

# PlatSearch NL

ABN 16 003 254 395

Financial Report for the year ended 30 June 2011

Your directors submit their report for the year ended 30 June 2011.

#### **Directors**

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

# Patrick Elliott, BCom, MBA, CPA Chairman

Patrick was appointed a Director of the Company on 22 December 2008 and is a company director specialising in the resources sector with 36 years' experience in investment and corporate management. His early career was at Consolidated Gold Fields Australia Limited and covered investment analysis and management, minerals marketing (copper, tin, rutile and zircon). In 1979 he went into investment banking and became Head of Corporate Finance for Morgan Grenfell Australia Limited in 1982. Patrick subsequently became Managing Director of Natcorp Investments Ltd in 1986 which owned a number of manufacturing businesses. After its takeover he became an active early stage venture capital investor with an emphasis on resources.

Patrick is Chairman of Argonaut Resources NL, Australia Oriental Minerals NL and MIL Resources Ltd, the latter company in which he is also the managing director. He is also a director of a number of privately owned companies.

During the past three years Patrick has also served as a director of the following other listed companies:

- ► Argonaut Resources NL appointed June 2003
- Australia Oriental Minerals NL appointed November 1998
- ► MIL Resources Ltd appointed 1980, resigned July 2011
- ► Crossland Uranium Mines Limited appointed May 2003
- ► Global Geoscience Limited appointed April 2003

# Gregory Jones, BSc (Hons 1) (UTS), MAusIMM

#### **Managing director**

Greg was appointed Chief Executive Officer of the Company on 1 January 2009 and Managing Director from 20 April 2009. He is a geologist with 31 years of exploration and operational experience gained in a broad range of metalliferous commodities both within Australia and overseas. Greg has held senior positions

in a number of resource companies including Western Mining Corporation and Sino Gold Limited and his experience spans the spectrum of exploration activity from grass-roots exploration through to resource definition and new project generation, as well as mine geology, ore resource/reserve generation and new mine development.

Greg was awarded the Institute Medal for academic excellence whilst at university and is credited with several economic discoveries including the Blair nickel and the Orion gold deposits in Western Australia.

During the past three years Gregory has also served as a director of the following other listed companies:

- ► Eastern Iron Limited appointed April 2009
- Silver City Minerals Limited appointed April 2009
- ► Thomson Resources Ltd appointed July 2009

#### Kwan Chee Seng Non-executive director

Chee Seng was appointed a Director of the Company on 17 February 2009. Chee Seng has investments in the renewable sustainable energy, base metal resources and the biotechnology businesses. He has extensive experience in senior management and in business. He is a Non-Executive Director and a major shareholder of Singapore listed Van der Horst Energy Limited. Kantilal Champaklal became an alternate director for Chee Seng from 9 March 2009.

During the past three years Chee Seng also served as a director of Viking Offshore and Marine Ltd (formerly known as Novena Holdings Limited) until 16 April 2010.

#### Dr Foo Fatt Kah, MB, BCh, BAO, MBA Non-executive director

Dr Foo was appointed a Director of the Company on 7 October 2009. Dr Foo has over 20 years' experience in the investment banking, fund management and advisory businesses spanning Europe and Asia. He was previously Head of Asian Equities for SG Securities Asia (the Asian Investment Banking business for Societe Generale) covering 10 Asian countries ex-Japan. Since 2004 Dr Foo has been active as an investor and advisor, overseeing investments in Resources, Energy and Healthcare.

Dr Foo is qualified in Medicine (MB, B Ch, BAO) and Business Administration (M.B.A.) from the Queen's University, United Kingdom, with further continuing education qualifications from Insead on Economic Value Added (EVA) and International Project Management. He has experience with listed companies in Singapore, being previously Executive Director of

CyberVillage Holdings Ltd and currently Lead Independent Director of PEC Ltd.

During the past three years Dr Foo has not served as a director of any other listed companies.

# Robert Waring, BEc (Sydney), CA, FCIS, FFin, MAusIMM, FAICD

Non-executive director and company secretary

(resigned 31 December 2010)

Company Secretary since 1990 and Director since February 1995 and resigned as Director and Company Secretary on 31 December 2010.

# Bob Richardson, BSc (Sydney), BE (Hons) (Sydney), MAusIMM, MASEG

Non-executive director (resigned 23 July 2010)

Mr Richardson was Managing Director until his resignation on 31 December 2008. He resigned as a Non-Executive Director on 23 July 2010.

#### Kantilal Champaklal

#### Alternate director to Kwan Chee Seng

Kantilal was appointed an alternate director to Mr Kwan on 9 March 2009.

# Directors' interests in shares and options

As at the date of this report, the interests of the Directors in the shares and options of PlatSearch NL were:

| Directors    | Shares directly and indirectly held | Options<br>directly and<br>indirectly held |
|--------------|-------------------------------------|--|
| P Elliott    | 2,352,345                           | 1,600,000                                  |
| G Jones      | 1,000,000                           | 6,300,000                                  |
| C S Kwan     | 46,184,836                          | 2,000,000                                  |
| F K Foo      | -                                   | 1,600,000                                  |
| K Champaklal | -                                   | 1,000,000                                  |

#### **Company secretary**

#### Ivo Polovineo, FIPA

Ivo Polovineo was appointed Company Secretary of the Company on 31 December 2010. Ivo has over 30 years' experience in corporate accounting, finance and company secretarial work for a diverse range of companies. He has spent the past 20 years in senior

management roles in the resources sector including seven years as Company Secretary (and five years as CFO) of Sino Gold Mining Limited (a former ASX 100 company) until December 2009. Ivo is currently also a Company Secretary of Lynas Corporation Ltd (ASX 200 company), Thomson Resources Ltd, Silver City Minerals Ltd and is a Director of ASX listed Eastern Iron Limited.

#### Principle activities

The principal continuing activity of the consolidated entity is the exploration for economic base metals, iron ore, gold and heavy minerals.

#### Results

The net result of operations of the consolidated entity after applicable income tax was a profit of \$2,996,675 (2010: profit of \$85,006) which includes the write-off of exploration expenditure during the year of \$792,730 (2010: \$127,206).

#### **Dividends**

No dividends were paid or proposed during the year.

#### Review of operations

The most significant developments in the Company's operations and financing activities were:

- Share sales, where the Company sold its shareholding in Chesser Resources Limited and part of its shareholding in Aguia Resources Limited for a total of \$3.3 million.
- ► Capital raising where the Company raised \$2.5 million in a convertible note.
- ▶ Investments where the Company exercised \$1.4 million worth of options in Eastern Iron Limited to take its shareholding to 48.3% and participated in a capital raising by WPG Resources Ltd to increase its shareholding to 10.4 million shares.
- Ten farm-ins and joint ventures were in place by year end as follows –
  - Junction Dam uranium joint venture (Broken Hill region) where Marmota Energy Ltd can earn up to 95% interest in the Tertiary uranium rights
  - Mundi Plains and Junction Dam joint venture (Broken Hill region) with UXA Resources Ltd earning up to 80% interest in the projects

- Mundi Plains cover rights joint venture where PTS may earn up to 100% from Teck Australia Pty Ltd
- Quinyambie and Callabonna joint venture (South Australia) with Red Metals Ltd earning up to an 80% interest
- Hillston joint venture (Broken Hill region) where
   Perilya Limited can earn up to an 80% interest
- Wyoming West joint venture where PlatSearch can earn up to a 75% interest in the copper/gold project east of Wyoming / Caloma from Raptor Resources
- Kalabity uranium joint venture where Crosslands Uranium Mines Ltd can earn up to a 60% interest in the property (PTS at 20%)
- Wynbring, SA where Bemax Resources Ltd can earn up to an 80% interest in the heavy mineral sands rights within the project area
- Thurla, NSW where PlatSearch can earn a 20% interest by providing Bemax with services to the value of \$100,000 within four years
- The Eastern CID iron project joint venture where PTS has a 51% interest in channel iron deposits east of Cobar NSW
- PlatSearch incorporated an EU registered company and opened an office in France with the view of acquiring advanced projects.

# Significant changes in the state of affairs

The Directors are not aware of any significant changes in the state of affairs of the Group occurring during the financial period, other than as disclosed in this report.

# Significant events after the balance date

There were, at the date of this report, no matters or circumstances which have arisen since 30 June 2011 that have significantly affected or may significantly affect the operations of the Group, the results of those operations, or the state of affairs of the Group, in future financial years, other than:

On 22 August 2011, WPG Resources Ltd (WPG) announced the proposed sale of all of its iron ore assets to a subsidiary of OneSteel Limited (One Steel) for total proceeds of approximately \$346 million to be effected by the sale of three wholly owned subsidiaries of WPG, namely, Southern Iron

Pty Ltd, Central Iron Pty Ltd and Coober Pedy Resources Pty Ltd (the Transaction).

If the Transaction proceeds to Completion, WPG has announced that it intends to make a taxeffective distribution of the bulk of the net Transaction proceeds to Shareholders by way of a capital return and a franked dividend. The total distribution will be \$1.05 per share, consisting of a capital return of \$0.42 per share and a fully franked dividend of \$0.63 per share, with an attaching franking credit of \$0.27 per share.

The transaction is subject to certain conditions including approval by WPG shareholder at an EGM to be held on 4 October 2011. At 30 June 2011 the Group held 10,407,837 shared in WPG – refer Note 8(a).

# Indemnification and insurance of directors and officers

The Company has not, during or since the end of the financial period, in respect of any person who is or has been an officer of the Company or a related body corporate indemnified or made any relevant agreement for indemnifying against a liability incurred as an officer, including costs and expenses in successfully defending legal proceedings.

#### **Insurance premiums**

During the financial period the Company has paid premiums to insure each of the directors and officers against liabilities for costs and expenses incurred by them in defending any legal proceedings arising out of their conduct while acting in the capacity of director or officer of the Company, other than conduct involving a wilful breach of duty in relation to the Company.

The premiums paid are not disclosed as such disclosure is prohibited under the terms of the contract.

#### **Environmental performance**

PlatSearch holds exploration licences issued by the Mines Departments of various state governments which specify guidelines for environmental impacts in relation to exploration activities. The licence conditions provide for the full rehabilitation of the areas of exploration in accordance with the various Mines Departments' guidelines and standards. There have been no significant known breaches of the licence conditions.

# Likely developments and expected results

As the Company's areas of interest are at an early stage of exploration, it is not possible to postulate likely developments and any expected results. The Company is hoping to identify other precious, base metal and iron ore exploration and evaluation targets.

# Shares under option or issued on exercise of options

Details of unissued shares or interests under option for PlatSearch NL as at the date of this report are:

| No. shares<br>under<br>option | Class<br>of<br>share | Exercise<br>price of<br>option | Expiry date of options |
|-------------------------------|----------------------|--------------------------------|------------------------|
| 2,280,000                     | Ord                  | \$0.14                         | 27 Nov 2011            |
| 300,000                       | Ord                  | \$0.18                         | 28 May 2012            |
| 900,000                       | Ord                  | \$0.14                         | 9 Feb 2014             |
| 8,750,000                     | Ord                  | \$0.18                         | 27 Nov 2014            |
| 1,140,000                     | Ord                  | \$0.18                         | 27 Nov 2014            |
| 1,500,000                     | Ord                  | \$0.18                         | 27 Nov 2014            |
| 6,250,000                     | Ord                  | \$0.30                         | 25 Nov 2015            |
| 2,850,000                     | Ord                  | \$0.30                         | 25 Nov 2015            |
| 23,970,000                    |                      |                                |                        |

The holders of these options do not have the right, by virtue of the option, to participate in any share issue of the Company or of any other body corporate or registered scheme.

There were no shares issued during or since the end of the financial year as a result of exercise of the above options.

Refer to the remuneration report and Note 19 for further details of the options outstanding.

### **Remuneration report (audited)**

This remuneration report for the year ended 30 June 2011 outlines the remuneration arrangements of the Company and the Group in accordance with the requirements of the Corporations Act 2001 (the Act) and its regulations. This information has been audited as required by section 308(3C) of the Act.

The remuneration report details the remuneration arrangements for key management personnel (KMP) who 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.

#### **Details of key management personnel**

Details to KMP including the top five remunerated executives of the Parent and Group are set out below.

| Directors           |   |
|---------------------|---|
| Patrick Elliott     | Chairman (Non-Executive)  |
| Gregory Jones       | Managing Director   |
| Kwan Chee Seng      | Non-Executive Director  |
| Dr Foo Fatt Kah     | Non-Executive Director  |
| Robert Waring       | Non-Executive Director<br>and Company Secretary<br>(resigned 31 December<br>2010) |
| Robert Richardson   | Non-Executive Director (resigned 23 July 2010)                                    |
| Kantilal Champaklal | * Alternate director for<br>Kwan Chee Seng  |
| Ivo Polovineo       | Company Secretary<br>(appointed 31 December<br>2010)                              |
| Peter Buckley       | Exploration Manager (resigned 14 March 2011)                                      |
| Chris Hosie         | Exploration Manager (appointed 21 March 2011)                                     |
| Wendy Corbett       | Managing Geologist  |
| Michelle Lilley     | Financial Controller  |
| Nigel Maund         | Business Development<br>Manager   |
| Greg De Ross        | Managing Director of<br>Subsidiary – Eastern Iron<br>Limited                      |

#### Remuneration philosophy

The objective of the Company's remuneration framework is to ensure reward for performance is competitive and appropriate for the results delivered. The framework aligns executive reward with achievement of strategic objectives and the creation of value for shareholders. The Board believes that executive remuneration satisfies the following key criteria:

- Competitiveness and reasonableness.
- ► Acceptability to shareholders.
- Performance linkage/alignment of executive compensation.
- Transparency.
- Capital management.

These criteria result in a framework which can be used to provide a mix of fixed and variable remuneration, and

a blend of short and long term incentives in line with the Company's limited financial resources.

Fees and payments to the Company's Non-Executive Directors and Senior Executives reflect the demands which are made on, and the responsibilities of, the Directors and the senior management. Such fees and payments are reviewed annually by the Board. The Company's Executive and Non-Executive Directors, Senior Executives and Officers are entitled to receive options under the Company's Employee Share Option Scheme.

# Non-executive directors remuneration arrangements

Directors are entitled to remuneration out of the funds of the Company but the remuneration of the Non-Executive Directors (NED) may not exceed in any year the amount fixed by the Company in general meeting for that purpose. The aggregate remuneration of the NED's has been fixed at a maximum of \$250,000 per annum to be apportioned among the NED's in such a manner as the Board determines. Directors are also paid be entitled to reasonable accommodation and other expenses incurred in consequence of their attendance at Board meetings and otherwise in the execution of their duties as Directors.

The Chairman's fee was set at \$11,550 p.a. and NED fees at \$11,550 p.a. for the year ended 30 June 2011. As at 1 October 2011 the Board resolved to increase the Chairman's fee to \$50,000 p.a. and NED fees to \$35,000 p.a. which is consistent with industry average fees. At present, no Committee fees are paid to Directors.

#### Service agreements

Remuneration and other terms of employment for key management personnel are formalised in employment contracts and contractor agreements. Details of these arrangements are set out below:

#### **Managing Director – Greg Jones**

- Contract term: No fixed term. Either party may terminate the letter of employment with one months' notice.
- ► Remuneration: \$250,000 p.a. as at 30 June 2011 to be review annually.
- ► Termination payments: A 3 month severance pay with an additional 3 months after more than five years.

#### Non-Executive Director - Rob Waring

- Contract term: Contract was terminated on 31 December 2010.
- ► Remuneration: \$192 per hour plus GST until resignation in December 2010.
- ► Termination payments: Nil.

#### Company Secretary - Ivo Polovineo

- Contract term: Commenced 1 January 2011. 12 month rolling contract. Either party may terminate the contract with one months' notice.
- Remuneration: \$1,250 per day plus GST as at 30 June 2011.
- ► Termination payments: Nil.

#### **Exploration Manager – Peter Buckley**

- Contract term: No fixed term, Peter resigned on 14 March 2011. Either party may terminate the contract with one months' notice.
- Remuneration: \$136,000 p.a. until resignation in March 2011.
- Termination payments: A 2 month severance pay with an additional 1 month after more than five years.

#### **Exploration Manager – Chris Hosie**

- Contract term: No fixed term, employment commenced 21 March 2011. Either party may terminate the contract with one months' notice.
- Remuneration: \$152,600 p.a. as at 30 June 2011 to be reviewed annually.
- Termination payments: A 3 month severance pay with an additional 3 months' after more than five years.

#### Managing Geologist - Wendy Corbett

- Contract term: Rolling contract. Either party may terminate the agreement with one months' notice.
- Remuneration: \$99 per hour plus GST for consultancy services as at 30 June 2011. Increased to \$104 per hour plus GST from 1 July 2011.
- ► Termination payments: Nil.

#### Financial Controller – Michelle Lilley

- Contract term: Rolling contract. Either party may terminate the agreement with one months' notice.
- Remuneration: \$93 per hour plus GST for consultancy services as at 30 June 2011. Increased to \$98 per hour plus GST from 1 July 2011
- ► Termination payments: Nil.

### **Business Development Manager - Nigel Maund**

- Contract term: No fixed term. Either party may terminate the letter of employment with one months' notice.
- ► Remuneration: \$220,000 p.a. as at 30 June 2011 to be review annually.
- ► Termination payments: A 3 month severance pay with an additional 3 months after more than five years.

### Managing Director (Eastern Iron) – Greg De Ross

- ► Contract term: No fixed term. Either party may terminate the letter of employment with two months' notice.
- ► Remuneration: \$260,000 p.a. as at 30 June 2011 to be review annually. Increased to \$273,000 p.a. from 1 July 2011.
- ► Termination payments: A 3 month severance pay with an additional 3 months after more than five years.

