

OKLO RESOURCES LIMITED

ABN 53 121 582 607

**HALF YEAR FINANCIAL REPORT
FOR THE HALF-YEAR ENDED
31 DECEMBER 2014**

CORPORATE INFORMATION

DIRECTORS

Mr James Henderson (Non-Executive Chairman)

Mr Simon Taylor (Non-Executive Director) (appointed 28 August 2014, Managing Director from 5 March 2015)

Mr Jeremy Bond (Non-Executive Director) (appointed 11 September 2014)

Mr Marshall Auerback (Non-Executive Director) (resigned 28 August 2014)

Mr Michael Pixley (Non-Executive Director) (resigned 25 November 2014)

CHIEF EXECUTIVE OFFICER/MANAGING DIRECTOR

Mr Ian Spence (Appointed 1 January 2014) (resigned 1 February 2015)

Mr Simon Taylor (Appointed 5 March 2015)

COMPANY SECRETARY

Ms Louisa Martino (Appointed 5 January 2015)

Mr Alan Boys (Resigned 5 January 2015)

BANKER

National Australia Bank Limited

South Sydney Partnership

Suite 1, Level 6, 5-13 Rosebery Ave,

Rosebery, NSW 2018

AUDITORS

BDO Audit (WA) Pty Ltd

38 Station Street

Subiaco, WA, 6008

REGISTERED OFFICE

Level 5, 56 Pitt Street

Sydney NSW 2000

Telephone: +61 2 8823 3100

Facsimile: +61 2 9252 8466

Website: www.okloresources.com

STOCK EXCHANGE

The Company's securities are quoted on the official list of the Australian Securities Exchange Limited (ASX code: OKU).

SHARE REGISTRY

Computershare Investor Services Pty Ltd

Level 2, Reserve Bank Building

45 St Georges Terrace

Perth, WA, 6000

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OKLO RESOURCES LIMITED

DIRECTORS' REPORT

The Directors present their report together with the financial statements of Oklo Resources Limited and its controlled entities ("Oklo Resources" or "the Group") for the half-year ended 31 December 2014.

DIRECTORS

The following persons held office as a Director of Oklo Resources during the half year ended 31 December 2014:

Mr James Henderson (Non-Executive Chairman)

Mr Simon Taylor (Non-Executive Director) (appointed 28 August 2014, Managing Director from 5 March 2015)

Mr Jeremy Bond (Non-Executive Director) (appointed 11 September 2014)

Mr Marshall Auerback (Non-Executive Director) (resigned 28 August 2014)

Mr Michael Pixley (Non-Executive Director) (resigned 25 November 2014)

All the Directors shown were in office from the beginning of the half-year until the date of this report, unless otherwise stated.

RESULTS

The net profit of the economic entity for the half year ended 31 December 2014 was \$233,694 (2013: loss \$370,605).

No dividends were paid or declared by the company during the half-year.

REVIEW OF OPERATIONS

The following is a summary of the activities of Oklo Resources during the period 1 July 2014 to 31 December 2014. It is recommended that this half yearly report be read in conjunction with the 30 June 2014 Annual Report and any public announcements made by the Company during the period. In accordance with the continuous disclosure requirements, readers are referred to the announcements lodged with the Australian Securities Exchange regarding the activities of the Company.

CORPORATE

In September 2014, the Company completed a \$540,000 private placement to provide funds for working capital.

In October 2014, the Company undertook a 1 for 5 Rights Issue to raise a total of \$1,007,825. This rights issue was underwritten and the underwriting being contingent, inter alia, on completing the consolidation (see below).

In December 2014, following the receipt of shareholder approval, the company completed a 1 for 20 consolidation of its securities.

OKLO RESOURCES LIMITED

DIRECTORS' REPORT (Continued)

In December 2014, the Group settled its major liability, being a long-term loan included in the accounts of a subsidiary company. This loan was settled by the issue of shares in the Company with a market value being substantially less than the face value of the loan.

During the half-year, the Company made a number of changes to the board aimed at bolstering market awareness of Oklo Resources.

