BLAZE
International Limited

AND CONTROLLED ENTITIES

ABN 15 074 728 019

ANNUAL REPORT
FOR THE YEAR ENDED 30 JUNE 2015

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CORPORATE DIRECTORY

Directors
Michael Scivolo (Non-Executive Chairman)
Robert John Collins (Non-Executive Director)
Hersh Solomon Majteles (Non-Executive Director)
Loren Jones (Non-Executive Director)

Company Secretary
Norman Grafton

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West Perth WA 6005

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Website
blazelimited.com.au

ASX Code: BLZ

Your Directors present their report on Blaze International Limited ("the Company") and its controlled entities ("the Group" or "Consolidated Entity") for the financial year ended 30 June 2015.

DIRECTORS

The names of the Directors in office at any time during, or since the end of the year and until the date of this report are:

Michael Scivolo	Non-executive Chairman
Robert John Collins	Non-executive Director
Hersh Solomon Majteles	Non-executive Director
Loren Jones	Non-executive Director – Appointed 9 September 2015

Directors have been in office since the start of the financial year to the date of this report unless otherwise stated.

COMPANY SECRETARY

Norman Grafton

PRINCIPAL ACTIVITIES

The principal activity of the Consolidated Entity during the financial year was mineral exploration within Australia.

No significant change in the nature of these activities occurred during the financial year.

OPERATING RESULTS

The loss of the Consolidated Entity for the financial year after providing for income tax amounted to $738,277 (2014: $754,695).

DIVIDENDS PAID OR RECOMMENDED

The Directors recommend that no dividend be paid for the year ended 30 June 2015 and no amounts have been paid or declared by way of dividend since the end of the previous financial year.

LIKELY DEVELOPMENTS AND EXPECTED RESULTS

Disclosure of information regarding likely developments in the operations of the Consolidated Entity in future financial years and the expected results of those operations is likely to result in unreasonable prejudice to the Consolidated Entity. Therefore, this information has not been presented in this report.

REVIEW OF OPERATIONS

BARKLY copper-gold project

Blaze International Limited (BLZ) is in a Farm-In Joint Venture Agreement with Meteoric Resources NL (Barkly JV) over the highly prospective **Barkly Copper-Gold project**. The project is located around 30 km east of the town of Tennant Creek in the Northern Territory (Figure 1).

Figure 1 - Location of the Barkly Cu-Au-Bi project

The Bluebird copper-gold prospect at the Barkly Project is emerging as a significant new discovery for BLZ. Drilling has identified a Tennant Creek-style copper-gold-bismuth mineralised occurrence at Bluebird. Mineralisation is open to the east, west, and at depth.

Nine "Bluebird Lookalike" magnetic/gravity exploration targets have been identified within the Barkly JV exploration licence. The Company believes these targets have the potential to produce further new discoveries in the area.

Phase II drilling results and geophysical test work

Phase II drilling was completed during the year, confirming and extending the mineralisation intersected by Phase I. Downhole geophysical probing of several holes and physical property test work on the sulphide zone intersected by BBDD0004 were also completed. The test work and probing provided a 3D magnetic target for drill testing, and determined that the copper sulphides at Bluebird are highly conductive. This will be of great benefit in future phases of exploration and drilling.

Phase II drilling confirmed and extended the mineralisation intersected by Phase I. The drilling returned a high grade transitional copper sulphide intersection in BBDD0004, as well as several other very encouraging intersections. This was a particularly exciting development as the high grade, the broad thickness, and the sulphide association demonstrated the potential for a significant primary sulphide mineral resource at Bluebird.

The positive results from Phase II diamond drilling were achieved even though broken ground conditions resulted in significant core loss through the interpreted high grade lower contact gold position. This forced the abandonment of two holes. Therefore several key areas of the mineralisation are yet to be fully tested.

The results from Phase II included:

- **BBDD0004: 16m at 3.02% Cu, 0.65g/t Au and 0.10% Bi from 139m**
  Including 4m at 6.49% Cu, 0.74g/t Au and 0.18% Bi from 141m
- **BBRC0012: 31m at 2.48% Cu, 0.21g/t Au and 0.03% Bi from 116m**
  Including 12m at 4.41% Cu, 0.23g/t Au and 0.02% Bi from 125m
  And 1m at 11.50% Cu, 1.44g/t Au and 0.04% Bi from 142m
- **BBRC0010: 11m at 0.98g/t Au, 0.68% Cu and 0.03% Bi from 77m**
  Including 2m at 3.54g/t Au, 0.25% Cu and 0.06% Bi from 77m
  Including 1m at 3.45% Cu, 0.95g/t Au and 0.12% Bi from 86m
- **BBRC0013: 14m at 1.31% Cu, 0.54g/t Au and 0.03% Bi from 162m**
  Including 1m at 3.91% Cu, 0.78g/t Au and 0.02% Bi from 166m
- **BBDD0005: 4m at 1.04% Cu, 0.55g/t Au and 0.04% Bi from 85m**
  Including 1m at 3.45% Cu, 0.95g/t Au and 0.12% Bi from 86m

These complement the very encouraging results from phase I drilling completed last year, which included:

- **BBDD0002: 20m at 8.17g/t Au, 0.61% Cu and 0.22% Bi from 157m**
  Including 4m at 37.9g/t Au, 0.66% Cu and 0.80% Bi from 169m
  Including 1m at 62.3g/t Au, 0.94% Cu and 1.11% Bi from 171m
- **BBRC0005: 25m at 1.90% Cu, 0.28 g/t Au and 0.03% Bi from 62m**
  Including 4m at 8.99% Cu, 1.06 g/t Au and 0.01% Bi from 74m
  including 1m at 24.20% Cu, 0.21g/t Au and 0.02% Bi from 75m

The core loss and hole abandonments were the result of a zone of broken ground running east-west through the prospect at approximately 125m below surface. The broken ground is interpreted to be associated with late stage faulting, which strikes east-west and dips shallowly to the north. This late stage faulting is also interpreted to enhance the supergene enrichment at Bluebird, resulting in the very high grade gold mineralisation intersected by BBDD0002.

The interpreted high grade gold lower contact position was insufficiently tested by Phase II drilling (see figures 3 and 5). A new interpretation of supergene enrichment was also insufficiently tested. This leaves three key areas of the mineralised system as primary targets for the next phase of drilling at Bluebird. These key target areas are indicated by dark grey hatching in Figure 2.

Given the positive results of the downhole probing completed on BBDD0004, confirming the electrical conductivity of the copper sulphides intersected, a DHTEM survey was planned for the hole.

BLZ has engaged an EM contractor and the DHTEM survey is expected to be completed in October 2015.

Detailed 3D modelling and drill planning for Phase III were also completed during the year. Of particular importance was the modelling of the Harpic Fault which caused the geotechnical issues encountered by earlier phases of drilling. 3D modelling of the fault will allow its position to be predicted so that the ground stability issues it causes can be mitigated for future drilling.

Modelling of the Harpic Fault has also resulted in a new interpretation regarding the apparent change in dip observed at Bluebird. The geometry of the deposit is now interpreted to be a result of offsetting on the Harpic Fault rather than dip changing (or folding). This new interpretation is most evident on cross section 448420E (Figure 6). Future drilling should further enhance the understanding of these interpreted geometries in 3D.

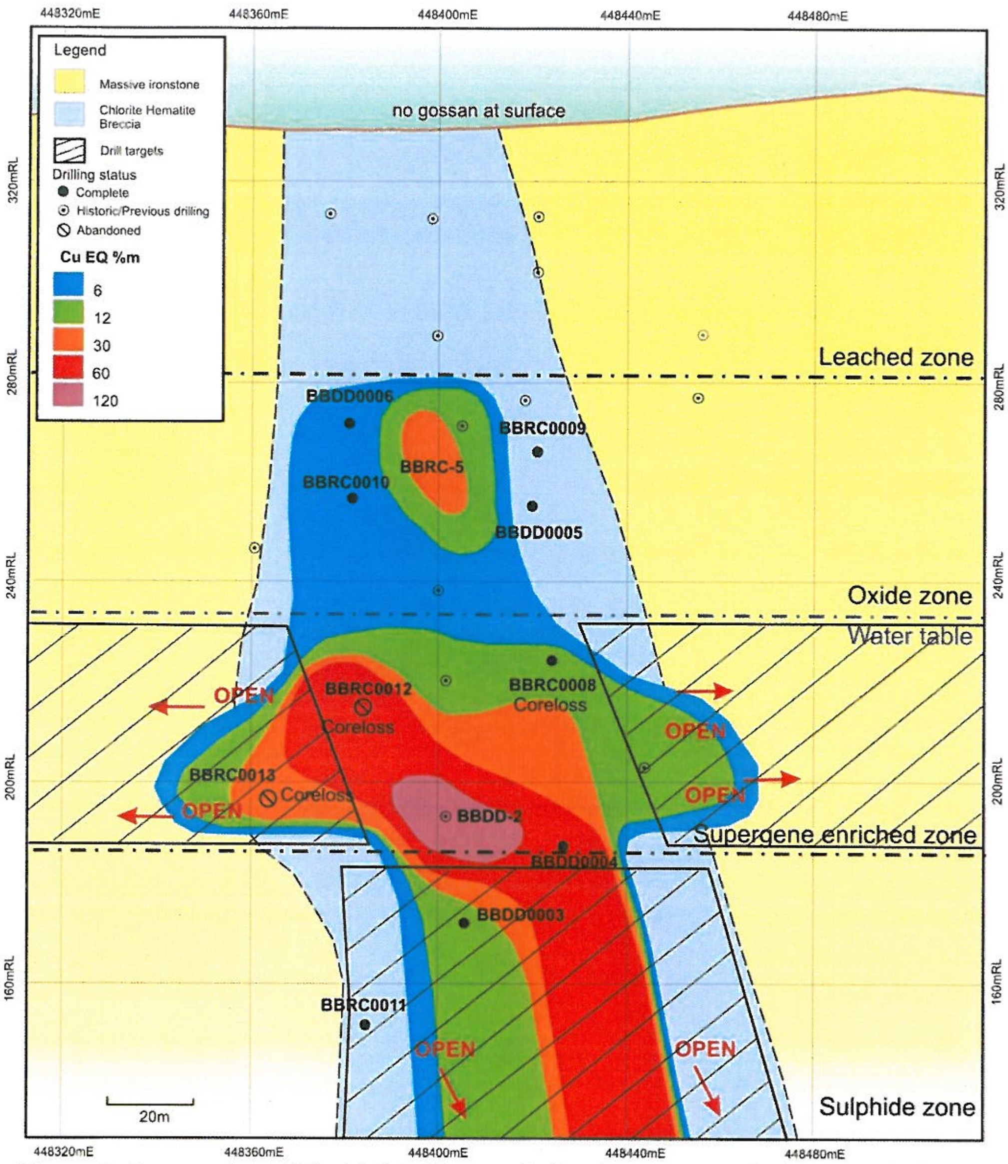

Figure 2 - Long section of Bluebird, looking north showing copper equivalent (CuEQ%) x m** contours. Note the priority drill targets marked by dark grey hatching, and the two abandoned holes BBRC0012 and BBRC0013.

**CuEQ grade is calculated by combining the metals of interest based on their prices. In this case Cu% + (Au ppm x 0.66) + (Bi% x 3.84) = CuEQ%. It is used as a visualisation tool only and is required at Bluebird due to the poly metallic and strongly zoned nature of the mineralisation. In this situation a CuEQ% provides a better picture of the overall geometry of the mineralisation than by using copper or gold grade alone. Metallurgical recoveries were not taken into account when calculating CuEQ%. CuEQ% x m is used for the contouring to give a spatial representation of total metal accumulation.

Phase III drilling will aim to test the following:

1. **The interpreted high grade gold position on the lower ironstone contact (see Figures 3, 4 and 5)**
2. **Extend the primary copper-gold-bismuth mineralisation at depth (see hatched lower target area in Figure 2)**
3. **Test the lateral extents of the supergene enrichment zone (see the east and west hatched target areas in Figure 2)**
4. **Test the magnetic anomaly generated by the 3D magnetic probe survey completed on BBDD0004**
5. **Test any off-hole conductors generated by the upcoming DHTEM survey of BBDD0004**

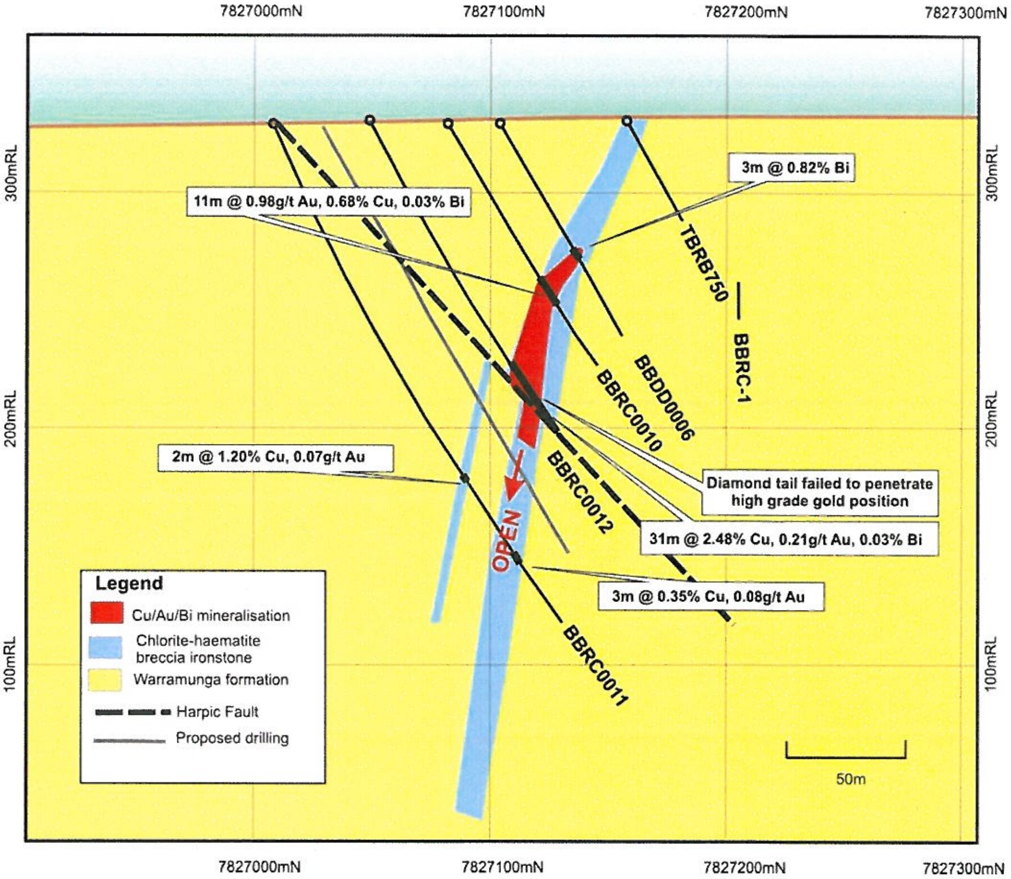

Figure 3 - Cross section at 448380mE, looking west. Note that diamond drilling of BBRC0012 was abandoned without any advancement beyond the end of the RC hole