# Directors and key management personnel remuneration (consolidated) for the year ended 30 June 2011

|                        | Short-<br>term benefits       |                          | Post<br>employment        | Share-based payments |             |                         |
|------------------------|-------------------------------|--------------------------|---------------------------|----------------------|-------------|-------------------------|
|                        | Cash salary<br>and fees<br>\$ | Consulting<br>fees<br>\$ | Super-<br>annuation<br>\$ | Options<br>\$        | Total<br>\$ | Consisting of options % |
| Directors              |                               |                          |                           |                      |             |                         |
| P Elliott              | 12,265                        | -                        | -                         | 30,000               | 42,265      | 71%                     |
| G Jones                | 229,358                       | 27,000                   | 20,642                    | 135,850              | 412,850     | 33%                     |
| C S Kwan               | 11,550                        | -                        | -                         | 100,000              | 111,550     | 90%                     |
| F K Foo                | 11,550                        | -                        | -                         | 30,000               | 41,550      | 72%                     |
| R Waring               | -                             | 50,016                   | -                         | 37,500               | 87,516      | 43%                     |
| R Richardson           | -                             | 4,406                    | -                         | -                    | 4,406       | -                       |
| K Champaklal           | -                             | -                        | -                         | -                    | -           | -                       |
| <b>Total Directors</b> | 264,723                       | 81,422                   | 20,642                    | 333,350              | 700,137     |                         |
| Other key manage       | ement personne                | el                       |                           |                      |             |                         |
| I Polovineo            | -                             | 47,950                   | -                         | 39,780               | 87,730      | 45%                     |
| P Buckley              | 83,181                        | 18,266                   | 7,486                     | 20,850               | 129,783     | 16%                     |
| C Hosie                | 39,846                        | -                        | 3,586                     | 23,205               | 66,637      | 35%                     |
| W Corbett              | -                             | 101,888                  | -                         | 44,850               | 146,738     | 31%                     |
| M Lilley               | -                             | 105,183                  | -                         | 49,425               | 154,608     | 32%                     |
| N Maund                | 201,835                       | -                        | 18,165                    | 51,471               | 271,471     | 19%                     |
| G De Ross              | 238,532                       | -                        | 21,468                    | 28,480               | 288,480     | 10%                     |
| Total KMP              | 563,394                       | 273,287                  | 50,705                    | 258,061              | 1,145,477   |                         |
| Totals                 | 828,117                       | 354,709                  | 71,347                    | 591,411              | 1,845,584   |                         |

<sup>\*</sup> Note: Included in consulting fees are Eastern Iron Limited directors fees paid to KMP of \$77,366 in 2011 (2010: \$24,000).

Directors and other key management personnel remuneration (consolidated) for the year ended 30 June 2010

|                        | Short term benefits           |                          | Post<br>employment        | Share-based payment |             |                         |
|------------------------|-------------------------------|--------------------------|---------------------------|---------------------|-------------|-------------------------|
|                        | Cash salary<br>and fees<br>\$ | Consulting<br>fees<br>\$ | Super-<br>annuation<br>\$ | Options<br>\$       | Total<br>\$ | Consisting of options % |
| Directors              |                               |                          |                           |                     |             |                         |
| P Elliott              | 10,835                        |                          | 715                       | 63,600              | 75,150      | 85%                     |
| G Jones                | 217,892                       | 16,000                   | 19,610                    | 206,700             | 460,202     | 45%                     |
| C S Kwan               | 11,550                        |                          | -                         | 127,200             | 138,750     | 92%                     |
| F K Foo                | 8,662                         |                          | -                         | 63,600              | 72,262      | 88%                     |
| R Waring               | -                             | 121,728                  | -                         | 31,800              | 153,528     | 21%                     |
| R Richardson           | 10,596                        | 27,428                   | 954                       | 31,800              | 70,778      | 45%                     |
| K Champaklal           | -                             | -                        | -                         | -                   | -           | -                       |
| <b>Total Directors</b> | 259,535                       | 165,156                  | 21,279                    | 524,700             | 970,670     |                         |
| Other key manage       | ement personne                | el                       |                           |                     |             |                         |
| I Polovineo            | -                             | -                        | -                         | -                   | -           | -                       |
| P Buckley              | 124,773                       | 8,000                    | 11,230                    | 16,080              | 160,083     | 10%                     |
| C Hosie                | -                             | -                        | -                         | -                   | -           | -                       |
| W Corbett              | -                             | 110,675                  | -                         | 18,760              | 129,435     | 15%                     |
| M Lilley               | -                             | 64,891                   | -                         | 13,400              | 78,291      | 17%                     |
| N Maund                | 40,367                        | -                        | 3,633                     | -                   | 44,000      | -                       |
| G De Ross              | 79,511                        | -                        | 7,156                     | 56,960              | 143,627     | 40%                     |
| Total KMP              | 244,651                       | 183,566                  | 22,019                    | 105,200             | 555,436     |                         |
| Totals                 | 504,186                       | 348,722                  | 43,298                    | 629,900             | 1,526,106   |                         |

There were no short term or long term variable remuneration incentive payments made in this remuneration (no performance related element of remuneration).

#### Compensation options: granted and vested during the year (consolidated)

The following options were granted during the financial year.

### Share-based payments awarded during the year to directors and key management personnel

|              | Grant<br>date | Granted<br>no. | Vested<br>no. | Vest-<br>ed<br>% | Value of<br>options<br>granted<br>at the<br>grant<br>date<br>(Note 19) | Options<br>exerc-<br>ised<br>no. | Value of options exercised at the exercise date | Value of<br>options<br>lapsed<br>at the<br>date of<br>lapse<br>\$ |
|--------------|---------------|----------------|---------------|------------------|--|----------------------------------|---|---|
| 2011         |               |                |               |                  |  |                                  |   |   |
| P Elliott    | 25 Nov 10     | 600,000        | 600,000       | 100              | 30,000   | -                                | -   | -   |
| G Jones      | 25 Nov 10     | 2,300,000      | 2,300,000     | 100              | 115,000  | -                                | -   | -   |
| C S Kwan     | 25 Nov 10     | 2,000,000      | 2,000,000     | 100              | 100,000  | -                                | -   | -   |
| F K Foo      | 25 Nov 10     | 600,000        | 600,000       | 100              | 30,000   | -                                | -   | -   |
| R Waring     | 25 Nov 10     | 750,000        | 750,000       | 100              | 37,500   | -                                | -   | -   |
| R Richardson | -             | -              | -             | -                | -  | -                                | -   | -   |
| K Champaklal | -             | -              | -             | -                | -  | -                                | -   | -   |
| I Polovineo  | 12 May 11     | 600,000        | 600,000       | 100              | 39,780   |                                  |   |   |
| C Hosie      | 12 May 11     | 350,000        | 350,000       | 100              | 23,205   |                                  |   |   |
| W Corbett    | 17 Dec 10     | 400,000        | 400,000       | 100              | 24,000   | -                                | -   | -   |
| M Lilley     | 17 Dec 10     | 650,000        | 650,000       | 100              | 39,000   | -                                | -   | -   |
| N Maund      | 23 Aug 10     | 2,000,000      | 500,000       | 25               | 119,000  | -                                | -   | -   |
| G De Ross    | -             | -              | -             | -                | -  | -                                | -   | -   |

The value of options granted during the period is recognised in compensation over the vesting period of the grant, in accordance with Australian Accounting Standards.

For details on the valuation of the options, including models and assumptions used, please refer to Note 19.

There were no alterations to the terms and conditions of options granted as remuneration since their grant date. There were no forfeitures during the period.

The Company has established an ESOP for the benefit of Directors, officers, senior executives and consultants.

#### **Directors' Benefits, Emoluments and Share Options**

During its annual budget review the Board reviews the Directors' Emoluments. Remuneration levels, including participation in the Company's ESOP, are set to provide reasonable compensation in line with the Company's limited financial resources. During the year no Director of the Company has received or become entitled to receive a benefit (other than a benefit included in Note 22 of the financial statements) by reason of a contract made by the Company or a related corporation with the Director or with a firm of which he is a member, or with a company in which he has a substantial financial interest.

Due to the difficulty in the measurement of performance using quantitative indicators in the mineral exploration industry, there is no formal link between assessment of performance and remuneration levels.

There is no retirement scheme for Non-Executive Directors.

#### **Meetings of directors**

The following table sets out the number of Directors' meetings (including meetings of committees of Directors) held during the financial year and the number of meetings attended by each Director.

|                                | Board of directors |          | Remun<br>comn | eration<br>nittee | Audit committee |          |  |
|--------------------------------|--------------------|----------|---------------|-------------------|-----------------|----------|--|
|                                | Held               | Attended | Held          | Attended          | Held            | Attended |  |
| Directors                      |                    |          |               |                   |                 |          |  |
| P J D Elliott                  | 5                  | 5        | 1             | 1                 | 2               | -        |  |
| G F P Jones                    | 5                  | 5        | 1             | 1                 | 2               | 2        |  |
| C S Kwan                       | 5                  | 5        | 1             | 1                 | -               | -        |  |
| F K Foo                        | 5                  | 4        | -             | -                 | 2               | 2        |  |
| R J Waring (resigned 31/12/10) | 3                  | 3        | -             | -                 | -               | -        |  |

### Auditor's independence and non-audit services



Ernst & Young Centre 680 George Street Sydney NSW 2000 Australia GPO Box 2646 Sydney NSW 2001

Tel: +61 2 9248 5555 Fax: +61 2 9248 5959 www.ey.com/au

#### Auditor's Independence Declaration to the Directors of PlatSearch NL

In relation to our audit of the financial report of PlatSearch NL for the financial year ended 30 June 2011, to the best of my knowledge and belief, there have been no contraventions of the auditor independence requirements of the *Corporations Act 2001* or any applicable code of professional conduct.

**Ernst & Young** 

Anton Ivanyi

Partner 28 September 2011

Document4

Liability limited by a scheme approved under Professional Standards Legislation

#### Non-audit services

The following non-audit services were provided by the Company's primary auditor, Ernst & Young Australia. The Directors are satisfied that the provision of non-audit services is compatible with the general standard of independence for auditor's imposed by the Corporations Act. The nature and scope of each type of non-audit service provided means that auditor independence was not compromised.

Ernst & Young Australia received or is due to receive the following amounts for the provision of non-audit services:

▶ Non-audit related services \$32,860

Signed at Sydney this 29th day of September 2011 in accordance with a resolution of the Directors.

**Greg Jones**Managing Director

### **CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME**

For the year ended 30 June 2011

|  | N    | 2011        | 2010        |
|--|------|-------------|-------------|
|  | Note | \$          | \$          |
| Revenue and other income   | 3    | 7,881,310   | 1,990,074   |
| ASX and ASIC fees  |      | (51,808)    | (54,082)    |
| Auditors' remuneration   |      | (106,635)   | (88,653)    |
| Contract admin/geological services                                   |      | (311,854)   | (317,773)   |
| Depreciation expense   | 13   | (27,575)    | (18,205)    |
| Directors' fees  |      | (163,977)   | (127,439)   |
| Exploration expenditure written-off                                  | 14   | (792,730)   | (127,206)   |
| Insurance  |      | (32,428)    | (20,275)    |
| Interest on convertible note   | 17   | (276,111)   | -           |
| Loss on options – mark to market                                     |      | (412,800)   | (468,623)   |
| Operating lease rental expense                                       |      | (91,096)    | (64,407)    |
| Employee costs net of on-costs recharged to exploration projects     |      | (1,026,635) | (550,417)   |
| Share of net losses of associate accounted for by the equity method  | 9    | (35,079)    | (241,541)   |
| Share registry costs   |      | (35,749)    | (20,583)    |
| Share-based compensation   | 19   | (698,011)   | (642,764)   |
| Singapore listing costs  |      | (227,830)   | (57,522)    |
| Other expenses   |      | (389,230)   | (28,911)    |
| Gain/(loss) before income tax expense                                |      | 3,201,762   | (838,327)   |
| Income tax benefit/(expense)   | 4    | (205,087)   | 923,333     |
| Profit after tax   |      | 2,996,675   | 85,006      |
| Other comprehensive income   |      |             |             |
| Net fair value gains on available-for-sale financial assets          |      | 1,978,851   | 3,342,489   |
| Transferred realised gains to other income                           |      | (779,142)   | -           |
| Income tax on items of other comprehensive income                    |      | (359,913)   | (1,136,018) |
| Other comprehensive income for the period, net of tax                |      | 839,796     | 2,206,471   |
| Total comprehensive income for the period                            |      | 3,836,471   | 2,291,477   |
| Drafit for the period is attributable to                             |      |             |             |
| Profit for the period is attributable to:  Non-controlling interests |      | (489,326)   | (304,678)   |
| Owners of the parent   |      | 3,486,001   | 389,684     |
|  |      | 2,996,675   | 85,006      |
| Total comprehensive income for the period is attributable to:        |      |             |             |
| Non-controlling interests  |      | (489,326)   | (238,664)   |
| Owners of the parent   |      | 4,325,797   | 2,530,141   |
|  |      | 3,836,471   | 2,291,477   |
| Earnings per share   |      |             |             |
| Basic Earnings per share (cents per share)                           | 21   | 1.99        | 0.23        |
| Diluted Earnings per share (cents per share)                         | 21   | 1.99        | 0.23        |

The Statement of Comprehensive Income should be read in conjunction with the accompanying notes

### **CONSOLIDATED STATEMENT OF FINANCIAL POSITION**

As at 30 June 2011

|   |      | 2011        | 2010        |
|---|------|-------------|-------------|
|   | Note | \$          | \$          |
| Assets  |      |             |             |
| Current assets                                      |      |             |             |
| Cash and cash equivalents                           | 6    | 6,887,732   | 4,757,247   |
| Receivables   | 7    | 222,340     | 120,403     |
| Tenement security deposits                          | 12   | 12,500      | -           |
| Total current assets                                |      | 7,122,572   | 4,877,650   |
| Non-current assets                                  |      |             |             |
| Investments – available for sale                    | 8    | 11,381,595  | 6,818,631   |
| Investment in associates                            | 9    | 1,805,426   | 1,325,800   |
| Derivative financial instruments                    | 11   | 1,398,060   | 975,000     |
| Tenement security deposits                          | 12   | 235,850     | 272,500     |
| Property, plant and equipment                       | 13   | 221,014     | 55,638      |
| Deferred exploration and evaluation expenditure     | 14   | 3,125,172   | 2,163,797   |
| Total non-current assets                            |      | 18,167,117  | 11,611,366  |
| Total assets  |      | 25,289,689  | 16,489,016  |
| Liabilities   |      |             |             |
| Current liabilities                                 |      |             |             |
| Trade and other payables                            | 15   | 544,662     | 262,615     |
| Provisions  | 16   | 55,854      | 39,828      |
| Total current liabilities                           |      | 600,516     | 302,443     |
| Non-current liabilities                             |      |             |             |
| Provisions  | 16   | 17,555      | 12,154      |
| Deferred tax liability                              | 4    | 565,000     | -           |
| Derivative liability                                | 17   | 300,475     | -           |
| Convertible note                                    | 17   | 951,109     | _           |
| Total non-current liabilities                       |      | 1,834,139   | 12,154      |
| Total liabilities                                   |      | 2,434,655   | 314,597     |
| Net assets  |      | 22,855,034  | 16,174,419  |
| Equity  |      |             |             |
| Equity attributable to equity holders of the parent |      |             |             |
| Contributed equity                                  | 18   | 14,515,132  | 14,515,132  |
| Reserves  | 20   | 7,212,455   | 4,936,892   |
| Accumulated losses                                  | -    | (4,210,671) | (7,696,672) |
| Parent interests                                    |      | 17,516,916  | 11,755,352  |
| Non-controlling interests                           | 10   | 5,338,118   | 4,419,067   |
| Total equity  |      | 22,855,034  | 16,174,419  |
| 1 A   |      | ,,          |             |

The Statement of Financial position should be read in conjunction with the accompanying notes

### **CONSOLIDATED STATEMENT OF CASH FLOWS**

For the year ended 30 June 2011

|  | Note | 2011<br>\$  | 2010<br>\$  |
|--|------|-------------|-------------|
| Cash flows from operating activities               |      |             |             |
| Payment to suppliers and employees                 |      | (2,220,921) | (1,448,964) |
| Consultancy fees received and rental income        |      | 240,014     | 238,000     |
| R&D tax offset                                     |      | 266,973     | -           |
| Interest received                                  |      | 309,205     | 224,000     |
| Net cash flows used in operating activities        | 29   | (1,404,729) | (986,964)   |
| Cash flows from investing activities               |      |             |             |
| Purchase of plant and equipment                    |      | (180,875)   | (32,000)    |
| Expenditure on mining interests (exploration)      |      | (1,692,168) | (736,000)   |
| Purchase of shares – investments                   |      | (1,236,120) | (1,357,000) |
| Proceeds of sale of shares                         |      | 3,292,702   | -           |
| Tenement security deposits (paid)/recovered        |      | 27,500      | 5,000       |
| Net cash flows from/(used in) investing activities |      | 211,039     | (2,120,000) |
| Cash flows from financing activities               |      |             |             |
| Proceeds from issue of shares                      |      | 1,056,890   | 3,983,810   |
| Payment of share issue costs                       |      | -           | (278,057)   |
| Proceeds from convertible note                     |      | 2,500,000   | -           |
| Convertible note costs                             |      | (219,589)   | -           |
| Net cash flows from financing activities           |      | 3,337,301   | 3,705,753   |
| Not in access in each and each assistated          |      | 0.440.044   | 500 700     |
| Net increase in cash and cash equivalents          |      | 2,143,611   | 598,789     |
| Net foreign exchange differences                   |      | (13,126)    | 4 450 450   |
| Cash and cash equivalents at beginning of period   | 00   | 4,757,247   | 4,158,458   |
| Cash and cash equivalents at end of period         | 29   | 6,887,732   | 4,757,247   |

The Statement of Cash Flows should be read in conjunction with the accompanying notes.

