives and the review of management performance.
- Protecting and optimising Company performance and building sustainable value for shareholders in accordance with any duties and obligations imposed on the Board by law and the Company's Constitution and within a framework of prudent and effective controls that enable risk to be assessed and managed.
- Responsible for the overall Corporate Governance of Rocklands and its controlled entities, including monitoring the strategic direction of the Company and those entities, formulating goals for management and monitoring the achievement of those goals.
- Setting, reviewing and ensuring compliance with the Company's values (including the establishment and observance of high ethical standards).
- Ensuring shareholders are kept informed of the Company's performance and major developments affecting its state of affairs.

Responsibilities/functions of the Board include:

- selecting, appointing and evaluating from time to time the performance of, determining the remuneration of, and planning for the successor of, the Chief Executive Officer;
- reviewing procedures in place for appointment of senior management and monitoring of its performance, and for succession planning. This includes ratifying the appointment and the removal of the Chief Financial Officer and the Company Secretary;
- input into and final approval of management development of corporate strategy, including setting performance objectives and approving operating budgets;
- reviewing and guiding systems of risk management and internal control and ethical and legal compliance. This includes reviewing procedures in place to identify the main risks associated with the Company's businesses and the implementation of appropriate systems to manage these risks;
- monitoring corporate performance and implementation of strategy and policy;
- approving major capital expenditure, acquisitions and divestitures, and monitoring capital management;
- monitoring and reviewing management processes in place aimed at ensuring the integrity of financial and other reporting;
- monitoring and reviewing policies and processes in place relating to occupational health and safety, compliance with laws, and the maintenance of high ethical standards; and
- performing such other functions as are prescribed by law or are assigned to the Board.
- in carrying out its responsibilities and functions, the Board may delegate any of its powers to a Board committee, a Director, employee or other person subject to ultimate responsibility of the Directors under the Corporations Act.

Matters which are specifically reserved for the Board or its committees, include the following:

- appointment of a Chair;
- appointment and removal of the Chief Executive Officer;
- appointment of Directors to fill a vacancy or as additional Director;
- establishment of Board committees, their membership and delegated authorities;
- approval of dividends;
- development and review of corporate governance principles and policies;
- approval of major capital expenditure, acquisitions and divestitures in excess of authority levels delegated to management;
- calling of meetings of shareholders; and
- any other specific matters nominated by the Board from time to time.

Structure of the Board

The Company's constitution governs the regulation of meetings and proceedings of the Board.

The Board determines the size and composition of the Board, subject to the terms of the constitution. The Board does not believe that it should establish a limit on tenure. While tenure limits can help to ensure that there are fresh ideas and viewpoints available to the Board, they hold the disadvantage of losing the contribution of Directors who have been able to develop, over a period of time, increasing insight in the Company and its operation and, therefore, an increasing contribution to the Board as a whole. It is intended that the Board should comprise a majority of Independent Non-Executive Directors and comprise Directors with a broad range of skills, expertise and experience from a diverse range of backgrounds. It is also intended that the chair should be an Independent Non-Executive Director, however this is not currently the case. The Board regularly reviews the independence of each Director in light of the interests disclosed to the Board.

The Board only considers Directors to be independent where they are independent of management and free of any business or other relationship that could materially interfere with - or could reasonably be perceived to interfere with - the exercise of their unfettered and independent judgement. The Board has adopted a definition of independence based on that set out in the ASX Corporate Governance Council Recommendation 2.1. The Board will review the independence of each Director in light of interests disclosed to the Board from time to time.

In accordance with the definition of independence above, and the materiality thresholds set, the following Directors of Rocklands Richfield Limited are considered to be independent:

Name	Position
Kit Foo Chye	Non-Executive Director

There are procedures in place, agreed by the Board, to enable Directors in carrying out their duties to seek independent professional advice at the Company's expense.

The term in office held by each Director in office at the date of this report is as follows:

Name	Position	Term in Office
Mr Wu Pun Yan	Chairman, Executive Director	Appointed 1 October 2007
Mr John Girdlestone	Executive Director	Appointed 1 October 2007
	Chief Executive Officer	Appointed 4 July 2008
Mr Hung Kwang Hou	Non-Executive Director	Appointed 9 March 2006
Mr Kit Foo Chye	Non-Executive Director	Appointed 13 September 2004
Mr Li Nai San	Non-Executive Director	Appointed 1 October 2008

Further details on each director can be found in the Directors' Report.

SECURITIES TRADING POLICY

Under the Company's Share Trading Policy which sets out guidelines for dealing in securities, a Director or Company employee must not trade in any securities of the Company at any time when they are in possession of unpublished price sensitive or 'inside' information in relation to those securities.

Generally, Directors or Company employees may not buy or sell the Company's securities on the ASX in the period of 30 days preceding:

- the announcement of the half yearly financial results;
- the announcement of annual financial results;
- the holding of a shareholder's meeting,

and ending two days after the end of the day of the announcement of the Company's financial results or the holding of the shareholder's meeting to allow the market to absorb the contents of the announcement (Non-Trading Period).

Directors and employees may receive clearance to deal in the Company's securities on a prescribed financial market during a Non-Trading Period as follows:

- A Director of the Company (including the Chief Executive Officer) must inform and receive approval from the Chairman before undertaking a transaction during a Non-Trading Period;
- the Chairman must obtain approval from the Board before undertaking a transaction during a Non-Trading Period;
- all other employees, including Executives and senior management must inform and receive approval from the Company Secretary before undertaking a transaction during a Non-Trading Period.

As required by the ASX Listing Rules, the Company notifies the ASX of any transaction conducted by Directors in the securities of the Company within five days of the transaction taking place.

AUDIT AND RISK MANAGEMENT COMMITTEE

The Board has established an Audit and Risk Management Committee which operates under a Charter approved by the Board. It is the Board's responsibility to ensure that an effective internal control framework exists within the entity. This includes internal controls to deal with both the effectiveness and efficiency of significant business processes, the safeguarding of assets, the maintenance of proper accounting records, and the reliability of financial information as well as non-financial considerations such as the benchmarking of operational key performance indicators.
The Board has delegated responsibility for establishing and maintaining a framework of internal control and ethical standards to the Audit and Risk Management Committee.

The Committee also provides the Board with additional assurance regarding the reliability of financial information for inclusion in the financial reports.

The members of the Audit and Risk Management Committee during the year were:

Mr Kit Foo Chye – Independent Non-Executive Director

Mr Zhao Dening – Independent Non-Executive Director (ceased 1 October 2008)

Mr John Girdlestone – Executive Director and Chief Executive Officer

Details of the number of meetings of the Audit and Risk Management Committee that were held during the year are in the Directors' Report.

RISK

The responsibility of overseeing risk falls within the charter of the Audit and Risk Management Committee. The Company has adopted a risk management statement and has identified key business risks within the Company.

The Company continuously undertakes a risk assessment of the Company's operations, procedures and processes. The risk assessment is aimed at identifying the following:

- a culture of risk control and the minimisation of risk throughout the Company, which is being done through natural or instinctive process by employees of the Company;
- a culture of risk control that can easily identify risks as they arise an amend practices;
- the installation of practices and procedures in all areas of the business that are designed to minimise an event or incident that could have a financial or other effect on the business and its day-to-day management; and
- adoption of these practices and procedures to minimise many of the standard commercial risks, i.e. taking out the appropriate insurance polices, or ensuring compliance reporting is up to date.

CEO AND CFO CERTIFICATION

The Chief Executive Officer and Chief Financial Officer have provided a written statement to the Board that in their view:

- the Company's financial report is founded on a sound system of risk management and internal compliance and control which implements the financial policies adopted by the Board; and
- the Company's risk management and internal compliance and control system is operating effectively in all material respects.

PERFORMANCE

The performance of the Board and key executives is reviewed regularly using both measurable and qualitative indicators.

REMUNERATION

It is the Company's objective to provide maximum stakeholder benefit from the retention of a high quality Board and executive team by remunerating Directors and key executives fairly and appropriately. To assist in achieving this objective, the Board links the nature and amount of Executive Directors' and officers' remuneration to the Company's financial and operational performance. The expected outcomes of the remuneration structure are:

- retention and motivation of key executives;
- attraction of high quality management to the Company; and
- performance incentives that allow executives to share in the success of Rocklands.

For a more comprehensive explanation of the Company's remuneration framework and the remuneration received by Directors and key executives in the current period, please refer to the Remuneration Report, which is contained within the Directors' Report.

There is no scheme to provide retirement benefits to either Executive or Non-Executive Directors.

The Board is responsible for determining and reviewing compensation arrangements for the Directors themselves and the Chief Executive Officer and the executive team.

CONSOLIDATED INCOME STATEMENT

FOR THE YEAR ENDED 30 JUNE 2009

		Consolidated Group		Parent Entity	
	Note	**2009**	2008	**2009**	2008
		$	$	**$**	$
Continuing Operations					
Revenue	2	**109,136,060**	125,602,505	**-**	-
Other Income	2	**434,013**	12,201,002	**102,514**	145,043
Raw material and consumables used		**(109,967,937)**	(101,614,460)	**-**	-
Employee Benefits Expense		**(5,901,987)**	(4,516,913)	**(266,391)**	(523,290)
Depreciation and Amortisation Expense		**(3,344,793)**	(2,555,523)	**(12,890)**	(724)
Finance Costs	3	**(1,407,924)**	(1,558,514)	**-**	-
General and Administration Expense		**(5,029,347)**	(3,160,207)	**(1,781,819)**	(1,102,840)
Profit/(Loss) Before Income Tax		**(16,081,915)**	24,397,890	**(1,958,586)**	(1,481,811)
Income Tax Recovery/(Expenses)		**510,431**	(406,431)	**-**	-
(Profit)/Loss Attributable to Minority Interest		**11,557**	(5,489)	**-**	-
Profit/(Loss) Attributable to Members Of the Parent Entity		**(15,559,927)**	23,985,971	**(1,958,586)**	(1,481,811)
Basic earnings per share	7	**($0.06)**	$0.15		
Diluted earnings per share	7	**($0.05)**	$0.10		
Dividends Per Share (cents)		**N/A**	N/A		

The accompanying notes form part of these financial statements.

CONSOLIDATED BALANCE SHEET

FOR THE YEAR ENDED 30 JUNE 2009

		Consolidated Group		Parent Entity	
	Note	**2009**	2008	**2009**	2008
		$	$	**$**	$
CURRENT ASSETS					
Cash and Cash Equivalents	8	**11,999,497**	6,745,906	**30,083**	506
Trade Receivables and other receivables	9	**24,991,304**	16,015,069	**14,415**	104,201
Other Financial Assets	10	**226,146**	202,516	**4,058,023**	3,858,143
Inventories	11	**3,105,968**	7,120,136	**-**	-
TOTAL CURRENT ASSETS		**40,322,915**	30,083,627	**4,102,521**	3,962,850
NON-CURRENT ASSETS					
Property, Plant and Equipment	12	**34,708,530**	30,296,563	**51,567**	-
Prepaid Land Use Rights	14	**8,500,719**	7,389,802	**-**	-
Exploration and Evaluation Assets	15	**5,097,092**	4,694,906	**659,805**	472,821
Intangible Assets	13	**29,540,218**	27,638,373	**-**	-
Other Financial Assets	10	**-**	-	**59,811,398**	59,811,398
TOTAL NON-CURRENT ASSETS		**77,846,559**	70,019,644	**60,522,770**	60,284,219
TOTAL ASSETS		**118,169,474**	100,103,271	**64,625,291**	64,247,069
CURRENT LIABILITIES					
Trade and other payables	16	**38,819,813**	21,925,563	**208,837**	272,220
Financial Liabilities	17	**4,382,643**	5,481,071	**-**	-
Current tax	28	**-**	152,015	**-**	-
Provision for Employee Benefit	18	**9,231**	20,735	**9,231**	9,231
TOTAL CURRENT LIABILITIES		**43,211,687**	27,579,384	**218,068**	281,451
NON-CURRENT LIABILITES					
Trade and other payables	16	**151,679**	147,119	**-**	-
Financial Liabilities	17	**16,954,461**	9,553,700	**8,812,775**	7,212,584
Deferred Tax	4(d)	**1,285,431**	1,081,348	**-**	-
TOTAL NON-CURENT LIABILITES		**18,391,571**	10,782,167	**8,812,775**	7,212,584
TOTAL LIABILITIES		**61,603,258**	38,361,551	**9,030,843**	7,494,035
NET ASSETS		**56,566,216**	61,741,720	**55,594,448**	56,753,034
EQUITY					
Issued Capital	19	**23,644,120**	22,844,120	**55,272,431**	41,672,431
Reserves	20	**10,728,797**	1,172,453	**10,515,534**	23,315,534
Retained Earnings/(Accumulated losses)		**21,614,043**	37,173,970	**(10,193,517)**	(8,234,931)
Minority Interests		**579,256**	551,177	**-**	-
TOTAL EQUITY		**56,566,216**	61,741,720	**55,594,448**	56,753,034

The accompanying notes form part of these financial statements.

