

EQUATORIAL RESOURCES LIMITED

INTERIM FINANCIAL REPORT ***For the half year ended 31 December 2015***

CORPORATE DIRECTORY
Directors

Ian Middlemas – Chairman
 Robert Behets – Non-Executive Director
 Mark Pearce – Non-Executive Director
 John Welborn – Non-Executive Director

Company Secretary

Greg Swan

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Stock Exchange

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 Home Branch – Perth
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 152-158 St Georges Terrace
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ASX Code

EQX – Fully paid ordinary shares

Bankers

Australia and New Zealand Banking Group Limited

Solicitors

DLA Piper Australia

Auditors

Ernst & Young

Website

www.equatorialresources.com.au

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This interim financial report does not include all the notes of the type normally included in an annual financial report. Accordingly, this report is to be read in conjunction with the annual report of Equatorial Resources Limited for the year ended 30 June 2015 and any public announcements made by Equatorial Resources Limited and its controlled entities during the interim reporting period in accordance with the continuous disclosure requirements of the *Corporations Act 2001*.

The Directors of Equatorial Resources Limited present the consolidated financial report of Equatorial Resources Limited (“**Company**” or “**Equatorial**”) and the entities it controlled during the half year ended 31 December 2015 (“**Consolidated Entity**” or “**Group**”).

DIRECTORS

The names and details of the Company’s Directors in office at any time during the financial year or since the end of the financial year are:

Mr Ian Middlemas – Chairman
Mr Robert Behets – Non-Executive Director (*appointed 25 February 2016*)
Mr Mark Pearce – Non-Executive Director
Mr John Welborn – Non-Executive Director
Mr Peter Woodman – Non-Executive Director (*resigned 22 January 2016*)

Unless otherwise stated, all Directors held their office from 1 July 2015 until the date of this report.

OPERATING AND FINANCIAL REVIEW

Operations

During the half year, the Company completed the sale of its Mayoko-Moussondji Iron Project (“**Mayoko-Moussondji**”), located in the southwest region of the Republic of Congo, to Midus Global Limited, for net proceeds of A\$4.7 million. The sale occurred by Midus Global Limited acquiring 100% of Equatorial’s wholly-owned subsidiary Congo Mining Ltd SARL (“**CML**”), which is the legal and beneficial owner of Mayoko-Moussondji. Equatorial also retains a 2% royalty on all future production from Mayoko-Moussondji, calculated on the value of all sales of ore extracted, produced, sold or otherwise disposed of from the project.

Equatorial retains ownership of the potentially large-scale Badondo Iron Project (“**Badondo**”) in the northwest region of the Republic of Congo. Badondo is located within a regional cluster of world-class iron ore exploration projects including Sundance Resources Limited’s Mbalam-Nabeba project, Core Mining’s Avima project, and the Belinga project in Gabon. Badondo has a large direct shipping ore hematite exploration target and assay results received to-date have confirmed the presence of thick high grade iron mineralisation at, and close to, surface.

Equatorial is in a strong financial position with significant cash reserves and no debt. At 31 December 2015 the Company had cash reserves of \$40.1 million. Equatorial is focused on creating value from Badondo in addition to identifying and evaluating new opportunities in the resources sector which have the potential to build shareholder value.

Badondo Iron Project

Equatorial remains the 100% owner of the Badondo Iron Project, which is held by Equatorial’s 100% owned subsidiary Congo Mining Exploration Ltd SARL (“**CME**”). Badondo is a potentially large-scale iron project in the northwest region of the Republic of Congo. The Badondo Iron Project is located in the northwest region of Republic of Congo, within a regional cluster of world-class iron ore exploration projects including Sundance Resources Limited’s Mbalam-Nabeba project.

Badondo has a large direct shipping ore hematite exploration target and assay results received to-date have confirmed the presence of thick high grade iron mineralisation at, and close to, surface.