### **CONSOLIDATED STATEMENT OF CHANGES IN EQUITY**

For the year ended 30 June 2011

|   |      |                             |                             | Consolidate    | d                                     |                       |
|---|------|-----------------------------|-----------------------------|----------------|---------------------------------------|-----------------------|
|   | Note | Contributed<br>equity<br>\$ | Accumulated<br>losses<br>\$ | Reserves<br>\$ | Non-<br>controlling<br>interest<br>\$ | Total<br>equity<br>\$ |
| At 1 July 2009  |      | 10,657,060                  | (8,086,356)                 | 2,179,293      | 4,527,872                             | 9,277,869             |
| Profit/(loss) for the period                          |      | -                           | 389,684                     | -              | (304,678)                             | 85,006                |
| Other comprehensive income                            |      | -                           | -                           | 2,206,471      | -                                     | 2,206,471             |
| Total comprehensive income for the period             |      | -                           | 389,684                     | 2,206,471      | (304,678)                             | 2,291,477             |
| Transactions with owners in their capacity as owners: |      |                             |                             |                |                                       |                       |
| Issue of share capital                                | 18   | 3,858,072                   | -                           | -              | 104,237                               | 3,962,309             |
| Transfer to reserves                                  | 20   | -                           | -                           | (34,676)       | 34,676                                | -                     |
| Share-based payments                                  | 20   | -                           | -                           | 585,804        | 56,960                                | 642,764               |
| At 30 June 2010                                       |      | 14,515,132                  | (7,696,672)                 | 4,936,892      | 4,419,067                             | 16,174,419            |
|   |      |                             |                             |                |                                       |                       |
| At 1 July 2010  |      | 14,515,132                  | (7,696,672)                 | 4,936,892      | 4,419,067                             | 16,174,419            |
| Profit/(loss) for the period                          |      | -                           | 3,486,001                   | -              | (489,326)                             | 2,996,675             |
| Other comprehensive income                            |      | -                           | -                           | 839,796        | -                                     | 839,796               |
| Total comprehensive income/(loss) for the period      |      | -                           | 3,486,001                   | 839,796        | (489,326)                             | 3,836,471             |
| Transactions with owners in their capacity as owners: |      |                             |                             |                |                                       |                       |
| Issue of share capital                                |      | -                           | -                           | -              | 1,056,890                             | 1,056,890             |
| Transfer to reserves                                  | 20   | -                           | -                           | (194,432)      | 194,432                               | -                     |
| Share-based payments                                  | 20   | -                           | -                           | 540,956        | 157,055                               | 698,011               |
| Foreign currency translation                          | 20   | -                           | -                           | (5,925)        | -                                     | (5,925)               |
| Convertible note option                               | 20   |                             |                             | 1,095,168      | -                                     | 1,095,168             |
| At 30 June 2011                                       |      | 14,515,132                  | (4,210,671)                 | 7,212,455      | 5,338,118                             | 22,855,034            |

The Statement of Changes in Equity should be read in conjunction with the accompanying notes.

For the year ended 30 June 2011

#### 1. Corporate information

The financial report of PlatSearch NL (the Company or PlatSearch) for the year ended 30 June 2011 was authorised for issue in accordance with a resolution of the Directors on 29 September 2011.

PlatSearch NL (the parent) is a company limited by shares incorporated and domiciled in Australia whose shares are publicly traded on the Australian Securities Exchange under ASX Code PTS.

The consolidated financial statements comprise the financial statements of PlatSearch NL and its subsidiaries (the Group or Consolidated Entity).

The nature of the operations and principal activities of the Consolidated Entity are described in the Directors' Report.

# 2. Summary of significant accounting policies

#### **Basis of preparation**

The financial report is a general purpose financial report, which has been prepared in accordance with the requirements of the Corporations Act 2001, Australian Accounting Standards and other authoritative pronouncements of the Australian Accounting Standards Board. It has been prepared on a historical cost basis except for investments in listed shares and derivative financial instruments, which are measured at fair value.

As at 30 June 2011, a number of accounting standards have been issued with applicable commencement dates subsequent to the year end. PlatSearch does not believe that the adoption of these changes will materially impact the results of the Company.

#### Statement of compliance

The financial report complies with Australian Accounting Standards and International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board (IASB).

#### **Basis of consolidation**

The consolidated financial statements comprise the financial statements of PlatSearch NL (PlatSearch or the Company) and its subsidiaries (collectively, the Group) as at 30 June each year.

The financial statements of subsidiaries are prepared for the same reporting period as the parent company, using consistent accounting policies.

All intercompany balances and transactions, income and expenses and profit and losses resulting from intragroup transactions have been eliminated in full.

Non-controlling interests are allocated their share of profit after tax in the statement of comprehensive income and are presented within equity in the consolidated statement of financial position, separately from the equity of the owners of the parent. Losses are attributable to the non-controlling interest even if that results in a deficit balance.

Subsidiaries are fully consolidated from the date on which control is transferred to the Group and cease to be consolidated from the date on which control is transferred out of the Group. The Group applies defacto control in its subsidiaries and as a result subsidiaries with defacto control are consolidated into the accounts.

#### **Business combinations**

Business combinations are accounted for using the acquisition method. The consideration transferred in a business combination shall be measured at fair value, which shall be calculated as the sum of the acquisition-date fair values of the assets transferred by the acquirer, the liabilities incurred by the acquirer to former owners of the acquire and the equity issued by the acquirer, and the amount of any non-controlling interest in the acquire. For each business combination, the acquirer measures the non-controlling interest in the acquire either at fair value of at the proportionate share of the acquiree's identifiable net assets.

Acquisition-related costs are expensed as incurred.

When the Group acquires a business, it assesses the financial assets and liabilities assumed for appropriate classification and designation in accordance with the contractual terms, economic conditions, the Group's operating or accounting policies and other pertinent conditions as at the acquisition date. This includes the separation of embedded derivatives in host contracts by the acquiree.

If the business combination is achieved in stages, the acquisition date fair value of the acquirer's previously held equity interest in the acquiree is remeasured at fair value as at the acquisition date through profit or loss.

Any contingent consideration to be transferred by the acquirer will be recognised at fair value at the acquisition date. Subsequent changes to the fair value of the contingent consideration which is deemed to be an asset or liability will be recognised in accordance

For the year ended 30 June 2011

with AASB 139 either in profit or loss or in other comprehensive income. If the contingent consideration is classified as equity, is shall not be remeasured.

#### Cash and cash equivalents

Cash and short-term deposits in the Statement of Financial Position comprise cash at bank and in hand and short-term deposits with an original maturity of three months or less.

For the purposes of the Statement of Cash Flows, cash and cash equivalents consist of cash and cash equivalents as defined above, net of outstanding bank overdrafts, if any.

#### Trade and other receivables

Trade receivables, which generally have a 30 day term, are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method, less an allowance for impairment.

An allowance for doubtful debts is made when there is objective evidence that the Company will not be able to collect the debts. Bad debts are written off when identified.

### Exploration, evaluation, development and restoration costs

#### **Exploration and evaluation**

Exploration and evaluation expenditure incurred by or on behalf of the Company is accumulated separately for each area of interest. Such expenditure comprises net direct costs and an appropriate portion of related overhead expenditure, but does not include general overheads or administrative expenditure not having a specific connection with a particular area of interest.

Exploration and evaluation costs in relation to separate areas of interest for which rights of tenure are current are brought to account in the year in which they are incurred and carried forward provided that:

Such costs are expected to be recouped through successful development and exploitation of the area, or alternatively through its sale.

Exploration and/or evaluation activities in the area have not yet reached a stage which permits a reasonable assessment of the existence or otherwise of economically recoverable reserves.

Once a development decision has been taken, all past and future exploration and evaluation expenditure in respect of the area of interest is aggregated within costs of development.

#### Exploration and evaluation - impairment

The Group assesses at each reporting date whether there is an indication that an asset has been impaired and for exploration and evaluation costs whether the above carry forward criteria are met.

Accumulated costs in respect of areas of interest are written off or a provision made in the Income Statement when the above criteria do not apply or when the Directors assess that the carrying value may exceed the recoverable amount. The costs of productive areas are amortised over the life of the area of interest to which such costs relate on the production output basis.

Provisions are made where farm-in partners are sought and there is a possibility that carried-forward expenditures may have to be written off in the future if a farm-in partner is not found. In the event that farm-in agreements are reached or the Company undertakes further exploration in its own right on those properties, the provisions would be reviewed and if appropriate, written back.

#### **Development**

Development expenditure incurred by or on behalf of the Company is accumulated separately for each area of interest in which economically recoverable reserves have been identified to the satisfaction of the Directors. Such expenditure comprises net direct costs and, in the same manner as for exploration and evaluation expenditure, an appropriate portion of related overhead expenditure having a specific connection with the development property.

All expenditure incurred prior to the commencement of commercial levels of production from each development property is carried forward to the extent to which recoupment out of revenue to be derived from the sale of production from the relevant development property, or from the sale of that property, is reasonably assured.

No amortisation is provided in respect of development properties until a decision has been made to commence mining. After this decision, the costs are amortised over the life of the area of interest to which such costs relate on a production output basis.

#### Restoration

Provisions for restoration costs are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation.

If the effect of the time value of money is material, provisions are determined by discounting the expected

For the year ended 30 June 2011

cash flows at a pre-tax rate that reflects current market assessments of the time value of money and, where appropriate, the risks specific to the liability.

When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

#### Investments and other financial assets

Investments and financial assets in the scope of AASB 139 Financial Instruments: Recognition and Measurement are categorised as either financial assets at fair value through profit or loss, loans and receivables, or available for sale financial assets. The classification depends on the purpose for which the investments were acquired. Designation is re-evaluated at each financial year end, but there are restrictions on reclassifying to other categories.

When financial assets are recognised initially, they are measured at fair value, plus, in the case of assets not at fair value through profit or loss, directly attributable transaction costs.

#### Recognition and derecognition

All purchases and sales of financial assets are recognised on the trade date i.e. the date that the Group commits to purchase the asset. Regular way purchases or sales are purchases or sales of financial assets under contracts that require delivery of the assets within the period established generally by regulation or convention in the market place. Financial assets are derecognised when the right to receive cash flows from the financial assets have expired or have been transferred.

# Financial assets at fair value through profit or loss

Financial assets classified as held for trading are included in the category "financial assets at fair value through profit or loss". Financial assets are classified as held for trading if they are acquired for the purpose of selling in the near term with the intention of making a profit. Derivatives are also classified as held for trading unless they are designated as effective hedging instruments. Gains or losses on financial assets held for trading are recognised in profit or loss and the related assets are classified as current assets in the Statement of Financial Position.

#### Loans and receivables

Loans and receivables including loan notes and loans to KMP are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. Such assets are carried at amortised cost using the effective interest method. Gains and losses are

recognised in profit or loss when the loans and receivables are derecognised or impaired. These are included in current assets, except for those with maturities greater than 12 months after balance date, which are classified as non-current.

#### Available for sale securities

Available for sale investments are those non-derivative financial assets, principally equity securities, that are designated as available for sale or are not classified as any of the three preceding categories. After initial recognition available for sale securities are measured at fair value with gains or losses being recognised as a separate component of equity until the investment is derecognised or until the investment is determined to be impaired, at which time the cumulative gain or loss previously reported in equity is recognised in profit or loss.

The fair values of investments that are actively traded in organised financial markets are determined by reference to quoted market bid prices at the close of business on the balance sheet date. For investments with no active market, fair values are determined using valuation techniques. Such techniques include: using recent arm's length market transactions; reference to the current market value of another instrument that is substantially the same; discounted cash flow analysis and option pricing models making as much use of available and supportable market data as possible and keeping judgemental inputs to a minimum.

#### Investments in associates

The Group's investment in its associates is accounted for using the equity method of accounting in the consolidated financial statements and at cost in the parent. The associates are entities over which the Group has significant influence and that are neither subsidiaries nor joint ventures.

The Group generally deems they have significant influence if they have over 20% of the voting rights.

Under the equity method, investments in the associates are carried in the consolidated Statement of Financial Position at cost plus post-acquisition changes in the Group's share of net assets of the associates. Goodwill relating to an associate is included in the carrying amount of the investment and is not amortised. After application of the equity method, the Group determines whether it is necessary to recognise any impairment loss with respect to the Group's net investment in associates.

The Group's share of its associates' post-acquisition profits or losses is recognised in the Statement of Comprehensive Income, and its share of post-acquisition movements in reserves is recognised in

For the year ended 30 June 2011

reserves. The cumulative post-acquisition movements are adjusted against the carrying amount of the investment. Dividends receivable from associates are recognised in the parent entity's income statement, while in the consolidated financial statements they reduce the carrying amount of the investment.

When the Group's share of losses in an associate equals or exceeds its interest in the associate, including any unsecured long-term receivables and loans, the Group does not recognise further losses, unless it has incurred obligations or made payment on behalf of the associate.

The reporting dates of the associates and the Group are identical and the associates' accounting policies conform to those used by the Group for like transactions and events in similar circumstances.

# Interest in jointly controlled operations – joint ventures

The Group has an interest in exploration joint ventures that are jointly controlled. A joint venture is a contractual arrangement whereby two or more parties undertake an economic activity that is subject to joint control. A jointly controlled operation involves use of assets and other resources of the venturers rather than establishment of a separate entity. The Group recognises its interest in the jointly controlled operations by recognising the assets that it controls and the liabilities that it incurs. The Group also recognises the expenses that it incurs and its share of any income that it earns from the sale of goods or services by the jointly controlled operations.

#### Plant and equipment

Plant and equipment is stated at historical cost less accumulated depreciation and any accumulated impairment losses.

Depreciation is calculated on a straight-line basis over the estimated useful life of the asset, namely plant and equipment – depreciated over 3 years (2010: 3 years).

#### **Impairment**

The carrying values of plant and equipment are reviewed for impairment when events or changes in circumstances indicate the carrying value may not be recoverable.

An item of plant and equipment is derecognised upon disposal or when no further future economic benefits are expected from its use or disposal.

Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the item) is

included in the income statement in the period the item is derecognised.

#### Leases

In determination of whether an arrangement is or contains a lease is based on the substance of the arrangement and requires an assessment of whether the fulfilment of the arrangement is dependent on the use of a specific asset or assets and the arrangement conveys a right to use the asset.

Leases where the lessor retains substantially all the risks and benefits of ownership of the asset are classified as operating leases.

Operating lease payments are recognised as an expense in the income statement on a straight-line basis over the lease term.

# Trade and other payables and provisions

Trade payables and other payables are carried at amortised cost. They represent liabilities for goods and services provided to the Group prior to the end of the financial year that are unpaid and arise when the Group becomes obliged to make future payments in respect of the purchase of these goods and services.

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation.

Where the Company expects some or all of a provision to be reimbursed, for example under an insurance contract, the reimbursement is recognised as a separate asset but only when the reimbursement is virtually certain. The expense relating to any provision is presented in the income statement net of any reimbursement.

If the effect of the time value of money is material, provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and where appropriate, the risks specific to the liability.

When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

#### **Borrowing costs**

Borrowing costs directly attributable to the acquisition, construction or production of a qualifying asset (i.e.an

For the year ended 30 June 2011

asset that necessarily takes a substantial period of time to get ready for its intended use or sale) are capitalised as part of the cost of that asset. All other borrowing costs are expensed in the period they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds.

#### Convertible notes

The component of convertible note that exhibits characteristics of a borrowing is recognised as a liability in the Balance Sheet, net of transaction costs. On issue of convertible note, the fair value of the liability component is determined using a market rate for an equivalent non-convertible note and this amount is carried as a liability on the amortised cost basis until extinguished on conversion or redemption. The increase in the liability due to the passage of time is recognised as a finance cost. The component of the note that exhibits characteristics of a derivative is recognised as a liability in the Balance Sheet. The option is carried at fair value and is subsequently remeasured at each reporting date, with any movement recognised in the income statement.

The remainder of the proceeds is allocated to the equity component and is recognised in shareholders' equity, net of tax effects. The carrying amount of the equity component is not remeasured in subsequent years.

Convertible notes are classified as non-current liabilities unless the Group has an unconditional obligation to settle the liability within 12 months after the reporting date.

#### **Employee entitlements**

### Wages, salaries, annual leave, sick leave and long service leave

Liabilities for wages and salaries are recognised and are measured as an amount unpaid at the reporting date at current pay rates in respect of employee's services up to that date.

#### **Superannuation**

The Company contributes to defined contribution superannuation funds for its employees. The cost of these contributions is expensed as incurred. A liability in respect of superannuation at the current superannuation guarantee rate has been accrued at the reporting date.

#### **Share-based payment transactions**

In addition to salaries, the Group provides benefits to certain employees (including Directors) of the Group in the form of share-based payment transactions, whereby employees render services in exchange for shares or rights over shares ("equity-settled transactions").

There is currently an Employee Share Option Plan in place to provide these benefits.

The cost of these equity-settled transactions with employees is measured by reference to the fair value at the date at which they are granted. The fair value of the options is determined by using the binomial option pricing model.

In valuing transactions settled by way of issue of options, no account is taken of any vesting limits or hurdles, or the fact that the options are not transferable.

The cost of equity-settled transactions is recognised, together with a corresponding increase in equity, over the period in which the vesting conditions are fulfilled, ending on the date on which the relevant employees become fully entitled to the award (the vesting period).

The cumulative expense recognised for equity-settled transactions at each reporting date until vesting date reflects (i) the extent to which the vesting period has expired and (ii) the Group's best estimate of the number of equity instruments that will ultimately vest. No adjustment is made for the likelihood of market performance conditions being met as the effect of these conditions is included in the determination of fair value at grant date. The income statement charge or credit for a period represents the movement in cumulative expense recognised as at the beginning and end of that period.

No expense is recognised for awards that do not ultimately vest, except for awards where vesting is only conditional upon a market condition.

If the terms of an equity-settled award are modified, at a minimum an expense is recognised as if the terms had not been modified. In addition, an expense is recognised for any modification that increases the total fair value of the share-based payment arrangement, or is otherwise beneficial to the employee, as measured at the date of modification.

If an equity-settled award is cancelled, it is treated as if it had vested on the date of the cancellation, and any expense not yet recognised is recognised immediately. However, if a new award is substituted for the cancelled award and designated a replacement award on the date it is granted, the cancelled and the new award are treated as if there was a modification of the original award, as described in the previous paragraph.

The dilutive effect, if any, of outstanding options is reflected as additional share dilution in the computation of earnings per share except where such dilution would serve to reduce a loss per share.

For the year ended 30 June 2011

#### Revenue recognition

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Group and the revenue can be reliably measured. The following specific recognition criteria must also be met before revenue is recognised.

#### Rendering of services

Revenue from consulting services are recognised when provided.

#### Interest

Revenue is recognised as interest accrues using the effective interest method.

#### **Royalties**

Royalties are recognised in accordance with substance of the relevant agreement.

