BUREY GOLD LIMITED

ABN 14 113 517 203

BUREY GOLD

ANNUAL FINANCIAL REPORT 2014

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Company Secretary	Susmit Shah	
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Securities trade on the Australian Securities Exchange – BYR

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Burey Gold Limited
Chairman's Address
For the year ended 30 June 2014

Dear Shareholder

It is my pleasure to welcome you to Burey Gold Limited's Annual Report for the year ended 30 June 2014. It is a year which has seen a change in the Company's focus, relinquishing some of our interests in Guinea in favour of the very prospective Giro Gold Project in the Democratic Republic of Congo (DRC) in central Africa. This project adds to our portfolio, which also includes the Balatindi Project in Guinea, where work over the past year has defined areas for future exploration.

Burey entered into an agreement to acquire a 55% interest in the Giro project in the June quarter after undertaking a detailed assessment of the project. The Giro tenements are located less than 30km from the multi-million ounce Kibali gold deposits operated by Randgold Resources and AngloGold Ashanti. Kibali has 12 million ounces of gold at 4 grams per tonne in proven and probable reserves, and 17Moz in Measured and Indicated mineral resources. In the March quarter this year, it produced more than 110,000oz gold and is continuing to be developed. Having such an impressive project so close to ours at Giro is very exciting, and we look forward to commencing exploration there during the September quarter. Our initial work will involve drilling at the Peteku, Mangote and Kai-Kai target areas, which have been mined historically, and we will also follow up on recently defined gold mineralisation, as well as soil sampling programmes.

Balatindi has been a strong focus for Burey throughout the year, with the Company contracting South African consultancy MSA Group (Pty) Ltd to undertake a geological model as well as a site visit. This work confirmed that both the Anomaly E and Central Polymetallic Prospect (CPP) at Balatindi require further drilling for us to better understand their potential. Burey has planned a 3,000m drilling programme for Balatindi, which will begin once legal documentation that will formalise Burey's interest in the project at 90% is completed.

Burey's Board underwent a number of changes subsequent to the end of the reporting period. Chairman Ron Gajewski resigned from his role, and as a result, I have taken up the Chairmanship, stepping away from my previous duties as Managing Director. We also welcomed Mark Calderwood to our Board as a Non-Executive Director. Mark is the former Managing Director and Chief Executive Officer of West African gold producer Perseus Mining. In his previous capacity as exploration manager for Moto Gold Mines, he was intimately involved with exploration and discovery of what is now known as the Kibali Gold Mine, which, as mentioned above, is close to the Giro Project. We believe this experience in the DRC will be invaluable to our Company as we commence exploration at Giro.

I take this opportunity to thank our staff and management team for their hard work and dedication throughout a year that has not been easy for junior explorers such as Burey. It is pleasing to note that of late there appear to be signs of improvement in market conditions and we hope that this continues. I also thank our shareholders for their continued support and loyalty during this time. I believe the coming year will hold many positive developments for Burey as we progress exploration at Giro and Balatindi and I look forward to sharing that with you.

Klaus Eckhof
Chairman

REVIEW OF OPERATIONS

Burey Gold Limited is an Australian-based mineral exploration company with gold and multi-element projects in Guinea, West Africa and the Democratic Republic of Congo, Central Africa (Figure 1).

Figure 1: Location of Burey's projects in Africa

GIRO GOLD PROJECT, DEMOCRATIC REPUBLIC OF CONGO (Burey 55.25%, post Reporting Date)

During the June quarter, Burey entered into an agreement with the founders of private registered company Amani Consulting SPRL and Nevada-based Panex Resources Incorporated (listed on the US Over the Counter securities market) to acquire a 55.25% interest in two exploitation permits ("Giro Project") which cover 610km^2 of prospective ground in the Oriental Province, northeast Democratic Republic of Congo. Completion and transaction settlement occurred in mid-September 2014 following Burey shareholder approval at a meeting held on 12 August 2014.

The tenements are located less than 30km west of Randgold Resources / AngloGold Ashanti's multimillion ounce Kibali Gold deposits as shown in Figure 2. Kibali has 12Moz gold at 4g/t in proven and probable ore reserves and 17Moz in Measured and Indicated mineral resources. It produced more than 110,000oz of gold in the March 2014 quarter, and the mine is continuing to be developed.

Both the Kibali and Giro projects occur within the Kilo-Moto Belt, one of the world's principal greenstone belts which also host AngloGold Ashanti's deposits to the east and Loncore and Kilogold deposits to the south. Approximately 50Moz of gold has been discovered in the Tanzanian portion of the belt since 1994.

The Giro Project area is underlain by highly prospective volcano-sedimentary lithologies in a similar structural and lithological setting as the Kibali gold deposits. Both primary and alluvial gold was mined from two main areas, the Giro and Tora areas, during Belgian rule and today these areas are mined extensively by artisanal miners.

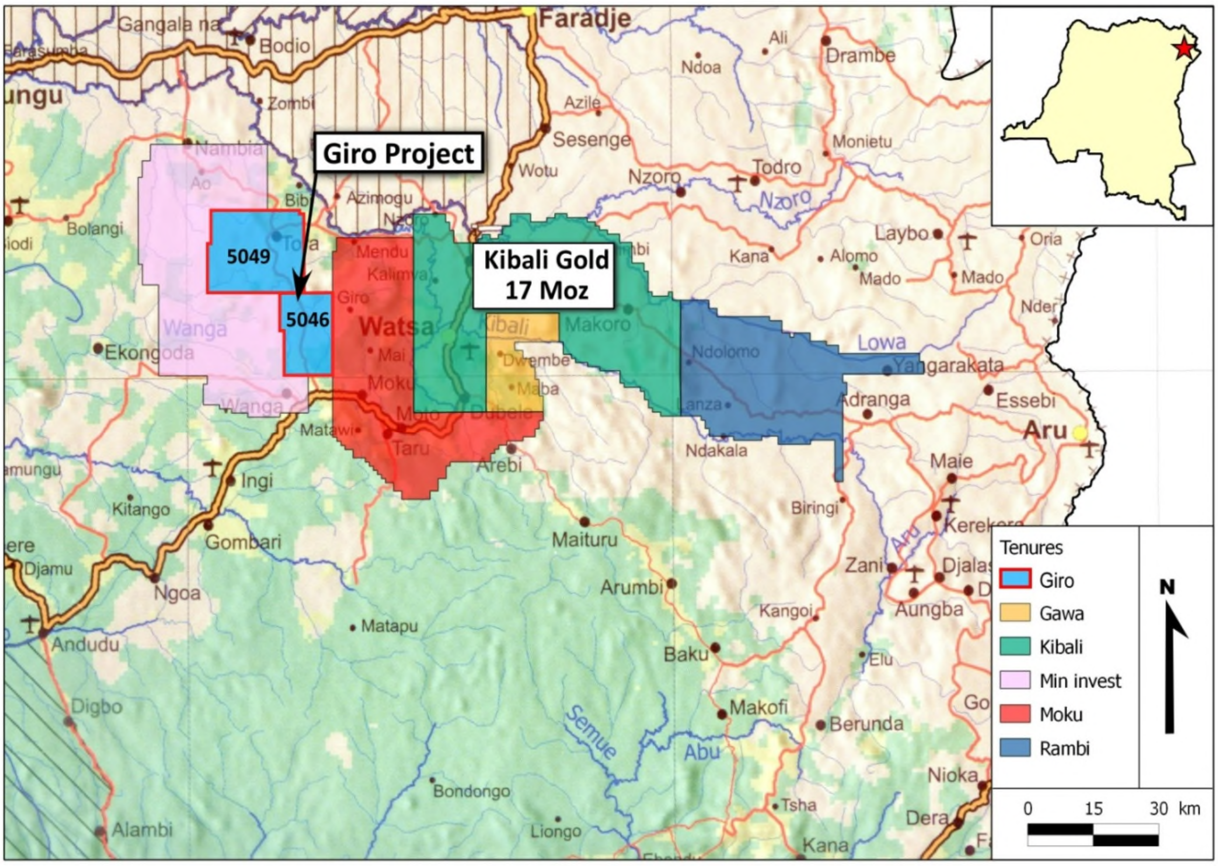


Figure 2: Giro project location in north-east Democratic Republic of Congo.

At Giro (Figure 3), the Belgians mined two quartz veins with a combined strike length of 500m and alluvial gravels over an area of 700m x 400m where reported mined grades were 0.25 – 2g/t Au. Deep artisanal workings were mapped and sampled over a distance of more than 2km across the target area and reported results up to 3.5m @ 36.6g/t Au and 8m @ 3.6g/t Au from saprolite.

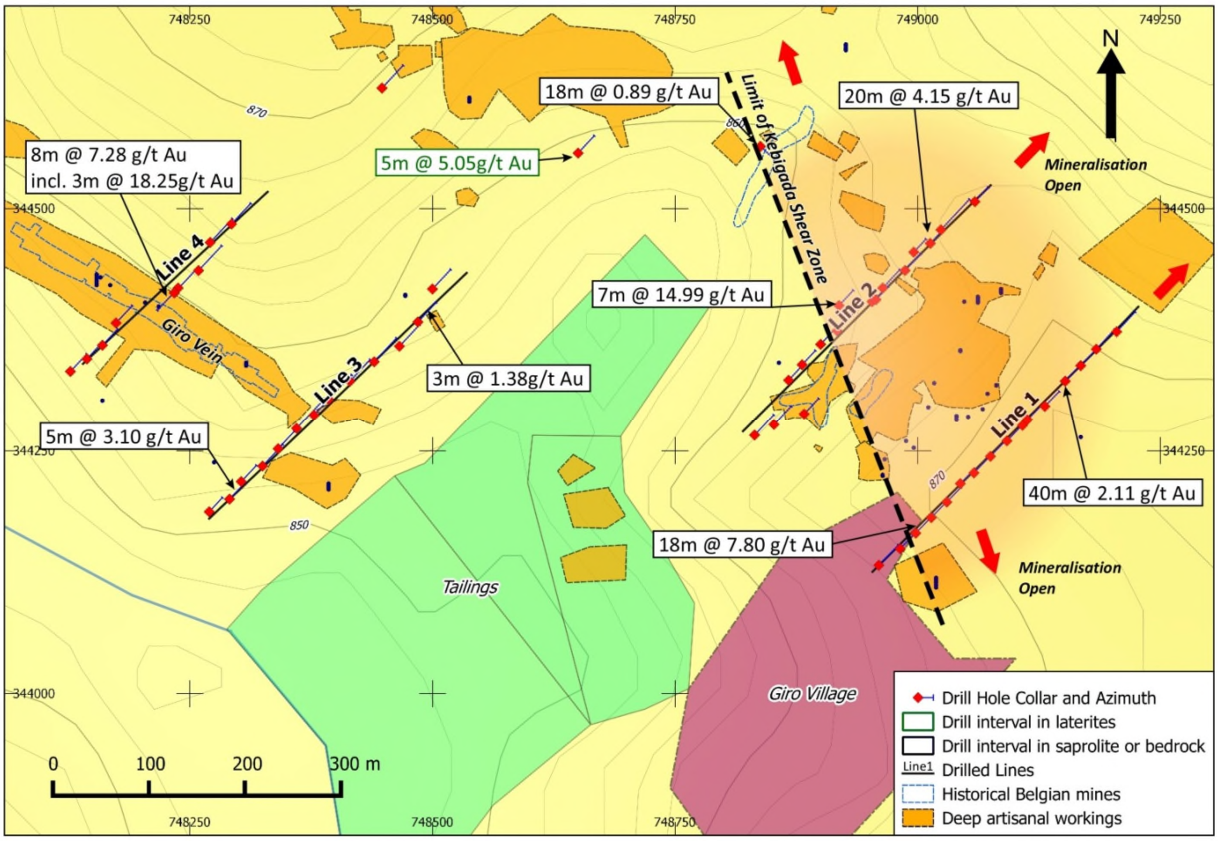


Figure 3: Locality map showing RC drill fences at Giro and the extent of artisanal workings.

The Mangote and Kai-Kai Belgian workings at Tora (Figure 4) lie on an interpreted west-east structure, which runs sub-parallel to the younger gneissic contact to the north. A number of Belgian drill sections across the mined areas recorded grades of **0.8m @ 21.6g/t Au**, **0.6m @ 37g/t Au**, **0.35m @ 485g/t Au** and **0.2m @ 85.2g/t Au**. There is no record of methods used to analyse samples and it should be noted that only quartz veins were sampled historically with no available information on wallrock potential.

At least three additional extensive alluvial workings occur within the project area, confirming the potential for new discovery of primary mineralised targets.

The Giro Project area had not been explored for over 50 years (since the Belgian colonial era) with no modern exploration up to December 2013 when Panex conducted a 57-hole 2,888m Reverse Circulation (RC) drilling programme at the Giro Prospect. Drilling confirmed mineralisation occurs within two separate structures, the Kebigada Shear Zone and the Giro Vein as shown in Figure 3.