EXPLORATION OVERVIEW

During the half-year, exploration activities were focused on data re-processing and a review of auger assays generated from the 2014 auger drilling at Selingouma, at the Company's Dandoko Licence. The Selingouma target is located 4km and 6km from the Company's existing Disse and Diabarou discoveries. As a result the Company has successfully extended the geochemical footprint of known mineralisation at Dandoko.

In December 2014, the Company commenced a Ground Geophysical Induced Polarisation (IP) program at Dandoko at the Disse, Diabarou and Selingouma targets that was completed in the first quarter 2015. The survey was extended to include additional prospective prospects at the Yanfolila and Aourou (Socaf) Projects. Results of the data interpretation will be used in maximising the planning of a proposed drilling program to commence in early 2015.

SIGNIFICANT CHANGES

There have been no changes in the state of affairs of the economic entity that occurred during the half-year under review not otherwise disclosed in this report.

SUBSEQUENT EVENTS

On 1 February 2015, Ian Spence stepped-down from his role as Chief Executive Officer.

On 4 March 2015, the Company announced that it had successfully completed a placement of 8,530,000 ordinary shares at 6.5 cents per share to raise \$554,450 (before costs).

On 5 March 2015, the Company announced that Simon Taylor had agreed to increase his role to become Managing Director of Oklo Resources effective immediately.

Other than as disclosed in this financial report, there has not been any matter or circumstance that has arisen since 31 December 2014, which has significantly affected, or may significantly affect the operations of the economic entity, the result of those operations, or the state of affairs of the economic entity in subsequent financial periods.

OKLO RESOURCES LIMITED

DIRECTORS' REPORT (Continued)

AUDITOR'S INDEPENDENCE DECLARATION

A copy of the auditor's independence declaration as required under section 307C of the Corporations Act 2001 is set out on page 8.

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



James Henderson
Non-Executive Chairman
Date: 16 March 2015
Sydney, New South Wales



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Subiaco, WA 6008
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DECLARATION OF INDEPENDENCE BY DEAN JUST TO THE DIRECTORS OF OKLO RESOURCES LIMITED

As lead auditor for the review of Oklo Resources Limited for the half-year ended 31 December 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 review; and
2. No contraventions of any applicable code of professional conduct in relation to the review.

This declaration is in respect of Oklo Resources Limited and the entities it controlled during the period.

Dean Just

Director

BDO Audit (WA) Pty Ltd

Perth, 16 March 2015

OKLO RESOURCES LIMITED

CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME FOR THE HALF-YEAR ENDED 31 DECEMBER 2014

		Consolidated	
	Note	31 December 2014 \$	31 December 2013 \$
Continuing Operations			
Other income		656,684	3,000
Administration expense		(56,278)	(55,293)
Employee benefits expense		(67,354)	(47,910)
Exploration expense		(18,907)	(2,310)
Foreign currency movements		(18,756)	-
Impairment of current investments		(28,800)	-
Legal expense		(10,291)	-
Occupancy expense		(29,512)	(14,334)
Professional fee expense		(147,437)	(87,755)
Share based payments expense	9	(45,330)	(145,000)
Travel and accommodation expense		(1,418)	(22,993)
Results from operating activities		232,601	(372,595)
Finance income		1,093	1,990
Finance costs		-	-
Net finance income		1,093	1,990
Profit/(Loss) before income tax expense		233,694	(370,605)
Income tax expense		-	-
Profit/(Loss) after tax from continuing operations		233,694	(370,605)
Net profit/(loss) for the half-year		233,694	(370,605)
Other comprehensive income			
Items that will be reclassified to profit or loss			
Foreign currency translation differences for foreign operations		972,189	587,473
Income tax on items that will be reclassified to profit or loss		-	-
Other comprehensive income for the half-year, net of income tax		972,189	587,473
Total comprehensive income for the half-year		1,205,883	216,868

The accompanying notes form part of these financial statements

OKLO RESOURCES LIMITED

CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME (Continued) FOR THE HALF-YEAR ENDED 31 DECEMBER 2014