#### **Contract exploration**

Contract exploration revenue (consulting fees) earned from third parties is recognised when rights to receive the revenue are assured.

#### Income tax

Current tax assets and liabilities for the current and prior periods are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted by the balance sheet date.

Deferred income tax is provided on all temporary differences at the balance sheet date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes.

Deferred income tax liabilities are recognised for all taxable temporary differences:

Except where the deferred income tax liability arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss.

In respect of taxable temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, except where the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.

Deferred income tax assets are recognised for all deductible temporary differences, carry-forward of

unused tax assets and unused tax losses, to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry-forward of unused tax assets and unused tax losses can be utilised:

Except where the deferred income tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss.

In respect of deductible temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, deferred tax assets are only recognised to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilised.

The carrying amount of deferred income tax assets is reviewed at each balance sheet date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred income tax asset to be utilised.

Deferred income tax assets and liabilities are measured at the tax rates that are expected to apply to the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the balance sheet date.

Income taxes relating to items recognised directly in equity are recognised in equity and not in the income statement.

#### Other taxes

Revenues, expenses and assets are recognised net of the amount of GST except:

Where the GST incurred on a purchase of goods and services is not recoverable from the taxation authority, in which case the GST is recognised as part of the cost of acquisition of the asset or as part of the expense item as applicable.

Receivables and payables are stated with the amount of GST included.

The net amount of GST recoverable from, or payable to, the taxation authority is included as part of receivables or payables in the Statement of Financial Position.

Cash flows are included in the Statement of Cash Flows on a gross basis and the GST component of cash flows arising from investing and financial activities, which is

For the year ended 30 June 2011

recoverable from, or payable to, the taxation authority are classified as operating cash flows.

Commitments and contingencies are disclosed net of the amount of GST recoverable from, or payable to, the taxation authority.

#### Currency

#### **Functional currency translation**

The functional and presentation currency for the parent company is Australian dollars (\$). The functional currency of overseas subsidiaries is the local currency.

#### **Transactions and balances**

Transactions in foreign currencies are initially recorded in the functional currency by applying the exchange rates ruling at the date of the translation. Monetary assets and liabilities denominated in foreign currencies are retranslated at the rate of exchange at the reporting date.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rate as at the date of the initial transaction. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was determined.

# Translation of Group Companies' functional currency to presentation currency

The results of the French subsidiaries are translated into Australian Dollars (presentation currency) as at the date of each transaction. Assets and liabilities are translated at exchange rates prevailing at reporting date

#### Impairment of assets

The Group assesses at each reporting date whether there is an indication that an asset may be impaired. If any such indication exists, or when annual impairment testing for an asset is required, the Group makes an estimate of the asset's recoverable amount. An asset's recoverable amount is the higher of its fair value less costs to sell and its value in use and is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets and the asset's value in use cannot be estimated to be close to its fair value. In such cases the asset is tested for impairment as part of the cash-generating unit to which it belongs. When the carrying amount of an asset or cash-generating unit exceeds its recoverable amount, the asset or cash-

generating unit is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pretax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. Impairment losses relating to continuing operations are recognised in those expense categories consistent with the function of the impaired asset unless the asset is carried at revalued amount (in which case the impairment loss is treated as a revaluation decrease).

An assessment is also made at each reporting date as to whether there is any indication that previously recognised impairment losses may no longer exist or may have decreased. If such indication exists, the recoverable amount is estimated. A previously recognised impairment loss is reversed only if there has been a change in the estimates used to determine the asset's recoverable amount since the last impairment loss was recognised. If that is the case the carrying amount of the asset is increased to its recoverable amount. The increased amount cannot exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in profit or loss unless the asset is carried at revalued amount, in which case the reversal is treated as a revaluation increase. After such a reversal the depreciation charge is adjusted in future periods to allocate the asset's revised carrying amount, less any residual value, on a systematic basis over its remaining useful life.

#### **Contributed equity**

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction, net of tax, from the proceeds.

#### Recoverable amount of assets

At each reporting date, the Group assesses whether there is any indication that an asset may be impaired. Where an indicator of impairment exists, the Group makes a formal estimate of recoverable amount. Where the carrying amount of an asset exceeds its recoverable amount the asset is considered impaired and is written down to its recoverable amount.

Recoverable amount is the higher of fair value less costs to sell and value in use.

For the year ended 30 June 2011

# Significant accounting judgements, estimates and assumptions

The carrying amounts of certain assets and liabilities are often determined based on estimates and assumptions of future events. The key estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of certain assets and liabilities within the next annual reporting period is:

#### **Share-based payment transactions**

The Company measures the cost of equity-settled share-based payments at fair value at the grant date using the Black-Scholes formula taking into account the terms and conditions upon which the instruments were granted, as detailed in Notes 18 and 19.

#### **Derivative financial instruments**

The Company values its equity in the form of options in listed public companies using the Binomial method of valuation methodology taking into account the terms and conditions on which the instruments are granted as detailed in Note 11. The net gain or loss for the period is brought to account in the Income Statement.

### Capitalisation and write-off of capitalised exploration costs

The determination of when to capitalise and write-off exploration expenditure requires the exercise of judgement based on various assumptions and other factors such as historical experience, current and expected economic conditions.

#### Earnings per share

Basic earnings per share is calculated as net profit attributable to members of the Group, adjusted to exclude any costs of servicing equity divided by the weighted average number of ordinary shares.

Diluted earnings per share is calculated as net profit attributable to members of the Group, adjusted for:

- Costs of servicing equity.
- ► The after tax effect of dividends and interest associated with dilutive potential ordinary shares that have been recognised as expenses.
- Other non-discretionary changes in revenues or expenses during the period that would result from the dilution of potential ordinary shares.

divided by the weighted average number of ordinary shares and dilutive potential ordinary shares, adjusted for any bonus element.

### New accounting standards and interpretations

Apart from the changes in accounting policy noted below, the accounting policies and methods of computation are the same as those adopted in the most recent annual financial report. Adoption of these Standards did not have any effect on the financial position or performance of the Consolidated Entity.

#### AASB 2009-5 (Application date 1 January 2010)

Further Amendments to Australian Accounting Standards arising from the Annual Improvements Project – The subject of amendments to the standards are set out below:

- AASB 8 Disclosure of information about segment assets
- ► AASB 101 Current/non-current classification of convertible instruments

### Accounting standards issued but not yet effective

Australian Accounting Standards and interpretations that have been issued or amended but are not yet effective have not been adopted by the Consolidated Entity for the year ended 30 June 2011.

### AASB 9 Financial Instruments (Application date 1 January 2013)

AASB 9 includes requirements for the classification and measurement of financial assets resulting from the first part of Phase 1 of the IASB's project to replace IAS 39 Financial Instruments: Recognition and Measurement (AASB 139 Financial Instruments: Recognition and Measurement).

These requirements improve and simplify the approach for classification and measurement of financial assets compared with the requirements of AASB 139. The main changes from AASB 139 are described below.

- (a) Financial assets are classified based on (1) the objective of the entity's business model for managing the financial assets; (2) the characteristics of the contractual cash flows. This replaces the numerous categories of financial assets in AASB 139, each of which had its own classification criteria.
- (b) AASB 9 allows an irrevocable election on initial recognition to present gains and losses on investments in equity instruments that are not held for trading in other comprehensive income. Dividends in respect of these investments that are a return on investment can be recognised in profit or loss and there is no impairment or recycling on disposal of the instrument.

For the year ended 30 June 2011

(c) Financial assets can be designated and measured at fair value through profit or loss at initial recognition if doing so eliminates or significantly reduces a measurement or recognition inconsistency that would arise from measuring assets or liabilities, or recognising the gains and losses on them, on different bases.

#### ASB 2009-11 Amendments to Australian Accounting Standards arising from AASB 9 (Application date 1 January 2013)

- ▶ These amendments arise from the issuance of AASB 9 Financial Instruments that sets out requirements for the classification and measurement of financial assets. The requirements in AASB 9 form part of the first phase of the International Accounting Standards Board's project to replace IAS 39 Financial Instruments: Recognition and Measurement.
- ► This Standard shall be applied when AASB 9 is applied.

### AASB 124 (Revised) Related Party Disclosures (December 2009) (Application date 1 January 2011)

The revised AASB 124 simplifies the definition of a related party, clarifying its intended meaning and eliminating inconsistencies from the definition, including:

- (a) The definition now identifies a subsidiary and an associate with the same investor as related parties of each other
- (b) Entities significantly influenced by one person and entities significantly influenced by a close member of the family of that person are no longer related parties of each other
- (c) The definition now identifies that, whenever a person or entity has both joint control over a second entity and joint control or significant influence over a third party, the second and third entities are related to each other

A partial exemption is also provided from the disclosure requirements for government-related entities. Entities that are related by virtue of being controlled by the same government can provide reduced related party disclosures.

# AASB 2009-12 Amendments to Australian Accounting Standards (Application date 1 January 2011)

This amendment makes numerous editorial changes to a range of Australian Accounting Standards and Interpretations. In particular, it amends AASB 8 Operating Segments to require an entity to exercise judgement in assessing whether a government and entities known to be under the control of that government are considered a single customer for the purposes of certain operating segment disclosures. It also makes numerous editorial amendments to a range of Australian Accounting Standards and Interpretations, including amendments to reflect changes made to the text of IFRS by the IASB.

#### AASB 1053 Application of Tiers of Australian Accounting Standards (Application date 1 July 2013)

This Standard establishes a differential financial reporting framework consisting of two Tiers of reporting requirements for preparing general purpose financial statements:

- (a) Tier 1: Australian Accounting Standards
- (b) Tier 2: Australian Accounting Standards Reduced Disclosure Requirements

Tier 2 comprises the recognition, measurement and presentation requirements of Tier 1 and substantially reduced disclosures corresponding to those requirements.

The following entities apply Tier 1 requirements in preparing general purpose financial statements:

- (a) For-profit entities in the private sector that have public accountability (as defined in this Standard)
- (b) The Australian Government and State, Territory and Local Governments

The following entities apply either Tier 2 or Tier 1 requirements in preparing general purpose financial statements:

- (a) For-profit private sector entities that do not have public accountability
- (b) All not-for-profit private sector entities

Public sector entities other than the Australian Government and State, Territory and Local Governments

### AASB 1054 Australian Additional Disclosures (Application date 1 July 2011)

This standard is as a consequence of phase 1 of the joint Trans-Tasman Convergence project of the AASB and FRSB.

This standard relocates all Australian specific disclosures from other standards to one place and revises disclosures in the following areas:

(a) Compliance with Australian Accounting Standards

For the year ended 30 June 2011

- (b) The statutory basis or reporting framework for financial statements
- (c) Whether the financial statements are general purpose or special purpose
- (d) Audit fees
- (e) Imputation credits

AASB 2010-4 Further Amendments to Australian Accounting Standards arising from the Annual Improvements Project [AASB 1, AASB 7, AASB 101, AASB 134 and Interpretation 13] (Application date 1 January 2011)

Emphasises the interaction between quantitative and qualitative AASB 7 disclosures and the nature and extent of risks associated with financial instruments.

Clarifies that an entity will present an analysis of other comprehensive income for each component of equity, either in the statement of changes in equity or in the notes to the financial statements.

Provides guidance to illustrate how to apply disclosure principles in AASB 134 for significant events and transactions.

Clarifies that when the fair value of award credits is measured based on the value of the awards for which they could be redeemed, the amount of discounts or incentives otherwise granted to customers not participating in the award credit scheme, is to be taken into account.

# AASB 2010-6 Amendments to Australian Accounting Standards – Disclosures on Transfers of Financial Assets [AASB 1 & AASB 7] (Application date 1 July 2011)

The amendments increase the disclosure requirements for transactions involving transfers of financial assets. *Disclosures* require enhancements to the existing disclosures in IFRS 7 where an asset is transferred but is not derecognised and introduce new disclosures for assets that are derecognised but the entity continues to have a continuing exposure to the asset after the sale.

AASB 2010-7 Amendments to Australian Accounting Standards arising from AASB 9 (December 2010)[AASB 1, 3, 4, 5, 7, 101, 102, 108, 112, 118, 120, 121, 127, 128, 131, 132, 136, 137, 139, 1023, & 1038 and interpretations 2, 5, 10, 12, 19 & 127] (Application date 1 January 2013)

The requirements for classifying and measuring financial liabilities were added to AASB 9. The existing requirements for the classification of financial liabilities and the ability to use the fair value option have been retained. However, where the fair value option is used

for financial liabilities the change in fair value is accounted for as follows:

- ► The change attributable to changes in credit risk are presented in other comprehensive income (OCI)
- ► The remaining change is presented in profit or loss

If this approach creates or enlarges an accounting mismatch in the profit or loss, the effect of the changes in credit risk are also presented in profit or loss.

### Consolidated Financial Statements (Application date 1 January 2013)

IFRS 10 establishes a new control model that applies to all entities. It replaces parts of IAS 27 Consolidated and Separate Financial Statements dealing with the accounting for consolidated financial statements and SIC-12 Consolidation – Special Purpose Entities.

The new control model broadens the situations when an entity is considered to be controlled by another entity and includes new guidance for applying the model to specific situations, including when acting as a manager may give control, the impact of potential voting rights and when holding less than a majority voting rights may give control. This is likely to lead to more entities being consolidated into the group.

### Joint Arrangements (Application date 1 January 2013)

IFRS 11 replaces IAS 31 Interests in Joint Ventures and SIC-13 Jointly- controlled Entities - Non-monetary Contributions by Ventures. IFRS 11 uses the principle of control in IFRS 10 to define joint control, and therefore the determination of whether joint control exists may change. In addition IFRS 11 removes the option to account for jointly controlled entities (JCEs) using proportionate consolidation. Instead, accounting for a joint arrangement is dependent on the nature of the rights and obligations arising from the arrangement. Joint operations that give the venturers a right to the underlying assets and obligations themselves is accounted for by recognising the share of those assets and obligations. Joint ventures that give the venturers a right to the net assets is accounted for using the equity method. This may result in a change in the accounting for the joint arrangements held by the group.

### Disclosure of Interests in Other Entities (Application date 1 January 2013)

IFRS 12 includes all disclosures relating to an entity's interests in subsidiaries, joint arrangements, associates and structures entities. New disclosures have been introduced about the judgements made by management to determine whether control exists, and to require summarised information about joint arrangements,

For the year ended 30 June 2011

associates and structured entities and subsidiaries with non-controlling interests.

### Fair Value Measurement (Application date 1 January 2013)

IFRS 13 establishes a single source of guidance under IFRS for determining the fair value of assets and liabilities. IFRS 13 does not change when an entity is required to use fair value, but rather, provides guidance

on how to determine fair value under IFRS when fair value is required or permitted by IFRS. Application of this definition may result in different fair values being determined for the relevant assets.

IFRS 13 also expands the disclosure requirements for all assets or liabilities carried at fair value. This includes information about the assumptions made and the qualitative impact of those assumptions on the fair value determined.

For the year ended 30 June 2011

#### 3. Revenue and other income

|  | 2011<br>\$ | 2010<br>\$ |
|--|------------|------------|
| Revenue  |            |            |
| Interest received – other persons/corporations   | 346,426    | 260,643    |
| Consulting fees                                  | 179,280    | 197,906    |
| Rental income                                    | 45,486     | 42,845     |
| Other Income                                     |            |            |
| Gain on deemed disposal relating to an associate | 494,888    | 416,276    |
| Gain on options – mark to market                 | 1,237,073  | 951,600    |
| Gain on sale of tenements                        | -          | 120,804    |
| Profit on sale of available for sale investments | 2,814,210  | -          |
| Gain on restructure of equity investment         | 1,293,400  |            |
| Gain on derivatives                              | 102,757    | -          |
| Gain on revaluation of investment                | 1,089,453  | -          |
| R&D tax concession offset                        | 266,973    | -          |
| Other  | 11,364     |            |
|  | 7,881,310  | 1,990,074  |

#### 4. Income tax

|  | 2011<br>\$  | 2010<br>\$  |
|--|-------------|-------------|
| Income tax expense   |             |             |
| The major components of income tax expense are:                                |             |             |
| Current income tax   |             |             |
| Current income tax benefit   |             | -<br>-      |
| Deferred income tax  |             |             |
| Relating to origination and reversal of temporary differences                  | 1,364,072   | 297,813     |
| Recognition of previously unrecognised losses                                  | (1,158,985) | (1,221,146) |
| Income tax (benefit)/expense reported in the Statement of Comprehensive Income | 205,087     | (923,333)   |
| Amounts charged or credited directly to equity                                 |             |             |
| Deferred income tax related to items charged directly to equity                |             |             |
| Unrealised gain on available for sale investments                              | (359,913)   | (923,333)   |
| Income tax benefit reported in equity  | (359,913)   | (923,333)   |

For the year ended 30 June 2011

|  | 2011<br>\$  | <b>2010</b><br>\$ |
|--|-------------|-------------------|
| Reconciliation   | ,           | ,                 |
| Prima facie income tax (benefit)/expense on operating (loss)/profit at 30% | 960,528     | (251,498)         |
| Non-deductible expenses  | 129,401     | 175,775           |
| Non-assessable income  | (44,618)    | (34,763)          |
| Recognition of previously unrecognised losses                              | (1,158,985) | (1,221,146)       |
| De-recognition of current year loss  | -           | 201,119           |
| Recognition / de-recognition of temporary differences                      | 319,481     | 207,180           |
| Income tax (benefit)/expense   | 205,087     | (923,333)         |
|  |             |                   |
| Recognised deferred tax assets and liabilities                             |             |                   |
| Opening deferred tax liability balance                                     |             | -                 |
| Charged to income expense / (benefit)                                      | 205,087     | (923,333)         |
| Charged to equity (credit)   | 359,913     | 923,333           |
| Closing balance  | 565,000     | -                 |
|  |             |                   |
| Tax(benefit)/expense in the Statement of Comprehensive Income              | (359,913)   | (923,333)         |
| Amounts recognised in the Statement of Financial Position                  |             |                   |
| Deferred tax asset   | 3,380,073   | 2,596,458         |
| Deferred tax liability   | 3,945,073   | 2,596,458         |
| Net deferred tax balance   | (565,000)   | -                 |

Deferred income tax at 30 June relates to the following:

|                                       | 2011<br>\$ | 2010<br>\$  |
|---------------------------------------|------------|-------------|
| (i) Deferred tax liabilities          |            |             |
| Derivatives                           | 418,518    | 250,740     |
| Available for sale investments        | 1,985,620  | 1,625,707   |
| Capitalised exploration               | 1,006,500  | 649,139     |
| Equity accounted investment           | 205,628    | 49,945      |
| Other                                 | 104,838    | 20,927      |
| Gross deferred tax liabilities        | 3,721,104  | 2,596,458   |
| (ii) Deferred tax assets              |            |             |
| Carry-forward tax losses              | 3,268,368  | 3,600,862   |
| Provisions                            | 34,586     | 32,845      |
| Share issuance costs                  | 77,119     | 121,736     |
| Tax losses not booked                 | (223,969)  | (1,158,985) |
| Gross deferred tax assets             | 3,156,104  | 2,596,458   |
| Net deferred tax assets/(liabilities) | (565,000)  | -           |

Of the total \$3,268,368 (2009: \$3,600,862) available carried forward losses, \$2,245,980 are attributable to the PlatSearch NL tax consolidated group and \$1,022,388 are attributable to Eastern Iron Limited. The tax losses not booked are attributable to Eastern Iron Limited.

