Astro Resources NL and Controlled Entities

ABN: 96 007 090 904

2015 Annual

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Corporate Directory

Directors

Mr Jacob Khouri
(Non-Executive Chairman)

Mr Michael Povey
(Executive Director)

Mr Graham Libbesson
(Non-Executive Director)

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SYDNEY NSW 2000

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Company Secretary

Mr Vincent Fayad

Auditors

RSM Bird Cameron Partners
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SYDNEY NSW 2001

ASX Code

ARO

Share Registry (Australia)

Link Market Services Limited
Level 4 Central Park
152 St Georges Terrace
PERTH WA 6000

Home Exchange

Australian Securities Exchange Limited
Exchange Plaza
2 The Esplanade
PERTH WA 6000

Chairman's Letter to Shareholders

Dear Shareholders

It is with much pleasure that I write to you in my initial period as Chairman of Astro Resources NL ("**Astro" or "the Company**").

I would like to take this opportunity to thank Kris Knauer for his period as the Chairman of the Company for the approximately last 2.5 years. We would like to wish Kris every success with his endeavours as Chief Executive Officer of Medibio Limited.

The 2015 year was a continued period of difficulty for both Astro as well as many other junior mining exploration companies, particularly given the limited amount of financial resources that is available those companies and the reluctance of capital markets to invest in such companies. However, Astro has been very fortunate to have received considerable financial support from its major shareholder, Mining Investments Limited **("MIL**"). Further details of MIL's financial support has been set out in this report.

Despite the difficult conditions, there were a number of highlights during the 2015 financial year including:

- the formation of a farm-in and joint venture arrangement for one of its Governor Broome tenements, tenement number E70/2464, with Iluka Resources Limited **("Illuka**");
- completion of the mineral resources estimation of the Governor Broome Mineral Sand Project upgraded to 200Mt @ 4.2% Heavy Minerals including 30 Mt of Indicated Resources @ 4.9% Heavy Minerals, using JORC 2012; and
- planning, and subsequent to the end of the financial year, implementation of an exploration programme in relation to the East Kimberly project.

In addition, the Board has been focused upon identifying an acquisition that is likely to produce shareholder value. I am confident that the Company will be able to successfully locate and execute a transaction that has the ability of delivering sustainable long term wealth.

Looking forward to 2016, it is clear that Astro requires an injection of funds so as to continue as a going concern. Your Board remains committed to undertaking a rights issue, as announced during the course of the financial year.

I would like to thank all shareholders for the continued support to Astro particularly in a very difficult period.

I look forward to meeting with you all at the annual general meeting.

Jacob Khouri
Chairman
Dated at Sydney this 23rd day of September 2015.

Review of Operations and Tenements

OPERATIONAL

Governor Broome Project

About Governor Broome Project

The Governor Broome Project is located within the Shire of Nannup in South Western Australia. The deposits contain the same mineralisation style as that of the previously mined and now rehabilitated Jangardup mine situated 20km to the North West.

The Governor Broome deposits comprises of three regions (North, South, East).

Mineral Resource

On 12 February 2015, the Company announced the final conclusions prepared by Mr John Doepel, of Continental Resource Management Pty Ltd **("CRM"),** who was commissioned to re-estimate the Mineral Resources of Astro's Governor Broome Heavy Mineral Deposit and to report them in accordance with the 2012 Edition of the JORC Code. Figure 1 below set out a summary of the updated resource estimate from the CRM report:

Figure 1 *Governor Broome Location Map*

Governor Broome Resource	Category	Tonnage (Mt)	HM (%)	Slimes (%)	Oversize (%)
North	Indicated	30	4.9	12	8.2
	Inferred	2	4.5	16	6.3
	Total	31	4.9	12	8.0
South	Inferred	26	5.0	14	10
East	Inferred	110	3.7	14	5.5
Southeast	Inferred	32	4.6	15	12
Totals*	Indicated	30	4.9	12	8.1
	Inferred	170	4.0	14	7.4
	Total	**200**	**4.2**	**14**	**7.5**

* Numbers may not total due to rounding

Figure 2: *Governor Broome Resource – minimum 2% HM and maximum 30% slimes cut-off grades.*

As noted above, part of the Governor Broome East resource is within E70/2464, which is subject to the previously announced Farm-in/Joint venture arrangement with Iluka Resources (see below for further details). That portion, which is all within the Inferred category comprises 45Mt @ 3.6%HM, 11% Slimes, and 4.9% Oversize.

The announcement dated 12 February 2015 contains the executive summary of CRM is contained in Appendix 1 and details of the CRM re-estimation including the JORC Code is provided in Appendix 2.

A map of the Governor Broome project is presented in Figure 2 below. This map presents progress of the JORC resource re-estimation and the location of the tenement subject to the Astro/Iluka joint venture arrangement.

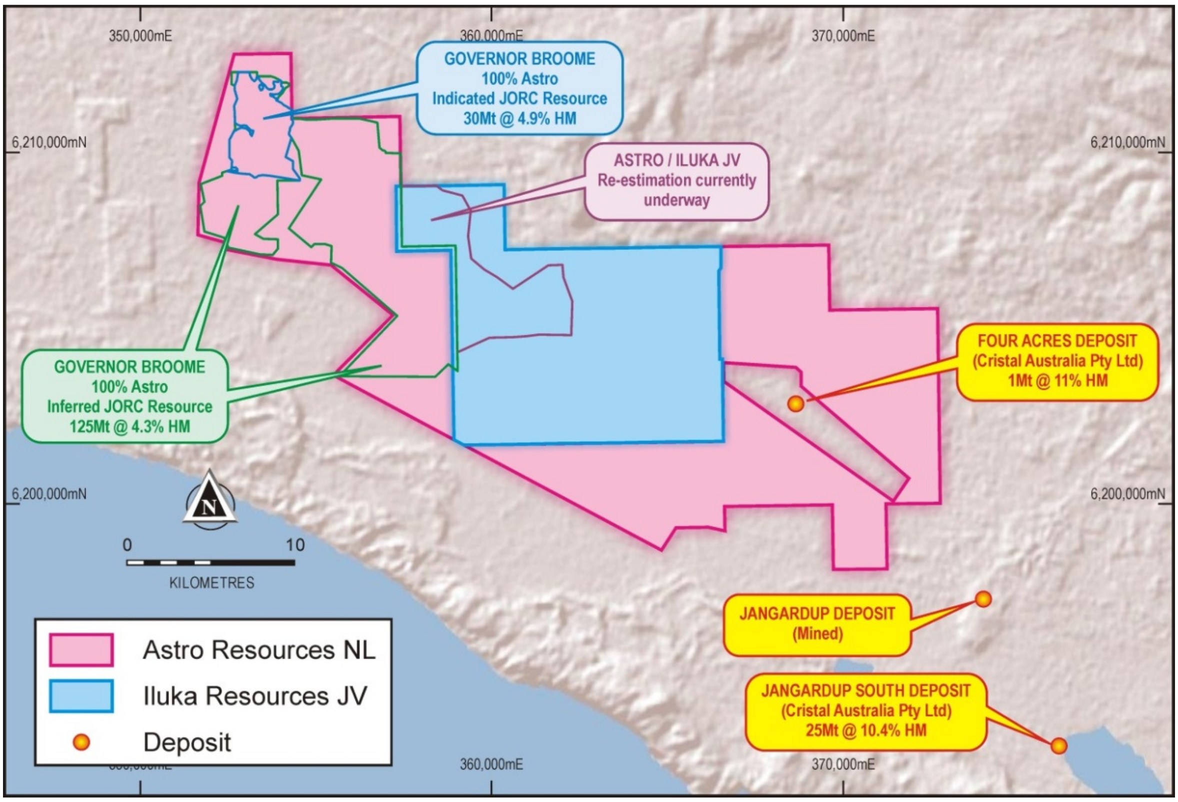


Figure 2 - *Progress of the Governor Broome JORC resource re-estimation – (Governor Broome Mineral Resources reported at minimum 2% HM and maximum 30% slimes cut-off grades.)*

Illuka Farm-in and joint venture

On the 23 December 2014, Governor Broome Sands Pty Ltd **("GBS"),** a wholly owned subsidiary of Astro, entered into a farm-in and joint venture arrangement for one of its Governor Broome tenements, tenement number E70/2464, with Iluka. The farm-in and joint venture arrangement with Iluka provides valuable technical and financial capabilities to continue exploration of E70/2464 and potentially other tenements of the Governor Broome project. Iluka is an Australian publicly listed company with a market capitalisation of approximately $2.9 billion and is an established exploration, mining, and processing company, which focuses on mineral sands projects. As a joint venture partner, it is considered that Iluka has the capability to support initial identification and quantification of resources at E70/2464, together with further development of the site through to full scale production.

The key terms of the farm-in and joint venture arrangement are as follows:

- prior to the formation of the joint venture, Iluka is a minimum of $160,000 over the first 2 years. Iluka can withdraw at each annual anniversary date during the above period from the joint venture;

- Astro is to remain responsible up to the first anniversary date for all rent and rates for the joint venture;

- on the basis that Iluka spends the minimum amount of $160,000, it will then receive a minimum farm interest in the joint venture of 51% and Astro, via its wholly owned subsidiary, Governor Broome Sands Pty Limited will own the remaining 49%;

- upon the spending of a further $160,000 by Iluka (i.e. after the initial period), it (Iluka) will earn a further 29% interest in the joint venture and at that time, Iluka will have a 80% interest and Astro, the remaining 20%. should Iluka reach an 80% interest, Astro will need to contribute to spending towards the joint venture, otherwise it will dilute at the rate of 1% for every $50,000. Up to that point in time, Astro will hold a "free carried interest";

- a Management Committee comprising of Iluka and Astro is to be established and this committee is to be responsible for the management of the joint venture. Iluka is to be the Manger of the joint venture and as the Manager, it will be responsible for reporting and otherwise. The Manager will have the sole right to make the decision to mine for the purposes of the mine development;

- when/if Astro's interest falls below 10%, it must sell its interest to the Iluka for an agreed cash amount or failing that an amount determined by an independent expert or that remaining interest can be converted into a royalty based on a pre agreed formula;

- the agreement is subject to pre-emptive rights which means that any party wishing to sell their interest must first offer to the other party the opportunity to sell that party of its interests; and

- Iluka will have the responsibly for all rehabilitation obligations of the mine that relates to mineral sands.

Since the formation of the farm-in and joint venture arrangement, Illuka have undertaken a number of initiatives, including:

- gaining Exploration access agreements over key areas of E70/2464;

- registration of the Exploration access agreements with the WA Department of Mines and Petroleum; and

- an authority to commence work through the Department of Mines and Petroleum under a Programme of Works was obtained for a proposed 2,000m air core drilling programme that commenced on 30 June 2015. The drilling is scheduled to be completed in the September 2015.

Royalties

As part of the terms of the farm-in and joint venture, it was a condition that the arrangements with the royalty holders be restructured. Accordingly, an agreement was entered into whereby the royalty owners agreed to receive an amount of $140,000 as compensation for the loss of their right to receive their royalty entitlement.

Retention licence

Consistent with a management strategy to reduce exploration overhead costs, the Company lodged an application for a retention licence (R70/53) covering the Governor Broome North, South, Southeast and that portion of the East resource within E70/2372 and P70/1583. The retention licence allows the Company to secure and develop the known resource without the financial commitments of an exploration licence.

East Kimberley Diamonds

About East Kimberley Diamonds

The Company holds the Carr Boyd (E80/4316) and Lower Smoke Creek (E80/4120) exploration licences that adjoin the Argyle and Bow River Diamond Mines within the East Kimberley region of Western Australia. These recently granted lease areas lie in a region rich in diamond history where diamond production has reached 40% of the world's annual total, including, as reported, 90% of the world's rare and expensive pink diamonds.

Lower Smoke Creek and Carr Boyd areas cover portions of the Halls Creek Orogen, which forms a major north-easterly trending tectonic unit composed of folded and complexly faulted metamorphosed igneous, volcanic and sedimentary rocks of mainly Proterozoic age. This basement complex is bounded on its eastern margin by the Halls Creek Fault and abuts in an easterly direction Cambrian volcanics and folded sedimentary sequences and Devonian sediments including conglomerates belonging to the Ord Basin.

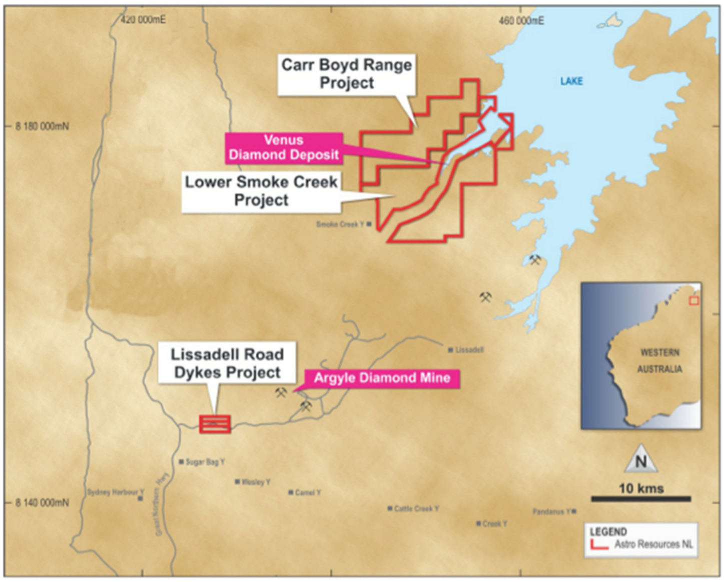


Figure4 – *Location of East Kimberly Diamond*

Review of Operations and Tenements

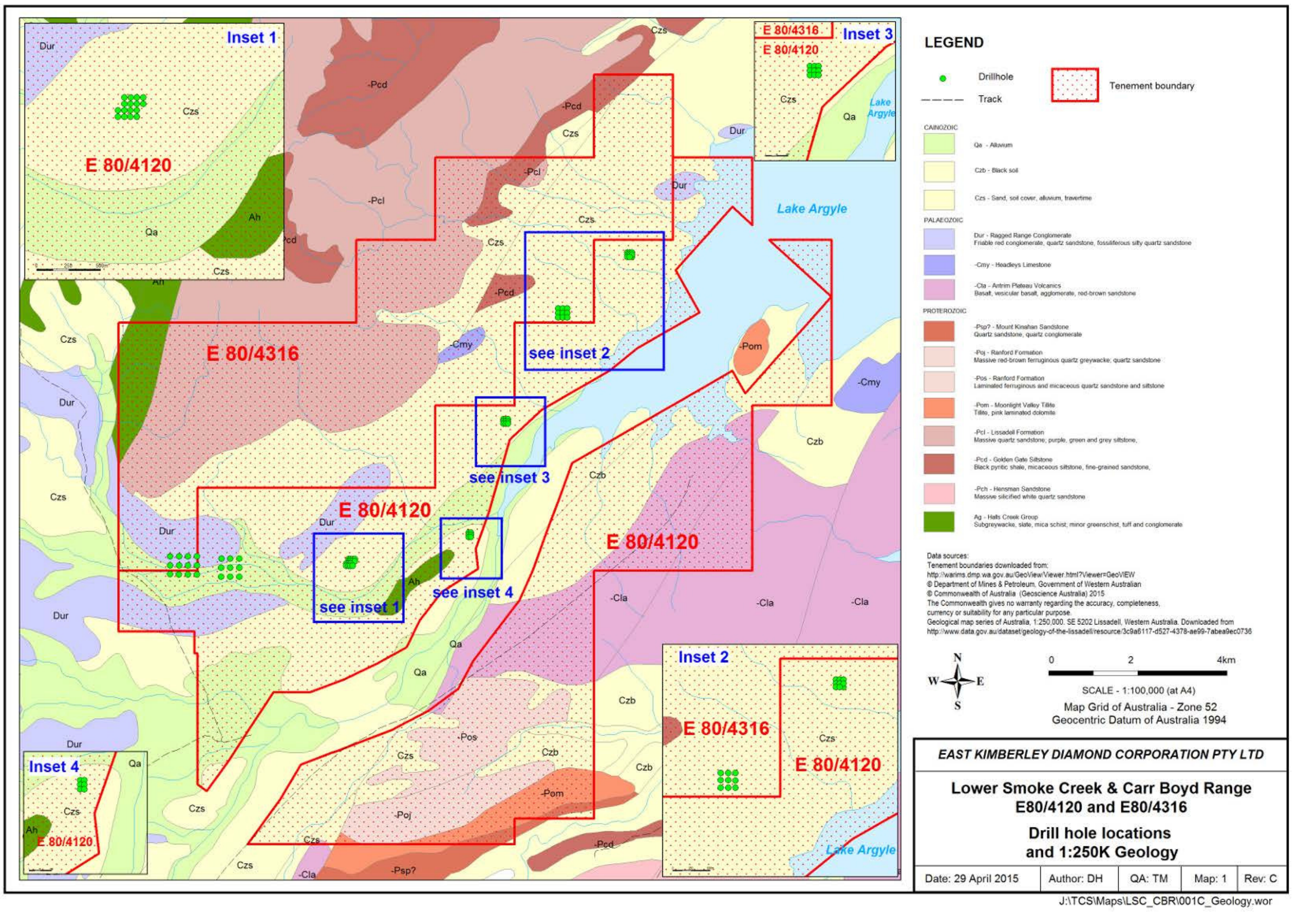
Exploration activities

Astro has planned an exploration drilling programme on its East Kimberley leases and has received the required statutory approval from the Western Australian Department of Mines and Petroleum. The programme commenced on 7 August 2015 and consist of 71 holes for a total of approximately 3085m and is designed to test several magnetic anomalies previously identified in a high–resolution geophysical survey (Figure 4).

