ORIENT VENTURE CAPITAL INC.

FINANCIAL STATEMENTS

FOR THE YEARS ENDED

MARCH 31, 2011 AND 2010

MANNING ELLIOTT
CHARTERED ACCOUNTANTS
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INDEPENDENT AUDITORS' REPORT

To the Shareholders of
Orient Venture Capital Inc.

We have audited the accompanying financial statements of Orient Venture Capital Inc. which comprise the balance sheets as at March 31, 2010 and 2009, and the statements of operations, comprehensive loss and deficit and cash flows for the years then ended, and the related notes comprising a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements
Management is responsible for the preparation and fair presentation of these financial statements in accordance with Canadian generally accepted accounting principles, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

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

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

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

Opinion
In our opinion, the financial statements present fairly, in all material respects, the financial position of Orient Venture Capital Inc. as at March 31, 2010 and 2009, and the results of its operations and its cash flows for the years then ended in accordance with Canadian generally accepted accounting principles.

Emphasis of Matter
Without qualifying our opinion, we draw attention to Note 1 in the financial statements which indicates the existence of a material uncertainty that may cast significant doubt on the ability of Orient Venture Capital Inc. to continue as a going concern.

Manning Elliott LLP

CHARTERED ACCOUNTANTS

Vancouver, British Columbia

June 6, 2011

ORIENT VENTURE CAPITAL INC.
BALANCE SHEETS
AS AT MARCH 31, 2011 AND 2010

	2011	2010
ASSETS		
CURRENT		
Cash (Note 13)	$ 42,531	$ 36,195
Prepaid expenses	1,400	525
	$ 43,931	$ 36,720
LIABILITIES AND SHAREHOLDERS' DEFICIENCY		
CURRENT		
Accounts payable and accrued liabilities	$ 291,218	$ 222,440
Loans payable (Note 11)	20,000	15,000
Loans from related parties (Note 12)	90,000	90,000
	401,218	327,440
SHAREHOLDERS' DEFICIENCY		
Share capital (Note 6)	385,471	385,471
Contributed surplus (Note 7)	36,974	36,974
Accumulated deficit	(779,732)	(713,165)
	(357,287)	(290,720)
	$ 43,931	$ 36,720

Nature of business and going concern (Note 1)

Approved on behalf of the Board:

/s/ "Min Kuang"
Min Kuang, Director

/s/ "Ian McDougall"
Ian McDougall, Director

The accompanying notes are an integral part of these financial statements.

ORIENT VENTURE CAPITAL INC.
STATEMENTS OF OPERATIONS, COMPREHENSIVE LOSS AND DEFICIT
FOR THE YEARS ENDED MARCH 31, 2011 AND 2010

	2011	2010
EXPENSES		
Accounting and audit	$ 17,186	$ 45,655
Bank charges	192	237
Filing and transfer agent fees	9,406	20,931
Legal	11,310	116,439
Office and administration	5,477	6,107
Rent	-	6,326
Sponsorship fee	-	28,000
Travel and related costs	-	9,680
LOSS BEFORE OTHER ITEMS	(43,571)	(233,375)
OTHER ITEMS		
Interest expense (Note 12)	(22,996)	(3,640)
Foreign exchange gain	-	875
Write off of GST receivable	-	(23,445)
NET LOSS AND COMPREHENSIVE LOSS	(66,567)	(259,585)
DEFICIT, BEGINNING	(713,165)	(453,580)
DEFICIT, ENDING	$ (779,732)	$ (713,165)
Basic and diluted loss per common share	$ (0.02)	$ (0.05)
Weighted average number of common shares outstanding during the year	4,260,790	5,145,042

The accompanying notes are an integral part of these financial statements.