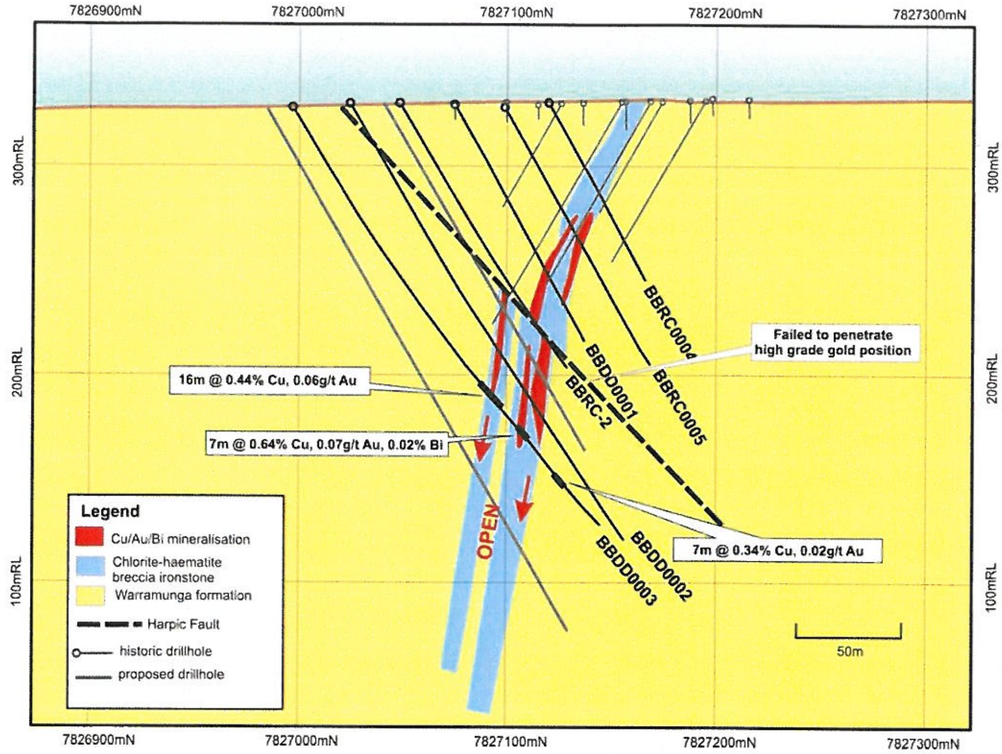

Figure 4 - Cross section at 448400mE, looking west. Note the hematite shales and chlorite hematite breccia in the footwall which are anomalous in copper

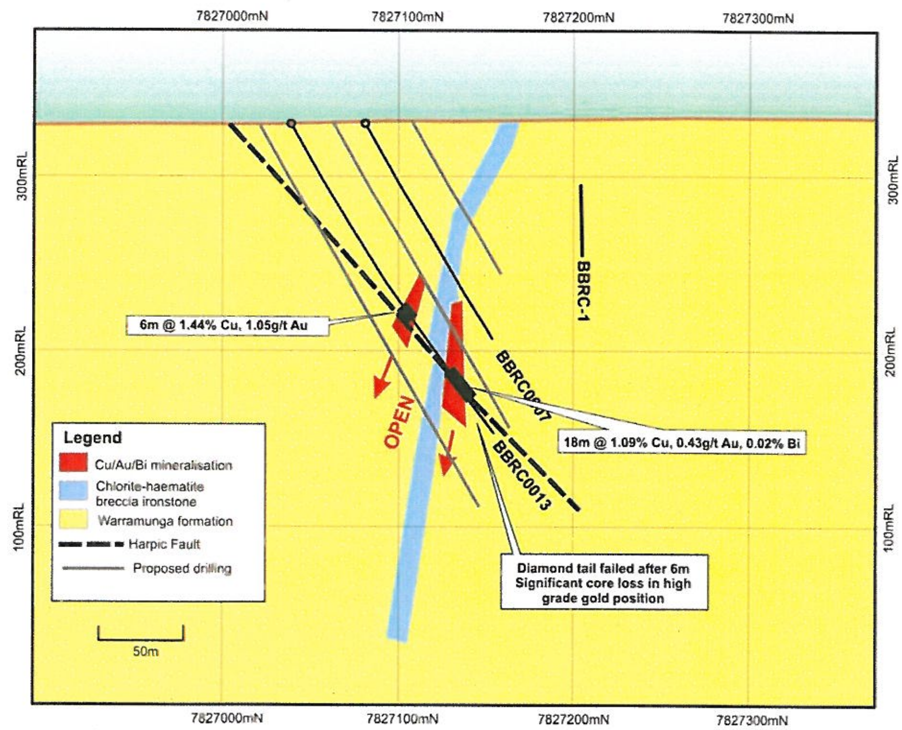

Figure 5 - Cross section at 448360mE, looking west, showing recent drilling results. Note BBRC0013 diamond drilling was abandoned at 185m, after 6m of coring

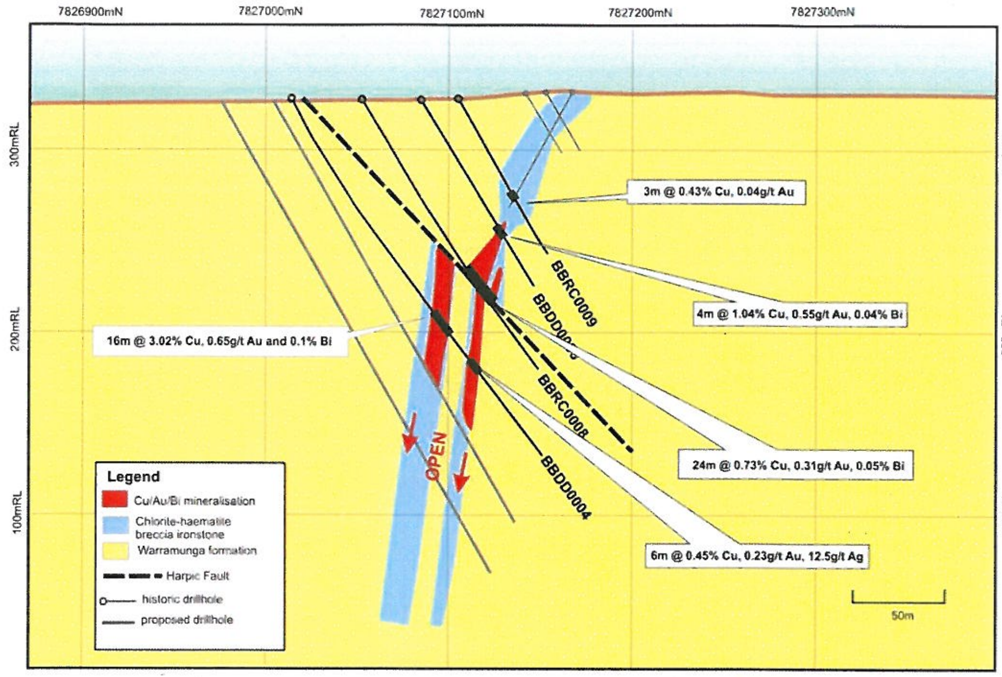

Figure 6 - Cross section at 448420mE, looking west. Note the apparent change in dip. BBRC0008 was successfully completed by diamond drilling, but with significant core loss on the lower ironstone contact

Other targets within the Barkly Project

Reprocessing of magnetic and gravity geophysical datasets has allowed Blaze geologists to fingerprint the signature of the Bluebird host ironstone and identify other similar features within the Barkly Project area. A number of targets have been generated and ranked based on coincident magnetic, gravity, and/or geochemical anomalies similar to Bluebird or other deposits in the Tennant Creek Mineral Field (TCMF). Each of these has the potential to host mineralisation similar to Bluebird.

Nine targets rank as very high priority based on remnant magnetism similar to Bluebird, proximity to the gravity ridge and strike extensions of Bluebird, and the coincidence of geochemistry and/or gravity anomalies (Figure 7).

The highest ranking targets are Red Parrot and Dillon. These are located directly along strike to the east of Bluebird, are on the gravity ridge, have a similar remnant magnetic response to Bluebird, and are both associated with gold grades of up to 0.6g/t in historic RAB and RC drilling (Figures 7, 8 and 9).

Another target of particular interest is General Electric. This is a large body of strongly magnetic material with a deep root system. 3D inversion modelling of the ground magnetics has substantially refined this anomaly. General Electric hosts several remnant magnetic features and coincident gravity anomalies, which will be the initial focus of follow-up activity over this high priority target.

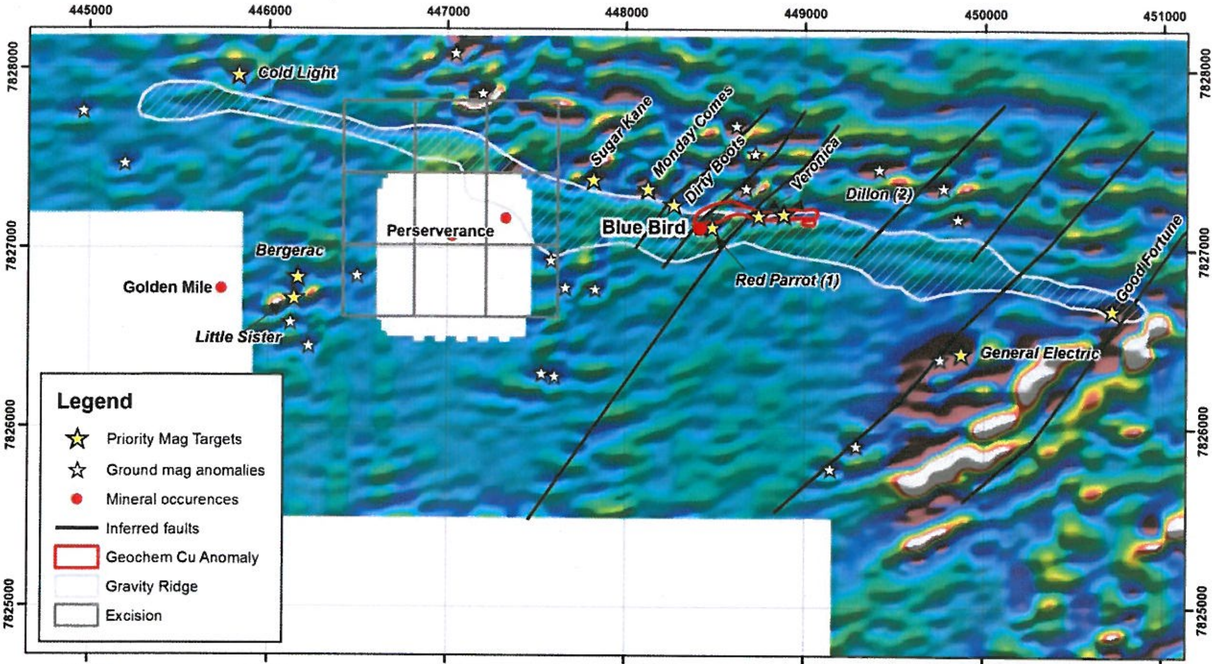

Figure 7 - First vertical derivative ground magnetic image of the Barkly project showing remnant magnetic anomalies as white stars, high priority targets as labelled yellow stars, NE trending structural interpretation as black lines and the gravity ridge in light grey hatching.

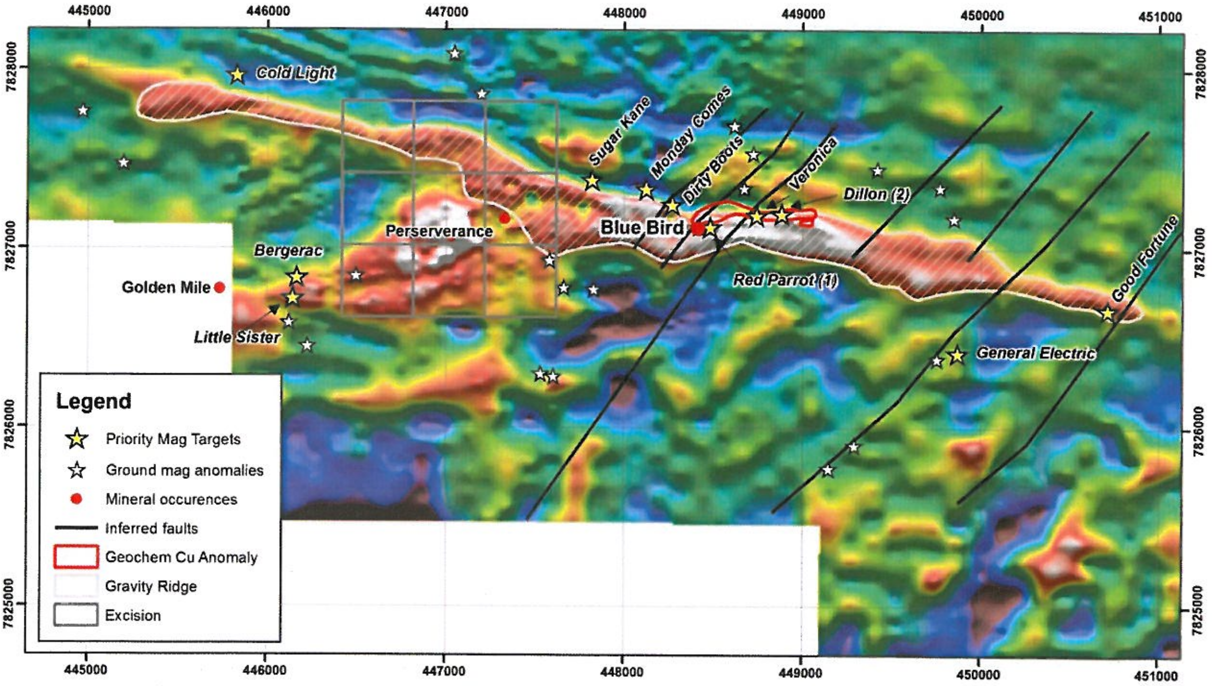

Figure 8 - Residual gravity image of the Barkly project showing remnant magnetic anomalies with white stars, high priority targets as labelled yellow stars, NE trending structural interpretation as black lines and the gravity ridge hatched in light grey.