The anomalies lie in a favourable structural setting that also contains the Argyle AK1 pipe and are considered to be potentially highly prospective diamond pipe targets. The 2015 drilling programme targets seven (7) of these anomalies identified by Southern Geoscience's automatic kimberlite recognition software, of which 6 were classified, as high-priority and 3 are completely untested in any way. A review of the data reveals classic "bulls-eye" magnetic anomalies and some targets correspond to recognisable differences in surface topography and/or vegetation.

Although none of the anomalies have been drill tested some were previously soil sampled, given the thickness of the alluvium cover of approximately 6 metres it is unlikely that the depth of sampling was deep enough to provide an accurate representation of the underlying mineralisation. However, one anomaly did return seven kimberlitic chromites, two microdiamonds and two pyrope garnets. This positive result was not followed up with a drilling programme.

The drill programme that is currently delineated will have target depths of 30-50m, in order to adequately test the geology beneath the alluvium cover. This will provide a better understanding of the lithology and mineralisation of the basement geology for these initial high-priority targets and assess whether they are primary diamond pipes. If they are, then further drilling will be required in order to assess their potential as economic diamond mineralisation. Below is a map of the drill hole locations for the drilling programme:



Also is a map showing the various anomalies:

Review of Operations and Tenements

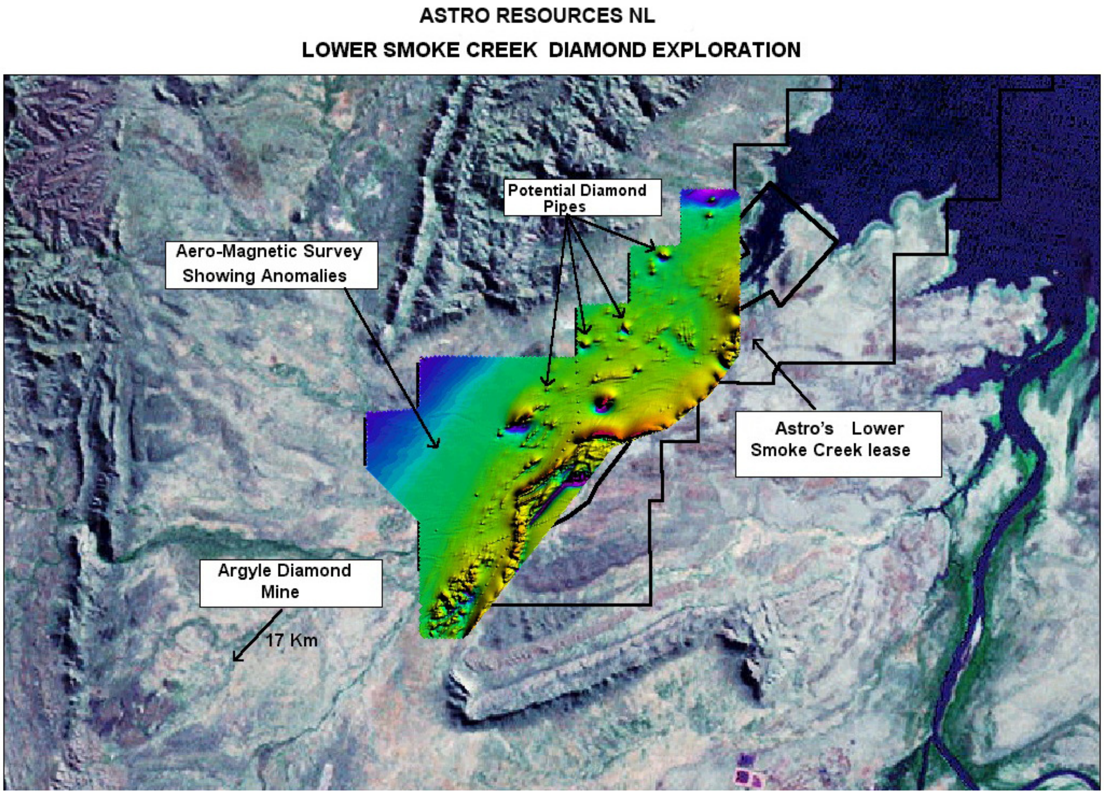


Figure 5 – *Lower Smoke Creek High-Resolution Aeromagnetic Survey*

CORPORATE ACTIVITIES

Share Consolidation

In December the Company conducted a consolidation of the Company's issued capital on a basis that every 100 shares be consolidated into one share, as approved at the meeting of shareholders on Friday 28 November 2014. The Company announced the successful completion of the share consolidation on 12 December 2014. As a result of the share consolidation, the total number of shares on issue was reduced from 3.49 billion to 34.90 million shares.

Funding by Mining Investments Limited (MIL)

During the financial year, MIL advanced on an unsecured basis, the amount of $500,000. The key terms of the Convertible Notes are as follows:

Loan Facility of $500,000 re cash funding

Security	Unsecured loan.
Interest Rate	10% per annum. Interest to be accrued quarterly.
Repayment	repayment is to be made by way of: I. cash; and II. offsetting against the mutually agreed terms of a proposed Rights Issue.

Directors

Mr Knauer resigned as a Director of the Company on the 18 August 2015. Mr Jacob Khouri was appointed as a Director on the same day.

RISKS

Astro is subject to a number of risks, including but not limited to the following:

- exploration risks – there is no guarantee that the exploration activities of the Company will result in the location of resource for sale;
- there is no guarantee that the Company will achieve JORC standard on its projects;
- technological risk – even if resource is found, there is no guarantee that the processing of the resource will be able to occur;
- sufficient volume for commercialisation – there is no guarantee that an economic level of resource will be found;
- changes in resource prices – there is no guarantee that the resource prices will remain at the current levels and as a result, a decline in prices, could affect the economic value of the projects;
- loss of key personnel – the loss of key personnel may affect the commercialisation of the project; and
- funding risk – the commercialisation of the project is dependent upon significant funding, none of which can be assured by the Company.

COMPETENT PERSON REPORT

The information in this report as it relates to is as follows:

Governor Broome

Mineral Resources and Exploration Targets for the Governor Broome Deposit is based on information compiled by John Doepel (Director of Continental Resource Management Pty Ltd (CRM), who is a member of the Australasian Institute of Mining and Metallurgy). Mr Doepel has sufficient experience in mineral resource estimation, which is relevant to the style of mineralisation and type of deposit under consideration and are qualified as a Competent Person as defined in the 2012 edition of the "Australasian Code for Reporting of Mineral Resources and Ore Reserves". Mr Doepel consents to the inclusion in the report of the information in the form and context in which it appears.

East Kimberly Diamonds

Mineral Resources for the East Kimberley diamond deposits is based on information compiled by Michael Povey C.Eng who is a member of the Australasian Institute of Mining and Metallurgy). Mr Povey has sufficient experience in mineral resource estimation, which is relevant to the style of mineralisation and type of deposit under consideration and are qualified as a Competent Person as defined in the 2012 edition of the "Australasian Code for Reporting of Mineral Resources and Ore Reserves". Mr Povey consents to the inclusion in the report of the information in the form and context in which it appears.

Jacob Khouri
Chairman
Dated at Sydney this 23rd day of September 2015.

Corporate Governance Statement

Astro Resource NL is committed to implementing the highest standards of Corporate Governance, in a manner in which is practical and efficient given the Company's size and operations.

The Company is pleased to advise that its practices are mostly consistent with the ASX Corporate Governance Council's Corporate Governance Principles and Recommendations (3rd edition). Where the Company's Corporate Governance practices do not correlate with the practices recommended by the Council, the Company has provided an explanation as to why it does not consider that the practices are appropriate for the Company.

To illustrate where the Company has addressed each of the Council's recommendations, the following table identifies each recommendation, clearly states whether the Company has adopted the recommendation and provides cross-references to the sections of this report addressing that recommendation. Where the Company has not adopted a recommendation, refer to the identified section of this report for the Company's reasons for not adopting that recommendation. Details of all of the recommendations can be found on the ASX Corporate Governance Council's website.

Recommendation	Adopted	Section
Principle 1 – Lay solid foundations for management and oversight		
1.1 A listed entity should disclose: (a) the respective roles and responsibilities of its board and management; and (b) those matters expressly reserved to the board and those delegated to management.	Yes	1.1
1.2 A listed entity should: (a) undertake appropriate checks before appointing a person, or putting forward to security holders a candidate for election, as a director; and (b) provide security holders with all material information in its possession relevant to a decision on whether or not to elect or re-elect a director.	Yes	1.2
1.3 A listed entity should have a written agreement with each director and senior executive setting out the terms of their appointment.	No	1.3
1.4 The company secretary of a listed entity should be accountable directly to the board, through the chair, on all matters to do with the proper functioning of the board.	Yes	1.4
1.5 A listed entity should: (a) have a diversity policy which includes requirements for the board or a relevant committee of the board to set measurable objectives for achieving gender diversity and to assess annually both the objectives and the entity's progress in achieving them; (b) disclose that policy or a summary of it; and (c) disclose as at the end of each reporting period the measurable objectives for achieving gender diversity set by the board or a relevant committee of the board in accordance with the entity's diversity policy and its progress towards achieving them and either: (1) the respective proportions of men and women on the board, in senior executive positions and across the whole organisation (including how the entity has defined "senior executive" for these purposes); or (2) if the entity is a "relevant employer" under the Workplace Gender Equality Act, the entity's most recent "Gender Equality Indicators", as defined in and published under that Act.	Yes	1.5
1.6 A listed entity should: (a) have and disclose a process for periodically evaluating the performance of the board, its committees and individual directors; and (b) disclose, in relation to each reporting period, whether a performance evaluation was undertaken in the reporting period in	No	1.6

accordance with that process.		
1.7 A listed entity should: (a) have and disclose a process for periodically evaluating the performance of its senior executives; and (b) disclose, in relation to each reporting period, whether a performance evaluation was undertaken in the reporting period in accordance with that process.	Yes	1.7
Principle 2 – Structure the board to add value		
2.1 The board of a listed entity should: (a) have a nomination committee which: (1) has at least three members, a majority of whom are independent directors; and (2) is chaired by an independent director, and disclose: (3) the charter of the committee; (4) the members of the committee; and (5) as at the end of each reporting period, the number of times the committee met throughout the period and the individual attendances of the members at those meetings; or (b) if it does not have a nomination committee, disclose that fact and the processes it employs to address board succession issues and to ensure that the board has the appropriate balance of skills, knowledge, experience, independence and diversity to enable it to discharge its duties and responsibilities effectively.	Yes	2.1
2.2 A listed entity should have and disclose a board skills matrix setting out the mix of skills and diversity that the board currently has or is looking to achieve in its membership	Yes	2.2
2.3 A listed entity should disclose: (a) the names of the directors considered by the board to be independent directors; (b) if a director has an interest, position, association or relationship of the type described in Box 2.3 but the board is of the opinion that it does not compromise the independence of the director, the nature of the interest, position, association or relationship in question and an explanation of why the board is of that opinion; and (c) the length of service of each director.	Yes	2.3
2.4 A majority of the board of a listed entity should be independent directors.	Yes	2.4
2.5 The chair of the board of a listed entity should be an independent director and, in particular, should not be the same person as the CEO of the entity.	No	2.5
2.6 A listed entity should have a program for inducting new directors and provide appropriate professional development opportunities for directors to develop and maintain the skills and knowledge needed to perform their role as directors effectively.	No	2.6
Principle 3 – Act ethically and responsibly		
3.1 A listed entity should: (a) have a code of conduct for its directors, senior executives and employees; and (b) disclose that code or a summary of it.	Yes	3.1

Corporate Governance Statement

Recommendation	Adopted	Section
Principle 4 – Safeguard integrity in corporate reporting		
4.1 The board of a listed entity should: (a) have an audit committee which: (1) has at least three members, all of whom are non-executive directors and a majority of whom are independent directors; and (2) is chaired by an independent director, who is not the chair of the board, and disclose: (3) the charter of the committee; (4) the relevant qualifications and experience of the members of the committee; and (5) in relation to each reporting period, the number of times the committee met throughout the period and the individual attendances of the members at those meetings; or (b) if it does not have an audit committee, disclose that fact and the processes it employs that independently verify and safeguard the integrity of its corporate reporting, including the processes for the appointment and removal of the external auditor and the rotation of the audit engagement partner.	No	4.1
4.2 The board of a listed entity should, before it approves the entity's financial statements for a financial period, receive from its CEO and CFO a declaration that, in their opinion, the financial records of the entity have been properly maintained and that the financial statements comply with the appropriate accounting standards and give a true and fair view of the financial position and performance of the entity and that the opinion has been formed on the basis of a sound system of risk management and internal control which is operating effectively.	No	4.2
4.3 A listed entity that has an AGM should ensure that its external auditor attends its AGM and is available to answer questions from security holders relevant to the audit.	Yes	4.3
Principle 5 – Make timely and balanced disclosures		
5.1 A listed entity should: (a) have a written policy for complying with its continuous disclosure obligations under the Listing Rules; and (b) disclose that policy or a summary of it.	Yes	5.1
Principle 6 – Respect the rights of security holders		
6.1 A listed entity should provide information about itself and its governance to investors via its website.	Yes	6.1
6.2 A listed entity should design and implement an investor relations program to facilitate effective two-way communication with investors.	No	6.2
6.3 A listed entity should disclose the policies and processes it has in place to facilitate and encourage participation at meetings of security holders.	Yes	6.3
6.4 A listed entity should give security holders the option to receive communications from, and send communications to, the entity and its security registry electronically.	Yes	6.4
Principle 7 – Recognise and manage risk		
7.1 The board of a listed entity should: (a) have a committee or committees to oversee risk, each of which: (1) has at least three members, a majority of whom are independent directors; and (2) is chaired by an independent director and disclose: (3) the charter of the committee;	Yes	7.1

(4) the members of the committee; and (5) as at the end of each reporting period, the number of times the committee met throughout the period and the individual attendances of the members at those meetings; or (b) if it does not have a risk committee or committees that satisfy (a) above, disclose that fact and the processes it employs for overseeing the entity's risk management framework.		
7.2 The board or a committee of the board should: (a) review the entity's risk management framework at least annually to satisfy itself that it continues to be sound; and (b) disclose, in relation to each reporting period, whether such a review has taken place.	Yes	7.1,7.2
7.3 A listed entity should disclose: (a) if it has an internal audit function, how the function is structured and what role it performs; or (b) if it does not have an internal audit function, that fact and the processes it employs for evaluating and continually improving the effectiveness of its risk management and internal control processes.	No	7.3
7.4 A listed entity should disclose whether it has any material exposure to economic, environmental and social sustainability risks and, if it does, how it manages or intends to manage those risks.	Yes	7.4
Principle 8 – Remunerate fairly and responsibly		
8.1 The board of a listed entity should: (a) have a remuneration committee which: (1) has at least three members, a majority of whom are independent directors; and (2) is chaired by an independent director, and disclose: (3) the charter of the committee; (4) the members of the committee; and (5) as at the end of each reporting period, the number of times the committee met throughout the period and the individual attendances of the members at those meetings; or (b) if it does not have a remuneration committee, disclose that fact and the processes it employs for setting the level and composition of remuneration for directors and senior executives and ensuring that such remuneration is appropriate and not excessive.	No	8.1
8.2 A listed entity should separately disclose its policies and practices regarding the remuneration of non-executive directors and the remuneration of executive directors and other senior executives.	Yes	8.2
8.3 A listed entity which has an equity-based remuneration scheme should: (a) have a policy on whether participants are permitted to enter into transactions (whether through the use of derivatives or otherwise) which limit the economic risk of participating in the scheme; and (b) disclose that policy or a summary of it.	No	8.3

Website Disclosure

A description of the Company's main Corporate Governance practices is set out below. Further information about the Company's corporate governance practices may be found on the Company's website – www.aro.com.au.

The recommendations are not prescriptions and are intended as guidelines only. The Board has sought to apply the revised recommendations to the extent relevant to the Company's size and scale of operations.

Corporate Governance Statement

Principle 1: Lay solid foundations for management and oversight

Recommendation 1.1 - A listed entity should disclose:
(a) the respective roles and responsibilities of its board and management; and
(b) those matters expressly reserved to the board and those delegated to management.

Most of the functions of management are undertaken by consultants under the supervision of the Executive Director who is responsible for management activities under delegated authority of the Board. The functions specifically reserved for the full Board are detailed in the Company's Board Charter which is available on the Company's website. In addition, the following functions are also carried out by the Board:

(a) setting and monitoring of objectives, goals and strategic direction with a view to maximising shareholder value, consistent with ethical behaviour and acceptable risk parameters;

(b) approving budgets and monitoring financial performance;

(c) identifying significant business risks and ensuring that these are appropriately managed.

(d) approval of any significant asset acquisitions or disposals;

(e) selection and appointment of new Directors; and

(f) appointment and removal of the Chief Executive Officer (if applicable).

Under the Company's Board Charter, senior management is responsible for supporting the Chief Executive Officer/executive directors and assisting the Chief Executive Officer/executive directors implement the running of the general operations and financial business of the Company, in accordance with the delegated authority of the Board.

Senior management is responsible for reporting all matters which fall within the Company's materiality thresholds at first instance to the executive or, if the matter concerns the chief executive officer, then directly to the Chair or the lead independent director, as appropriate.

The Board has agreed on the following guidelines, set out in the Company's Board Charter, for assessing the materiality of matters:

- statement of financial position are material if they have a value of more than 5% of pro-forma net asset;
- statement of profit and loss or other comprehensive income items are material if they will have an impact on the current year operating result of 5% or more;
- items are also material if: (a) they impact on the reputation of the Company; (b) they involve a breach of legislation or may potentially breach legislation; (c) they are outside the ordinary course of business; (d) they could affect the Company's rights to its assets; (e) if accumulated they would trigger the quantitative tests; (f) they involve a contingent liability that would have a probable effect of 5% or more on balance sheet or profit and loss items; or (g) they will have an effect on operations which is likely to result in an increase or decrease in net income or dividend distribution of more than 5%; and
- contracts will be considered material if: (a) they are outside the ordinary course of business; (b) they contain exceptionally onerous provisions in the opinion of the Board; (c) they impact on income or distribution in excess of the quantitative tests; (d) any default, should it occur may trigger any of the quantitative or qualitative tests; (e) they are essential to the activities of the Company and cannot be replaced, or cannot be replaced without an increase in cost of such a quantum, triggering any of the quantitative tests; (f) they contain or trigger change of control provisions; (g) they are between or for the benefit of related parties; or (h) they otherwise trigger the quantitative tests.