ORIENT VENTURE CAPITAL INC.
STATEMENTS OF CASH FLOWS
FOR THE YEARS ENDED MARCH 31, 2011 AND 2010

	2011	2010
CASH FLOWS FROM OPERATING ACTIVITIES		
Loss and comprehensive loss for the year	$ (66,567)	$ (259,585)
Items not affecting cash:		
Write off of GST receivable	-	23,436
	(66,567)	(236,149)
Changes in non-cash working capital items:		
Increase in GST receivable	-	(7,724)
Increase in prepaid expenses	(875)	(525)
Increase in accounts payable and accrued liabilities	68,778	41,666
Net cash provided by (used in) operating activities	1,336	(202,732)
CASH FLOWS FROM FINANCING ACTIVIES		
Loans payable	5,000	15,000
Loans from related parties	-	90,000
Net cash provided by financing activities	5,000	105,000
CASH FLOWS FROM INVESTING ACTIVITIES		
Increase in share capital, net of issuance costs	-	52,158
Net cash provided by investing activities	-	52,158
CHANGE IN CASH DURING THE YEAR	6,336	(45,574)
CASH, BEGINNING OF YEAR	36,195	81,769
CASH, END OF YEAR	$ 42,531	$ 36,195

The accompanying notes are an integral part of these financial statements.

Note 1 NATURE OF BUSINESS AND GOING CONCERN

Orient Venture Capital Inc. (the "Company") was incorporated under the Business Corporations Act (British Columbia) on February 27, 2007 and is classified as a Capital Pool Company as defined in the TSX Venture Exchange ("TSX-V") Policy 2.4. The Company is in the process of identifying and evaluating business opportunities with the objective of completing a "qualifying transaction" under TSX rules. Under these rules, a qualifying transaction must be entered into within 24 months of listing. Due to the Company not entering into a qualifying transaction within the 24 month period, the shares in the Company were moved to the NEX and were halted from trading.

The Company's continuing operations as intended are dependent upon its ability to identify, evaluate and negotiate an acquisition of, a participation in or an interest in properties, assets or business. Such an acquisition will be subject to shareholders' approval. In order to continue as a going concern and meet its corporate objectives, the Company will require additional financing through debt or equity issuance or other available mean. There is no assurance that the Company will be able to obtain adequate financing in the future or that such financing will be on terms advantageous to the Company.

These financial statements have been prepared with the assumption that the Company will be able to realize its assets and discharge its liabilities in the normal course of business rather than through a forced liquidation. These financial statements do not give effect to adjustments that would be necessary to the carrying amounts and classifications of assets and liabilities should the Company be unable to continue as a going concern.

Note 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of presentation

The financial statements of the Company are prepared in accordance with Canadian generally accepted accounting principles.

Use of estimates

The preparation of financial statements in conformity with Canadian generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosures at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Significant areas requiring the use of estimates relate to the utilization of future income tax assets, tax rates, and stock-based compensation. Actual results may differ from those estimates.

Cash

Cash held in the Company's legal trust account are included in the cash balance.

Comparative figures

Certain figures presented for comparative purposes have been reclassified to confirm with the presentation adopted for the current year.

Note 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

Financial instruments

All financial instruments are required to be measured at fair value on initial recognition, except for certain related party transactions. Measurement in subsequent periods depends on whether the financial instrument has been classified as held for trading, available for sale, held to maturity, loans and receivables, or other financial liabilities.

Financial assets and liabilities classified as held for trading are measured at fair value, with gains and losses recognized in net earnings. Available for sale financial assets with quoted market prices are measured at fair value, with unrealized gains and losses recognized in other comprehensive income. Investments in equity instruments classified as available for sale that do not have quoted market prices in an active market are measured at cost.

Financial assets classified as held to maturity and loans and receivables are measured at amortized cost using the effective interest method of amortization. Financial liabilities classified as other financial liabilities are measured at amortized cost using the effective interest method of amortization.

The Company classifies its cash as held for trading, accounts payable, loans payable and loans from related parties as other financial liabilities.

Stock-based compensation

The Company follows CICA 3870 “Stock-Based Compensation and Other Stock-Based Payments”, which establishes standards for the recognition, measurement and disclosure of stock-based compensation and other stock-based payments made in exchange for goods and services. Stock options are recorded at their fair value on the date of grant over their vesting period as compensation cost. Agent warrants issued in connection with common share issuances are recorded at their fair value on the date of issue as share issuance costs with a corresponding credit to contributed surplus. On the exercise of stock options and agent warrants, share capital is credited for consideration received and for fair value amounts previously credited to contributed surplus. The Company uses the Black-Scholes option pricing model to estimate the fair value of stock-based compensation.