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED 30 JUNE 2009

	Ordinary Shares	Retained earnings	Foreign Exchange Reserve	Option Reserve	Minority Interest	Total
	$	$	$	$		$
Consolidated Group						
Balance at 1 July 2007	**16,108**	**14,459,756**	**1,228,309**	**-**	**-**	**15,704,173**
Profit attributable to members	-	23,985,971	-	-	-	23,985,971
Pre-acquisition profit distribution	-	(1,271,758)	-	-	-	(1,271,758)
Share Issued during the period	22,848,080	-	-	-	-	22,848,080
Foreign exchange movement	-	-	(260,391)	-	-	(260,391)
Issue of Options	-	-	-	204,535	-	204,535
Transaction Costs	(20,068)	-	-	-	-	(20,068)
Sub-total	22,844,120	37,173,969	967,918	204,535	-	61,190,542
Minority Interests	-	-	-	-	551,177	551,177
Balance at 30 June 2008	**22,844,120**	**37,173,969**	**967,918**	**204,535**	**551,177**	**67,741,719**
Profit/(Loss) attributable to members	**-**	**(15,559,927)**	**-**	**-**	**(11,557)**	**(15,571,484)**
Additional contribution from members	**-**	**-**	**-**	**-**	**39,631**	**39,631**
Foreign exchange movement	**-**	**-**	**9,556,345**	**-**	**5**	**9,556,350**
Issue of Shares						
Exercise of convertible notes	**800,000**	**-**	**-**	**-**	**-**	**800,000**
Balance at 30 June 2009	23,644,120	21,614,042	10,524,263	204,535	579,256	56,566,216
Parent Entity						
Balance at 1 July 2007	**14,119,165**	**(6,753,120)**	**-**	**-**	**-**	**7,366,045**
Loss for the year ended 30 June 2008	-	(1,481,811)	-	-	-	(1,481,811)
Shares Issued during the period	27,573,334	-	-	-	-	27,573,334
Issue of Options	-	-	-	10,515,534	-	10,515,534
Performance Share Reserve	-	-	-	12,800,000	-	12,800,000
Transactions Costs	(20,068)	-	-	-	-	(20,068)
Balance at 30 June 2008	**41,672,431**	**(8,234,931)**	**-**	**23,315,534**	**-**	**56,753,034**
Loss for the year ended 30 June 2009	**-**	**(1,958,586)**	**-**	**-**	**-**	**(1,958,586)**
Issue of Shares						
Performance Share issued	**12,800,000**	**-**	**-**	**(12,800,000)**	**-**	**-**
Exercise of convertible notes	**800,000**	**-**	**-**	**-**	**-**	**800,000**
Balance at 30 June 2009	**55,272,431**	**(10,193,517)**	**-**	**10,515,534**	**-**	**55,594,448**

The accompanying notes form part of these financial statements.

CONSOLIDATED CASH FLOW STATEMENT

FOR THE YEAR ENDED 30 JUNE 2009

		Consolidated Group		Parent Entity	
	Note	**2009**	2008	**2009**	2008
		$	$	**$**	$
CASH FLOW FROM OPERATING ACTIVITIES					
Revenue received		**103,267,757**	117,823,553	**-**	-
Interest received		**13,221**	48,969	**485**	8,843
Payment to Supplier & Employees		**(113,500,586)**	(107,809,063)	**(594,778)**	(1,040,055)
Finance Costs		**(1,407,857)**	(1,545,542)	**-**	-
Income Tax Paid		**(333,692)**	(734,309)	**-**	-
Net Cash provided by (used in) Operating Activities		**(11,961,157)**	7,783,608	**(594,293)**	(1,031,212)
CASH FLOWS FROM INVESTING ACTIVITIES					
Purchase of Property, Plant & Equipment		**(1,512,100)**	(1,992,892)	**(64,457)**	-
Proceeds from Sale of Property, Plant & Equipment			35,327	**-**	-
Exploration expenditure		**(423,527)**	(709,963)	**(186,984)**	(66,846)
Loans to subsidiaries		**-**	-	**(199,879)**	(672,725)
Acquisition of interest in controlled entities net of cash acquired		**-**	1,210,039	**-**	(1,893,096)
Net Cash (used in) Investing activities		**(1,935,627)**	(1,457,489)	**(451,320)**	(2,632,667)
CASH FLOWS FROM FINANCIING ACTIVITIES					
Finance under bills payable		**14,783,972**	-	**-**	-
Drawdown of borrowings		**9,562,065**	1,081,062	**-**	-
Repayment of borrowings		**(7,641,814)**	(635,645)	**-**	-
Distribution of pre-acquisition profit		**-**	(1,271,764)	**-**	-
Cost of Share Issue		**-**	(20,000)	**-**	(20,000)
Loans and advances from related party		**2,162,762**	(202,516)	**-**	(202,516)
Loans from subsidiaries		**-**	-	**1,075,191**	537,584
Net Cash provided by (used in) Financing activities		**18,866,985**	(1,048,863)	**1,075,191**	315,068
Net increase/(decrease) in Cash Held		**4,970,201**	5,277,256	**29,578**	(3,348,811)
Effect of exchange translation		**283,390**	1,055,601	**-**	-
Cash at Beginning of Financial Year		**6,745,906**	413,049	**506**	3,349,317
Cash at end of Financial Year		**11,999,497**	6,745,906	**30,084**	506

The accompanying notes form part of these financial statements.

Note 1 Statement of Significant Accounting Policies

The financial report is a general purpose financial report that has been prepared in accordance with Australian Accounting Standards, including Australian Accounting Interpretations, other authoritative pronouncements of the Australian Accounting Standards Board and the Corporations Act 2001.

The financial report covers the consolidated group of Rocklands Richfield Limited and controlled entities, and Rocklands Richfield Limited as an individual parent entity. Rocklands Richfield Limited is a listed public company, incorporated and domiciled in Australia.

The financial report of Rocklands Richfield Limited and controlled entities, and Rocklands Richfield Limited as an individual parent entity comply with the Australian Equivalents to the International Financial Reporting Standards (A-IFRS) in their entirety.

The following is a summary of the accounting policies adopted by the consolidated group in the preparation of the financial report. The accounting policies have been consistently applied, unless otherwise stated.

BASIS OF PREPARATION

The accounting policies set out below have been consistently applied to all years presented.

Reporting Basis and Conventions

The financial report has been prepared on an accruals basis and is based on historical costs modified by the revaluation of selected non-current assets, financial assets and financial liabilities for which the fair value basis of accounting has been applied.

ACCOUNTING POLICIES

(a) Principles of Consolidation

A controlled entity is any entity which Rocklands Richfield Limited has the power to control the financial and operating policies so as to obtain benefits from its activities.

A list of controlled entities is contained in Note 22 to the financial statements. All controlled entities have a June financial year-end.

All inter-company balances and transactions between entities in the consolidated group, including any unrealised profits or losses, have been eliminated on consolidation. Accounting policies of subsidiaries have been changed where necessary to ensure consistencies with those policies by the parent entity.

Where controlled entities have been entered or left the consolidated group during the year, their operating results have been included/excluded from the date control was obtained or until the date control ceased.

Minority equity interests in the equity and results of the entities that are controlled are shown as a separate item in the consolidated financial report.

Rocklands Richfield Limited acquired 100% of China based company China Coke & Chemicals Limited on September 30, 2007. The acquisition was implemented by way of issuing shares of Rocklands Richfield Limited to shareholders of China Coke & Chemicals Limited. The issue of shares resulted in China Coke & Chemicals Limited shareholders holding a majority shareholding in Rocklands Richfield Limited. Thus, this transaction has been accounted as reverse acquisition in accordance with AASB 3 – Business Combinations and the consolidated account represent a continuation of China Coke & Chemicals Limited rather than that of Rocklands Richfield Limited. For other purposes, including entitlement to dividends, Rocklands Richfield Limited remains the parent company of the combined Group.

Reverse acquisition accounting applies only to the consolidated financial statements. The parent entity financial statements are those of Rocklands Richfield Limited.

Reverse acquisition accounting applies only to the business combination transactions at the acquisition date and does not apply to transactions after the reverse acquisition date.

(b) Business Combinations

Acquisition of subsidiaries and businesses are accounted for using the purchase method. The cost of the business combination is measured as the aggregate of the fair values (at the date of exchange) of assets given, liabilities incurred or assumed, and equity instruments issued by the Group in exchange for control of the acquiree, plus any costs directly attributable to the business combination. The acquiree's identifiable assets, liabilities and contingent liabilities that meet the conditions for recognition under AASB 3 'Business Combinations' are recognised at their fair values at the acquisition date, except for non-current asset (or disposal group) that are classified as held for sale in accordance with AASB 5 'Non-current Assets Held for Sale and Discontinued Operations', which are recognised and measured at fair value less costs to sell.

Goodwill arising on acquisition is recognised as an asset and initially measured at cost, being the excess of the cost of the business combination over the Group's interest in the net fair value of the identifiable assets, liabilities and contingent liabilities recognised. If, after reassessment, the Group's interest in the net fair value of the acquiree's identifiable assets, liabilities and contingent liabilities exceeds the cost of the business combination, the excess is recognised immediately in profit or loss.

Note 1 Statement of Significant Accounting Policies (Continued)

(b) Business Combinations (continued)

The interest of minority shareholders in the acquiree is initially measured at the minority's proportion of the net fair value of the assets, liabilities and contingent liabilities recognised.

Where settlement of any part of cash consideration is deferred, the amounts payable in the future are discounted to their present value as at the date of exchange. The discount rate used is the entity's incremental borrowing rate, being the rate at which a similar borrowing could be obtained from an independent financier under comparable terms and conditions.

The fair value adjustments from acquisition and its cost, retained earnings and equity structure at June 30, 2008 and the results for the year then ended resulting from the reverse accounting treatment to the consolidation financial statements have been fully described in the previous year report ; relevant figures applicable to those items were carried forward to the current year.

(c) Going Concern

Although the accounts reflect a deficiency of working capital of $2,888,772 the accounts have, for the following reasons, been prepared on going concern basis:

- Loans of RMB13 million (A$2.34 million) from the Group's bankers in China that will expire in September 2009 have been refinanced for another year to September, 2010.
- Advance payments of RMB9 million (A$1.62 million) from customers securing future coal deliveries are recorded in the accounts as current liabilities. It is expected that these coal delivery transactions will proceed and be dealt with in the normal course of business and accordingly there would be no requirement to repay these fund.

(d) Income Tax

Current Tax

Current tax is calculated by reference to the amount of income taxes payable or recoverable in respect of the taxable profit or loss for the period. It is calculated using tax rates and tax laws that have been enacted or substantively enacted by reporting date. Current tax for current and prior periods is recognised as a liability (or asset) to the extent that is unpaid or (refundable).

Deferred Tax

Deferred tax is accounted for using the balance sheet liability method. Temporary differences are differences between the tax base of an asset or liability and its carrying amount in the balance sheet. The tax base of an asset or liability is the amount attributable to that asset or liability for tax purposes.

In principle, deferred tax liabilities are recognised for all taxable temporary differences. Deferred tax assets are recognised to the extent that it is probable that sufficient taxable amounts will be available against which deductible temporary differences or unused tax losses and tax offsets can be utilised. However, deferred tax assets and liabilities are not recognised if the temporary differences giving rise to them arise from the initial recognition of assets and liabilities (other than as a result of a business combination) which affects neither taxable income nor accounting profit. Furthermore, a deferred tax liability is not recognised in relation to taxable temporary differences arising from the initial recognition of goodwill.

Deferred tax liabilities are recognised for taxable temporary differences associated with investments in subsidiaries, branches and associates, and interests in joint venture except where the Group is able to control the reversal of the temporary differences and it is probable that the temporary differences will not reverse in the foreseeable future. Deferred tax assets arising from deductible temporary differences associated with these investments and interests are only recognised to the extent that it is probable that there will be sufficient taxable profits against which to utilise the benefits of the temporary differences and they are expected to reverse in the foreseeable future.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply to the period(s) when the asset and liability giving rise to them are realised or settled, based on tax rates (and tax laws) that have been enacted or substantively enacted by reporting date. The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Group expects, at the reporting date, to recover or settle the carrying amount of is assets and liabilities.

Deferred Tax

Deferred tax assets and liabilities are offset when they relate to income taxes levied by the same taxation authority and the Group intends to settle its current tax assets and liabilities on a net basis.

Current and deferred tax for the period

Current and deferred tax is recognised as an expense or income in the income statement, except when it relates to items credited or debited directly to equity, in which case the deferred tax is also recognised directly in equity, or where it arises from the initial accounting for a business combination, in which case it is taken into account in the determination of goodwill or excess.

Tax Consolidation

Rocklands Richfield Limited and its wholly owned Australian subsidiaries have not formed an income tax consolidated group under tax consolidation legislation.

Note 1 Statement of Significant Accounting Policies (Continued)

(e) Inventories

Inventories are measured at the lower of cost and net realisable value. The cost of production of coke and other by-products includes direct materials, direct labour and an appropriate portion of variable and fixed overheads. The cost of raw materials are determined on the first-in-first-out basis and comprises the original cost of purchase plus cost of bringing inventories to their present location and condition.

(f) Plant and Equipment

Each class of plant and equipment is carried at cost or fair value less, where applicable, any accumulated depreciation and impairment losses.

Plant and Equipment

Plant and equipment are measured on the cost basis. The carrying amount of plant and equipment is reviewed annually by directors to ensure it is not in excess of the recoverable amount from these assets. The recoverable amount is assessed on the basis of the expected net cash flows that will be received from the assets employment and subsequent disposal. The expected net cash flows have been discounted to their present values in determining recoverable amounts.