Corporate Governance Statement

Recommendation 1.2 - A listed entity should:
- ***(a)*** ***undertake appropriate checks before appointing a person, or putting forward to security holders a candidate for election, as a director; and***
- ***(b)*** ***provide security holders with all material information in its possession relevant to a decision on whether or not to elect or re-elect a director.***

Directors are required to declare each year that they have not been disqualified from holding the office of director by the Australian Securities and Investments Commission ('ASIC').

An election of directors is held each year. A director that has been appointed during the year must stand for election at the next Annual General Meeting ('AGM').

The company provides to shareholders for their consideration information about each candidate standing for election or re-election as a director that the Board considers necessary for shareholders to make a fully informed decision. Such information includes the person's biography, which include experience and qualifications, details of other directorships, adverse information about the person that the Board is aware of including material that may affect the person's ability to act independently on matters before the Board, and whether the Board supports the appointment or re-election. This information can be found in the Directors Report section.

Recommendation 1.3 - A listed entity should have a written agreement with each director and senior executive setting out the terms of their appointment.

These letters and documents are currently being put into place.

Recommendation 1.4 - The company secretary of a listed entity should be accountable directly to the board, through the chair, on all matters to do with the proper functioning of the board.

The Company Secretary reports directly to the Board through the Chairman and is accessible to all directors. The Company Secretary's role, in respect of matters relating to the proper functioning of the Board, includes:
- advising the Board and its Committees on governance matters;
- monitoring compliance of the Board and associated committees with policies and procedures;
- coordinating all Board business;
- retaining independent professional advisors;
- ensuring that the business at Board and committee meetings is accurately minuted; and
- assisting with the induction and development of directors.

Recommendation 1.5 - A listed entity should:
- ***(a)*** ***have a diversity policy which includes requirements for the board or a relevant committee of the board to set measurable objectives for achieving gender diversity and to assess annually both the objectives and the entity's progress in achieving them;***
- ***(b)*** ***disclose that policy or a summary of it; and***
- ***(c)*** ***disclose as at the end of each reporting period the measurable objectives for achieving gender diversity set by the board or a relevant committee of the board in accordance with the entity's diversity policy and its progress towards achieving them, and either:***
  - ***(1)*** ***the respective proportions of men and women on the board, in senior executive positions and across the whole organisation (including how the entity has defined "senior executive" for these purposes); or***
  - ***(2)*** ***if the entity is a "relevant employer" under the Workplace Gender Equality Act, the entity's most recent "Gender Equality Indicators", as defined in and published under that Act.***

The Board has adopted a Diversity Policy which describes the Company's commitment to ensuring a diverse mix of skills and talent exists amongst its Directors, officers and employees, to enhance Company performance. Diversity may result from a range of factors including age, gender, ethnicity, cultural background or other personal factors. It can also address equal opportunities in the hiring, training, and career advancement of director's officers and employees. The Board is responsible for monitoring Company performance in meeting the Diversity Policy requirements, including the achievement of diversity objectives.

The policy aims to provide a work environment where employees have equal access to career opportunities, training and benefits. It also aims to ensure that employees are treated with fairness and respect, and are not judged by unlawful or irrelevant reference to gender, age, ethnicity, race, cultural background, disability, religion, sexual orientation or caring responsibilities. This commitment enables the company to attract and retain employees with the best skills and abilities.

Given the size of the Company and the extensive use of consultants the Company has not at this stage set measurable objectives for achieving gender diversity. There are currently no women staff or Directors on the Board, however as and when the Company is able to grow, this issue will be addressed.

Corporate Governance Statement

As no entity within the consolidated entity is a 'relevant employer' for the purposes of the Workplace Gender Equality Act 2012 on the basis that no entity employs 100 or more employees in Australia, there are no Gender Equality Indicators to be disclosed.

Recommendation 1.6 - A listed entity should:
(a) have and disclose a process for periodically evaluating the performance of the board, its committees and individual directors; and
(b) disclose, in relation to each reporting period, whether a performance evaluation was undertaken in the reporting period in accordance with that process.

Given the size of the Company, there are currently no evaluations performed on the performance of the board. As and when the Company is able to grow, this issue will be addressed.

Recommendation 1.7 - A listed entity should:
(a) have and disclose a process for periodically evaluating the performance of its senior executives; and
(b) disclose, in relation to each reporting period, whether a performance evaluation was undertaken in the reporting period in accordance with that process.

There is no Chief Executive Officer. Mr Michael Povey is at the Direction of the Board responsible for operational activities. The review of the performance of senior executive is confined to the board which is undertaken as disclosed below under Recommendation 2.5.

Principle 2: Structure the board to add value

Recommendation 2.1 - The board of a listed entity should:

(a) have a nomination committee which:

(1) has at least three members, a majority of whom are independent directors; and
(2) is chaired by an independent director,
and disclose:

(3) the charter of the committee;
(4) the members of the committee; and
(5) as at the end of each reporting period, the number of times the committee met throughout the period and the individual attendances of the members at those meetings; or

(b) if it does not have a nomination committee, disclose that fact and the processes it employs to address board succession issues and to ensure that the board has the appropriate balance of skills, knowledge, experience, independence and diversity to enable it to discharge its duties and responsibilities effectively.

The Board considers that the Company is not currently of a size to justify the formation of a nomination committee. The Board as a whole undertakes the process of reviewing the skill base and experience of existing Directors and the identification of attributes required in new Directors. The board as a whole also reviews Board succession plans, appointment and re-election of Directors and the process for evaluation of the performance of the Board, its Members and management (as outlined under recommendation 2.5). Where appropriate, independent consultants will be engaged to identify possible new candidates for the Board.

New directors are selected by the Board in their capacity as both remuneration and nomination committee and their appointment voted by the Board. Each year, in addition to any Board members appointed to fill casual vacancies during the year, one third of the directors retire by rotation and are subject to re-election by shareholders at the Annual General Meeting

Should the Company's activities increase in size, scope and nature, the appointment of a nomination committee will be reviewed by the board and implemented if appropriate.

The full Board in its capacity as the Nomination Committee did not hold any meetings during the Reporting Period. Details of the directors' attendance at the meetings are set out in the Directors' Report.

To assist the Board to fulfil its duties, it has adopted a Nomination Committee Charter. A copy of the Company's Nomination Committee Charter can be viewed on the Company's Website.

Corporate Governance Statement

Recommendation 2.2 - A listed entity should have and disclose a board skills matrix setting out the mix of skills and diversity that the board currently has or is looking to achieve in its membership.

Below is a matrix of the Board's skill matrix:

Name of Director	Independent? Y/N	Any relationship affecting independence?	Skills and experience relevant to the position	Term of office
Jacob Khouri	N	Yes, a related person to Mining Investments Limited, a substantials shareholder and provider of credit to the Company.	Strategy, management and funding raising.	18 August 2015 to present
Graham Libbesson	Y	Non-Executive Director	Corporate governance, accounting and finance expertise.	20 September 2011 to present
Michael Povey	N	No. Mr Povey is an Executive Director and as such is not considered to be independent	Mining engineer with over 30 years of experience.	31 July 2014 – current.

The Board's skills matrix indicates the mix of skills, experience and expertise that are considered necessary at Board level for optimal performance of the Board. It is therefore used when recruiting new directors and assessing which skills need to be outsourced based on the attributes of the current Board members. The existence of each attribute is assessed by the Board as either, High, Medium or Low.

Skill category	Description of attributes required	Level of importance	Existence in current Board
Risk and compliance	Identification of key risks to the company related to each key area of operations. Monitoring of risks, satisfy compliance issues and knowledge of legal and regulatory requirements.	High	Medium
Financial and audit	Analysis and interpretation of accounting and finance issues including assessment and resolution of audit and financial reporting risks, contribution to budgeting and financial management of projects and company, assessing and supervising capital management.	High	Medium
Strategic	Development of strategies to achieve business objectives, oversee implementation and maintenance of strategies, and identification and critical assessment of strategic opportunities and threats to the company.	High	Medium
Operating policies	Key issue identification representing operational and reputational risks and development of policy responses and parameters within which the company should operate.	Medium	Medium
Information technology	Knowledge of IT governance including privacy, data management and security.	Medium	Medium
Executive management	Performance assessments of senior executives, succession planning for key executives, setting of key performance hurdles, experience in industrial relations and organisational change management programmes.	Medium	Medium
Age and gender	Board aims for equal gender representation and range of experienced individuals to contribute towards better Board outcomes.	Medium	Medium

Corporate Governance Statement

The Board currently believes that its membership adequately represents the required skills as set out in the matrix and therefore does not intend to seek any new or alternative candidates. External consultants may be brought it with specialist knowledge to address areas where this is an attribute deficiency in the Board.

In addition to the specific areas that are required at Board level identified the matrix above, all members of the Board are assessed for the following attributes before they are considered an appropriate candidate.

Board Member Attributes	
Leadership	Represents the company positively amongst stakeholders and external parties; decisively acts ensuring that all pertinent facts considered; leads others to action; proactive solution seeker
Ethics and integrity	Awareness of social, professional and legal responsibilities at individual, company and community level; ability to identify independence conflicts; applies sound professional judgement; identifies when external counsel should be sought; upholds Board confidentiality; respectful in every situation.
Communication	Effective in working within defined corporate communications policies; makes constructive and precise contribution to the Board both verbally and in written form; an effective communicator with executives.
Negotiation	Negotiation skills which engender stakeholder support for implementing Board decisions.
Corporate governance	Experienced director that is familiar with the mechanisms, controls and channels to deliver effective governance and manage risks

Recommendation 2.3 - A listed entity should disclose:

(a) the names of the directors considered by the Board to be independent directors;
(b) if a director has an interest, position, association or relationship of the type described in Box 2.3 but the board is of the opinion that it does not compromise the independence of the director, the nature of the interest, position, association or relationship in question and an explanation of why the board is of that opinion; and
(c) the length of service of each director.

The Board assesses annually the independence of each director to ensure that those designated as independent do not have any alliance to the interests of management, substantial shareholders or other relevant stakeholders. They must be free of any interest, position, association or relationship that might influence, or reasonably be perceived to influence, in a material respect, their capacity to bring an independent judgement to bear on issues before the Board and to act in the best interests of the company and its security holders generally.

Details of the Board of directors, their appointment dated, length of service as independence status is as follows:

Director's name	**Appointment date**	**Length of service at reporting date**	**Independence status**
Jacob Khouri	18 August 2015	- years	Independent Non-executive
Michael Povey	20 December 2012	2 years	Independent Executive
Graham Libbesson	20 September 2011	3 years	Independent Executive
Kris Knauer (resigned 18 August 2015)	25 March 2013	2 years	Independent Non-executive

The Board may determine that a director is independent notwithstanding the existence of an interest, position, association or relationship of the kind identified in the examples listed under Recommendation 2.3 of the ASX Principles and Recommendations.

Details of directors that the Board has declared as independent but which maintain an interest or relationship that could be perceived as impairing independence, and the reason as to the Board's determination are as follows:

Director's Name	Details of interest or relationship	Board reasoning why director is independent
Jacob Khouri	The following interests are held through Mining Investments Ltd, an entity controlled by the Mr Khouri's father: • 5,750,000 ordinary shares in the Company; • $1,250,000 of convertible notes, of which $750,000 have been approved by shareholders for conversion into ordinary shares; and • $500,000 unsecured loan to the Company.	The shares belong to Mr Khouri's father and as such, Mr Khouri does not trade in the shares.

As part of its independence assessment, the Board considers the length of time that the director has been on the Board, as a prolonged service period may also be seen to impair independence. The Board concludes that no non-executive director has been on the Board for a period which could be seen to compromise their independence. Such a period is generally considered to be in excess of 10 years. Being on the Board for a period in excess of 10 years does not however constitute an automatic deeming of non-independence.

Where it is determined that a non-executive director should no longer be considered independent, the company shall make an announcement to the market.

Recommendation 2.4 - A majority of the board of a listed entity should be independent directors.

Having regard to the response to Recommendation 2.3 above, the Board at the reporting date were independent.

Recommendation 2.5 - The chair of the board of a listed entity should be an independent director and, in particular, should not be the same person as the CEO of the entity.

Mr Jacob Khouri is Chair of the Board and is not considered to be an independent director of the company, by virtue of his relationship with Mining Investments Limited a substantial shareholder of the Company. Despite this fact and given the size of the Board and the fact that there are no employees, this arrangement is considered to be appropriate in the circumstances.

Recommendation 2.6 - A listed entity should have a program for inducting new directors and provide appropriate professional development opportunities for directors to develop and maintain the skills and knowledge needed to perform their role as directors effectively.

Given the size of the Company, there are currently no programs for inducting new directors. As and when the Company is able to grow, this issue will be addressed.

Principle 3: Act ethically and responsibly

Recommendation 3.1 - A listed entity should:

(a) have a code of conduct for its directors, senior executives and employees; and
(b) disclose that code or a summary of it.

The Company has adopted a Code of Conduct which can be accessed at the Company's website.

Principle 4: Safeguard integrity in corporate reporting

Recommendation 4.1 - The board of a listed entity should:

(a) have an audit committee which:
(1) has at least three members, all of whom are non-executive directors and a majority of whom are

independent directors; and
(2) is chaired by an independent director, who is not the chair of the board,
and disclose:

(3) the charter of the committee;
(4) the relevant qualifications and experience of the members of the committee; and
(5) in relation to each reporting period, the number of times the committee met throughout the period and the individual attendances of the members at those meetings; or

(b) if it does not have an audit committee, disclose that fact and the processes it employs that independently verify and safeguard the integrity of its corporate reporting, including the processes for the appointment and removal of the external auditor and the rotation of the audit engagement partner.

The Board has not established an audit committee as it believes that, given the size of the board, no efficiencies are derived from a formal committee structure. Notwithstanding the non-existence of the audit committee, ultimate responsibility for the integrity of the Company's financial reporting rests with the full Board. All items that would normally be dealt with by an audit committee are dealt with at Board meetings. Such matters include:

(a) establishment and review of internal control frameworks within the Company;

(b) review of the financial statements, annual report and any other financial information distributed to shareholders or other external stakeholders;

(c) review of audit reports and any correspondence from auditors, including comments on the company's internal controls;

(d) nomination of the external auditor and reviewing the adequacy of the scope and quality of the annual audit and half year review; and

(e) monitoring compliance with the Corporations Act, ASX Listing Rules and any other regulatory requirements.

The full Board in its capacity as the Audit Committee addressed these matters at meetings during the reporting period. Details of the directors' attendance at the meetings are set out in the Directors' Report. However, given that the Board comprises of two out of three non-executive persons, it is believed that an appropriate balance of independence is in place for such a committee.

Details of each of the directors' qualifications are set out in the Directors' Report.

Recommendation 4.2 - The board of a listed entity should, before it approves the entity's financial statements for a financial period, receive from its CEO and CFO a declaration that, in their opinion, the financial records of the entity have been properly maintained and that the financial statements comply with the appropriate accounting standards and give a true and fair view of the financial position and performance of the entity and that the opinion has been formed on the basis of a sound system of risk management and internal control which is operating effectively.

Not adopted.

Recommendation 4.3 - A listed entity that has an AGM should ensure that its external auditor attends its AGM and is available to answer questions from security holders relevant to the audit.

The engagement partner for the company's audit attends the AGM and is available to answer shareholder questions from shareholders relevant to the audit.

Principle 5: Make timely and balanced disclosure

Recommendation 5.1 - A listed entity should:

(a) have a written policy for complying with its continuous disclosure obligations under the Listing Rules; and
(b) disclose that policy or a summary of it.

Listing Rule 3.1 requires a listed entity, subject to certain exceptions, to disclose to ASX immediately any information concerning it that a reasonable person would expect to have a material effect on the price or value of its securities. The company is committed to providing the market with complete and timely information about disclosure events in compliance with its continuous disclosure obligations and the Corporations Act 2001.

The Company has adopted a Code of Conduct and Policy of Continuous Disclosure Information Policy which sets out the procedure for:

- protecting confidential information from unauthorised disclosure;

- identifying material price sensitive information and reporting it to the Responsible Officer for review;
- ensuring the Company achieves best practice in complying with its continuous disclosure obligations under the Corporations Act and ASX Listing Rules; and
- ensuring the Company and individual officers do not contravene the Corporations Act or ASX Listing Rules

The Company has obligations under Corporations Act and ASX Listing Rules to keep the market fully informed of information which may have a material effect on the price or value of the Company's securities and to correct any material or misinformation in the market. The Company discharges these obligations by releasing information to the ASX in the form of an ASX release or disclosure in other relevant documents (e.g. the Annual Report).

The maintenance of confidentiality is also of paramount importance to the Company both to protect its trade secrets and to prevent any false market for the Company's shares and developing.

The Information Policy does not address polices for the directors and senior executives in buying and selling the Company's shares. These policies are set out in the Company's "Share Trading Policy".

Principle 6: Respect the rights of security holders

Recommendation 6.1 - A listed entity should provide information about itself and its governance to investors via its website.

The company maintains information in relation to governance documents, directors and senior executives, Board and committee charters, annual reports, ASX announcements and contact details on the company's website.

Recommendations 6.2 and 6.3

A listed entity should design and implement an investor relations program to facilitate effective two-way communication with investors (6.2).

Not adopted.