	Consolidated	
	31 December 2014 \$	31 December 2013 \$
Profit/(Loss) for the half-year is attributable to:		
Owners of Oklo Resources Limited	233,694	(370,605)
Non-controlling interest	-	-
	233,694	(370,605)
Total comprehensive income for the half year is attributable to:		
Owners of Oklo Resources Limited	1,205,883	143,042
Non-controlling interest	-	73,826
	1,205,883	216,868
Earnings per share for profit/ (loss) attributable to owners of Oklo Resources Limited		
Basic profit/ (loss) per share (cents per share)	0.0028	(0.016)
Diluted profit/ (loss) per share (cents per share)	0.0026	(0.016)

The accompanying notes form part of these financial statements

OKLO RESOURCES LIMITED

CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS AT 31 DECEMBER 2014

	Note	Consolidated 31 December 2014 \$	30 June 2014 \$
CURRENT ASSETS			
Cash and cash equivalents	2	1,188,943	285,786
Trade and other receivables		10,735	8,660
Financial assets at fair value through profit or loss		11,200	40,000
TOTAL CURRENT ASSETS		1,210,878	334,446
NON-CURRENT ASSETS			
Property, plant and equipment		148,241	191,633
Exploration and evaluation expenditure	3	9,131,364	8,016,414
TOTAL NON-CURRENT ASSETS		9,279,605	8,208,047
TOTAL ASSETS		10,490,483	8,542,493
CURRENT LIABILITIES			
Trade and other payables	4	61,635	158,354
TOTAL CURRENT LIABILITIES		61,635	158,354
NON-CURRENT LIABILITIES			
Borrowings	5	-	800,307
TOTAL NON-CURRENT LIABILITIES		-	800,307
TOTAL LIABILITIES		61,635	958,661
NET ASSETS		10,428,848	7,583,832
EQUITY			
Contributed equity	6	21,141,157	19,575,543
Reserves		316,061	(729,647)
Accumulated losses		(11,568,587)	(11,802,281)
Non-controlling interest		540,217	540,217
TOTAL EQUITY		10,428,848	7,583,832

The accompanying notes form part of these financial statements.

OKLO RESOURCES LIMITED

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE HALF-YEAR ENDED 31 DECEMBER 2014

	Issued Capital	Accumulated losses	Option Reserve	Non- Controlling Interest	Translation Reserve	Total
Consolidated Group	(\$)	(\$)	(\$)	(\$)	(\$)	(\$)
Balance at 1 July 2013	14,012,620	(11,013,482)	288,360	525,917	(933,261)	2,880,154
Loss for period	-	(370,605)	-	-	-	(370,605)
Other comprehensive income						
Exchange differences on translation of foreign operation	-	-	-	73,826	513,647	587,473
Total other comprehensive income	-	-	-	73,826	513,647	587,473
Total comprehensive income/(loss) for the half-year	-	(370,605)	-	73,826	513,647	216,868
Transactions with owners in their capacity as owners						
Contributions of equity, net of transaction costs	4,948,588	-	-	-	-	4,948,588
Share based payments for shares issued to key management personnel	-	-	145,000	-	-	145,000
Share based payments-other	-	-	28,210	-	-	28,210
Balance at 31 December 2013	18,961,208	(11,384,087)	461,570	599,743	(419,614)	8,218,820
Balance at 1 July 2014	19,575,543	(11,802,281)	538,460	540,217	(1,268,107)	7,583,832
Profit/(Loss) for period	-	233,694	-	-	-	233,694
Other comprehensive income						
Exchange differences on translation of foreign operation	-	-	-	-	972,189	972,189
Total other comprehensive income	-	-	-	-	972,189	972,189
Total comprehensive income for the half-year	-	233,694	-	-	972,189	1,205,883
Transactions with owners in their capacity as owners						
Contributions of equity, net of transaction costs	1,385,614	-	28,189	-	-	1,413,803
Share based payments for options issued to key management personnel	-	-	45,330	-	-	45,330
Conversion of Debt to Equity	180,000	-	-	-	-	180,000
Balance at 31 December 2014	21,141,157	(11, 568,587)	611,979	540,217	(295,918)	10,428,848

The accompanying notes form part of these financial statements.

