



AXIOM MINING LIMITED

(INCORPORATED IN HONG KONG)

ARBN: 81 119 698 770

ANNUAL FINANCIAL REPORT FOR THE YEAR ENDED 30 SEPTEMBER 2014

All amounts in this report are in Australian dollars unless otherwise stated.

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Directors' report

Your directors present their report on the consolidated entity (referred to herein as the "Group") consisting of Axiom Mining Limited ("The Company" or "Axiom") and its controlled entities for the financial year ended 30 September 2014.

Directors

The following persons were Directors of the Company during the year and to the date of this report:

Stephen Ray Williams

(LLB, Solicitor of the Supreme court of NSW and High Court of Australia, and Member of the Australian Institute of Company Directors)

Chairman and Non-Executive Director (Aged 61)

Stephen is a corporate lawyer by profession and is an experienced director and chairman of public companies from Initial Public Offering through to maturity.

Since his appointment, Stephen has overseen the implementation of best practice in corporate governance and has also ensured that the expertise of the Board has been channelled to the appropriate areas of the business. He has played an integral role overseeing recent business development in the Solomon Islands.

Other current directorships:

- Australian Careers Network Limited – (Chairman and Non-Executive Director)
- Sydney Church of England Grammar (Shore School Sydney) – (Chairman)

Former directorships:

- Prime Ag Australia Limited (Non-Executive Director)
- Coffey International Limited (Non-Executive Director and Chairman)

Ryan Richard Mount

Executive Director and Chief Executive Officer (Aged 35)

Ryan Mount joined the Axiom Mining Board as a Director in April 2009. Following his appointment, he led the crucial restructure of the company – an exercise that saw Axiom gain full control of the company's assets, define a clear strategic direction appoint a new Board and management team and a listing on the Australian Securities Exchange ("ASX") by December 2009.

In mid-2010, Ryan accepted the Board's offer of the CEO position. Since his appointment, he has been relentless in driving and refining Axiom's operations, and as a result, key components of the business plan have been achieved.

Ryan led the pursuit of the world-class Isabel nickel deposit in the Solomon Islands, which included securing title to the deposit in Axiom's favour after a three year High Court battle.

He has an extensive background in Australian and international financial markets, as well as corporate advisory. Ryan is also a member of the Australian Institute of Company Directors.

Other directorships:

- Nil

The following person was a Director of the Company from the beginning of the year but resigned during the year:

- Mr Anthony Faillace—resigned in February 2014

Directors' shareholdings

The following table sets out each director's relevant interest in shares and rights or options in shares of the Company or a related body corporate as at the date of this report:

Directors	Fully paid ordinary shares Number	Share rights Number
Stephen Ray Williams	2,500,000	12,500,000
Ryan Richard Mount	16,914,950	100,000,000

Except as disclosed in Note 20 to the financial statements, at no time during the year was the Company or any of its subsidiaries a party to any arrangement to enable the Directors of the Company to acquire benefits by means of the acquisition of shares in or debentures of the Company or any other body corporate.

Directors' interests in contracts

Except as disclosed in Note 20 to the financial statements, no contracts of significance to which the Company or any of its subsidiaries was a party, and in which Directors of the Company had a material interest, subsisted at the end of the year or at any time during the year.

Directors' meetings

During the year the Company held two meetings of Directors. The attendances of Directors at meetings of the Board of Directors were:

Directors	Directors' meetings	
	A	B
Stephen Ray Williams	2	2
Ryan Richard Mount	2	2
Anthony Faillace	-	-

Notes:

A – Number of meetings attended.

B – Number of meetings held during the time the Director held office during the year.

Company Secretary

As the Company is incorporated in Hong Kong it is a requirement under the Hong Kong Companies Ordinance to have a resident Company Secretary and Boacoh Secretarial Limited of Hong Kong acts as Company Secretary for the Company. Boacoh Secretarial Limited is a Company owned by the partners of Boase Cohen & Collins Solicitors.

Accountant and Local Agent

As Axiom is registered in Australia it is required to appoint a Local Agent for receipt of notices from both the Australia Securities Exchange Limited and the Australian Securities and Investment Commission. Mr Ryan Richard Mount is the Local Agent and Chief Executive Officer.