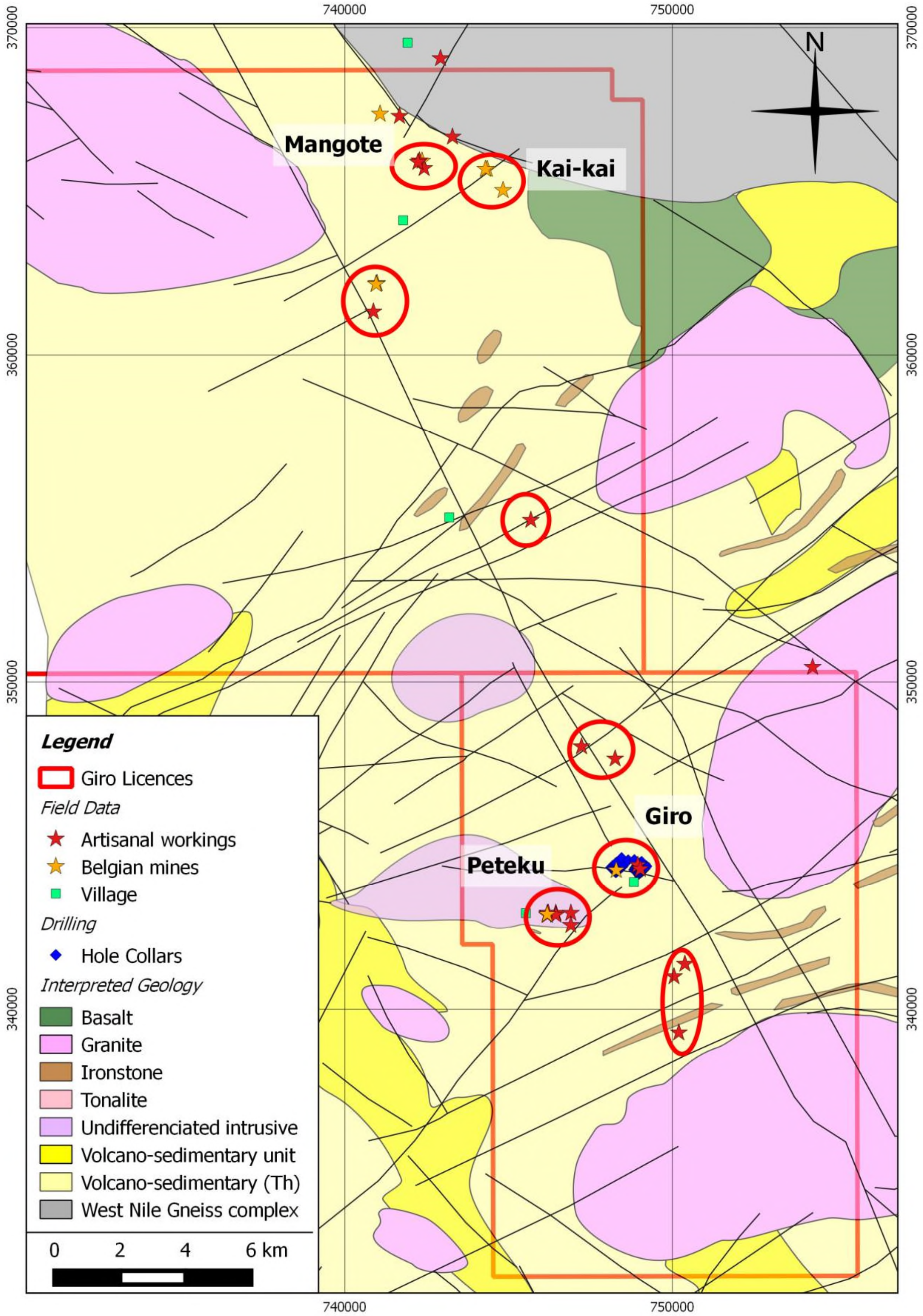


Figure 4: Location of main exploration targets at Giro, with interpreted regional geology and main artisanal workings.

Burey plans to commence drilling during the September 2014 quarter which will focus on the Peteku, Mangote and Kai-Kai target areas mined historically and will also follow up on the recently defined gold mineralisation at Giro at depth and along strike. The Company will also conduct soil sampling programmes to the north and south of the recently drilled area to determine potential strike extent of the mineralised shear.

BALATINDI PROJECT (Burey 75%, Government 15%, Vendor 10%)

The Balatindi Project is located in east Guinea within a broad tectono-magmatic belt that lies immediately south of the Siguiri basin, which is highly prospective for gold. Two mineralised domains are observed at Balatindi: Gold/copper-dominated mineralisation within the Central Polymetallic Prospect (CPP) which lies immediately north of an interpreted east-west trending thrust fault, and uranium/copper-dominated mineralisation south of the thrust at Anomaly E (Figure 5).

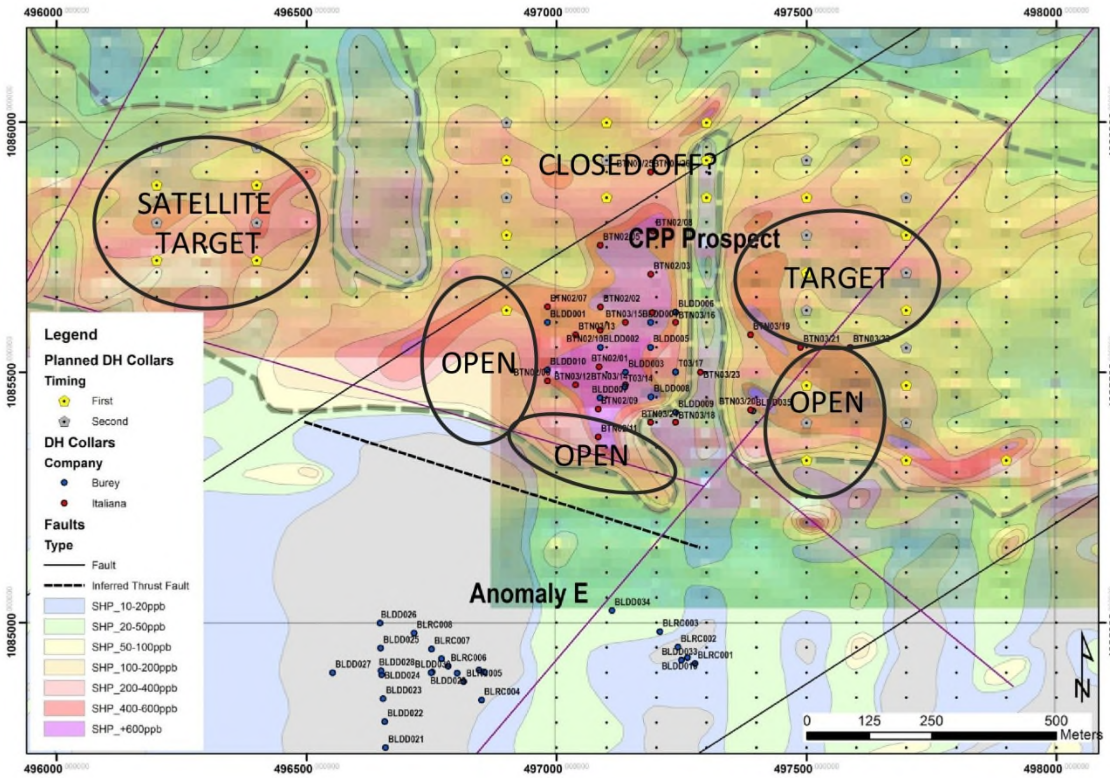


Figure 5: Burey's Balatindi Project, showing the central polymetallic prospect (CPP), Anomaly E and the location of prospective drilling targets.

The MSA Group (Pty) Ltd of Johannesburg, South Africa completed a high level independent review of the geological model in the September quarter. Burey had likened the model to typical IOCGU-style (iron oxide, copper, gold, uranium) mineralisation and the mineralised potential of the project.

MSA concluded that although the geochemical association of mineralisation is typical of IOCGU-type deposits, such as the 26Moz Boddington deposit in Western Australia, the iron content is low and other characteristic features of the IOCGU model were lacking. In addition, the interpreted geological setting of the mineralisation within a tectono-magmatic belt adjacent to an interpreted active margin represents a classic setting for porphyry deposits. MSA's interpreted model for mineralisation at Balatindi therefore represents a hybrid between IOCGU and porphyry-type deposits.

MSA further concluded that whilst gold mineralisation at the CPP is relatively low grade (~1g/t Au), it extends from surface to depths exceeding 500m, based on deep holes drilled by Burey. This provide potential for a number of sub-parallel mineralised zones below the main body of mineralisation intersected by previous explorers (Mining Italiana). Drilling has tested 600m of the high-grade gold-in-soil anomaly which extends for a further 2km west and has been defined over an average width of 100m. The CPP therefore has excellent potential for low-grade, bulk tonnage mineralisation. Copper is closely correlated with the gold and is a potential value contributor.

Uranium-copper mineralisation at Anomaly E is developed along an east-west radiometric anomaly defined over more than 700m. Mineralisation is currently defined by three section lines over 600m of the anomaly.

During the year, the Company received uranium results from all remaining diamond drill holes completed at Anomaly E (drilling completed in prior year).

Results included:

- 37m @ 143.6g/t U from surface in BLDD025,
- 19m @ 166.4g/t U from 70m in BLDD029,
- 65.2m @ 161.6g/t U from surface including 13.8m @ 380g/t U from 23.2m in BLDD030,
- 74.4m @ 135.6g/t U from surface in BLDD032, and
- 29.5m @ 217g/t U from 25m and 26.4m @ 286.8g/t from 59.6m in BLDD033.

All holes intersected mineralisation within the dominant west-east trending radiometric anomaly.

Detailed bedrock mapping and sampling was undertaken at the CPP to better understand geological controls and extent of surface mineralisation.

The Balatindi licence was renewed in the December quarter.

Detailed structural logging was carried out on six diamond holes from past drilling. The study concluded that structural measurements on the core were consistent with surface measurements and that holes were drilled sub-parallel to the general foliation/structural trend (northwest-southeast and dipping to the south) at Balatindi.

Following its earlier review of Balatindi, Burey engaged MSA to conduct a site visit to the project as a follow-up, as well as complete an updated review on work completed and the exploration potential of the project. A 3D preliminary grade modelling using Leapfrog and a review of planned RC drilling for the CPP was also completed during the March quarter.

MSA concluded and recommended the following:

- The CPP Prospect is considered to have significant potential for delineating a large bulk tonnage low grade gold deposit. In addition, further exploration at Anomaly E has the potential to define a significant uranium deposit.
- Mineralisation at the CPP Prospect appears to plunge at approximately 45˚ to the south and is currently open to the south, west, east and down dip, where there is potential for sub-parallel mineralised zones at depth. Follow-up drilling is required to determine the extents of mineralisation through step-out drilling. Infill drilling is required to improve confidence in grade and geological continuity between the existing holes with a view to defining a potential open-pittable Mineral Resource.
- Grade modelling confirmed that gold and copper mineralisation dips 40°-50° to the south. The Mining Italiana drilling further appears to have closed off mineralisation to the north.

Prospective areas requiring follow-up drilling are shown in Figure 5.

The report will be used to optimise drill-hole positions for a planned 3,000m broad-spaced RC drilling programme. The programme will take approximately six weeks to complete.

During the June quarter, Burey exercised its right to formally acquire a 90% interest (pre-Government interest) in the Balatindi project, having previously satisfied all conditions precedent to such an exercise. Legal documentation for the acquisition of a 90% interest in the share capital of the Guinea company (currently wholly-owned by the local partner) that holds the Balatindi licence is in the process of being completed subsequent to the reporting date.

Plans for commencement of the 3,000m drilling programme are pending, subject to completion of all legal documentation referred to above as well a return to safe working conditions in light of the outbreak of Ebola in certain parts of Guinea and neighbouring countries.

MANSOUNIA PROJECT

During the June quarter, Burey entered into an agreement for the sale of its interest in the Mansounia Project in Guinea. Burey had the sole right to explore the property and earn a 70% interest in it from licence holder, Equus Mining Limited (ASX: EQE). Burey disposed its sole exploration rights and its extensive exploration database in relation to the property to a private company registered in Ghana. Settlement and completion of the sale agreement took place soon after the Reporting Date.

The sale consideration comprised a cash amount of US$107,000 and an issue of shares in a US over-the-counter traded company, Blox Inc. The number of Blox Inc. shares that Burey receives was to be calculated by dividing the consideration amount of US$821,445 by the lower of US$0.20 or the volume weighted average share price of Blox Inc. shares traded on a securities exchange platform over a 20-day period preceding the issue date. Subsequent to year-end, Burey received a total of 4.653 million shares in Blox Inc together with the cash proceeds.

Additionally, Burey will receive further shares in Blox Inc. subject to commencement of gold production from Mansounia.

Sale of the Mansounia interest allows Burey to prioritise its exploration efforts on Balatindi and the Giro Gold Project.

KOSSANKE AND CELEIN LICENCES

In view of the continuing tough conditions for mineral explorers, in the March quarter the Company withdrew from the agreements under which it was earning an interest in the Kossanke and Celine gold projects in Guinea and retains no residual interest. This will assist with cost control and enables the Company to prioritise its project portfolio and focus on the Balatindi Project and also the Giro Gold Project acquired subsequent to year-end.

The information in this report that relates to the Balatindi Project was first reported by the Company in compliance with JORC 2012 in a market release dated 30 April 2014. The information in this report that relates to the Giro Project was first reported by the Company in compliance with JORC 2012 in a market release dated 22 May 2014. The Company confirms that it is not aware of any new information or data that materially affects the information included in the market announcements dated 30 April and 22 May 2014 respectively.

Your Directors present their report together with the financial statements of Burey Gold Limited and the entities it controlled at the end of, or during, the year ended 30 June 2014 ("the consolidated entity" or "Group") and the auditor's report thereon.

DIRECTORS

The names and details of the Directors in office during or since the end of the financial year are as follows. Directors were in office for the entire year unless otherwise stated.

Klaus Peter Eckhof
Dip. Geol. TU, AusIMM
Chairman (from 12 August 2014)
Managing Director / Chief Executive Officer (Up to 12/08/2014)
(Appointed 6 February 2012)

Klaus Eckhof is a geologist who has global contacts and has been instrumental in sourcing and developing successful projects in Australia, Africa, Russia, South America and the Philippines. He was formerly President and Chief Executive Officer of Moto Goldmines Limited ("MGL"). Within four years of Mr Eckhof's appointment, MGL discovered just under 20 million ounces of gold and completed a bankable feasibility study at the Moto Gold Project in the Democratic Republic of Congo. MGL was subsequently acquired by Rangold Resources Limited. During the past three years he has also served as a director of the following listed companies:

AVZ Limited (appointed 12 May 2014)
Carnavale Resources Limited (appointed 1 January 2008)
Explaurum Limited (appointed 24 August 2011, resigned 4 October 2013)
Panex Resources Inc. (appointed 30 May 2006, resigned 24 July 2014)
Cardinal Resources Limited (appointed 1 February 2013, resigned 16 June 2014)
Kilo Goldmines Limited (appointed 13 April 2009, resigned 31 December 2011)

Mark Andrew Calderwood
CP AusIMM
Non-Executive Director
(Appointed 12/08/2014)

Mr Calderwood has 30 years' experience with both exploration and production companies in Australia and Africa. He served as MD and CEO of Perseus Mining Ltd from 2004 to 2012, a period which saw the junior explorer mature to an ASX100 company. He led Perseus from discovery to production at its Edikan Gold Mine in Ghana and has held key roles in several World Class gold deposits including Tarmoola in Western Australia, Kibali in DRC and Edikan in Ghana. During the past three years he has also served as a director of the following listed companies:

Explaurum Limited (appointed 7 August 2013)
Manas Resources Limited (appointed 17 October 2007, Chairman from 1 April 2014)
Perseus Mining Limited (appointed 23 January 2004, resigned 31 January 2013).

Susmit Mohanlal Shah
BSc Econ, CA
Non-Executive Director / Company Secretary
(Director since 16 June 2005)

Susmit Shah is a Chartered Accountant with more than 25 years' experience. Over the past 20 years, Mr Shah has been involved with a diverse range of Australian public listed companies in company secretarial and financial roles. His experience includes negotiation and conduct of mining joint ventures, public flotations and mergers and acquisitions. Mr Shah has not served as a director of any other listed entity in the past three years.