**CONSOLIDATED STATEMENT OF CASH FLOWS
FOR THE HALF-YEAR ENDED 31 DECEMBER 2014**

	Consolidated	
	31 December 2014 \$	31 December 2013 \$
CASH FLOW FROM OPERATING ACTIVITIES		
Payments to suppliers and employees	(367,347)	(262,265)
Interest received	1,093	1,990
Other receipts	-	3,000
Net cash (used) in operating activities	(366,254)	(257,275)
CASH FLOW FROM INVESTING ACTIVITIES		
Payments for exploration	(147,317)	(208,074)
Loan to other entity	-	(95,000)
Acquisition of asset, net of cash acquired	-	(436,680)
Net cash (used) in investing activities	(147,317)	(739,754)
CASH FLOW FROM FINANCING ACTIVITIES		
Proceeds from share issue (net of share issue costs)	1,413,803	748,475
Net cash provided from financing activities	1,413,803	748,475
Net increase/ (decrease) in cash held	900,232	(248,554)
Cash at beginning of the period	285,786	739,061
Foreign exchange variances on cash	2,925	(2,780)
Cash at end of the period	1,188,943	487,727

The accompanying notes form part of these financial statements.

OKLO RESOURCES LIMITED

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE HALF-YEAR ENDED 31 DECEMBER 2014

CORPORATE INFORMATION

The consolidated financial statements of Oklo Resources Limited (the Company) for the half-year ended 31 December 2014 was authorised for issue in accordance with a resolution of the directors on 16 March 2015.

Oklo Resources Limited is a company limited by shares incorporated in Australia whose shares are publicly traded on the Australian Securities Exchange.

The nature of the operations and principal activities of the Company and its subsidiaries are described in the Directors' report.

Note 1: STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Preparation

These general purpose financial statements for the half-year reporting period ended 31 December 2014 have been prepared in accordance with Australian Accounting Standard 134 Interim Financial Reporting and the Corporations Act 2001.

These half-year financial statements do not include all the notes of the type normally included in annual financial statements and therefore cannot be expected to provide as full an understanding of the financial performance, financial position and investing activities of the consolidated entity as the full financial statements. Accordingly, these half-year financial statements are to be read in conjunction with the annual financial statements for the year ended 30 June 2014 and any public announcements made by Oklo Resources during the half-year reporting period in accordance with the continuous disclosure requirements of the Corporations Act 2001.

The half-year report has been prepared on an accruals basis and is based on historical costs.

New and amended standards adopted by the entity

A number of new or amended standards became applicable for the current reporting period, however, the Group did not have to change its accounting policies or make retrospective adjustments as a result of adopting these standards. There may be some changes to the disclosures in the 30 June 2015 annual report as a consequence of these amendments.

Impact of standards issued but not yet applied by the entity

There were no new standards issued since 30 June 2014 that have been applied by Group. The 30 June 2014 annual report disclosed that Group anticipated no material impacts (amounts recognised and/or disclosed) arising from initial application of those standards issued but not yet applied at that date, and this remains the assessment as at 31 December 2014.

Going Concern

This report has been prepared on the going concern basis, which contemplates the continuity of normal business activity and the realisation of assets and the settlement of liabilities in the normal course of business.

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE HALF-YEAR ENDED 31 DECEMBER 2014**
Note 1: STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

The consolidated entity has incurred a net profit after tax for the half-year ended 31 December 2014 of \$246,024 (December 2013: loss \$370,605) and experienced net cash outflows from operating activities of \$366,254 (December 2013: \$257,275). As at 31 December 2014 the consolidated entity had net current assets of \$1,148,883 (December 2013: \$427,382).

The Directors recognise that the ability of the consolidated entity to continue as a going concern is dependent on the ability of the consolidated entity to secure additional funding through equity, successful exploration and subsequent exploitation of the consolidated entity's tenements and/ or sale of non-core assets. Should the entity be unable to continue as a going concern, it may be required to realise its assets and extinguish its liabilities other than in the ordinary course of business, and at amounts that differ from those stated in the financial statements.