Principal activities

The principal activities of the Company and the Group during the year were mineral exploration and assessment of potential mining acquisition opportunities in Australia, Solomon Islands and Vietnam. This included protracted litigation in the Solomon Islands High Court where Axiom successfully defended its rights to the Isabel nickel deposit.

During the year, the Company transitioned its Vietnam operations to maintenance mode to enable it to focus its efforts on the Solomon Islands. The Company still believes that Vietnam offers potential for resource development and has taken steps to maintain avenues for re-commencing exploration in future when circumstances permit.

Operating and Financial Review

Results of operations

The consolidated loss from ordinary activities of the Company and its controlled entities for the year ended 30 September 2014 after income tax was \$15,880,000 (2013: \$13,650,000).

Review of operations

The highlight of Axiom's year has been its resounding win in the Solomon High Court trial over the Isabel nickel deposit.

On 24 September 2014, Commissioner Brown handed down a ruling that upheld Axiom's exploration and land rights over the deposit, and dismissed all of Sumitomo's claims.

This decisive victory has enabled Axiom to re-commence exploration on the tenement, including a drilling program that commenced on 24 November 2014.

In February 2014 the Company secured a Prospecting Licence for the West Guadalcanal Project and commenced exploration for gold, silver and copper type mineralisation.

Share capital

During the year the Company issued 954,485,305 (2013: 614,494,546) ordinary shares via placements, on exercise of performance rights, conversion of convertible shares, exercise of options and as payment for services.

Details of the movements in share capital of the Company during the year are set out in Note 16(a) to the consolidated financial statements.

Changes in the state of affairs

No significant changes to the state of affairs of the Group have occurred during the financial year.

Dividends

The Board of Directors does not recommend the payment of any dividend for the year (2013: nil).

Events subsequent to period end

On 24 September 2014 the High Court of the Solomon Islands dismissed all of SMM Solomon Limited's claims and enabled Axiom to recommence exploration activities on the Isabel nickel deposit. Included in this judgement was the continuation of the undertaking in form of a court order from Sumitomo as to costs and damages in the proceedings.

On 30 September 2014 the Chief Justice of the Court of Appeal of the Solomon Islands granted an interim injunction, at the application of Sumitomo, preventing Axiom's exploration activities on Isabel Island.

On 8 October 2014 the Solomon Islands Court of Appeal ruled in favour of Axiom and set aside the interim injunction granted on 30 September 2014 and awarded costs to Axiom in relation to the hearing on 8 October 2014.

On 27 October 2014 Sumitomo filed a notice of appeal to the Solomon Islands Court of Appeal in response to the High Court trial judgement delivered in favour of Axiom. It is expected that the appeal will be heard in early 2015.

On 29 October 2014 Axiom filed submissions and supporting evidence to recover costs from Sumitomo related to the Solomon Islands Court Case 258/2011 of SBD \$41,025,000 (~\$6,500,000).

On 20 November 2014 Axiom's drilling program for the Isabel Nickel Project commenced.

On 24 November 2014 Axiom announced that the Company was in negotiations with third parties regarding potential involvement in the Isabel Nickel Project. Negotiations are occurring with nickel industry participants and mining services providers over mine development and operation, processing of ore and off-take agreements.

On 16 December 2014 Axiom announced initial results from the drilling program on the Isabel Nickel Project. Drilling has produced excellent results that identify significant grade and extension of mineralisation to depths that had not been evaluated by previous studies or exploration.

Apart from the matters mentioned above, no other matters or circumstances have arisen since 30 September 2014 that significantly affected or could significantly affect the operations of the Consolidated Group in future years.

Proceedings on behalf of Company

Apart from the matters discussed under Note 23 *Subsequent Events* to the financial statements, no person has applied for leave of court to bring proceedings on behalf of the Company or intervene in any proceedings to which the Company is a party for the purpose of taking responsibility on behalf of the Company for all or any part of such proceedings.