Construction work in progress is valued at cost, which includes both variable and fixed costs relating to specific contracts and those costs that are attributable to the contract activity in general and that can be allocated on a reasonable basis.

The cost of fixed assets constructed within the consolidated group includes the cost of materials, direct labour, borrowing costs and an appropriate proportion of fixed and variable overheads. Subsequent costs are included in the asset's carrying amount or recognised as a separate assets, as appropriate, only when it is probable that the future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably. All other repairs and maintenance are charged to the income statement during the financial period in which they are incurred.

Increases in the carrying amount arising on revaluation of land and building are credited to a revaluation reserve in equity. Decreases that offset previous increases of the same asset are charged against fair value reserves directly in equity; all other decreases are charged to the income statement. Each year the difference between depreciation based on the revalued carrying amount of the asset charged to the income statement and depreciation based on the assets original cost is transferred from the revaluation reserve to retained earnings.

Depreciation

The depreciable amount of all plant and equipment is depreciated on a straight-line basis over their useful lives to the consolidated group commencing from the time the asset is held ready for use. Leasehold improvements are depreciated over the shorter of either the unexpired period of the lease or the estimated useful lives of the improvements.

The annual depreciation rates used for each class of depreciable assets are :

Class of Plant and Equipment	*Depreciation Rate*
Plant and equipment	10%
Buildings	5%
Motor Vehicle	20%
Electrical equipment	20%

The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at each balance sheet date. An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount.

Gains and losses on disposals are determined by comparing proceeds with the carrying amount. These gains and losses are included in the income statement. When revalued assets are sold, amounts included in the revaluation reserve relating to that asset are transferred to retained earnings.

(g) Exploration and Evaluation

Exploration and evaluation expenditures in relation to each separate area of interest are recognised as an exploration and evaluation assets in the year in which they are incurred where the following conditions are satisfied :

(i) The rights to tenure of the area of interest are current; and

(ii) at least one of the following conditions is also met :

a. the exploration and evaluation expenditures are expected to be recouped through successful development and exploration of the area of interest, or alternatively, by its sale; or

b. exploration and evaluation activities in the area of interest have not at the reporting date reached a stage which permits a reasonable assessment, of the existence or otherwise of economically recoverable reserves, and active and significant operations in, or in relation to, the area of interest is continuing.

Exploration and valuation assets are initially measured at cost and include acquisition of rights to explore, studies, exploratory drilling, trenching and sampling and associated activities and an allocation of depreciation and amortisation of assets used in exploration and evaluation activities. General and administrative costs are only included in the measurement or exploration and evaluation costs where they are related directly to operation activities in a particular area of interest.

Note 1 Statement of Significant Accounting Policies (Continued)

(g) Exploration and Evaluation (continued)

Exploration and evaluation assets are assessed for impairment when facts and circumstances suggest that their carrying amount of an exploration and evaluation asset may exceed its recoverable amount. The recoverable amount of the exploration and evaluation asset (or the cash-generating unit(s) to which it has been allocated, being no larger than the relevant area of interest) is estimated to determine the extent of the impairment loss (if any). Where an impairment loss subsequently reverses, the carrying amount of the asset is increased to the revised estimate of its recoverable amount, but only to the extent that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset in previous years.

Where a decision is made to proceed with development in respect of a particular area of interest, the relevant exploration and evaluation asset is tested for impairment and the balance is then reclassified to development.

(h) Provision for Restoration and Rehabilitation

A provision for restoration and rehabilitation is recognised when there is a present obligation as a result of exploration and development activities undertaken, it is probable that an outflow of economic benefits will be required to settle the obligation, and the amount of the provision can be measured reliably. The estimated future obligations include the costs of removing facilities, abandoning sites and restoring the affected areas.

The provision for future restoration costs is the best estimate of the present value of the expenditure required to settle the restoration obligation at the reporting date. Future restoration costs are reviewed annually and any changes in the estimate are reflected in the present value of the restoration provision at each reporting date.

The initial estimate of the restoration and rehabilitation provision relating to exploration development is capitalised into the cost of the related asset and amortised on the same basis as the related asset, unless the present obligation arises from the production of inventory in the period, in which case the amount is included in the cost of production for the period.

Changes in the estimate of the provision for restoration and rehabilitation are treated in the same manner, except that the unwinding of the effect of discounting on the provision is recognised as a finance cost rather than being capitalised into the cost of related assets.

(i) Financial Instruments

Recognition and Initial Measurement

Financial instruments, incorporating financial assets and financial liabilities, are recognised when the entity becomes a party to the contractual provisions of the instrument. Trade date accounting is adopted for financial assets that are delivered within timeframes established by marketplace convention.

Financial instruments are initially measured at fair value plus transactions costs where the instruments is not classified as at fair value through profit or loss. Transaction costs related to instruments classified as at fair value through profit or loss are expensed to profit or loss immediately. Financial instruments are classified and measured as set out below, Subsequent to initial recognition, investments in subsidiaries are measured at cost in the company financial statements.

Derecognition

Financial assets are derecognised where the contractual rights to receipt of cash flows expires or the asset is transferred to another party whereby the entity no longer has any significant continuing involvement in the risks and benefits associated with the asset. Financial liabilities are derecognised where the related obligations are either discharged, cancelled or expire. The difference between the carrying value of the financial liability extinguished or transferred to another party and the fair value of consideration paid, including the transfer of non-cash assets or liabilities assumed, is recognised in profit or loss.

Classification and Subsequent Measurement

(i) Financial assets at fair value through profit or loss

Financial assets are classified at fair value through profit or loss when they are held for trading for the purpose of short term profit taking, where they are derivatives not held for hedging purposes, or designated as such to avoid an accounting mismatch or to enable performance evaluation where a group of financial assets is managed by key management personnel on a fair value basis in accordance with a documented risk management or investment strategy. Realised and unrealised gains and losses arising from changes in fair value are included in profit or loss in the period in which they are arise.

(ii) Loans and receivables

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market and are subsequently measured at amortised cost using the effective interest rate method.

(iii) Held-to-maturity investments

Held-to-maturity investments are non-derivative financial assets that have fixed maturities and fixed or determinable payments, and it is the group's intention to hold these investments to maturity. They are subsequently measured at amortised cost using the effective rate of interest.

(iv) Available –for-sale financial assets

Available-for-sale financial assets are non-derivative financial assets that are either designated as such or that are not classified in any if the other categories. They comprise investments in the equity of other entities where there is neither a fixed maturity nor fixed or determinable payments.

(v) Financial Liabilities

Non-derivative financial liabilities (excluding financial guarantees) are subsequently measured at amortised cost using the effective interest rate method.

Note 1 Statement of Significant Accounting Policies (Continued)

(i) Financial Instruments (continued)

Fair value

Fair value is determined based on current bid prices for all quoted investments. Valuation techniques are applied to determine the fair value for all unlisted securities, including recent arms length transactions, reference to similar instruments and option pricing models.

Impairment

At each reporting date, the group assess whether there is objective evidence that a financial instrument has been impaired. In the case of available-for-sale financial instruments, a prolonged decline in the value of the instrument is considered to determine whether impairment has arisen. Impairment losses are recognised in the income statement.

At each reporting date, the group reviews the carrying values of its tangible and intangible assets to determine whether there is any indication that those assets have been impaired. If such an indication exists, the recoverable amount of the asset, being the higher of the asset's fair value less costs to sell and value in use, is compared to the assets carrying value. Any excess of the asset's carrying value over its recoverable amount is expensed to the income statement.

Impairment testing is performed annually for goodwill and intangible assets with indefinite lives. Where it is not possible to estimate the recoverable amount of an individual asset, the group estimates the recoverable amount of the cash-generating unit to which the assets belongs.

Financial Guarantees

Where material, financial guarantees issued, which require the issuer to make specified payments to reimburse the holder for a loss it incurs because a specified debtor fails to make payment when due, are recognised as a financial liability at fair value on initial recognition.

The guarantee is subsequently measured at the higher of the best estimate of the obligation and the amount initially recognised less, when appropriate, cumulative amortisation in accordance with AASB 118: Revenue. Where the entity gives guarantees in exchange for a fee, revenue is recognised under AASB 118.

The fair value of financial guarantee contracts has been assessed using a probability weighted discounted cash flow approach. The probabilities has been based on:

- The likelihood of the guaranteed party defaulting in a year period;

- The proportion of the exposure that is not expected to be recovered due to the guaranteed party defaulting; and

- The maximum loss exposed if the guaranteed party were to default.

(j) Leases

Leases of fixed assets where substantially all the risks and benefits incidental to ownership of the asset but not the legal ownership that is transferred to entities in the consolidated group, are classified as finance leases.

Lease payments for operating leases where substantially all the risks and benefits remain with lessor, are charged as expenses in the periods in which they are incurred.

(k) Interests in Joint Venture

The consolidated group's share of assets, liabilities, revenue and expense of joint venture operations are included in the appropriate items of the consolidated financial statements.

The consolidated group's interests in joint venture entities are brought to account using the equity method accounting in the consolidated financial statements. The parent entity's interests in joint venture entities are brought to account using the cost method.

(l) Intangible

Acquired both separately and from business combination

Intangible assets acquired separately are capitalised at cost and from a business combination are capitalised at fair value as at the date of acquisition. Following initial recognition, the cost model is applied to the class of intangible assets.

The useful lives of these intangible assets are assessed to be either finite or indefinite. Where amortisation is charged on assets with finite lives, this expense is taken to expense category in the income statement which is consistent with the nature of the intangible asset.

Intangible assets are tested for impairment where an indicator of impairment exists. Useful lives are also examined on an annual basis and adjustments, where applicable, are made on a prospective basis.

Mining Agreements are considered to have an indefinite useful life.

Development costs have a finite life and are amortised on a systematic basis matched to the future economic benefits over the useful life of the project.

Goodwill arising on acquisition or on consolidation is initially recorded at the amount by which the purchase price for a business combination exceeds the fair value attributed to the interest in the net fair value of identifiable assets, liabilities and contingent liabilities at date of acquisition. Goodwill on acquisition of subsidiaries is included in intangible assets. Goodwill is tested annually for impairment and carried at cost less accumulated impairment losses.

Note 1 Statement of Significant Accounting Policies (Continued)

(m) Foreign Currency Transactions and Balances

Functional and Presentation Currency

The functional currency of each of the group's entities is determined using the currency of the primary economic environment in which that entity operates. The consolidated financial statements are presented in Australian dollars which is the legal parent entity's functional and presentation currency.

Transactions and Balances

Foreign currency transactions are translated into functional currency using the exchange rates prevailing at the date of the transaction. Foreign currency monetary items are translated at the year-end exchange rate. Non-monetary items are measured at historical cost continue to be carried at the exchange rate at the date of the transaction. Non-monetary items measured at fair value are reported at the exchange rate at the date when fair value were determined.

Exchange differences arising on the translation of monetary items are recognised in the income statement, except where deferred in equity as a qualifying cash flow or net investment hedge.

Exchange difference arising on the translation of monetary items are recognised directly in equity to the extent that the gain or loss is directly recognised in equity, otherwise the exchange difference is recognised in the income statement.

Foreign Operations

Exchange differences arising on the translation of the foreign operations are transferred to the group's foreign currency translation reserve in the balance sheet. These differences are recognised in the income statement in the periods in which the operation is disposed.

The financial results and position of foreign operations whose functional currency is different from the group's presentation currency are translated as follows :

- Assets and liabilities are translated at year-end exchange rates prevailing at that reporting date;
- Income and expenses are translated at average exchange rates for the period ; and
- Retained earnings are translated at the exchange rates prevailing at the date of the transaction.

(n) Employee Benefits

A liability is recognised for employee benefits arising from services rendered by employees to balance sheet date. Employee benefits that are expected to be settled within one year have been measured at the amounts expected to be paid when the liability is settled, plus related on-costs.

Employee benefits payable later than one year have been measured at the present value of the estimated future cash outflows to be made for those benefits.

Defined Contributions Plan

Contributions to defined contribution superannuation plans are expensed when incurred.

Equity-settled compensation

The group operates a share-based option scheme. The fair value of the equity to which employees become entitled is measured at grant date and recognised as an expense over the vesting period, with corresponding increase to an equity account. The fair value of options is ascertained using a Black-Scholes pricing models which incorporates all market vesting conditions. (refer to Note 20), and excludes options issued on business combinations.

Provisions

Provisions are recognised when the group has a legal or constructive obligation, as a result of past events, for which it is probable that an outflow of economic benefits will result and that outflow can be reliably measured.

(o) Convertible Notes

Convertible notes are reviewed for fair value by comparing the exercise price of the note to the closing share trading price of the company as at balance sheet date.

(p) Cash and Cash Equivalents

Cash and cash equivalents include cash on hand, deposits held at call with banks, other short-term highly liquid investments with original maturities of three months or less, and bank overdrafts. Bank overdrafts are shown within short-term borrowings in current liabilities on the balance sheet.

(q) Revenue

Revenue from the sale of goods is recognised at the point of delivery as this corresponds to the transfer of significant risk and rewards ownership of the goods and the cessation of all involvement in the goods. Interest revenue is recognised on a proportional basis taking into account the effective interest rates applicable to the financial assets.