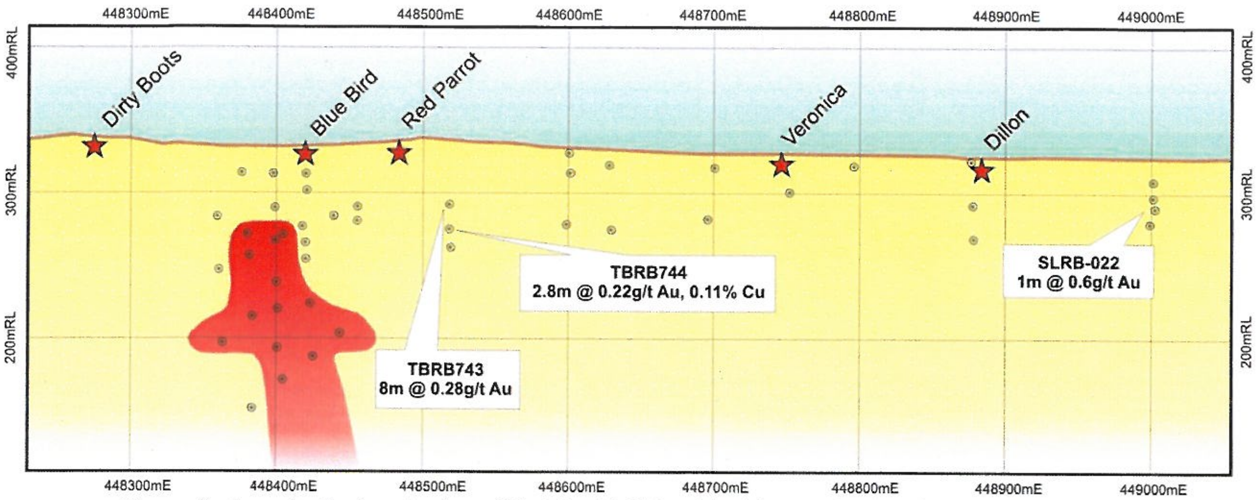

Figure 9 - Longitudinal projection of the Bluebird Trend looking north, showing successful drillhole pierce points in grey circles, labelled with significant intercepts where appropriate, and high priority targets in red stars. Bluebird mineralisation is shown in red. Note the proximity of Dillon and Red Parrot to significant historic intercepts.

Discussion and Follow-up Plans for bluebird

A JORC 2012 mineral resource estimate is intended to be published after the completion of Phase III drilling. A high level scoping study will commence after the publication of a JORC 2012 mineral resource estimate.

Tenement information

Schedule of Mining and Exploration Tenements

Country	State/Region	Project	Tenement ID	Area Km2	Grant Date	Interest %
Australia	NT	Barkly	EL 28620	39.16	16/12/2011	Earning 80

Competent Persons Declaration

The information in this report that relates to Exploration Results, Mineral Resources or Ore Reserves is based on information compiled by Luke Marshall who is an employee of Golden Deeps Limited, a consultant to Blaze International Limited, and a member of The Australasian Institute of Geoscientists. Mr Marshall has sufficient experience that is relevant to the various styles of mineralisation and types of deposit under consideration, and to the activity that they are undertaking to qualify as Competent Persons as defined in the 2012 Edition of the "Australasian Code for Reporting of Exploration Results, Mineral Resource and Ore Reserves". Mr Marshall consents to the inclusion in the report of the matters based on his information in the form and context in which it appears.

Forward-Looking Statements

This document may include forward-looking statements. Forward-looking statements include, but are not limited to, statements concerning Blaze International Limited's planned exploration program and other statements that are not historical facts. When used in this document, the words such as "could," "plan," "estimate," "expect," "intend," "may", "potential," "should," and similar expressions are forward-looking statements. Although Blaze International Limited believes that its expectations reflected in these forward-looking statements are reasonable, such statements involve risks and uncertainties and no assurance can be given that actual results will be consistent with these forward-looking statements.

FINANCIAL POSITION

The net assets of the Consolidated Entity have decreased by $465,513 from $169,003 at 30 June 2014 to a net liability position of $296,510 at 30 June 2015.

CORPORATE ACTIVITIES

On 31 July 2014, the Company issued 349,000,000 fully paid ordinary shares at $0.0008 each to raise a total of $279,200 before costs to clients of CPS Capital Group Pty Ltd.

On 5 September 2014, the Company entered into a Convertible Note Trust Deed ("Deed") to raise up to $1.25 million from clients of CPS Capital Group Pty Ltd. The material terms of the convertible notes to be issued under the Deed are as follows:

(a) Face value: $0.0008;

(b) Interest Rate: flat rate of 20% per annum. If in default, flat rate of 35% per annum;

(c) Maturity Date: 6 months from the date of issue;

(d) Security: The notes are unsecured;

(e) Conversion: at the election of the holder into ordinary shares on a one for one basis; and

(f) Conditions: the convertible notes are only convertible into shares after shareholder approval has been obtained in general meeting.

On 24 February 2015, the Company issued 15,000,000 fully paid ordinary shares at a deemed price of $0.001 cents in lieu of cash payment for public relation services provided to promote the Company.

On 4 May 2015, the Company announced that it had earned an additional 20% in the Barkly Joint Venture, taking its interest in the Joint Venture to 70%.

On 3 June 2015, shareholders approved a consolidation of capital on the basis that every 250 Shares be consolidated into 1 Share.

On 12 June 2015, the Company announced a share sale facility for holders of less than a marketable parcel, with the closing date for receipt of share retention forms on 4 August 2015.

SIGNIFICANT CHANGES IN STATE OF AFFAIRS

In the opinion of the Directors, there were no other significant changes in the state of affairs of the Consolidated Entity that occurred during the financial year under review not otherwise disclosed in this report or in the financial statements.

AFTER BALANCE DATE EVENTS

On 7 September 2015, the Company issued 14,387,971 fully paid ordinary shares to raise a total of approximately $440,000 before costs to clients of Cicero Advisory Services Pty Ltd.

On 9 September 2015 the Company appointed Loren Jones to the Board as a non-executive director.

No other matters or circumstances have arisen since the end of the financial year which significantly affected or may significantly affect the operations of the Consolidated Entity, the results of those operations, or the state of affairs of the Consolidated Entity in future financial years.

ENVIRONMENTAL ISSUES

The Consolidated Entity is not currently subject to any specific environmental regulation. There have not been any known significant breaches of any environmental regulations during the year under review and up until the date of this report.

INFORMATION ON DIRECTORS AND COMPANY SECRETARY AS AT THE DATE OF THIS REPORT

Michael Scivolo (BCom, FCPA) Chairman (Non-Executive)
Mr. Scivolo is a Certified Practising Accountant with 35 years experience in accounting and taxation. He is a former partner and consultant to Perth accounting firm Alessandrino Scivolo. He is currently a Director of Sabre Resources Ltd, Golden Deeps Ltd, Metals Australia Limited, South East Asia Resources Ltd and the Non-executive Chairman of Power Resources Limited since 1 September 2012 (previously a non-executive director since 20 October 2009). Mr Scivolo was also a director of Prime Minerals Limited (renamed Covata Limited) from 20 October 2009 to 30 October 2014. During the past three years he was not a member of any Board Committees. He has no interest in any shares or options of the Company at the date of this Report.

Robert John Collins (CPA) Director (Non-Executive)
Mr. Collins has served on a number of ASX listed industrial and mining company boards and owned a large West Perth accounting practice serving the corporate sector. He is currently a Non-executive Director of Power Resources Limited and was appointed on 20 October 2009, and is also a Non-executive Director of Golden Deeps Limited, appointed 26 February 2014. Mr Collins was also a director of Prime Minerals Limited (renamed Covata Limited) from 20 October 2009 to 30 October 2014. During the past three years he was not a member of any Board Committees. He has no interest in any shares or options of the Company at the date of this Report.

Hersh Solomon Majteles (LLB, FAICD) Director (Non-executive)
Mr. Majteles is a commercial lawyer and has been in private practice in Western Australia since 1972. He has been a board member of a number of publicly listed companies involved in the mining, resources, energy and biotech sectors for over 25 years. Mr. Majteles is also a Director of Power Resources Limited, Chairman of Promesa Limited and Chairman of Metals Australia Ltd. Mr Majteles was also a director of Prime Minerals Limited (renamed Covata Limited) from 20 October 2009 to 30 October 2014. During the past three years he was not a member of any Board committees. He has no interest in any shares or options of the Company at the date of this Report.

Loren Jones Director (Non-executive) – appointed 9 September 2015
Miss Jones is a Partner at and Company Secretary of corporate administration firm Cicero Corporate Services Pty Ltd, Non-Executive Director and Company Secretary of Brookside Energy Limited (ASX:BRK), and Non-Executive Director of Red Fox Capital Pty Ltd. She also currently serves as the Company Secretary of VTX Holdings Limited (ASX: VTX) and Aphex Minerals Pty Ltd. Past Non-Executive Director and/or Company Secretarial positions include ZipTel Limited (ASX: ZIP), PhytoTech Medical Limited (ASX: PYL) and Jernigan Commodities Limited.

COMPANY SECRETARY

Norman Grafton
Mr Grafton has extensive experience in both Australian and international commerce, having previously been based in Singapore, Indonesia, Papua New Guinea and Jamaica. Prior to returning to Australia he was Director of Finance and Company Secretary of the largest agro-industrial operation in Jamaica, on secondment from a major UK firm of corporate managers.

REMUNERATION REPORT (AUDITED)

Currently the Company does not have any officers or senior executives other than the Directors.

Directors receive a fixed fee (plus statutory superannuation where appropriate) with Directors being remunerated for any professional services conducted for the Company. Directors did not receive any benefits in the form of share-based payments during the year under review.

There are no retirement schemes for any Directors or any loans or any other type of compensation.

Board policy on the remuneration for the Company is influenced by comparing fees paid to directors in other companies within the exploration industry, and then set at a level to attract qualified people, to accept the responsibilities of directorship. No Directors have a service agreement in place.

Being an exploration company, with no earnings, a relationship is yet to be established between an emoluments policy and the Company's performance.

Remuneration Committee

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

Directors' Remuneration

The non-executive Directors are entitled to receive directors' fees of amounts as determined by the shareholders of the Company in general meeting. Pursuant to the Company's Constitution, the non-executive Directors of the Company are entitled to receive directors' fees in such amounts (as determined by the Directors) in aggregate not to exceed $250,000, to be divided among non-executive Directors as the Directors may agree and in the absence of agreement then equally, until otherwise determined by shareholders in General Meeting. Non-executive Directors may also be remunerated for additional specialised services performed at the request of the Board and reimbursed for reasonable expense incurred by directors on Company business.

Company Performance, Shareholder Wealth and Directors and Executives Remuneration

The table below shows the gross revenue, losses and earnings per share for the last five years for the listed entity.

	2011	**2012**	**2013**	**2014**	**2015**
Revenue	25,528	4,361	18,256	14,861	1,660
Net Profit/(Loss) after tax	(696,403)	(3,420,460)	(809,470)	(754,695)	(738,277)
Earnings/(Loss) Per Share - cents	(0.10)	(0.46)	(0.04)	(9.13)*	(4.28)*

* On 3 June 2015, shareholders approved a consolidation of capital on the basis that every 250 Shares be consolidated into 1 Share. The 2014 Earnings/(Loss) Per Share has been restated using the post consolidation share structure.

Details of Remuneration

The remuneration for each director of the Consolidated Entity during the year was as follows:

2015	Salary, Fees and Commissions	Super Contributions	Cash Bonus	Non-Cash Benefits	Options	Total	Performance Related
	$	$	$	$	$	$	%
Directors							
M Scivolo	30,000	2,850	-	-	-	32,850	-
R Collins	25,000	-	-	-	-	25,000	-
S Majteles	25,000	2,375	-	-	-	27,375	-
	80,000	5,225	-	-	-	85,225	-

2014	Salary, Fees and Commissions	Super Contributions	Cash Bonus	Non-Cash Benefits	Options	Total	Performance Related
	$	$	$	$	$	$	%
Directors							
M Scivolo	30,000	2,775	-	-	-	32,775	-
R Collins	25,000	-	-	-	-	25,000	-
S Majteles	25,000	2,312	-	-	-	27,312	-
	80,000	5,087	-	-	-	85,087	-

Share – based compensation issued as part of remuneration for the year ended 30 June 2015

Options may be issued to directors and executives as part of their remuneration. Options are not issued based on performance criteria, but may be issued to directors and executives of Blaze International Limited and its subsidiaries to increase goal congruence between executives, directors and shareholders.