Remuneration report

The Remuneration Report sets out information relating to the remuneration of the Company's non-executive Directors and key management personnel. Key management personnel include the CEO as Executive Director, the Chief Financial Officer ("CFO"), General Manager Exploration, General Manager Project Development and Human Resources Manager.

a) Details of specified Directors and specified executives

i. Specified Directors

Mr Stephen Ray Williams	Non-Executive Director and Chairman
Mr Ryan Richard Mount	Executive Director and Chief Executive Officer

ii. Specified Executives

Mr Sailesh Solanki	Chief Financial Officer (appointed 8 September 2014)
Mr John Donald Macansh	Exploration Manager (appointed 8 August 2014)
Mr Hans Vulker	Human Resources Manager (appointed 4 August 2014)
Mr Neil Jensen	General Manager Project Development (appointed 13 October 2014)

iii. Former Directors and Specified Executives

Mr Anthony Faillace	Non-Executive Director (resigned 21 February 2014)
Mr Jess Timothy Oram	General Manager Exploration (until 22 July 2014)
Mr Eamonn Dare	Chief Geologist (until 15 December 2013)
Ms Valerie Valdez	Chief Financial Officer (until 28 November 2012)

b) Remuneration of specified Directors and specified executives

The constitution of the Company provides that non-executive Directors may collectively be paid as remuneration for their services, a fixed sum not exceeding the aggregate maximum sum per annum as from time to time determined by the Company at a general meeting, which is currently set at US\$300,000. The chairman's fees are determined independently of the fees of the non-executive Directors based on comparative roles in the market place.

The Chairman's fees have been set at \$50,000 per annum (2013 – \$50,000) and Non-Executive Directors are remunerated at \$35,000 per annum (2013 – \$35,000). Directors may be paid fees or other amounts as the Directors determine where a Director performs special duties or otherwise perform services outside the scope of the ordinary duties of a Director. A Director may also be reimbursed for out of pocket expenses incurred in carrying out their duties as a Director.

c) Performance rights plan

Director, Executive and Employee Performance Rights Plan

The establishment of the Axiom Director and Executive Performance Right Plan was approved by shareholders at the 30 July 2010 Extraordinary General meeting and refreshed at the Annual General Meeting held on 22 April 2013. The Director and Executive Performance Right Plan provides appropriate incentives for the Board and management:

- to align the economic interests of the Board and management with shareholders;
- to keep the Board and management focused on the long term growth of the Company; and
- to increase shareholder value by achieving certain milestones.

Under the plan, participants are granted rights which vest if certain performance conditions are met. Participation in the plan is at the Board's discretion. Certain employees of the Company have been granted share rights as set out in their service agreement with the Company. Apart from these, no individual has a contractual right to participate in the plan or to receive any guaranteed benefits.

When exercisable, each right is convertible into one ordinary share.

Remuneration report (continued)

c) Performance rights plan (continued)

At the AGM on 22 April 2013, shareholders approved the issue of:

- 100,000,000 performance rights to Ryan Richard Mount;
- 10,000,000 performance rights to Stephen Ray Williams; and
- 2,000,000 performance rights to Neil Francis Stuart.

The performance rights are subject to Volume Weighted Average Price ("VWAP") hurdle's and will vest only after the 30 day VWAP has exceeded the relevant hurdles.

Details of the unexpired rights as at 30 September 2014 are as follows:

	Number of rights granted	Grant date	Expiry date	Fair value per share at grant approval date cents	VWAP hurdle cents	Number Vested
Directors						
Stephen Williams	2,500,000	30/07/11	*	-	7.0	-
	2,000,000	22/04/13	21/04/16	1.33	5.0	-
	2,000,000	22/04/13	21/04/16	1.20	7.5	-
	6,000,000	22/04/13	21/04/16	1.06	10.0	-
	<u>12,500,000</u>					
Ryan Mount	5,000,000	22/04/13	21/04/16	1.33	5.0	-
	10,000,000	22/04/13	21/04/16	1.20	7.5	-
	10,000,000	22/04/13	21/04/16	1.06	10.0	-
	10,000,000	22/04/13	21/04/16	0.98	12.5	-
	10,000,000	22/04/13	21/04/16	0.89	15.0	-
	10,000,000	22/04/13	21/04/16	0.77	20.0	-
	10,000,000	22/04/13	21/04/16	0.67	25.0	-
	15,000,000	22/04/13	21/04/16	0.60	30.0	-
	10,000,000	22/04/13	21/04/16	0.54	35.0	-
	10,000,000	22/04/13	21/04/16	0.50	40.0	-
	<u>100,000,000</u>					

*No expiry date. Performance condition and service-based vesting conditions applies.