Revenue from the rendering of service is recognised upon the delivery of the service to the customers. All revenue is stated net of the amount of goods and services tax (GST).

Note 1 Statement of Significant Accounting Policies (Continued)

(r) Borrowing Costs

Borrowing costs directly attributable to the acquisition, construction or production of assets that necessarily take a substantial period of time to prepare for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale.

All other borrowing costs are recognised in income in the period in which they are incurred.

(s) Goods and Services Tax (GST)

Revenues, expenses and assets are recognised net of the amount of GST, except where the amount of GST incurred is not recoverable from the Australian Tax Office. In these circumstances the GST is recognised as part of the cost of acquisition of the asset or as part of an item of the expense.

Receivables and payables in the balance sheet are shown inclusive of GST.

Cash flows are presented in the cash flow statement on a gross basis, except for the GST component of investing and financing activities, which are disclosed as operating cash flows.

(t) Comparative Figures

When required by Accounting Standards, comparative figures have been adjusted to conform to changes in presentation for the current financial year.

(u) Adoption of New and Revised Accounting Standards

The AASB has issued new, revised and amended standards and interpretations that have mandatory application dates for future reporting periods. The Australian Accounting Standards and Interpretations that have recently been issued or amended but are not yet effective have not been adopted by the Group for the annual reporting period ending 30 June 2009. Relevant statements are outlined below:

- AASB 8 Operating Segments and AASB 2007-3 Amendments to Australian Accounting Standards arising from AASB 8 are effective for reporting periods commencing on or after 1 January 2009. AASB 8 will result in a significant change in the approach to segment reporting as it requires adoption of a "management approach" to reporting on the financial performance. The information being reported will be based on what the key decision-makers use internally for evaluating segment performance and deciding how to allocate resources to operating segments. The Group has decided not to early adopt AASB 8. Application of AASB 8 may result in different segments, segment results and different type of information being reported in the segment note of the financial report. However, it will not affect any of the amounts recognised in the financial statements.
- Revised AASB 101 presentation of Financial Statements: Revision and amendments to Australian Accounting Standards AASB 101, redefines the composition of financial statements including the inclusion of a statement of comprehensive income. The revised standard does not change the recognition, measurement or disclosure of transactions and events that are required by other AASB's except the requirement for those fair value gains and losses previously presented on the consolidated statement of changes in equity to be presented in a new consolidated statement of comprehensive income. Accordingly relevant prior year figures will be restated if required.
- Revised AASB 123 borrowing costs and AASB 2007-6 Amendments to Australian Accounting
- AASB interpretation 13 Customer Loyalty Programmes addresses the accounting by entities that operated, or otherwise participate in, customer loyalty programmes for their customers. It relates to customer loyalty programmes under which the customers can redeem credits for awards such as free or discounted goods or services. AASB interpretation 13 had no material effect on how the results and financial position for the current or prior period have been prepared and presented. Accordingly, no prior period adjustment is required.
- Revised AASB 3 Business Combinations (Amended) changes the way in which an entity will account for business combinations. The key changes include: the immediate expensing of all transaction costs; measurement of contingent consideration at acquisition date with subsequent changes through the income statement; measurement of non controlling (minority) interests at fair value of the proportionate share of the fair value of the underlying net assets. The required standard becomes mandatory for the Group's 30 June 2010 financial statements. This standard is applicable prospectively and will only affect relevant transactions and consolidations occurring from date of application.

Note 1 Statement of Significant Accounting Policies (Continued)

(v) Critical accounting estimates and judgments

The directors evaluate estimates and judgments incorporated into the financial report based on historical knowledge and best available current information. Estimates assume a reasonable expectation of future events and are based on current trends and economic data, obtained both externally and within the group. Where it is not possible to estimate the recoverable amount of an individual asset, the group estimates the recoverable amount of the cash generating unit to which the asset belongs.

Key Estimates – Impairment

The group assesses impairment at each reporting date by evaluating conditions specific to the group that may lead to impairment of assets. Where an impairment trigger exists, the recoverable amount of the asset is determined. Value-in-use calculations performed in assessing recoverable amounts incorporate a number of key estimates. Impairment testing is performed annually for goodwill and intangible assets with indefinite lives. The company considers both the projected coal production from its Queensland leases and projected cash flow from sale of coke produced from the coke production facility in China. No impairment has been recognised in respect of goodwill for the year ended 30 June 2009. The future economic value of extracting and sale of coal from the company's exploration leases has been assessed and should the results to be outside 90% of expected results incorporated in value-in-use calculations, an impairment loss would be recognised up to the maximum carrying value off goodwill at 30 June 2009 amounting to $17,648,822.

Key Estimates – Deferred Exploration Costs

At each reporting date, the group reviews the carrying values of its intangible assets to determine whether there is any indication that those assets have been impaired. If such an indication exists, the recoverable amount of the assets, being the higher of the asset's fair value less costs to sell and value in use, is compared to the asset's carrying value. Any excess of the asset's carrying value over its recoverable amount is expensed to the income statement. No impairment has been recognised in respect of deferred exploration costs for the year ended 30 June 2009. If any or part of the company's exploration leases are abandoned or dropped, the capitalised exploration cost of that lease will be impaired up to the value of that lease area.

	Consolidated Group		**Parent Entity**	
	2009	2008	**2009**	2008
	$	$	**$**	$
Note 2 Revenue				
Continuing operations				
Revenue from the sale of goods	**108,922,457**	125,458,052	**-**	-
Other Operating revenue	**213,603**	144,453	**-**	-
Total Operating revenue	**109,136,060**	125,602,505	**-**	-
Other Income				
Interest Revenue	**115,286**	160,594	**102,514**	145,043
Debt waiver, related party	**-**	11,855,490	**-**	-
Other income	**318,727**	184,918	**-**	-
Total Other Income	**434,013**	12,201,002	**102,514**	145,043
Note 3 Expenses				
Interest on bills payable	**436,881**	568,424	**-**	-
Interest on term loans	**971,043**	990,090	**-**	-
Total Finance Costs	**1,407,924**	1,558,514	**-**	-
Rental expenses on Minimum Operating Leases Payment	**665,200**	128,830	**-**	17,618
Salary & Wages	**5,901,587**	4,312,379	**318,525**	288,028
Share based payment	**-**	204,534	**-**	204,534
Total Employee benefits expense	**5,901,587**	4,516,913	**318,525**	492,562
Depreciation	**3,052,231**	2,326,188	**118,590**	724
Amortisation	**292,562**	229,335	**-**	-
Total Depreciation & Amortisation	**3,344,793**	2,555,523	**118,590**	724
Provision for employee entitlements	**9,231**	20,735	**9,231**	9,231

	Consolidated Group		Parent Entity	
	2009	2008	**2009**	2008
	$	$	**$**	$
Note 4 Income Tax Expense				
(a) The Components of Tax Expense comprise :				
Current Tax paid (refund)	**(510,431)**	406,431	**-**	-
Deferred tax asset	**284,634**	386,829	**284,634**	418,675
Deferred tax asset not recognised	**(284,634)**	(386,829)	**(284,634)**	(418,675)
	(510,431)	406,431	**-**	-
(b) The Prima Facie Tax on (Loss)/Profit from Operations before Income Tax is reconciled to the Income Tax :				
(Loss)/Profit from Operation	**(16,081,915)**	24,397,890	**(1,958,586)**	(1,481,811)
Prima Facie Tax Payable on Profit/(Loss) from Operations before Income Tax at 30% (2008 : 30%)	**(4,824,574)**	7,319,368	**(587,576)**	(444,543)
Less adjustment for foreign subsidiaries with different tax rates	**704,280**	(708,872)	**-**	-
Less adjustment on account of foreign subsidiaries tax exempt status	**3,532,718**	(3,478,834)	**-**	-
Add/(less) tax effect of permanent differences Non-deductible items	**302,942**	95,174	**302,942**	25,868
Tax losses not recognised as deferred tax assets	**284,634**	386,829	**284,634**	418,675
	4,824,574	(3,705,703)	**587,576**	444,543
Less recoupment of prior year loss	**(510,431)**	(3,207,234)	**-**	-
	4,314,143	(6,912,937)	**587,576**	444,543
Income tax expenses/(refund) attributable to Profit/(loss) after income tax	**(510,431)**	406,431	**-**	-

The Coke manufacturing operation in China have been granted preferential tax treatment by the relevant authorities under which the 100% owned subsidiary company, Chang Yuan (Huaibei) Chemicals & Coking Co. Ltd, is entitled to the following tax concessions whereby :

(i) Profit for the first two financial years (June 2004 and June 2005) beginning with the first profit-making year is exempted from income tax in China;

(ii) Profit for each of the subsequent three financial years, which expired on 31 December 2008, is taxed at 50% of the prevailing rate of tax set by the tax authorities.
Current applicable tax rate is 25% on the taxable income

China Coke and Chemicals Limited is a company incorporated in Bermuda and enjoys tax exempt status.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2009

	Consolidated Group		Parent Entity	
	2009	2008	**2009**	2008
	$	$	**$**	$
Note 4 Income Tax Expense (continued)				
(c) Deferred asset not brought into account	**1,394,467**	1,109,833	**1,394,467**	1,109,833
Reconciliation			**-**	-
Opening balance	**-**	3,352,751	**1,109,833**	691,158
Add/(Less) : Exchange variations	**-**	(145,517)	**-**	-
Tax losses utilised during the period	**-**	(3,207,234)	**-**	-
Tax effect of current period losses	**-**	-	**284,634**	418,675
Closing balance at 30 June 2009	**1,394,467**	1,109,833	**1,394,467**	1,109,833

Deferred tax assets mainly comprises income tax losses brought forward. The taxation benefits of tax losses and timing differences not brought to account will only be obtained if :

(i) Assessable income is derived of a nature and of an amount sufficient to enable the benefit from the deductions to be released

(ii) Conditions of deductibility imposed by the law are complied with and

(iii) No change in tax legislation adversely affects the realisation of the benefit

	Consolidated Group 2009	Consolidated Group 2008	Parent Entity 2009	Parent Entity 2008
(d) Deferred tax liability	**1,285,431**	1,081,348	**-**	-
Reconciliation				
Opening balance	**1,081,348**	1,159,559	**-**	-
Add/(less): exchange variations	**204,083**	(78,211)	**-**	-
Closing balance at 30 June 2009	**1,285,431**	1,081,348	**-**	-

This comprises tax effect on fair value adjustment to the net asset acquired on acquisition of Chang Yuan (Huaibei) Chemicals & Coking Co. Ltd.

Note 5 Key Management Personnel Compensation

Information relating to emoluments and share options issued to key management personnel during the financial year are disclosed in the Directors Report.

Note 6 Auditors Remuneration

	Consolidated Group 2009	Consolidated Group 2008	Parent Entity 2009	Parent Entity 2008
Remuneration of the auditor of the parent entity for:				
Auditing or reviewing the financial report	**124,666**	124,662	**85,001**	32,000
Due diligence and consultancy services	**-**	77,194	**-**	6,500
	124,666	201,856	**85,001**	38,500

The Auditor of Rocklands Richfield Limited is WHK Horwath, Melbourne.

The Auditor of China Coke & Chemicals is Horwath Malaysia, Kuala Lumpur.

	Consolidated Group	
	2009	2008
	$	$

Note 7 Earnings per Share

(a) Reconciliation of earnings to profit or loss		
Profit/(Loss) used to calculate basic EPS	**(15,559,927)**	23,985,971
Earnings used to calculate basic EPS	**(15,559,927)**	23,985,971
(b) Weighted average number ordinary shares outstanding during the year used in calculating EPS	**No.**	No.
	265,165,403	162,999,300
Movement between calculation of basic EPS and diluted EPS is as follows :		
	No.	No.
Weighted average number of ordinary shares at beginning	**184,527,473**	162,999,300
Weighted average number of options issued	**Nil**	Nil
Weighted average number of performance shares issued	**77,442,923**	79,422,854
Weighted average number of performance options issued	**Nil**	Nil
Weighted average number of ordinary shares from issue of Convertible notes – Actually converted into shares	**3,198,007**	Nil
	265,168,403	242,422,154
Weight average number of ordinary shares arising from possible conversion into shares from convertible notes	**32,727,727**	Nil
(c) Weighted average number of ordinary shares outstanding during the year used in calculating diluted EPS	**297,896,130**	242,422,154

The options issued by the company have a strike price higher than the company's share price as at balance sheet date and therefore have not been included in the diluted EPS weighted average calculation.

During the year the company has issued (a) 106,666,667 performance shares on October 9, 2008 and (b) 3,636,363 shares on August 14, 2008 for one convertible note exercised to covert into shares. At 30 June 2009, the outstanding convertible notes were assessed for fair value which has been calculated at the higher of convertible share value (22c per share) and market value. However the market price of the Company's share is higher than the conversion price subsequent to balance sheet date but before the date of this Report, it is likely the convertible notes would be converted into equity and therefore considered to have a dilutive effect on earnings. Accordingly the likely conversion into equity of outstanding convertible notes is taken into account when calculating diluted EPS.

	Consolidated Group		Parent Entity	
	2009	2008	**2009**	2008
	$	$	**$**	$

Note 8 Cash and Cash Equivalents

Cash & cash equivalents				
Cash at Bank and in Hand	**5,942,389**	382,033	**30,083**	229
Short term bank deposits	**6,057,108**	6,363,873	**-**	277
	11,999,497	6,745,906	**30,083**	506

The interest rate on short-term bank deposits for Chinese operations was 1% (2008 : 2%); these deposits were on call.