Note 2: CASH AND CASH EQUIVALENTS

For the purpose of the half-year statement of cash flows, cash and cash equivalents are comprised of the following:

	Consolidated 31 December 2014 \$	Consolidated 30 June 2014 \$
Cash at bank and in hand	1,188,943	285,786

Note 3: EXPLORATION AND EVALUATION EXPENDITURE

	Consolidated 31 December 2014 \$	Consolidated 30 June 2014 \$
Exploration and Evaluation		
At written down value	9,131,364	8,016,414
Opening net book amount	8,016,414	2,300,000
Additions	120,126	551,197
Acquisitions	-	5,400,000
Impairment of exploration expenditure	-	-
Foreign exchange differences	994,824	(234,783)
Total exploration and evaluation	9,131,364	8,016,414

OKLO RESOURCES LIMITED

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE HALF-YEAR ENDED 31 DECEMBER 2014

Note 4: TRADE AND OTHER PAYABLES

	Consolidated 31 December 2014	Consolidated 30 June 2014
	\$	\$
Trade payables	39,823	74,572
Sundry payables and accrued expenses	21,812	83,782
	<u>61,635</u>	<u>158,354</u>

Note 5: BORROWINGS

	Consolidated 31 December 2014	Consolidated 30 June 2014
	\$	\$
Borrowings (Non-Current)	<u>-</u>	<u>800,307</u>

One of the Group's subsidiaries, Africa Mining sarl, had an unsecured advance that was interest free and could not be called for repayment until 31 December 2016.

During the half year, the Group agreed to a debt settlement arrangement where the full amount of the loan was settled by the issue of 3,000,000 (60,000,000 pre-consolidation) shares in the Company. As a result of the debt settlement, a gain on debt settlement totalling \$656,684 has been recorded as other income in the statement of profit or loss and other comprehensive income.

Note 6: CONTRIBUTED EQUITY

	Consolidated 31 December 2014	Consolidated 30 June 2014
	\$	\$
(a) Issued and paid-up capital		
Fully Paid Ordinary shares	<u>21,141,157</u>	<u>19,575,543</u>

OKLO RESOURCES LIMITED

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE HALF-YEAR ENDED 31 DECEMBER 2014

Note 6: CONTRIBUTED EQUITY (Continued)

(b) Movements in shares on issue

	31 December 2014		30 June 2014	
	Number of Shares	\$	Number of Shares	\$
Opening balance	1,499,707,155	19,575,543	350,497,211	14,012,620
Issued during the year (i)	-	-	1,149,209,944	5,912,184
Issued during the year (ii)	180,000,000	540,000	-	-
Issued during the year (iii)	14,100,192	42,301	-	-
Sub-total	1,693,807,347	20,157,844	1,499,707,155	19,924,804
1 for 20 Share consolidation (iv)	84,690,492	20,157,844	-	-
Issued during the year (iii)	16,092,066	965,524	-	-
Issued during the year (v)	3,000,000	180,000	-	-
Transaction costs on issue	-	(162,211)	-	(349,261)
Closing Balance	103,782,558	21,141,157	1,499,707,155	19,575,543

- (i) Refer to the 30 June 2014 annual report for details of these transactions.
- (ii) Issue of shares in September 2014 pursuant to a placement.
- (iii) Issue of shares on 29 October 2014 pursuant to a 1 for 5 rights issue. The right issue closed in October 2014 and the Underwritten Shortfall was issued on 8 December 2014, following the consolidation of the Company's securities.
- (iv) On 8 December 2014, the company consolidated its securities on the basis of 1 new security for every 20 securities held.
- (v) Issue of shares on 8 December 2014 in satisfaction of the debt owed by the Company's wholly owned Malian subsidiary, Africa Mining sarl, to Dr Madani Diallo (refer Note 5).