During the half year, the Company worked to finalise a Mining Licence Application (“**MLA**”) for Badondo. In accordance with the Republic of Congo Mining Code, Equatorial has previously applied for the renewal of the Badondo Exploration Licence and is now undertaking the process to upgrade the Company’s tenure to a 25 year Mining Licence. According to the Republic of Congo Mining Code, an MLA requires the submission of a feasibility study, an environmental and social impact assessment, community development plans, and the completion of technical reviews by relevant government agencies. Equatorial intends to lodge the MLA for Badondo based on completed exploration work in order to position the Company with a 25 year right to mine at the project.

Equatorial has plans for further exploration work at Badondo, which may include a follow-up drilling program. Further exploration and development programs at Badondo will be considered by the Company in the context of the current iron ore price and the progress of regional infrastructure developments.

In addition, Equatorial is continuing to investigate regional opportunities for partnership and cooperation with strategic investors at a project level, in order to maximise the value of Badondo for shareholders.

OPERATING AND FINANCIAL REVIEW (continued)

Operating Results

The net loss of the Consolidated Entity for the half year ended 31 December 2015 was \$1,218,996 (31 December 2014: \$3,705,216). Specifically, this result is partly attributable to:

- (i) Other income of \$335,559 (31 December 2014: \$901,331) relating to the Group's net gain from the sale during the half year of its wholly-owned subsidiary, Congo Mining Ltd SARL, which is the legal and beneficial owner of the Mayoko-Moussondji Iron Project;
- (ii) Exploration and evaluation expenses of \$281,497 (31 December 2014: \$2,462,072) incurred in respect of the Group's accounting policy of expensing exploration and evaluation expenditure incurred by the Group subsequent to the acquisition of the rights to explore and up to the successful completion of definitive feasibility studies for each separate area of interest; and
- (iii) Business development expenses of \$1,272,162 (31 December 2014: Nil) incurred in respect of business development activities conducted by the Group, including costs relating to international travel, site visits, due diligence, technical reviews, legal fees and overhead expenses in relation to its assessment during the half year of various new business opportunities in the resources sector.

Financial Position

At 31 December 2015, the Company had cash reserves of \$40.1 million (30 June 2015: \$37.3 million) and no debt, placing the Company in a strong financial position to conduct its current activities and to pursue new business development opportunities.

At 31 December 2015, the Company had net assets of \$42.9 million (30 June 2015: \$44.5 million).

SIGNIFICANT EVENTS AFTER THE BALANCE DATE

- (i) On 22 January 2016, Mr Peter Woodman resigned as Non-Executive Director of the Company; and
- (ii) On 25 February 2016, Mr Robert Behets was appointed as a Non-Executive Director of the Company.

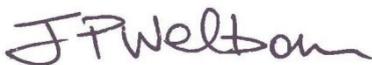
Other than the above, at the date of this report there are no other matters or circumstances which have arisen since 31 December 2015 that have significantly affected or may significantly affect:

- the operations, in financial years subsequent to 31 December 2015, of the Consolidated Entity;
- the results of those operations, in financial years subsequent to 31 December 2015, of the Consolidated Entity; or
- the state of affairs, in financial years subsequent to 31 December 2015, of the Consolidated Entity.

AUDITOR'S INDEPENDENCE DECLARATION

The lead auditor's independence declaration for the half year ended 31 December 2015 has been received and can be found on page 4 of the Interim Financial Report.

Signed in accordance with a resolution of the directors.



JOHN WELBORN
Director

Perth, 4 March 2016



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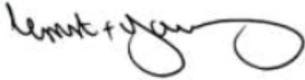
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Auditor's independence declaration to the Directors of Equatorial Resources Limited

As lead auditor for the review of Equatorial Resources Limited for the half-year ended 31 December 2015, I declare to the best of my knowledge and belief, there have been:

- a) no contraventions of the auditor independence requirements of the Corporations Act 2001 in relation to the review
- b) no contraventions of any applicable code of professional conduct in relation to the review.