During the financial year ended 30 June 2015, there were no director options granted, exercised or lapsed (2014: Nil). As at 30 June 2015 there were no director options on issue (2014: Nil).

No shares were granted or vested as part of remuneration of any key management personnel during 2015 (2014: Nil). Key management personnel do not hold any shares or options in the Company.

There were no related party transactions during the year.

End of remuneration report

MEETING OF DIRECTORS

During the financial year, one directors meeting was held. Attendances by each director during the year were as follows:

	Board Meetings	
Director	**Number Eligible to Attend**	**Number Attended**
M Scivolo	7	6
R Collins	7	7
S Majteles	7	6

INDEMNIFYING OFFICERS OR AUDITOR

The Company has no insurance cover indemnifying officers or auditor against liabilities arising out of their conduct whilst acting for the Company.

OPTIONS

At the date of this report there were no unissued ordinary shares for which options were outstanding.

The Directors do not hold any interests in shares and/or options of the Company as at the date of this report. No options have been issued to Directors or shares issued as a result of exercise of an option up to the date of this report.

PROCEEDINGS ON BEHALF OF COMPANY

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

CORPORATE GOVERNANCE

In recognising the need for the highest standards of corporate behaviour and accountability, the Directors of Blaze International Limited support and have adhered to the principles of Corporate Governance where appropriate due to the current size and complexity of the Company's operations. During or since the end of the financial year, the Company has not indemnified or made a relevant agreement to indemnify an officer, auditor, Company or any related body corporate against a liability incurred as an officer or auditor. In addition, the Company has not paid, or has not agreed to pay a premium in respect to a contract insuring against a liability incurred by an officer or auditor. The Company's corporate governance statement is contained in the Corporate Governance section of the Annual Report.

AUDITOR

HLB Mann Judd continues in office in accordance with Section 327 of the Corporations Act 2001.

Non-Audit Services

The following non-audit services were provided by our auditors, HLB Mann Judd. The Directors are satisfied that the provision of non-audit services is compatible with the general standard of independence for auditors imposed by the Corporations Act.

HLB Mann Judd received or are due to receive the following amounts for the provision of non-audit services:

Taxation Compliance Services - $7,500

The Directors are of the opinion that the services do not compromise the auditor's independence as all non-audit services have been reviewed to ensure that they do not impact the integrity and objectivity of the auditor and none of the services undermine the general principles relating to auditor independence as set out in Code of Conduct APES110 Code of Ethics for Professional Accountants issued by the Accounting Professional & Ethical Standards Board.

Auditor's Declaration of Independence

The auditor's independence declaration for the year ended 30 June 2015 has been received and can be found on page 18.

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

Michael Scivolo
Non-Executive Chairman
Dated this 30th day of September 2015

HLB Mann Judd

Accountants | Business and Financial Advisers

AUDITOR'S INDEPENDENCE DECLARATION

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

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

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

Perth, Western Australia
30 September 2015

D I Buckley
Partner

HLB Mann Judd (WA Partnership) ABN 22 193 232 714
Level 4, 130 Stirling Street Perth WA 6000. PO Box 8124 Perth BC 6849 Telephone +61 (08) 9227 7500. Fax +61 (08) 9227 7533.
Email: hlb@hlbwa.com.au. Website: http://www.hlb.com.au

STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME
FOR THE YEAR ENDED
30 JUNE 2015

	Note	Consolidated 2015 $	Consolidated 2014 $
Revenue	2	**1,660**	14,861
Administration expenses		**(186,005)**	(185,217)
Accounting and audit fees		**(46,287)**	(39,428)
ASX and ASIC fees		**(24,629)**	(19,597)
Consulting fees		**-**	(2,610)
Directors remuneration		**(85,225)**	(85,087)
Exploration expenditure written off		**(477)**	(141,937)
Impairment of available for sale financial assets		**-**	(1,350)
Interest expense		**(52,649)**	-
Legal fees		**(6,400)**	(264)
Management fees		**(257,010)**	(271,374)
Share registry fees		**(25,065)**	(10,502)
Other expenses		**(56,190)**	(12,190)
Loss before income tax benefit		**(738,277)**	(754,695)
Income tax benefit	3	**-**	-
Net loss for the year		**(738,277)**	(754,695)
Other comprehensive income for the year		**900**	-
Total comprehensive loss for the year		**(737,377)**	(754,695)
Basic loss per share (cents)	6	**(4.24)**	(9.13)

The accompanying notes form part of this financial report.

STATEMENT OF FINANCIAL POSITION
AS AT
30 JUNE 2015

	Note	Consolidated 2015 $	2014 $
ASSETS			
Current Assets			
Cash and cash equivalents	7	**31,116**	114,486
Trade and other receivables	8	**46,614**	18,274
Total Current Assets		**77,730**	132,760
Non-Current Assets			
Available for sale financial assets		**4,050**	3,150
Deferred exploration expenditure	9	**602,013**	159,789
Total Non-Current Assets		**606,063**	162,939
Total Assets		**683,793**	295,699
LIABILITIES			
Current Liabilities			
Trade and other payables	10	**487,654**	126,696
Borrowings	11	**492,649**	-
Total Current Liabilities		**980,303**	126,696
Total Liabilities		**980,303**	126,696
Net Assets/(Liabilities)		**(296,510)**	169,003
EQUITY			
Issued capital	12	**32,777,006**	32,505,142
Reserves	13	**900**	-
Accumulated losses		**(33,074,416)**	(32,336,139)
Total Equity/(Deficiency in Equity)		**(296,510)**	169,003

The accompanying notes form part of this financial report.

STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED
30 JUNE 2015

	Issued Capital $	Accumulated Losses $	Reserves $	Total Equity $
Consolidated				
Balance at 1 July 2013	32,071,040	(33,506,145)	1,924,701	489,596
Total comprehensive loss for the year	-	(754,695)	-	(754,695)
Expiry of options		1,924,701	(1,924,701)	-
Shares issued during the year	472,487	-	-	472,487
Capital raising costs	(38,385)	-	-	(38,385)
Balance at 30 June 2014	**32,505,142**	**(32,336,139)**	**-**	**169,003**
Loss for the year	-	(738,277)	-	(738,277)
Revaluation of financial assets	-	-	900	900
Total comprehensive loss for the year	-	(738,277)	900	(737,377)
Shares issued during the year	294,200	-	-	294,200
Capital raising costs	(22,336)	-	-	(22,336)
Balance at 30 June 2015	**32,777,006**	**(33,074,416)**	**900**	**(296,510)**

The accompanying notes form part of this financial report.

STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED
30 JUNE 2015

	Note	Consolidated	
		2015	2014
		$	$
CASH FLOWS FROM OPERATING ACTIVITIES			
Payments to suppliers and employees		**(326,748)**	(528,437)
Interest received		**1,073**	8,379
Net cash used in operating activities	7	**(325,675)**	(520,058)
CASH FLOWS FROM INVESTING ACTIVITIES			
Exploration expenditure		**(454,559)**	(178,622)
Net cash used in investing activities		**(454,559)**	(178,622)
CASH FLOWS FROM FINANCING ACTIVITIES			
Proceeds from issue of shares and options		**279,200**	472,487
Proceeds from borrowings		**440,000**	-
Payment of share issue costs		**(22,336)**	(38,385)
Net cash provided by financing activities		**696,864**	434,102
Net decrease in cash held		**(83,370)**	(264,578)
Cash at beginning of financial year		**114,486**	379,064
Cash at end of financial year	7	**31,116**	114,486

The accompanying notes form part of this financial report.

Note 1: Statement of Significant Accounting Policies

(a) Basis of Preparation

The financial report is a general-purpose financial report, which has been prepared in accordance with the requirements of the Corporations Act 2001, Accounting Standards and Interpretations and complies with other requirements of the law. The financial report has also been prepared on a historical cost basis.

The Company is a listed public company, incorporated and operating in Australia. The financial report is presented in Australian dollars.

The accounting policies detailed below have been consistently applied to all of the years presented unless otherwise stated. The financial statements are for Blaze International Ltd and its subsidiaries ("the Group").

The Group is a for profit entity for financial reporting purposes under Australian Accounting Standards.

(b) Adoption of New and Revised Standards

Changes in accounting policies on initial application of Accounting Standards
In the year ended 30 June 2015, the Directors have reviewed all of the new and revised Standards and Interpretations issued by the AASB that are relevant to the Group's operations and effective for the current annual reporting period.

It has been determined by the Directors that there is no impact, material or otherwise, of the new and revised Standards and Interpretations on its business and, therefore, no change is necessary to Group accounting policies.

The Directors have also reviewed all new Standards and Interpretations that have been issued but are not yet effective for the year ended 30 June 2015. As a result of this review the Directors have determined that there is no impact, material or otherwise, of the new and revised Standards and Interpretations on its business and, therefore, no change necessary to Group accounting policies.

(c) Statement of Compliance

The financial report was authorised by the Board of Directors for issue on 30th September 2015.

The financial report complies with Australian Accounting Standards, which include Australian equivalents to International Financial Reporting Standards (AIFRS). Compliance with AIFRS ensures that the financial report, comprising the financial statements and notes thereto, complies with International Financial Reporting Standards (IFRS).

(d) Basis of Consolidation

The consolidated financial statements incorporate the assets and liabilities of all subsidiaries of Blaze International Limited ('company' or 'parent entity') as at 30 June 2015 and the results of all subsidiaries for the year then ended. Blaze International and its subsidiaries are referred to in this financial report as the group or the consolidated entity.

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

In preparing the consolidated financial statements, all intercompany balances and transactions, income and expenses and profit and losses resulting from intra-group transactions have been eliminated in full.

Note 1: Statement of Significant Accounting Policies (Continued)

(d) Basis of Consolidation (Continued)

Subsidiaries are fully consolidated from the date on which control is transferred to the Group and cease to be consolidated from the date on which control is transferred out of the Group. Control exists where the company has the power to govern the financial and operating policies of an entity so as to obtain benefits from its activities. The existence and effect of potential voting rights that are currently exercisable or convertible are considered when assessing when the Group controls another entity. When the Group loses control of a subsidiary, a gain or loss is recognised in profit or loss and is calculated as the difference between (i) the aggregate of the fair value of the consideration received and the fair value of any retained interest and (ii) the previous carrying amount of the assets (including goodwill) and liabilities of the subsidiary and any non-controlling interests. When assets of the subsidiary are carried at revalued amounts or fair values and the related cumulative gain or loss has been recognised in other comprehensive income and accumulated in equity, the amounts previously recognised in other comprehensive income and accumulated in equity are accounted for as if the Group had directly disposed of the relevant assets (i.e. reclassified to profit or loss or transferred directly to retained earnings as specified by applicable Standards). The fair value of any investment retained in the former subsidiary at the date when control is lost is regarded as the fair value on initial recognition for subsequent accounting under AASB 139 'Financial Instruments: Recognition and Measurement' or, when applicable, the cost on initial recognition of an investment in an associate or jointly controlled entity.

(e) Critical accounting estimates and judgements

The application of accounting policies requires the use of judgements, estimates and assumptions about carrying values of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions are recognised in the period in which the estimate is revised if it affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

Exploration and evaluation costs carried forward
In accordance with accounting policy Note 1 (o) management determines when an area of interest should be abandoned. When a decision is made that an area of interest is not commercially viable, all costs that have been capitalised in respect of that area of interest are written off. In determining this, various assumptions including the maintenance of title, ongoing expenditure and prospectivity are made.

(f) Income Tax

The charge for current income tax expense is based on the result for the year adjusted for any non-assessable or disallowed items. It is calculated using tax rates that have been enacted or are substantively enacted by the balance date or reporting date.

Deferred tax is accounted for in respect of temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. No deferred income tax will be recognised from the initial recognition of an asset or liability, excluding a business combination, where there is no effect on accounting or taxable profit or loss.

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

Note 1: Statement of Significant Accounting Policies (Continued)

(f) Income Tax (Continued)

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

The amount of benefits brought to account or which may be realised in the future is based on the assumption that no adverse change will occur in income taxation legislation and the anticipation that the Group will derive sufficient future assessable income to enable the benefit to be realised and comply with the conditions of deductibility imposed by the law.

(g) Financial Instruments

Financial assets
Financial assets in the scope of AASB 139 *Financial Instruments: Recognition and Measurement* are classified as either financial assets at fair value through profit or loss, loans and receivables, held-to-maturity investments, or available-for-sale investments, as appropriate. When financial assets are recognised initially, they are measured at fair value, plus, in the case of investments not at fair value through profit or loss, directly attributable transaction costs. The Group determines the classification of its financial assets after initial recognition and, when allowed and appropriate, re-evaluates this designation at each financial year-end. All regular way purchases and sales of financial assets are recognised on the trade date i.e. the date that the Group commits to purchase the asset. Regular way purchases or sales are purchases or sales of financial assets under contracts that require delivery of the assets within the period established generally by regulation or convention in the marketplace.

(i) Financial assets at fair value through profit or loss
Financial assets classified as held for trading are included in the category 'financial assets at fair value through profit or loss'. Financial assets are classified as held for trading if they are acquired for the purpose of selling in the near term. Derivatives are also classified as held for trading unless they are designated as effective hedging instruments. Gains or losses on investments held for trading are recognised in profit or loss.

(ii) Held-to-maturity investments
Non-derivative financial assets with fixed or determinable payments and fixed maturity are classified as held-to-maturity when the Group has the positive intention and ability to hold to maturity. Investments intended to be held for an undefined period are not included in this classification. Investments that are intended to be held-to-maturity, such as bonds, are subsequently measured at amortised cost. This cost is computed as the amount initially recognised minus principal repayments, plus or minus the cumulative amortisation using the effective interest method of any difference between the initially recognised amount and the maturity amount. This calculation includes all fees and points paid or received between parties to the contract that are an integral part of the effective interest rate, transaction costs and all other premiums and discounts. For investments carried at amortised cost, gains and losses are recognised in profit or loss when the investments are derecognised or impaired, as well as through the amortisation process.