A listed entity should disclose the policies and processes it has in place to facilitate and encourage participation at meetings of security holders (6.3).

The company encourages shareholders to attend the company's AGM and to send in questions prior to the AGM so that they may be responded to during the meeting. It also encourages ad hoc enquiry via email which are responded to. Written transcripts of the meeting are made available on the company's website.

Recommendation 6.4 - A listed entity should give security holders the option to receive communications from, and send communications to, the entity and its security registry electronically.

The company engages its share registry to manage the majority of communications with shareholders. Shareholders are encouraged to receive correspondence from the company electronically, thereby facilitating a more effective, efficient and environmentally friendly communication mechanism with shareholders. Shareholders not already receiving information electronically can elect to do so through the share registry, at https://www.linkmarketservices.com.au/corporate/home.html.

Principle 7: Recognise and manage risk

Recommendations 7.1 and 7.2

The board of a listed entity should:

(a) have a committee or committees to oversee risk, each of which:
 (1) has at least three members, a majority of whom are independent directors; and
 (2) is chaired by an independent director,
 and disclose:
 (3) the charter of the committee;
 (4) the members of the committee; and
 (5) as at the end of each reporting period, the number of times the committee met throughout the period and the individual attendances of the members at those meetings; or

(b) if it does not have a risk committee or committees that satisfy (a) above, disclose that fact and the processes it employs for overseeing the entity's risk management framework (7.1).

The Board or a committee of the Board should: (a) review the entity's risk management framework at least annually to satisfy itself that it continues to be sound; and (b) disclose, in relation to each reporting period, whether such a review has taken place (7.2).

The Company has established a Risk Management policy for the oversight and management of material business risks which is available on the Company's website. The policy sets out the Company's risk profile. Under the policy, the Board is responsible for approving the Company's policies on risk oversight and management and satisfying itself that management has developed and implemented a sound system of risk management and internal control.

The management of all business risks are the responsibility of the Board, and the Board believes the risk management and internal control systems designed and implemented by the Directors and the Chief Executive Officer are adequate given the size and nature of the Company's activities. The Board meets informally to report and discuss any risks that may have been identified, as well as reporting on matters that may have arisen from the Company's internal control procedures.

The objectives of the risk management strategy are to identify the risks to the Company, ensuring that the Company is in compliance with all regulatory requirements and there is a balance of risk to reward.

When evaluating potential acquisitions or investments, the Board undertakes a methodical investigation and due diligence review of the project.

Recommendation 7.3 - A listed entity should disclose:
(a) if it has an internal audit function, how the function is structured and what role it performs; or
(b) if it does not have an internal audit function, that fact and the processes it employs for evaluating and continually improving the effectiveness of its risk management and internal control processes.

Given the size of the Company, there is currently no internal audit department. As and when the Company is able to grow, this issue will be addressed.

Recommendation 7.4 - A listed entity should disclose whether it has any material exposure to economic, environmental and social sustainability risks and, if it does, how it manages or intends to manage those risks.

Refer to 'Review of Operations' section of the report for a list of risks that management consider could adversely affect the company's future development.

Refer to commentary at Recommendations 7.1 and 7.2 for information on the company's risk management framework.

Principle 8:Remunerate fairly and responsibly

Recommendation 8.1 - The board of a listed entity should:

(a) have a remuneration committee which:
- ***(1) has at least three members, a majority of whom are independent directors; and***
- ***(2) is chaired by an independent director,***
  and disclose:
- ***(3) the charter of the committee;***
- ***(4) the members of the committee; and***
- ***(5) as at the end of each reporting period, the number of times the committee met throughout the period and the individual attendances of the members at those meetings; or***

(b) if it does not have a remuneration committee, disclose that fact and the processes it employs for setting the level and composition of remuneration for directors and senior executives and ensuring that such remuneration is appropriate and not excessive.

The Board considers that the Company is not currently of a size to justify the formation of a nomination committee as mentioned in Recommendation 2.1 above.

Recommendation 8.2 - A listed entity should separately disclose its policies and practices regarding the remuneration of non-executive directors and the remuneration of executive directors and other senior executives.

Non-executive directors, executive directors and other senior executives are remunerated by way of cash fees, superannuation contributions and non-cash benefits in lieu of fees. The level of remuneration reflects the anticipated time commitments and responsibilities of the position.

Corporate Governance Statement

Performance based incentives are not available to all directors as it could be perceived to impair their independence in decision making. For the same reason, equity based remuneration is limited to non-performance based instruments such as shares.

Further details in relation to the company's remuneration policies are contained in the Remuneration Report, within the Directors' report.

Recommendation 8.3 - A listed entity which has an equity-based remuneration scheme should:

(a) have a policy on whether participants are permitted to enter into transactions (whether through the use of derivatives or otherwise) which limit the economic risk of participating in the scheme; and

(b) disclose that policy or a summary of it

The Company does not offer equity based remuneration.

Directors' Report

Your directors present their report, together with the financial statements of Astro Resources NL (**the Company**) and its controlled entities (**the Group**), for the financial year ended 30 June 2015.

DIRECTORS

At the date of this Directors' Report the following are the Directors' of the group:

Names

Mr Jacob Khouri (Non-Executive Chairman)	Appointed 18 August 2015.
Mr Michael Povey (Executive Director)	
Mr Graham Libbesson (Non Executive Director)	
Mr Kris Knauer (Non-Executive Chairman)	Resigned 18 August 2015

COMPANY SECRETARY

Mr Vincent John Fayad held the position of Company Secretary at the end of the financial year. He was appointed as the Company Secretary on 25 March 2013.

PRINCIPAL ACTIVITIES AND SIGNIFICANT CHANGES IN NATURE OF ACTIVITIES

The principal activities of the Group during the financial year were the exploration and development of mineral resources.

There were no significant changes in the nature of the Group's principal activities during the financial year.

RESULTS AND REVIEW OF OPERATIONS

The consolidated loss of the Group for the financial year after providing for income tax amounted to $(2,872,395) (2014: $1,148,949 loss).

The consolidated loss for the year has been impacted by the following:

- impairment of tenements of $2,000,116, mainly relating to the impairment of Governor Broome tenement, tenement number E70/2372;
- interest expense on the Convertible Notes of $213,467; and
- payment to the royalty holders for the reduction to their royalty entitlements in relation to tenement E70/2464 of $140,000.

The residual of the operating loss of $518,812 is made of general overheads in relation to the day to day running of the Company.

The provision for impairment made in relation to the Governor Broome tenement was effected having regard to the fact that this licence is now under a retention licence and will not be activated into a mining licence in the foreseeable future. A full discussion is set out in note 13(c).

The net assets of the Group have decreased by $2,877,095 from $2,795,178 at 30 June 2014 to a deficiency of $81,917 as at 30 June 2015. This decrease was due to:

- provision for impairment of the Governor Broome tenement E70/2372 of $2,000,116;
- the amount accrued for the charge to the royalty holders of $140,000; and
- the operating losses of the Company, including interest accrued on the Convertible Notes.

A full report in relation to the review of the operations has been set out on pages 5 to 10.

Directors' Report

The Company's state of affairs includes $1.4 million of Convertible Notes and $0.5 million of unsecured loans. Set out below are the full details of the above:

Acquisition of the 20% interest in Governor Broome - $750,000

Maturity Date	14 months from completion of the Share Sale Agreement. If the note holder elects for any money owing on the Maturity Date to be repaid in cash, the Company can elect to extend this repayment obligation for a further 12 months, during which period all rights available under the note will remain available to the holder (**Rollover Extension**). The Rollover Election Notice was provided on 15 October 2014.
Interest Rate	12% per annum. 17% per annum during the Rollover Extension period.
Fees payable by the Company	An incentive fee equal to 5% of the conversion amount is payable on each occasion when a conversion notice is received by the Company. If the full Face Value of the note is converted into Shares, this would represent a total fee of $12,500. A payment of $8,500 as a Rollover Consideration was paid as the Rollover Election Notice was provided on 15 October 2014.
Conversion into ordinary shares of the Company	Approval has been given for the conversion of this note into ordinary shares. However, during the financial year, Mining Investments Limited **("MIL**") acquired from another party its notes with a face value of $250,000. On the basis that MIL is likely to be a shareholder with more than 20%, the conversion of the $250,000 would require it to make a full takeover offer for the Company.

Cash funding of $500,000

Maturity Date	14 months from completion of the Convertible Note agreement. If the note holder elects for any money owing on the Maturity Date to be repaid in cash, the Company can elect to extend this repayment obligation for a further 12 months, during which period all rights available under the note will remain available to the holder (Rollover Extension). The Rollover Election Notice was provided on 15 October 2014.
Interest Rate	12% per annum. 17% per annum during the Rollover Extension period.
Fees payable by the Company	An incentive fee equal to 5% of the conversion amount is payable on each occasion when a conversion notice is received by the Company. If the full Face Value of the note is converted into Shares, this would represent a total fee of $25,000. A payment of $16,500 was paid as Rollover Consideration as the Company exercised Rollover Extension.

Acquisition of the Heavy Metals Plant and equipment - $150,000:

Maturity Date	14 months from completion of the P&E Purchase Agreement. If the note holder elects for any money owing on the Maturity Date to be repaid in cash, the Company can elect to extend this repayment obligation for a further 12 months, during which period all rights available under the note will remain available to the holder (Rollover Extension). The Rollover Election Notice was provided on 15 October 2014.
Interest Rate	12% per annum.
Fees payable by the Company under each note	An amount of $5,000 was paid as Rollover Consideration as the Rollover Extension was exercised by the Company.

Set our below are the key terms of the unsecured loan facility of $500,000 advanced during the year:

Loan Facility of $500,000 re cash funding

Security	Unsecured loan.
Interest Rate	10% per annum. Interest to be accrued quarterly.
Repayment	repayment is to be made by way of: (i) cash; and (ii) offsetting against the mutually agreed terms of a proposed Rights Issue.

DIVIDENDS PAID OR RECOMMENDED

The directors' recommend that no dividend be paid for the year ended 30 June 2015 (2014: nil).

SIGNIFICANT CHANGES IN STATE OF AFFAIRS

There have been no significant changes in the state of affairs of entities in the Group during the year, except as disclosed throughout this report.

FUTURE DEVELOPMENTS AND RESULTS

The Group intends to further explore and develop the Group's mineral projects and to actively seek new exploration and mining opportunities.

ENVIRONMENTAL ISSUES

The exploration activities of the Group are conducted in accordance with and controlled principally by Australian state and territory government legislation. The Group has exploration land holdings in Western Australia.

The Group employs a system for reporting environmental incidents, establishing and communicating accountability, and rating environmental performance. During the year, data on environmental performance was reported as part of the monthly exploration-reporting regime. In addition, as required under various state and territory legislation, procedures are in place to ensure that the relevant authorities are notified prior to the commencement of ground disturbing exploration activities.

The Group is committed to minimising the impact of its activities on the surrounding environment at the same time aiming to maximise the social, environmental and economic returns for the local community. To this end, the environment is a key consideration in our exploration activities and during the rehabilitation of disturbed areas. Generally rehabilitation occurs immediately following the completion of a particular phase of exploration. In addition, the Group continued to develop and maintain mutually beneficial relationships with the local communities affected by its activities. Rehabilitation initiatives include the extraction of all pegs and restoration of peg lines, plugging of all drill holes and the removal of plastic geological sample bags.

EVENTS AFTER THE END OF THE REPORTING PERIOD

No matters or circumstances have arisen since the end of the financial year which significantly affected or could significantly affect the operations of the Group, the results of those operations or the state of affairs of the Group in future financial years, with the exception of a further unsecured loan advance from MIL since the end of the financial year.

INFORMATION ON DIRECTORS & COMPANY SECRETARY

Mr Jacob Khouri — Non-Executive Director and Chairman

Mr Khouri is the founder and operator of a successful mechanical engineering business. He also has a broad range of corporate experience, having served as a director of Gun Capital Corporate and Gun Capital Management. Having served this role, Mr Khouri has a solid understanding of new market trends and sustainability issues.

Mr Khouri is currently serves as an Executive Director of Mooter Media Limited (ASX: MMZ).

Previous directorships in other listed entities were BioProspect Limited (ASX: BPO) and Esperance Minerals Limited (ASX: ESM).

Mr Kris Knauer (resigned 18 August 2015) — Non-Executive Director and Chairman

Mr Knauer has a B.Sc. (Hons) in Geology and spent five years working in the Mining Industry as a geologist. He has subsequently worked in the Finance Industry for the past 15 years, initially as a Mining Analyst and more recently in the Corporate Advisory area. He is currently Executive Director of Equities at Novus Capital Limited and his key focus area is on small listed companies. He served on the Board of Citadel Resource Group Limited (ASX: CGG) and was instrumental in the acquisition and financing of Citadels Saudi Arabian Mining Projects.

Mr Knauer currently serves an Executive Director of Medibo Limited (ASX MEB).

Mr Knauer previously was:

- an Executive Chairman of Esperance Minerals Limited (ASX: ESM); and
- a Non-Executive Director of Greenvale Mining (ASX: GRV),

and he has resigned from these positions.

Mr Michael Povey — Executive Director

Mr Povey is a mining engineer with over 34 years worldwide experience in the resource sector. This experience has encompassed a wide range of commodities and included senior management positions in mining operations and the explosives industry in Africa, North America and Australia. During this time he has been responsible for general and mine management, mine production, project evaluation, mine feasibility studies and commercial contract negotiations.

In the last 16 years he has held executive directorships with several Australian public companies, including positions as the Technical Director and Managing Director. In these roles he has led exploration programs, JV negotiations and a number of capital raisings.

Mr Povey is a Chartered Engineer, and holds several certificates of competency including Western Australian Mine Managers Certificate.

Mr Povey is a Non-Executive Director of Greenvale Energy NL (ASX: GRV). He has also held previous other directorships with various ASX companies over a period of time.

Mr Povey is also a director of the entity who sold the shares in MacPhee Resources Pty Limited (project now relinquished).

Mr Graham Libbesson — Non-Executive Director

Mr Libbesson was a Chartered Accountant for over 30 years with experience in management, mergers and acquisitions, debt and equity transactions in various sectors including mining and exploration. He is an experienced Director, Chairman and advisor to a number of listed and unlisted companies, including various resources companies.

Mr Libbesson is currently serves as an Executive Director of Mooter Media Limited (ASX: MMZ). He has also held previous other directorships with various ASX companies over a period of time.

Mr Vincent John Paul Fayad	Company Secretary

Mr Fayad is currently a Director of PKF Corporate Finance (NSW) Pty Ltd and has had approximately 30 years of experience in Corporate Finance, Accounting and other advisory related services. He is a registered company auditor and tax agent.

Vince currently serves the following roles:
- Non-Executive Director of Greenvale Energy NL (ASX: GRV);
- Non-Executive Director Ashley Services Group Limited (ASX:ASH).

Previous directorships in other listed entities were Global Strategic Metals (ASX: GSZ), Metalbank Limited ASX:(MBK), Medibio Limited (ASX: MEB) and Esperance Minerals Limited (ASX: ESM).

MEETINGS OF DIRECTORS

During the financial year, two meetings of directors (including committees of directors) were held. Attendances by each director during the year were as follows:

	Directors' Meetings		**Audit Committee[1]**	
	Number eligible to attend	**Number attended**	**Number eligible to attend**	**Number attended**
Mr Jacob Khouri	-	-	-	-
Mr Kris Knauer (resigned 18 August 2015)	6	6	-	-
Mr Michael Povey	6	4	-	-
Mr Graham Libbesson	6	6	-	-

[1] Refer to Principle 4.1 of the Governance Statement which explains why the Company has not established an Audit Committee.

CORPORATE GOVERNANCE

In recognising the need for the highest standards of corporate behaviour and accountability, the directors of the Group support and have adhered to the principles of Corporate Governance. The Group's corporate governance statement is contained in the Corporate Governance section of the financial report.

DIRECTORS' INTERESTS

The relevant interest of each director in the shares of the Company as notified by the Directors to the Australian Securities Exchange in accordance with s.205G(1) of the *Corporations Act* at the date of this report is as follows:

	Ordinary Shares – Fully Paid	
	2015	**2014**
Mr Jacob Khouri[1]	-	-
Mr Kris Knauer (resigned 18 August 2015)	-	-
Mr Michael Povey	-	-
Mr Graham Libbesson	-	-

[1] The following interests are held through Mining Investments Ltd, an entity controlled by the Mr Khouri's father:

- 5,750,000 ordinary shares in the Company;
- $1,250,000 of convertible notes, of which $750,000 have been approved by shareholders for conversion into ordinary shares; and
- $500,000 unsecured loan to the Company.

INDEMNIFICATION AND INSURANCE OF OFFICERS AND AUDITORS

During the financial year the Group paid a premium in respect of a contract insuring the directors of the Group, the Company Secretary, all executive officers of the Group and of any related body corporate against a liability incurred as a director, secretary or executive officer to the extent permitted by the *Corporations Act 2001*. The Group has not otherwise, during or since the financial year, except to the extent permitted by law, indemnified or agreed to indemnity an officer or auditor of the Group or of any related body corporate against a liability incurred as such an officer or auditor.

The contract of insurance prohibits the disclosure of the nature of the liabilities and the amount of the premium.

OPTIONS

At the date of this report, there are no unissued ordinary shares of Astro Resources NL and Controlled Entities.

On 15 July 2014, the Company announced on the ASX that 2,133,635 options had been exercised at a price of $0.005 (AROOA). These options expired on 30 June 2014 and entitled each option holder to one ordinary share for every one option exercised.

The names of all the persons who currently hold options are entered on a Register maintained for the Company by Link Market Services Limited. In accordance with the Corporations Act 2001, this register may be inspected free of charge.

No other options were exercised during the year.