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



Ernst & Young



G H Meyerowitz
Partner
4 March 2016

	Notes	Half Year ended 31 Dec 2015 \$	Half Year ended 31 Dec 2014 \$
Operations			
Revenue	3	559,455	713,333
Other income	3	335,559	901,331
Exploration and evaluation expenses		(281,497)	(2,462,072)
Corporate expenses		(392,681)	(769,772)
Administrative expenses		(167,670)	(604,104)
Business development expenses		(1,272,162)	-
Feasibility expenses		-	(622,942)
Share based payments		-	(860,990)
Loss before income tax		(1,218,996)	(3,705,216)
Income tax expense		-	-
Loss for the period		(1,218,996)	(3,705,216)
Loss attributable to members of Equatorial Resources Limited		(1,218,996)	(3,705,216)
Other comprehensive income			
<i>Items that may be reclassified subsequently to profit and loss:</i>			
Exchange differences arising on translation of foreign operations		56,861	40,801
Exchange differences transferred to profit or loss on sale of controlled entity		(512,121)	-
Other comprehensive income for the period, net of tax		(455,260)	40,801
Total comprehensive loss for the period		(1,674,256)	(3,664,415)
Total comprehensive loss attributable to members of Equatorial Resources Limited		(1,674,256)	(3,664,415)
Earnings per share			
Basic and diluted loss per share (cents per share)		(0.98)	(3.02)

The above Consolidated Statement of Profit or Loss and Other Comprehensive Income should be read in conjunction with the accompanying notes.

	Notes	31 Dec 2015 \$	30 Jun 2015 \$
ASSETS			
Current Assets			
Cash and cash equivalents	4	40,124,785	37,324,158
Trade and other receivables		838,668	675,619
Prepayments		-	3,275
Total Current Assets		40,963,453	38,003,052
Non-current Assets			
Property, plant and equipment		103,809	1,210,272
Exploration and evaluation assets	5	2,146,450	6,261,072
Intangible assets		-	43,039
Total Non-current Assets		2,250,259	7,514,383
TOTAL ASSETS		43,213,712	45,517,435
LIABILITIES			
Current Liabilities			
Trade and other payables		319,607	808,896
Provisions		-	6,652
Income tax payable		-	133,526
Total Current Liabilities		319,607	949,074
TOTAL LIABILITIES		319,607	949,074
NET ASSETS		42,894,105	44,568,361
EQUITY			
Contributed equity	6	177,682,852	177,682,852
Reserves	7	293,486	856,460
Accumulated losses		(135,082,233)	(133,970,951)
TOTAL EQUITY		42,894,105	44,468,361

The above Consolidated Statement of Financial Position should be read in conjunction with the accompanying notes.

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the half year ended 31 December 2015

	Contributed Equity	Share Based Payments Reserve	Foreign Currency Translation Reserve	Accumulated Losses	Total Equity
	\$	\$	\$	\$	\$
Balance at 1 July 2015	177,682,852	115,814	740,646	(133,970,951)	44,568,361
Net loss for the period	-	-	-	(1,218,996)	(1,218,996)
Other comprehensive income:					
Exchange differences on translation of foreign operations	-	-	56,861	-	56,861
Exchange differences transferred to profit or loss on sale of controlled entity	-	-	(512,121)	-	(512,121)
Total comprehensive income/(loss) for the period	-	-	(455,260)	(1,218,996)	(1,674,256)
Transactions with owners recorded directly in equity					
Expiry of options transferred to accumulated losses	-	(107,714)	-	107,714	-
Balance at 31 December 2015	177,682,852	8,100	285,386	(135,082,233)	42,894,105
Balance at 1 July 2014	175,086,000	3,668,211	762,532	(130,035,223)	49,481,520
Net loss for the period	-	-	-	(3,705,216)	(3,705,216)
Other comprehensive income:					
Exchange differences on translation of foreign operations	-	-	40,801	-	40,801
Total comprehensive income/(loss) for the period	-	-	40,801	(3,705,216)	(3,664,415)
Transactions with owners recorded directly in equity					
Conversion of Performance Rights	2,600,450	(2,600,450)	-	-	-
Share issue costs	(3,597)	-	-	-	(3,597)
Share based payments	-	860,990	-	-	860,990
Balance at 31 December 2014	177,682,853	1,928,751	803,333	(133,740,439)	46,674,498