(iii) Loans and receivables
Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. Such assets are carried at amortised cost using the effective interest method. Gains and losses are recognised in profit or loss when the loans and receivables are derecognised or impaired, as well as through the amortisation process.

Note 1: Statement of Significant Accounting Policies (Continued)

(g) Financial Instruments (Continued)

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

The fair value of investments that are actively traded in organised financial markets is determined by reference to quoted market bid prices at the close of business on the balance date. For investments with no active market, fair value is determined using valuation techniques. Such techniques include using recent arm's length market transactions; reference to the current market value of another instrument that is substantially the same; discounted cash flow analysis and option pricing models.

Derecognition of financial assets and financial liabilities
(i) Financial assets
A financial asset (or, where applicable, a part of a financial asset or part of a Group of similar financial assets) is derecognised when:

- the rights to receive cash flows from the asset have expired;
- the Group retains the right to receive cash flows from the asset, but has assumed an obligation to pay them in full without material delay to a third party under a 'pass-through' arrangement; or
- the Group has transferred its rights to receive cash flows from the asset and either:
  a) has transferred substantially all the risks and rewards of the asset, or
  b) has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the Group has transferred its rights to receive cash flows from an asset and has neither transferred nor retained substantially all the risks and rewards of the asset nor transferred control of the asset, the asset is recognised to the extent of the Group's continuing involvement in the asset. Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration received that the Group could be required to repay.

When continuing involvement takes the form of a written and/or purchased option (including a cash-settled option or similar provision) on the transferred asset, the extent of the Group's continuing involvement is the amount of the transferred asset that the Group may repurchase, except that in the case of a written put option (including a cash-settled option or similar provision) on an asset measured at fair value, the extent of the Group's continuing involvement is limited to the lower of the fair value of the transferred asset and the option exercise price.

(ii) Financial liabilities
A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as a derecognition of the original liability and the recognition of a new liability, and the difference in the respective carrying amounts is recognised in profit or loss.

The Group first assesses whether objective evidence of impairment exists individually for financial assets that are individually significant, and individually or collectively for financial assets that are not individually significant. If it is determined that no objective evidence of impairment exists for an individually assessed financial asset, whether significant or not, the asset is included in a Group of financial assets with similar credit risk characteristics

Note 1: Statement of Significant Accounting Policies (Continued)

(g) Financial Instruments (Continued)

and that Group of financial assets is collectively assessed for impairment. Assets that are individually assessed for impairment and for which an impairment loss is or continues to be recognised are not included in a collective assessment of impairment.

If, in a subsequent period, the amount of the impairment loss decreases and the decrease can be related objectively to an event occurring after the impairment was recognised, the previously recognised impairment loss is reversed.

Any subsequent reversal of an impairment loss is recognised in profit or loss, to the extent that the carrying value of the asset does not exceed its amortised cost at the reversal date.

(i) Financial assets carried at cost
If there is objective evidence that an impairment loss has been incurred on an unquoted equity instrument that is not carried at fair value (because its fair value cannot be reliably measured), or on a derivative asset that is linked to and must be settled by delivery of such an unquoted equity instrument, the amount of the loss is measured as the difference between the asset's carrying amount and the present value of estimated future cash flows, discounted at the current market rate of return for a similar financial asset.

(ii) Available-for-sale investments
If there is objective evidence that an available-for-sale investment is impaired, an amount comprising the difference between its cost (net of any principal repayment and amortisation) and its current fair value, less any impairment loss previously recognised in profit or loss, is transferred from equity to the profit or loss. Reversals of impairment losses for equity instruments classified as available-for-sale are not recognised in profit. Reversals of impairment losses for debt instruments are reversed through profit or loss if the increase in an instrument's fair value can be objectively related to an event occurring after the impairment loss was recognised in profit or loss.

(h) Impairment of Assets

At each reporting date, the Group reviews the carrying values of its tangible and intangible assets to determine whether there is any indication that those assets have been impaired. If such an indication exists, the recoverable amount of the asset, being the higher of the asset's fair value less costs to sell and value in use, is compared to the assets carrying value. Any excess of the assets carrying value over its recoverable amount is expensed to profit or loss.

Impairment testing is performed annually for goodwill and intangible assets with indefinite lives.

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.

(i) Employee Benefits

At the date of this report, the Company had no employees other than the Directors.

(j) Provisions

Provisions are recognised when the Group has a legal or constructive obligation, as a result of past events, for which it is probable that an outflow of economic benefits will result and that outflow can be reliably measured.

Note 1: Statement of Significant Accounting Policies (Continued)

(k) Cash and Cash Equivalents

Cash and cash equivalents includes cash on hand, deposits held at call with banks, other short-term highly liquid investments with original maturities of three months or less, and bank overdrafts. Bank overdrafts are shown within short-term borrowings in current liabilities on the statement of financial position.

(l) Revenue

Interest revenue is recognised on a proportional basis taking into account the interest rates applicable to the financial assets. All revenue is stated net of the amount of goods and services tax (GST).

(m) 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 statement of financial position are shown inclusive of GST. Cash flows are presented in the cash flow statement on a gross basis, except for the GST component of investing and financing activities, which are disclosed as operating cash flows.

(n) Comparative Figures

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

(o) Deferred Exploration Expenditure

Exploration and evaluation expenditures in relation to each separate area of interest are recognised as an exploration and evaluation asset in the year in which they are incurred where the following conditions are satisfied:

- the rights to tenure of the area of interest are current; and
- at least one of the following conditions is also met:
  - *(i)* the exploration and evaluation expenditures are expected to be recouped through successful development and exploration of the area of interest, or alternatively by its sale; or
  - *(ii)* exploration and evaluation activities in the area of interest have not at the reporting date reached a stage which permits a reasonable assessment of the existence or otherwise of economically recoverable reserves and active and significant operations in, or in relation to, the area of interest are continuing.

Exploration and evaluation assets are initially measured at cost and include acquisition of rights to explore, studies, exploratory drilling, trenching, sampling and other associated activities including an allocation of depreciation and amortisation of assets used in exploration and evaluation activities. General and administrative costs are only included in the measurement of exploration and evaluation costs where they are related directly to operational activities in a particular area of interest.

Exploration and evaluation assets are assessed for impairment when facts and circumstances suggest that the carrying amount of an exploration and evaluation asset may exceed its recoverable amount. The recoverable amount of the exploration and evaluation asset (for the cash generating unit(s) to which it has been allocated being no larger than the relevant area of interest) is estimated to determine the extent of the impairment loss (if any).

Where a decision has been made to proceed with development in respect of a particular area of interest, the relevant exploration and evaluation asset is tested for impairment and the balance is then reclassified to development.

Note 1: Statement of Significant Accounting Policies (Continued)

(p) Issued capital

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction, net of tax, from the proceeds. Incremental costs directly attributable to the issue of new shares or options for the acquisition of a new business are not included in the cost of acquisition as part of the purchase consideration.

(q) Going Concern

The financial report has been prepared on the basis of accounting principles applicable to a going concern, which assumes the commercial realisation of the future potential of the Group's assets and the discharge of its liabilities in the normal course of business.

In the year ended 30 June 2015, the Group recorded a net loss before income tax benefit of $738,277 and had a net cash outflow from operating and investing activities of $780,234. At 30 June 2015, the Group had cash available of $31,116 and net current liabilities of $902,573.

The Board considers that the Company is a going concern and recognises that additional funding is required to ensure that the Company can continue to fund its operations and those of the Group and further develop their mineral exploration and evaluation assets during the twelve month period from the date of this financial report. This funding can come from a variety of sources including an equity capital raising or further drawdown under the Convertible Note Trust Deed, such as occurred during the current year where the Company raised $256,864 after the costs of the issue through equity and $440,000 under the Convertible Note Trust Deed. Further funding can be derived from either one or a combination of the following:

- The placement of securities under the ASX Listing Rule 7.1 or otherwise (as completed subsequent to year end – refer to note 20);
- An excluded offer pursuant to the Corporations Act 2001;
- Funding available under the Convertible Note Trust Deed (refer to note 11)
- The sale of assets; or
- Deferral of management and director fees

It is the intention of the Directors to pursue further capital raising initiatives as soon as practicable to enable Blaze International Limited to obtain sufficient funding to continue as a going concern. Accordingly, the Directors believe that it is appropriate to adopt that basis of accounting in the preparation of the annual financial report.

If the Group is unable to raise additional funding, there would be a material uncertainty that may cast significant doubt as to whether the Group would continue as a going concern and, therefore, whether it will realise its assets and extinguish its liabilities in the normal course of business and at the amounts stated in the financial report.

(r) Earnings per share

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

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

- costs of servicing equity (other than dividends) and preference share dividends;
- the after tax effect of dividends and interest associated with dilutive potential ordinary shares that have been recognised as expenses; and
- other non-discretionary changes in revenues or expenses during the period that would result from the dilution of potential ordinary shares; divided by the weighted average number of ordinary shares and dilutive potential ordinary shares, adjusted for any bonus element.

Note 1: Statement of Significant Accounting Policies (Continued)

(s) Borrowings

Borrowings are initially recognised at fair value, net of transaction costs incurred. Borrowings are subsequently measured at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognised in profit or loss over the period of the borrowings using the effective interest method. Fees paid on the establishment of loan facilities are recognised as transaction costs of the loan to the extent that it is probable that some or all of the facility will be drawn down. In this case, the fee is deferred until the draw down occurs. To the extent there is no evidence that it is probable that some or all of the facility will be drawn down, the fee is capitalised as a prepayment for liquidity services and amortised over the period of the facility to which it relates.

The fair value of the liability portion of a convertible note is determined using a market interest rate for an equivalent non-convertible note. This amount is recorded as a liability on an amortised cost basis until extinguished on conversion or maturity of the note. The remainder of the proceeds is allocated to the conversion option. This is recognised and included in shareholders' equity, net of income tax effects.

Borrowings are removed from the statement of financial position when the obligation specified in the contract is discharged, cancelled or expired. The difference between the carrying amount of a financial liability that has been extinguished or transferred to another party and the consideration paid, including any non-cash assets transferred or liabilities assumed, is recognised in profit or loss as other income or finance costs.

Borrowings are classified as current liabilities unless the Group has an unconditional right to defer settlement of the liability for at least 12 months after the reporting period.

Note 2: Revenue	Consolidated 2015 $	2014 $
Operating activities		
Interest received	**1,602**	8,379
Other	**58**	6,482
Total revenue	**1,660**	14,861

Note 3: Income tax benefit

a) Income tax benefit		
Current tax (expense)/benefit	-	-
Deferred tax (expense)/benefit	-	-
Total tax benefit	-	-

The Prima facie income tax expense on pre-tax accounting result from operations reconciles to the income tax benefit in the financial statements as follows:

(Loss) from operations	**(738,277)**	(754,695)
Income tax benefit calculated as 30%	**(221,483)**	(226,408)
Non-deductible expenses	**4,549**	410
Unused tax losses not recognised as deferred tax assets	**315,629**	242,522
Other deferred tax assets and tax liabilities not recognised	**(98,695)**	(16,672)
Adjustments in respect of current income tax of previous years	-	148
Income tax benefit reported in the income statement	-	-

b) Unrecognised deferred tax balances

The following deferred tax assets and (liabilities) have not been brought to account as assets:

Deferred tax assets comprise:		
Tax losses – revenue	**2,368,138**	2,052,508
Tax losses - capital	**1,217,565**	1,084,815
Impairment of investments	**1,755**	2,430
Depreciation timing differences	**264**	614
Share issue expenses	**20,535**	22,701
Accrued expenses and liabilities	**7,755**	4,500
	3,616,012	3,167,568
Deferred tax liabilities comprise:		
Exploration expenditure capitalised	**135,863**	47,937
Other	**158**	-
	136,021	47,937
Income tax benefit not recognised directly in equity during the year		
Share issue expenses	**6,701**	11,515
	6,701	11,515

The deductible temporary differences and tax losses do not expire under current tax legislation. Deferred tax assets have not currently been recognised in respect of these items because its not sufficiently probable that future taxable profit will be available against which the Group can utilize the benefit thereof.

Note 4: Key management personnel compensation

a) Directors

The following persons were directors of Blaze International Limited during the financial year:

M Scivolo	Non-Executive Chairman
R J Collins	Non-Executive Director
H S Majteles	Non-Executive Director

b) Key management personnel compensation

	Consolidated	
	2015	**2014**
	$	**$**
Short term employee benefits	**80,000**	80,000
Post-employment benefits (superannuation)	**5,225**	5,087
	85,225	85,087

c) Equity instrument disclosures relating to key management personnel

During the financial year ended 30 June 2015, there were no director options granted, exercised or lapsed (2014: Nil). As at 30 June 2015 there were no director options on issue (2014: Nil). No directors held shares in the Company at any time during the period (2014: Nil).

Note 5: Auditor's remuneration

Remuneration of the auditor of the parent entity for:

	2015	2014
Auditing or reviewing the financial report	**23,750**	24,500
Taxation services	**7,500**	5,700
	31,250	30,200

Note 6: Earnings per share

Loss used in calculation of basic EPS	**(738,277)**	(754,695)
	2015	**2014**
	No.	**No.**
Weighted average number of ordinary shares outstanding during the year used in calculating basic EPS	**17,377,149**	8,266,827

Diluted EPS not disclosed as potential ordinary shares are not dilutive.

Note 7: Cash and cash equivalents

	Consolidated 2015 $	2014 $
Cash at bank and in hand	**11,661**	58,518
Short-term bank deposits	**19,455**	55,968
	31,116	114,486

Reconciliation of cash:
Cash at the end of the financial year as shown in the Statement of Cash Flows is reconciled to items in the statement of financial position as follows:

Cash and cash equivalents	**31,116**	114,486

a) Reconciliation of loss after income tax to net cash used in operating activities

Loss after income tax	**(738,277)**	(754,695)
Non-cash flows in profit or loss		
Exploration expenditure written off	**477**	141,937
Write down of investments	**-**	(1,350)
Share based payments	**15,000**	-
Changes in assets and liabilities, net of the effects of purchase and disposal of subsidiaries		
(Increase)/decrease in trade and other receivables	**(27,811)**	42,257
(Increase)/decrease in other assets	**-**	248
Increase/(decrease) in trade payables and accruals	**424,936**	51,545
Net cash used in operating activities	**(325,675)**	(520,058)

b) Non-cash financing and investing activities
There were no non-cash financing and investing activities that occurred during the year, except as disclosed in Note 12a) vi).