The shares to be issued on exercise of the performance rights must be issued within three years from approval by the shareholders. Therefore the VWAP conditions are required to be met within two and a half years of the grant date.

A further six months must elapse after satisfaction of the VWAP performance condition before the performance rights can be exercised. The performance rights may be exercised no later than 12 months after the satisfaction of the VWAP performance condition.

A service-based vesting condition also applies. That is, Mr Mount and Mr Williams must remain in the service of the Company at the time the performance rights are exercised.

Performance rights that do not vest will lapse.

The performance rights are issued for nil consideration and have a nil exercise price.

The fair value at grant date is independently determined using a Black-Scholes option pricing model that takes into account the exercise price, the term of the rights, the impact of dilution, the share price at grant date and expected price volatility of the underlying share, the expected dividend yield and the risk free interest rate for the term of the rights. No performance rights were granted during the year. Details relating to fair value calculations for performance rights issued in prior year were included in September 2013 Annual Financial report.

Remuneration report (continued)

d) Service agreements

The Group has service agreements with the CEO, CFO and other key management personnel ("KMP"). The CEO's agreement contains provisions for payment of a cash bonus, other benefits including accommodation and living expenses in Honiara, and participation in the Senior Executive Performance Rights Plan. Key management personnel agreements contain provisions for participation where eligible in the Company's Performance Rights Plan.

Ryan Richard Mount, Chief Executive Officer and Executive Director

- Terms of agreement – Appointed as CEO and Executive Director for three years commencing 1 March 2013.
- Total Remuneration Package of \$400,000 plus superannuation per annum to be reviewed annually by the remuneration committee.
- Mr Mount is required to be frequently based in the Solomon Islands and accommodation and living expenses in Honiara are met by the Company.
- Non cash benefits include health insurance cover in the Solomon Islands and a company vehicle.
- No provision for Short Term Incentive was made in respect of 2014.
- As a Long Term Incentive Mr Mount has been granted Rights pursuant to the Director and Senior Executive Performance Rights Plan.
- Mr Mount is also entitled to an additional bonus which may from time to time be approved at the discretion of the Board. No additional bonus has been granted for the 2014 year.
- Notice period six months.

Sailesh Solanki, Chief Financial Officer

- Terms of agreement – Appointed as CFO with no fixed term commencing 8 September 2014.
- Total Remuneration Package of \$185,000 plus superannuation per annum.
- Non-cash benefits represent car parking near the corporate office.
- Bonus scheme at the Board's discretion includes invitation to participate in the Employee Performance Rights Scheme.
- No bonus was issued in 2014.
- Notice period three months.

John Donald Macansh, Manager Exploration - Oceania

- Terms of agreement – Appointed as Manager Exploration, Oceania with no fixed term commencing 8 August 2014.
- Total Remuneration Package of \$205,000 plus superannuation per annum.
- Bonus scheme at the Board's discretion includes invitation to participate in the Employee Performance Rights Scheme.
- No bonus was issued in 2014.
- Notice period three months.

Hans Vulker, Human Resources Manager

- Terms of agreement – Appointed with no fixed term commencing 4 August 2014.
- Total Remuneration Package of \$150,000 plus superannuation per annum.
- Bonus scheme at the Board's discretion includes invitation to participate in the Employee Performance Rights Scheme.
- No bonus was issued in 2014.
- Notice period of one month.

Remuneration report (continued)

d) Service agreements (continued)

Neil Jensen, General Manager Project Development - Isabel Nickel Project (appointed 13 October 2014)

- Terms of agreement – Fixed term six months to 12 April 2015.
- Total Remuneration Package is \$125,000 plus superannuation for the six month term of service.
- Notice period of one month.