PROCEEDINGS ON BEHALF OF COMPANY

No person has applied for leave of court to bring proceedings on behalf of the Company or intervene in any proceedings to which the Company is a party for the purpose of taking responsibility on behalf of the Company for all or any part of those proceedings.

The Company or the Group was not a party to any such proceedings during the year.

NON-AUDIT SERVICES

RSM Bird Cameron are the appointed auditors of the Company.

Apart from the above, RSM Bird Cameron has not performed any other services in addition to their statutory duties as the auditors. Fees paid or payable for these services in relation to the audit and review of the Group's financial report were $30,250 (2014: $28,000).

The Directors are satisfied that the provision of services is compatible with the general standard of independence for the auditor as imposed by the *Corporations Act 2001*.

AUDITOR'S INDEPENDENCE DECLARATION

The auditor's independence declaration in accordance with section 307C of the *Corporations Act 2001*, for the year ended 30 June 2015 has been received and can be found on page 28 of the financial report.

REMUNERATION REPORT (AUDITED)

This report details the nature and amount of remuneration for each key management personnel (**KMP**) of Astro Resources NL (the Company).

1. Remuneration policy

The remuneration policy of Astro Resources NL and Controlled Entities (the Group) has been designed to align key management personnel **(KMP**) objectives with shareholder and business objectives by providing a fixed remuneration component and offering specific long-term incentives based on key performance areas affecting the Group's financial results. The Board of Astro Resources NL and Controlled Entities believes the remuneration policy to be appropriate and effective in its ability to attract and retain the best key management personnel to run and manage the Group, as well as create goal congruence between directors, executives and shareholders.

The Board's policy for determining the nature and amount of remuneration for key management personnel of the Group is as follows:

- the remuneration policy, setting the terms and conditions for the executive directors and other senior executives, was developed and approved by the board;
- non-executive directors received fees for their services as approved by shareholders; and
- executive directors can be employed by the Group on a consultancy basis, on board approval, with remuneration and terms stipulated in individual consultancy agreements.

The board reviews executive packages annually by reference to the Group's performance, executive performance and comparable information from industry sectors and other listed companies in similar industries. In addition external consultants may be used to provide analysis and advice to ensure the directors and senior executives' remuneration is competitive in the market place.

The board exercises its discretion in determining remuneration performance of executives. Given the size and nature of the entity the board does not deem it to be realistic to measure performance against defined criteria. As such remuneration and performance are not linked.

All remuneration paid to directors and executives is valued at the cost to the Group and expensed. Shares given to directors and executives are valued as the difference between the market price of those shares and the amount paid by the director or executive. Options are valued using the Black-Scholes methodology.

The board policy is to remunerate non-executive directors at market rates for comparable companies for time, commitment and responsibilities. The board determines payments to the non-executive directors and reviewed their remuneration annually, based on market practice, duties and accountability. Independent external advice is sought when required. Fees for non-executive directors are not linked to the performance of the Group. The directors are not required to hold any shares in the company under the Constitution of the Company; however, to align directors' interests with shareholder interests, the directors are encouraged to hold shares in the Group.

The board believes that it has implemented suitable practices and procedures that are appropriate for an organisation of this size and maturity.

i. Remuneration Committee

During the year ended 30 June 2015, the Group did not have a separately established nomination or remuneration committee. Considering the size of the Group, the number of directors and the Group's early stages of its development, the directors are of the view that these functions could be efficiently performed with full board participation.

ii. Group Performance, Shareholder Wealth and Directors and Executives Remuneration

No relationship exists between shareholder wealth, director and executive remuneration and Group performance except for options issued.

2. Key Management Personnel

Name	Position Held
Mr Jacob Khouri	Non-Executive Chairman
Mr Kris Knauer (resigned 18 August 2015)	Non-Executive Chairman
Mr Michael Povey	Executive Director
Mr Graham Libbesson	Non-Executive Director
Mr Vincent John Paul Fayad	Company Secretary

3. Key person remuneration entitlement

At the 2014 AGM, 100% of the eligible votes received supported the adoption of the remuneration report of the year ended 30 June 2014. The company did not receive any specific feedback at the AGM regarding its remuneration practices.

Key Management Personnel	Position Held as at 30 June 2015	Contract Details[1]	Remuneration	Incentives
Mr Jacob Khouri	Non-Executive Chairman	-	$36,000 per annum.	n/a
Mr Graham Libbesson	Non-Executive Director	-	$36,000 per annum.	n/a
Mr Michael Povey	Executive Director	-	$48,000 per annum.	n/a
Mr Vincent Fayad	Company Secretary	Contract is ongoing. Contract may be terminated at anytime.	$90,000 per annum for the accounting and services of company secretary, but excluding one off matters.	n/a

1. Non-executive directors were appointed by a letter of appointment. Directors can retire in writing as set out in the Constitution.

4. Remuneration details for the year ended 30 June 2015

The following table of benefits and payment details, in respect to the financial year, the components of remuneration for each member of the KMP of the Group and, to the extent different, the three Group executives and three Company executives receiving the highest remuneration:

2015	Cash salary/fees $	Termination payments $	Share based payments $	Total $
Executive Directors				
Mr Michael Povey	48,000	-	-	48,000
Non-Executive Directors				
Mr Jacob Khouri	-		-	-
Mr Kris Knauer (resigned 18 August 2015)	36,000[1]		-	36,000
Mr Graham Libbesson	36,000	-	-	36,000
KMP				
Mr Vincent John Paul Fayad	144,831[2]	-	-	144,831
	264,831	-	-	264,831

	Cash	Termination	Share based	Total

[1] No payment for Mr Knauer's directors fees have been made during the financial year.
[2] Mr Fayad is a Director of PKF Corporate Finance Pty (NSW) Limited (PKFCF). Both PKFCF and its related entity, PKF (NS) Pty Limited (PKF) provides provision of accounting, taxation, secretarial and registered office services to Astro and the Group.

	salary/fees	payments	payments	
2014	**$**	**$**	**$**	**$**
Executive Directors				
Mr Michael Povey	48,000	-	-	48,000
Non-Executive Directors				
Mr Kris Knauer (resigned 18 August 2015)	36,000[3]		-	36,000
Mr Graham Libbesson	36,000	-	-	36,000
KMP				
Mr Vincent John Paul Fayad	195,530[4]	-	-	195,530
	315,530	-	-	315,530

There were no other KMP during the year.

There were no performance related payments made to the directors or executive during the year and the prior year.

i. Short-term non-monetary benefits:

During the financial year the Group paid a premium of $19,409 (2014: $18,469), being $4,852 per person (2014: $4,617) in respect of a contract ensuring the directors, company secretary and all executive officers of the Group and of any related body corporate against liabilities incurred as a director, secretary or executive officer.

ii. Cash bonuses:

There were no cash bonuses paid during the year.

iii. Options issued as part of remuneration for the year:

There were no options issued as part of remuneration package for the year ended 30 June 2015 (2014: Nil options were issued).

No options have been granted since the end of the financial year.

[3] No payment for Mr Knauer's directors fees have been made during the financial year.

[4] Mr Fayad is a Director of PKF Corporate Finance Pty (NSW) Limited (PKFCF). Both PKFCF and its related entity, PKF (NS) Pty Limited (PKF) provides provision of accounting, taxation, secretarial and registered office services to Astro and the Group.

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4. Description of options granted as remuneration

There were no options granted as remuneration to Directors and those key management personnel and executives during the year.

5. Share Holdings of Key Management Personnel

2015	Balance at start of year or date of appointment	Granted as compensation	On exercise of options	Other changes	Balance at end of year or date of resignation
Directors					
Mr Michael Povey	-	-	-	-	-
Mr Jacob Khouri[1]	-	-	-	-	-
Mr Kris Knauer (resigned 18 August 2015)	-	-	-	-	-
Mr Graham Libbesson	-	-	-	-	-
KMP					
Mr Vince Fayad	-	-	-	-	-
	-	-	-	-	-

2014	Balance at start of year or date of appointment	Granted as compensation	On exercise of options	Other changes	Balance at end of year or date of resignation
Directors					
Mr Michael Povey	-	-	-	-	-
Mr Kris Knauer	-	-	-	-	-
Mr Graham Libbesson	-	-	-	-	-
KMP					
Mr Vince Fayad	-	-	-	-	-
	-	-	-	-	-

[1]Mr Khouri's father holds shares in the Company through Mining Investments Ltd - refer to the Directors report for more particulars of this shareholding.

6. Service Agreements

As noted above, Mr Fayad provides his services via PKFCF and PKF.

Mr Kris Knauer provided services to the Group through his controlled entity Greenfield Securities Pty Limited.

Mr Michael Povey provided services to the Group through his controlled entity MGF Povey Pty Limited.

This director's report, incorporating the remuneration report, is signed in accordance with a resolution of the Board of Directors.

Jacob Khouri
Director

Dated at Sydney this 23rd day of September 2015.

RSM Bird Cameron Partners

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AUDITOR'S INDEPENDENCE DECLARATION

As lead auditor for the audit of the financial report of Astro Resources NL for the year ended 30 June 2015, I declare that, to the best of my knowledge and belief, there have been no contraventions of:

(i) the auditor independence requirements of the *Corporations Act 2001* in relation to the audit; and

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

RSM Bird Cameron Partners

RSM BIRD CAMERON PARTNERS

C J Hume
Partner

Sydney, NSW
Dated: 23 September 2015

Consolidated Statement of Profit or Loss and Other Comprehensive Income

For the year ended 30 June 2015

	Note	2015 $	2014 $
Continuing Operations			
Other income	3	**4,295**	27,719
Impairment of capitalised exploration expenditure	4	**(2,000,116)**	(681,201)
Interest expense		**(213,579)**	(154,686)
Other expenses	4	**(662,995)**	(473,878)
Loss before income tax		**(2,872,395)**	(1,282,046)
Income tax benefit	5	**-**	-
Research and development tax grant			
Research and development grant	5	**-**	133,097
Loss from continuing operations		**(2,872,395)**	(1,148,949)
Members of the parent entity		**(2,872,395)**	(1,148,949)
Non-controlling interest		**-**	-
		(2,872,395)	(1,148,949)
Other comprehensive (loss) / income			
Items that may be reclassified subsequently to the profit or loss:			
Financial asset revaluation reserve		**(4,700)**	5,100
Other comprehensive (loss) / income for the year		**(4,700)**	5,100
Total comprehensive loss for the year		**(2,877,095)**	(1,143,849)
Total comprehensive loss attributable to:			
Members of the parent entity		**(2,877,095)**	(1,143,849)
Non-controlling interest		**-**	-
		(2,877,095)	(1,143,849)
Earnings per share			
From continuing operations:			
Basic earnings per share (cents)	6	**(8.23)**	(3.29)
Diluted earnings per share (cents)	6	**(3.13)**	(3.29)

The accompanying notes form part of these financial statements.

Consolidated Statement of Financial Position
For the year ended 30 June 2015

	Note	2015 $	2014 $
ASSETS			
CURRENT ASSETS			
Cash and cash equivalents	7	**141,738**	281,439
Trade and other receivables	8	**70,313**	84,664
Inventories	9	**4,000**	4,000
Other assets	11	**35,878**	19,798
TOTAL CURRENT ASSETS		**251,929**	389,901
NON-CURRENT ASSETS			
Financial assets	10	**4,000**	8,700
Property, plant and equipment	13	**150,000**	150,000
Exploration, evaluation and development assets	12	**2,024,624**	3,828,821
TOTAL NON-CURRENT ASSETS		**2,178,624**	3,987,521
TOTAL ASSETS		**2,430,553**	4,377,422
LIABILITIES			
CURRENT LIABILITIES			
Trade and other payables	14	**309,126**	126,027
Borrowings	15	**2,203,344**	139,217
TOTAL CURRENT LIABILITIES		**2,512,470**	265,244
NON-CURRENT LIABILITIES			
Borrowings	15	**-**	1,317,000
TOTAL NON-CURRENT LIABILITIES		**-**	1,317,000
TOTAL LIABILITIES		**2,512,470**	1,582,244
NET ASSETS		**(81,917)**	2,795,178
EQUITY			
Issued capital	16	**9,188,040**	9,188,040
Reserves	17	**1,678,652**	1,683,352
Accumulated losses		**(10,948,609)**	(8,076,214)
TOTAL EQUITY		**(81,917)**	2,795,178

The accompanying notes form part of these financial statements.

Consolidated Statement of Cash Flows

As at 30 June 2015

	Note	2015 $	2014 $
CASH FLOWS FROM OPERATING ACTIVITIES:			
Payments to suppliers and employees		**(419,193)**	(413,630)
Stamp duty		**-**	(32,540)
Interest received		**1,522**	7,583
Government grant		**-**	133,097
Other income		**2,774**	136
Net cash used in operating activities	21	**(414,897)**	(305,354)
CASH FLOWS FROM INVESTING ACTIVITIES:			
Payments for exploration expenditure - capitalised		**(205,273)**	(193,457)
Net cash used in investing activities		**(205,273)**	(193,457)
CASH FLOWS FROM FINANCING ACTIVITIES:			
Capital raising costs		**-**	(64,791)
Borrowing costs associated with convertible note		**-**	(2,500)
Interest and other costs associated with convertible note		**(30,177)**	
Proceeds from loan facility		**500,000**	-
Proceeds from issue of options		**10,646**	-
Proceeds from issue of convertible notes		**-**	500,000
Net cash provided by financing activities		**480,469**	432,709
Net decrease in cash and cash equivalents held		**(139,701)**	(66,102)
Cash and cash equivalents at beginning of year		**281,439**	347,541
Cash and cash equivalents at end of financial year	7	**141,738**	281,439

The accompanying notes form part of these financial statements.

Consolidated Statement of Changes in Equity

For the year ended 30 June 2015

	Ordinary Shares $	Retained Earnings $	Reserves $	Sub Total $	Non-controlling Interests $	Total $
Balance at 1 July 2014	**9,188,040**	**(8,076,214)**	**1,683,352**	**2,795,178**	**-**	**2,795,178**
Loss attributable to members of the parent entity	**-**	**(2,872,395)**	**-**	**(2,872,395)**	**-**	**(2,872,395)**
Movement for the year	**-**	**-**	**(4,700)**	**(4,700)**	**-**	**(4,700)**
Balance at 30 June 2015	**9,188,040**	**(10,948,609)**	**1,678,652**	**(81,917)**	**-**	**(81,917)**
Balance at 1 July 2013	9,177,372	(6,927,265)	1,595,252	3,845,359	72,973	3,918,332
Loss attributable to members of the parent entity	-	(1,148,949)	-	(1,148,949)	-	(1,148,949)
Options exercised (AROOA 30 June 2014)	10,668	-	-	10,668	-	10,668
Acquisition of subsidiary (Governor Broome)	-	-	-	-	(72,973)	(72,973)
Equity portion of convertible notes	-	-	83,000	83,000	-	83,000
Movement for the year	-	-	5,100	5,100	-	5,100
Balance at 30 June 2014	9,188,040	(8,076,214)	1,683,352	2,795,178	-	2,795,178

The accompanying notes form part of these financial statements.

Notes to the Financial Statements

This financial report includes the consolidated financial statements and notes of Astro Resources NL and Controlled Entities (the **'Group'**). The financial statements were authorised for issue by the Board of Directors on 23rd September 2015.

Astro Resources NL and Controlled Entities is a for profit Company domiciled in Australia.

The separate financial statements and notes of the parent entity, Astro Resources NL, have not been presented within this financial report as permitted by amendments made to the Corporations Act 2001. Parent entity summary is included in note 29.

1 Summary of Significant Accounting Policies

(a) Basis of preparation

The financial statements are general purpose financial statements that have been prepared in accordance with Australian Accounting Standards, Australian Accounting Interpretations, other authoritative pronouncements of the Australian Accounting Standards Board and the *Corporations Act 2001*.

Compliance with Australian Accounting Standards ensures that the financial statements and notes also comply with International Financial Reporting Standards.

Material accounting policies adopted in the preparation of these financial statements are presented below and have been consistently applied unless otherwise stated.

The financial statements have been prepared on an accruals basis and are based on historical costs, modified, where applicable, by the measurement at fair value of selected non-current assets, financial assets and financial liabilities.

(b) Going concern

The financial statements have been prepared on the going concern basis, which contemplates continuity of normal business activities and the realisation of assets and liabilities in the normal course of business.
The company and Group's consolidated statement of profit or loss and other comprehensive income reflected a net loss of $4,781,160 (2014:$644,661) and $2,872,395 (2014:$1,148,949) respectively. The Group's consolidated statement of cash flows also reflected net cash used in operations of $414,897 (2014:$ 305,354) and net cash used investing activities of $205,273 (2014:$ 193,457) for the year ended 30 June 2015. The Group has a deficiency of working capital of $2,260,541 and a deficiency of net assets of $81,917 as at that date. The company will need to raise additional capital in order to meet its scheduled exploration expenditure requirements.

These factors indicate significant uncertainty as to whether company and consolidated entity will continue as going concerns and therefore whether they will realise their assets and extinguish their liabilities in the normal course of business and at the amounts stated in the financial report.

The Directors believe that the company and consolidated entity will be able to continue as going concerns and that it is appropriate to adopt that basis of accounting in the preparation of the financial report after consideration of the following factors:

- the Company is looking to undertake a rights issue, which is expected to be in the vicinity of $2 million, but to raise a minimum of $700,000 net of costs. It was planned that the rights issue will occur concurrently with an acquisition. However, the rights issue process is likely to be brought forward in order to fund its planned activities;
- as disclosed in note 15, it is expected that Mining Investments Limited (MIL) will convert its Convertible Notes plus outstanding interest and accrued entitlements into ordinary shares in the Company (that is, $750,000 plus accrued interest. The timing of this conversion is to occur following the completion of the proposed rights issue;
- MIL also intends to contribute all or part of its unsecured loan to the Company to any shortfall from any proposed rights issue as part of its a sub-underwriting arrangement;
- MIL continuing to provide financial assistance to the Company between the date of this report and completion of the proposed rights issue;
- the ability of the Company to raise further capital to enable the Company to meet scheduled exploration expenditure requirements;

- the ability of the Group to sell assets, as and when required; and
- the ability to reduce discretionary spending.