Reconciliation of Cash

Cash at the end of the financial year as shown in the cash flow statement is reconciled to items in the balance sheet as follows :

Cash and Cash Equivalents	**11,999,497**	6,745,906	**30,083**	506

	Consolidated Group		Parent Entity	
	2009	2008	**2009**	2008
	$	$	**$**	$

Note 9 Trade and Other Receivables

CURRENT				
Trade Receivables	**7,493,992**	1,923,075	**-**	-
Bills Receivable	**8,521,805**	1,848,429	**-**	-
Advance to suppliers*	**6,096,087**	9,885,445	**-**	-
Other *	**2,879,420**	2,358,120	**14,415**	104,201
	24,991,304	16,015,069	**14,415**	104,201

* Included in other receivables and advance to suppliers at the balance sheet date are amounts owing by the following related parties:

	2009	2008
	$	$
Huai Bei Chang Yuan Coal Recrement Integrated Utilization	**1,538,433**	1,223,902
Wu Pun Yan (Director)	**1,983,912**	1,666,616

The amount owing is unsecured, interest-free and repayable on demand.

The outstanding amounts of related party will be settled in cash. No guarantees have been given or received.

Note 10 Financial Assets

CURRENT				
Loan to joint venture partners	**226,146**	202,516	**242,146**	202,516
Receivable from wholly-owned subsidiaries	**-**	-	**3,815,877**	3,655,627
	226,146	202,516	**4,058,023**	3,858,143
NON-CURRENT				
Unlisted investments at cost:				
Shares in Controlled Entities (a)	**-**	-	**53,136,398**	53,136,398
Loans to controlled entities	**-**	**-**	6,675,000	6,675,00
	-	-	**59,811,398**	59,811,398

Loans to joint venture partners are unsecured and interest free.

Shares in Controlled Entities represent the value of the investment in ordinary issued capital of various entities, including China Coke & Chemicals Limited.

There are no fixed returns or fixed maturity day attached to these investments.

Shares in controlled entities are allowed to be carried at cost.

(a) Movement in unlisted investments at cost is as follows :

	$	$
Balance at beginning of the year	**53,136,398**	559,036
Acquisition of China Coke & Chemicals Limited	**-**	52,577,362
Total unlisted investment at end of the year	**53,136,398**	53,136,398

Note 11 Inventories, at cost

	Consolidated Group	
	$	$
	2009	2008
Raw material	**1,253,534**	4,172,778
Consumables and spare parts	**1,067,165**	910,579
Finished Goods	**785,270**	2,036,779
Total Inventories	**3,105,968**	7,120,136

Inventories are represented by the following :
(a) raw materials – comprising mainly coking coal.

(b) consumables and spare parts – comprising other materials to convert coal to coke.

(c) finished goods – comprising coke and other by-products available for sale.

Note 12 Property, Plant & Equipment

	Consolidated Group					
	Buildings	**Plant & Equipment**	**Construction in progress**	**Electrical Equipment**	**Motor Vehicles**	**Total**
	$	**$**	**$**	**$**	**$**	**$**
Gross carrying amount						
Balance at 1 July 2007	31,041,174	9,313,761	-	654,776	456,879	41,466,590
Additions	764,877	276,661	354,786	409,144	159,383	1,964,851
Disposal/(Written off)	-	-	-	(444)	(22,602)	(23,046)
Exchange variations	(2,134,717)	(640,512)	-	(45,029)	(31,420)	(2,851,678)
Balance at 30 June 2008	**29,671,334**	**8,949,910**	**354,786**	**1,018,447**	**562,240**	**40,556,717**
Additions	**233,901**	**777,588**	**26,674**	**283,117**	**134,975**	**1,456,255**
Transfer	**180,549**	**-**	**(180,549)**	**-**	**-**	**-**
Exchange variations	**5,683,304**	**1,678,361**	**33,172**	**193,089**	**100,644**	**7,688,570**
Balance at 30 June 2009	**35,769,088**	**11,405,859**	**234,083**	**1,494,653**	**797,859**	**49,701,542**
Accumulated depreciation/ impairment loss						
Balance at 1 July 2007	(4,857,434)	(3,285,313)	-	(223,978)	(171,732)	(8,538,455)
Depreciation expenses	(1,332,094)	(807,787)	-	(150,176)	(50,450)	(2,340,507)
Exchange variations	352,152	236,716	-	17,444	12,496	618,808
Balance at 30th 2008	**(5,837,376)**	**(3,856,384)**	**-**	**(356,710)**	**(209,686)**	**(10,260,154)**
Depreciation expenses	**(1,694,980)**	**(983,836)**	**-**	**(273,884)**	**(99,531)**	**(3,052,231)**
Exchange variations	**(976,496)**	**(653,651)**	**-**	**(45,316)**	**(5,164)**	**(1,680,627)**
Net Book Value	**(8,508,852)**	**(5,493,871)**	**-**	**(675,910)**	**(314,381)**	**(14,993,012)**
As at 30 June 2008	23,833,958	5,093,526	354,786	661,737	352,554	30,296,563
As at 30 June 2009	**27,260,236**	**5,911,988**	**234,083**	**818,743**	**483,478**	**34,708,530**

At the balance sheet date, property, plant and equipment with a net valuation amount of $2,030,444 (2008: $1,777,219) were pledged as securities for banking facilities as disclosed in note 16(a) to the financial statements.

Note 12 Property, Plant & Equipment (Continued)

	Parent Entity					
	Buildings	**Plant & Equipment**	**Construction in progress**	**Electrical Equipment**	**Motor Vehicles**	**Total**
	$	**$**	**$**	**$**	**$**	**$**
Gross carrying amount						
Balance at 1 July 2007						
Additions	-	4,343	-	-	-	4,343
Disposal/(Written off)	-	-	-	-	-	-
Other	-	-	-	-	-	-
Exchange variations	-	-	-	-	-	-
Balance at 30 June 2008	**-**	**-**	**-**	**-**	**-**	**-**
Additions	**-**	**4,343**	**-**	**-**	**-**	**4,343**
Transfer	**-**	**-**	**-**	**-**	**64,457**	**64,457**
Exchange variations	**-**	**-**	**-**	**-**	**-**	**-**
Balance at 30 June 2009	**-**	**-**	**-**	**-**	**-**	**-**
Accumulated depreciation/ impairment loss	**-**	**4,343**	**-**	**-**	**64,457**	**68,800**
Balance at 1 July 2007						-
Depreciation expenses	-	(3,619)	-	-	-	(3,619)
Others	-	(724)	-	-	-	(724)
Exchange variations	-	-	-	-	-	-
Balance at 30th 2008	**-**	**-**	**-**	**-**	**-**	**-**
Depreciation expenses	**-**	**(4,343)**	**-**	**-**	**-**	**(4,343)**
Exchange variations	**-**	**-**	**-**	**-**	**(12,890)**	**(12,890)**
	-	**-**	**-**	**-**	**-**	**-**
Net Book Value	**-**	**(4,343)**	**-**	**-**	**(12,890)**	**(17,233)**
As at 30 June 2008	-	-	-	-	-	-
As at 30 June 2009	**-**	**-**	**-**	**-**	**51,567**	**51,567**

	Consolidated Group		Parent Entity	
	2009	2008	**2009**	2008
	$	$	**$**	$

Note 13 Intangible Assets

	Consolidated Group 2009 $	Consolidated Group 2008 $	Parent Entity 2009 $	Parent Entity 2008 $
Goodwill				
At cost	**29,540,218**	27,638,373	**-**	-
Accumulated Amortisation & Impairment	**-**	-	**-**	-
Total Intangibles	**29,540,218**	27,638,373	**-**	-

Movements in intangible assets between the beginning and the end of current financial year :

Consolidated Group :	**Goodwill In CYCC ($)**	**Goodwill in RCI ($)**	**Total $**
Balance at 1 July 2007	10,727,171		10,727,171
Additions	-	17,648,822	17,648,822
Exchange variations	(737,720)	-	(737,720)
Closing Carrying Value at 30 June 2008	**9,989,551**	**17,648,822**	**27,638,373**
Additions	**-**	**-**	**-**
Disposal/Impairment	**-**	**-**	**-**
Exchange variations	**1,901,845**	**-**	**1,901,845**
Closing Carrying Value at 30 June 2009	**11,891,396**	**17,648,822**	**29,540,218**

Goodwill in Chang Yuan (Huaibie) Chemicals & Coking Co. Ltd. ("CYCC") represents the value of goodwill on acquisition of the company's coke manufacturing facilities from the Huaibei Municipal Government in China.

Goodwill in Rocklands Richfield Limited ("RCI") represents value of goodwill following the reverse acquisition of RCI by China Coke & Chemicals Limited.

The directors have performed an impairment review and have not impaired the value of the investment in the Huaibie chemical and coking plant or the capitalised mining lease balances, based on the potential for future economic benefits that may arise.

	Consolidated Group		Parent Entity	
	2009	2008	**2009**	2008
	$	$	**$**	$
Note 14 Prepaid Land-use rights				
Prepaid land use right, at cost	**9,020,547**	9,042,973	**-**	-
Accumulated Amortisation	**(1,090,126)**	(797,564)	**-**	-
Exchange variations	**570,298**	(855,607)	**-**	-
Total Prepaid land-use rights	**8,500,719**	7,389,802	**-**	-

Prepaid land-use rights represents land use rights paid to the Chinese Government land bureau with a lease expiring in 2053, effective from 2003. Prepaid land-use right to the value of RMB6,000,000 (A$1,082,134) have been pledged as security over the bank borrowings.

Movement in prepaid land-use rights during the current financial year is as follows :

Consolidated Group :	**$**
Balance at 1 July, 2007	8,154,376
Additions	22,426
Disposal	-
Amortisation Expense	(229,335)
Exchange variations	(557,665)
Closing Carrying Value at 30 June 2008	**7,389,802**
Additions/(Written off)	**(22,426)**
Amortisation Expense	**(292,562)**
Exchange variations	**1,425,905**
Closing Carrying Value at 30 June 2009	**8,500,719**

	Consolidated Group		Parent Entity	
	2009	2008	**2009**	2008
	$	$	**$**	$
Note 15 Exploration and Evaluation Assets				
Cost and Net Carrying Value (a)	**5,097,092**	4,694,906	**659,805**	472,821
Total Exploration & Evaluation Expenditure Capitalised	**5,097,092**	4,694,906	**659,805**	472,821

Total exploration and evaluation expenditure capitalised is solely intangible.

The ultimate recoupment of costs carried forward is dependent upon the successful development and commercial exploitation or sale of the respective areas. Capitalised costs amounting to $402,186 (2008:$783,030) have been included in cash flows from operating activities in the cash flow statement.

The directors have performed an impairment review and have not impaired the value of the coal leases, based on the potential for future economic benefits that may arise. Recoverability of the carrying amount of exploration assets is dependent on the successful exploration activities carried out at the Hillalong, Rocklands and Richfield coal leases.

	Consolidated Group		Parent Entity	
	2009	2008	**2009**	2008
	$	$	**$**	$

Note 15 Exploration and Evaluation Assets (continued)

(a) Joint Venture

Rocklands Richfield Limited has a 60% participating interest in the Richfield Joint Venture whose principal activity is the exploration and evaluation of coal deposits at the Richfiled lease EPC930, in Queensland.

The consolidated group's share of assets employed in the joint venture is :

Exploration costs capitalised	**5,097,092**	4,694,906	**659,805**	472,821
Accumulated Depreciation	**-**	-	**-**	-
TOTAL NON CURRENT ASSETS	**5,097,092**	4,694,906	**659,805**	472,821
Share of Total Assets of and net interest in Joint Venture	**5,097,092**	4,694,906	**659,805**	472,821

Under the terms of the Richfield Joint Venture Agreement, Rocklands Richfield Limited's initial contribution is $527,050 before it has earned a 60% participating interest in the Richfield lease, at which time the parties to the joint venture contribute to the ongoing exploration and evaluation of the lease in accordance with their respective interest.

Recoverability of the carrying amount of exploration and evaluation assets is dependent on the successful development and commercial exploration, or alternatively, sale of the respect areas of interests.

Note 16 Trade & Other Payables

CURRENT				
Unsecured Liabilities				
Trade payables	**21,720,996**	14,025,387	**157,408**	141,986
Advances from customers	**-**	4,356,647	**-**	-
Bills payable	**13,607,835**	-	**-**	-
Sundry payables & accrued expenses	**3,490,982**	3,543,529	**51,429**	130,234
Total Trade & Other Payables	**38,819,813**	21,925,563	**208,837**	272,220
NON-CURRENT				
Sundry Payables & Accrued expenses	**151,679**	147,119	**-**	-

	Consolidated Group		Parent Entity	
	2009	2008	**2009**	2008
	$	$	**$**	$
Note 17 Financial Liabilities				
CURRENT				
Secured Liabilities – Short-term loan (a)	**2,759,443**	3,481,275	**-**	-
Unsecured liabilities				
Related party loan (b) (Note 26)	**-**	1,999,796	**-**	-
Short-term loan (c)	**1,623,200**	-	**-**	-
	4,382,643	5,481,071	**-**	-
NON-CURRENT				
Secured Liabilities				
Convertible Note (d)	**7,200,000**	6,675,000	**7,200,000**	6,675,000
Long-term bank loan (a)	**3,571,042**	-	**-**	-
Unsecured Liabilities				
Long-term loan (c)	**1,803,557**	2,878,700	**-**	-
Related party loan (b) (Note 26)	**4,379,862**	-	**-**	-
Advance by wholly-owned subsidiary	**-**	-	**1,612,775**	537,584
	16,954,461	9,553,700	**8,812,775**	7,212,584

(a) Short term and long-term bank loan is interest bearing at 7.96% and 7.41% per annum respectively. Property, plant & equipment to the value of $2,030,444 and prepaid land use rights to the value of $1,082,134 have been pledged as security over those bank borrowings.