Key management personnel employed during the current financial year but not at the date of this report:

Jess Timothy Oram, General Manager – Exploration (until 22 July 2014)

- Mr Oram was General Manager, Exploration with no fixed term commencing 29 April 2013.
- Total Remuneration Package paid for the period from 1 October 2013 until 22 July 2014 was \$172,270 plus superannuation.

e) Remuneration of specified Directors and specified executives

Short-term benefits			Post-employment benefits		Share-based Payment	S300A(1) (e)(i) Proportion of remuneration performance related %	S300A(1) (e)(vi) Value of share rights as proportion of remuneration %	
Twelve months to 30 September	Directors' Fees \$	Non-monetary benefits \$	Super-annuation \$	Retirement benefits \$	Performance* Rights \$			Total \$
Non-executive directors:								
Stephen Ray Williams								
2014	50,000	-	4,656	-	39,205	93,861	-	42%
2013	50,000	-	4,531	-	-	54,531	-	-
Neil Francis Stuart								
2014	-	-	-	-	-	-	-	-
2013	8,750	-	-	-	-	8,750	-	-
Anthony Faillace								
2014	-	-	-	-	-	-	-	-
2013	-	-	-	-	-	-	-	-
Total Remuneration								
2014	50,000	-	4,656	-	39,205	93,861		42%
2013	58,750	-	4,531	-	-	63,281		

* Performance rights were granted in April 2013 following approval by shareholders at the Annual General Meeting held on 22 April 2013. The performance rights are charged to expense over the life of the rights. The expense in relation to the performance rights is calculated as fair value using the Black-Scholes model. For further disclosure in respect of the share-based payment see part (c) Performance Rights Plan of the remuneration report.

Performance rights issued will automatically vest into fully paid ordinary shares upon specific conditions being achieved. The performance condition is a market hurdle as disclosed in part (c) Performance Rights Plan of the remuneration report. The amounts that appear are amounts required under Australian Accounting Standards to be expensed by the Company in respect of the allocation of long term incentives. Whether or not these performance rights are received will depend on achieving appropriate vesting conditions as discussed above. No performance rights were exercised during the year.

Remuneration report (continued)

e) Remuneration of specified Directors and specified executives (continued)

Remuneration of specified Directors and specified executives (continued)							S300A(1)(e)(i)	S300A(1)(e)(vi)
Twelve months to 30 September	Short-term benefits		Post-employment benefits		Share-based Payment	Total	Proportion of remuneration performance related %	Value of share rights as proportion of remuneration %
	Primary Salary and fees \$	Non-monetary benefits \$	Super-annuation \$	Retirement benefits \$	Performance* Rights \$			
Executive directors:								
Ryan Richard Mount Chief Executive Officer and Managing Director								
2014	433,300	-	32,900	-	280,641	746,841	-	38%
2013	477,415	-	28,970	-	-	506,385	-	-
Other Key management personnel								
Sailesh Solanki Chief Financial Officer								
2014	12,865	538	1,132	-	-	14,535	-	-
2013	-	-	-	-	-	-	-	-
John Donald Macansh Exploration Manager								
2014	34,669	-	2,711	-	-	37,380	-	-
2013	-	-	-	-	-	-	-	-
Hans Vulker Human Resources Manager								
2014	26,461	-	2,318	-	-	28,779	-	-
2013	-	-	-	-	-	-	-	-
Former key management personnel								
Jess Timothy Oram General Manager Exploration								
2014	172,270	-	16,000	-	-	188,270	-	-
2013	49,735	-	4,516	-	-	54,251	-	-
Eamonn Dare Chief Geologist								
2014	-	-	-	-	-	-	-	-
2013	79,396	-	6,123	-	-	85,519	-	-
Valerie Valdez Chief Financial officer								
2014	-	-	-	-	-	-	-	-
2013	37,798	-	2,810	-	-	40,608	-	-
Total Remuneration								
2014	679,565	538	55,061	-	280,641	1,015,805		
2013	644,344	-	42,419	-	-	686,763		

*For an explanation of performance rights refer to the footnote below the non-executive directors' remuneration table on the previous page.

Share Options and Performance Rights

Under the Directors and Executives Performance Rights Plan (approved by shareholders on 22 April 2013);

- No performance rights were issued to Directors (2013: 110 million);
- No performance rights were issued to employees (2013: 4.6 million);
- 4.2 million performance rights lapsed during the year (2013: 33 million); and
- No performance rights were exercised by Directors and employees during the year (2013: 1 million).