Share issue costs

Costs directly identifiable with the raising of capital will be charged against the related capital stock. Costs related to shares not yet issued are recorded as deferred financing costs. These costs will be deferred until the issuance of the shares to which the costs relate, at which time the costs will be charged against the related capital stock or charged to operations if the shares are not issued.

Future income taxes

The Company follows the asset and liability method of accounting for income taxes. Future income tax assets and liabilities are determined based on temporary differences between the accounting and tax bases of existing assets and liabilities, and are measured using the tax rates expected to apply when these differences reverse. A valuation allowance is recorded against any future tax asset if it is more likely than not that the asset will not be realized.

Note 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

Foreign currency translation

The Company maintains its accounting records in Canadian dollars. At the transaction date, transactions completed in foreign currencies are translated into Canadian dollars by the use of the exchange rate in effect at that date. Revenues and expenses are translated at the average exchange rate for the year. At the year end, monetary assets and liabilities denominated in foreign currencies are translated into Canadian dollars at the year-end exchange rates. Non-monetary assets and liabilities are translated using historical exchange rates. Exchange gains and losses on translation are included in operations.

Loss per share

The Company uses the treasury stock method in computing loss per share. Under this method, basic loss per share is computed by dividing loss available to common shareholders by the weighted average number of common shares outstanding during the year.

For the years ended March 30, 2011 and 2010, the existence of agent warrants and options affect the calculation of loss per share on a fully diluted basis. As the effect of this dilution is to reduce the reported loss per share, fully diluted loss per share information has not been shown.

Note 3 RECENT ACCOUNTING PRONOUNCEMENTS

The Canadian Accounting Standards Board confirmed that publicly accountable entities will be required to prepare financial statements in accordance with International Financial Reporting Standards ("IFRS") for interim and annual financial statements for fiscal years beginning on or after January 1, 2011. Companies will have to provide comparative IFRS information for the previous fiscal year. The Company continues to monitor and assess the impact of convergence of Canadian generally accepted accounting principles and IFRS.

Note 4 FINANCIAL INSTRUMENTS AND RISK

Fair Values of Financial Instruments

The fair values of financial instruments are summarized as follows:

	March 31, 2011		March 31, 2010	
	Carrying Value $	Fair Value $	Carrying Value $	Fair Value $
Financial Assets				
Held for trading				
Cash	42,531	42,531	36,195	36,195
Financial Liabilities				
Other financial liabilities				
Accounts payable	270,656	270,656	208,799	208,799
Loans payable	20,000	20,000	15,000	15,000
Loans from related parties	90,000	90,000	90,000	90,000

Note 4 FINANCIAL INSTRUMENTS AND RISK (continued)

Fair Value Measurements

The Company has various financial instruments including cash, accounts payable, loans payable and loans from related parties.

CICA 3862, *Financial Instruments – Disclosures*, requires an entity to maximize the use of observable inputs and minimize the use of unobservable inputs when measuring fair value. CICA 3862 establishes a fair value hierarchy based on the level of independent, objective evidence surrounding the inputs used to measure fair value. A financial instrument's categorization within the fair value hierarchy is based upon the lowest level of input that is significant to the fair value measurement. CICA 3862 prioritizes the inputs into three levels that may be used to measure fair value:

Level 1

Level 1 applies to assets or liabilities for which there are quoted prices in active markets for identical assets or liabilities.

Level 2

Level 2 applies to assets or liabilities for which there are inputs other than quoted prices that are observable for the asset or liability such as quoted prices for similar assets or liabilities in active markets; quoted prices for identical assets or liabilities in markets with insufficient volume or infrequent transactions (less active markets); or model-derived valuations in which significant inputs are observable or can be derived principally from, or corroborated by, observable market data.

Level 3

Level 3 applies to assets or liabilities for which there are unobservable inputs to the valuation methodology that are significant to the measurement of the fair value of the assets or liabilities.

The fair value of cash is determined based on "Level 1" inputs, which consist of quoted prices in active markets for identical assets. As at March 31, 2011, the Company believes that the carrying values of accounts payable, loans payable and loans from related parties approximate their fair values because of their nature and relatively short maturity dates or durations.