DIRECTORS (continued)

Kevin Peter Thomson
BSc, P Geo
Non-Executive Director
(Director since 23 February 2011)

Kevin Thomson is a geologist with over 25 years' experience of which 11 years have been in West Africa gaining exposure to a number of countries in the sub-region, including Guinea. Mr Thomson is currently the Exploration Manager for Burey's largest shareholder, Perseus Mining Limited. He currently manages a workforce of more than 200 exploration staff, having been instrumental in Perseus Mining Limited's exploration success on its gold projects in Ghana and Côte d'Ivoire. Mr Thomson has not served as a director of any other listed entity in the past three years.

Ron Norbert Gajewski
BBus., CPA
Non-Executive Chairman
(appointed 23 March 2005
Resigned 12/08/2014)

Ron Gajewski is an accountant by profession, with many years of experience as a director of public listed companies and as a corporate advisor to public companies. He has held directorships with mining companies listed in both Canada and Australia. During the past three years he has also served as a director of the following listed companies:

Carnavale Resources Ltd (appointed 18 October 2006)
Explaurum Ltd (appointed 9 July 2007, resigned 27/11/2013)

CORPORATE INFORMATION

Corporate Structure

Burey Gold Limited is a limited liability company that is incorporated and domiciled in Australia. During the financial year, it had three wholly owned subsidiaries:

- Burey Gold Guinee sarl
- Burey Gold (Ghana) Limited
- Burey Resources Pty Ltd

PRINCIPAL ACTIVITIES

The principal activity of the consolidated entity during the course of the year was acquiring and exploring mineral interests, prospective for precious metals and energy.

RESULTS AND DIVIDENDS

The consolidated loss after tax for the year ended 30 June 2014 was $7,454,477 (30 June 2013: $2,793,873). No dividends were paid during the year and the Directors do not recommend payment of a dividend.

EARNINGS PER SHARE

Basic loss per share for the year was 2.09 cents (30 June 2013: 0.79 cents)

REVIEW OF OPERATIONS / OPERATING AND FINANCIAL REVIEW

The Group is engaged in mineral exploration for metals and energy in Guinea, West Africa, togther with the addition of the interest in the Giro Gold Project in North-East Democratic Republic of Congo ("DRC") post year-end. A review of the Group's operations, including information on exploration activity and results thereof, financial position, strategies and projects of the consolidated entity during the year ended 30 June 2014 is provided in this Financial Report and, in particular, in the "Review of Operations" section immediately preceding this Directors' Report. The Group's financial position, financial performance and use of funds information for the financial year is provided in the financial statements that follow this Directors' Report.

REVIEW OF OPERATIONS / OPERATING AND FINANCIAL REVIEW (continued)

As an exploration entity, the Group has no operating revenue or earnings and consequently the Group's performance can not be gauged by reference to those measures. Instead, the Directors' consider the Group's performance based on the the success of exploration activity, acquisition of additional prospective mineral interests and, in general, the value added to the Group's mineral portfolio during the course of the financial year.

Whilst performance can be gauged by reference to market capitalisation, that measure is also subject to numerous external factors. These external factors can be specific to the Group, generic to the mining industry and generic to the stock market as a whole and the Board and management would only be able to control a small number of these factors,

The Group's business strategy for the financial year ahead and, in the foreseeable future, is to continue exploration activity on the Group's existing mineral projects, identify and assess new mineral project opportunities in Guinea and other regions and review development strategies where individual projects have reached a stage that allows for such an assessment. Due to the inherent risky nature of the Group's activities, the Directors are unable to comment on the likely results or success of these strategies. The Group's activites are also subject to numerous risks, mostly outside the Board's and management's control. These risks can be specific to the Group, generic to the mining industry and generic to the stock market as a whole. The key risks, expressed in summary form, affecting the Group and its future performance include but are not limited to:

- Geological and technical risk posed to exploration and commercial exploitation success;
- Sovereign risk, change in government policy, change in mining and fiscal legislation;
- Prevention of access by reason of political or civil unrest, disease, outbreak of hostilities, inability to obtain regulatory or landowner consents or approvals, or native title issues;
- force majeure events;
- change in metal market conditions;
- mineral title tenure and renewal risks; and
- capital requirement and lack of future funding.

This is not an exhaustive list of risks faced by the Group or an investment in it. There are other risks generic to the stock market and the world economy as whole and other risks generic to the mining industry, all of which can impact on the Group.

SIGNIFICANT CHANGES IN STATE OF AFFAIRS

The following significant changes in the state of affairs of the consolidated entity occurred during the financial period:

(i) the Burey Group entered into an agreement for the disposal of its interest in the Mansounia Gold Project in Guinea. Settlement and completion of the sale took place soon after the Reporting Date, with the receipt of US$107,000 in cash proceeds and 4.65 million shares in a US over the counter listed entity, Blox Inc representing market value of approximately US$821,445 at the time of issue of the Blox Inc shares. This sale has been accounted for in this Financial Report;

(ii) the Company entered into an agreement for the acquisition of an interest in the Giro Gold Project. The purchase agreement was subject to shareholder approval, which was obtained in August 2014 with settlement taking place in September 2014. Further details are provided below under "Events Subsequent to Reporting Date"; and

(iii) in June 2014, the Company completed the issue of 53,076,921 fully paid ordinary shares at an issue price of $0.013 each to raise $690,000 for the purposes of funding exploration activity and to supplement working capital.

EVENTS SUBSEQUENT TO REPORTING DATE

Since the end of the financial year and to the date of this report no matter or circumstance has arisen which has significantly affected, or may significantly affect, the operations of the consolidated entity, the results of those operations or the state of affairs of the consolidated entity in subsequent financial years other than the matter referred to below.

In late May 2014, the Company announced that it had entered into an agreement to acquire an interest in the Giro Gold Project in DRC. The transaction was subject to shareholder approval, which was provided at a meeting held on 12 August 2014 and settlement and completion of the Giro Gold Project interest took place in September 2014. The key transaction terms are as follows:

The Company has acquired an 85% interest in the share capital of Amani Consulting sprl ("Amani"), which company in turn holds a 65% interest in the share capital of Giro Goldfields Exploration sprl ("Giro sprl"). Giro sprl is the holder of two exploitation permits ("Giro Gold Project") which cover 610km^2 of prospective ground in the Oriental Province, northeast DRC. The total consideration paid by the Company comprises the issue of 118,073,001 fully paid ordinary shares (at an issue price of $0.023 per share at the issue date of 5 September 2014), 47,500,000 options exercisable at $0.05 each on or before 31 December 2016 and a cash payment of US$300,000. In addition to acquiring the shares in Amani, loans amounting to approximately US$1.15 million provided by one of the vendors to Giro sprl for funding previous exploration activity have been assigned to the Company. Amongst other things, the Company is now responsible for sole funding exploration activity at the Giro Gold Project, which costs can be recovered in priority to shareholders in Giro sprl from any future proceeds from mineral production at the Giro Gold Project. The acquisition of the interest in the Giro Gold Project is an event subsequent to the reporting date and has not been accounted for in this Financial Report, other than by way of noting it.

LIKELY DEVELOPMENTS AND EXPECTED RESULTS

The Company's objective is to maximise shareholder value through the discovery and delineation of significant mineral deposits. The Directors will also continue to assess additional opportunities within the mineral and energy sectors in West and Central Africa.

The Directors are unable to comment on the likely results from the Company's planned exploration activities due to the speculative nature of such activities.

DIRECTORS' MEETINGS

The number of meetings of the Company's Directors and the number of meetings attended by each Director during the year ended 30 June 2014 are:

	Directors' meetings held during period of office	**Directors' meetings attended**
K P Eckhof	4	4
S M Shah	4	4
K P Thomson	4	4
R N Gajewski (resigned 12/08/2014)	4	4

Mr Calderwood was appointed on 12 August 2014 after the end of the financial year.

There were 4 directors' meetings held during the year. However, matters of Board business have been resolved by circular resolutions of Directors, which are a record of decisions made at a number of informal meetings of the Directors held to control, implement and monitor the Group's activities throughout the period.

At present, the Company does not have any formally constituted committees of the Board. The Directors consider that the Group is not of a size nor are its affairs of such complexity as to justify the formation of special committees.

DIRECTORS' INTERESTS

The interests of each Director in the shares and options of Burey Gold Limited at the date of this report are as follows:

	Fully Paid Ordinary Shares	Options Over Ordinary Shares
K P Eckhof	-	12,000,000
M A Calderwood	2,000,000	-
S M Shah	2,100,000	-
K P Thomson	-	-

SHARE OPTIONS

As at the date of this report, there were 59,500,000 options on issue.

	Number	Exercise Price	Expiry Date
Director Unlisted Options	6,000,000	8 cents	6 February 2015
Director Unlisted Options	6,000,000	12 cents	6 February 2015
Vendor Options	47,500,000	5 cents	31 December 2016

During or since the end of the financial year 47,500,000 options were issued.

REMUNERATION REPORT (audited)

This report outlays the remuneration arrangements in place for the Directors of Burey Gold Limited. The information provided in this remuneration report has been audited as required by section 308(3C) of the *Corporations Act 2001.*

The following were key management personnel of the consolidated entity at any time during the year and unless otherwise indicated were key management personnel for the year:

Executive Directors	Non Executive Directors
Mr Klaus Eckhof (up until 12 August 2014)	Mr Susmit Shah
	Mr Kevin Thomson
	Mr Ron Gajewski (resigned 12 August 2014)

The consolidated entity does not have any executive officers, other than executives who are also directors, as defined under Section 300A of the *Corporations Act 2001*.

Remuneration philosophy

The Board reviews the remuneration packages applicable to the executive Director and non-executive Directors on an annual basis. The broad remuneration policy is to ensure the remuneration package properly reflects the person's duties and responsibilities and level of performance and that remuneration is competitive in attracting, retaining and motivating people of the highest quality. Independent advice on the appropriateness of remuneration packages is obtained, where necessary, although no such independent advice was sought during the financial year.

REMUNERATION REPORT (audited) (continued)

Remuneration is not linked to past company performance but rather towards generating future shareholder wealth through share price performance. As a minerals explorer, the Company does not generate operating revenues or earnings and company performance, at this stage, can only be judged by exploration success and ultimately shareholder value. Market capitalisation is one measure of shareholder value but this is subject to many external factors over which the Company has no control. Consequently linking remuneration to past performance is difficult to implement and not in the best interests of the Company. Presently, total fixed remuneration for senior executives is determined by reference to market conditions and incentives for out performance are provided by way of options over unissued shares. The Directors believe that this best aligns the interests of the shareholders with those of the senior executives.

Remuneration committee

The Company does not have a formally constituted remuneration committee of the Board. The Directors consider that the Group is not of a size nor are its affairs of such complexity as to justify the formation of a Remuneration committee.

The Board assesses the appropriateness of the nature and amount of remuneration of Directors and senior managers on a periodical basis by reference to relevant employment market conditions with the overall objective of ensuring maximum stakeholder benefit from the retention of a high quality board and management team.

Remuneration structure

In accordance with best practice corporate governance, the structure of non-executive Directors and executive Director remuneration is separate and distinct.

Non-executive Directors remuneration

Objective

The Board seeks to set aggregate remuneration at a level which provides the Company with the ability to attract and retain directors of the highest calibre, whilst incurring a cost which is acceptable to shareholders.

Structure

The Constitution and the ASX Listing Rules specify that the aggregate remuneration of non-executive Directors shall be determined from time to time by a general meeting. An amount not exceeding the amount determined is then divided between the directors as agreed. The present limit of approved aggregate remuneration is $200,000 per year.

The Board reviews the remuneration packages applicable to the non-executive Directors on an annual basis. The Board considers fees paid to non-executive directors of comparable companies when undertaking the annual review process.

It has been agreed that non-executive Directors, excluding the non-executive Chairman shall receive a fee in the range of $20,000 to $25,000 each per annum from 1 July 2006. The non-executive Chairman shall receive a fee of $36,000 per annum. Non-executive Directors may also be remunerated for additional specialised services performed at the request of the Board. The remuneration of the non-executive Directors for the year ending 30 June 2014 is detailed in Table 1 of this report.

REMUNERATION REPORT (audited) (continued)

Executive Directors remuneration

Objective

The Company aims to reward the Executive Directors with a level of remuneration commensurate with their position and responsibilities within the Company and so as to:

- align the interests of the Executive Directors with those of shareholders;
- link reward with the strategic goals and performance of the Company; and
- ensure total remuneration is competitive by market standards.

Structure

Remuneration consists of the following key elements:

- Fixed remuneration
- Variable remuneration

Fixed remuneration

The level of fixed remuneration is set so as to provide a base level of remuneration which is both appropriate to the position and is competitive in the market.

Fixed remuneration is reviewed annually by the Board and the process consists of a review of companywide, business unit and individual performance, relevant comparative remuneration in the market and internal and, where appropriate, external advice on policies and practice.

The fixed component of the Executive Director remuneration for the year ending 30 June 2014 is detailed in Table 1 of this report.

Variable remuneration – Long Term Incentive ('LTI')

Objective

The objective of the LTI plan is to reward executives and senior managers in a manner which aligns this element of remuneration with the creation of shareholder wealth.

As such LTI grants are only made to executives who are able to influence the generation of shareholder wealth and thus have a direct impact on the Group's performance.

Structure

LTI grants to executives are delivered in the form of options. The issue of options as part of the remuneration packages of executive and non-executive directors is an established practice of junior public listed companies and, in the case of the Company, has the benefit of conserving cash whilst properly rewarding each of the directors.

Remuneration is not linked to past group performance but rather towards generating future shareholder wealth through share price performance. Burey Gold Ltd listed on 14 December 2006 at 20c per share and the share price at 30 June 2014 was 2c (2013: 0.8c). The shares recorded high and low points of 3c and 1c during the year. The Company has recorded a loss each financial year to date as it carries out exploration activities on its tenements. No dividends have been paid.

REMUNERATION REPORT (audited) (continued)

Service agreements

Mr Eckhof entered into an employment agreement with Burey Gold Limited on 2 February 2012. During the year Mr Eckhof was employed as the Managing Director and Chief Executive Officer. His annual salary at commencement of his employment was $250,000 per annum, however in line with various cost control measures Mr Eckhof agreed to a reduced salary of $150,000 for this financial year. Mr Eckhof's employment shall continue until either party gives 6 months notice of termination. 12,000,000 options were issued to Mr Eckhof as a condition of his employment. 6,000,000 options vested on 6 February 2013 and are exercisable at 8 cents each and the remaining 6,000,000 options vested on 6 February 2014 and are exercisable at 12 cents each. There has been no change to Mr. Eckhof's remuneration or employment agreement in the current financial year other than as referred to above (subsequent to year-end, Mr Eckhof and the Company agreed to a termination of his executive employment agreement and Mr Eckhof's position changed from Managing Director and Chief Executive Officer to Non-Executive Chairman).