Should the Company be unsuccessful in the above, there is significant uncertainty as to whether the Company and the Group would be able to continue as going concerns and therefore, whether they will realise their assets and extinguish their liabilities in the normal course of business and at the amounts stated in the financial report.

These financial statements do not include any adjustments relating to the recoverability and classification of recorded asset amounts or the amounts or classification of liabilities and appropriate disclosures that may be necessary should the consolidated entity and parent be unable to continue as a going concern.

(c) Comparative figures

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

When the Group applies an accounting policy retrospectively, makes a retrospective restatement or reclassifies items in its financial statements, a consolidated statement of financial position as at the beginning of the earliest comparative period will be presented.

(d) Principles of consolidation

The consolidated financial statements incorporate the assets, liabilities and results of entities controlled by Astro Resources NL at the end of the reporting period. A controlled entity is any entity over which Astro Resources NL has the power to govern the financial and operating policies so as to obtain benefits from its activities. Control will generally exist when the parent owns, directly or indirectly through subsidiaries, more than half of the voting power of an entity. In assessing the power to govern, the existence and effect of holdings of actual and potential voting rights are also considered.

Where controlled entities have entered or left the Group during the year, the financial performance of those entities is included only for the period that they were controlled. A list of controlled entities is contained in Note 24 to the financial statements.

In preparing the consolidated financial statements, all inter-group balances and transactions between entities in the Group have been eliminated on consolidation. Accounting policies of subsidiaries have been changed where necessary to ensure consistency with those adopted by the parent entity.

Non-controlling interests, being the equity in a subsidiary not attributable, directly or indirectly, to a parent, are shown separately within the Equity section of the consolidated statement of financial position and consolidated statement of profit or loss and other comprehensive income. The non-controlling interests in the net assets comprise their interests at the date of the original business combination and their share of changes in equity since that date.

(e) Inventories

Inventories are measured at the lower of cost and net realisable value. The cost of inventories includes direct materials, direct labour and an appropriate portion of variable and fixed overheads. Costs are assigned on the basis of weighted average costs.

Net realisable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and selling expenses.

(f) Property, plant and equipment

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

Plant and equipment

Plant and equipment are measured on the cost basis. Cost includes expenditure that is directly attributable to the asset.

Depreciation

The depreciable amount of all fixed assets, is depreciated on a straight-line basis over the asset's useful life to the Group commencing from the time the asset is held ready for use. Leasehold improvements are depreciated over the shorter of either the unexpired period of the lease or the estimated useful lives of the improvements. Land is not depreciated.

An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount.

(g) Financial instruments

Initial recognition and measurement

Financial assets and financial liabilities are recognised when the entity becomes a party to the contractual provisions of the instrument. For financial assets, this is the equivalent to the date that the Company commits itself to either the purchase or sale of the asset (i.e. trade date accounting is adopted).

Financial instruments are initially measured at fair value plus transactions costs, except where the instrument is classified 'at fair value through profit or loss' in which case transaction costs are expensed to profit or loss immediately.

Classification and subsequent measurement

Financial instruments are subsequently measured at either fair value, amortised cost using the effective interest rate method, or cost. *Fair value* represents the amount for which an asset could be exchanged or a liability settled, between knowledgeable, willing parties in arm's length transaction. Where available, quoted prices in an active market are used to determine fair value. In other circumstances, valuation techniques are adopted.

Amortised cost is calculated as:

(a) the amount at which the financial asset or financial liability is measured at initial recognition;

(b) less principal repayments;

(c) plus or minus the cumulative amortisation of the difference, if any, between the amount initially recognised and the maturity amount calculated using the *effective interest method*; and

(d) less any reduction for impairment.

The *effective interest method* is used to allocate interest income or interest expense over the relevant period and is equivalent to the rate that exactly discounts estimated future cash payments or receipts (including fees, transaction costs and other premiums or discounts) through the expected life (or when this cannot be reliably predicted, the contractual term) of the financial instrument to the net carrying amount of the financial asset or financial liability. Revisions to expected future net cash flows will necessitate an adjustment to the carrying value with a consequential recognition of an income or expense in profit or loss.

The classification of financial instruments depends on the purpose for which the investments were acquired. Management determines the classification of its investments at initial recognition and at the end of each reporting period for held-to-maturity assets.

(i) Loans and receivables

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

Loans and receivables are included in current assets, except for those which are not expected to mature within 12 months after the end of the reporting period.

(ii) Held-to-maturity investments

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

Held-to-maturity investments are included in non-current assets, except for those which are expected to be realised within 12 months after the end of the reporting period, which will be classified as current assets.

If during the period the Group sold or reclassified more than an insignificant amount of the held-to-maturity investments before maturity, the entire held-to-maturity investments category would be tainted and reclassified as available-for-sale.

The Group did not hold any held-to-maturity investments in the current or comparative financial year.

(iii) Available-for-sale financial assets

Available-for-sale financial assets are non-derivative financial assets that are either not suitable to be classified into other categories of financial assets due to their nature, or they are designated as such by management. They comprise investments in the equity of other entities where there is neither a fixed maturity nor fixed or determinable payments.

Available-for-sale financial assets are included in non-current assets, except for those which are expected to be realised within 12 months after the end of the reporting period.

Fair value

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

Impairment

Objective evidence that a financial asset is impaired includes default by a debtor, evidence that the debtor is likely to enter bankruptcy or adverse economic conditions in the stock exchange. At the end of each reporting period, the Group assess whether there is objective evidence that a financial asset has been impaired through the occurrence of a loss event. In the case of available-for-sale financial instruments, a significant or prolonged decline in the value of the instrument is considered to indicate that an impairment has arisen.

Where a subsequent event causes the amount of the impairment loss to decrease (e.g. payment received), the reduction in the allowance account (provision for impairment of receivables) is taken through profit and loss.

However, any reversal in the value of an impaired available for sale asset is taken through other comprehensive income rather than profit and loss.

Impairment losses are recognised through an allowance account for loans and receivables in the consolidated statement of profit or loss and other comprehensive income.

Share capital

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of ordinary shares and share options for immediate are recognised as a deduction from equity, net of any tax effects.

Derecognition

Financial assets are derecognised where the contractual rights to receipt of cash flows expires or the asset is transferred to another party whereby the entity no longer has any significant continuing involvement in the risks and benefits associated with the asset. When available-for-sale investments are sold, the accumulated fair value adjustments recognised in other comprehensive income are reclassified to profit or loss.

(h) Impairment of non-financial assets (excluding capitalised exploration costs)

At the end of each reporting period, the Group assesses whether there is any indication that an asset may be impaired. The assessment will include considering external sources of information and internal sources of information and dividends received from subsidiaries, associates or jointly controlled entities deemed to be out of pre-acquisition profits. If such an indication exists, an impairment test is carried out on the asset by comparing the recoverable amount of the asset, being the higher of the asset's fair value less costs to sell and value in use to the asset's carrying value. Value in use is calculated by discounting the estimated future cash flows of the asset or cash-generating unit (CGU) at a pre-tax discount rate reflecting the specific risks in the asset / CGU. Any excess of the asset's carrying value over its recoverable amount is expensed to the consolidated statement of profit or loss and other comprehensive income.

Where it is not possible to estimate the recoverable amount of an individual asset, the Group estimates the recoverable amount of the cash-generating unit to which the asset belongs.

Impairment testing is performed annually for goodwill and intangible assets (excluding exploration assets) with indefinite lives – refer Note 1(p).

(i) Cash and cash equivalents

Cash and cash equivalents include cash on hand, deposits held at call with banks, other short-term highly liquid investments with original maturities of three months or less which are convertible to a known amount of cash and subject to an insignificant risk of change in value, and bank overdrafts. Bank overdrafts are shown within short-term borrowings in current liabilities on the consolidated statement of financial position.

(j) Trade and other payables

Trade and other payables represent the liability outstanding at the end of the reporting period for goods and services received by the Group during the reporting period which remain unpaid. The balance is recognised as a current liability with the amounts normally paid within 30 days of recognition of the liability.

(k) Earnings per share

The Group presents basic and diluted earnings per share information for its ordinary shares.

Basic earnings per share is calculated by dividing the profit attributable to owners of the company by the weighted average number of ordinary shares outstanding during the year.

Diluted earnings per share adjusts the basic earnings per share to take into account the after income tax effect of interest and other financing costs associated with dilutive potential ordinary shares and the weighted average number of additional ordinary shares that would have been outstanding assuming the conversion of all dilutive potential ordinary shares.

(l) Income tax

The income tax expense (revenue) for the year comprises current income tax expense (income) and deferred tax expense (income).

Current income tax expense charged to the profit or loss is the tax payable on taxable income calculated using applicable income tax rates enacted, or substantially enacted, as at the end of the reporting period. Current tax liabilities (assets) are therefore measured at the amounts expected to be paid to (recovered from) the relevant taxation authority.

Deferred income tax expense reflects movements in deferred tax asset and deferred tax liability balances during the year as well as unused tax losses.

Current and deferred income tax expense (income) is charged or credited directly to equity instead of the profit or loss when the tax relates to items that are credited or charged directly to equity.

Deferred tax assets and liabilities are ascertained based on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. Deferred tax assets also result where amounts have been fully expensed but future tax deductions are available. 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 assets and liabilities are calculated at the tax rates that are expected to apply to the period when the asset is realised or the liability is settled, based on tax rates enacted or substantively enacted at the end of the reporting year. Their measurement also reflects the manner in which management expects to recover or settle the carrying amount of the related asset or liability. Deferred tax assets relating to temporary differences and unused tax losses are recognised only to the extent that it is probable that future taxable profit will be available against which the benefits of the deferred tax asset can be utilised.

Where temporary differences exist in relation to investments in subsidiaries, branches, associates, and joint ventures, deferred tax assets and liabilities are not recognised where the timing of the reversal of the temporary difference can be controlled and it is not probable that the reversal will occur in the foreseeable future.

Current assets and liabilities are offset where a legally enforceable right of set-off exists and it is intended that net settlement or simultaneous realisation and settlement of the respective asset and liability will occur. Deferred tax assets and liabilities are offset where a legally enforceable right of set-off exists, the deferred tax assets and liabilities relate to income taxes levied by the same taxation authority on either the same taxable entity or different taxable entities where it is intended that net settlement or simultaneous realisation and settlement of the respective asset and liability will occur in future periods in which significant amounts of deferred tax assets or liabilities are expected to be recovered or settled.

(m) Revenue and other income

Financial Income comprises interest income. Interest income is recognised in profit or loss as it accrues, using the effective interest rate method.

Other income is recognised when the significant risks and rewards of ownership have been transferred to the buyer, recovery of the consideration is probable, the associated costs and possible return of goods can be estimated reliably, there is no continuing management involvement with the goods, and the amount of revenue can be measured reliably.

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

(n) Borrowing costs

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

All other borrowing costs are recognised in profit or loss in the period in which they are incurred.

(o) Goods and services tax (GST)

Revenues, expenses and assets are recognised net of the amount of GST, except where the amount of GST incurred is not recoverable from the Australian Tax Office. In these circumstances the GST is recognised as part of the cost of acquisition of the asset or as part of an item of the expense. Receivables and payables in the consolidated statement of financial position are shown inclusive of GST.

Cash flows are presented in the consolidated 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.

(p) Exploration and development expenditure

Exploration and evaluation costs are capitalised as exploration and evaluation assets on a project-by-project basis pending determination of the technical feasibility and commercial viability of the project. The capitalised costs are presented as both tangible or intangible exploration and evaluation assets according to the nature of the assets acquired. When a licence is relinquished or a project abandoned, the related costs are recognised in the profit or loss immediately.

Exploration and evaluation assets are assessed for impairment if (i) sufficient data exists to determine technical feasibility and commercial viability, and/or (ii) facts and circumstances suggest that the carrying amount exceeds the recoverable amount. For the purposes of impairment testing, exploration and evaluation assets are allocated to cash-generating units consistent with the determination of reportable segments.

Upon determination of proven reserves, intangible exploration and evaluation assets attributable to those reserves are first tested for impairment and then reclassified from exploration and evaluation assets to a separate category within tangible assets.

Amortisation is not charged on exploration and evaluation assets until they are available for use.

Pre-licence costs are recognised in profit or loss as incurred. Expenditure deemed unsuccessful is recognised in profit or loss immediately.

(q) Critical accounting estimates and judgements

The directors evaluate estimates and judgments incorporated into the financial statements based on historical knowledge and best available current information. Estimates assume a reasonable expectation of future events and are based on current trends and economic data, obtained both externally and within the Group.

Key judgement - exploration and evaluation expenditure

The Group capitalises expenditure relating to exploration and evaluation where it is considered likely to be recoverable or where the activities have not reached a stage which permits a reasonable assessment of the existence of reserves. While there are certain areas of interest from which no reserves have been extracted, the directors are of the continued belief that such expenditure should not be written off since feasibility studies in such areas have not yet concluded.

(r) Investment in associate

An associate is an entity over which the Group has significant influence. Significant influence is the power to participate in the financial and operating decisions of the entity or unincorporated joint venture but is not control or joint control of those policies. Investments in associates are accounted for in the consolidated financial statements by applying the equity method of accounting, whereby the investment is initially recognised at cost (including transaction costs) and adjusted for the post-acquisition change in the Group's share net assets of the associate entity. In addition, the Group's share of the profit or loss of the associate is included in the Group's profit or loss.

On 23 December 2014, the Company entered into an arrangement with Iluka Resources Limited ("Iluka") in relation to a tenement which was previously subject to the control of the Group. However, as set out in note 12, the Company has relinquished control of this tenement in favour of Iluka and that such relinquishment is via the contractual rights given to Iluka under the terms of the agreement. Further details of the relationship with Iluka are set out in note 12.

(s) Fair Value of Assets and Liabilities

The Group measures some of its assets and liabilities at fair value on either a recurring or non-recurring basis, depending on the requirements of the applicable Accounting Standard.

Fair value is the price the Group would receive to sell an asset or would have to pay to transfer a liability in an orderly (ie unforced) transaction between independent, knowledgeable and willing market participants at the measurement date.

As fair value is a market-based measure, the closest equivalent observable market pricing information is used to determine fair value. Adjustments to market values may be made having regard to the characteristics of the specific asset or liability. The fair values of assets and liabilities that are not traded in an active market are determined using one or more valuation techniques. These valuation techniques maximise, to the extent possible, the use of observable market data.

To the extent possible, market information is extracted from either the principal market for the asset or liability (ie the market with the greatest volume and level of activity for the asset or liability) or, in the absence of such a market, the most advantageous market available to the entity at the end of the reporting period (ie the market that maximises the receipts from the sale of the asset or minimises the payments made to transfer the liability, after taking into account transaction costs and transport costs).

For non-financial assets, the fair value measurement also takes into account a market participant's ability to use the asset in its highest and best use or to sell it to another market participant that would use the asset in its highest and best use.

The fair value of liabilities and the entity's own equity instruments (excluding those related to share-based payment arrangements) may be valued, where there is no observable market price in relation to the transfer of such financial instruments, by reference to observable market information where such instruments are held as assets. Where this information is not available, other valuation techniques are adopted and, where significant, are detailed in the respective note to the financial statements.

(t) Adoption of new and revised accounting standards

During the current year, the Group adopted all of the new and revised Australian Accounting Standards and Interpretations applicable to its operations which became mandatory.

The adoption of these Standards has impacted the recognition, measurement and disclosure of certain transactions. The following is an explanation of the impact the adoption of these Standards and Interpretations has had on the financial statements of Astro Resources NL and Controlled Entities.

Standard Name	Impact
AASB 2011-9 Amendments to Australian Accounting Standards - Presentation of Items of Other Comprehensive Income	The adoption of this standard has not changed the reported financial position and performance of the entity, however the presentation of items in other comprehensive income has changed.
AASB 112 Income Taxes	There has been no impact on the reported financial position and performance
AASB 2011-3 Amendments to Australian Accounting Standards - Orderly Adoption of Changes to the ABS GFS Manual and Related Amendments	There has been no impact due the entity not being a government department

(u) New accounting standards for application in future periods

The AASB has issued new and amended Accounting Standards and Interpretations that have mandatory application dates for future reporting periods. The Group has decided against early adoption of these standards. The following table summarises those future requirements, and their impact on the Group:

Standard Name	Effective date for entity	Requirements	Impact
AASB 9 Financial Instruments and amending standards AASB 2010-7 / AASB 2012-6	30 June 2016	Changes to the classification and measurement requirements for financial assets and financial liabilities. New rules relating to derecognition of financial instruments.	The impact of AASB 9 has not yet been determined as the entire standard has not been released.

2 Operating Segments

Segment information

Identification of reportable segments

Operating segments are reporting in a manner consistent with the internal reporting provided to the chief operating decision maker. The chief operating decision maker, who is responsible for allocating resources and assessing performance of the operating segments, has been identified as the Board of Directors.

An operating segment is a component of the Group that engage in business activities from which it may earn revenue and incur expenses, including revenues and expenses that relate to transactions with any of the Group's other components. All operating segment results are regularly reviewed by the Group's Board of Directors to make decisions about resources allocated to the segment and assess its performance and for which discrete financial information is available.

The operating segments are identified by the Board of Directors based on the type of exploration being conducted by the Group. Detailed financial information about each of these operating businesses is reported to the Board of Directors on at least a quarterly basis.

The Group operated in three operating segments being heavy minerals, diamond and uranium exploration industry in the geographical location, being Australia.

Types of products and services by reportable segment

(i) Heavy minerals

The Group is currently conducting exploration upon tenements considered prospective for mineral sands. No income has been derived from the recovery of mineral sands during the year ended 30 June 2014 (2013: nil).