No franking credits are available for subsequent years.

For the year ended 30 June 2011

#### Tax consolidation

PlatSearch NL and its 100% owned subsidiaries (Bluestone 23) formed a tax consolidated group with effect from 1 November 2007. PlatSearch NL is the head entity of the tax consolidated group. No amounts have been recognised in the financial statements in respect of this agreement on the basis that the possibility of default is remote.

#### 5. Auditors' remuneration

|   | 2011    | 2010   |
|---|---------|--------|
|   | \$      | \$     |
| Amounts received or due and receivable by <b>Ernst &amp; Young Australia</b> , for: |         |        |
| Audit and review of the financial report of the entity                              | 84,755  | 70,000 |
| Other services – Assurance related  | 32,860  | 2,153  |
|   | 117,615 | 72,153 |
| Amounts received or due and receivable Barnes Dowell James, for:                    |         |        |
| Audit and review of the financial report of Eastern Iron Limited                    | 16,900  | 16,500 |
|   | 16,900  | 16,500 |
| Total Auditors' Remuneration for the Group  | 134,515 | 88,653 |
| ·   |         |        |

#### 6. Cash and cash equivalents

|                          | 2011      | 2010      |
|--------------------------|-----------|-----------|
|                          | \$        | \$        |
| Cash at bank and in hand | 411,309   | 98,507    |
| Short-term deposits      | 6,476,423 | 4,658,740 |
| Refer Note 29            | 6,887,732 | 4,757,247 |

Cash at bank earns interest at floating rates based on daily bank deposit rates. The carrying amounts of cash and cash equivalents represents fair value.

Short-term deposits are made for varying periods of between one day and three months, depending on the immediate cash requirements of the Group, and earn interest at the respective short-term deposit rates.

#### 7. Receivables - current

|                     | 2011    | 2010    |
|---------------------|---------|---------|
|                     | \$      | \$      |
| Trade receivables   | 33,596  | 22,667  |
| GST receivables     | 53,645  | 9,948   |
| Interest receivable | 85,893  | 48,673  |
| Prepayments         | 40,062  | 32,550  |
| Other debtors       | 9,144   | 6,565   |
|                     | 222,340 | 120,403 |

Receivables are non-interest bearing and generally 30 day terms and trading terms are being followed by debtors and there are no overdue amounts. An allowance for impairment loss is recognised when there is objective evidence that it is impaired. No allowance for impairment loss is required. The amounts not past due have been assessed to be not impaired.

For the year ended 30 June 2011

#### 8. Investments

Investment – available for sale – WPG (a)
Investment – available for sale – CHZ (b)
Investment – available for sale – AGR (c)
Investment – available for sale SCI (d)

| 2011<br>\$ | 2010<br>\$ |
|------------|------------|
| 8,378,309  | 5,688,437  |
| -          | 833,794    |
| 138,250    | 296,400    |
| 2,865,036  | -          |
| 11,381,595 | 6,818,631  |

- (a) During the period the Group purchased a total of 1,082,530 shares for \$736,120 under a Rights Issue in WPG Resources Ltd (WPG) (formally Western Plains Resources Ltd). The Group's interest in WPG is 4.2% at 30 June 2011. The market value on ASX of the Group's 10,407,837 shares in WPG at 30 June 2011 was \$8,378,309 (\$0.805 per share) and on 27 September 2011 it was \$12,437,365 (\$1.195 per share).
- (b) In November 2010 the Group sold 2,305,000 shares in Chesser Resources Limited (CHZ) for \$1,960,978. In December 2010 the Group sold its remaining 11,094 shares in CHZ for \$10,317. A gain on sale of \$1,755,493 was recorded in relation to the above transactions.
- (c) During the period the Group sold its 335,000 shares in Aguia Resources Limited (AGR) (formally Newport Mining Limited) for \$366,975 (net of brokerage costs), giving a gain of \$348,019. The market value on ASX of the Group's remaining 175,000 shares in AGR at 30 June 2011 was \$138,250 (\$0.79 per share) and on 27 September 2011 it was \$92,750 (\$0.53 per share).
- (d) In June 2011 Silver City (SCI) successfully completed a \$9.8 million IPO issuing an additional 49,067,500 ordinary shares. This diluted PlatSearch's shareholding in SCI to 14.6%. On 26 June 2011 Silver City ceased to be an associate company of PlatSearch and is now accounted for as an investment. The market value of the Group's 14,325,182 shares in SCI at 30 June 2011 was \$2,865,036 (\$0.20 per share) and on 27 September 2011 it was \$2,650,159 (\$0.185 per share).

#### 9. Investment in associates

Investment in TMZ
Investment in SCI
Investment accounted for using the equity method

| 2011<br>\$ | 2010<br>\$ |
|------------|------------|
| 1,805,426  | 819,248    |
| -          | 506,552    |
| 1,805,426  | 1,325,800  |

The Group's interest in the above investments in associates has been brought to account as an investment in an equity accounted associate in accordance with Australian Accounting Standard AASB 128 Investments in Associates as the Directors consider that significant influence exists.

#### **Thomson Resources Limited**

In July 2009 Thomson Resources Limited (TMZ) was incorporated. The principle activities of TMZ is the exploration of gold, silver and base metals within the Thomson Fold Belt of northern New South Wales. On incorporation, the Group acquired a 50% interest in TMZ via the purchase of 250,000 shares in TMZ for \$10,000. During the six month period TMZ raised additional capital totalling \$2,562,000 issuing an additional 31,320,000 shares of which the Group acquired an additional 4,750,000 shares for \$190,000. In November 2009 PlatSearch acquired an additional 10,500,000 share as consideration for the sale of 13 tenements. The sale of the tenements resulted in the Group recognising a gain of \$120,804. As a result of the capital raising during the six months, the Group's investment in TMZ was diluted from 50% to 32.76% which resulted in a gain of \$393,446 which was recognised on the 'deemed disposal' of the 17.24% interest. This gain has been recognised against the carrying value of the investment.

For the year ended 30 June 2011

In December 2010 Thomson Resources successfully completed a \$4.6 million IPO issuing an additional 22,859,500 shares at \$0.20 which diluted the Groups shareholding in TMZ from 32.76% to 25.65%. Bluestone 23 Limited contributed \$500,000 and was issued with 2,500,000 shares. As a result of the dilution a gain of \$494,888 was recognised on the 'deemed disposal' of the 7.11% interest. The gain has been recognised against the carrying value of the investment.

|      |  | Ownership i      | nterest held |
|------|--|------------------|--------------|
|      |  | <b>2011</b><br>% | 2010<br>%    |
| Th   | omson Resources Limited                |                  |              |
| Ord  | inary shares at 30 June                | 25.65            | 32.76        |
| (i)  | Principal activity                     |                  |              |
|      | TMZ is an Australian minerals explorer |                  |              |
|      |  | 2011<br>\$       | 2010<br>\$   |
| (ii) | Share of associate's losses            |                  |              |
|      | Share of associate's:                  |                  |              |
|      | net loss before income tax -           | (8,710)          | (135,341)    |
|      | income tax expense attributable -      | -                | -            |
|      | Share of net loss after income tax     | (8,710)          | (135,341)    |

The Company's share in any retained profits or reserves of the associated company are not available to PlatSearch until such time as those profits and reserves are distributed by the associated company.

|   | 2011<br>\$ | 2010<br>\$ |
|---|------------|------------|
| (iii) Carrying amount of investment in associate                              |            |            |
| Balance at the beginning of the financial period                              | 819,248    | -          |
| cost of investment  | 500,000    | 561,143    |
| share of associate's net losses for the financial period                      | (8,710)    | (135,341)  |
| share of associate's net assets taken to equity                               |            |            |
| uplift in value of the associate arising from share issue by the associate    | 494,888    | 393,446    |
| Carrying amount of investment in associate at the end of the financial period | 1,805,426  | 819,248    |
| (iv) Share of associate's assets and liabilities                              |            |            |
| Current assets  | 1,221,648  | 483,167    |
| Non-current assets  | 687,500    | 476,238    |
| Current liabilities   | (121,188)  | (19,822)   |
| Net assets  | 1,787,960  | 939,583    |
| (v) Accumulated losses of the Company attributable to associate:              |            |            |
| Balance at the beginning of the financial period                              | (135,341)  | -          |
| Share of associate's net losses   | (8,710)    | (135,341)  |
| Balance at the end of the financial period                                    | (144,051)  | (135,341)  |

#### **Silver City Minerals Limited**

In October 2009 Silver City Mining Limited (SCI) raised additional capital totalling \$2,010,000 issuing an additional 18,272,728 shares which diluted PlatSearch's shareholding in SCI to 20.1%. Bluestone 23 Limited contributed \$310,000 and was issued 2,818,182 shares in the SCI October 2009 capital raising. As a result of the dilution a gain of \$22,830 was recognised on the 'deemed disposal' of the 4.1% interest. The gain has been recognised against the carrying value of the investment.

For the year ended 30 June 2011

In March 2011 SCI cancelled 30,000,000 converting performance shares and in lieu of this issued 10,000,000 ordinary shares to various parties in relation to sale agreements dated February 2009. PlatSearch's 9,715,500 converting performance shares were cancelled and PlatSearch was issued with 6,477,000 ordinary shares. This resulted in a change in shareholding in SCI to 29.3% and an increase in the value of SCI of \$1,293,400. The Group recognised a share of associates net losses of \$16,254 up to March 2011 (SCI: 20.1%) and net losses of \$10,115 from March to 26 June 2011 (SCI: 29.3%).

On 26 June 2011 Silver City successfully completed a \$9.8 million IPO issuing an additional 49,067,500 ordinary shares. This diluted PlatSearch's shareholding in SCI to 14.6%. Therefore, on 26 June 2011 Silver City ceased to be an associate company of PlatSearch. At this time the fair value of the asset was calculated and a gain of \$1,089,453 was recognised in the income statement. Silver City is now accounted for as an investment under Note 8.

|  | interest held<br>2010 |
|--|-----------------------|
|  | %                     |
| Silver City Minerals Limited               |                       |
| Ordinary shares at 30 June                 | 20.1                  |
| (i) Principal activity                     |                       |
| SCI is an Australian minerals explorer     |                       |
|  | 2010<br>\$            |
| (ii) Share of associate's profits/(losses) |                       |
| Share of associate's:                      |                       |
| net loss before income tax                 | (106,200)             |
| income tax expense attributable            | -                     |
| Share of net loss after income tax         | (106,200)             |

The Company's share in any retained profits or reserves of the associated company are not available to PlatSearch until such time as those profits and reserves are distributed by the associated company.

| (iii) Carrying amount of investment in associate                               | 2010<br>\$ |
|--|------------|
| Balance at the beginning of the financial period                               | 279,922    |
| cost of investment   | 310,000    |
| share of associate's net losses for the financial period                       | (106,200)  |
| uplift in value of the associate arising from the share issue by the associate | 22,830     |
| Carrying amount of investment in associate at the end of the financial period  | 506,552    |
| (iv) Share of associate's assets and liabilities                               |            |
| Current assets   | 264,204    |
| Non-current assets   | 289,542    |
| Current liabilities  | (26,938)   |
| Net assets   | 526,808    |
| (v) Accumulated losses of the Company attributable to associate:               |            |
| Balance at the beginning of the financial period                               | (95,166)   |
| Share of associate's net losses  | (106,200)  |
| Balance at the end of the financial period                                     | (201,366)  |

Ownership

For the year ended 30 June 2011

#### 10. Non-controlling interests

Contributed equity
Reserves
Accumulated losses

| 2011<br>\$ | 2010<br>\$ |
|------------|------------|
| 5,751,035  | 4,694,145  |
| 557,687    | 206,201    |
| (970,604)  | (481,279)  |
| 5,338,118  | 4,419,067  |

#### 11. Derivative financial instruments

| Share options – CHZ | (a) |
|---------------------|-----|
| Share options – AGR | (b) |
| Share options – SCI | (c) |
| Share options – TMZ | (d) |

| 2011      | 2010    |
|-----------|---------|
| \$        | \$      |
| -         | 292,200 |
| 592,360   | 420,200 |
| 287,700   | 100,100 |
| 518,000   | 162,500 |
| 1,398,060 | 975,000 |

- (a) The Group exercised its 2,000,000 options in Chesser Resources Limited (CHZ) for \$700,000 in November 2010. The 2,000,000 shares were then sold on market for \$1,700,000 in November 2010. A gain on sale of \$707,800 has been recorded in 'gain on sale of shares' in relation to this transaction.
- (b) The PlatSearch Group holds 1,000,000 options in Aguia Resources Limited (AGR) (formally Newport Mining Limited) with an exercise price of \$0.35 and an expiry date of 31 December 2011. A valuation of these options has been obtained using the Binomial valuation methodology model and the following assumptions: expected volatility of 92.13%, risk-free interest rate of 4.735%, dividend yield nil and an option life of 0.5 years. This results in a fair value of \$463,800 at 30 June 2011.
  - PlatSearch was issued an additional 200,000 options in June 2011 with an exercise price of \$0.50 and an expiry date of 31 December 2014. A valuation of these options has been obtained using the Binomial valuation methodology model and the following assumptions: expected volatility of 120.11%, risk-free interest rate of 4.87%, dividend yield nil and an option life of 3.5 years. This results in a fair value of \$128,560 at 30 June 2011
- (c) PlatSearch holds 3,000,000 options in Silver City Minerals Limited (SCI) with an exercise price of \$0.35 and an expiry date of 1 July 2013. A valuation of these options has been obtained using the Binomial valuation methodology model and the following assumptions: expected volatility of 113.74%, risk-free interest rate of 4.735%, dividend yield nil and an option life of 2.01 years. This results in a fair value of \$287,700 at 30 June 2011.
  - PlatSearch's 9,715,500 converting performance shares were cancelled in March 2011 and 6,477,000 ordinary fully paid shares in SCI were issued in lieu of the converting performance shares.
- (d) PlatSearch holds 5,000,000 options in Thomson Resources Limited (TMZ) with an exercise price of \$0.30 and an expiry date of 11 December 2014. A valuation of these options has been obtained using the Binomial valuation methodology model and the following assumptions: expected volatility of 126.14%, risk-free interest rate of 4.87%, dividend yield nil and an option life of 3.45 years. This results in a fair value of \$518,000 at 30 June 2011.

The fair value of share prices are as identified in Notes 8 and 9.

For the year ended 30 June 2011

### 12. Tenement security deposits

|  | 2011    | 2010    |
|--|---------|---------|
|  | \$      | \$      |
| Current                                |         |         |
| Cash at bank – bank deposits           | 10,000  | -       |
| Cash with government mines departments | 2,500   | -       |
|  | 12,500  | -       |
| Non-Current                            |         |         |
| Cash at bank – bank deposits           | -       | 130,000 |
| Cash with government mines departments | 235,850 | 142,500 |
|  | 238,850 | 272,500 |

These deposits are restricted so that they are available for any rehabilitation that may be required on exploration tenements (refer to Note 25). The bank deposits are interest earning.

#### 13. Property, plant and equipment

|                          | Motor vehicle | Plant and equipment | Total    |
|--------------------------|---------------|---------------------|----------|
| Year ended 30 June 2010  | MOTOL VEHICLE | equipment           | Total    |
| Opening net book amount  | 20,490        | 21,401              | 41,891   |
| Additions                | -             | 31,952              | 31,952   |
| Disposals                | -             | -                   | -        |
| Depreciation expense     | (3,940)       | (14,265)            | (18,205) |
| Closing net book amount  | 16,550        | 39,088              | 55,638   |
| At 30 June 2010          |               |                     |          |
| Cost                     | 24,166        | 86,148              | 110,314  |
| Accumulated depreciation | (7,616)       | (47,060)            | (54,676) |
| Net book amount          | 16,550        | 39,088              | 55,638   |
| Year ended 30 June 2011  |               |                     |          |
| Opening net book amount  | 16,550        | 39,088              | 55,638   |
| Additions                | 52,106        | 140,845             | 192,951  |
| Disposals                | -             | -                   | -        |
| Depreciation expense     | (4,028)       | (23,547)            | (27,575) |
| Closing net book amount  | 64,628        | 156,386             | 221,014  |
| At 30 June 2011          |               |                     |          |
| Cost                     | 76,272        | 226,993             | 303,265  |
| Accumulated depreciation | (11,644)      | (70,607)            | (82,251) |
| Net book amount          | 64,628        | 156,386             | 221,014  |

For the year ended 30 June 2011

#### 14. Deferred exploration and evaluation expenditure

|   | 2011      | 2010      |
|---|-----------|-----------|
|   | \$        | \$        |
| Costs brought forward   | 2,163,797 | 1,906,744 |
| Costs incurred during the year                                | 1,754,105 | 624,598   |
| Tenements sold during the year                                | -         | (240,339) |
| Expenditure written off during the year                       | (792,730) | (127,206) |
| Costs carried forward   | 3,125,172 | 2,163,797 |
| Exploration expenditure costs carried forward are made up of: |           |           |
| Expenditure on joint venture areas                            | 2,542,519 | 1,851,727 |
| Expenditure on non joint venture areas                        | 582,653   | 312,070   |
| Costs carried forward   | 3,125,172 | 2,163,797 |

The above amounts represent costs of areas of interest carried forward as an asset in accordance with the accounting policy set out in Note 2. The ultimate recoupment of deferred exploration and evaluation expenditure in respect of an area of interest carried forward is dependent upon the discovery of commercially viable reserves and the successful development and exploitation of the respective areas or alternatively sale of the underlying areas of interest for at least their carrying value. Amortisation, in respect of the relevant area of interest, is not charged until a mining operation has commenced.