Table 1: Director Remuneration for the year ended 30 June 2014

Director		**Short term**			**Post Employment**	**Equity**		
		Cash Salary/Fees $	**Consulting Fees $**	**Non-Cash Benefits $**	**Superannuation $**	**Value of Options(i) $**	**Total $**	**Options as a Percentage of Remuneration %**
K P Eckhof (i, iv)	**2014**	**150,000**	**-**	**-**	**-**	**85,256**	**235,256**	**36%**
Non-Executive Chairman (Managing Director until 12/08/2014)	2013	250,000	-	-	-	325,577	575,577	57%
S M Shah (iii)	**2014**	**20,000**	**-**	**-**	**1,850**	**-**	**21,850**	**-**
Non-executive	2013	20,000	-	-	1,800	-	21,800	-
K P Thomson	**2014**	**24,000**	**-**	**-**	**-**	**-**	**24,000**	**-**
Non-executive	2013	24,000	-	-	-	-	24,000	-
R N Gajewski (ii, iii)	**2014**	**36,000**	**-**	**-**	**-**	**-**	**36,000**	**-**
(Resigned 12/08/2014) *Non-executive Chairman*	2013	36,000	-	-	-	-	36,000	-
B Stainforth	**2014**	**-**	**-**	**-**	**-**	**-**	**-**	**-**
(Retired 29/11/12) (v) *Executive*	2013	226,655	-	26,420	-	-	253,075	-
Total	**2014**	**230,000**	**-**	**-**	**1,850**	**85,256**	**317,106**	
	2013	556,655	-	26,420	1,800	325,577	910,452	

(i) The total value of options issued to Mr Eckhof during the 2012 financial year was $588,000. $325,577 was recognised in the prior period and $85,256[1] in the statement of comprehensive income for the year ended 30 June 2014.

(ii) Payments in relation to Mr Gajewski's services were made to Vienna Holdings Pty Ltd, an entity controlled by him. No long-term or termination benefits arose in either year. The amount due to Vienna Holdings Pty Ltd at Reporting Date was $3,300 in trade and other payables.

(iii) Additional fees paid or payable to Corporate Consultants Pty Ltd, a company in which Mr Gajewski and Mr Shah have beneficial interests for (a) secretarial, accounting, and corporate services amounted to $106,804 (2013: $141,973) , and (b) sub-lease rental fees amounted to $28,909 (2013: $25,441). The amount due to Corporate Consultants Pty Ltd at Reporting Date was $21,254 in trade and other payables.

(iv) Additional remuneration for in-country technical consulting fees provided by Coresco AG, a company in which Mr Eckhof has a beneficial interest, and provided by a consultant other than Mr Eckhof, was $131,452 (2013: $27,244).

[1] The share based payment of $85,256 recognised as remuneration for Mr Eckhof during the year relates to 6 million options granted on 6 February 2012 but which vested (100%) on 6 February 2014. The options have an expiry date of 6 February 2015 and an exercise price of $0.12 each. The options are not subject to any performance conditions. At grant date the value of these options was estimated at $282,295.

REMUNERATION REPORT (audited) (continued)

(v) Following his retirement as a director on 29 November 2012, Mr Stainforth continued to provide his services as an executive until the end of April 2013 in accordance with his service agreement. His remuneration for the period up to his retirement as an executive director was $105,827 and subsequent to that for the period from December 2012 to April 2013 was $120,828.

Shareholdings of Key Management Personnel

The numbers of shares in the Company held during the financial period by Directors and other Key Management Personnel, including shares held by entities they control, are set out below:

	Balance at 1 July 2013	Received as Remuneration	Options Exercised	Other Movements	Balance at 30 June 2014
Directors					
Klaus Eckhof	-	-	-	-	-
Susmit Shah	2,100,000	-	-	-	2,100,000
Kevin Thomson	-	-	-	-	-
Ron Gajewski	13,400,001	-	-	-	13,400,001

Optionholdings of Key Management Personnel

The numbers of options in the Company held during the financial period by Directors and other Key Management Personnel, including options held by entities they control, are set out below:

	Balance at 1 July 2013	Received as Remuneration	Options Exercised	Other Movements (i)	Balance at 30 June 2014	Vested and Exercisable at Year End	Unvested At Year End
Directors							
Klaus Eckhof	12,000,000	-	-	-	12,000,000	12,000,000*	-
Susmit Shah	-	-	-	-	-	-	-
Kevin Thomson	-	-	-	-	-	-	-
Ron Gajewski	-	-	-	-	-	-	-

*6,000,000 options are exercisable at 8 cents each and the remaining 6,000,000 options are exercisable at 12 cents each. The options expire on 6 February 2015.

Options granted to directors' and officers and analysis of share-based payments granted as remuneration

During or since the end of the financial year, the Company has not granted any options for nil consideration over unissued ordinary shares in the Company to a Director of the Company as part of his remuneration (2013: nil).

Loans to key management personnel and their related parties

There were no loans outstanding at the reporting date to key management personnel and their related parties.

Use of Remuneration Consultants

The Company did not use any remuneration consultants during the period.

End of Remuneration Report (audited)

INDEMNIFICATION AND INSURANCE OF OFFICERS AND AUDITORS

The Company's Constitution requires it to indemnify directors and officers of any entity within the consolidated entity against liabilities incurred to third parties and against costs and expenses incurred in defending civil or criminal proceedings, except in certain circumstances. An indemnity is also provided to the Company's auditors under the terms of their engagement. Directors and officers of the consolidated entity have been insured against all liabilities and expenses arising as a result of work performed in their respective capacities, to the extent permitted by law. The insurance premium, amounting to $9,842 relates to:

- costs and expenses incurred by the relevant officers in defending proceedings, whether civil or criminal and whatever the outcome;
- other liabilities that may arise from their position, with the exception of conduct involving a wilful breach of duty or improper use of information or position to gain a personal advantage.

ENVIRONMENTAL REGULATIONS

The consolidated entity's exploration activities in Guinea during the year were subject to environmental laws, regulations and permit conditions in that jurisdictions. There have been no known breaches of environmental laws or permit conditions while conducting operations in Guinea during the year.

The Directors have considered compliance with the National Greenhouse and Energy Reporting Act 2007 which requires entities to report annual greenhouse gas emissions and energy use. For the measurement period 1 July 2013 to 30 June 2014 the Directors have assessed that there are no current reporting requirements, but may be required to do so in the future.

NON-AUDIT SERVICES

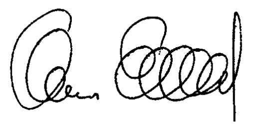
The Company may decide to employ the auditor on assignments additional to their statutory audit duties where the auditor's expertise and experience with the Company and/or consolidated entity is important. During the year ended 30 June 2014 the external auditors did not provide any non-audit services. Refer to Note 4 in the financial statements for further details.

AUDITOR'S INDEPENDENCE DECLARATION

The auditor, BDO Audit (WA) Pty Ltd, has provided the Board of Directors with an independence declaration in accordance with section 307C of the *Corporations Act 2001*.

The independence declaration is located on the next page.

Signed in accordance with a resolution of Directors.



K P Eckhof
Chairman
Perth, 30 September 2014

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DECLARATION OF INDEPENDENCE BY CHRIS BURTON TO THE DIRECTORS OF BUREY GOLD LIMITED

As lead auditor of Burey Gold Limited for the year ended 30 June 2014, I declare that, to the best of my knowledge and belief, there have been:

1. No contraventions of the auditor independence requirements of the *Corporations Act 2001* in relation to the audit; and
2. No contraventions of any applicable code of professional conduct in relation to the audit.

This declaration is in respect of Burey Gold Limited and the entities it controlled during the period.

C Burton

Chris Burton

Director

BDO Audit (WA) Pty Ltd

Perth, 30 September 2014

	Notes	2014 $	2013 $
Revenue from continuing operations	2	**45,744**	182,245
Consultants and corporate costs		**(202,290)**	(326,000)
Employee benefits expense		**(231,850)**	(331,800)
Share based payments expense	3, 15	**(85,256)**	(325,577)
Depreciation expense	3	**(5,968)**	(6,214)
Exploration expenditure	3	**(6,766,512)**	(1,942,967)
Loss on disposal of Mansounia Gold Project (i)		**(2,214)**	-
Occupancy expenses		**(66,069)**	(99,244)
Travel expenses	3	**(15,717)**	(42,273)
Foreign exchange gain / (loss)	3	**(12,501)**	97,957
Exclusivity fee		**(111,844)**	-
Loss before related income tax		**(7,454,477)**	(2,793,873)
Income tax (expense)/benefit	5	**-**	-
Loss for the year after incone tax attributable to members of Burey Gold Limited		**(7,454,477)**	(2,793,873)
Other comprehensive income(loss)			
Items that may be reclassified subsequently to profit or loss			
Exchange differences on translation of foreign operations		(244,567)	1,311,431
Total comprehensive loss attributable to members of Burey Gold Limited		**(7,699,044)**	(1,482,442)
Loss per share for the year attributable to the members of Burey Gold Limited			
Basic and diluted loss per share	6	(2.09) cents	(0.79) cents

The above consolidated statement of comprehensive income should be read in conjunction with the accompanying notes.

Burey Gold Limited
Consolidated Statement of Financial Position
As at 30 June 2014

	Notes	2014 $	2013 $
Current Assets			
Cash and cash equivalents	8	**1,870,025**	3,666,652
Loan receivable	9	**500,000**	-
Other receivables	9	**147,826**	63,043
Total Current Assets		**2,517,851**	3,729,695
Non-Current Assets			
Other receivables	9	**20,125**	20,125
Available-for-sale asset financial asset	10	**872,115**	-
Property, plant & equipment	11	**44,095**	65,534
Exploration and evaluation expenditure	12	**5,818,071**	12,552,315
Total Non-Current Assets		**6,754,406**	12,637,974
Total Assets		**9,272,257**	16,367,669
Current Liabilities			
Trade and other payables	13	**88,324**	248,305
Total Liabilities		**88,324**	248,305
Net Assets		**9,183,933**	16,119,364
Equity			
Contributed equity	14	**23,820,845**	23,142,488
Reserves	16	**2,467,629**	2,626,940
Accumulated losses		**(17,104,541)**	(9,650,064)
Total Equity		**9,183,933**	16,119,364

The above consolidated statement of financial position should be read in conjunction with the accompanying notes.

Burey Gold Limited
Consolidated Statement of Changes in Equity
For the year ended 30 June 2014

	Contributed Equity $	Accumulated Losses $	Option Premium Reserve $	Foreign Currency Translation Reserve $	Total Equity $
Balance at 1 July 2012	23,142,488	(6,856,191)	1,984,995	(995,063)	17,276,229
Loss for the year	-	(2,793,873)	-	-	(2,793,873)
Other comprehensive income	-	-	-	1,311,431	1,311,431
Total comprehensive profit / (loss) for the year	-	(2,793,873)	-	1,311,431	(1,482,442)
Transactions with equity holders in their capacity as equity holders					
Share based payments expense	-	-	325,577	-	325,577
Balance at 30 June 2013	**23,142,488**	**(9,650,064)**	**2,310,572**	**316,368**	**16,119,364**
Balance at 1 July 2013	23,142,488	(9,650,064)	2,310,572	316,368	16,119,364
Loss for the year	-	(7,454,477)	-	-	(7,454,477)
Other comprehensive income	-	-	-	(244,567)	(244,567)
Total comprehensive profit / (loss) for the year	-	(7,454,477)	-	(244,567)	(7,699,044)
Transactions with equity holders in their capacity as equity holders					
Share issue	690,000	-	-	-	690,000
Share issue costs	(11,643)	-	-	-	(11,643)
Share based payments expense	-	-	85,256	-	85,256
Balance at 30 June 2014	**23,820,845**	**(17,104,541)**	**2,395,828**	**71,801**	**9,183,933**

The above consolidated statement of changes in equity should be read in conjunction with the accompanying notes.

	Notes	2014 $	2013 $
Cash Flows from Operating Activities			
Payments to suppliers and employees		**(511,502)**	(795,321)
Interest received		**42,324**	246,946
Net Cash outflows from Operating Activities	20	**(469,178)**	(548,375)
Cash Flows from Investing Activities			
Payments for plant and equipment		**-**	(24,179)
Proceeds from sale of mineral projects (deposit)		**7,143**	-
Payments for exploration and development expenditure		**(1,386,020)**	(3,375,808)
Panex exclusivity fee		**(111,844)**	-
Loans with respect to proposed acquisition of Giro Project interest		**(500,000)**	-
Net Cash outflows from Investing Activities		**(1,990,721)**	(3,399,987)
Cash Flows from Financing Activities			
Proceeds from share issues		**690,000**	-
Share issue expenses		**(11,643)**	-
Net Cash inflows from Financing Activities		**678,357**	-
Net decrease in Cash and Cash Equivalents		**(1,781,542)**	(3,948,362)
Cash and cash equivalents at the beginning of the year		**3,666,652**	7,472,006
Effects of exchange rate fluctuations on the balances of cash held in foreign currencies		**(15,085)**	143,008
Cash and Cash Equivalents at End of Year	8	**1,870,025**	3,666,652

The above consolidated statement of cash flows should be read in conjunction with the accompanying notes.

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

These general purpose financial statements have been prepared in accordance with Australian Accounting Standards, other authoritative pronouncements of the Australian Accounting Standards Board, Urgent Issues Group Interpretations and the *Corporations Act 2001*.

The financial statements are for the consolidated entity consisting of Burey Gold Limited and its subsidiaries (the "group" or the "consolidated entity"). Burey Gold Mining Limited is a listed for-profit public company, incorporated and domiciled in Australia. During the year ended 30 June 2014, the consolidated entity conducted operations in Australia, Guinea and Ghana. The financial statements have also been prepared on a historical cost basis. Cost is based on the fair values of the consideration given in exchange for assets.

The financial report is presented in Australian dollars.

Going Concern Basis

The financial report had been prepared on the going concern basis, which contemplates the continuity of normal business activity and the commercial realisation of the Group's assets and the settlement of liabilities in the normal course of business.

In the absence of operating revenue, the Group incurrs losses and experiences net operating and investing cash outflows. As at 30 June 2014, the Group has net current assets of $2.4 million which includes $1.87 million in cash and cash equivalents.