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

	Notes	Half Year ended 31 Dec 2015 \$	Half Year ended 31 Dec 2014 \$
CASH FLOWS USED IN OPERATING ACTIVITIES			
Payments to suppliers, employees and others		(2,371,328)	(3,705,187)
Income tax (paid)/refunded		(133,526)	1,190,669
Interest received		562,694	736,421
Net cash flows used in operating activities		(1,942,160)	(1,778,097)
CASH FLOWS FROM/(USED IN) INVESTING ACTIVITIES			
Proceeds from sale of controlled entity, net of cash disposed	8(b)	4,742,787	-
Payments for property, plant and equipment		-	(13,918)
Net cash flows from/(used in) investing activities		4,742,787	(13,918)
CASH FLOWS FROM FINANCING ACTIVITIES			
Other financing activities		-	-
Net cash flows from financing activities		-	-
Net increase/(decrease) in cash and cash equivalents		2,800,627	(1,792,015)
Net foreign exchange differences		-	19
Cash and cash equivalents at beginning of period		37,324,158	40,463,179
CASH AND CASH EQUIVALENTS AT END OF PERIOD		40,124,785	38,671,183

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

1. STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES

This general purpose condensed financial report for the half year reporting period ended 31 December 2015 has been prepared in accordance with Accounting Standard AASB 134 *Interim Financial Reporting* and the *Corporations Act 2001*.

This interim financial report does not include all the notes of the type normally included in an annual financial report. Accordingly, this report is to be read in conjunction with the annual report of Equatorial Resources Limited for the year ended 30 June 2015 and any public announcements made by Equatorial Resources Limited and its controlled entities during the interim reporting period in accordance with the continuous disclosure requirements of the *Corporations Act 2001*.

(a) Basis of Preparation

The interim financial report has been prepared on a historical cost basis. The financial report is presented in Australian dollars, unless otherwise stated.

The interim financial statements have been prepared on a going concern basis that contemplates the continuity of normal business activities and the realisation of assets and the extinguishment of liabilities in the ordinary course of business.

(b) Significant Accounting Policies

The accounting policies and methods of computation adopted in the preparation of the interim financial report are consistent with those adopted and disclosed in the Company's annual financial report for the year ended 30 June 2015, other than as detailed below.

In the current period, the Group has adopted all of the new and revised Standards and Interpretations issued by the Australian Accounting Standards Board (the AASB) that are relevant to its operations and effective from 1 July 2015.

The adoption of new and revised standards and amendments has not affected the amounts reported for the current or prior half year periods. The Group has not early adopted any other standard, interpretation or amendment that has been issued but is not yet effective.

2. SEGMENT INFORMATION

AASB 8 *Operating Segments*, requires operating segments to be identified on the basis of internal reports about components of the Consolidated Entity that are regularly reviewed by the chief operating decision maker in order to allocate resources to the segment and to assess its performance.

The Consolidated Entity operates in one segment, being mineral exploration. This is the basis on which internal reports are provided to the Directors for assessing performance and determining the allocation of resources within the Consolidated Entity.