(c) Share Options

	31 December 2014	30 June 2014
	Number of Options	Number of Options
Opening balance	103,999,000	13,000,000
Issued during the year (i)		90,999,000
Issued during the year (ii)	10,800,000	-
Sub-total	114,799,000	103,999,000
1 for 20 consolidation (iii)	5,739,950	-
Issued during the year (iv)	1,007,825	-
Issued during the year (v)	3,000,000	-
Options expired 21 December 2014	(300,000)	-
Closing Balance	9,447,775	103,999,000

- (i) Refer to the 30 June 2014 annual report for details of these transactions.
- (ii) Issue of unlisted options to the underwriter pursuant to a placement in September 2014 with an exercise price of \$0.005 (\$0.10 post-consolidation) and expiry date of 22 September 2017. Refer Note 9.
- (iii) On 8 December 2014, the company consolidated its securities on the basis of 1 new security for every 20 securities held.
- (iv) Issue of unlisted options to the underwriter pursuant to the rights issued completed in December 2014 with an exercise price of \$0.005 (\$0.10 post-consolidation) and expiry date of 8 December 2017. Refer Note 9.
- (v) Issue of unlisted options to the directors in December 2014 with an exercise price of \$0.005 (\$0.10 post-consolidation) and expiry date of 8 December 2017. Refer Note 9.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE HALF-YEAR ENDED 31 DECEMBER 2014

Note 7. DIVIDENDS

No dividends were paid or declared by the company during the half-year.

Note 8: SEGMENT INFORMATION

At 30 June 2014 the segment information reported was analysed on the basis of geographical region (Australia and Mali). During the period to 31 December 2014, the Group's management reporting has remained unchanged.

Information regarding these segments is presented below. The accounting policies of the reportable segments are the same as the Group's accounting policies.

The following is an analysis of the Group's revenue and results by reportable operating segment for the review periods:

	Australia		Mali		Group	
	2014	2013	2014	2013	2014	2013
	\$	\$	\$	\$	\$	\$
Segment revenue						
Gain on Debt Settlement	-	-	656,684	-	656,684	-
Exploration expense	-	(2,310)	(18,907)	-	(18,907)	(2,310)
Capitalised exploration expenditure written off	-	-	-	-	-	-
Segment result	-	(2,310)	637,777	-	637,777	(2,310)
Other income					-	3,000
Employee benefits expense					(67,354)	(192,910)
Professional fee expense					(147,437)	(87,755)
Share based payment expense					(45,330)	-
Legal expense					(10,291)	-
Administration expense					(56,278)	(55,293)
Travel and accommodation expense					(1,418)	(22,993)
Occupancy expense					(29,512)	(14,334)
Finance income					1,093	1,990
Impairment of current investments					(28,800)	-
Foreign currency movements					(18,756)	-
Profit/(Loss) before income tax					<u>233,694</u>	<u>(370,605)</u>

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE HALF-YEAR ENDED 31 DECEMBER 2014

Note 8: SEGMENT INFORMATION (Continued)

The following is an analysis of the Group's assets by reportable operating segment:

	31 December 2014	30 June 2014
Segment assets	\$	\$
Australia	1,133,018	260,788
Mali	9,357,105	8,281,705
Total assets	10,490,123	8,542,493

The following is an analysis of the Group's liabilities by reportable operating segment:

	31 December 2014	30 June 2014
Segment liabilities	\$	\$
Australia	37,743	95,068
Mali	23,892	863,593
Total liabilities	61,635	958,661

Note 9: SHARE BASED PAYMENTS

	31 December 2014
	\$
Options issued pursuant to underwriter mandate for placement (i)	12,960
Options issued pursuant to underwriter mandate for rights issue (ii)	15,228
Options issued to Directors (iii)	45,330

- (i) On 3 September 2014, the Company issued 10,800,000 Options (on a pre-Consolidation basis) in consideration for underwriting services provided by Taylor Collison pursuant to the funding mandate entered into between the Company and Taylor Collison Limited dated 26 August 2014.

The options were allotted to the above named on 23 September 2014 with a strike price of \$0.005 (\$0.10 post-consolidation) and expiry date of 22 September 2017.