The Directors believe that it is appropriate to prepare the financial statements on a going concern basis as the Company has the capacity to raise new equity capital from a variety of sources, including existing shareholders. The Group also has the capacity to reduce discretionary expenditure in-line with available funding.

The Directors have reviewed the Group's overall position and outlook in respect of the matters identified above and are of the opinion that the use of the going concern basis is appropriate in the circumstances.

Adoption of New and Revised Standards

In the year ended 30 June 2014, the group has reviewed all of the new and revised Standards and interpretations issued by the AASB that are relevant to its operations and effective for annual reporting periods beginning 1 July 2013. It has been determined by the Directors that there is no impact material or otherwise, of any of the new and revised Standard and Interpretations on its business and, therefore, no change is necessary to Group accounting policies.

The Group has also reviewed all new Standards and Interpretations that have been issued but are not yet effective for the year ended 30 June 2014. As a result of this review the Directors have determined that there is no impact, material or otherwise, of the new and revised Standards and Interpretations on its business and, therefore, no change necessary to Group accounting policies.

Statement of Compliance

These financial statements were authorised for issue on 30 September 2014.

The consolidated financial statements comprising the financial statements and notes thereto, comply with 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 Burey Gold Limited (the "Company") and subsidiaries. Subsidiaries are all entities over which the group has control. The group controls

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES - continued

an entity when the group is exposed to, or has rights to variable returns from its involvement with the entity and has the ability to affect those returns through its power to direct the activities of the entity.

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

In preparing the consolidated financial statements, all intercompany balances and transactions, income and expenses and profit and losses resulting from intra-group transactions have been eliminated in full. Subsidiaries are fully consolidated from the date on which control is transferred to the consolidated entity and cease to be consolidated from the date on which control is transferred out of the consolidated entity.

Parent Entity Financial Information

The financial information for the parent entity, Burey Gold Ltd, disclosed in note 22 has been prepared on the same basis as the consolidated financial statements.

Revenue recognition

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the consolidated entity and the revenue is capable of being reliably measured.

Interest income is recognised in the statement of comprehensive income as it accrues, using the effective interest method.

All revenue is stated net of the amount of goods and services tax (GST).

Cash and cash equivalents

Cash and cash equivalents include cash on hand, deposits held at call with banks and other short-term highly liquid investments readily convertible to cash.

Trade and Other Receivables

Trade receivables, which generally have 30-90 day terms, are recognised and carried at original invoice amount less an allowance for any uncollectible amounts. An allowance account (provision for impairment) is used when collection of the full amount is no longer probable. Bad debts are written off when identified.

Foreign currency transactions and balances

The functional and presentation currency of Burey Gold Limited is Australian dollars.

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

Foreign currency transactions are translated into the functional currency using the exchange rates ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are retranslated at the rate of exchange ruling at the end of the reporting period. Foreign exchange gains and losses resulting from settling foreign currency transactions, as well as from restating foreign currency denominated monetary assets and liabilities, are recognised in profit or loss, except when they are deferred in other comprehensive income as qualifying cash flow hedges or where they relate to differences on foreign currency borrowings that provide a hedge against a net investment in a foreign entity.

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.

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES - continued

Non-monetary items measured at fair value in a foreign currency are translated using the exchange rate at the date the fair value was determined.

The functional currencies of the overseas subsidiaries are as follows:

Ghanaian subsidiary	Ghanaian New Cedis (GHS)
Guinean subsidiary	United States Dollars (USD)

Foreign currency transactions and balances (continued)

At the end of the reporting period, the assets and liabilities of these overseas subsidiaries are translated into the presentation currency of Burey Gold Limited at the closing rate at the end of the reporting period and income and expenses are translated at the weighted average exchange rates for the year. All resulting exchange difference is recognised in other comprehensive income as a separate component of equity (foreign currency translation reserve). On disposal of a foreign entity, the cumulative exchange differences recognised in foreign currency translation reserves relating to that particular foreign operation is recognised in profit or loss.

Taxes

Income tax

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

No deferred income tax will be recognised from the initial recognition of an asset or liability, excluding a business combination, where there is no effect on accounting or taxable profit or loss.

Deferred tax is calculated at the tax rates that are expected to apply to the period when the asset is realised or liability is settled. Deferred tax is credited in the statement of comprehensive income except where it relates to items that may be credited directly to equity, in which case the deferred tax is adjusted directly against equity.

Deferred income tax assets are recognised to the extent that it is probable that future tax profits will be available against which deductible temporary differences can be utilised.

The amount of benefits brought to account or which may be realised in the future is based on the assumption that no adverse change will occur in income taxation legislation and the anticipation that the Group will derive sufficient future assessable income to enable the benefit to be realised and comply with the conditions of deductibility imposed by the law. The carrying amount of deferred tax assets is reviewed at each reporting date and only recognised to the extent that sufficient future assessable income is expected to be obtained.

At the reporting date, the Directors have not made a decision to elect to be taxed as a single entity. In accordance with Australian Accounting Interpretations, “Substantive Enactment of Major Tax Bills in Australia”, the financial effect of the legislation has therefore not been brought to account in the financial statements for the year ended 30 June 2014, except to the extent that the adoption of the tax consolidation would impair the carrying value of any deferred tax assets.

Deferred tax assets and deferred tax liabilities are offset only if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred tax assets and liabilities relate to the same taxable entity and the same taxation authority.

Goods and Services Tax (GST)

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

Receivables and payables on the statement of financial position are shown inclusive of GST.

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES - continued

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

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

Investments and other financial assets

Financial assets in the scope of AASB 139 Financial Instruments: Recognition and Measurement are classified as loans and receivables. When financial assets are recognised initially, they are measured at fair value, plus, in the case of investments not at fair value through profit or loss, directly attributable transactions costs. The Group determines the classification of its financial assets after initial recognition and, when allowed and appropriate, re-evaluates this designation at each financial year-end.

Loans and receivables

During the year, the consolidated entity has held loans and receivables.

Loans and receivables 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, as well as through the amortisation process.

Available-for-sale financial assets

Available-for-sale financial assets, comprising principally marketable equity securities, are non-derivatives that are either designated in this category or not classified in any of the other categories. They are included in non-current assets unless management intends to dispose of the investment within 12 months of the reporting date. Investments are designated as available-for-sale if they do not have fixed maturities and fixed or determinable payments and management intends to hold them for the medium to long term.

Investments are initially recognised at fair value plus transaction costs for all financial assets not carried at fair value through profit or loss. Changes in the fair value of securities classified as available-for-sale assets are recognised in equity. The group assesses at each balance date whether there is objective evidence that a financial asset or group of financial assets is impaired. In the case of equity securities classified as available-for-sale, a significant or prolonged decline in the fair value of a security below its cost is considered as an indicator that the securities are impaired. If any such evidence exists for available-for-sale financial assets, the cumulative loss measured as the difference between the acquisition cost and the current fair value, less any impairment loss on that financial asset previously recognised in profit or loss is removed from equity and recognised in the profit and loss.

Property, plant and equipment

Items of plant and equipment are carried at cost less accumulated depreciation and impairment losses (see accounting policy “impairment testing”).

Plant and equipment

Plant and equipment acquired is initially recorded at their cost of acquisition at the date of acquisition, being the fair value of the consideration provided plus incidental costs directly attributable to the acquisition.

Subsequent costs are included in the asset’s carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the consolidated

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES – continued

entity and the cost of the item can be measured reliably. All other repairs and maintenance are charged to the statement of comprehensive income during the financial period in which they are incurred.

Depreciation

All assets have limited useful lives and are depreciated using the straight line method over their estimated useful lives commencing from the time the asset is held ready for use.

Depreciation and amortisation rates and methods are reviewed annually for appropriateness. When changes are made, adjustments are reflected prospectively in current and future periods only. The estimated useful lives used in the calculation of depreciation for plant and equipment for the current and corresponding period are between three and ten years.

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

Mineral interest acquisition, exploration and development expenditure

Mineral interest acquisition, exploration and evaluation expenditure incurred is accumulated in respect of each identifiable area of interest. These costs are only carried forward to the extent that the Group's rights of tenure to that area of interest are current and either the costs are expected to be recouped through the successful development and commercial exploitation of the area of interest or where exploration activities in the area of interest have not yet reached a stage that permits reasonable assessment of the existence of economically recoverable reserves and active and significant operations, in, or in relation to, the area of interest are continuing.

Accumulated costs in relation to an abandoned area are written off in full against profit in the year in which the decision to abandon the area is made.

Exploration and evaluation assets are assessed for impairment if (i) sufficient data exists to determine technical feasibility and commercial viability, and (ii) facts and circumstances suggest that the carrying amount exceeds the recoverable amount (see impairment accounting policy).

Impairment testing

The carrying amount of the consolidated entity's assets, other than deferred tax assets, are reviewed at each reporting date to determine whether there is any indication of impairment. Where such an indication exists, a formal assessment of recoverable amount is then made and where this is in excess of carrying amount, the asset is written down to its recoverable amount.

Recoverable amount is the greater of fair value less costs to sell and value in use. Value in use is the present value of the future cash flows expected to be derived from the asset or cash generating unit. In estimating value in use, a pre-tax discount rate is used which reflects current market assessments of the time value of money and the risks specific to the asset. Any resulting impairment loss is recognised immediately in the statement of comprehensive income.

Impairment losses are reversed when there is an indication that the impairment loss may no longer exist and there has been a change in the estimate used to determine the recoverable amount. An impairment loss is reversed only to the extent that the assets' carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised.

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES – continued

Trade and other payables

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

Employee benefits

Wages, salaries and annual leave

Liabilities for wages and salaries, including non-monetary benefits and annual leave expected to be settled within 12 months of the reporting date are recognised in other payables in respect of employees' services up to the reporting date. They are measured at the amounts expected to be paid when the liabilities are settled.

Contributions are made by the consolidated entity to superannuation funds as stipulated by statutory requirements and are charged as expenses when incurred.

Long service leave

The liability for long service leave is recognised in the provision for employee benefits and measured as the present value of expected future payments to be made in respect of services provided by employees up to the reporting date using the projected unit credit method. Consideration is given to expected future wage and salary levels, experience of employee departures and periods of service. Expected future payments are discounted using market yields at the reporting date on national government bonds with terms to maturity and currency that match, as closely as possible, the estimated future cash outflows.

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.

Earnings per share

Basic earnings per share is determined by dividing the net result attributable to members, adjusted to exclude costs of servicing equity (other than dividends), by the weighted average number of ordinary shares, adjusted for any bonus element.

Diluted earnings per share is determined by dividing the net result attributable to members, adjusted to exclude costs of servicing equity (other than dividends) and any expenses associated with dividends and interest of dilutive potential ordinary shares, by the weighted average number of ordinary shares (both issued and potentially dilutive) adjusted for any bonus element.

Share based payments

The Group provides compensation benefits to 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').

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 is determined by a Black Scholes model.

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES – continued

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

Share based payments (continued)

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 number of awards that, in the opinion of the directors of the Group, will ultimately vest. This opinion is formed based on the best available information at reporting date. 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.

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

Where the terms of an equity-settled award are modified, as a minimum an expense is recognised as if the terms had not been modified. In addition, an expense is recognised for any increase in the value of the transaction as a result of the modification, as measured at the date of modification.

Where an equity-settled award is cancelled, it is treated as if it had vested on the date of cancellation, and any expense not yet recognised for the award is recognised immediately. However, if a new award is substituted for the cancelled award, and designated as a replacement award on the date that it is granted, the cancelled and new award are treated as if they were 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.

Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker. The chief decision maker has been identified as the Board of Directors.

Critical accounting estimates

The preparation of financial statements in conformity with AIFRS requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the Group's accounting policies. The area that may 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:

Exploration and evaluation expenditure

In accordance with accounting policy note described above under "Mineral interest acquisition, exploration and development expenditure" the Board determines when an area of interest should be abandoned. When a decision is made that an area of interest is not commercially viable, all costs that have been capitalised in respect of that area of interest are written off. In determining this, assumptions, including the maintenance of title, ongoing expenditure and prospectivity are made.

	Consolidated	
	2014	2013
	$	$

2. REVENUE

Other revenue		
Foreign exchange gain	**4,893**	-
Interest - other parties	**40,851**	182,245
	45,744	182,245

3. EXPENSES

Loss includes the following specific expenses:

Depreciation expense	**5,968**	6,214
Exploration expenditure - written off on impairment or project relinquishment	**6,766,512**	1,942,967
Loss on disposal of Mansounia Gold Project (i)	**2,214**	-
Foreign exchange loss / (gain)	**12,501**	(97,957)
Rental expense, minimum lease payments	**66,069**	27,360
Share based payments expense	**85,256**	325,577
Superannuation	**1,850**	1,800
Travel and accommodation	**15,717**	42,273

(i) Sale of the Mansounia Gold Project – Guinea, West Africa

During the year, the Burey Group entered into a binding agreement for the disposal of its interest in the Mansounia Gold Project in Guinea. Whilst settlement and completion took place soon after balance date, the sale agreement was unconditional at balance date. Sale consideration comprised US$107,000 in cash proceeds (also refer Note 9) and US$821,445 represented by 4.65 million shares (also refer Note 10) in a US over the counter listed entity, Blox Inc.

	Consolidated	
	2014	2013
	$	$

4. AUDITOR'S REMUNERATION

Audit services:		
- Amounts paid or payable to auditors of the Group – BDO Audit (WA) Pty Ltd	**32,227**	28,217
- Amounts paid for other services or to related practices of the auditor	**-**	-
- Amounts paid to non BDO Audit (WA) Pty Ltd audit firms for audit or review of the financial report of subsidiaries	**-**	12,628

5. INCOME TAX EXPENSE

	Consolidated 2014 $	2013 $
(a) The prima facie tax benefit at 30% on loss for the year is reconciled to the income tax provided in the financial statements as follows:		
Loss before income tax	**7,454,477**	2,793,873
Prima facie income tax benefit @ 30%	**2,236,343**	838,162
Tax effect of permanent differences:		
Capital raising costs	**65,316**	62,689
Exploration expenses	**(1,661,614)**	435,256
Employee option expense / share based payments	**(25,577)**	(97,673)
Project Generation Costs	**(33,553)**	-
	580,915	1,238,434
Income tax benefit not brought to account	**(580,915)**	(1,238,434)
Income tax expense	**-**	-

(b) **The following deferred tax balances have not been recognised:**

	2014 $	2013 $
Deferred Tax Assets at 30%:		
- Carry forward revenue losses	**5,836,401**	5,259,499
- Capital raising costs	**69,517**	120,819
- Provisions and accruals	**458**	(18,810)
	5,906,376	5,361,508

The tax benefits of the above deferred tax assets will only be obtained if:

- the Group derives future assessable income of a nature and of an amount sufficient to enable the benefits to be utilised;
- the Group continues to comply with the conditions for deductibility imposed by law; and
- no changes in income tax legislation adversely affect the Group in utilising benefits.