(b) Related party loan is payable to Mr. Benny Wu, is unsecured and non-interest bearing, and is not payable within the next 12 months.

(c) Short-term and long-term loans are interest bearing at 8.5% per annum, is unsecured and relate to borrowings obtained from suppliers of raw materials to the coke manufacturing operations.

(d) The outstanding convertible unsecured notes HK$45,000,000 (2008 : HK$50,000,000) as at balance sheet date are non-interest bearing and mature five years from date of issue. At 30 June 2009, these convertible notes were assessed for fair value which has been calculated at the higher of the conversion value under the Convertible Unsecured Note Agreement [22c per share] and the market price of the company's ordinary shares at 30 June 2009.

	Consolidated Group 2009	Consolidated Group 2008	Parent Entity 2009	Parent Entity 2008
Note 18 Short-term Provisions				
CURRENT				
Employee Entitlements				
- Opening Balance at beginning of year	**20,735**	-	**9,231**	-
- (Payment)/Additional Provisions raised during the year	**(11,504)**	20,735	**-**	9,231
- Balance at end of the year	**9,231**	20,735	**9,231**	9,231
Exploration Rehabilitation	**-**	-	**-**	-

Provision for Employee Entitlements

A provision has been recognised for employee entitlements relating to annual leave. The measurement and recognition criterion relating to employee benefits has been included in Note 1 to this report.

Provisions for Exploration Rehabilitation

A provision for exploration rehabilitation has not been made as all required restoration sites has already been completed.

	Consolidated Group		Parent Entity	
	2009	2008	**2009**	2008
	$	$	**$**	$

Note 19 Issued Capital

294,830,503 (2008 : 184,527,473) Fully Paid Ordinary Shares, at no par value	**23,644,120**	22,844,120	**55,272,431**	41,672,431

	2009 No.	2008 No.	**2009 No.**	2008 No.
(a) Ordinary Shares				
At the beginning of reporting period	**184,527,473**	100,266,667	**184,527,473**	84,260,806
Shares Issued on :				
3 October 2007 – New Capital	**-**	84,260,806	**-**	100,266,667
14 August 2008 – Convertible notes exercised	**3,636,363**	-	**3,636,363**	-
9 October 2008 – Performance shares	**106,666,667**	-	**106,666,667**	-
	294,830,503	184,527,473	**294,830,503**	184,527,473

The number of shares issued under the consolidated entity represents the number of shares issued in Rocklands Richfield Limited. During the year additional shares are issued on (a) exercise by a convertible note holder to convert one note into shares and (b) performance shares upon meeting profit hurdles.

Ordinary shares participate in dividends and the proceeds on winding up of the parent entity in proportion to the number of shares held.

Each ordinary share of Rocklands Richfield Limited is entitled to one vote when poll is called, otherwise each shareholder has one vote on a show of hands.

(b) Options

(i) There are 57,632,220 unissued ordinary shares of Rocklands Richfield Limited listed as options which are exercisable a 30 cents before 30 November 2009.

(ii) As part consideration for the acquisition of China Coke & Chemicals Limited, on 3 October 2007 the Company issued 100,266,667 options, with a 50 cent strike price expiring 18 September 2012, and 106,666,667 performance options, with a 50 cent striking price expiring 18 September 2012. Those options are valued at $3,911,000 and $6,400,000 respectively.

(iii) 1,500,000 management options (valued at $204,534) were issued to two employees of the Company with a 30 cent strike price expiring 30 November 2009. The issue of options was approved by shareholders at the general meeting held on 26 September 2007. For further information relating to share options issued during the financial year, refer to Note 5 : Key Management Personnel Compensation.

(iv) Capital Management
Management controls the capital of the group in order to maintain a good debt to equity ratio, provide the shareholders with adequate returns and ensure that the group can fund its operations and continue as a going concern. Management effectively manages the group's capital by assessing the group's financial risks and adjusting its capital structure in response to changes in these risks and in the market.

	Consolidated Group		Parent Entity	
	2009	2008	**2009**	2008
	$	$	**$**	$
Note 19 Issued Capital (continued)				
Total borrowings	**60,308,596**	37,107,453	**9,021,612**	7,484,804
Less cash and cash equivalents	**(11,999,497)**	(6,745,906)	**(30,083)**	(506)
Net Debt	**48,309,099**	30,361,547	**8,991,529**	7,484,298
Total equity	**56,566,216**	61,741,720	**55,594,448**	56,753,034
Total capital	**104,875,315**	92,103,267	**64,585,977**	64,237,332
Gearing ratio	**46.06%**	32.96%	**13.92%**	11.65%
Credit standby arrangement with Banks				
Credit facility	**9,757,242**	7,272,507	**-**	-
Amount utilised	**(9,757,242)**	(7,272,507)	**-**	-

As at balance sheet date, there are no unutilised finance facilities

Note 20 Reserves

Foreign Currency Translation Reserve

The foreign currency translation reserve records exchange differences arising on translation of foreign controlled subsidiaries.

Option Reserve

The option reserve records items recognised as expenses on valuation of employee share options issued under a share based payment arrangement.

(a) Share Based payments

The following share based payments arrangement existed at 30 June 2008 and remain unchanged at 30 June 2009. On 3 October 2007, 1,500,000 management options were granted to employees. The management options vest immediately and entitle the holder to subscribe for one ordinary share in the company upon payment of 30 cents per option up to 30 November 2009. The option holds no voting rights or dividend rights and is not transferable. At balance date no option has been exercised.

	Consolidated Group		Parent Entity	
	Number of options	**2008 & 2009 Weighted average price**	**Number of options**	**2008 & 2009 Weighted average price**
		$		**$**
Outstanding at 30 June 2008	1,500,000	0.30	1,500,000	0.30
Granted	-	-	-	-
Forfeited/Expired/Exercised	-	-	-	-
Outstanding and exercisable at 30 June 2009	1,500,000	0.30	1,500,000	0.30

The weighted average fair value of the options granted on 3 October, 2007 was $0.14.

This price was calculated using the Black-Scholes option pricing model applying the following inputs:

Weighted average exercise price	$0.30
Weighted average life of option	2 years
Underlying share price	$0.275
Expected share volatility	92.6%
Risk free interest rate	6%

Performance options issued as part of a business combination are excluded from the above table of options.

	Consolidated Group		Parent Entity	
	2009	2008	**2009**	2008
	$	$	**$**	$

Note 21 Contingent Liabilities & Commitments

The Company's statutory commitments with respect to lease to lease tenements are as follows :				
EPC 890 – Rocklands Project	**100,000**	300,000	**100,000**	300,000
EPC 930 – Richfield Project	**390,000**	300,000	**390,000**	300,000
Total	**490,000**	600,000	**490,000**	600,000

At 30 June 2009, capital commitments on approved capital expenditure and not contracted for in respect of upgrading the coking plant at Huaibei, China were RMB16,500,000 (A$2,975,868).

Note 22 Controlled Entities

(a) Controlled Entities Consolidated

	Country of Incorporation	Percentage Owned (%)*	
Parent Entity :		**2009**	2008
Rocklands Richfield Limited	Australia		
Subsidiaries of Rocklands Richfiled Limited :			
Rocklands International Pte Limited	Singapore	100	100
PCI Coal Pty Ltd	Australia	100	100
Queensland Coal Exploration Pty Ltd	Australia	100	100
Richfield Coal Limited	Australia	100	100
Richfield Energy Pty Ltd	Australia	100	100
Rocklands Coal Pty Ltd	Australia	100	100
HLM Coal (Australia) Pty Ltd	Australia	60	60
China Coke & Chemicals Limited	Bermuda	100	100
Subsidiaries of China Coke & Chemicals Limted :			
Chang Yuan (Huaibei) Chemicals & Coking Co Ltd	China	100	100
C & R Resources Ltd	British Virgin Islands	100	100
Huaibei Changyuan Zhicheng Coal Co Ltd	China	51	51

** Percentage of voting power in proportion to ownership*

(b) Acquisition of Controlled Entities

During the year ended 30 June 2008, the Company has had following acquisition :

(i) 100% of China Coke & Chemicals Limited and its wholly-owned subsidiary Chang Yuan (Huaibei) Chemicals and Coking Co. Ltd., a coke production plant in Huaibei China, from its previously owner Mr. Benny Wu by way of a combination of cash $1,600,000, issuing of 102,266,667 ordinary shares at 27.5 cents per share, 100,266,667 options, with a 50 cents strike price expiring 18 September, 2012 and 106,666,667 each for ordinary performance shares and options, with a 50 cent strike price expiring 18 September 2012. The acquisition was completed on 3 October, 2007.

Due to the material nature of the acquisition, it was deemed a reverse acquisition for accounting purposes. The number of shares issued and the related amount of share capital for the parent entity and the consolidated group level is shown in note 18 of the financial statements.

(ii) 100% of C & R Resources Ltd., a company incorporated in the British Virgin Islands for consideration of US$1. C & R Resources Limited has not commenced any operation and remained dormant up to 30 June 2009.

(iii) 51% in the Huaibei Changyuan Zhicheng Coal Co Ltd ["Changyuan Zhicheng] contributed by China Coke & Chemicals Limited on 29 December 2007 for a consideration of RMB2,242,744 (A$353,416). Changyuan Zhizheng is engaged in coal washing; the company is in the stage of trial-run at 30 June 2009.

During the year ended 30 June 2009 Rocklands Richfield Limited or its subsidiaries have not acquired any companies or entities.

Note 23 Segment Reporting

Business and Geographical Segments

The consolidated entity operated in two predominant segments being Australia, where the Head Office is located and where coal exploration activities are undertaken (in the state of Queensland), and in Anhui Province, China where the company's coke manufacturing operations are located.

(a) Primary Reporting – Industry Segments

2009	Coke Manufacturing	Coal Exploration	Other	Unallocated	Total
	$	$	$	$	$
REVENUE					
Revenue from sale of goods & services	109,136,060	-	-	-	109,136,060
Total revenue	109,467,559	102,514	-	-	109,570,073
Profit/(loss) before income tax	(14,079,885)	(1,964,963)	(37,067)	-	(16,081,915)
Income tax (expense)/recovered	510,431	-	-	-	510,431
Profit/(loss) after income tax	(13,569,454)	(1,964,963)	(37,067)	-	(15,571,484)
ASSETS					
Segment Assets	94,846,083	64,830,731	36,424	(43,445,609)	116,267,629
LIABILITIES					
Segment Liabilities	(60,853,980)	(9,018,075)	(90,486)	8,359,283	(61,603,258)
Other:					
Acquisition of P & E	1,370,331	85,924	-	-	1,456,255
Depreciation	(3,033,641)	(18,590)	-	-	(3,052,231)
Amortisation	(292,562)	-	-	-	(292,562)

2008	Coke Manufacturing	Coal Exploration	Other	Unallocated	Total
	$	$	$	$	$
REVENUE					
Revenue from sale of goods & services	125,602,505	-	-	-	125,602,505
Total revenue	137,703,979	99,529	-	-	137,803,508
Profit/(loss) before income tax	25,441,796	(1,382,485)	(15,872)	354,383	24,397,891
Income tax (expense)/recovered	(406,431)	-	-	-	(406,431)
Profit/(loss) after income tax	25,035,365	(1,382,485)	(15,872)	354,383	23,991,460
ASSETS					
Segment Assets	77,971,844	64,432,814	13,651	(42,315,039)	100,103,271
LIABILITIES					
Segment Liabilities	(38,421,478)	(7,494,035)	(28,344)	7,582,306	(38,361,551)
Other:					
Acquisition of P & E	1,943,384	-	-	-	1,943,384
Depreciation	(2,326,188)	(6,424)	-	-	(2,332,612)
Amortisation	(229,335)	-	-	-	(229,335)

(b) Secondary Reporting

The consolidated entity operates in two geographical locations; the resources sector via its coal exploration activities solely in Queensland, Australia, and the manufacturing sector in respect of its coke (from coal) manufacturing operations solely in Anhui Province, China. Therefore, secondary segment reporting is the same as primary segment reporting as the tables above would have headings changed to China.