(ii) Diamond exploration

The Group is currently conducting exploration upon tenements considered prospective for diamonds. No income has been derived from the recovery of diamonds during the year ended 30 June 2014 (2013: nil).

(iii) Uranium

The Group has previously been involved in uranium and this has now been discontinued with some residual closure costs.

Accounting policies adopted

Unless stated below, all amounts reported to the Board of Directors, being the chief operating decision maker with respect to operating segments, are determined in accordance with accounting policies that are consistent to those adopted in the annual financial statements of the Group.

Assets

Where an asset is used across multiple segments, the asset is allocated to the segment that receives the majority of economic value from the asset. In the majority of instances, segment assets are clearly identifiable on the basis of their nature and physical location.

Liabilities

Liabilities are allocated to segments where there is direct nexus between the incurrence of the liability and the operations of the segment. Borrowings and tax liabilities are generally considered to relate to the Group as a whole and are not allocated. Segment liabilities include trade and other payables and certain direct borrowings.

Unallocated items

The following items of revenue, expense, assets and liabilities are not allocated to operating segments as they are not considered part of the core operations of any segment:

- interest revenue;
- income tax benefit;
- cash and cash equivalents; and
- trade debtors and creditors.

Notes to the Financial Statements

(a) Segment performance

	Mineral Sands		Diamond		Uranium		Unallocated		Total	
	2015	2014	2015	2014	2015	2014	2015	2014	2015	2014
	$	$	$	$	$	$	$	$	$	$
REVENUE										
Other revenue from external customers	1,300	-	-	-	-	-	1,473	20,136	**2,773**	**20,136**
Interest revenue	-	-	-	-	-	-	1,521	7,583	**1,521**	**7,583**
Total segmented revenue	1,300	-	-	-	-	-	2,994	27,719	**4,295**	**27,719**
Segment result	(2,144,338)	(34,616)	(710)	(20,864)	(2,215)	(617,883)	(725,132)	(636,402)	**(2,872,395)**	**(1,309,765)**
Research & development grant	-	-	-	-	-	-	-	133,097	**-**	**133,097**
Loss for the year	(2,144,338)	(34,616)	(710)	(20,684)	(2,215)	(449,368)	(725,132)	(503,305)	**(2,872,395)**	**(1,148,949)**
Other segment information										
Depreciation and amortisation	-	-	-	-	-	-	(1,071)	(3,928)	**(1,071)**	**(3,928)**
Segment assets and liabilities										
Segment assets										
Exploration expenditure	1,730,200	3,575,068	294,425	253,753	-	-	-	-	**2,024,624**	**3,828,821**
Inventories	-	-	4,000	4,000	-	-	-	-	**4,000**	**4,000**
Other assets	179,113	150,000	8,226	-	-	-	214,559	394,601	**401,928**	**544,601**
	1,909,313	3,725,068	306,651	257,753	-	-	214,559	394,601	**2,430,552**	**4,377,422**
Segment liabilities	140,000	-	-	-	-	-	2,372,470	1,582,244	**2,512,469**	**1,582,244**
Other assets are made up of:										
Investments held for sale							4,000	8,700		
Cash and cash equivalents							137,799	281,439		
Trade and other receivables							72,760	104,462		
							214,559	**394,601**		

Notes to the Financial Statements

3 Revenue and Other Income

	2015 $	2014 $
Other Income		
- Finance revenue	**1,522**	7,583
- Sundry income	**2,773**	20,136
	4,295	27,719

4 Result for the Year

The result for the year includes the following specific expenses

	2015 $	2014 $
Impairment of exploration expenditure	**2,000,116**	681,201
Net impairment expense	**2,000,116**	681,201
Other expenses:		
- Directors' and related entities consulting fees	**120,000**	120,000
- Consultants fees	**144,831**	195,530
- Administration expenses	**368,026**	130,348
- Auditors remuneration for audit services	**30,250**	28,000
	663,107	473,878

5 Income Tax Benefit

(a) The components of tax benefit comprise:

	2015 $	2014 $
Current tax		
Research and development tax grant	**-**	(133,097)
	-	(133,097)

(b) The prima facie tax on profit from ordinary activities before income tax is reconciled to the income tax expense as follows:

	2015 $	2014 $
Prima facie tax benefit on loss from ordinary activities before income tax at 30% (2014: 30%)	**(861,718)**	(384,374)
Add tax effect of:		
- deferred tax assets and liabilities not recognised	**861,718**	384,374
- other permanent differences	**-**	-
- research and development tax grant not previously recognised	**-**	(133,097)
Income tax benefit	**-**	(133,097)

Net deferred tax assets not brought to account, the benefits of which will only be realised if the conditions for deductibility occur:

	2015 $	2014 $
Tax losses	**12,973,932**	11,833,573
Capital losses	**61,200**	61,200
Capitalised exploration expenditure	**(1,876,466)**	(1,634,605)
	11,158,666	10,260,168

The above deferred tax assets will only be obtained if:

i. future assessable income is derived of a nature and an amount sufficient to enable utilize the benefit; and

ii. the conditions for deductibility imposed by tax legislation continue to be complied with and no changes in the tax legislation adversely affect the company in realising the benefit.

There are no deferred tax liabilities at 30 June 2015 (2014: nil).

6 Earnings per Share

Basic earnings per share

(a) Reconciliation of earnings to loss from continuing operations

	2015 $	2014 $
Loss from continuing operations	**(2,872,395)**	(1,148,949)

(b) Earnings used to calculate overall earnings per share

Earnings used to calculate overall earnings per share	**(2,872,395)**	(1,148,949)

(c) Weighted average number of ordinary shares outstanding during the year used in calculating basic EPS

	No.	No.
Weighted average number of ordinary shares outstanding during the year used in calculating basic EPS	**34,902,097**	3,490,209,700

Diluted earnings per share

Share options are not considered dilutive as the conversion of options to ordinary shares will result in a decrease in the net loss per share.

7 Cash and Cash Equivalents

	2015 $	2014 $
Cash at bank and in hand	**141,738**	281,439

8 Trade and Other Receivables

	2015 $	2014 $
CURRENT		
GST recoverable	**5,346**	8,133
Other receivables	**175**	10,668
Borrowing costs	**69,791**	69,791
Less: Accumulated amortisation	**(4,999)**	(3,928)
	70,313	84,664

Credit risk

Non trade receivables consist of recoverable outgoings. No receivables are in a foreign currency receivables during the year (2014: nil).

None of the Group's receivables are past due (2014: nil). The ageing of the Group receivables was not past due (2014: nil). Based on historic default rates, apart from that included above, the Group believes that no further impairment allowance is necessary in respect of receivables not past due.

9 Inventories

	2015 $	2014 $
CURRENT		
At cost:		
Uncut diamonds	**4,000**	4,000

10 Other Financial Assets

Available-for-sale financial assets

	2015 $	2014 $
CURRENT		
Shares in listed corporations	**4,000**	8,700

The Group's equity investments are listed on the Australian Securities Exchange, at market value.

11 Other Assets

	2015 $	2014 $
CURRENT		
Prepayments	**35,878**	19,798

12 Exploration, evaluation and development assets

NON-CURRENT

	2015 $	2014 $
Areas in exploration phase:		
- At cost and net of impairment	**1,525,341**	3,828,821

(a) Composition of exploration assets

	2015 $	2014 $
Capitalised exploration	**6,413,785**	5,718,585
Impairment	**(3,889,880)**	(1,889,764)
Balance at end of the year	**2,523,905**	3,828,821

On the 23 December 2014, the Company entered into a Farm-in and joint venture arrangement ("Arrangement") with Iluka Resources Limited ("Iluka"). The arrangement relates to the Governor Broome project, tenement number E70/2464 ("Property"). This tenement is part of the Governor Broome project, which is a mineral sands project located in southern Western Australia.

Under the terms of the arrangement with Iluka, Iluka is to spend a minimum of $160,000 over a two period; this would result in it owning a 51% interest in the Property. Iluka has the right to withdraw from the joint venture at any time, if it wishes. Moreover, upon the further spending of another $160,000 Iluka would have the right to earn a further 29%, taking it to 80%. Thereafter, the Group will have a free carried interest in the Property until such time as the maiden resource is announced. Iluka has spent in excess of the $160,000 required as a result it owns 51% of the tenement. As at 30 June 2015 the group had spent $499,282 on the tenement.

(b) Movements

		2015 $	2014 $
(i)	Exploration assets at cost		
	Opening Balance	**6,217,867**	4,889,311
	Add:		
	- Expenditure capitalised	**195,918**	829,274
	Closing balance	**-6,413,785**	5,718,585

		2015 $	2014 $
(ii)	*impairment*		
	Opening Balance	**1,889,764**	1,208,563
	Add:		
	- Current year impairment charge	**2,000,116**	681,201
		3,889,880	1,889,764
	Closing Balance		

(c) Discussion on impairment

Included in the capitalised exploration costs is the Governor Broome Sands (that is, heavy minerals project), tenement number E70/2372. Since balance date, the Group has applied for this tenement to be converted into a "retention licence" on the basis that no further meaningful exploration work should be undertaken under current circumstances. If successful, the Group will not be subject to any minimum expenditure commitments for this tenement. More importantly, a retention licence will enable the Group to hold this hold this tenement until such time as heavy mineral sands prices reach a point of making this tenement economical

In view of the above, the Board has formed a view that an additional provision for impairment of $2,000,116 is required. The additional provision is believed to reduce the carrying value of the exploration asset to fair value. In determining the fair value, the Board has had regard for the following:

- future outlook of mineral sands prices;
- the level of resources, as recently determined by the competent person;
- potential range of operating costs for the exploitation of the resources; and
- capital expenditure required.

The Board has formed the view that other key capitalised exploration asset namely, the diamond project does not require impairment.

13 Property, Plant and Equipment

	2015 $	2014 $
Plant and equipment[1]		
At cost	**150,000**	150,000
Accumulated depreciation	**-**	-
	150,000	150,000

[1] Note: the plant and equipment has not been used for operations since the date of acquisition. Accordingly, no provision for amortisation has been provided for.

(a) Movements in Carrying Amounts

Movement in the carrying amounts for each class of property, plant and equipment between the beginning and the end of the current financial year:

	2015 $	2014 $
Balance at the beginning of year	**150,000**	-
Additions	**-**	150,000
Depreciation expense	**-**	-
Balance at end of the year	**150,000**	150,000

14 Trade and Other Payables

	2015 $	2014 $
CURRENT		
Unsecured liabilities		
Trade payables[a]	**39,426**	126,027
Other payables[b]	**269,700**	**-**
Total Current Liabilities	**309,126**	126,027

(a) Included in the payables is an amount for $6,568 (2014: $15,469) which relates to PAYG withheld on interest owed to convertible note holders.
(b) Other payables comprise of fees to consultants and Directors that are likely to be repaid in the form of shares of the Company, subject to any necessary regulatory approvals.

15 Borrowings

	2015 $	2014 $
CURRENT		
Unsecured liabilities		
Interest accrued on Convertible Notes	**331,344**	139,217
Loan Facility – Mining Investments Ltd [d]	**500,000**	-
Accrued Rollover Extension Fees on Convertible Notes	**55,000**	
Convertible Notes[a][b]	**1,400,000**	-
Less: Equity component of Convertible Notes[c]	**(83,000)**	-
NON-CURRENT		
Unsecured liabilities		
Convertible Notes[b]	**-**	1,400,000
Less: Equity component of Convertible Notes[c]	**-**	(83,000)
Total Liabilities	**2,203,344**	1,317,000

(a) Amount due within twelve months and relates to interest payable on the unsecured Convertible Notes.
(b) A breakdown of the Convertible Notes and the terms is as follows:

	2015 $	2014 $
Acquisition of the 20% shareholding in Governor Broome	**750,000**	750,000
Heavy Separation Plant	**150,000**	150,000
Cash funding	**500,000**	500,000
Balance at end of the year	**1,400,000**	1,400,000

Set out below are the terms of the above Convertible Notes and unsecured loan:

Acquisition of the 20% interest in Governor Broome - $750,000

Maturity Date	14 months from completion of the Share Sale Agreement. If the note holder elects for any money owing on the Maturity Date to be repaid in cash, the Company can elect to extend this repayment obligation for a further 12 months, during which period all rights available under the note will remain available to the holder (**Rollover Extension**).
Interest Rate	12% per annum. 17% per annum during the Rollover Extension.
Fees payable by the Company	An incentive fee equal to 5% of the conversion amount is payable on each occasion when a conversion notice is received by the Company. If the full Face Value of the note is converted into Shares, this would represent a total fee of $12,500. A payment of $8,500 as a Rollover Consideration was paid as the Rollover Election Notice was provided on 15 October 2014.
Conversion into ordinary shares of the Company	Approval has been given for the conversion of this note into ordinary shares. However, during the financial year, Mining Investments Limited **("MIL")** acquired from another party its notes with a face value of $250,000. One the basis that MIL is likely to be a shareholder with more than 20%, the conversion of the $250,000 would require it to make a full takeover offer for the Company.

Cash funding of $500,000

Maturity Date	14 months from completion of the Convertible Note agreement. If the note holder elects for any money owing on the Maturity Date to be repaid in cash, the Company can elect to extend this repayment obligation for a further 12 months, during which period all rights available under the note will remain available to the holder (Rollover Extension). The Rollover Election Notice was provided on 15 October 2014.
Interest Rate	12% per annum. 17% per annum during the Rollover Extension (if exercised).
Fees payable by the Company	An incentive fee equal to 5% of the conversion amount is payable on each occasion when a conversion notice is received by the Company. If the full Face Value of the note is converted into Shares, this would represent a total fee of $25,000. A payment of $16,500 is payable as a Rollover Consideration if the Company exercises Rollover Extension.

Acquisition of the Heavy Metals Plant and equipment - $150,000:

Maturity Date	14 months from completion of the P&E Purchase Agreement. If the note holder elects for any money owing on the Maturity Date to be repaid in cash, the Company can elect to extend this repayment obligation for a further 12 months, during which period all rights available under the note will remain available to the holder (Rollover Extension). The Rollover Election Notice was provided on 15 October 2014.
Interest Rate	12% per annum.
Fees payable by the Company under each note	An amount of $5,000 is payable as Rollover Consideration if the Rollover Extension is exercised.

Loan Facility of $500,000 re cash funding

Security	Unsecured loan.
Interest Rate	10% per annum. Interest to be accrued quarterly.

16 Issued Capital

	2015 No.	2014 No.
34,902,097 (2014: 3,490,209,700) Ordinary shares	**9,719,959**	9,719,959
Share issue costs written off against share premium	**(531,919)**	(531,919)
Total	**9,188,040**	9,188,040

(a) Ordinary shares

	No.	No.
At the beginning of the reporting period	**3,490,209,700**	3,488,076,065
Exercise of options	**-**	2,133,635
Share consolidation (1:100)	**(3,455,307,603)**	-
At the end of the reporting period	**34,902,097**	3,490,209,700

The holders of ordinary shares are entitled to participate in dividends and the proceeds on winding up of the Company. On a show of hands at meetings of the Company, each holder of ordinary shares has one vote in person or by proxy, and upon a poll each share is entitled to one vote. In the event of winding up of the company ordinary shareholders rank after all other shareholders and creditors and are fully entitled to any proceeds of liquidation.

The Company does not have authorised capital or par value in respect of its shares.

(b) Options

	2015 No.	2014 No.
Options on issue	**-**	737,371,575
Exercised during the year	**-**	2,133,635
Lapsed	**-**	735,237,940

17 Reserves

	2015 $	2014 $
Option reserve	**1,255,912**	1,255,912
Share based payment reserve	**356,740**	356,740
Available for sale investment reserve	**(17,000)**	(12,300)
Share premium reserve	**83,000**	83,000
	1,678,652	1,683,352

(a) Movement in reserves

	2015 $	2014 $
Option premium reserve		
Opening balance	**1,255,912**	1,255,912
	1,255,912	1,255,912
Share based payment reserve		
Opening balance	**356,740**	356,740
	356,740	356,740

Notes to the Financial Statements

	2015 $	2014 $
Available for sale investment reserve		
Opening balance	**(12,300)**	(17,400)
Loss on revaluation of investment	**(4,700)**	5,100
	(17,000)	(12,300)
Share premium reserve		
Opening balance	**83,000**	-
Equity component on convertible notes	**-**	83,000
	83,000	83,000
	1,678,652	1,683,352

(b) Option reserve

Contains amounts contributed for the future right to acquire shares at a pre-determined price.

(c) Share based payment reserve

Represents the accumulated amortisation of the fair value of services provided with respect to employee share options issued, payment for tenement and settlement of fund raising fees.

(d) Available for sale investment reserve

Represents cumulative gains/ losses arising on the evaluation of available for sale financial assets that have been recognised in other comprehensive income net at the amount reclassified to profit or loss when those assets have been disposed of or are determined to be impaired.

(e) Share premium reserve

This reserve records the equity portion of the convertible bonds issued between August and November 2013.

18 Share-based Payments

At the 2005 annual general meeting, the Group established the Astro Resources NL 2005 Share Option Plan which allows employees, directors, officers or consultants of the Group or an associated body corporate and such other persons nominated by the directors to participate in the plan.

There were no options under the Share Option Plan on issue as at 30 June 2015 (2014: nil).

19 Financial Risk Management

The main risks the Group is exposed to through its financial instruments are credit risk, liquidity risk and market risk.

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

The Board has overall responsibility for the establishment and oversight of the risk management framework. The Board is responsible for developing and monitoring risk management policies.

Risk management policies are established to identify and analyse the risks faced by the Group, to set appropriate risk limits and controls, and to monitor risks and adherence to limited. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Group's activities. The Group through their training and management standards and procedures, aim to develop a disciplined and constructive control environment.