Deferred tax liabilities in relation to capitalised exploration costs have been recognised and offset against deferred tax assets above.

6. EARNINGS PER SHARE

	Consolidated 2014 cents	2013 cents
Basic and diluted loss per share	**(2.09)**	(0.79)

	2014 Number	2013 Number
Weighted average number of ordinary shares used in the calculation of basic and diluted loss per share	**357,272,744**	354,219,003

The Company's potential ordinary shares, being its options granted, are not considered dilutive as the conversion of these options would result in a decrease in the net loss per share.

7. SEGMENT INFORMATION

Management has determined that the Group has one reportable segment, being mineral exploration in Africa. As the Group is focused on mineral exploration, the Board monitors the Group based on actual versus budgeted exploration expenditure incurred by area of interest. This internal reporting framework is the most relevant to assist the Board with making decisions regarding the Group and its ongoing exploration activities, while also taking into consideration the results of exploration work that has been performed to date.

	Consolidated	
	2014	2013
	$	$
Revenue from external sources	**-**	-
Reportable segment loss	**(6,630,886)**	(1,916,841)
Reportable segment assets	**6,017,965**	13,181,028
Reconciliation of reportable segment profit or loss		
Reportable segment loss	**(6,630,886)**	(1,916,841)
Other revenue / income	**40,851**	182,245
Unallocated:		
Corporate expenses	**(864,442)**	(1,059,277)
Loss before tax	**(7,454,477)**	(2,793,873)
Reconciliation of reportable segment assets to total assets		
Segment assets	**6,017,965**	13,181,028
Unallocated:		
Corporate assets	**2,382,177**	3,186,641
Available for sale asset	**872,115**	-
	9,272,257	16,367,669

8. CASH AND CASH EQUIVALENTS

	Consolidated	
	2014	2013
	$	$
Cash at bank and in hand	**1,870,025**	3,666,652

- Cash at bank earns interest at floating rates based on daily bank deposit rates. Refer note 17(iv)

- An amount of $10,000 is held as a deposit as collateral for the provision of credit card facilities used by an employee of the consolidated entity in the course of his employment. This amount is not included in note 8, cash and cash equivalents.

9. OTHER RECEIVABLES

	Consolidated 2014 $	2013 $
Current		
Prepayments	**38,025**	38,548
Mansounia Gold Project sale receivable (i)	**99,028**	-
Other receivables	**10,773**	24,495
	147,826	63,043
Loan receivable (ii)	**500,000**	-
Non-Current		
Other receivable (iii)	**20,125**	20,125

(i) The Group entered into an agreement for the sale of the Mansounia Gold Project, situated in Guinea, West Africa. This receivable represents the Group's share of the cash portion of the sale consideration (also refer to Note 2).

(ii) In accordance with the terms of the agreement under which the Group has acquired the Giro Gold Project interest subsequent to the reporting date, the Group provided a loan of $500,000 to Amani Consulting sarl for funding exploration activity at the Giro Gold Project.

(iii) $10,000 deposit held as collateral for the provision of credit card facilities used by an employee of the consolidated entity in the course of his employment and $10,125 security deposit for office premises.

Refer to notes 17(a) and 17(b) for information about the Group's exposure to credit and liquidity risk.

10. AVAILABLE FOR SALE FINANCIAL ASSET

	Consolidated 2014 $	2013 $
Shares entitlement in Blox Inc. (i)	**872,115**	-

(i) Refer to note 9 (i). The amount noted above represents the amount that has been settled subsequent to the reporting date with the receipt of 4.65 million shares in Blox Inc.

11. PROPERTY, PLANT AND EQUIPMENT

	Consolidated 2014 $	2013 $
Plant and equipment		
At cost	**241,994**	260,533
Less accumulated depreciation	**(197,899)**	(194,999)
	44,095	65,534

Reconciliation
Movement in the carrying amounts for each class of property, plant and equipment between the beginning and the end of the current financial period.

	2014 $	2013 $
Balance at the beginning of the year	**65,534**	58,428
Additions	**-**	23,074
Disposals	**(588)**	
Depreciation expense	**(5,968)**	(6,214)
Depreciation capitalised to exploration	**(13,300)**	(15,146)
Foreign currency translation difference movement	**(1,583)**	5,392
Carrying amount at the end of the year	**44,095**	65,534

12. EXPLORATION AND EVALUATION EXPENDITURE

	Consolidated	
	2014	2013
	$	$
Balance at the beginning of the year	**12,552,315**	9,816,261
Acquisition costs incurred	**-**	-
Expenditure incurred during the year	**1,227,780**	3,393,819
Exploration expenditure written off during the year	**(6,766,512)**	(1,942,967)
Disposal of tenement – Mansounia project	**(980,499)**	-
Foreign currency translation difference movement	**(215,013)**	1,285,202
Carrying amount at the end of the year	**5,818,071**	12,552,315

The expenditure above relates principally to the exploration and evaluation phase. The ultimate recoupment of this expenditure is dependent upon the successful development and commercial exploitation, or alternatively, sale of the respective areas of interest.

13. TRADE AND OTHER PAYABLES

Current

	Consolidated	
	2014	2013
	$	$
Trade payables	**54,992**	171,361
Other payables	**33,332**	76,944
	88,324	248,305

Terms and conditions relating to the above financial instruments:
- Trade and other creditors are non-interest bearing and are normally settled on 30 day terms.

Risk exposure:
- Information about the group's risk exposure to foreign exchange risk is provided in note 17.

14. CONTRIBUTED EQUITY

	Consolidated	
	2014	2013
	$	$
(a) Issued and paid-up share capital		
Ordinary shares, fully paid 407,295,924 (2013: 354,219,003)	**23,820,845**	23,142,488

Movements in Ordinary Shares:

Details	**Number of Shares**	**$**
Balance at 1 July 2012	354,219,003	23,142,488
Movement for the year ended 30 June 2013	-	-
Balance at 30 June 2013	354,219,003	23,142,488
Balance at 1 July 2013	354,219,003	23,142,488
Movement for the year ended 30 June 2014	53,076,921	678,357
Balance at 30 June 2014	407,295,924	23,820,845

Note 14(a)(i). 53,076,921 shares were issued on 10 June 2014 at a price of $0.013 per share to raise $690,000 in gross proceeds ($678,357 net of share issue costs).

14. CONTRIBUTED EQUITY (continued)

(b) Share Options

2014 - Options to take up ordinary shares in the capital of the Company have been granted as follows:

Exercise Period	Note	Exercise Price	Opening Balance 1 July 2013	Options Issued 2013/14	Options Exercised/ Cancelled 2013/14	Closing Balance 30 June 2014
			Number	*Number*	*Number*	*Number*
1 January 2012 – 31 March 2014		$0.20	2,500,000	-	(2,500,000)	-
17 November 2011 – 16 October 2013		$0.35	470,000	-	(470,000)	-
6 February 2013 – 6 February 2015		$0.08	6,000,000	-	-	6,000,000
6 February 2014 – 6 February 2015		$0.12	6,000,000	-	-	6,000,000
			14,970,000	-	(2,970,000)	12,000,000

2013 - Options to take up ordinary shares in the capital of the Company have been granted as follows:

Exercise Period	Note	Exercise Price	Opening Balance 1 July 2012	Options Issued 2012/3	Options Exercised/ Cancelled 2012/13	Closing Balance 30 June 2013
			Number	*Number*	*Number*	*Number*
On or before 31 December 2012		$0.05	6,500,000	-	(6,500,000)	-
On or before 31 December 2012		$0.05	710,000	-	(710,000)	-
On or before 31 March 2013		$0.15	2,500,000	-	(2,500,000)	-
1 January 2012 – 31 March 2014		$0.20	2,500,000	-	-	2,500,000
17 November 2011 – 16 October 2013		$0.35	470,000	-	-	470,000
29 November 2011 – 31 March 2013		$0.20	750,000	-	(750,000)	-
On or before 31 December 2012		$0.08	34,800,000	-	(34,800,000)	-
6 February 2013 – 6 February 2015		$0.08	6,000,000	-	-	6,000,000
6 February 2014 – 6 February 2015		$0.12	6,000,000	-	-	6,000,000
			60,230,000	-	(45,260,000)	14,970,000

None of the options have any voting rights, any entitlement to dividends or any entitlement to the proceeds of liquidation in the event of a winding up.

(c) 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 of 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.

15. SHARE BASED PAYMENTS EXPENSE

Employee Option Plan
In August 2007, the Company adopted the Burey Gold Limited Employee Option Plan ("Plan"). The Plan allows Directors from time to time to invite eligible employees to participate in the Plan and offer options to those eligible persons. The Plan is designed to provide incentives, assist in the recruitment, reward, retention of employees and provide opportunities for employees (both present and future) to participate directly in the equity of the Company. The contractual life of each option granted is three years or as otherwise determined by the Directors. There are no cash settlement alternatives. No options were issued under the plan during the year ended 30 June 2014 (2013: nil).

Non Plan based payments
The Company also makes share based payments to consultants and / or service providers from time to time, not under any specific plan. The Burey Gold Limited Employee Option Plan does not allow for issue of options to the directors of the parent entity. Hence, specific shareholder approval is obtained for any share based payments to directors of the parent entity.

The expense recognised in the statement of comprehensive income in relation to share-based payments is disclosed in Note 3.

The following table illustrates the number and weighted average exercise prices of and movements in share options issued during the year under the Plan:

	2014 No.	**2014 Weighted average exercise price**	2013 No.	2013 Weighted average exercise price
Outstanding at the beginning of the year	**470,000**	**$0.35**	1,180,000	$0.17
Granted during the year	**-**	**-**	-	-
Forfeited during the year	**-**	**-**	-	-
Exercised during the year	**-**	**-**	-	-
Expired during the year	**(470,000)**	**$0.35**	(710,000)	$0.05
Outstanding at the end of the year	**-**	**-**	470,000	$0.35

Expenses arising from share-based payment transactions

During the year and up to the date of this report, there have been no options issued under the employee option plan (2013: $Nil)

Other share based payments, not under any plans, are as follows (with additional information provided in Note 14 above):

	2014	**2014**	2013	2013
	Number	**$**	Number	$
Options to director, Mr Klaus Eckhof (i)	**-**	**85,256**	-	325,577

(i) 12 million options were first granted to Mr Eckhof in February 2012. 6 million options vested on 6 February 2013 and the remaining 6 million options vested on 6 February 2014. Burey recognised an expense of $85,256 for the year ended 30 June 2014 (2013: $325,577).

The fair value of the equity-settled share options granted is estimated as at the date of grant using the Black Scholes model taking into account the terms and conditions upon which the options were granted. The fair value of options issued is calculated by reference to the market value of the shares trading on the Australian Securities Exchange (ASX) on or around the date of grant.

The weighted average fair value of options granted during the financial year ended 30 June 2014 was Nil (2013: $Nil).

The weighted average remaining contractual life of share options outstanding at the end of the year was 7 months (2013: 17 months).

16. RESERVES

	Consolidated 2014 $	2013 $
Option Premium (Note 16a)	**2,395,828**	2,310,572
Foreign Currency Translation (Note 16b)	**71,801**	316,368
	2,467,629	2,626,940
(a) **Movement During the Year – Option Premium**		
Opening balance	**2,310,572**	1,984,995
Issue of directors options	**85,256**	325,577
Issue of employee / consultants options	**-**	-
Closing balance	**2,395,828**	2,310,572
(b) **Movement During the Year – Foreign Currency Translation**		
Opening balance	**316,368**	(995,063)
Foreign currency translation differences	**(244,567)**	1,311,431
Closing balance	**71,801**	316,368

Nature and purpose of reserves

Option Premium Reserve

The option premium reserve is used to recognise the grant date fair value of options issued to employees and others but not exercised (share-based payments). Also included in the option premium reserve are amounts received in consideration for the issue of options to subscribe for ordinary shares in the Company.

Foreign Currency Translation Reserve

The foreign currency translation reserve comprises all foreign exchange differences arising from the translation of the financial statements of foreign operations where their functional currency is different to the presentation currency of the reporting entity.

17. FINANCIAL RISK MANAGEMENT

Overview

The Group has exposure to the following risks from their use of financial instruments:
- credit risk
- liquidity risk
- market risk

This note presents information about the Group's exposure to each of the above risks, their objectives, policies and processes for measuring and managing risk, and the management of capital.

The Board of Directors has overall responsibility for the establishment and oversight of the risk management framework. Management monitors and manages the financial risks relating to the operations of the Group through regular reviews of the risks.

(a) Credit Risk

Credit risk is the risk of financial loss to the Group if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Group's receivables from customers and investment securities. At 30 June 2014, the Company had provided a loan of $500,000 to Amani Consulting sprl under the terms of the agreement pursuant to which the Company has acquired (subsequent to the Reporting Date) an interest in the Giro Gold Project through its acquisition of an 85% ibterest in the share capital of Amani Consulting sprl. Had this acquisition not been approved by the Company's shareholders subsequent to the Reporting Date or not completed for any other reason, the loan

17. FINANCIAL RISK MANAGEMENT (continued)

amount would have been required to be repaid to the Company by Panex Resources Inc, one of the vendors of the Giro Gold Project interest.

(i) Investments

The Group limits its exposure to credit risk by only investing in liquid securities and only with counterparties that have an acceptable credit rating.

(ii) Receivables

As the Group operates in the mineral exploration sector rather than trading, it does not have trade receivables and therefore is not exposed to credit risk in relation to trade receivables.

Presently, the Group undertakes exploration and evaluation activities in West Africa. At the reporting date there were no significant concentrations of credit risk.

Exposure to credit risk

The carrying amount of the Group's financial assets represents the maximum credit exposure. The Group does not have any material risk exposure to any single debtor or group of debtors. A very large proportion of the bank deposits are held in Australia with leading banks and a minor percentage of the Group's bank deposits is held in well established Ghana and Guinea banks.

(b) Liquidity Risk

Liquidity risk is the risk that the Group will not be able to meet its financial obligations as they fall due. The Group's approach to managing liquidity is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Group's reputation.

The Group manages liquidity risk by maintaining adequate reserves by continuously monitoring forecast and actual cash flows.

Due to the nature of the Group's activities and the present lack of operating revenue, the Group has to raise additional capital from time to time in order to fund its exploration activities. The decision on how and when the Group will raise future capital will depend on market conditions existing at that time and the level of forecast activity and expenditure.