3. REVENUE AND OTHER INCOME

	Half Year ended 31 Dec 2015	Half Year ended 31 Dec 2014
	\$	\$
Revenue		
Interest income	559,455	713,333
Other Income		
Net gain on sale of exploration and evaluation assets	335,559	-
Research and development grant income	-	893,989
Net realised and unrealised foreign exchange gains	-	7,342
	335,559	901,331

4. CASH AND CASH EQUIVALENTS

	31 Dec 2015	30 Jun 2015
	\$	\$
Cash on hand	1,724,785	452,002
Deposits at call	38,400,000	36,872,156
	40,124,785	37,324,158

5. EXPLORATION AND EVALUATION ASSETS

	Notes	31 Dec 2015 \$	30 Jun 2015 \$
Areas of Interest			
Badondo Iron Project		2,146,450	2,146,298
Mayoko-Moussondji Iron Project ¹	8	-	4,114,774
Carrying amount at end of year ²		2,146,450	6,261,072

Notes:

¹ During the half year, the Group sold its Mayoko-Moussondji Iron Project to Midus Global Limited. The sale occurred by Midus Global Limited acquiring 100% of Equatorial's wholly-owned subsidiary Congo Mining Ltd SARL, which is the legal and beneficial owner of the Mayoko-Moussondji Iron Project.

² The ultimate recoupment of costs carried for exploration and evaluation phases is dependent on the successful development and commercial exploitation or sale of the respective areas. The carrying values above are based upon the Group's assumption that the exploration licenses will be renewed when required, subject to the company meeting its agreed budgets and work programs.

6. CONTRIBUTED EQUITY

	31 Dec 2015 \$	30 Jun 2015 \$
Issued capital		
124,445,353 (30 June 2015: 124,445,353) fully paid ordinary shares	177,682,852	177,682,852

There were no movements in ordinary shares during the period.

7. RESERVES

	Note	31 Dec 2015 \$	30 Jun 2015 \$
Share based payments reserve	7(a)	8,100	115,814
Foreign currency translation reserve		285,386	740,646
		293,486	856,460

(a) Movements in share based payments reserve during the period were as follows:

Date	Details	Number of Incentive Options	Number of Performance Rights	\$
1 Jul 15	Opening Balance	2,100,000	2,305,000	115,814
16 Dec 15	Expiry of incentive options	(2,000,000)	-	(107,714)
31 Dec 15	Closing Balance	100,000	2,305,000	8,100

8. SALE OF EXPLORATION AND EVALUATION ASSETS

On 3 November 2015, the Group sold its Mayoko-Moussondji Iron Project to Midus Global Limited. The sale occurred by Midus Global Limited acquiring 100% of Equatorial's wholly-owned subsidiary Congo Mining Ltd SARL ("CML"), which is the legal and beneficial owner of the Mayoko-Moussondji Iron Project.

The total consideration paid by Midus Global Limited to the Group to acquire of 100% of CML was A\$5,000,000 in cash and a mineral royalty equal to 2% of the receipts from sales of all iron ore extracted, produced, or sold from any mining operations at Mayoko-Moussondji. In addition, a retention sum of A\$267,426 was withheld from the purchase price at completion and retained by Midus Global Limited to cover any outstanding liabilities of CML, with any excess to be returned to Equatorial once all liabilities have been settled.

(a) Gain on sale of exploration and evaluation assets

	31 Dec 2015
	\$
Consideration received	
Cash consideration received, net of retention sum	4,732,574
2% mineral royalty ¹	-
Total value of consideration received on sale	4,732,574
Net assets relinquished	
Exploration and evaluation assets	4,115,044
Trade and other receivables	40,322
Property, plant and equipment	950,736
Intangible assets	31,306
Bank overdraft	(10,213)
Trade and other payables	(211,000)
Provisions	(7,059)
Foreign currency translation reserve transferred to profit or loss on sale	(512,121)
Net assets relinquished on sale	4,397,015
Consolidated gain on sale of exploration and evaluation assets	335,559

Notes:

¹ No value has been attributed to the royalty as the Directors are unable, based on currently available information, to say that it is probable that any amount will be received.

(b) Net cash inflow on sale of exploration and evaluation assets

	31 Dec 2015
	\$
Cash consideration received, net of retention sum	4,732,574
Bank overdraft relinquished on sale	10,213
Net cash inflow on sale of exploration and evaluation assets	4,742,787

9. FINANCIAL INSTRUMENTS

(a) Fair Value Measurement

The Group's principal financial instruments comprise receivables, payables, cash and short-term deposits. Due to the short term nature of the financial assets and financial liabilities, the carrying value is considered to approximate the fair value. At 31 December 2015 and 30 June 2015 the Group has no material financial assets and liabilities that are measured at fair value on a recurring basis.