Note 8: Trade and other receivables

Current

Other receivables (i)	**46,614**	18,274

(i) No receivables are past their contractual terms

Note 9: Deferred exploration expenditure

Expenditure brought forward	**159,789**	123,104
Expenditure incurred during year	**442,701**	178,622
Expenditure written off during year	**(477)**	(141,937)
Expenditure carried forward	**602,013**	159,789

The ultimate recoupment of the mining tenements, exploration and evaluation expenditure carried forward is dependent upon the successful development and commercial exploitation and/or sale of the relevant areas of interest, at amounts at least equal to book value.

Note 10: Trade and other payables

Current

Trade and sundry payables (i)	**487,654**	126,696

(i) Trade payables are non-interest bearing and are normally settled on 30 day terms.

Note 11: Borrowings

Current	**Consolidated 2015 $**	**2014 $**
Unsecured convertible loan notes and accrued interest	**492,649**	-

On 5 September 2014, the Company entered into a Convertible Note Trust Deed ("Deed") to raise up to $1.25 million from clients of CPS Capital Group Pty Ltd. As at 30 June 2015, $440,000 has been drawn down.

The material terms of the convertible notes to be issued under the Deed are as follows:

(a) Face value: $0.0008;

(b) Interest Rate: flat rate of 20% per annum. If in default, flat rate of 35% per annum;

(c) Maturity Date: 6 months from the date of issue;

(d) Security: The notes are unsecured;

(e) Conversion: at the election of the holder into ordinary shares on a one for one basis; and

(f) Conditions: the convertible notes are only convertible into shares after shareholder approval has been obtained in general meeting.

Note 12: Issued capital

Ordinary fully paid ordinary shares (a)	**32,776,006**	32,505,142

Fully paid ordinary shares carry one vote per share and carry the right to dividends.

	2015 $	**2015 No.**	**2014 $**	**2014 No.**
a) Ordinary shares				
Balance at beginning of year	32,505,142	4,023,993,044	32,071,040	2,449,124,444
Shares issued during year				
16 September 2013 (i)	-	-	126,000	315,000,000
16 December 2013 (ii)	-	-	238,000	595,000,000
13 January 2014 (iii)	-	-	56,000	140,000,000
21 May 2014 (iv)	-	-	52,487	524,868,600
31 July 2014 (v)	279,200	349,000,000		
24 February 2015 (vi)	15,000	15,000,000		
Share consolidation (250:1)	-	(4,370,441,155)		
Share issue costs	(22,336)	-	(38,385)	-
Balance at end of year	32,777,006	17,551,889	32,505,142	4,023,993,044

i) On 16 September 2013 the Company issued 315,000,000 fully paid ordinary shares at an issue price of 0.04 cents each raising $126,000 before costs;

ii) On 16 December 2013 the Company issued 595,000,000 fully paid ordinary shares at an issue price of 0.04 cents each to raise $238,000 before costs;

iii) On 13 January 2014 the Company issued 140,000,000 fully paid ordinary shares at an issue price of 0.04 cents each to raise $56,000 before costs;

iv) On 21 May 2014, the Company raised $52,487 before costs by way of issuing 524,868,600 fully paid ordinary shares at an issue price of 0.01 cents each;

v) On 31 July 2014, the Company raised $279,200 before costs by way of issuing 349,000,000 fully paid ordinary shares at an issue price of 0.008 cents each;

vi) On 24 February 2015, the Company issued 15,000,000 fully paid ordinary shares at an issue price of 0.001 cents in lieu of cash payment for public relation services provided to promote the Company.

Note 12: Issued capital (Continued)

b) Share options (number)

There were no options on issue as at 30 June 2015.

The following options were on issue as 30 June 2014:

Date of expiry	Exercise price	Balance at beginning of year	Issued during year	Cancelled during year	Expired during year	Exercised during year	Balance at end of year
30 January 2014	$0.03	509,182,694	-	-	509,182,694	-	-
31 March 2014	$0.016	40,000,000	-	-	40,000,000	-	-
		549,182,694	-	-	549,182,694	-	-

c) Capital risk management

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

Management effectively manages the Group's capital by assessing the Group's financial risks and adjusting its capital structure in response to changes in these risks and in the market. As at 30 June 2015, the Group had trade and other payables of $487,654 and convertible loan notes and accrued interest payable of $492,649.

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

	Consolidated 2015 $	Consolidated 2014 $
Note 13: Reserves		
Option premium reserve(i)	-	-
Financial assets reserve (ii)	**900**	-
Balance at end of year	**900**	-

(i) Option premium reserve
The option premium reserve is used to accumulate proceeds received from the issue of options and the value of options issued as consideration for the acquisition of non-current assets.

Movements in reserve		
Balance at beginning of year	-	1,924,701
Option expiry	-	(1,924,701)
Balance at end of year	-	-

(ii) Financial Assets Reserve
The financial assets reserve is used to record the fair value movements available for sale financial assets.

Movements in reserve		
Balance at beginning of year	-	-
Revaluation of available for sale financial assets	**900**	-
Balance at end of year	**900**	-

Note 14: Parent entity disclosures

(a) Financial position

	Company 2015 $	Company 2014 $
ASSETS		
Current Assets		
Cash and cash equivalents	**31,116**	114,485
Trade and other receivables	**46,147**	18,274
Other current assets	**-**	-
Total Current Assets	**77,263**	132,759
Non-Current Assets		
Available for sale financial assets	**4,050**	3,150
Deferred exploration expenditure	**-**	159,789
Total Non-Current Assets	**4,050**	164,090
Total Assets	**81,313**	296,849
LIABILITIES		
Current Liabilities		
Trade and other payables	**482,522**	126,696
Borrowings	**492,649**	-
Total Current Liabilities	**975,171**	126,696
Total Liabilities	**975,171**	126,696
Net Assets	**(893,858)**	170,153
EQUITY		
Issued capital	**32,777,006**	32,505,142
Reserves	**900**	-
Accumulated losses	**(33,671,764)**	(32,334,989)
Total Equity	**(893,858)**	170,153

(b) Financial performance

	Company 2015 $	Company 2014 $
Loss for the period	**(1,336,775)**	(612,979)
Other comprehensive income	**-**	-
Total comprehensive loss	**(1,336,775)**	(612,979)

Note 15: Investment in controlled entities

At 30 June:
Blaze International Limited

Subsidiaries	**Country of Incorporation**	**Percentage Ownership**	
Yeelirrie Minerals Pty Ltd	Australia	100%	100%
Colour Minerals Pty Ltd	Australia	100%	100%

Note 16: Contingent assets and contingent liabilities

The Directors are not aware of any contingent liabilities or contingent assets as at 30 June 2015 (2014: Nil).

Note 17: Capital and leasing commitments

There are no capital or leasing commitments as at 30 June 2015 (2014: Nil).

The Company has an agreement with a management service company for the provision of services at $235,000 pa plus CPI. Charges are at commercial terms in accordance with the agreement entered into on 17 November 2009 for a 5 year term.

<1 Year	-	97,917
1 Year < 5 Years	-	-
> 5 Years	-	-
Total	-	97,917

Note 18: Segment reporting

The Group has adopted AASB 8 "Operating Segments" which requires operating segments to be identified on the basis of internal reports about components of the Group that are reviewed by the chief operating decision maker (considered to be Board of Directors) in order to allocate resources to the segment and assess its performance. The chief operating decision maker of the Group reviews internal reports prepared as consolidated financial statements and strategic decisions of the Group are determined upon analysis of these internal reports. During the period, the Group operated predominantly in one segment being the mineral exploration sector in Western Australia. Accordingly, under the "management approach" outlined above only one operating segment has been identified and no further disclosure is required in the notes to the consolidated financial statements.

Note 19: Share based payments

On 24 February 2015, the Company issued 15,000,000 fully paid ordinary shares at an issue price of 0.001 cents in lieu of cash payment for public relation services provided to promote the Company.

The fair value of the ordinary shares issued were determined by reference to market price.

There were other no share-based payment arrangements during the financial year ended 30 June 2015 (2014: Nil).

Note 20: Events after balance sheet date

On 7 September 2015, the Company issued 14,387,971 fully paid ordinary shares to raise a total of approximately $440,000 before costs to clients of Cicero Advisory Services Pty Ltd.

On 9 September 2015 the Company appointed Loren Jones to the Board as a non-executive director.

No other matters or circumstances have arisen since the end of the financial year which significantly affected or may significantly affect the operations of the Consolidated Entity, the results of those operations, or the state of affairs of the Consolidated Entity in future financial years.

Note 21: Related party transactions

There have been no related party transactions during the year.

Note 22: Financial instruments

a) Financial risk management

The Group's financial instruments consist mainly of deposits with banks, accounts receivable and payable, loans to and from subsidiaries and bills.

1) Financial risk
   The main risks the Group is exposed to through its financial instruments are interest rate risk, liquidity risk, credit risk and price risk.

2) Credit risk
   The maximum exposure to credit risk, excluding the value of any collateral or other security, at balance date to recognised financial assets, is the carrying amount, net of any allowances for impairment of those assets, as disclosed in the statement of financial position and notes to the financial statements. The Group does not have any material credit risk exposure to any single receivable or Group of receivables under financial instruments entered into by the Group.

3) Interest rate risk
   The Group's exposure to interest rate risk, which is the risk that a financial instrument's value will fluctuate as a result of changes in market interest rates and the effective weighted average interest rates on classes of financial assets and financial liabilities, is as follows:

Note 22: Financial instruments (Continued)

Consolidated 2015	**Weighted average effective interest rate**	**Floating interest rate**	**Fixed interest rate maturing < 1 year**	**1 – 5 years**	**> 5 years**	**Non-interest bearing**	**Total**
	%	**$**	**$**	**$**	**$**	**$**	**$**
Financial assets:							
Cash at bank	2.50 %	31,116	-	-	-	-	**31,116**
Receivables	N/A	-	-	-	-	46,414	**46,414**
Available for sale financial assets	-	-	-	-	-	4,050	**4,050**
Total financial assets		31,116	-	-	-	50,464	**81.580**
Financial liabilities:							
Trade and other payables	N/A	-	-	-	-	487,654	**487,654**
Borrowings	20%	-	492,649	-	-	-	**492,649**
Total financial liabilities		-	492,649	-	-	487,654	**980,303**
2014							
Financial assets:							
Cash at bank	2.50 %	114,486	-	-	-	-	**114,486**
Receivables	N/A	-	-	-	-	18,274	**18,274**
Available for sale financial assets	-	-	-	-	-	3,150	**3,150**
Total financial assets		114,486	-	-	-	21,424	**135,910**
Financial liabilities:							
Trade and other payables	N/A	-	-	-	-	114,327	**114,327**
Total financial liabilities		-	-	-	-	114,327	**114,327**

4) Liquidity risk

The following table details the Group's and the Company's expected maturity for its financial liabilities:

	Consolidated 2015	**Consolidated 2014**
	$	**$**
Non-Interest bearing		
< 1 month	**487,654**	114,327
1 – 3 months	-	-
3 – 12 months	-	-
1 – 5 years	-	-
	487,654	114,327

Note 22: Financial instruments (Continued)

5) Liquidity risk
The following table details the Group's and the Company's expected maturity for its financial liabilities:

	Consolidated 2015 $	Consolidated 2014 $
Interest bearing		
< 1 month	393,649	-
1 – 3 months	101,712	-
3 – 12 months	-	-
1 – 5 years	-	-
	495,361	-

6) Net fair values

For all financial assets and financial liabilities, their net fair value approximates their carrying values.

Fair Value measurements are classified under accounting standards. Level of the following fair value measurement hierarchy:

- Quoted prices in active markets for identical assets or liabilities (level 1);
- Inputs other than quoted prices included within level 1 that that are observable for the asset or liability either directly or indirectly (level 2); and
- Inputs for the asset or liability that are not based on observable data (level 3).

The group has $4,050 of available-for sale financial assets which are recorded in level 1 (2014: $3,150 in level 1).

7) Interest rate sensitivity analysis

The sensitivity analyses has been determined based on those assets and liabilities with an exposure to interest rate risk at the reporting date and the stipulated change taking place at the beginning of the financial year and held constant throughout the reporting period. A 100 basis point increase or decrease is used when reporting interest rate risk internally to key management personnel and represents management's assessment of the change in interest rates. At reporting date, if interest rates had been 100 basis points higher or lower and all other variables were held constant there would not be a material change to the group's net loss or equity.

1) In the opinion of the Directors of Blaze International Limited (the "Company"):

   a. The accompanying financial statements, notes and additional disclosures of the Consolidated Entity are in accordance with the Corporations Act 2001, including:

      i. giving a true and fair view of the Consolidated Entity's financial position as at 30 June 2015 and of its performance for the year then ended; and

      ii. complying with Australian Accounting Standards, the Corporations Regulations 2001, professional reporting requirements and other mandatory requirements.

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

   c. the financial statements and notes thereto are in accordance with International Financial Reporting Standards issued by the International Accounting Standards Board.

2) This declaration has been made after receiving the declarations required to be made to the Directors in accordance with Section 295A of the Corporations Act 2001 for the financial year ended 30 June 2015.

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

Michael Scivolo
Non-Executive Chairman

Dated this 30th day of September 2015

HLB Mann Judd

Accountants | Business and Financial Advisers

INDEPENDENT AUDITOR'S REPORT

To the members of Blaze International Limited

Report on the Financial Report

We have audited the accompanying financial report of Blaze International Limited ("the company"), which comprises the statement of financial position as at 30 June 2015, the statement of profit or loss and other comprehensive income, the statement of changes in equity and the 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 for the Group. The Group comprises 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(c), the directors also state, in accordance with Accounting Standard AASB 101: *Presentation of Financial Statements*, that the financial report complies with International Financial Reporting Standards.