	Consolidated Group		Parent Entity	
	2009	2008	**2009**	2008
	$	$	**$**	$

Note 24 Cash Flow Information

(a) Reconciliation of Cash Flow from Operations with Profit/(loss) after Income Tax

	Consolidated Group 2009 $	Consolidated Group 2008 $	Parent Entity 2009 $	Parent Entity 2008 $
Profit/(loss) after Income Tax	**(15,571,484)**	23,991,460	**(1,958,586)**	(1,481,811)
Adjustments for				
- Amortisation	**292,562**	229,335	**-**	-
- Depreciation	**3,344,793**	2,326,912	**12,890**	724
- Exchange difference on convertible notes	**1,325,000**	-	**1,325,000**	-
- Loss/(Gain) on disposal/scrap of equipment	**22,426**	(11,966)	**-**	-
- Waiver of debt	**-**	(11,855,490)	**-**	-
- Employee share based payments	**-**	204,534	**-**	204,534
Changes in Assets & Liabilities, net of the Effects of Purchase and Disposal of Subsidiaries				
(Increase)/Decrease in inventories	**4,014,168**	(905,040)	**-**	-
(Increase)/Decrease in Trade and Other Receivable	**(8,976,235)**	(9,481,424)	**89,786**	413,078
(Increase)/Decrease in Other Assets	**-**	-	**-**	-
Increase/(Decrease) in Trade Payables & Accruals	**3,279,473**	3,656,636	**(63,383)**	(176,968)
Increase/(Decrease) in Income Tax Payable	**(152,015)**	(358,533)	**-**	-
Increase/(Decrease) in provisions	**-**	9,231	-	9,231
Effect of foreign exchange translation	**460,155**	(22,047)	**-**	-
Cash Flow from Operations	**11,961,157**	7,783,608	**(594,293)**	(1,031,212)

Note 25 Events after the Balance Sheet Date

Subsequent to balance sheet date on 19 September, 2009,

(a) the Company's major shareholder, Mr. Benny Wu, entered into a terms sheet with Jindal Steel & Power Limited (Jindal) for the sale by Mr Wu to Jindal of 29,188,220 Company's shares, representing 9.9% of Company's issued shares, for $0.42 cash per share ; and

(b) the Company entered into a terms sheet with Jindal for a conditional proposal under which a wholly owned subsidiary of Jindal will acquire all of the Company's remaining ordinary shares for $0.42 per share, via a scheme of arrangement between the Company and its shareholders.

Full details of the above are fully disclosed in the Directors' Report.

	Consolidated Group		Parent Entity	
	2009	2008	**2009**	2008
	$	$	**$**	$
Note 26 Related Party Transactions				
Transactions between related parties are on normal commercial terms and conditions no more favourable than those available to other parties unless otherwise stated.				
Transactions with Related Parties:				
(a) Key Management Personnel				
Amount payable to Mr Benny Wu	**4,379,862**	-	**-**	-
Pre-acquisition profits (b)(i)	**-**	728,038	**-**	-
Pre-acquisition profits (b)(ii)	**-**	1,271,758	**-**	-
	4,**379,862**	1,999,796	**-**	-
(b) Balance with wholly-owned subsidiary				
China Coke & Chemicals Ltd. (CCS)				
Loan to CCS	**-**	-	**(6,675,000)**	(6,675,000)
Advanced by CCS	**-**	-	**1,612,775**	537,584
	-	-	**(5,062,225)**	(6,137,416)

All amounts owing to Mr Benny Wu (Wu Pun Yan) are unsecured, interest free and repayable on demand.

(b) The following related party transactions are associated with Mr Benny Wu, a Director of the Company:

(i) 2009: Nil (2008: RMB8,201,729 being pre-acquisition profit in China Coke & Chemicals Limited for the period 1 January 2007 to 30 June 2007, has been recognised as a current liability and represents an amount owing to Mr Benny Wu, the owner of China Coke & Chemicals Limited prior to acquisition by Rocklands Richfield Limited.)

(ii) 2009: Nil (2008: RMB8,279,821 being pre-acquisition profit in China Coke & Chemicals Limited for the period 1 July 2007 to 30 September 2007, has been recognised as a current liability and represents an amount owing to Mr Benny Wu, the owner of China Coke & Chemicals Limited prior to acquisition by Rocklands Richfield Limited.)

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Note 27 Financial Instruments

Financial risk management objectives and policies

The Group's principal financial instruments during the financial year comprised short term and long term debt, convertible notes, cash and short-term deposits. The Group has various other financial assets and liabilities such as accounts receivable and trade payables, which arise from its operations. The risks arising from the Group's financial instruments are market risk (including interest rate risk and foreign currency risk and commodity prices) credit risk and liquidity risk.

A summary of the Group's and parent's financial assets and liabilities is shown below:

	Consolidated Group		Parent Entity	
	2009	2008	**2009**	2008
	$	$	**$**	$
Financial assets				
Cash and cash equivalents	**11,999,497**	6,745,906	**30,083**	506
Current – Trade and other receivables	**24,991,304**	16,015,069	**14,415**	104,201
Other current receivables	**226,146**	202,516	**242,146**	202,516
Current inter company loan receivables	**-**	-	**3,815,877**	3,655,627
Non-current inter company loan receivable	**-**	-	**6,675,000**	6,675,000
	37,216,947	22,963,491	**10,777,521**	10,637,850
Financial liabilities				
Trade and other payables	**38,819,814**	21,925,563	**208,837**	272,220
Loans to related parties	**4,379,862**	1,999,796	**-**	-
Current loans – Interest bearing	**4,382,643**	3,481,275	**-**	-
Non current loans – interest bearing	**5,374,599**	2,878,700	**-**	-
Non current – payable to subsidiary	**-**	-	**1,612,775**	537,584
Convertible notes	**7,200,000**	6,675,000	**7,200,000**	6,675,000
	60,156,918	36,960.334	**9,021,612**	7,484,804
Net Position	**(22,939,971)**	(13,996,843)	**1,755,909**	3,153,046

Details of the significant accounting policies and methods adopted, including the criteria for recognition, the basis of measurement and the basis on which income and expenses are recognised, in respect of each class of financial asset, financial liability and equity instrument are disclosed in note 1.

Risk management is undertaken in accordance with the Group's financial risks policies. The Group's overall risk management program focuses on minimising the potential adverse effects of the unpredictability of the financial markets on the financial performance of the company. The Group uses different methods to measure different types of risks to which it is exposed.

Primary responsibility for identification and control of financial assets rests with the Board. The Board reviews and agrees policies with management for managing each of the risk the Group is exposed to, in addition to reviewing cash flow projections to monitor the liquidity profile of the Group.

Interest rate Risk

- A portion of the Group's and Parents' financial instruments are exposed to interest rate variations. The other instruments either do not attract/bear interest, or have a fixed rate of interest.
- Interest bearing assets and liabilities comprise cash deposits made in RMB to Chinese financial institutions and short term loans. Examples of the non-interest bearing instruments are the amounts owed to customers (both accounts receivable and bills receivable) and from suppliers (other receivables, which are prepayments made to suppliers and trade payables). The Company's convertible notes are also non interest bearing.
- There are also several intercompany loans between the parent and other subsidiary companies. The Group does not charge/receive interest in relation to these intercompany loans on either counterparty.

Note 27 Financial Instruments (continued)

The instruments which are exposed to interest rate risk are given below:

	Consolidated Group		Parent Entity	
	2009	2008	**2009**	2008
	$	$	**$**	$
Financial assets				
Cash at bank and on hand	**5,942,389**	382,033	**30,083**	229
Short term deposits	**6,057,108**	6,363,873	**-**	277
Cash and cash equivalents	**11,999,497**	6,745,906	**30,083**	506
Financial liabilities				
Current loans – interest bearing	**4,382,643**	3,481,275	**-**	-
Non current loans – interest bearing	**5,374,599**	2,878,700	**-**	-
	9,757,242	6,359,975	**-**	-
Net position	**2,242,255**	385,931	**30,083**	506

The Group holds surplus funds in interest earning deposits accounts in HK$, which attract interest at commercial rates.

The Group has short term and long term borrowings which are interest bearing at commercial interest rates. Short-term and long-term funding have been sourced from recognised Chinese financial institutions, and several major suppliers. These major suppliers are:

Supplier

	Amount of loan at	
	30 June 2009	30 June 2008
Short-term –		
Huaibei Jinhe Commercial Co., Ltd.	**721,422**	606,042
Suzhou Lanying (Industrial Park) Supplies Co., Ltd.	**901,778**	757,553
Suixi Zhicheng Industrial Material Co., Ltd.	**-**	1,515,105
	1,623,200	2,878,700
Long term -		
Suixi Zhicheng Industrial Material Co., Ltd.	**1,803,556**	-

Funding from Chinese based financial institutions and major suppliers are in RMB and at commercial interest rates.

Interest rate risk – Sensitivity Analysis

The following table shows the effect of interest rate risk exposure at the balance sheet date:

	Post Tax Profit Higher/(Lower)		Equity Higher/(Lower)	
	2009	2008	**2009**	2008
	$	$	**$**	$
Consolidated				
+ 1% (100 basis points)	**15,695**	2,712	**15,695**	2,712
- 1% (100 basis points)	**(15,695)**	(2,712)	**15,615**	(2,712)
Parent				
+ 1% (100 basis points)	**-**	-	**-**	-
- 1% (100 basis points)	**-**	-	**-**	-

Note 27 Financial Instruments (continued)

Foreign Currency Risk

As a result of significant operations in China and large purchases of inventory in RMB, the Group's balance sheet can be affected significantly by movements in the AUD/RMB exchange rate. The Group seeks to mitigate the effect of its foreign currency exposure by borrowing in RMB and HKD. The Group also had minimal transactional currency exposures due to all sales made by the Chinese subsidiary, and all relating expenses being denominated in RMB.

At balance date, the Group had the following financial assets and liabilities exposed to foreign exchange risk.

	Consolidated Group		Parent Entity	
FX Exposure	**2009 $**	2008 $	**2009 $**	2008 $
Financial assets				
Cash and cash equivalents	**11,999,497**	6,745,906	**-**	-
Trade and other receivables	**24,991,304**	16,015,069	**-**	-
Current inter company loan receivable	**-**	-	**3,815,877**	3,655,627
Inter company loan receivable	**-**	-	**6,675,000**	6,675,000
Total	**36,990,801**	22,760,975	**10,490,877**	10,330,627
Financial liabilities				
Trade and other payables	**25,372,889**	21,653,345	**-**	-
Bills payable	**13,607,835**	-	**-**	-
Loans to related parties	**4,379,862**	1,999,796	**-**	-
Current loans – interest bearing	**4,382,643**	3,481,275	**-**	-
Non current loans – interest bearing	**5,374,599**	2,878,701	**-**	-
Convertible notes	**7,200,000**	6,675,000	**7,200,000**	6,675,000
Total	**60,317,828**	36,688,117	**7,200,000**	6,675,000
Net Position	**(23,327,027)**	(13,927,142)	**3,290,877**	3,655,627

The key foreign exchange risks of the Group is the translation effect of assets and liabilities denominated in foreign currency at the balance sheet date and the convertible notes, which has been issued in HKD. The Group has not taken out derivative instruments to hedge the foreign exchange exposure credited by the notes. Convertible notes is stated at the higher of the conversion value under the Convertible Unsecured Notes Agreement and market value of each ordinary shares. A movement in the exchange rate will effect the carrying value of the convertible note, and hence the liability of the Group.

Currency Risk – Sensitivity Analysis

The following table shows the effect of a foreign currency exposure at the balance sheet date in relation to the convertible notes.

	Post Tax Profit Higher/(Lower)		Equity Higher/(Lower)	
	2009 $	2008 $	**2009 $**	2008 $
Consolidated				
AUD/HKD appreciates 10%	**139,449**	424,773	**139,449**	424,773
AUD/HKD depreciation 10%	**(83,539)**	(467,250)	**(83,539)**	(467,250)
AUD/RMB appreciates 10%	**654,486**	1,385,390	**654,486**	2,577,214
AUD/RMB depreciation 10%	**800,220**	(1,693,254)	**800,220**	(3,149,928)
Parent				
AUD/HKD appreciates 10%	**139,499**	424,773	**139,499**	424,773
AUD/HKD depreciation 10%	**(83,539)**	(467,250)	**(83,539)**	(467,250)

Note 27 Financial Instruments (continued)

Price and Commodity Risk

The Group purchases raw materials at commercial prices. The Group has not taken out derivative instruments to hedge the exposure to movement in coal and coke commodity prices. The Group considers that any movements would be subsequently reflected in revenue, and hence the effect on the Group's financial position will be minimal. The Board has actively sought to mitigate the effect of price risk by seeking opportunities to diversify the Group into other revenue streams.

Credit Risk

The Group's exposure to credit risk arises mainly from receivables. The maximum exposure to credit risk is represented by the total amount of the trade receivables and bills receivable amounts on the balance sheet. The Group has credit exposure as a significant portion of tis revenue is derived from three customers. These are:

Customer	Amount outstanding At 30/6/2009 A$	% age of total receivable
Huai Bei Guo An Gong Mao Co. Ltd.	591,025	8%
Hang Zhou Steel Group Co. Ltd.	595,174	88%
Long Yan Hong Yu Trading Co. Ltd.	1,099,628	15%

The Group manages its exposure to credit risk by the application of credit approvals, credit limits and monitoring procedures on an ongoing basis.

Liquidity Risk

The Group's exposure to liquidity risk arises from the matching of cash inflows and outflows arising from the business, and having access to suitable external financing arrangements to meet any short term funding requirements.

The Group has sufficient financial arrangements to meet the day to day needs of the business. At a parent level, financing through a convertible note arrangement provides sufficient long term funding.