Details of the movements during the year are as follows:

	No of rights outstanding as at 1 October 2013	Granted during the year	Exercised during the year	Lapsed during the year	No. of rights outstanding as at 30 September 2014
Stephen Ray Williams	12,500,000	-	-	-	12,500,000
Ryan Richard Mount	100,000,000	-	-	-	100,000,000
Neil Francis Stuart	2,000,000	-	-	2,000,000	-
Other employees	2,200,000	-	-	2,200,000	-
	<u>116,700,000</u>	<u>-</u>	<u>-</u>	<u>4,200,000</u>	<u>112,500,000</u>

During the year, 561, 405, 602 (2013: 338,443,086) options of to acquire ordinary shares in the Company were issued and 74,025,901 (2013: 239,839,564) options expired.

Options over ordinary shares of the Company as at 30 September 2014 were as follows:

Grant Date	Date of Expiry	Exercise Price	Number under Option
02/04/12	02/10/14	\$0.0300	10,000,000
24/09/12	20/12/15	\$0.0200	2,000,000
25/10/12	30/10/14	\$0.0300	8,333,333
30/10/12	30/10/14	\$0.0300	6,500,000
04/03/13	15/02/16	\$0.0200	50,000,000
10/02/14	10/02/17	\$0.0187	13,250,000
11/02/14	30/11/14	\$0.0170	16,000,000
10/04/14	31/03/15	\$0.0200	392,042,873
08/09/14	30/11/14	\$0.0200	89,053,839
			<u>587,180,045</u>

Option holders do not have any rights to participate in any issues of shares or other interests in the Company or any other entity.

Details of shares or interests issued during or since the end of the financial year as a result of exercise of options are:

Number of shares issued	Class of shares	Amount paid for shares \$000	Amount unpaid on shares \$000
77,513,759	Ordinary	1,295	-

ASIC Class Order 98/100 rounding of amounts

The Company is an entity to which ASIC Class Order 98/100 applies and, accordingly, amounts in the financial statements and directors' report have been rounded to the nearest thousand dollars.

Likely developments and expected results

In the opinion of the Directors it may prejudice the interests of the Company to provide additional information in relation to the future developments and business strategies of the operations of the Company and the expected results of those operations in subsequent financial years.

Environmental regulation

The Group is subject to significant environmental regulation with respect to its exploration activities. The Group aims to ensure that the appropriate standard of environmental care is achieved, and in doing so, that it is aware of and is in compliance with all environmental legislation. The Directors of the Company are not aware of any breach of environmental legislation for the year under review.

Auditors

The Group's financial statements have been audited by Hall Chadwick Chartered Accountants and Business Advisors.

Other transactions with KMP and their related parties

Apart from the transactions disclosed in the remuneration report above and in Note 20 to the consolidated financial statements, there were no other transactions conducted between the Group and KMP or their related parties, relating to equity, compensation and loans, that were conducted other than in accordance with normal employee, customer or supplier relationships on terms no more favourable than those reasonably expected under arm's length dealings with unrelated persons.

Indemnification of officers and auditors

During the financial year, the Company paid an insurance premium in respect of a contract insuring Directors and officers against liability of arising from claims brought against them individually or jointly while performing services for the Company, and against expenses relating thereto, in accordance with the Company's constitution. In accordance with commercial practice, the insurance policy prohibits disclosure of the amount of the premium and the nature and the amount of the liability covered.

Non-audit services

The Board of Directors, in accordance with advice from the audit committee, is satisfied that the provision of non-audit services during the year is compatible with the general standard of independence for auditors imposed by the Corporations Act 2001. The directors are satisfied that the services disclosed below did not compromise the external auditor's independence for the following reasons:

- all non-audit services are reviewed and approved by the Board prior to commencement to ensure they do not adversely affect the integrity and objectivity of the auditor; and
- the nature of the services provided does not compromise the general principles relating to auditor independence in accordance with APES 110: Code of Ethics for Professional Accountants set by the Accounting Professional and Ethical Standards Board.