Typically the Group ensures that it has sufficient cash on demand to meet expected operational expenses for a period of at least three to six months, including the servicing of financial obligations; this excludes the potential impact of extreme circumstances that cannot reasonably be predicted, such as natural disasters.

The following table details the Group's expected maturity for its non-derivative financial liabilities. These have been drawn up based on undiscounted contractual maturities of the financial liabilities based on the earliest date on which the Group can be required to pay.

	Less than 6 months $	6 – 12 months $	Over 1 year $	Total $
Group at 30 June 2014				
Financial Liabilities:				
Current:				
Trade and other payables	88,324	-	-	88,324
Total Financial Liabilities	88,324	-	-	88,324

17. FINANCIAL RISK MANAGEMENT (continued)

	Less than 6 months	6 – 12 months	Over 1 year	Total
	$	$	$	$
Group at 30 June 2013				
Financial Liabilities:				
Current:				
Trade and other payables	248,305	-	-	248,305
Total Financial Liabilities	248,305	-	-	248,305

(c) Market Risk

Market risk is the risk that changes in market prices, such as foreign exchange rates, interest rates and equity prices will affect the Group's income or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return.

Available for sale Financial Asset (refer Note 10) includes an entitlement to receive shares in over the counter traded US entity, Blox Inc. Following soon after the Reporting Date, the Company received 4.65 million shares in Blox Inc. In future periods, the Company will be exposed to fluctuations in the share price of Blox Inc. The investment will be recorded at fair value at each reporting date, with changes in value recognised directly in other comprehensive income.

(i) Foreign exchange risk

The Group is exposed to foreign exchange risk on investments, purchases and borrowings that are denominated in a currency other than the respective functional currency of Group entities, primarily the Australian dollar (AUD). The currencies in which these transactions are primarily denominated are AUD, GHS and USD.

The Group has not entered into any derivative financial instruments to hedge such transactions and anticipated future receipts or payments that are denominated in a foreign currency.

(ii) Exposure to foreign exchange risk

The carrying amounts of the Group's foreign currency denominated monetary assets and monetary liabilities at the reporting date explained in Australian dollars are as follows:

	Notes	**30 June 2014**		30 June 2013	
		Assets	**Liabilities**	Assets	Liabilities
		$	**$**	$	$
United States Dollar		**822,427**	**34,207**	1,143,341	177,062
Ghanaian New Cedi		**3,890**	**1,614**	28,339	2,641
Guinea Francs		**5,927**	**-**	28,162	-
		832,244	**35,821**	1,199,842	179,703

The following significant exchange rates applied during the year:

	Notes	**Average rate**		**Reporting date spot rate**	
		2014	2013	**2014**	2013
		$	$	**$**	$
United States Dollar		**0.92**	1.03	**0.94**	0.91
Ghanaian New Cedi		**2.23**	1.97	**3.01**	1.84

There has been no material exposure to non functional currency amounts during the financial year.

17. FINANCIAL RISK MANAGEMENT (continued)

(iii) Sensitivity analysis

A 10 percent strengthening (based on forward exchange rates) of the Australian dollar against the above currencies at 30 June would have increased (decreased) equity and profit or loss by the amounts shown below. This analysis assumes that all other variables, in particular interest rates, remain constant.

	Notes	Consolidated **2014** **$**	2013 $
+10% Strengthening of the Australian Dollar			
(Profit) or loss	(i)	**65,973**	108,592
Equity	(ii)	**75,243**	96,970
-10% Weakening of the Australian Dollar			
(Profit) or loss	(i)	**(80,633)**	(122,382)
Equity	(ii)	**(91,964)**	(108,178)

(i) this is mainly attributable to the exposure on USD cash

(ii) this is mainly related to the translation of foreign operations at reporting date

(iv) Interest Risk

The Group's exposure to the risk of changes in market interest rate relates primarily to the Group's cash and cash equivalents.

The Group may be exposed to interest rate risk through primary financial assets and liabilities. The following table summarises interest rate risk for the consolidated entity, together with effective interest rates as at reporting date.

2014	**Weighted Average effective interest rate**	**Floating interest rate $**	**Fixed interest rate maturing in: 1 year or less $**	**Over 1 year $**	**Non-interest bearing $**	**Total $**
Financial Assets:						
Cash and cash equivalents	1.56%	1,246,333	600,000	-	23,692	1,870,025
Current receivables		-	-	-	599,028	599,028
Non-current receivables		-	-	-	20,125	20,125
Total Financial Assets		1,246,333	600,000	-	642,845	2,489,178
Financial Liabilities:						
Current trade and other payables		-	-	-	88,324	88,324
Total Financial Liabilities		-	-	-	88,324	88,324

17. FINANCIAL RISK MANAGEMENT (continued)

2013	**Weighted Average effective interest rate**	**Floating interest rate**	**Fixed interest rate maturing in: 1 year or less**	**Fixed interest rate maturing in: Over 1 year**	**Non-interest bearing**	**Total**
		$	**$**	**$**	**$**	**$**
Financial Assets:						
Cash and cash equivalents	3.58%	1,643,881	1,500,000	-	522,771	3,666,652
Current receivables		-	-	-	63,043	63,043
Non-current receivables		-	-	-	20,125	20,125
Total Financial Assets		1,643,881	1,500,000	-	605,939	3,749,820
Financial Liabilities:						
Current trade and other payables		-	-	-	248,305	248,305
Total Financial Liabilities		-	-	-	248,305	248,305

The Group does not account for any fixed rate financial assets and liabilities at fair value through profit or loss, and the Group does not designate derivatives (interest rate swaps) as hedging instruments under a fair value hedge accounting model. Therefore a change in interest rates at the reporting date would not affect profit or loss.

Cash flow sensitivity analysis for variable rate instruments

The Group holds working capital in transaction accounts at variable interest rates. If the interest rates had increased or decreased by 100 basis points (100bps) from the year end rates (based on forward treasury rates) with all other variables held constant, profit would increase or decrease by $25,496 (2013:$47,937).

The following table summarises the sensitivity of the Group's financial assets to interest rate risk.

2014		**Interest rate risk**			
		-100 bps		+100 bps	
	Carrying Amount	Profit	Equity	Profit	Equity
	$	$	$	$	$
Financial assets					
Cash and cash equivalents	1,870,025	(25,496)	(25,496)	25,496	25,496
Total increase / (decrease)		(25,496)	(25,496)	25,496	25,496

2013		**Interest rate risk**			
		-100 bps		+100 bps	
	Carrying Amount	Profit	Equity	Profit	Equity
	$	$	$	$	$
Financial assets					
Cash and cash equivalents	3,666,652	(47,937)	(47,937)	47,937	47,937
Total increase / (decrease)		(47,937)	(47,937)	47,937	47,937

(d) Net fair values

For assets and other liabilities, the net fair value approximates their carrying value. No financial assets and financial liabilities are readily traded on organised markets in standardised form.

The aggregate net fair values and carrying amounts of financial assets and financial liabilities are disclosed in the statement of financial position and in the notes to and forming part of the financial statements.

17. FINANCIAL RISK MANAGEMENT (continued)

(e) Capital risk management

Management controls the capital of the Group in order to ensure that the Group can fund its operations on an efficient and timely basis and continue as a going concern.

There are no externally imposed capital requirements.

Management effectively manages the Group's capital by assessing the Group's cash projections up to twelve months in the future and any associated financial risks. Management will adjust the Group's capital structure in response to changes in these risks and in the market.

There have been no changes in the strategy adopted by management to control the capital of the Group since the prior year.

18. CONTINGENCIES

There were no contingent liabilities of the consolidated entity not provided for in the financial statements at 30 June 2014 (2013: Nil).

19. COMMITMENTS

(a) Capital commitments

There were no capital commitments, not provided for in the financial statements as at 30 June 2014, other than:

With respect to the Group's mineral property interests in Guinea, statutory expenditure commitments specified by the mining legislation are nominal in monetary terms. However, as part of mineral licence application and renewal requirements, the Group submits budgeted exploration expenditure. In assessing subsequent renewal applications, the mining authorities review actual expenditure against budgets previously submitted. These budget amounts do not become legal obligations of the Group and actual expenditure may and does vary depending on the outcome of actual exploration programs, and the costs and results from those programs.

(b) Lease commitments: non-cancellable operating lease

Burey Gold Limited entered into a lease agreement with Corporate Consultants Pty Ltd for the use of furnished office space on 7 June 2012. The agreement is effective from 7 June 2012 to its expiry date of 30 September 2015.

	Consolidated	
	2014	2013
	$	$
Commitments for minimum lease payments in relation to non-cancellable operating leases are payable as follows:		
Within one year	24,199	24,199
One year to five years	5,428	29,627
Total	29,627	53,826

20. STATEMENTS OF CASH FLOWS

	2014	2013
(a) Reconciliation of loss after income tax to net cash outflow from operating activities	**$**	$
Loss after income tax	**(7,454,477)**	(2,793,873)
Add back non-cash items:		
Depreciation	**5,968**	6,214
Impairment of exploration expenditure	**6,766,512**	1,942,967
Share based payments expense	**85,256**	325,577
Net exchange differences	**7,608**	(97,957)
Mansounia sale transaction settled in shares	**(872,115)**	-
Change in assets and liabilities:		
Decrease / (Increase) in receivables	**(91,924)**	71,756
Increase / (Decrease) in operating payables	**(8,349)**	(3,059)
Other changes:		
Disposal of tenement – Mansounia project	**980,499**	-
Exclusivity fee paid to Panex Resources Inc	**111,844**	-
Net cash outflow from operating activities	**(469,178)**	(548,375)

(b) Non-Cash Financing and Investing Activities

There were no non-cash financing and investing activities during the financial year ended 30 June 2014 (2013: Nil), except for the sale of the Group's interest in the Mansounia Gold Project where partial consideration amounting to $872,115 has been settled by the receipt of 4.65 million shares in Blox Inc, a US over the counter listed entity (refer Note 10).

21. RELATED PARTY TRANSACTIONS

(a) Key Management Personnel

A number of key management persons, or their related parties, hold positions in other entities that result in them having control or significant influence over the financial or operating policies of those entities. Transactions between related parties are on normal commercial terms and conditions unless otherwise stated.

	Consolidated	
	2014	2013
	$	$
Accounting, secretarial and corporate service fees paid or payable to Corporate Consultants Pty Ltd, a company in which Mr Gajewski and Mr Shah have beneficial interests.	**106,804**	141,973
Rental fees for the sub-lease of furnished office space paid or payable to Corporate Consultants Pty Ltd, a company in which Mr Gajewski and Mr Shah have beneficial interests.	**28,909**	25,441
In-country technical consulting fees paid or payable to Coresco AG, a company in which Mr Eckhof has a beneficial interest, for services provided by a consultant other than Mr Eckhof	**131,452**	27,244
Balances due to Directors and Director Related Entities at year end		
- included in trade creditors and accruals	**24,554**	35,000

(b) Parent entity

Burey Gold Limited is the ultimate parent entity.

22. PARENT ENTITY DISCLOSURES

Financial position

	Parent 2014 $	Parent 2013 $
Assets		
Current assets	**2,356,394**	3,155,057
Non-current assets	**6,880,042**	13,034,626
Total assets	**9,236,436**	16,189,683
Liabilities		
Current liabilities	**52,503**	68,602
Non-current liabilities	**-**	-
Total liabilities	**52,503**	68,602
Equity		
Issued capital	**23,820,845**	23,142,488
Accumulated losses	**(17,032,740)**	(9,331,979)
Reserves		
Option premium reserve	**2,395,828**	2,310,572
Total equity	**9,183,933**	16,121,081

Financial performance

	Parent 2014 $	Parent 2013 $
Loss for the year	**(7,700,761)**	(1,141,850)
Other comprehensive income	**-**	-
Total comprehensive loss	**(7,700,761)**	(1,141,850)

Contingent liabilities of the parent entity

The parent entity does not have any contingent liabilities.

For details on commitments, see Note 19.

Commitments for the acquisition of property, plant and equipment by the parent entity

The parent entity has not made any commitments for the acquisition of property, plant and equipment.

Interest in Subsidiaries

		Place of Incorporation	Consolidated Entity Interest 2014	Consolidated Entity Interest 2013	Class of Shares
Parent Entity			**%**	%	
Burey Gold Limited		Australia			
Subsidiary					
Burey Gold (Ghana) Ltd	Ord	Ghana	**100**	100	Ord
Burey Gold Guinee sarl	Ord	Guinea	**100**	100	Ord
Burey Resources Pty Ltd	Ord	Australia	**100**	100	Ord

23. EVENTS OCCURRING AFTER THE REPORTING DATE

Since the end of the financial year and to the date of this report no matter or circumstance has arisen which has significantly affected, or may significantly affect, the operations of the consolidated entity, the results of those operations or the state of affairs of the consolidated entity in subsequent financial years other than the matter referred to below:

In late May 2014, the Company announced that it had entered into an agreement to acquire an interest in the Giro Gold Project in DRC. The transaction was subject to shareholder approval, which was provided at a meeting held on 12 August 2014 and settlement and completion of the Giro Gold Project interest took place in September 2014. The key transaction terms are as follows:

The Company has acquired an 85% interest in the share capital of Amani Consulting sprl ("Amani"), which company in turn holds a 65% interest in the share capital of Giro Goldfields Exploration sprl ("Giro sprl"). Giro sprl is the holder of two exploitation permits ("Giro Gold Project") which cover 610km2 of prospective ground in the Oriental Province, northeast DRC. The total consideration paid by the Company comprises the issue of 118,073,001 fully paid ordinary shares (at an issue price of $0.023 per share on the issue date of 5 September 2014), 47,500,000 options exercisable at $0.05 each on or before 31 December 2016 and a cash payment of US$300,000. In addition to acquiring the shares in Amani, loans amounting to approximately US$1.15 million provided by one of the vendors to Giro sprl for funding previous exploration activity have been assigned to the Company. Amongst other things, the Company is now responsible for sole funding exploration activity at the Giro Gold Project, which costs can be recovered in priority to shareholders in Giro sprl from any future proceeds from mineral production at the Giro Gold Project. The acquisition of the interest in the Giro Gold Project is an event subsequent to the reporting date and has not been accounted for in this Financial Report, other than by way of noting it.

Burey Gold Limited
Directors' Declaration
for the year ended 30 June 2014

In the opinion of the Directors:

a) The financial statements and the notes and the additional disclosures included in the directors' report designated as audited 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 2014 and of its performance for the year ended on that date; and

   (ii) Complying with Accounting Standards (including Australian Accounting Standards) and *Corporations Regulations 2001* and other mandatory professional reporting requirements; and

b) There are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable.

c) The financial statements and notes thereto include an explicit and unreserved statement of compliance with International Financial Reporting Standards issued by the International Accounting Standards Board.