10. CONTINGENT ASSETS AND LIABILITIES

There have been no material changes to the commitments or contingencies disclosed in the most recent annual financial report of the Company.

11. DIVIDENDS PAID OR PROVIDED FOR ON ORDINARY SHARES

No dividend has been paid or provided for during the half year (31 December 2014: Nil).

12. EVENTS SUBSEQUENT TO BALANCE DATE

- (i) On 22 January 2016, Mr Peter Woodman resigned as Non-Executive Director of the Company; and
- (ii) On 25 February 2016, Mr Robert Behets was appointed as a Non-Executive Director of the Company.

Other than the above, at the date of this report there are no other matters or circumstances which have arisen since 31 December 2015 that have significantly affected or may significantly affect:

- the operations, in financial years subsequent to 31 December 2015, of the Consolidated Entity;
- the results of those operations, in financial years subsequent to 31 December 2015, of the Consolidated Entity; or
- the state of affairs, in financial years subsequent to 31 December 2015, of the Consolidated Entity.

DIRECTORS' DECLARATION

In accordance with a resolution of the directors of Equatorial Resources Limited:

In the opinion of the directors:

- (a) the attached financial statements and notes thereto are in accordance with the Corporations Act 2001, including:
 - (i) section 304 (compliance with accounting standards and the Corporations Regulations 2001) and;
 - (ii) section 305 (giving a true and fair view of the financial position of the Group as at 31 December 2015 and of its performance for the half year ended on that date); and
- (b) there are reasonable grounds to believe that the Company and the Group will be able to pay its debts as and when they become due and payable.

On behalf of the Board



JOHN WELBORN
Director

Perth, 4 March 2016



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To the members of Equatorial Resources Limited

Report on the half-year financial report

We have reviewed the accompanying interim financial report of Equatorial Resources Limited, which comprises the consolidated statement of financial position as at 31 December 2015, the consolidated statement of profit or loss and other comprehensive income, consolidated statement of changes in equity and consolidated statement of cash flows for the half-year ended on that date, notes comprising a summary of significant accounting policies and other explanatory information, and the directors' declaration of the consolidated entity comprising the company and the entities it controlled at the half-year end or from time to time during the half-year.

Directors' responsibility for the interim financial report

The directors of the company are responsible for the preparation of the interim financial report that gives a true and fair view in accordance with Australian Accounting Standards and the *Corporations Act 2001* and for such internal controls as the directors determine are necessary to enable the preparation of the interim financial report that is free from material misstatement, whether due to fraud or error.

Auditor's responsibility

Our responsibility is to express a conclusion on the interim financial report based on our review. We conducted our review in accordance with Auditing Standard on Review Engagements *ASRE 2410 Review of a Financial Report Performed by the Independent Auditor of the Entity* ("ASRE 2410"), in order to state whether, on the basis of the procedures described, we have become aware of any matter that makes us believe that the interim financial report is not in accordance with the *Corporations Act 2001* including: giving a true and fair view of the consolidated entity's financial position as at 31 December 2015 and its performance for the half-year ended on that date; and complying with Accounting Standard *AASB 134 Interim Financial Reporting* and the *Corporations Regulations 2001*. As the auditor of Equatorial Resources Limited and the entities it controlled during the half-year, ASRE 2410 requires that we comply with the ethical requirements relevant to the audit of the annual financial report.

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

Independence

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



Conclusion

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

- a) giving a true and fair view of the consolidated entity's financial position as at 31 December 2015 and of its performance for the half-year ended on that date
- b) complying with Accounting Standard AASB 134 *Interim Financial Reporting* and the *Corporations Regulations 2001*.



Ernst & Young



G H Meyerowitz
Partner
Perth
4 March 2016