The Board oversees how management monitors compliance with the Group's risk management policies and procedures and reviews the adequacy of the risk management framework in relation to the risks faced by the Group.

(a) Categories of financial instruments

	2015 $	2014 $
Financial assets		
Cash and cash equivalents	**141,738**	281,439
Trade and other receivables	**70,313**	84,664
Other financial assets	**4,000**	8,700
	216,051	374,803
Financial liabilities		
Trade and other payables	**309,126**	126,027
Borrowings	**2,203,344**	1,456,217
	2,512,470	1,582,244

The carrying amounts reflected above represent the Group's maximum exposure to credit risk for such loans and receivables.

(b) Capital risk management

The Group's objectives when managing capital is to safeguard its ability to continue as a going concern, so that it can continue to provide returns for shareholders and benefits of other stockholders and to maintain an optimal capital structure to reduce the cost of capital.

The capital structure of the Group consists of cash and cash equivalents, deposits in respect of bank guarantee and equity attributable to equity holders of the company, comprising issued capital, reserves and accumulated losses.

There are no externally imposed capital requirements. None of the Group's entities are subject to externally imposed capital requirements.

The Group monitors capital through the gearing ratio, which is calculated as net debt divided by total capital. Net debt is calculated as total borrowings less cash and cash equivalents. Total capital is defined as equity per the statement of financial position plus net debt.

The Board reviews the capital structure on an annual basis. As a part of this review the Board considers the cost of capital and the risks associated with each class of capital. High gearing ratio will be expected as the Group enters into its development stage and more debts are required to fund the operation and development activities.

There have been no changes in the strategy adopted by management during the year.

(c) Credit risk

Exposure to credit risk relating to financial assets arises from the potential non-performance by counterparties of contract obligations that could lead to a financial loss to the Group and arises principally from the Group's receivables and investments.

Non trade receivables

Receivables consist of GST recoverable and other debtors. No credit terms apply to these debtors. No receivables are in a foreign currency receivables during the year (2014: nil). None of the Group's receivables are past due (2014: nil). The ageing of the Group non trade receivables was not past due (2014: nil).

Investments

The Group limits its exposure to credit risk by investing in liquid listed securities. The Group's equity investments are listed on the Australian Securities Exchange. For such investments classified as available for sale, a 20% increase in the ASX 200 at the reporting date would have increased equity by $800 after tax (2014: $1,740); an equal change in the opposite direction would have decreased equity by $800 after tax (2013: $1,740).

(d) Liquidity risk

Liquidity risk arises from the possibility that the Group might encounter difficulty in settling its debts or otherwise meeting its obligations related to financial liabilities. The Group manages liquidity risk by monitoring forecast cash flows for the possible need to obtain debt or equity finance. The Group successfully raised funds of $500,000 in the year through the opening of a debt facility.

Cash flows required to settle the Group's financial liabilities consist of:

- trade and other payables,
- loan facility;
- Convertible Notes , and
- interest accrued on Convertible Notes.

All financial liabilities are due within 12 months. The total value of cash flows required to settle the Group's financial liabilities as at 30 June 2015 is $2,512,470 (2014: $265,244).

(e) Market risk

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices.

i. Interest rate risk

The Group is exposed to interest rate risk in Australia. To minimise the effects of reducing interest income that the Group may receive, the Board plans to invest the excess cash position in the near future to avoid any adverse effects of future interest rates. There is no written internal policy on interest rate management.

Changes in market interest rates affect the interest income of non-derivative variable interest financial instruments and are based on both historical trends and the perceived market interest to 30 June 2015. The Group have determined that the effects of changes in these interest rates based upon forward looking rates would not have a material effect on the Group for 2015 or 2014. Therefore, no Group interest rate sensitivity analysis is disclosed as interest rate risk is not considered to have a material impact on the result or equity of the Group for 2015 and 2014.

ii. Foreign exchange risk

Exposure to foreign exchange risk may result in the fair value or future cash flows of a financial instrument fluctuating due to movement in foreign exchange rates of currencies in which the Group holds financial instruments which are other than the AUD functional currency of the Group.

The Group has no significant exposure to foreign exchange risk as there are effectively no foreign currency deals outstanding (2014: nil).

iii. Price risk

Price risk relates to the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices of securities held being available-for-sale or fair value through profit and loss.

Management of the Group monitors the mix of debt and equity securities in its investment portfolio based on market indices. Material investments within the portfolio are managed on an individual basis and all buy and sell decisions are approved by the Board. The primary goal of the Group's investment strategy is to maximise investment returns. The Group does not enter into commodity contracts.

Net fair values

The Group's financial assets and liabilities that are recorded on the balance sheet are carried at amounts that approximate net fair values.

Fair value estimation

Net fair values of financial assets and liabilities are determined by the Group on the following basis:

i. Cash and cash equivalents

The carrying amount approximates fair value because of their short-term to maturity.

ii. Receivables and payables

The carrying amount approximates fair value because of their short-term to maturity.

iii. Available for sale investments and other financial assets

For available for sale investments, a reasonable estimate of the fair value is determined by reference to the current market value of another instrument which is substantially the same or is calculated based on the expected cash flows or the underlying net asset base of the investment.

20 Cash Flow Information

(a) Reconciliation of result for the year to cashflows from operating activities

Reconciliation of net income to net cash provided by operating activities:

	2015 $	2014 $
Loss for the year	**(2,872,395)**	(1,148,949)
Non-cash flows in loss:		
- depreciation/amortisation	**1,071**	3,928
- impairment of exploration assets	**2,000,116**	681,201
Changes in assets and liabilities, net of the effects of purchase and disposal of subsidiaries:		
- increase in trade and other receivables	**124,300**	6,675
- decrease in other liability	**308,001**	177,353
- (increase)/decrease in trade and other payables	**24,010**	(25,562)
Cash flow from operations	**(414,897)**	(305,354)

(b) Non-cash financing and investing activities

	2015 $	2014 $
Purchase of 20% interest in Governor Broome Sands Pty Limited using convertible notes	**-**	750,000
Purchase of Heavy Mineral Sands (HMS) plant and equipment using convertible note	**-**	150,000

Notes to the Financial Statements

21 Capital and Leasing Commitments

(a) Exploration expenditure commitments

The Group has to perform minimum exploration work and expend minimum amount of money on its tenements. The overall expenditure requirement tends to be limited in the normal course of the Group's tenement portfolio management through expenditure exemption approvals, and expenditure reductions through relinquishment of part or the while of tenements deemed not prospective. Should the Group wish to preserve interest in its current tenements the amount which may be required to be expended is as follows:

	2015 $	2014 $
Payable:		
- no later than 1 year	**303,740**	320,861
- between 1 year and 5 years	**1,214,960**	1,283,445
	1,518,700	**1,604,307**

22 Contingent Liabilities and Contingent Assets

Contingent Liabilities

The Group has no contingent liabilities to report

23 Controlled Entities

(a) Controlled entities

	Country of Incorporation	Percentage Owned (%)* 2015	Percentage Owned (%)* 2014
Parent Entity:			
Astro Resources NL			
Subsidiaries:			
HM Sands Pty Limited (formerly Astro Bow River Mines Pty Limited)	Australia	**100**	100
Boldhill Holdings Pty Limited	Australia	**100**	100
East Kimberley Diamond Corporation Pty Limited	Australia	**100**	100
Governor Broome Sands Pty Limited	Australia	**100**	80
MacPhee Resources Pty Limited[1]	Australia	**100**	100
North Doolgunna Metals Pty Limited	Australia	**100**	100

* Percentage of voting power is in proportion to ownership.
[1] Mr Michael Povey is a director of the entity who was the seller of the shares in MacPhee Resources Pty Limited

24 Related Party Transactions

Related Parties

(a) The Group's main related parties are as follows:

(i) Key management personnel:

Any person(s) having authority and responsibility for planning, directing and controlling the activities of the entity, directly or indirectly, including any director (whether executive or otherwise) of that entity are considered KMP.

For details of remuneration disclosures relating to KMP, refer to the remuneration report in the Directors' Report.

Other transactions with KMP and their related entities are shown below.

(ii) Subsidiaries:

The consolidated financial statements include the financial statements of Astro Resources NL and the following subsidiaries:

Name of subsidiary	% ownership interest 2015	% ownership interest 2014
HM Sands Pty Limited	**100**	100
Boldhill Holdings Pty Limited	**100**	100
East Kimberley Diamond Corporation Pty Limited	**100**	100
Governor Broome Sands Pty Limited	**100**	100
MacPhee Resources Pty Limited	**100**	100
North Doolgunna Metals Pty Limited	**100**	100

(b) Transactions with related parties

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

The following transactions occurred with related parties:

25 Interests of Key Management Personnel

The totals of remuneration paid to key management personnel of the Company and the Group during the year are as follows:

	2015 $	2014 $
Short-term employee benefits	**264,831**	315,530
	264,831	315,530

Detailed remuneration disclosures are included in the Director's Report. The relevant information can be found in The Remuneration Report on pages 25 – 27.

26 Auditors' Remuneration

Remuneration of the auditor of the parent entity, RSM Bird Cameron for:

	2015 $	2014 $
- auditing or reviewing the financial statements	**30,250**	28,000
	30,250	28,000

Notes to the Financial Statements

27 Events after the end of the Reporting Period

No other matters or circumstances have arisen since the end of the financial year which significantly affected or could significantly affect the operations of the Group, the results of those operations, or the state of affairs of the Group in future financial years, with the exception that the Company has received a further unsecured advance of $100,000 from MIL..

28 Parent entity

The following information has been extracted from the books and records of the parent, Astro Resources NL and has been prepared in accordance with Accounting Standards.

The financial information for the parent entity, Astro Resources NL has been prepared on the same basis as the consolidated financial statements:

Statement of Financial Position

	2015 $	2014 $
Assets		
Current assets	**932,567**	2,500,962
Non-current assets	**218,791**	2,646,031
Total Assets	**1,151,358**	5,146,993
Liabilities		
Current liabilities	**2,372,465**	265,239
Non-current liabilities	**-**	1,317,000
Total Liabilities	**2,372,465**	1,582,239
Net Assets	**1,221,107**	3,564,754
Equity		
Issued capital	**9,188,040**	9,188,040
Accumulated losses	**(12,087,799)**	(7,306,638)
Reserves	**1,678,652**	1,683,352
Total Equity	**1,221,107**	3,564,754
Consolidated Statement of Profit or Loss and Other Comprehensive Income		
Total loss for the year	**(4,781,160)**	(644,661)
Other comprehensive income	**(4,700)**	5,100
Total comprehensive income	**(4,785,860)**	(639,561)

Contingent liabilities

Apart from the minimum expenditure requirements, as set out in note 22, there are no other contingent liabilities.

Contractual commitments

The parent entity did not have any commitments as at 30 June 2015 or 30 June 2014.

29 Company Details

The registered office of and principal place of business of the company is:

Astro Resources NL and Controlled Entities
Level 8, 1 O'Connell St
SYDNEY NSW 2000

Directors' Declaration

The directors of the Group declare that:

1. the financial statements and notes, as set out on pages 29 to 56, are in accordance with the *Corporations Act 2001* and:

    a. comply with Accounting Standards, which, as stated in accounting policy note 1 to the financial statements, constitutes explicit and unreserved compliance with International Financial Reporting Standards (IFRS); and

    b. give a true and fair view of the financial position as at 30 June 2015 and of the performance for the year ended on that date of the Company and consolidated group;

2. the Company Secretary has declared that:

    a. the financial records of the Group for the financial year have been properly maintained in accordance with section 286 of the *Corporations Act 2001*;

    b. the financial statements and notes for the financial year comply with the Accounting Standards; and

    c. the financial statements and notes for the financial year give a true and fair view.

3. based on the comments outlined in Note 1(b) in the directors' opinion, there are reasonable grounds to believe that the Group will be able to pay its debts as and when they become due and payable.

At the date of this declaration, there are reasonable grounds to believe that the companies which are party to this deed of cross guarantee will be able to meet any obligations or liabilities to which they are, or may become subject to, by virtue of the deed.

This declaration is made in accordance with a resolution of the Board of Directors.

Jacob Khouri
Director

Dated 23 September 2015

RSM Bird Cameron Partners
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INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF

ASTRO RESOURCES NL

Report on the Financial Report

We have audited the accompanying financial report of Astro Resources NL, which comprises the consolidated statement of financial position as at 30 June 2015, and the consolidated statement of comprehensive income, consolidated statement of changes in equity and 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 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. These Auditing Standards require that we comply with relevant ethical requirements relating to audit engagements and plan and perform the audit to obtain reasonable assurance 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 entity's preparation and fair presentation of the financial report in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal 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 opinions.

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 Astro Resources NL, would be in the same terms if given to the directors as at the time of this auditor's report.

RSM Bird Cameron Partners

Opinion

In our opinion:

(a) the financial report of Astro Resources NL is in accordance with the Corporations Act 2001, including:

  (i) giving a true and fair view of the consolidated entity's financial position as at 30 June 2015 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

Emphasis of matter

Without qualifying our opinion, we draw attention to Note 1 in the financial report, which indicates that the company and Group's consolidated statement of profit or loss and other comprehensive income reflected a net loss of $4,781,160 and $2,872,395 respectively. The Group's consolidated statement of cash flows also reflected net cash used in operations of $414,897 and net cash used investing activities of $205,273 for the year ended 30 June 2015. The Group has a deficiency of working capital of $2,260,541 and deficiency of net assets of $81,917 as at that date. The ability of the company and consolidated entity to continue as going concerns is dependent on a number of factors, the most significant of which is the ability to source sufficient capital to fund its future exploration and operational activities. These conditions, along with other matters as set forth in Note 1, indicate the existence of a material uncertainty which may cast significant doubt about the company and consolidated entity's ability to continue as going concerns and therefore, the company and consolidated entity may be unable to realise their assets and discharge their liabilities in the normal course of business.

Report on the Remuneration Report

We have audited the Remuneration Report included in pages 24 to 27 of the directors' report for the year ended 30 June 2015. 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 Astro Resources NL for the year ended 30 June 2015 complies with section 300A of the Corporations Act 2001.

RSM Bird Cameron Partners

RSM BIRD CAMERON PARTNERS

C J Hume
Partner

Sydney, NSW
Date: 23 September 2015

Schedule of Tenements

Lease	Lease Status	Project	Holders
E70/2372*	Granted	Governor Broome	Governor Broome
E70/2464	Granted	Governor Broome	Governor Broome
E70/3681	Granted	Governor Broome	Governor Broome
E70/4418	Granted	Governor Broome	Governor Broome
E80/4120	Granted	Lower Smoke Creek	East Kimberley Diamond Mines
E80/4316	Granted	Carr Boyd Range	East Kimberley Diamond Mines
P70/1583	Granted	Governor Broome	Governor Broome
P70/1584	Granted	Governor Broome	Governor Broome
P70/1639	Application	Governor Broome	Governor Broome
P70/1640	Application	Governor Broome	Governor Broome
P80/1615	Granted	Argyle Dykes	East Kimberley Diamond Mines
P80/1616	Granted	Argyle Dykes	East Kimberley Diamond Mines
P80/1617	Granted	Argyle Dykes	East Kimberley Diamond Mines
P70/0053	Application	Governor Broome	Governor Broome

** This title continues in force by virtue of application for R70/0053.*

ASX Additional Information

As at 25 August 2015 the following information applied:

1 Substantial Shareholders

Substantial shareholders disclosed in substantial shareholder notices to the Company:

	No. of Shares Held	% Held
ABN Amro Clearing Sydney Nominees Pty Ltd	5,117,451	14.66
Ms Nada Saade	1,765,154	5.06

2 Securities

(a) Fully paid ordinary shares

The number of holders of fully paid shares in the Company is 3,488,117,956. On a show of hands every holder of fully paid ordinary shares present or by proxy, shall have one vote. Upon a poll, each fully paid ordinary share shall have one vote. The distribution of holders of fully paid ordinary shares is as follows:

	No. of Shares Held	% Held
1 – 1,000	120,049	0.34
1,001 – 5,000	1,155,682	3.31
5,001 – 10,000	1,649,169	4.73
10,001 – 100,000	9,479,840	27.16
100,001 and over	22,497,357	64.46
	34,902,097	**100.0**
Number holder less than a marketable parcel	5,195,074	14.88

The Company's fully paid ordinary shares are quoted on the Australian Securities Exchange using the cod ARO.

Top 20 Shareholders

	No. of Shares Held	% Held
ABN AMRO CLEARING SYDNEY NOMINEES PTY LTD	5,117,451	14.66
MS NADA SAADE	1,765,154	5.06
J P MORGAN NOMINEES AUSTRALIA LIMITED	1,698,823	4.87
RELIANCE NATURAL RESOURCE FUND PTY LTD	1,200,000	3.44
RELIANCE NATURAL RESOURCE FUND PTY LTD	800,000	2.29
MINING INVESTMENTS LIMITED	757,000	2.17
MR HADEN MARTIN	616,233	1.77
MR WILLIAM STRANSKY	600,000	1.72
SYNERGY HOLDINGS PTY LTD	500,000	1.43
MR LIN CHENG	480,000	1.38
MAINBREAK SECURITIES PTY LTD	450,000	1.29
NEWMONT CAPITAL PTY LTD	440,477	1.26
MAINBREAK SECURITIES PTY LTD	400,000	1.15
TRAYBURN PTY LTD	400,000	1.15
HEATHCOTE PTY LTD	398,659	1.14
MR MICHAEL MATTHEW MOORE & MR ANTHONY JOHN THOMAS MOORE	350,000	1.00
MR ARTHUR ARIDAS & MRS TANIA LEIGH ARIDAS	348,000	1.00
DENTOST PTY LTD	344,810	0.99
AMPASAND PTY LTD	304,000	0.87
PARKHOUSE ENTERPRISES PTY LTD	300,001	0.86
	17,561,248	**50.32**