The options have been valued using an option pricing model and have been given a total market value of \$12,960 which has been booked as a cost of equity. The values and inputs used in the option pricing model were as follows:

Options granted	10,800,000
Value per option	\$0.0012
Expiry date	22 September 2017
Risk free rate	2.52%
Volatility	90%

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE HALF-YEAR ENDED 31 DECEMBER 2014**

Note 9: SHARE BASED PAYMENTS (continued)

- (ii) On 8 December 2014, the Company issued 1,007,825 Options (on a post-Consolidation basis) in consideration for underwriting services provided by Taylor Collison pursuant to the underwriting agreement in respect of the 1 for 5 rights issue entered into between the Company and Taylor Collison Limited dated October 2014.

The options were allotted to the above named on 9 December 2014 with a strike price of \$0.005 (\$0.10 post-consolidation) and expiry date of 8 December 2017.

The options have been valued using an option pricing model and have been given a total market value of \$15,228 which has been booked as a cost of equity. The values and inputs used in the option pricing model were as follows:

Options granted	1,007,825
Value per option	\$0.015
Expiry date	8 December 2017
Risk free rate	2.52%
Volatility	90%

- (iii) At a general meeting of the Group held on 25 November 2014, shareholders approved the issue of a total of 3,000,000 options to Directors James Henderson, Simon Taylor and Jeremy Bond.

The options were allotted to the above named on 9 December 2014 and an exercise price of \$0.10 and expiry date of 8 December 2017.

The options have been valued using an option pricing model and have been given a total market value of \$45,330 which has been booked as a share based payment. The values and inputs used in the option pricing model were as follows:

Options granted	3,000,000
Value per option	\$0.015
Expiry date	8 December 2017
Risk free rate	2.52%
Volatility	90%

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE HALF-YEAR ENDED 31 DECEMBER 2014

Note 10: RELATED PARTY TRANSACTIONS

During the half year, the Group entered into the following related party transactions which were not disclosed in the 30 June 2014 annual report:

The following transactions occurred with related parties

	31 December 2014 \$
Payment for goods and services	
Payment for services from Transocean Securities Pty Ltd (director related entity of James Henderson)	62,405
Payment for services from Nepix Pty Ltd (director related entity of Michael Pixley)	10,140
Payment for services from Geeland Pty Ltd (director related entity of Simon Taylor)	20,000
Payment for services from Lotus Australian Holding Pty Ltd (director related entity of Ian Spence)	63,575
Payment for accounting and company secretarial services provided by Dubois Group Pty Ltd (related entity of Key Management Person Alan Boys)	59,585
	31 December 2014 \$
Current Payables (including accruals)	
Amount payable to Dubois Group Pty Ltd	6,500
Amount payable to Geeland Pty Ltd	5,418
Amount payable to Transocean Securities Pty Ltd	2,805
	<u>14,723</u>

Share based-Payments

On 9 December 2014 the Company issued a total of 3,000,000 options to the following parties:

Name	Director-related	Number of Options
Jimbal Pty Ltd	Simon Taylor	1,000,000
Fernland Holdings Pty Ltd <The Celato A/C>.	Jeremy Bond	1,000,000
Jalonex Investments Pty Ltd	James Henderson	1,000,000

The issue of these options was approved at a meeting of shareholders held on 25 November 2014 and have an exercise price of \$0.10 and expiry date of 8 December 2017.

Transactions between related parties are on normal commercial terms and conditions no more favourable than those available to other parties unless otherwise stated.

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE HALF-YEAR ENDED 31 DECEMBER 2014**

Note 11: EVENTS SUBSEQUENT TO REPORTING DATE

On 1 February 2015, Ian Spence stepped-down from his role as Chief Executive Officer.

On 4 March 2015, the Company announced that it had successfully completed a placement of 8,530,000 ordinary shares at 6.5 cents per share to raise \$554,450 (before costs).

On 5 March 2015, the Company announced that Simon Taylor had agreed to increase his role to become Managing Director of Oklo Resources effective immediately.

Other than as disclosed in this financial report, there has not been any matter or circumstance that has arisen since 31 December 2014, which has significantly affected, or may significantly affect the operations of the economic entity, the result of those operations, or the state of affairs of the economic entity in subsequent financial period.

Note 12: FAIR VALUE MEASUREMENT

Recurring fair value measurements

The Group does not have any financial instruments that are subject to recurring or non-recurring fair value measurements.