Auditor's responsibility

Our responsibility is to express an opinion on the financial report based on our audit. We conducted our audit in accordance with Australian Auditing Standards. Those standards require that we comply with relevant ethical requirements relating to audit engagements and plan and perform the audit to obtain reasonable assurance 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 Group'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 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.

Our audit did not involve an analysis of the prudence of business decisions made by directors or management.

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

Independence

In conducting our audit, we have complied with the independence requirements of the *Corporations Act 2001*.

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Email: hlb@hlbwa.com.au. Website: http://www.hlb.com.au

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Accountants | Business and Financial Advisers

Auditor's opinion

In our opinion:

(a) the financial report of Blaze International Limited is in accordance with the *Corporations Act 2001*, including:

(i) giving a true and fair view of the Group'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(c).

Emphasis of Matter

Without modifying our opinion, we draw attention to Note 1(q) which outlines conditions that indicate the existence of a material uncertainty that may cast significant doubt about the Group ability to continue as a going concern and, therefore, whether it will realise its assets and settle its liabilities in the normal course of business and at the amounts stated in the financial report.

Report on the Remuneration Report

We have audited the remuneration report included in 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.

Auditor's opinion

In our opinion the remuneration report of Blaze International Limited for the year ended 30 June 2015 complies with section 300A of the *Corporations Act 2001*.

HLB Mann Judd

HLB Mann Judd
Chartered Accountants

D Buckley

D I Buckley
Partner

Perth, Western Australia
30 September 2015

Blaze International Limited ACN 074 728 019 ("the Company") has adopted systems of control and accountability as the basis for the administration of corporate governance. Some of these policies and procedures are summarised below.

The following additional information about the Company's corporate governance practices is set out on the Company's website at www.blazelimited.com.au :

Principle 1 – Lay solid foundations for management and oversight

Responsibilities of the Board

The Board is responsible for the following matters:

- ensuring the Company's conduct and activities are ethical and carried out for the benefit of all its stakeholders;
- development of corporate strategy, implementation of business plans and performance objectives;
- reviewing, ratifying and monitoring systems of risk management, codes of conduct, internal control system and legal and regulatory compliance;
- the appointment of the Company's Corporate Manager, Chief Executive Officer (or equivalent), Chief Financial Officer, Company Secretary and other senior executives;
- monitoring senior executives' performance and implementation of strategy;
- determining appropriate remuneration policies;
- allocating resources and ensuring appropriate resources are available to management;
- approving and monitoring the annual budget, progress of major capital expenditure, capital management, and acquisitions and divestitures; and
- approving and monitoring financial and other reporting.

Diversity

The Company recognises and respects the value of diversity at all levels of the organisation.

Due to the size and scale of the Company's activities, most managerial and geological services are provided by the Corporate Manager and the Company no direct employees.

When the level of activity permits, the Directors will ensure that women are fairly considered and the Company's aim will be to promote a culture which embraces diversity through ongoing education, succession planning, director and employee selection and recognising that skills are not gender specific.

The Company recognises that the mining and exploration industry is intrinsically male dominated in many of the operational sectors and the pool of women with appropriate skills is limited in some instances. The Company also recognises that diversity extends to matters of age, disability, ethnicity, marital/family status, religious/cultural background and sexual orientation. Where possible, the Company will seek to identify suitable candidates for positions from a diverse pool.

As at the date of this report, the Company has 1 female appointed to the Board, or to senior management.

Chairman

The Chairman is responsible for leadership of the Board and for the efficient organisation and conduct of the Board's business. The Chairman should facilitate the effective contribution of all directors and promote constructive and respectful relations between directors and between the Board and management of the Company. The Chairman is responsible for briefing directors on issues arising at Board meetings and is ultimately responsible for communications with shareholders and arranging Board performance evaluation.

Corporate Manager

The Corporate Manager is responsible for running the affairs of the Company under authority delegated from the Board. In carrying out its responsibilities the Corporate Manager must report to the Board in a timely manner and ensure all reports to the Board present a true and fair view of the Company's financial condition and operational results.

Company Secretary

The Company Secretary is responsible for monitoring the extent that Board policy and procedures are followed, and coordinating the timely completion and despatch of Board agendas and briefing material and is accountable directly to the Board on all matters to do with the proper functioning of the Board. All directors are to have access to the Company Secretary.

Performance Evaluation

The Chairman and/or the Managing Director are responsible for reviewing the performance of each executive at least once every calendar year. During the financial year ended 30 June 2015, an evaluation of the performance of the Board and its members was not formally undertaken. However, a general review of the Board and executives occurs on an on-going basis to ensure that structures suitable to the Company's status as a listed entity are in place.

It is the policy of the Board to conduct evaluation of individual employees' performance. The objective of this evaluation is to provide best practice corporate governance to the Company. During the financial year an evaluation of the performance of the individuals was not formally carried out. However, a general review of the individuals occurs on an on-going basis to ensure that structures suitable to the Company's status as a listed entity are in place.

Principle 2 - Structure the Board to add value

Composition of the Board

The Company will ensure that the Board will be of a size and composition that is conducive to making appropriate decisions and be large enough to incorporate a variety of perspectives and skills, and to represent the best interests of the Company as a whole rather than of individual shareholders or interest groups. It will not, however, be so large that effective decision-making is hindered.

Independent Directors

The Company will regularly review whether each non-executive director is independent and each non-executive director should provide to the Board all information that may be relevant to this assessment. If a director's independence status changes this should be disclosed and explained to the market in a timely fashion.

An Independent Director:

1. is a Non-Executive Director and;
2. is not a substantial shareholder of the Company or an officer of, or otherwise associated directly with, a substantial shareholder of the Company;
3. within the last three years has not been employed in an executive capacity by the Company or another group member, or been a Director after ceasing to hold any such employment;
4. within the last three years has not been a principal of a material professional adviser or a material consultant to the Company or another group member, or an employee materially associated with the service provided;
5. is not a material supplier or customer of the Company or another group member, or an officer of or otherwise associated directly or indirectly with a material supplier or customer;
6. has no material contractual relationship with the Company or other group member other than as a Director of the Company;
7. has not served on the Board for a period which could, or could reasonably be perceived to, materially interfere with the Director's ability to act in the best interests of the Company; and is free from any interest and any business or other relationship which could, or could reasonably be perceived to, materially interfere with the Director's ability to act in the best interests of the Company; and
8. is free from any interest and any business or other relationship which could, or could reasonably be perceived to, materially interfere with the Director's ability to act in the best interests of the Company.

The Company's non-executive directors are all independent and will endeavour to ensure that it has a majority of independent directors at all times, subject to the right of shareholders in general meeting to elect and remove directors.

The Company's current non-executives are:

Michael Scivolo was first appointed on 20 October 2009

Robert Collins was first appointed on 20 October 2009

Hersh Majteles was first appointed on 20 October 2009

Loren Jones was first appointed on 9 September 2015

Chairman

The Chairman should be a non-executive director who is independent and should not be the Chief Executive Officer of the Company. The Chairman's other positions should not be such that they are likely to hinder the effective performance of his role of Chairman of the Company.

Independent decision-making

All directors - whether independent or not - should bring an independent judgment to bear on Board decisions. Non-executive directors are encouraged to confer regularly without management present. Their discussions are to be facilitated by the Chairman, if he is independent, or, if he is not independent, the deputy Chairman. Non-executive directors should inform the Chairman before accepting any new appointments as directors.

Independent advice

To facilitate independent decision making, the Board and any committees it convenes from time to time may seek advice from independent experts whenever it is considered appropriate. With the consent of the Chairman, individual directors may seek independent professional advice, at the expense of the Company, on any matter connected with the discharge of their responsibilities.

Procedure for selection of new directors

The Company believes it is not of a size to justify having a Nomination Committee. If any vacancies arise on the Board, all directors will be involved in the search and recruitment of a replacement. The Board believes corporate performance is enhanced when it has an appropriate mix of skills and experience.

Prior to the appointment of a director, appropriate checks will be undertaken to determine the suitability of any candidate, and the Board will provide security holders with all material information in its possession, which the Board considers relevant.

In support of their candidature for directorship or re-election, non-executive directors should provide the Board with details of other commitments and an indication of time available for the Company. Prior to appointment or being submitted for re-election non-executive directors should specifically acknowledge to the Company that they will have sufficient time to meet what is expected of them. Re-appointment of directors is not automatic. There are no written agreements with directors.

The Company has reviewed the skill set of its Board to determine where the skills lie and any relevant gaps in skill shortages. The Company monitors any perceived gaps in skills, as well as seeking to identify future suitable Board candidates for positions from a diverse pool.

Induction and education

The Board has an induction programme to enable new directors to gain an understanding of:

- the Company's financial, strategic, operational and risk management position;
- the rights, duties and responsibilities of the directors;
- the roles and responsibilities of senior executives; and
- the role of any Board committees in operation.

Directors will have reasonable access to continuing education to update and enhance their skills and knowledge, including education concerning key developments in the Company and in the industries in which the Company's business is involved.

Access to information

The Board has the right to obtain all information from within the Company which it needs to effectively discharge its responsibilities.

Senior executives are required on request from the Board to supply the Board with information in a form and timeframe, and of a quality that enables the Board to discharge its duties effectively. Directors are entitled to request additional information where they consider such information necessary to make informed decisions.

Principle 3: Promote ethical and responsible decision-making

Code of conduct

The Board has adopted the Code of Conduct set out at Appendix A to promote ethical and responsible decision making by directors, management and employees. The Code embraces the values of honesty, integrity, enterprise, excellence, accountability, justice, independence and equality of stakeholder opportunity.

The Board is responsible for ensuring that training on the Code of Conduct is provided to staff and officers of the Company.

The Board is responsible for making advisers, consultants and contractors aware of the Company's expectations set out in the Code of Conduct.

Policy for trading in Company securities

The Board has adopted a policy on trading in the Company's securities by directors, senior executives and employees set out in Appendix B.

The Board is responsible for ensuring that the policy is brought to the attention of all affected persons and for monitoring compliance with the policy.

Principle 4: Safeguard integrity in financial reporting

Audit and Risk Management

The Company believes it is not of a size to justify having a separate Audit and Risk Management Committee. Ultimate responsibility for the integrity of the Company's financial reporting rests with the full Board. Given the small size of the Board, the directors believe an Audit and Risk Management Committee structure to be inefficient. All directors share responsibility for ensuring the integrity of the Company's financial reporting and appropriate Board processes have been implemented to perform the following audit and risk management functions:

- external audit function:
  - review the overall conduct of the external audit process including the independence of all parties to the process;
  - review the performance of the external auditors;
  - consider the reappointment and proposed fees of the external auditor; and
  - where appropriate seek tenders for the audit and where a change of external auditor is recommended arrange submission to shareholders for shareholder approval;
- reviewing the quality and accuracy of published financial reports;
- reviewing the accounting function and ongoing application of appropriate accounting and business policies and procedures;
- reviewing and imposing variations to the risk management and internal control policies designed and implemented by Company management; and
- any other matters relevant to audit and risk management processes.

The Company's Risk Management Policy ensures that the Board as a whole is responsible for the oversight of the Company's risk management and control framework. The objectives of the Company's Risk management strategy are to:

- identify risks to the Company;
- balance risk to reward;
- ensure regulatory compliance is achieved; and
- ensure senior executives, the Board and investors understand the risk profile of the Company.

The Board monitors risk through various arrangements including:

- regular Board meetings;
- share price monitoring;
- market monitoring; and
- regular review of financial position and operations.

The Company's Risk Management Policy is considered adequate for addressing and managing risk. It is intended that the Board will annually review the following categories of risks affecting the Company as part of the Company's systems and processes for managing material business risks:

- operational matters,
- financial reporting,
- sovereignty and
- market-related risks.

Principle 5: Make timely and balanced disclosure

Disclosure Policy

The Board has adopted a Disclosure Policy for ensuring timely and accurate disclosure of price-sensitive information to shareholders through the ASX set out in Appendix D.

The Disclosure Policy ensures that:

- all investors have equal and timely access to material information concerning the Company including its financial position, performance, ownership and governance; and
- Company announcements are subjected to a vetting and authorisation process designed to ensure they are:
  - released in a timely manner;
  - factual and do not omit material information; and
  - expressed in a clear and objective manner that allows investors to assess the impact of the information when making investment decisions.

The Company respects the rights of its shareholders and to facilitate the effective exercise of those rights the Company is committed to making it easy for shareholders to participate in shareholder meetings of the Company. The Company also makes available a telephone number and email address for shareholders to make enquiries of the Company.

Shareholders are given the opportunity to receive communications electronically.

The Company's website includes the following:

- Corporate Governance policies, procedures, charters, programs, assessments, codes and frameworks;
- Names and biographical details of each of its directors and senior executives;
- Constitution;
- Copies of annual, half yearly and quarterly reports;
- ASX announcements;
- Copies of notices of meetings of security holders;
- Media releases;
- Overview of the Company's current business, structure and history;
- Details of upcoming meetings of security holders;
- Summary of the terms of the securities on issue;
- Historical market price information of the securities on issue;
- Contact details for the share registry and media enquiries;
- Share registry key security holder forms.

Principle 6: Respect the rights of shareholders

Communication with Shareholders

The Board is committed to open and accessible communication with holders of the Company's shares and other securities. Disclosure of information and other communication will be made as appropriate by telephone, mail or email.

The Company's website will also be used to provide additional relevant information to security holders. The Board considers the following to be appropriate features for the Company's website:

- placing the full text of notices of meeting and explanatory material on the website;
- providing information about the last three years' press releases or announcements plus at least three years of financial data on the website; and
- providing information updates to security holders on request by email.

General Meetings

The Company is committed to improving shareholder participation in general meetings. In order to achieve that objective, the Company has adopted guidelines of the ASX Corporate Governance Council for improving shareholder participation through the design and content of notices and through the conduct of the meeting itself.