In accordance with Note 2, the Directors write off exploration expenditure where they assess that the asset is impaired. Exploration expenditure is written off either by a reassessment by the Group that has reduced the interpreted potential of the licence for mineral deposits and, or a joint venture partner has withdrawn from a project.

2011

#### 15. Current liabilities – payables

|   | \$      |
|---|---------|
| Trade creditors *   | 365,284 |
| Accrued expenses  | 179,378 |
| Employee entitlements – accrued salaries and superannuation | -       |
|   | 544 662 |

<sup>\*</sup> Trade payables are non-interest bearing and are generally settled on 30 day terms.

### 16. Liabilities - provisions

|                    | 2011<br>\$ | 2010<br>\$ |
|--------------------|------------|------------|
| Current            |            |            |
| Annual Leave       | 55,854     | 39,828     |
| Non-current        |            |            |
| Long Service Leave | 17,555     | 12,154     |

Annual leave is accrued for all permanent eligible employees and provided for based on current salaries. Long service leave is accrued for all permanent eligible employees with greater than two years' service and provided for based on current salaries.

2010

155,429 96,908 10,278 262,615

For the year ended 30 June 2011

#### 17. Derivative liability/convertible note

The Company completed a capital raising in December 2010 via a private placement of 16,666,667 convertible notes at 15 cents each which raised \$2,500,000 in additional working capital.

The general terms of the issue are:

- (a) Convertible notes with a conversion price of 15 cents per share and a maturity date of 9 December 2013.
- (b) The Company may redeem the notes at any stage and must redeem all convertible notes on the maturity date or upon an event of default.
- (c) Each convertible note will accrue interest at 8% per annum to be paid each half year in arrears in cash, the first instalment to be paid on 30 April 2011.
- (d) Noteholders will receive one share option for every two convertible notes they subscribe to, providing the notes are converted into ordinary shares and at the time of conversion. The share options will have an exercise price of 25 cents and an expiry of 9 December 2014.

In accordance with requirements of the relevant Australian Accounting Standards and International Financial Reporting Standards based on the accounting policy described in Note 2 the proceeds have been initially accounted for as follows:

|                            | \$        |
|----------------------------|-----------|
| Gross proceeds             | 2,500,000 |
| Less issue costs           | (150,000) |
| Net Allocation             | 2,350,000 |
| Allocated as follows:      |           |
| Convertible note liability | 744,587   |
| Derivative liability (1)   | 510,245   |
| Equity (2)                 | 1,095,168 |
|                            | 2,350,000 |

- (1) Represents the valuation of the option entitlement per (d) above.
- (2) Represents the value of the conversion function per (a) above.

The balances and movements of the convertible note and derivative liability components at 30 June 2011 are as follows:

|  | 30 June 2011<br>\$ | 30 June 2010<br>\$ |
|--|--------------------|--------------------|
| Convertible Note Liability             |                    |                    |
| Opening balance                        | 744,587            | -                  |
| Add interest expense                   | 276,111            | -                  |
| Less interest paid                     | (69,589)           | -                  |
| Closing balance                        | 951,109            | -                  |
|  |                    |                    |
| Derivative Liability                   |                    |                    |
| Opening balance                        | 510,245            | -                  |
| Revaluation adjustment at 30 June 2011 | (209,770)          | -                  |
| Closing balance                        | 300,475            | -                  |

30 June 2011 30 June 2010

For the year ended 30 June 2011

# 18. Contributed equity

|  |        | 2011<br>\$  | 2010<br>\$ |
|--|--------|-------------|------------|
| Share capital                                      |        |             |            |
| 175,287,592 ordinary shares fully paid             |        | 14,510,632  | 14,510,632 |
| 450,000 ordinary shares paid to \$0.01 with \$0.24 | unpaid | 4,500       | 4,500      |
|  |        | 14,515,132  | 14,515,132 |
|  |        | Number      | \$         |
| Movements in ordinary shares on issue              |        |             |            |
| At 1 July 2009                                     |        | 95,611,392  | 10,657,060 |
| Shares issued                                      | (i)    | 79,676,200  | 3,983,810  |
| Share issue costs                                  |        | -           | (125,738)  |
| At 30 June 2010                                    |        | 175,287,592 | 14,515,132 |
| Shares issued                                      |        | -           | -          |
| At 30 June 2011                                    |        | 175,287,592 | 14,515,132 |

<sup>(</sup>i) In July 2009 the Company issued 79,676,200 ordinary shares at an issue price of \$0.05 per share under the Company's five for six renounceable rights issue of shares under its Prospectus dated 10 June 2009.

## Terms and conditions of contributed equity

## **Ordinary shares**

Ordinary shares have the right to receive dividends as declared and, in the event of winding up the Company, to participate in the proceeds from the sale of all surplus assets in proportion to the number of and amounts paid up on shares held.

Ordinary shares entitle their holder to one vote, either in person or by proxy, at a meeting of the Company.

In respect to members who hold shares which are paid to \$0.01, the number of votes to which that member is entitled on a poll in respect of those part paid shares shall be that fraction of one vote which the amount paid up bears to the total issued price thereof. The shares were issued under the Platinum Search Share Incentive Plan, which was replaced by the PlatSearch Employee Share Option Plan on 25 November 1993. The unpaid portion can be called by the Directors at any time, subject to the rules of the Plan.

## **Options**

Options do not carrying voting rights or rights to dividends until options are exercised.

# 19. Share-based payments

## Types of share-based payment plans

### **Share-based payments**

An Employee Share Option Plan (ESOP) has been established where selected officers, employees and consultants of the Company can be issued with options over ordinary shares in PlatSearch NL. The options, issued for nil consideration, will be issued in accordance with a performance review by the Directors. The options cannot be transferred and will not be quoted on the ASX. Options expire if not exercised 90 days after a participant resigns from the Company.

There have been no cancellations or modifications to any of the plans during 2011 and 2010.

For the year ended 30 June 2011

## Summary of options granted by the parent entity

Outstanding at the beginning of the year

Granted during the year

Forfeited during the year

Exercised during the year

Expired during the year

Outstanding at the end of the year

| 2011<br>no. | 2010<br>no. |
|-------------|-------------|
| 12,870,000  | 6,860,000   |
| 11,100,000  | 9,390,000   |
| -           | -           |
| -           | -           |
| -           | (3,380,000) |
| 23,970,000  | 12,870,000  |

The outstanding balance as at 30 June 2011 is represented by:

- ▶ 2,280,000 which expire on 27 November 2011 exercisable at \$0.14 per share;
- ▶ 300,000 which expire on 28 May 2012 exercisable at \$0.18 per share
- ▶ 900,000 which expire on 9 February 2014 exercisable at \$0.14 per share
- ▶ 8,750,000 which expire on 27 November 2014 exercisable at \$0.18 per share
- ▶ 1,500,000 which expire on 27 November 2014 exercisable at \$0.18 per share (not vested)
- 1,140,000 which expire on 27 November 2014 exercisable at \$0.18 per share
- ▶ 6,250,000 which expire on 25 November 2015 exercisable at \$0.30 per share
- ▶ 2,850,000 which expire on 25 November 2015 exercisable at \$0.30 per share

## Option pricing model and terms of options

The following table lists the inputs to the options model and the terms of options granted:

|        | Number of | Exer-  |           | Expecte    |           | Expecte | Estimate |            |     |
|--------|-----------|--------|-----------|------------|-----------|---------|----------|------------|-----|
| Issue  | options   | cise   | Expiry    | d          | Risk-free | d life  | d fair   |            |     |
| date   | issued    | price  | date      | volatility | rate      | years   | value    | Model used |     |
| Mar 09 | 900,000   | \$0.14 | 9 Feb 14  | 123.55%    | 4.12%     | 4.8     | \$0.0532 | Binomial   | (a) |
| Nov 09 | 8,250,000 | \$0.18 | 27 Nov 14 | 122.91%    | 4.99%     | 5.0     | \$0.0636 | Binomial   | (b) |
| Dec 09 | 1,140,000 | \$0.18 | 27 Nov 14 | 122.91%    | 4.99%     | 4.9     | \$0.0536 | Binomial   | (c) |
| Mar 10 | 1,200,000 | \$0.18 | 9 Mar 15  | 104.16%    | 5.01%     | 5.0     | \$0.0712 | Binomial   | (d) |
| Aug 10 | 2,000,000 | \$0.18 | 27 Nov 14 | 80.00%     | 4.64%     | 4.3     | \$0.07   | Binomial   | (e) |
| Nov 10 | 6,250,000 | \$0.30 | 25 Nov 15 | 80.00%     | 5.32%     | 5.0     | \$0.05   | Binomial   | (f) |
| Dec 10 | 1,900,000 | \$0.30 | 25 Nov 15 | 80.00%     | 5.37%     | 4.9     | \$0.06   | Binomial   | (g) |
| May 11 | 950,000   | \$0.30 | 25 Nov 15 | 121.29%    | 5.19%     | 4.5     | \$0.0663 | Binomial   | (h) |

- (a) Issued by PlatSearch NL to the Chief Executive Officer (750,000 options, vesting 1 April 2009) and a geologist (150,000 options, vesting 14 July 2009) and expensed in the income statement.
- (b) Issued by PlatSearch NL to Directors and approved by shareholders at the General Meeting held on 26 November 2009. Expensed in the income statement. The options vested on the grant date of 26 November 2009.
- (c) Issued by PlatSearch NL to employees and consultants under the Company's ESOP. Expensed in the income statement. The options vested on the grant date of 18 December 2009.
- (d) 1,200,000 options were issued by Eastern Iron Limited to Greg De Ross and expensed in the income statement. 50% of the options vested immediately and the remaining 50% vest on 9 March 2011.
- (e) 2,000,000 options were issued to the Company's Business Development Manager and expensed in the income statement. 500,000 options vested immediately with the remaining 1,500,000 vesting upon performance hurdles.
- (f) 6,250,000 options were issued to Directors of the Company and approved by shareholders at the Company's AGM held on 25 November 2010. The options vested immediately and were expensed in the income statement.

For the year ended 30 June 2011

- (g) 1,900,000 options were issued to employees and consultants under the Company's ESOP. The options vested immediately and were expensed in the income statement.
- (h) 950,000 options were issued to employees and consultants under the Company's ESOP. The options vested immediately and were expensed in the income statement.

# Weighted Average disclosures on options

| Weighted average exercise price of options at 1 July              |
|---|
| Weighted average exercise price of options granted during period  |
| Weighted average exercise price of options outstanding at 30 June |
| Weighted average exercise price of options exercisable at 30 June |
| Weighted average contractual life                                 |
| Range of exercise price   |
|   |

| 2011            | 2010            |
|-----------------|-----------------|
| \$0.17          | \$0.20          |
| \$0.28          | \$0.18          |
| \$0.22          | \$0.17          |
| \$0.22          | \$0.17          |
| 3.44 years      | 3.77 years      |
| \$0.14 - \$0.30 | \$0.14 - \$0.18 |

## 20. Reserves

|   | 2011<br>\$ | 2010<br>\$ |
|---|------------|------------|
| Share-based compensation reserve                                    | 1,548,108  | 1,007,152  |
| General reserve   | (229,108)  | (34,676)   |
| Investment revaluation reserve                                      | 4,804,212  | 3,964,416  |
| Foreign currency translation reserve                                | (5,925)    | -          |
| Convertible note option reserve                                     | 1,095,168  | -          |
|   | 7,212,455  | 4,936,892  |
| Share-based compensation reserve (i)                                |            |            |
| Balance at the beginning of financial year                          | 1,007,152  | 421,348    |
| Share-based payment expense   | 540,956    | 585,804    |
| Balance at end of financial year                                    | 1,548,108  | 1,007,152  |
| General reserve (ii)  |            |            |
| Balance at the beginning of financial year                          | (34,676)   | -          |
| Transfer to non-controlling interests                               | (194,432)  | (34,676)   |
| Balance at end of financial year                                    | (229,108)  | (34,676)   |
| Investment revaluation reserve (iii)                                |            |            |
| Balance at the beginning of financial year                          | 3,964,416  | 1,757,945  |
| Change in fair value of investments available for sale (net of tax) | 1,385,195  | 2,206,471  |
| Transfer of realised gain to other income (net of tax)              | (545,399)  |            |
| Balance at end of financial year                                    | 4,804,212  | 3,964,416  |
| Foreign currency translation reserve (iv)                           |            |            |
| Balance at the beginning of financial year                          | -          | -          |
| Effect of exchange rate fluctuation                                 | (5,925)    | -          |
| Balance at end of financial year                                    | (5,925)    | -          |
| Convertible note option reserve (v)                                 |            |            |
| Balance at the beginning of financial year                          | -          | -          |
| Equity component on issue of convertible note                       | 1,095,168  | -          |
| Balance at end of financial year                                    | 1,095,168  | -          |

For the year ended 30 June 2011

#### (i) Share-based compensation reserve

The share-based compensation reserve is used to recognise the fair value of options issued but not exercised as described in Note 2 and referred to in Note 19.

#### (ii) General reserve

The general reserve represents the change in the value of non-controlling interests resulting in the exercise of Eastern Iron Limited options during the financial year.

#### (iii) Investment revaluation reserve

The investment revaluation reserve arises in connection with the accounting for investments as per Note 8.

#### (iv) Foreign currency translation reserve

The foreign currency translation reserve arises from the translation of foreign currency subsidiaries.

#### (v) Convertible note option reserve

The convertible note option reserve is used to record the fixed equity component of the convertible notes issued during the period. Refer to Note 17.

# 21. Earnings per share

Net profit used in calculating basic and diluted gain per share

Weighted average number of ordinary shares outstanding during the year used in calculation of basic EPS

Basic earnings per share Diluted earnings per share

| 2011            | 2010            |
|-----------------|-----------------|
| 3,486,001       | 389,684         |
| Number          | Number          |
| 175,305,592     | 170,500,658     |
| Cents per share | Cents per share |
| 1.99 cents      | 0.23 cents      |
| 1.99 cents      | 0.23 cents      |
|                 |                 |

The number of potential ordinary shares that are dilutive and included in determining diluted EPS are nil (2010: nil) relating to share options issued. There are no instruments excluded from the calculation of diluted earnings per share that could potentially dilute basic earnings per share in the future because they are antidilutive for all of the periods presented.

Conversion, call, subscription or issue after 30 June 2011: Since the end of the financial year there have been no other conversions to, call of, or subscriptions for ordinary shares or issues of potential ordinary shares since the reporting date and before the completion of these financial statements.

# 22. Key management personnel

Key management personnel (KMP) remuneration, shares and options

#### Compensation for key management personnel

Short-term employee benefits Post-employment benefits Share-based payments Total compensation

| 2011<br>\$ | 2010<br>\$ |
|------------|------------|
|            |            |
| 1,151,067  | 852,908    |
| 103,106    | 45,627     |
| 591,411    | 629,900    |
| 1,845,584  | 1,528,435  |

For the year ended 30 June 2011

# Shareholdings of key management personnel

## Fully paid ordinary shares held in PlatSearch NL

|              | Balance at<br>1 July<br>no. | Granted as<br>remuneration<br>no. | Received on<br>exercise of<br>options<br>no. | Net other<br>change *<br>no. | Balance at<br>30 June<br>no. |
|--------------|-----------------------------|-----------------------------------|--|------------------------------|------------------------------|
| 2011         |                             |                                   |  |                              |                              |
| P Elliott    | 2,352,345                   | -                                 | -  | -                            | 2,352,345                    |
| G Jones      | 365,862                     | -                                 | -  | 634,138                      | 1,000,000                    |
| C S Kwan     | 45,183,893                  | -                                 | -  | 1,000,943                    | 46,184,836                   |
| Dr K Foo     | -                           | -                                 | -  | -                            | -                            |
| K Champaklal | -                           | -                                 | -  | -                            | -                            |
| I Polovineo  | -                           | -                                 | -  | -                            | -                            |
| C Hosie      | -                           | -                                 | -  | -                            | -                            |
| W Corbett    | -                           | -                                 | -  | -                            | -                            |
| M Lilley     | -                           | -                                 | -  | -                            | -                            |
| N Maund      | -                           | -                                 | -  | -                            | -                            |
| G De Ross    | -                           | -                                 | -  | -                            | -                            |
| Total        | 47,902,100                  | -                                 | -  | 1,635,081                    | 49,537,181                   |
| 2010         |                             |                                   |  |                              |                              |
| P Elliott    | 1,283,097                   | -                                 | -  | 1,069,248*                   | 2,352,345                    |
| G Jones      | 70,000                      | -                                 | -  | 295,862*                     | 365,862                      |
| C S Kwan     | 17,254,312                  | -                                 | -  | 27,929,581*                  | 45,183,893                   |
| Dr K Foo     | -                           | -                                 | -  | -                            | -                            |
| R Waring     | 738,471                     | -                                 | -  | 615,393*                     | 1,353,864                    |
| R Richardson | 1,827,687                   | -                                 | -  | 1,523,073*                   | 3,350,760                    |
| K Champaklal | -                           | -                                 | -  | -                            | -                            |
| I Polovineo  | -                           | -                                 | -  | -                            | -                            |
| P Buckley    | 8,000                       | -                                 | -  | -                            | 8,000                        |
| C Hosie      | -                           | -                                 | -  | -                            | -                            |
| W Corbett    | -                           | -                                 | -  | -                            | -                            |
| M Lilley     | -                           | -                                 | -  | -                            | -                            |
| N Maund      | -                           | -                                 | -  | -                            | -                            |
| G De Ross    | -                           | -                                 | -  | -                            | -                            |
| Total        | 21,181,567                  | -                                 | -  | 31,433,157                   | 52,614,724                   |

<sup>\*</sup> Other change consists of shares purchased and sold by KMP on market.