The Group practices prudent liquidity risk management by maintaining sufficient cash balances and the availability of funding through certain committed credit facility to meet the Group's financing obligations.

Liquidity Profile	Balance as at 30 June 2009	0-6 months	6-12 months	Over 1 Year, less than 5 year	Total
Consolidated Financial Assets					
Cash and cash equivalents	11,999,497	11,999,497	-	-	11,999,497
Trade receivables	7,493,992	7,493,992	-	-	7,493,992
Bills receivable	8,521,805	8,521,805	-	-	8,521,805
Advance to suppliers	6,991,595	6,991,595	-	-	6,991,595
Other trade receivables	1,983,912	1,983,912	-	-	1,983,912
Current loan receivable	226,146	-	-	226,146	226,146
Total	37,216,947	36,990,801	-	226,146	37,216,947
Financial liabilities					
Trade payables	(21,720,996)	(21,720,996)	-	-	(21,720,996)
Loans from supplier	(3,426,757)	-	(1,623,200)	(1,803,557)	(3,426,757)
Bills payable	(13,607,835)	(13,607,835)	-	-	13,607,835
Sundry payables	(3,490,983)	(3,490,983)	-	-	(3,490,983)
Short term bank loans	(2,759,443)	-	(2,759,443)	-	(2,759,443)
Long term bank loans	(3,571,042)	-	-	(3,571,042)	(3,571,042)
Loans from related parties	(4,379,862)	-	-	(4,379,862)	(4,379,862)
Convertible note	(7,200,000)	-	-	(7,200,000)	(7,200,000)
	(60,156,918)	(38,819,814)	(4,382,643)	(16,954,461)	(60,156,918)
Total	**(22,939,971)**	**(1,829,013)**	**(4,382,643)**	**(16,728,315)**	**(22,939,971)**

Note 27 Financial Instruments (continued)

Liquidity Profile	Balance as at 30 June 2009	0-6 months	6-12 months	Over 1 Year, less than 5 year	Total
Parent Financial Assets					
Cash and cash equivalents	30,083	30,083	-	-	30,083
Other trade receivables	14,415	14,415	-	-	14,415
Receivables from subsidiaries	3,815,877	-	3,815,877	-	3,815,877
Current loan receivable	242,146	-	242,146	-	242,146
Loans to controlled entities	6,675,000	-	-	6,675,000	6,675,000
	10,777,521	44,498	4,058,023	6,675,000	10,777,521
Financial Liabilities					
Trade payables	(157,408)	(157,408)	-	-	(157,408)
Sundry payables	(51,429)	(51,429)	-	-	(51,429)
Payable to subsidiary	(1,612,775)	-	-	(1,612,775)	(1,612,775)
Convertible Note	(7,200,000)	-	-	(7,200,000)	(7,200,000)
	(9,021,612)	(208,837)	-	(8,812,775)	(9,021,612)
Total	**1,755,909**	**(164,339)**	**4,058,023**	**(2,137,775)**	**1,755,909**

	Consolidated Group		Parent Entity	
	2009	2008	**2009**	2008
	$	$	**$**	$
Note 28 Tax				
Liabilities				
CURRENT				
Income Tax	**-**	152,015	**-**	-
TOTAL	**-**	152,015	**-**	-

Note 29 Company Details

The registered office and principal place of business of the Company is:
Rocklands Richfield Limited
15 Lyall Street,
South Perth,
Western Australia 6151

DIRECTORS' DECLARATION

In accordance with a resolution of the Directors of Rocklands Richfield Limited, I state that

1. in the opinion of the Directors:
   a) the financial statements, notes and additional disclosures including the Directors' Report designated as audited, of the Company and of the consolidated entity are in accordance with the *Corporations Act 2001 (Cth)*, including:
      i. giving a true and fair value of the Company's and consolidated entity's financial position as at 30 June 2009 and for the performance for the year ended on that date; and
      ii. complying with Accounting Standards and Corporations Regulations 2001; and
   b) there are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable.
2. the Chief Executive Officer and Chief Financial Officer have each declared that:
   a) the financial records of the Company for the financial year have been properly maintained in accordance with section 286 of the *Corporations Act 2001 (Cth)*;
   b) the financial statements and notes for the financial year comply with the Accounting Standards; and
   c) the financial statements and notes for the financial year give a true and fair view.
3. This declaration has been made after receiving the declarations required to be made to the Directors in accordance with section 295A of the *Corporations Act 2001 (Cth)* for the financial year ending 30 June 2009.

On behalf of the Board.

John Girdlestone
Director

Perth, 29 September 2009

INDEPENDENT AUDIT REPORT

TO THE MEMBERS OF ROCKLANDS RICHFIELD LIMITED

WHK

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Independent Audit Report
To the members of Rocklands Richfield Limited (ABN 82 057 121 749)
And Controlled Entities

Report on the Financial Report

We have audited the accompanying financial report of Rocklands Richfield Limited and controlled entities, which comprises the balance sheet as at 30 June 2009, and the income statement, statement of changes in equity and statement of cash flows for the year then ended that date, a summary of significant accounting policies, other explanatory notes and the directors' declaration of the consolidated entity comprising Rocklands Richfield Limited and the entities it controlled at the year's end or from time to time during the financial year.

As permitted by the Corporations Regulations 2001, the company has disclosed information about the remuneration of directors and executives (remuneration disclosures), required by Accounting Standard AASB 124: Related Party Disclosures, under the heading "Remuneration Report" in pages 15 to 18 of the directors' report and not in the financial report.

Directors' Responsibility for the Financial Report

The directors of the company are responsible for the preparation and fair presentation of the financial report in accordance with Australian Accounting Standards (including the Australian Accounting Interpretations) and the Corporations Act 2001. This responsibility includes establishing and maintaining internal controls relevant to the preparation and fair presentation of the financial report that is free from material misstatement, whether due to fraud or error; selecting and applying appropriate accounting policies; and making accounting estimates that are reasonable in the circumstances. In note 1 the directors also state, in accordance with Accounting Standard AASB 101: Presentation of Financial Statements, that compliance with the Australian equivalents to International Financial Reporting Standards (IFRS) ensures that the financial report, comprising the financial statements and notes complies with IFRS.

The directors are also responsible for preparation and presentation of the remuneration disclosures contained in the directors' report in accordance with the Corporation Regulations 2001.

Auditor's Responsibility

Our responsibility is to express an opinion on the financial report based on our audit. We conducted our audit in accordance with Australian Auditing Standards. These Auditing Standards require that we comply with relevant ethical requirements relating to audit engagements and plan and perform the audit to obtain reasonable assurance whether the financial report is free from material misstatement and that the remuneration disclosures in the directors' report comply with Accounting Standard AASB 124.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial report. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial report, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the company's preparation and fair presentation of the financial report 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 the directors, as well as evaluating the overall presentation of the financial report.

INDEPENDENT AUDIT REPORT

TO THE MEMBERS OF ROCKLANDS RICHFIELD LIMITED

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

Independence

We are independent of the Company, and have met the independence requirements of Australian Professional Ethical Standards and the Corporations Act 2001. We have given to the directors of the company a written Auditor's Independence Declaration, a copy of which is attached to the Financial Report.

Auditor's Opinion

In our opinion:

(a) the financial report of Rocklands Richfield Limited is in accordance with the Corporations Act 2001, including:

(i) giving a true and fair view of the financial position as at 30 June 2009 and of its financial performance and its cash flows for the year then ended; and

(ii) complying with Australian Accounting Standards (including the Australian Accounting Interpretations) and the Corporations Regulations 2001.

(b) the financial report also complies with International Financial Reporting Standards as disclosed in note 1; and

(c) the remuneration disclosures that are contained in pages 15 to 18 of the director's report comply with Accounting Standard AASB 124

Inherent Uncertainty Regarding Continuation as a Going Concern

Without qualification to the opinion expressed above, attention is drawn to the matter raised in Note 1 (c) to the financial report under the heading 'Going Concern'. The note records that the balance sheet at year end reflects a deficit of working capital (current liabilities exceed current assets). The deficit is partly due to the planned expiry of certain loans which matured in September 2009 and have been renewed for another year to September 2010. Management expects these loans will be refinanced as and when needed. The validity of the going concern basis on which the financial report has been prepared is dependent upon the Company succeeding in rolling over the loans so as to enable it to realise its assets and extinguish its liabilities in the normal course of business and at the amount stated in the financial report.

WHK HORWATH MELBOURNE

Peter Sexton
Partner
Date: 29th September 2009

ASX ADDITIONAL INFORMATION

Additional information required by the Listing Rules of the Australian Securities Exchange and which is not disclosed elsewhere in the Annual Report, is as follows. The information is made up to 31 August 2009.

SHAREHOLDER INFORMATION

The number of Security investors holding less than a marketable parcel of 1,613 securities ($0.31 on 31 August 2009) is 12 holding 10,070 securities.

DISTRIBUTION OF SHAREHOLDERS

Category (number of Securities)	ORDINARY FULLY PAID SHARES (listed)		
	Number of holders	Number of shares	Percentage of total %
1 – 1,000	9	6,038	0.02
1,001 – 5.000	270	895,326	0.30
5,001 – 10,000	149	1,349,454	0.46
10,001 – 100,000	351	14,801,716	5.00
100,001 and over	119	277,777,969	94.22
	898	**294,830,503**	**100.00**

DISTRIBUTION OF OPTION HOLDERS

Category (number of Securities)	OPTIONS – 30 cent strike price, expiring 30 November 2009 (listed)		
	Number of holders	Number of Options	Percentage of total %
1 – 1,000	156	89,663	0.16
1,001 – 5.000	159	319,240	0.55
5,001 – 10,000	67	628,438	1.09
10,001 – 100,000	122	5,242,574	9.10
100,001 and over	84	51,352,305	89.10
	588	**57,632,220**	**100.00**

LIST OF TOP 20 ORDINARY SHAREHOLDERS

Ordinary shareholder	Number of shares	Percentage of Issued Capital %
Benny Wu (Wu Pun Yan)	206,933,334	70.19
Betnee Nominees Pty Ltd	7,500,000	2.54
Poi Hoon Yap	7,000,000	2.37
McNeil Nominees Pty Limited	6,077,587	2.06
Chin Huan Ng	3,618,166	1.23
HSBC Custody Nominees	3,104,300	1.05
Merrill Lynch (Australia) Nominees Pty Limited	2,617,855	0.89
Sakura Capital Ltd	2,500,000	0.85
Citicorp Nominees Pty Limited	2,235,100	0.76
Kit Foo Chye	1,619,000	0.55
Unilease Capital Sdn Bhd	1,529,666	0.52
Martina Poh	1,399,000	0.47
Jack Tan	1,164,000	0.39
Wynnwood Pty Ltd	1,142,000	0.39
Chee Min Lam	1,093,750	0.37
Sir Patrick Hogan	1,000,000	0.34
Kit Foo Chye	952,000	0.32
A-Dude Pty Limited	925,000	0.31
Estarleece Pty Ltd	893,000	0.30
Raptor Investments Group Ltd	885,000	0.30
Total Top 20 Ordinary Shareholders	**254,188,758**	**86.22**
Remainder	40,641,745	13.78
Total Ordinary Shareholders	**294,830,503**	**100.00**

ASX ADDITIONAL INFORMATION

SUBSTANTIAL SHAREHOLDERS

Ordinary shareholder	Number of shares	Percentage of Issued Capital %
Benny Wu (Wu Pun Yan)	206,933,334	70.19

VOTING RIGHTS

On a show of hands every shareholder present in person or by proxy holding ordinary shares in the consolidated entity shall have one vote and upon a poll each share shall have one vote.

AUDIT & RISK COMMITTEE

As at the date of the Directors' Report, the Company has established an Audit and Risk Committee of the Board of Directors (refer Directors' Report and Corporate Governance Statement)

LIST OF TOP 20 OPTION HOLDERS

Option holder	Number of Options	Percentage of Options %
Betnee Nominees Pty td	7,500,000	13.01
Poi Hoon Yap	7,000,000	12.15
Tigermoth Investments Ltd	3,003,892	5.21
Sakura Capital Ltd	2,660,000	4.62
Pak Yang Chang	1,208,763	2.10
H M Commercial Advisor Pty Limited	1,175,000	2.04
Creative Vision Finance Pty Ltd	1,140,000	1.98
Estarleece Pty Ltd	1,130,000	1.96
Dennis Loh	1,025,626	1.78
Roger Stuart Clarke <Dubiety Fund A/C>	1,000,000	1.74
Sir Patrick Hogan	1,000,000	1.74
Anthony Ng	999,983	1.74
A-Dude Pty Limited	925,000	1.61
Chin Huan Ng	904,542	1.57
Raymond Wong	835,087	1.45
Wynnwood Pty Ltd	746,000	1.29
Liang Kwang Lim & Jennifer Lynne Lim	700,000	1.21
Dr Michele Kerr	600,000	1.04
Soon Gaik Khoo	575,000	1.00
Mark Barber Pty Ltd <Barber Family Account>	529,875	0.92
Total Top 20 Option Holders	**34,658,768**	**60.14**
Remainder	22,973,452	39.86
Total all Option Holders	**57,632,220**	**100.00**

QUOTATION OF OPTIONS

There were no listed options or management options converted into ordinary shares

There are no voting rights attached to the Options.