The external auditor is invited to attend every AGM for the purpose of answering questions from security holders relevant to the audit.

Principle 7: Recognise and manage risk

Creation and implementation of Company risk management policies

It is the responsibility of the Corporate Manager to create, maintain and implement risk management and internal control policies for the Company, subject to review by the Board.

The Corporate Manager must report to the Board on an annual basis regarding the design, implementation and progress of the risk management policies and internal control systems.

Audit and Risk Management

As referenced with respect to Principle 4, the Board has not established an Audit and Risk Management Committee for the reasons given above.

Due to the nature and size of the Company's operations, and the Company's ability to derive substantially all of the benefits of an independent internal audit function, the expense of an independent internal auditor is not considered to be appropriate.

The Company has considered its economic, environmental and social sustainability risks by way of internal review and has concluded that it is not subject to material economic, environmental and social sustainability risks.

Review by the Board

The Board will review the effectiveness of implementation of the risk management system and internal control system at least annually.

When reviewing risk management policies and internal control system the Board should take into account the Company's legal obligations and should also consider the reasonable expectations of the Company's stakeholders, including security holders, employees, customers, suppliers, creditors, consumers and the community.

Corporate Manager

The Corporate Manager is required annually to state in writing to the Board that the Company has a sound system of risk management, that internal compliance and control systems are in place to ensure the implementation of Board policies, and that those systems are operating efficiently and effectively in all material respects.

Verification of financial reports

The Corporate Manager and Chief Financial Officer are required by the Company to state the following in writing prior to the Board making a solvency declaration pursuant to section 295(4) of the Corporations Act:

- that the Company's financial reports contain a true and fair view, in all material respects, of the financial condition and operating performance of the Company and comply with relevant accounting standards; and
- that the declaration provided in accordance with section 295A of the Corporations Act is founded on a sound system of risk management and that the system is operating effectively in all material respects in relation to financial reporting risks.

Principle 8: Remunerate fairly and responsibly

Director and senior executive remuneration policies

The Company's remuneration policy is structured for the purpose of:

- motivating senior executives to pursue the long-term growth and success of the Company; and
- demonstrating a clear relationship between senior executives' performance and remuneration.

The Board's responsibility is to set the level and structure of remuneration for officers (including but not limited to directors and secretaries) and executives, for the purpose of balancing the Company's competing interests of:

- attracting and retaining senior executives and directors; and
- not paying excessive remuneration.

Executive directors' remuneration is structured to reflect short and long-term performance objectives appropriate to the Company's circumstances and goals.

Executive directors' and senior executives' remuneration packages involve a balance between fixed and incentive-based pay, reflecting short and long-term performance objectives appropriate to the Company's circumstances and goals.

Non-executive directors' remuneration is formulated with regard to the following guidelines:

- non-executive directors are normally remunerated by way of fees, in the form of cash, non-cash benefits, superannuation contributions or equity, usually without participating in schemes designed for the remuneration of executives;
- non-executive directors are not provided with retirement benefits other than superannuation.

Executives and non-executive directors are prohibited from entering into transactions or arrangements which limit the economic risk of participating in unvested entitlements.

No director is involved in setting their own remuneration or terms and conditions, but if such a case were to arise, the relevant director would be required to absent himself from the full Board discussion.

Remuneration Committee

The Company believes it is not of a size to justify having a Remuneration Committee and that it has Board processes in place which raise the issues that would otherwise be considered by a committee.

Appendix A – Code of Conduct

Introduction

This Code of Conduct sets out the standards with which the Board, management and employees of the Company are encouraged to comply when dealing with each other, the Company's shareholders and the broader community.

Responsibility to shareholders

The Company aims:

- to increase shareholder value within an appropriate framework which safeguards the rights and interests of shareholders; and
- to comply, with openness and integrity, the systems of control and accountability which the Company has in place as part of its corporate governance.

Responsibility to clients, employees, suppliers, creditors, customers and consumers

The Company will comply with all legislative and common law requirements which affect its business.

Employment practices

The Company will employ the best available staff with the skills required to carry out the role for which they are employed. The Company will ensure a safe workplace and maintain proper occupational health and safety practices.

Responsibility to the community

The Company recognises, considers and respects environmental, native title and cultural heritage issues which may arise in relation to the Company's activities and will comply with all applicable legal requirements.

Responsibility to the individual

The Company recognises and respects the rights of individuals and will comply with applicable laws regarding privacy and confidential information.

Obligations relative to fair trading and dealing

The Company will deal with others in a way that is fair and will not engage in deceptive practices.

Business courtesies, bribes, facilitation payments, inducements and commissions

Corrupt practices are unacceptable to the Company. It is prohibited for the Company or its directors, managers or employees to directly or indirectly offer, pay, solicit or accept bribes or any other corrupt arrangements.

Conflicts of interest

The Board, management and employees must report any situations where there is a real or apparent conflict of interest between them as individuals and the interests of the Company. Where a real or apparent conflict of interest arises, the matter must be brought to the attention of the Chairman in the case of a Board member, the Corporate Manager in the case of a member of management and a supervisor in the case of an employee, so that it may be considered and dealt with in an appropriate manner.

Compliance with the Code of Conduct

Any breach of compliance with this Code of Conduct is to be reported directly to the Chairman.

Periodic review of Code

The Company will monitor compliance with this Code of Conduct periodically by liaising with the Board, management and staff. Suggestions for improvements or amendments to this Code of Conduct can be made at any time to the Chairman.

Appendix B – Policy for trading in Company securities

Introduction

The Company recognises and enforces legal and ethical restrictions on trading in its securities by relevant persons within and external to the Company. The terms of this securities dealing policy apply to the Company's directors, Corporate Manager, senior executives, employees and consultants (Relevant Persons).

Communication

This policy will be communicated to all Relevant Persons and will be placed on the Company website.

Trading restrictions

Trading by Relevant Persons in the Company's securities is subject to the following limitations:

- No trading in Company securities shall take place during the two weeks preceding release of each quarterly report, half-yearly financial report, and annual financial report of the Company.
- No trading in the Company's securities shall take place, directly or indirectly, where it is known, or ought reasonably to have been known by the person intending to trade, that information exists which has not been released to the ASX and where that information is of a type that could reasonably be expected to encourage buying or selling were that information known by others.
- No trading shall take place in Company securities unless prior notice is given to the Chairman [and approval is obtained from the Chairman].

Hardship

During a period specified in the above paragraphs, Relevant Persons may, after obtaining the Chairman's consent, trade the Company's securities to the extent reasonably necessary to avoid or ameliorate documented hardship and suffering or as required by other extenuating circumstances.

Directors' trading and disclosures

Within twenty four hours of a director being appointed to the Board, resigning or being removed from the Board, or trading in the Company's securities, full details of the director's notifiable interests in the Company's securities and changes in such interest must be advised to the Company Secretary so that a record is kept within the Company and so that necessary ASX notifications will occur.

All directors must notify the Company Secretary of any margin loan or similar funding arrangement entered into in relation to the Company's securities and any variations to such arrangements, including the number of securities involved, the circumstances in which the lender can make margin calls, and the right of the lender to dispose of securities.

Appendix C - Disclosure Policy

Disclosure requirements

The Company recognises its obligations pursuant to the continuous disclosure rules of the ASX Listing Rules and the Corporations Act to keep the market fully informed of information which may have a material effect on the price or value of the Company's securities.

Subject to certain exceptions (in ASX Listing Rule 3.1A), the Company is required to immediately release to the market information that a reasonable person would expect to have a material effect on the price or value of the Company's securities.

Responsibilities of directors officers and employees

The Board as a whole is primarily responsible for ensuring that the Company complies with its disclosure obligations and for deciding what information will be disclosed. Subject to delegation, the Board is also responsible for authorising all ASX announcements and responses of the Company to ASX queries.

Every director, officer and employee of the Company is to be informed of the requirements of this policy and must advise the Corporate Manager, Chairman or Company Secretary as soon as possible (and prior to disclosure to anyone else) of matters which they believe may be required to be disclosed.

Authorised Disclosure Officer

The Board has delegated its primary responsibilities to communicate with ASX to the following Authorised Disclosure Officer:

- the Company Secretary or
- in the absence of the Company Secretary, the Corporate Manager is authorised to act in that capacity by the Board.

Responsibilities of Authorised Disclosure Officer

Subject to Board intervention on a particular matter, the Authorised Disclosure Officer is responsible for the following:

- monitoring information required to be disclosed to ASX and coordinating the Company's compliance with its disclosure obligations;
- ASX communication on behalf of the Company, authorising Company announcements and lodging documents with ASX;
- requesting a trading halt in order to prevent or correct a false market;
- providing education on these disclosure policies to the Company's directors, officers and employees; and
- ensuring there are vetting and authorisation processes designed to ensure that Company announcements:
  - are made in a timely manner;
  - are factual;
  - do not omit material information;
  - are expressed in a clear and objective manner that allows investors to assess the impact of the information when making investment decisions.

An Authorised Disclosure Officer, who is responsible for providing contact details and other information to ASX to ensure such availability, must be available to communicate with the ASX at all reasonable times.

Measures to avoid a false market

In the event that ASX requests information from the Company in order to correct or prevent a false market in the Company's securities, the Company will comply with that request. The extent of information to be provided by the Company will depend on the circumstances of the ASX request.

If the Company is unable to give sufficient information to the ASX to correct or prevent a false market, the Company will request a trading halt.

If the full Board is available to consider the decision of whether to call a trading halt, only they may authorise it, but otherwise, the Authorised Disclosure Officer may do so.

ASX announcements

Company announcements of price sensitive information are subjected to the following vetting and authorisation process to ensure their clarity, timely release, factual accuracy and inclusion of all material information:

- The Authorised Disclosure Officer must prepare ASX announcements when required to fulfil the Company's disclosure obligations.
- Proposed announcements must be approved by the Corporate Manager or in his absence, urgent announcements may be approved by any other person expressly authorised by the Board.
- Announcements must first be released to the ASX Announcements Platform before being disclosed to any other private or public party (such as the media). After release of the announcement, it must be displayed on the Company's website, following which the Company can then release such information to media and other information outlets.
- Wherever practical, all announcements must be provided to the directors, Corporate Manager and Company Secretary prior to release to the market for approval and comment.

Confidentiality and unauthorised disclosure

The Company must safeguard the confidentiality of information which a reasonable person would expect to have a material effect on the price or value of the Company's securities. If such information is inadvertently disclosed, the Authorised Disclosure Officer must be informed of the same and must refer it to the Chairman and Corporate Manager as soon as possible.

External communications and media relations

The Chairman, Corporate Manager and Company Secretary are authorised to communicate on behalf of the Company with the media, government and regulatory authorities, stock brokers, analysts and other interested parties or the public at large. No other person may do so unless specifically authorised by the Chairman or the Corporate Manager.

All requests for information from the Company must be referred to the Authorised Disclosure Officer for provision to the Chairman and the Corporate Manager.

Breach of Disclosure Policy

Serious breaches of the Company's Disclosure Policy may be treated with disciplinary action, including dismissal, at the discretion of the Board.

Where the breach is alleged against a member of the Board, that director will be excluded from the Board's consideration of the breach.

Holdings as at 24 September 2015

No. Securities Held	Fully Paid Shares No. Holders
1 – 1,000	119
1,001 – 5,000	280
5,001 – 10,000	130
10,001 – 100,000	147
> 100,001	37
Total no. holders	713
No. holders of less than a marketable parcel	499
Percentage of the 20 largest holders	69.997%
Total on issue	31,930,968

Substantial shareholders as at 24 September 2015

	No. Shares	%
Kalgoorlie Mine Management Pty Ltd and Coniston Pty Ltd	4,256,427	13.33
Mr Matthew Donald Walker	2,000,000	6.26

20 Largest holders of securities as at 24 September 2015

Fully paid ordinary shares	No. Shares	%
1) Kalgoorlie Mine Management Pty Ltd	3,859,082	12.086
2) Distinct Racing and Breeding Pty Ltd	2,403,363	7.527
3) Station Nominees Pty Ltd <Station Super Fund A/C>	2,375,000	7.438
4) Mr Matthew Donald Walker	2,000,000	6.264
5) The Twentieth Century Motor Company Pty Ltd <Twentieth Century MC SF A/C>	1,565,000	4.901
6) Ms Nicole Joan Gallin	1,404,900	4.400
7) PGM Resources Pty Ltd	1,206,774	3.779
8) Spur Resources Pty Ltd	1,206,774	3.779
9) Mr Kyle Bradley Haynes	1,176,820	3.686
10) Social Investments Pty Ltd	685,000	2.145
11) Ravenhill Investments Pty Ltd<House of Equity A/C>	600,000	1.879
12) Pershing Australia Nominees Pty Ltd <Indian Ocean A/C>	526,255	1.648
13) Sked Pty Ltd	500,000	1.566
14) Traders Macquarie Pty Ltd	500,000	1.566
15) Gallin Consulting Pty Ltd	500,000	1.566
16) Bluebase Pty Ltd	401,565	1.258
17) Ms Nicole Gallin & Mr Kyle Haynes <GH Super Funds A/C>	400,000	1.253
18) Sked Pty Ltd <Super Fund A/C>	390,800	1.224
19) Rimoyne Pty Ltd	368,755	1.155
20) Nalmor Pty Ltd <John Chappell Super Fund A/C>	280,000	0.877
Total	**22,350,088**	

Unlisted options as at 24 September 2015

There are no unlisted options.

Voting rights

The Constitution of the company makes the following provision for voting at general meetings:
On a show of hands, every ordinary shareholder present in person, or by proxy, attorney or representative has one vote. On a poll, every shareholder present in person, or by proxy, attorney or representative has one vote for any share held by the shareholder.

Restricted securities

There are no restricted securities or securities subject to voluntary escrow.

Schedule of Mining and Exploration Tenements as at 24 September 2015

Project	Country	State/Region	Tenement ID	Area (km2)	Grant date	Interest
Barkly copper-gold	Australia	NT	EL28620	39.16	16/12/2011	Earning 80%