For the year ended 30 June 2011

# Option holdings of key management personnel

## Share options held in PlatSearch NL

|              | Balance at<br>1 July<br>no. | Granted as remuner-<br>ation no. | Options<br>exer-<br>cised<br>no. | Net change<br>other #<br>no. | Balance at<br>30 June<br>no. | Balance<br>vested at<br>30 June<br>no. | Vested and exercisable no. |
|--------------|-----------------------------|----------------------------------|----------------------------------|------------------------------|------------------------------|--|----------------------------|
| 2011         |                             |                                  |                                  |                              |                              |  |                            |
| P Elliott    | 1,000,000                   | 600,000                          | -                                | -                            | 1,600,000                    | 1,600,000                              | 1,600,000                  |
| G Jones      | 4,000,000                   | 2,300,000                        | -                                | -                            | 6,300,000                    | 6,300,000                              | 6,300,000                  |
| C S Kwan     | 2,000,000                   | 2,000,000                        | -                                | -                            | 4,000,000                    | 4,000,000                              | 4,000,000                  |
| F K Foo      | 1,000,000                   | 600,000                          | -                                | -                            | 1,600,000                    | 1,600,000                              | 1,600,000                  |
| K Champaklal | -                           | -                                | -                                | -                            | -                            | -                                      | -                          |
| I Polovineo  | -                           | 600,000                          | -                                | -                            | 600,000                      | 600,000                                | 600,000                    |
| C Hosie      | -                           | 350,000                          | -                                | -                            | 350,000                      | 350,000                                | 350,000                    |
| W Corbett    | 500,000                     | 400,000                          | -                                | -                            | 900,000                      | 900,000                                | 900,000                    |
| M Lilley     | 250,000                     | 650,000                          | -                                | -                            | 900,000                      | 900,000                                | 900,000                    |
| N Maund      | -                           | 2,000,000                        | -                                | -                            | 2,000,000                    | 500,000                                | 500,000                    |
| G De Ross    | -                           | -                                | -                                | -                            | -                            | -                                      | -                          |
| Total        | 8,750,000                   | 9,500,000                        | -                                | -                            | 18,250,000                   | 16,750,000                             | 16,750,000                 |
| 2010         |                             |                                  |                                  |                              |                              |  |                            |
| P Elliott    | -                           | 1,000,000                        | -                                | -                            | 1,000,000                    | 1,000,000                              | 1,000,000                  |
| G Jones      | 750,000                     | 3,250,000                        | -                                | -                            | 4,000,000                    | 4,000,000                              | 4,000,000                  |
| C S Kwan     | -                           | 2,000,000                        | -                                | -                            | 2,000,000                    | 2,000,000                              | 2,000,000                  |
| F K Foo      | -                           | 1,000,000                        | -                                | -                            | 1,000,000                    | 1,000,000                              | 1,000,000                  |
| R Waring     | 1,950,000                   | 500,000                          | -                                | (1,150,000)                  | 1,300,000                    | 1,300,000                              | 1,300,000                  |
| R Richardson | 2,660,000                   | 500,000                          | -                                | (1,600,000)                  | 1,560,000                    | 1,560,000                              | 1,560,000                  |
| K Champaklal | -                           | -                                | -                                | -                            | -                            | -                                      | -                          |
| I Polovineo  | -                           | -                                | -                                | -                            | -                            | -                                      | -                          |
| P Buckley    | 300,000                     | 300,000                          | -                                | -                            | 600,000                      | 600,000                                | 600,000                    |
| C Hosie      | -                           | -                                | -                                | -                            | -                            | -                                      | -                          |
| W Corbett    | 150,000                     | 350,000                          | -                                | -                            | 500,000                      | 500,000                                | 500,000                    |
| M Lilley     | -                           | 250,000                          | -                                | -                            | 250,000                      | 250,000                                | 250,000                    |
| N Maund      | -                           | -                                | -                                | -                            | -                            | -                                      | -                          |
| G De Ross    | -                           | -                                | -                                | -                            | -                            | -                                      | -                          |
| Total        | 5,810,000                   | 9,150,000                        | -                                | (2,750,000)                  | 12,210,000                   | 12,210,000                             | 12,210,000                 |

### # Expiry of options

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

Options held by Directors under the Employee Share Option Plan may be exercised at any time. Shares and options held by Directors include those held by the Directors and their Director-related entities, including the spouses of such Directors and relatives of such Directors. All shares and options, excluding those held under the Employee Share Option Plan, were issued or granted on terms no more favourable than to other shareholders or option holders.

For the year ended 30 June 2011

# 23. Related party disclosures

#### **Subsidiaries**

The consolidated financial statements include the financial statements of PlatSearch NL (the Parent Entity) and the following subsidiaries:

|                      |                          | % Equity interest |       | \$ Investment |         |
|----------------------|--------------------------|-------------------|-------|---------------|---------|
| Name                 | Country of incorporation | 2011              | 2010  | 2011          | 2010    |
| Bluestone 23 Pty Ltd | Australia                | 100               | 100   | 5,000         | 5,000   |
| Eastern Iron Limited | Australia                | 48.26             | 48.65 | 1,950,385     | 910,990 |
| Variscan Mine SAS    | France                   | 100               | -     | 1,478         | -       |

Variscan Mines SAS was incorporated on 8 December 2010.

#### **Transactions with directors**

Mr R Waring was a Director until 31 December 2010 and has a significant financial interest in Warinco Services Pty Limited, a company that provides company secretarial, general commercial and accounting services to the Company. Services provided during the year ended 30 June 2011 amounted to \$52,331 (2010: \$156,242) and included services provided by Mr R Waring of \$50,016 (2010: \$121,728). The \$50,016 is included in the remuneration of Directors in the Remuneration Report. This contract ended on 31 December 2010.

The Company has an agreement with Maida Vale Associates which is entitled to a cash fee of 6% of equity funds raised by Maida Vale and other parties. Dr Foo, a director of PlatSearch, has an interest in Maida Vale Associates. No fees have been paid to date.

Luminor Capital Pte Ltd, a Company of which Dr Foo and Mr Kwan are shareholders and directors and Mr Champaklal a director, provided advisory services at arms length commercial terms to PlatSearch's associated companies Silver City Minerals Limited and Thomson Resources Ltd. No fees have been paid to date.

Services provided by Director-related entities were under normal commercial terms and conditions. There are no long term service agreements and hence no liabilities will arise from termination of such agreements. No other benefits have been received or are receivable by Directors, other than those already disclosed in the notes to the accounts.

#### Transactions with associated companies

During the year the Company provided technical and administrative support services to its associated companies company Silver City Minerals Limited (SCI: associate until 26 June 2011) and Thomson Resources Limited (TMZ). Services provided to SCI amounted to \$100,117 (2010: \$145,182) and TMZ \$117,542 (2010: \$48,854) consisting of payments received for consulting, use of office space and office services.

## 24. Joint ventures

The Company is a party to a number of exploration joint venture agreements to explore for copper, gold, zinc, lead, uranium and heavy minerals. Under the terms of the agreements the Company will be required to contribute towards the exploration and other costs if it wishes to maintain or increase its percentage holdings. The joint ventures are not separate legal entities. There are contractual arrangements between the participants for sharing costs and future revenues in the event of exploration success. There are no assets and liabilities attributable to PlatSearch at balance date resulting from these joint ventures, other than exploration expenditure costs carried forward as detailed in Note 14. Costs are accounted for in accordance with the terms of joint venture agreements and in accordance with Note 2(i). Percentage equity interests in joint ventures at 30 June 2011 were as follows:

For the year ended 30 June 2011

| PlatSearch NL New South Wales – base metals and gold | % interest<br>2011 | % interest<br>2010 |
|--|--------------------|--------------------|
| Hillston – diluting to 16%                           | 39.2%              | 80%                |
| Hollis Tank  | 0%                 | 80%                |
| Dunmore and Tomingley                                | 0%                 | 90%                |
| Mundi Plains – diluting to 20%                       | 49%                | 49%                |
| Mundi Plains – cover rights                          | 50%                | -                  |
| Thurla – PTS can earn 20%                            | 0%                 | 0%                 |
| Eastern Iron Projects – Eastern Block Tenements      | 51%                | 20%                |
| Eastern Iron Projects – Western Block Tenements      | 0%                 | 20%                |

| PlatSearch NL<br>South Australia – base metals and gold        | % interest 2011 | % interest 2010 |
|--|-----------------|-----------------|
| Black Hill, Yalata, Toolgerie – relinquished                   | 0%              | 80%             |
| Quinyambie – diluting to 15%                                   | 52.6%           | 52.6%           |
| Callabonna – diluting to 30%                                   | 100%            | 100%            |
| Frome, Poverty Lake – Benagerie JV                             | 90%             | 10%             |
| Coondambo – relinquished                                       | -               | 100%            |
| Kalabity – diluting to 32%                                     | 80%             | 80%             |
| Junction Dam – diluting to 16% base and precious metals rights | 39.2%           | 39.2%           |
| Junction Dam – uranium rights                                  | 19.21%          | 19.21%          |
| Wynbring   | 100%            | 100%            |
| Officer Basin – EL applications only                           | 50%             | 50%             |

| Eastern Iron Tenements in NSW | % interest 2011 | % interest 2010 |
|-------------------------------|-----------------|-----------------|
| Eastern Block Tenements       | 49%             | 80%             |
| Western Block Tenements       | 100%            | 80%             |
| Hutch – withdrew from JV      | -               | 0%              |

| Eastern Iron Tenements in Queensland | % interest 2011 | % interest 2010 |
|--------------------------------------|-----------------|-----------------|
| Hawkwood – EFE can earn 80%          | 0%              | 0%              |

# 25. Segment information

The operating segments identified by management are as follows:

- 1. Exploration projects funded directly by PlatSearch ("Exploration") and;
- 2. Investments in other companies ("Investing").

Regarding the Exploration segment, the Chief Operating Decision Maker (the Board of directors) receives information on the exploration expenditure incurred. This information is disclosed in Note 14 of this financial report. No segment revenues are disclosed as each exploration tenement is not at a stage where revenues have been earned. Furthermore, no segment costs are disclosed as all segment expenditure is capitalised, with the exception of expenditure written off which is disclosed in Note 14.

For the year ended 30 June 2011

Regarding the Investing segment, the Chief Operating Decision Maker reviews the value of investments and derivatives held in other exploration companies. The changes in the value of investments and derivatives are disclosed in Notes 8, 9 and 11 of this financial report. Segment revenues are disclosed in the statement of comprehensive income as '(Loss) on options'.

Financial information about each of these tenements is reported to the Managing Director on an ongoing basis.

Corporate office activities are not allocated to operating segments as they are not considered part of the core operations of any segment and comprise of the following:

- ▶ Interest revenue
- Corporate costs
- Depreciation and amortisation of non-project specific property, plant and equipment.

The Group's accounting policy for reporting segments is consistent with that disclosed in Note 2.

# 26. Contingent liabilities

The Group's bankers have provided guarantees totalling \$10,000 (2010: \$10,000) in respect of mining tenements and the guarantees are secured against short term deposits of these amounts. Additional guarantees of \$238,350 (2010: \$262,500) in respect of mining tenements are secured against deposits with NSW Minerals and Energy and the Queensland Department of Environment and Resource Management. The Company does not expect to incur any material liability in respect of the guarantees.

## 27. Commitments

#### Lease commitments

The Company has obligations under the terms of an operating lease agreement for its office premises as follows:

Payable not later than one year
Payable later than one year and not later than five years

| 2011<br>\$ | 2010<br>\$ |
|------------|------------|
| 29,011     | 40,700     |
| -          | -          |
| 29,011     | 40,700     |

The Company's lease of its office premises is for a one year period (with an additional option of one year) expiring on 25 January 2012.

#### **Exploration licence expenditure requirements**

In order to maintain the Groups's tenements in good standing with the various mines departments, the Group will be required to incur exploration expenditure under the terms of each licence. These expenditure requirements will diminish as the Group joint ventures projects to third parties. It is the Group's exploration strategy to farm-out to larger companies to fund drilling programmes. In addition, the Group has commitments to expend funds towards earning or retaining an interest under joint venture agreements.

Payable not later than one year
Payable later than one year but not later than two years

| :     | 2011<br>\$ | 2010<br>\$ |  |
|-------|------------|------------|--|
| 2,488 | 3,798      | 2,360,961  |  |
| 617   | ,042       | 760,562    |  |
| 3,105 | 5,840      | 3,121,523  |  |

It is likely that variations to the terms of current and future joint ventures, the granting of new licences and changes in licence areas at renewal or expiry, will change the expenditure commitment to the Group from time to time.

For the year ended 30 June 2011

## **SGX Listing**

PlatSearch has entered into an agreement with PrimePartners Corporate Finance Pte Ltd to assist in the proposed flotation on the Singapore Stock Exchange. In the event that the proposed flotation is aborted PlatSearch would be liable for an abort fee of \$90,667.

## 28. Events after the balance sheet date

There were, at the date of this report, no matters or circumstances which have arisen since 30 June 2011 that have significantly affected or may significantly affect the operations of the Group, the results of those operations, or the state of affairs of the Group, in future financial years, other than:

On 22 August 2011, WPG Resources Ltd (WPG) announced the proposed sale of all of its iron ore assets to a subsidiary of OneSteel Limited (One Steel) for total proceeds of approximately \$346 million to be effected by the sale of three wholly owned subsidiaries of WPG, namely, Southern Iron Pty Ltd, Central Iron Pty Ltd and Coober Pedy Resources Pty Ltd (the Transaction).

If the Transaction proceeds to Completion, WPG has announced that it intends to make a tax-effective distribution of the bulk of the net Transaction proceeds to Shareholders by way of a capital return and a franked dividend. The total distribution will be \$1.05 per share, consisting of a capital return of \$0.42 per share and a fully franked dividend of \$0.63 per share, with an attaching franking credit of \$0.27 per share.

The transaction is subject to certain conditions including approval by WPG shareholder at an EGM to be held on 4 October 2011. At 30 June 2011 the Group held 10,407,837 shared in WPG – refer Note 8(a).

### 29. Cash flow statement

|   | 2011<br>\$  | 2010<br>\$ |
|---|-------------|------------|
| Reconciliation of net cash outflow from operating activities to operating profit after income tax |             | ·          |
| Operating profit after income tax   | 2,996,675   | 85,006     |
| Depreciation  | 27,575      | 18,205     |
| Exploration expenditure written-off   | 792,730     | 127,206    |
| Interest on convertible note  | 276,111     | -          |
| Share of associate's net losses   | 35,079      | 241,541    |
| Share-based payment expense   | 698,011     | 642,764    |
| Loss/(gain) on options  | (824,273)   | (482,977)  |
| Gain on accounting for investment in associate  | (494,888)   | (416,276)  |
| Gain on restructure of equity investments   | (1,293,400) | -          |
| Gain on revaluation of investment   | (1,089,453) | -          |
| Gain on derivatives   | (102,757)   | -          |
| Profit on sale of shares  | (2,814,210) | -          |
| Provisions annual leave and long service leave  | 21,428      | 12,493     |
| Profit on sale of tenements   | -           | (120,804)  |
| Tax benefit – deferred tax  | 205,087     | (923,333)  |
| Other – exploration costs in closing creditors  | (18,554)    | (90,095)   |
| Change in assets and liabilities:   |             |            |
| (Increase)/decrease in receivables  | (101,937)   | (45,848)   |
| (Decrease)/increase in trade and other creditors  | 282,047     | (34,846)   |
| Net cash outflow from operating activities  | (1,404,729) | (986,964)  |

For the year ended 30 June 2011

For the purpose of the Statement of Cash Flows, cash includes cash on hand, at bank, deposits and bank bills used as part of the cash management function. The Group does not have any unused credit facilities.

| The balance at 30 June comprised: |  |
|-----------------------------------|--|
| Cash and cash equivalents         |  |

Money market securities – bank deposits (Note 6)

Cash on hand

| 2011      | 2010      |
|-----------|-----------|
| \$        | <b>\$</b> |
| 411,309   | 98,507    |
| 6,476,423 | 4,658,740 |
| 6,887,732 | 4,757,247 |

# 30. Financial risk management objectives and policies

The Company's Board considers the Company's overall risk management framework and policies, including quarterly review by the Board of the Company's financial position and financial forecasts and maintaining adequate insurances.

AASB 7 introduced new disclosures to improve the information about financial instruments. It requires the disclosure of qualitative and quantitative information about exposure to risks arising from financial instruments, including specified minimum disclosures about credit risk, liquidity risk and market risk, including sensitivity analysis to market risk. The amendment to AASB 101 introduces disclosures about the level of an entity's capital and how it manages capital.

## Capital management

The Group considers its capital to comprise its ordinary share capital and its retained earnings, net of accumulated losses.

In managing its capital, the Group's primary objective as an explorer is to maintain a sufficient funding base to enable the Group to meet its working capital and strategic investment needs. The Group has no debt hence has a nil gearing ratio.

In making decisions to adjust its capital structure to achieve these aims, either through altering its new share issues, or consideration of debt, the Group considers not only its short-term position but also its long-term operational and strategic objectives.

## Financial instrument risk exposure and management

As is common with all other businesses, the Group is exposed to risks that arise from its use of financial instruments. These main risks, arising from the group's financial instruments are interest rate risk, liquidity risk, share market risk and credit risk. This note describes the Group's objectives, policies and processes for managing those risks and the methods used to measure them. Further quantitative information in respect of these risks is presented throughout these financial statements.

There have been no substantive changes in the Group's exposure to financial instrument risks, its objectives, policies and processes for managing those risks or the methods used to measure them from previous periods unless otherwise stated in this note.

#### General objectives, policies and processes

The Board has overall responsibility for the determination of the Group's risk management objectives and policies and has the responsibility for designing and operating processes that ensure the effective implementation of the objectives and policies to the Group's finance function. The Board receives quarterly reports through which it reviews the effectiveness of the processes put in place and the appropriateness of the objectives and policies it sets.