Assets measured at fair value on a recurring basis were presented on the Company's balance sheet as of March 31, 2011 as follows:

	Fair Value Measurements Using			
	Quoted Prices in Active Markets For Identical Instruments (Level 1) $	Significant Other Observable Inputs (Level 2) $	Significant Unobservable Inputs (Level 3) $	March 31, 2011 $
Assets:				
Cash	42,531	–	–	42,531

Note 4 FINANCIAL INSTRUMENTS AND RISK (continued)

Financial Risks

Credit Risk

Financial instruments that potentially subject the Company to concentrations of credit risk consist principally of cash. To minimize the credit risk the Company places these instruments with a high credit quality financial institution.

Liquidity Risk

The Company ensures its holding of cash is sufficient to meet its short-term general and administrative expenditures. All of the Company's financial liabilities have contractual maturities of 30 days or are due on demand and are subject to normal trade terms. The Company does not have investments in any asset backed deposits.

Foreign Exchange Risk

The Company does not have significant foreign exchange risk as its administrative operations are all in Canadian dollars.

Interest Rate Risk

Interest rate risk is the risk that the value of a financial instrument will fluctuate as a result of changes in market interest rates. The Company's exposure relates to its ability to earn short term interest on cash and term deposit balances at variable rates. The Company has no long–term debt and therefore is not affected by changes in long-term interest rates. With respect to interest rate risk management, the Company is at risk to open market fluctuation in interest rates.

Note 5 CAPITAL DISCLOSURE

The Company's objectives when managing capital are to pursue and complete the identification and evaluation of assets, properties or businesses with a view to acquisition or participation in a qualifying transaction, to maintain financial strength and to protect its ability to meet its on-going liabilities, to continue as a going concern, to maintain creditworthiness and to maximize returns for shareholders over the long-term. The Company does not have any externally imposed capital requirements to which it is subject. Capital is comprised of the Company's shareholders' equity and short-term loans.

As at March 31, 2011, the Company had capital resources consisting of cash. The Company manages the capital structure and makes adjustments to it in light of changes in economic conditions and the risk characteristics of the underlying assets. To maintain or adjust the capital structure, the Company may attempt to issue new debt or shares or adjust the amount of cash.

The Company expects its current capital resources will be sufficient to carry its process of identifying and completion of a qualifying transaction. Additional funds may be required to finance the Company's qualifying transaction.

Note 6 SHARE CAPITAL

a) Authorized

Unlimited number of common shares without par value
Unlimited non-voting, non-participating, non-cumulative preferred shares without par value issuable in series

b) Issued Common Shares

	Number of Shares	Amount
Common shares issued and outstanding:		
Balance as at March 31, 2009	5,000,000	$ 325,078
Agent warrants exercised (1)	260,790	60,393
Balance as at March 31, 2010	5,260,790	385,471
Escrow shares cancelled (2)	1,000,000	-
Balance as at March 31, 2011	4,260,790	$ 385,471

1) On September 4, 2009, an agent exercised 260,790 warrants at price of $0.20 per share in exchange of 260,790 common shares. Proceeds of $52,158 were received on September 10, 2009 and $8,235 for the fair value of the warrants on grant date was transferred from contributed surplus to share capital.

2) On June 29, 2010, the Company's current shareholders approved the cancellation of 1,000,000 escrow shares.

c) Escrow Shares

1,000,000 common shares issued in March 2007 are held in escrow and will be released to shareholders in accordance with TSX-V Policy 2.4 over a period of up to 36 months. In addition, 40,000 shares issued through the IPO are also held in escrow.

Note 7 CONTRIBUTED SURPLUS

	Amount
Balance, March 31, 2009	$ 45,209
Agent warrants exercised (Note 6(b)(1))	(8,235)
Balance, March 31, 2010 and 2011	$ 36,974

Note 8 STOCK OPTIONS

The Company has a stock option plan applicable to directors, officers, and consultants, under which the total outstanding stock options are limited to 10% of the outstanding common shares of the Company at any one time. Under the plan, an option's maximum term is five years from the grant date.

The Company did not issue any options during years ended March 31, 2011 and 2010. As at March 31, 2011, the Company has 420,000 options outstanding and exercisable at an exercise price of $0.10 with an expiry date of September 4, 2012.

Note 9 WARRANTS

On September 5, 2007, the Company issued 300,000 non-transferable agents warrants, entitling the agent to purchase 300,000 common shares at a price of $0.20 per common share. 260,790 warrants were exercised on September 4, 2009 at price of $0.20 per share to purchase 260,790 common shares. The remaining warrants expired.