Fair values of financial instruments not measured at fair value

Due to their short-term nature, the carrying amounts of current receivables and current trade and other payables is assumed to equal their fair value.

Note 13: EXPENDITURE COMMITMENTS AND CONTINGENCIES

There have been no major changes to the expenditure commitments or contingencies of the Group from those disclosed in the annual financial statements for the year ended 30 June 2014.

DIRECTORS' DECLARATION

In the directors' opinion:

- (a) the financial statements and notes set out on pages 8 to 21 are in accordance with the *Corporations Act 2001*, including:
 - (i) complying with Accounting Standards, AASB 134 *Interim Financial Reporting*, the *Corporations Regulations 2001* and other mandatory professional reporting requirements; and
 - (ii) giving a true and fair view of the consolidated entity's financial position as at 31 December 2014 and of its performance.
- (b) there are reasonable grounds to believe that Oklo Resources Limited will be able to pay its debts as and when they become due and payable.

This declaration is made in accordance with a resolution of the Board of directors made pursuant to S305 (5) of the *Corporations Act 2001*.



James Henderson
Non-Executive Chairman
Sydney
16 March 2015



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INDEPENDENT AUDITOR'S REVIEW REPORT

To the members of Oklo Resources Limited

Report on the Half-Year Financial Report

We have reviewed the accompanying half-year financial report of Oklo Resources Limited, which comprises the consolidated statement of financial position as at 31 December 2014, and the consolidated statement of profit or loss and other comprehensive income, consolidated statement of changes in equity and consolidated statement of cash flows for the half-year ended on that date, notes comprising a statement of accounting policies and other explanatory information, and the directors' declaration of the consolidated entity comprising the company and the entities it controlled at the half-year's end or from time to time during the half-year.

Directors' Responsibility for the Half-Year Financial Report

The directors of the company are responsible for the preparation of the half-year 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 half-year financial report that is free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express a conclusion on the half-year financial report based on our review. We conducted our review in accordance with Auditing Standard on Review Engagements ASRE 2410 *Review of a Financial Report Performed by the Independent Auditor of the Entity*, in order to state whether, on the basis of the procedures described, we have become aware of any matter that makes us believe that the half-year financial report is not in accordance with the *Corporations Act 2001* including: giving a true and fair view of the consolidated entity's financial position as at 31 December 2014 and its performance for the half-year ended on that date; and complying with Accounting Standard AASB 134 *Interim Financial Reporting* and the *Corporations Regulations 2001*. As the auditor of Oklo Resources Limited, ASRE 2410 requires that we comply with the ethical requirements relevant to the audit of the annual financial report.

A review of a half-year financial report consists of making enquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Australian Auditing Standards and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

Independence

In conducting our review, 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 Oklo Resources Limited, would be in the same terms if given to the directors as at the time of this auditor's review report.



Conclusion

Based on our review, which is not an audit, we have not become aware of any matter that makes us believe that the half-year financial report of Oklo Resources Limited is not in accordance with the *Corporations Act 2001* including:

- (a) giving a true and fair view of the consolidated entity's financial position as at 31 December 2014 and of its performance for the half-year ended on that date; and
- (b) complying with Accounting Standard AASB 134 *Interim Financial Reporting* and *Corporations Regulations 2001*.

Emphasis of Matter

Without modifying our conclusion, we draw attention to Note 1 in the half-year financial report, which indicates that the ability of the consolidated entity to continue as a going concern is dependent upon the future successful raising of necessary funding through equity, successful exploration and subsequent exploitation of the consolidated entity's tenements, and/or sale of non-core assets. These conditions, along with other matters as set out in Note 1, indicate the existence of a material uncertainty that may cast significant doubt about the consolidated entity's ability to continue as a going concern and therefore, the consolidated entity may be unable to realise its assets and discharge its liabilities in the normal course of business.

BDO Audit (WA) Pty Ltd

A handwritten signature in blue ink, appearing to read 'Dean Just', is written over a faint, larger 'BDO' logo.

Dean Just

Director

Perth, 16 March 2015