The overall objective of the Board is to set policies that seek to reduce risk as far as possible without unduly affecting the Group's competitiveness and flexibility. Further details regarding these policies are set out below:

#### Liquidity risk

Liquidity risk arises from the Group's management of working capital. It is the risk that the Group will encounter difficulty in meeting its financial obligations as they fall due.

The Group's policy is to ensure that it will always have sufficient cash to allow it to meet its liabilities when they become due. To achieve this aim, it seeks to maintain cash balances (or agreed facilities) to meet expected requirements for a period of at least 45 days.

For the year ended 30 June 2011

The Board receives cash flow projections on a monthly basis as well as information regarding cash balances. At the balance sheet date, these projections indicated that the Group expected to have sufficient liquid resources to meet its obligations under all reasonably expected circumstances.

#### Interest rate risk

At balance date, the Group is exposed to floating weighted average interest rates for financial assets of 1.11% on \$377,482 (2010: \$66,604) in cash (2010: 0.17%), 4.68% on \$33,827 (2010: \$31,903) in deposits at call (2010: 3.0%), 5.92% (2010: 5.7%) on short term deposits of \$6,476,423 (2010: \$4,658,741) and tenement deposits with banks \$10,000 (2010: \$130,000). All other financial assets and liabilities are non-interest bearing

The Group's exposure to interest rate risk and the effective weighted average interest rate for each class of financial asset and financial liability is set out in the following tables:

| Risk exposure and responses                  | Pre tax loss    |            | Equity          |            |
|--|-----------------|------------|-----------------|------------|
| Judgements of reasonably possible movements: | Lower/ (higher) |            | Lower/ (higher) |            |
| Consolidated                                 | 2011<br>\$      | 2010<br>\$ | 2011<br>\$      | 2010<br>\$ |
| +1% (100 basis points)                       | 68,977          | 48,872     | -               | -          |
| -1% (100 basis points)                       | (68,977)        | (48,872)   | -               | -          |

#### Share market risk

The Company relies greatly on equity markets to raise capital for its exploration activities and is thus exposed to equity market volatility. When market conditions require, for prudent capital management, in consultation with its professional advisers the Group looks to alternative sources of funding, including the sale of assets and royalties.

#### Credit risk

Credit risk arises principally from the Group's cash, cash equivalents, receivables and tenement security deposits.

The Group's exposure to credit risk arises from potential default of the counter party, with the maximum exposure equal to the carrying amount of these instruments.

The Group trades only with recognised, creditworthy third parties, and as such collateral is not requested nor is it the Group's policy to securitise its trade and other receivables.

In addition, receivable balances are monitored on an ongoing basis with the result that the Group's exposure to bad debts is not significant.

#### Other receivables

Other receivables comprise GST. Credit worthiness of debtors is undertaken when appropriate.

#### **Equity price risk**

Price risk arises from investments in equity securities. All significant equity investments held by PlatSearch are publicly traded on the ASX. The price risk for listed securities is material in terms of the possible impact on profit and loss or total equity and as such a sensitivity analysis is completed below. The capacity of the Company to raise capital from time to time may be influenced by either or both market conditions and the price of PlatSearch's quoted shares at that time.

At balance date, the Group is exposed to a stock exchange risk on its investments (Note 8). The Group's exposure to share price movement is set out in the following tables:

| Risk exposure and responses                                  | Pre ta             | x loss   | Equity          |             |  |
|--|--------------------|----------|-----------------|-------------|--|
| Judgements of reasonably possible movements in share prices: | Lower/             | (higher) | Lower/ (higher) |             |  |
| Consolidated   | 2011 2010<br>\$ \$ |          | 2011<br>\$      | 2010<br>\$  |  |
| +20%   | -                  | -        | 2,276,319       | 1,363,726   |  |
| -20%   | -                  | •        | (2,276,319)     | (1,363,726) |  |

For the year ended 30 June 2011

At balance date, the Group is exposed to a stock exchange risk on its derivative financial instruments (Note 11). The Group's exposure to movements in the value of share options is set out in the following tables:

| Risk exposure and responses                                  | Pre tax loss |                 | Equity     |            |
|--|--------------|-----------------|------------|------------|
| Judgements of reasonably possible movements in share prices: | Lower/ (     | Lower/ (higher) |            | nigher)    |
| Consolidated   | 2011<br>\$   | 2010<br>\$      | 2011<br>\$ | 2010<br>\$ |
| +20%   | 475,460      | 340,800         | -          | -          |
| -20%   | (475,460)    | (340,800)       | -          | -          |

## **Accounting policies**

Accounting policies in relation to financial assets and liabilities and share capital are contained in Note 2.

#### Fair value of financial assets and liabilities

The fair value of all monetary financial assets and financial liabilities of the PlatSearch Group approximate their carrying value.

There are no off-balance sheet financial asset and liabilities at year-end.

All financial assets and liabilities are denominated in Australian dollars.

#### Fair value risk

The group uses three different methods in estimating the fair value of a financial investment. The methods comprise -

- ▶ Level 1 the fair value is calculated using quoted prices in active markets; and
- ► Level 2 the fair value is estimated using inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (as prices) or indirectly (derived from prices)
- ▶ Level 3 the fair value is estimated using inputs other than quoted prices.

The fair value of the financial instruments as well as the methods used to estimate the fair value are summarised in the table below.

| 2011  | Quoted<br>market price<br>(Level 1) | Valuation<br>technique –<br>market<br>observable<br>inputs<br>(Level 2) | Valuation<br>technique –<br>non market<br>observable<br>inputs (Level<br>3) | Total      |
|---|-------------------------------------|---|---|------------|
| Financial assets                            |                                     |   | -   |            |
| Investments available for sale              | 11,381,595                          | -   | -   | 11,381,595 |
| Total financial assets                      | 11,381,595                          | -   | -   | 11,381,595 |
| Derivative assets                           |                                     |   |   |            |
| Derivatives – fair value through the income |                                     |   |   |            |
| statements                                  | -                                   | 1,398,060   | -   | 1,398,060  |
| Derivative assets                           | -                                   | 1,398,060   | -   | 1,398,060  |

Quoted market price represents the fair value determined based on quoted prices on active markets as at the reporting date without any deduction for transaction costs.

The fair value of derivatives that do not have an active market are based on valuation techniques. Level 2 derivatives include market observable inputs whilst level 3 derivatives do not include market observable inputs.

#### Transfer between categories

There were no transfers between levels during the year.

For the year ended 30 June 2011

# 31. Parent entity information

| Information relating to the parent entity Ltd:                 | 2011<br>AUD\$'000 | 2010<br>AUD\$'000 |
|--|-------------------|-------------------|
| Current assets   | 3,470             | 3,066             |
| Total assets   | 18,577            | 11,849            |
| Current liabilities  | 208               | 255               |
| Total liabilities  | 1,478             | 255               |
| Issued capital   | 14,509            | 14,509            |
| Accumulated losses   | (4,769)           | (7,354)           |
| Investment revaluation reserve                                 | 4,716             | 3,432             |
| Convertible note option reserve                                | 1,095             | -                 |
| Share based payment reserve                                    | 1,548             | 1,007             |
| Total shareholders' equity                                     | 17,099            | 11,594            |
| Profit/(loss) of the parent entity                             | 2,586             | 141               |
| Total comprehensive income of the parent entity                | 1,284             | 1,793             |
|  | 3,870             | 1,934             |
| Contingent liabilities of the parent entity – refer to Note 26 | 143               | 153               |

# Contractual commitments by the parent entity

The parent entity has lease commitments as stated in Note 27. The parent entity holds the lease commitment for its subsidiaries.

# **DIRECTORS' DECLARATION**

In accordance with a resolution of the directors of PlatSearch NL, I state that:

In the opinion of the directors:

- (a) The financial statements and notes of the consolidated entity are in accordance with the Corporations Act 2001, including:
  - (i) Giving a true and fair view of the consolidated entity's financial position as at 30 June 2011 and of its performance for the year ended on that date.
  - (ii) Complying with Australian Accounting Standards (including the Australian Accounting Interpretations) and the Corporations Regulations 2001.
- (b) The financial statements and notes also comply with International Financial Reporting Standards as disclosed in note 2.
- (c) There are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable.
- (d) 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 for the financial year ending 30 June 2011.

On behalf of the Board

Greg Jones Managing Director

Sydney, 29 September 2011

# INDEPENDENT AUDITOR'S REPORT



Ernst & Young Centre 680 George Street Sydney NSW 2000 Australia GPO Box 2646 Sydney NSW 2001

Tel; +61 2 9248 5555 Fax; +61 2 9248 5959 www.ey.com/au

## Independent auditor's report to the members of PlatSearch NL

#### Report on the financial report

We have audited the accompanying financial report of PlatSearch NL, which comprises the consolidated statement of financial position as at 30 June 2011, the consolidated statement of comprehensive income, the consolidated statement of changes in equity and the consolidated statement of cash flows for the year then ended, notes comprising a summary of significant accounting policies and other explanatory information, and the directors' declaration of the consolidated entity comprising the company and the entities it controlled at the year's end or from time to time during the financial year.

#### Directors' responsibility for the financial report

The directors of the company are responsible for the preparation of the financial report that gives a true and fair view in accordance with Australian Accounting Standards and the *Corporations Act 2001* and for such internal controls as the directors determine are necessary to enable the preparation of the financial report that is free from material misstatement, whether due to fraud or error. In Note 2, the directors also state, in accordance with Accounting Standard AASB 101 *Presentation of Financial Statements*, that the financial statements comply with *International Financial Reporting Standards*.

#### 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. Those standards require that we comply with relevant ethical requirements relating to audit engagements and plan and perform the audit to obtain reasonable assurance about whether the financial report is free from material misstatement.

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 judgment, 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 controls relevant to the entity'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 controls. 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.

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

#### Independence

In conducting our audit we have complied with the independence requirements of the *Corporations Act 2001*. We have given to the directors of the company a written Auditor's Independence Declaration, a copy of which is included in the directors' report.

Liability limited by a scheme approved under Professional Standards Legislation

# INDEPENDENT AUDITOR'S REPORT



#### Opinion

In our opinion:

- a. the financial report of PlatSearch NL is in accordance with the Corporations Act 2001, including:
  - i giving a true and fair view of the consolidated entity's financial position as at 30 June 2011 and of its performance for the year ended on that date; and
  - ii complying with Australian Accounting Standards and the Corporations Regulations 2001;
- b. the financial report also complies with *International Financial Reporting Standards* as disclosed in Note 2.

## Report on the remuneration report

We have audited the Remuneration Report included in the directors' report for the year ended 30 June 2011. The directors of the company are responsible for the preparation and presentation of the Remuneration Report in accordance with section 300A of the *Corporations Act 2001*. Our responsibility is to express an opinion on the Remuneration Report, based on our audit conducted in accordance with Australian Auditing Standards.

#### Opinion

In our opinion, the Remuneration Report of PlatSearch NL for the year ended 30 June 2011, complies with section 300A of the Corporations Act 2001.

Ernst & Young

Anton Ivanyi Partner

Sydney

29 September 2011

# CORPORATE GOVERNANCE STATEMENT

The Board of Directors of PlatSearch NL is responsible for corporate governance and strives for high standards in this regard. The Board monitors the business and affairs of PlatSearch on behalf of the shareholders by whom they are elected and to whom they are accountable. The Board draws on relevant best practice principles, particularly those issued by the ASX Corporate Governance Council in August 2007. At a number of its meetings the Board examines the PlatSearch corporate governance practices and the progress towards a review of its practice compared to the best practice principles proposed by the ASX Corporate Governance Council. While PlatSearch is attempting to adhere to the principles proposed by the ASX, it is mindful that there may be some instances where compliance is not practicable for a company of PlatSearch's stage of development.

The August 2007 Australian Securities Exchange Corporate Governance Council publication, "Corporate Governance Principles and Recommendations" second edition, is referred to for guidance purposes, however all listed companies are required: to disclose the extent to which they have followed the recommendations; to identify any recommendations that have not been followed; and reasons for not doing so. The Company's Board of Directors has reviewed the recommendations. In many cases the Company was already achieving the standard required. In other cases the Company will have to consider new arrangements to enable compliance. In a limited number of instances, the Company may determine not to meet the standard set out in the recommendations, largely due to the recommendation being considered by the Board to be unduly onerous for the company with its staff numbers and Board size and structure.

A summary of the Company's written policies on corporate governance matters is being prepared, and following Committee review and approval, will be included in the Corporate Governance section of the PlatSearch website. The following paragraphs set out the Company's position relative to each of the eight principles contained in the ASX Corporate Governance Council's report.

## Principle 1: Lay solid foundations for management and oversight

Since the previous year the Company has formalised and disclosed the functions reserved to the Board and those delegated to management and has written processes for evaluating the performance of senior executives. The Company has a Board of five Directors (four Non-Executive Directors plus the Managing Director) and a small team of staff, so roles and functions have to be flexible to meet specific requirements.

# Principle 2: Structure the Board to add value

The Company complies with most of the recommendations within this area as the Chairman is independent; separate from the Managing Director. The Company does not comply with the recommendation that a majority of Directors are independent, because five are considered as not independent - an Executive Director, Mr Kwan is a substantial shareholder and Mr Waring is a recent former Executive Director. The Company does not have a separate Board Nomination Committee, but has a Remuneration and Nomination Committee that carries out this function, which includes an assessment of the specific governance skills and industry experience required of potential directors. A performance evaluation of the Board was carried out during the year and there have been changes to the Board.

One of the Company's five Directors is the Non-Executive Chairman and he has not undertaken any consultancy work for the Company within the past three years. Each Director of the Company has the right to seek independent professional advice at the expense of the Company. Prior approval of the Chairman is required, but this will not be unreasonably withheld.

## Principle 3: Promote ethical and responsible decision-making

The Company has a policy concerning trading in its securities by Directors, management, staff and significant consultants which is set out below. The Company has a formal code of conduct, which reflects the Company's size and the close interaction of individuals throughout the organisation, and guides compliance with legal and other obligations. The Board of Directors continues to review the guide to determine the most appropriate and effective operational procedures.

## Principle 4: Safeguard integrity in financial reporting

The Company periodically reviews its procedures to ensure compliance with the recommendations set out under this principle. Senior management confirms that the financial reports represent a true and fair view, and are in accordance

# CORPORATE GOVERNANCE STATEMENT

with relevant accounting standards. The Managing Director and the Financial Controller state in writing to the Board that the Company's financial reports are complete and present a true and fair view, in all material respects, of the financial condition, and operational results of the Company are in accordance with relevant accounting standards, and that the system of internal control is adequate.

The Company has an Audit Committee and the written charter has been approved by the Board. The Audit Committee consists of the Non-Executive Chairman of Directors, Mr Elliott, and the Non-Executive Director, Dr Foo, who is not independent (Chairman of the Committee - Mr Richardson was Chairman until July 2010). These Directors have applicable expertise and skills for the Audit Committee. This structure does not meet the ASX's guidance regarding independence, in that it should have a majority of independent directors and have at least three members, and the Committee Chairman should not be the Chairman of the Board. The Audit Committee reports to the Board after each Committee meeting. In conjunction with the full Board, the Committee reviews the performance of the external auditors (including scope and quality of the audit).

## Principle 5: Make timely and balanced disclosure

The Company, its Directors and staff are very aware of the ASX's continuous disclosure requirement, and operate in an environment where strong emphasis is placed on full and appropriate disclosure to the market. The Company has both formal written policies regarding disclosure, and it uses strong informal systems underpinned by experienced individuals.

## Principle 6: Respect the rights of shareholders

All significant information disclosed to the ASX is posted on the Company's website as soon as it is disclosed to the ASX. When analysts are briefed on aspects of the Company's operations, the material used in the presentation is released to the ASX and posted on the Company's website. Procedures have also been established for reviewing whether any price-sensitive information has been inadvertently disclosed or inadvertently not disclosed, and if so, this information is also immediately released to the market.

The Company has a communications policy to promote effective communication with shareholders and the Company does communicate regularly with shareholders. The Company has requested the external auditor to attend general meetings and this has been supported by the Company's audit partner at Ernst & Young.

### Principle 7: Recognise and manage risk

The Company has formal policies on risk oversight and management of material business risks. Risk management arrangements are the responsibility of the Board of Directors and senior management collectively, and Risk Factors is a standing agenda item at Board meetings. The Company's Managing Director provides the Board with the recommended statements on the system for the management of risk and internal control, and periodically reports to the Board in writing on these areas.

#### Principle 8: Remunerate fairly and responsibly

The Company has a Remuneration Committee consisting of Messrs Kwan (Chairman of the Committee) and Jones (Mr Richardson resigned in July 2010) which meets, as and when required, to review performance matters and remuneration. There has been no formal performance evaluation of the Board during the past financial year, although its composition is reviewed at a Board meeting at least annually. The Directors work closely with management and have full access to all the Company's files and records.

The Directors believe that individual salary and contractor negotiation are more appropriate than formal remuneration policies. The Remuneration Committee will seek independent external advice and market comparisons as necessary. In accordance with Corporations Act requirements, the Company discloses the fees or salaries paid to all Directors, plus the five highest paid officers. The Company has an Employee Share Option Plan that was introduced in November 1993 and replaced in 2006, after being approved by shareholders. There are no schemes for retirement benefits for any Director, other than statutory superannuation. The Company believes that its measures of equity-based remuneration are appropriate to incentivise Non-Executive Directors in a Company of PlatSearch's size and limited resources, which is at variance with the recommendation that Non-Executive Directors should not receive options. In the 2009-10 year Non-Executive Directors received options. Shareholders approval was obtained in advance of the issues.

# **CORPORATE GOVERNANCE STATEMENT**

#### **Ethical standards**

The Board's policy is for the Directors and management to conduct themselves with the highest ethical standards. All Directors and employees will be expected to act with integrity and objectivity, striving at all times to enhance the reputation and performance of the Company.

## Securities trading and trading windows

Directors, employees and key consultants must consult with the Chairman of the Board or the Managing Director before dealing in securities of the Company. Purchases or sales in the Company's shares or options by Directors, employees and key consultants may not be carried out other than in the "window", being the period commencing two days following the date of an announcement leading, in the opinion of the Board, to an informed market. However, Directors, employees and key consultants are prohibited from buying or selling PlatSearch shares at any time if they are aware of price-sensitive information that has not been made public.