	Number
Balance, March 31, 2009	300,000
Warrants exercised	(260,790)
Warrants expired	(39,210)
Balance, March 31, 2010 and 2011	-

Note 10 INCOME TAXES

The following table reconciles the expected income tax recovery at the federal and provincial statutory rate of 28.01% (2010 – 29.63%) to the amount recognized in the statement of loss:

	2011	2010
Loss before recovery of income taxes	$ (66,567)	$ (259,584)
Expected income tax recovery	(18,645)	(76,902)
Change in tax rates	2,004	16,749
Increase in valuation allowance	16,641	60,153
Income tax recovery	$ -	$ -

The tax effects of temporary differences measured at the substantially enacted rate that give rise to significant portions of the future tax assets and liabilities are as follows:

	2011	2010
Canadian substantially enacted income tax rate	25%	25%
Non-capital loss carryforward	$ 197,322	$ 177,408
Share issuance costs	3,272	6,545
Valuation allowance	(200,594)	(183,953)
Income tax recoverable	$ –	$ –

The Company has non-capital losses for income tax purposes of $789,290 (2010 - $709,633) which may be carried forward and offset against future taxable income. These losses expire in 2027-2031.

The Company has not recognized any future income tax assets. The Company has recorded a valuation allowance against its future income tax assets based on the extent to which it is more likely than not that sufficient taxable income will not be realized during the carryforward periods to utilize all future tax assets.

Note 11 LOANS PAYABLE

During the fiscal year ended March 31, 2011, a total of $5,000 was advanced to the Company from an individual not related to the Company. These funds were deposited in the Company's legal trust account and used to fund operating expenses for the 2011 fiscal year. This amount is unsecured, bears interest at 8% per annum and matures at the earlier of 1) 24 months from the date of the loan agreement and 2) the time of closing of an equity financing during the term of the loan agreement where the Company issues shares of its common stock for cash consideration.

During the fiscal year ended March 31, 2010, a total of $15,000 was advanced to the Company from two individuals who are not related to the Company. These funds were deposited in the Company's legal trust account and used to fund operating expenses for the 2011 fiscal year. This amount is unsecured, bears interest at 8% per annum and matures at the earlier of: 1) 24 months from the date of the loan agreement and 2) the time of closing of an equity financing during the term of the loan agreement where the Company issues shares of its common stock for cash consideration.

The Company may prepay at any time all or any portion of the unpaid principal of the loans, without penalty, applying first to interest and then to principal.

Note 12 RELATED PARTY TRANSACTIONS

The Company paid or accrued office administration fees to a company controlled by a director in the amount of $4,800 (2010 - $4,800) for the year ended March 31, 2011. Included in the March 31, 2011, accounts payable balance is $6,132 relating to these fees.

During the fiscal year ended March 31, 2010, a total of $90,000 was advanced to the Company from a related company and an officer of the Company. This amount is unsecured, bears interest at 8% per annum and matures at the earlier of: 1) 24 months from the date of the loan agreement and 2) the time of closing of an equity financing during the term of the loan agreement where the Company issues shares of its common stock for cash consideration.

The Company may prepay at any time all or any portion of the unpaid principal of the loans, without penalty, applying first to interest and then to principal. For the year ended March 31, 2011, the Company has accrued $10,940 (2010 - $3,640) of interest expense on these loans.

These transactions with related parties are in the normal course of operations and have been measured at the exchange amount, which is the amount of consideration established and agreed by the related parties.

Note 13 LETTER OF INTENT

On January 28, 2011, the Company entered into a letter of intent with Hong Kong Moon Ring Limited ("HK Moon Ring") and Shandong Longtai Fruits and Vegetables co., ltd. ("Shandong Longtai"), whereby the Company will acquire 100% shares of HK Moon Ring. HK Moon Ring holds a 63.88% equity interest in Shandong Longtai. As part of the terms of this letter of intent, HK Moon Ring paid a non-refundable deposit in the amount of $60,000 to the Company. This amount was deposited into the Company's legal trust account to cover certain costs associated with the qualifying transaction. On June 17, 2011, the Company terminated the letter of intent with HK Moon Ring and Shandong Longtai.