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 ended 30 June 2014.

Signed in accordance with a resolution of the Directors made pursuant to s 295(5) of the Corporations Act 2001.

On behalf of the Board

K P Eckhof
Chairman

Dated at Perth on the 30th day of September 2014

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INDEPENDENT AUDITOR'S REPORT

To the members of Burey Gold Limited

Report on the Financial Report

We have audited the accompanying financial report of Burey Gold Limited, which comprises the consolidated statement of financial position as at 30 June 2014, 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 control as the directors determine is necessary to enable the preparation of the financial report that gives a true and fair view and is free from material misstatement, whether due to fraud or error. In Note 1, 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 judgement, including the assessment of the risks of material misstatement of the financial report, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the company's preparation of the financial report that gives a true and fair view 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 company's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the directors, as well as evaluating the overall presentation of the financial report.

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 confirm that the independence declaration required by the *Corporations Act 2001*, which has been given to the directors of Burey Gold Limited, would be in the same terms if given to the directors as at the time of this auditor's report.

Opinion

In our opinion:

(a) the financial report of Burey Gold Limited 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 2014 and of its performance for the year ended on that date; and

    (ii) complying with Australian Accounting Standards and the *Corporations Regulations 2001*; and

(b) the financial report also complies with *International Financial Reporting Standards* as disclosed in Note 1.

Report on the Remuneration Report

We have audited the Remuneration Report included in the directors' report for the year ended 30 June 2014. 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 Burey Gold Limited for the year ended 30 June 2014 complies with section 300A of the *Corporations Act 2001*.

BDO Audit (WA) Pty Ltd

C Burton

Chris Burton

Director

Perth, 30 September 2014

STATEMENT OF CORPORATE GOVERNANCE PRACTICES

The Board of Directors of Burey Gold Limited is responsible for the corporate governance of the consolidated entity. The Board guides and monitors the business and affairs of Burey Gold Limited on behalf of the shareholders by whom they are elected and to whom they are accountable.

The Company has adopted appropriate systems of control and accountability as the basis for the administration of corporate governance. The Board is committed to administering the policies and procedures with openness and integrity, pursuing the true spirit of corporate governance commensurate with the Company's needs. To the extent they are applicable and given its size and circumstances the Company has adopted the Eight Essential Corporate Governance Principles and Recommendations ("Recommendations"), as published by ASX Corporate Governance Council ("CGC').

The Company's directors are fully cognisant of the Corporate Governance Principles and Recommendations published by CGC and have adopted those recommendations where they are appropriate to the Company's circumstances.

However, a number of those principles and recommendations are directed towards listed companies considerably larger than Burey Gold Limited, whose circumstances and requirements accordingly differ markedly from the Company's. For example, the nature of the Company's operations and the size of its staff mean that a number of the board committees and other governance structures recommended by the CGC are not only unnecessary in Burey's case, but the effort and expense required to establish and maintain them would, in the directors' view, be an unjustified diversion of shareholders' funds.

As the Company's activities develop in size, nature and scope, the size of the Board and the implementation of additional corporate governance structures will be given further consideration.

The Board sets out below its "if not, why not" report in relation to those matters of corporate governance where the Company's practices depart from the Recommendations.

The Company's corporate governance practices were in place throughout the financial year ended 30 June 2014 and were compliant, unless otherwise stated, with the CGC's principles and recommendations, which are noted below. The Board as a whole is involved in matters where larger Boards would ordinarily operate through sub-committees. For these reasons, some of the best practices recommended by CGC are not cost effective for adoption in a small company environment.

Principle 1. Lay solid foundations for management and oversight
Principle 2. Structure the board to add value
Principle 3. Promote ethical and responsible decision making
Principle 4. Safeguard integrity in financial reporting
Principle 5. Make timely and balanced disclosure
Principle 6. Respect the rights of shareholders
Principle 7. Recognise and manage risk
Principle 8. Remunerate fairly and responsibly

STATEMENT OF CORPORATE GOVERNANCE PRACTICES (continued)

Principle 1 Recommendation 1.1

Notification of Departure:

The Company has not formally disclosed the functions reserved to the Board and those delegated to senior executives as the Company does not have any senior executives (who are not also directors) at this time. The appointment of non-executive directors to the Board is not formalised in writing by way of a letter or other agreement.

Explanation for Departure:

The Board recognises the importance of distinguishing between the respective roles and responsibilities of the Board and senior executives. The Board has established an informal framework for the management of the Company and the roles and responsibilities of the Board and senior executives. Due to the small size of the Board and of the Company, the Board do not think that it is necessary to formally document the roles of Board and management until such time as senior executives are employed, as it believes that these roles are being carried out in practice and are clearly understood by all members of the Board. The Board is responsible for the strategic direction of the Company, establishing goals for management and monitoring the achievement of these goals, monitoring the overall corporate governance of the Company, reviewing and monitoring risk and ensuring that shareholder value is increased.

The Company had one executive director, the Managing Director during the year. The Managing Director is responsible for ensuring that the Company achieves the goals established by the Board.

The appointment of non-executive directors is formalised in accordance with the regulatory requirements and the Company's constitution.

Principle 1 Recommendations 1.2 and 1.3

As mentioned above, the Company had one executive director, being the Managing Director during the year. The Company had no senior executives other than the Managing Director during the year.

Principle 2 Recommendations 2.1 and 2.2

Notification of departure

Mr Ron Gajewski, the non-executive chair, is not independent in accordance with the test of independence as set out in Box 2.1 of the ASX Corporate Governance Principles and Recommendations. In addition the Company does not have a majority of independent directors.

Explanation for departure

The Board considers that the current composition of the Board is adequate for the Company's current size and operations, and includes an appropriate mix of skills and expertise, relevant to the Company's business. The current Board structure presently consists of the non-executive chairman, the managing director and two other non-executive directors. The Company considers that each of the directors possess skills and experience suitable for building the Company. The Board takes the responsibilities of best practice in corporate governance seriously. It is the Board's intention to review its composition on a continual basis as the Company's expands its activities and greater demands and skills amongst directors become necessary.

STATEMENT OF CORPORATE GOVERNANCE PRACTICES (CONTINUED)

Principle 2 Recommendation 2.5

Evaluation of the Board as a whole and that of individual directors is presently carried out on an informal basis. This is done on an annual basis but also during the course of the year as specific events take place, for example following the completion of an exploration program.

Principle 2 Recommendation 2.4 and Principle 4 Recommendations 4.1 to 4.4

Notification of Departure

Separate audit and nomination committees have not been formed.

Explanation for Departure

The Board considers that the Company is not currently of a size, nor are its affairs of such complexity to justify the formation of separate or special committees at this time. The Board as a whole is able to address the governance aspects of the full scope of the Company's activities and to ensure that it adheres to appropriate ethical standards.

In particular, the full Board considers those matters that would usually be the responsibility of an audit committee and a nomination committee. The Board considers that, at this stage, no efficiencies or other benefits would be gained by establishing a separate audit committee or a separate nomination committee.

Principle 3 Recommendation 3.1

Notification of Departure:

The Company has not established a formal code of conduct.

Explanation for Departure:

The Board considers that its business practices as set by the Board are the equivalent of a code of conduct. Due to the small size of the Company and lack of complexity in its activities, the Board is involved in most aspects of the Company's activities. The directors have a history of working with public listed companies and, notwithstanding the absence of a formal code of conduct, are familiar with listing rules, legal requirements and general requirements for ethical behaviour and integrity in decision making, including trading in the Company's securities.

Principle 3 Recommendation 3.2 to 3.4

Notification of Departure:

The Company does not have a documented policy concerning diversity and its measurable objectives in this regard.

Explanation for Departure:

The Board recognises the value of providing an inclusive workplace and the value of having a workforce made up of individuals with diverse skills, values, background and experiences, with a commitment to equality and respect. However, given the current scale of operations, stage of development and size of the workforce, the Board considers it impractical to have a formal diversity policy.

Due to the size of the Company and its workforce, the Board does not consider it appropriate to set measurable objectives for achieving gender diversity at this time.

The Company has 11 staff, of which 2 are women.

There are no women in senior executive positions or on the board.

STATEMENT OF CORPORATE GOVERNANCE PRACTICES (continued)

Principle 5 Recommendation 5.1

Notification of Departure:

The Company has not established written policies and procedures designed to ensure compliance with ASX Listing Rule disclosure requirements and accountability for compliance.

Explanation for Departure:

The Company's directors have a long history of involvement with public listed companies and are familiar with disclosure requirements of the ASX listing rules.

The Company has in place informal procedures which it believes are sufficient for ensuring compliance with ASX Listing Rule disclosure requirements and accountability for compliance. The Board has nominated the non-executive chairman and the company secretary as being responsible for all matters relating to disclosure.

Principle 6 Recommendation 6.1

Notification of Departure:

The Company has not established a formal shareholder communication strategy.

Explanation for Departure:

While the Company has not established a formal shareholder communication strategy, it actively communicates with its shareholders in order to identify the expectations of its shareholders and actively promote shareholder involvement in the Company. It achieves this by posting on its website copies of all information which is lodged with the ASX. Shareholders with internet access are encouraged to provide their email addresses to receive electronic copies of information distributed by the Company. Alternatively, hard copies of information distributed by the Company is available on request.

The Company's auditors are required to attend the Company's AGM to answer any questions put to them by the shareholders.

Principle 7 Recommendation 7.1 to 7.3

Notification of Departure:

The Company has an informal risk oversight and management policy and internal compliance and control system.

Explanation for Departure:

The Board does not currently have formal procedures in place but is aware of the various risks that affect the Company and its particular business. A review and discussion of key risks is a standing agenda item at Board meetings. As the Company develops, the Board will develop appropriate procedures to deal with risk oversight and management and internal compliance, taking into account the size of the Company and the stage of development of its projects.

The Board has received a section 295A declaration pursuant to the 2014 financial period.

STATEMENT OF CORPORATE GOVERNANCE PRACTICES (continued)

Principle 8 Recommendation 8.1

Notification of Departure:

The Company has not established a remuneration committee and does not have in place a formal process for evaluation of the Board, individual directors and key executives.

Explanation for Departure:

Evaluating the Board and individual directors is on an informal basis at regular intervals until such time as the size of the Board warrants a formal process for implementation and key executives are employed.

Principle 8 Recommendation 8.2

Notification of Departure:

The Company has in the past granted options to non-executive directors and the Board considers it appropriate to do so again in the future.

Explanation for Departure:

For small companies, particularly those involved in mineral exploration, the focus generally is on maximising the proportion of funds spent on exploration as opposed to corporate and administration. Thus in order to do so and conserve cash and attract good calibre candidates, the Board considers it necessary to grant options to non-executive directors as part of their remuneration packages.

The shareholder information set out below was applicable as at 29 September 2014.

Substantial shareholders

An extract of the Company's register of substantial shareholders is set out below.

Shareholder	**Number of Shares**
Perseus Mining Limited	81,500,000
Panex Resources Inc	55,705,232

Distribution of equity security holders

Size of Holding	Ordinary Shares
1 to 1,000	33
1,001 to 5,000	104
5,001 to 10,000	160
10,001 to 100,000	545
100,001 and over	288
	1,130

The number of shareholdings comprising less than a marketable parcel was 508.

Twenty Largest Shareholders as at 29 September 2014	**Number of Shares**	**% Held**
CONG MAO HUAI	94,592,531	18.00
PERSEUS MINING LIMITED	81,500,000	15.51
JP MORGAN NOMINEES AUSTRALIA LIMITED	71,664,896	13.64
PANEX RESOURCES INC	55,705,232	10.60
HSBC CUSTODY NOMINEES (AUSTRALIA) LIMITED	13,926,091	2.65
VIENNA HOLDINGS PTY LTD	11,000,000	2.09
SANCOAST PTY LTD	10,000,000	1.90
MICHAEL LYNCH	8,440,550	1.61
P R PERRY NOMINEES PTY LTD	5,350,000	1.02
SELL POWER PTY LTD	5,255,400	1.00
ST BARNABAS INVESTMENTS PTY LTD	4,773,618	0.91
BRENNAN SUPER (WA) PTY LTD	4,000,000	0.76
NATIONAL NOMINEES LIMITED	3,242,000	0.62
DIDIER MBAYA BAMWANYA	3,118,388	0.59
BELLARMIN MWANZA NSHIMBA	3,118,388	0.59
TECHNICA PTY LTD	2,835,000	0.54
HAWKESTONE OIL PTY LTD	2,781,000	0.53
YARANDI INVESTMENTS PTY LTD	2,716,909	0.52
MICHAEL DAVIES	2,600,000	0.49
GAB SUPERANNUATION FUND PTY LTD	2,150,260	0.41
	388,770,263	74%

On-market buy-back

There is no current on-market buy-back.

Unquoted equity securities

Class	Number	Holders
Options – exercisable at 8 cents each on or before 6 February 2015	6,000,000	Director – K Eckhof
Options – exercisable at 12 cents each on or before 6 February 2015	6,000,000	Director – K Eckhof
Options – exercisable at 5 cents each on or before 31 December 2016	47,500,000	Note 1

Note 1: Holders of more than 20% of this class of options:

Cong Mao Huai 42,750,000 options

Mineral Interests held at 29 September 2014 are as follows:-

Location	*Concession name and type*	*Registered Holder*	*Burey's current equity interest*	*Maximum equity interest capable of being earned*	*Notes*
Guinea	Balatindi Exploration Permit	Africa Banawa Mining SARLU	-	90%	1
DRC	Giro Exploitation Permits PEs 5046 & 5049	Giro Goldfields Exploration sarl	55.25%	55.25%	2

DRC - Democratic Republic of Congo

Notes:

1. Burey has exercised its option to acquire an initial 90% interest in the named property and is responsible for sole funding exploration on the property after exercise of the option. Legal documentation for Burey to acquire 90% of the share capital in Africa Banawa mining sarlu is in the process of completion subject to ministerial consent. Burey has the right to acquire a further 5% by payment of US$500,000 and the remaining 5% by granting a 1% net smelter royalty. The Government of Guinea's statutory 15% free-carried beneficial interest on commencement of production would be adjusted against Burey's interest.

2. In September 2014 Burey completed the acquisition of 85% of the share capital in Amani Consulting sprl ("Amani"), which entity owns 65% of the capital in Giro Goldfields Exploration sarl ("Giro sarl"), a DRC registered company and the registered holder of the two exploitation permits comprising the Giro Project. Burey is responsible for sole funding exploration on the Giro Project. Societe Miniere De Kilo Moto ("Sokimo"), a limited liability company wholly owned by the DRC Government holds the other 35% interest in Giro sarl.