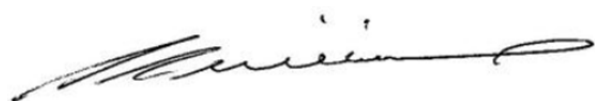
Audit fees and fees for non-audit services are disclosed in Note 19 to the consolidated financial statements.

Auditor's independence declaration

The lead auditor's independence declaration for the year ended 30 September 2014 has been received and can be found on page 13 of the financial report.

This Directors' Report, incorporating the Remuneration Report, is signed in accordance with a resolution of the Board of Directors.

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



Stephen Ray Williams
Chairman

Dated at Brisbane 29 December 2014

AXIOM MINING LIMITED AND CONTROLLED ENTITIES
ABN 119 698 770

AUDITOR'S INDEPENDENCE DECLARATION
UNDER SECTION 307C OF THE CORPORATIONS ACT 2001
TO THE DIRECTORS OF AXIOM MINING LIMITED
AND CONTROLLED ENTITIES

SYDNEY

Level 40
2 Park Street
Sydney NSW 2000
Australia

GPO Box 3555
Sydney NSW 2001

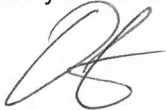
Ph: (612) 9263 2600
Fx: (612) 9263 2800

I declare that, to the best of my knowledge and belief, during the year ended 30 September 2014 there have been no contraventions of:

- i. the auditor independence requirements as set out in the Corporations Act 2001 in relation to the audit; and
- ii. any applicable code of professional conduct in relation to the audit.



Hall Chadwick
Level 40, 2 Park Street
Sydney NSW 2000



Drew Townsend
PARTNER

Date: 29 December 2014

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Axiom Mining Limited
Consolidated statement of profit or loss
For the year ended 30 September 2014

	Notes	2014 \$000	2013 \$000
Revenue			
Interest income		3	9
Sundry income		92	4
Total revenue		95	13
Depreciation and amortisation	10	(206)	(288)
Employee benefits expense		(2,833)	(2,776)
Superannuation		(145)	(132)
ASX fees		(108)	(46)
Audit fees		(164)	(95)
Impairment loss on mineral exploration expenditure		(1,560)	(5,543)
Exploration costs		(1,425)	(676)
Foreign exchange gain		49	702
Administration and other expenses	4	(9,019)	(4,026)
Rent and occupancy costs		(277)	(348)
Finance costs		(287)	(435)
Loss before income tax		(15,880)	(13,650)
Income tax benefit/(expense)	5	-	-
Loss for the year		(15,880)	(13,650)
Loss for the year after tax attributable to members of the Company:			
Owners of the Company		(15,692)	(13,168)
Non-controlling interests		(188)	(482)
		(15,880)	(13,650)
Loss per share		Cents	Cents
Basic and diluted	6	(0.57)	(0.61)

The notes on pages 19 to 55 form part of these financial statements.

Axiom Mining Limited
Consolidated statement of comprehensive income
For the year ended 30 September 2014

	2014 \$000	2013 \$000
Loss for the year	(15,880)	(13,650)
Other comprehensive income/(loss) for the year		
Item that will not be reclassified to profit or loss:		
Deficit on valuation of mineral exploration expenditure	-	(15,030)
Item that may be reclassified subsequently to profit or loss:		
Exchange differences on translation of foreign controlled entities	(90)	(146)
Total comprehensive loss for the year	(15,970)	(28,826)
Total comprehensive loss for the year attributable to:		
Owners of the Company	(15,782)	(28,344)
Non-controlling interests	(188)	(482)
	(15,970)	(28,826)

The notes on pages 19 to 55 form part of these financial statements.

Axiom Mining Limited
Consolidated statement of financial position
As at 30 September 2014

	Notes	2014 \$000	2013 \$000
Assets			
Current assets			
Cash and cash equivalents	7	2,304	691
Other receivables	8	1,091	319
Total current assets		3,395	1,010
Non-current assets			
Property, plant and equipment	10	2,059	2,199
Mineral exploration expenditure	11	2,472	2,796
Total non-current assets		4,531	4,995
Total assets		7,926	6,005
Liabilities			
Current liabilities			
Trade and other payables	12	1,768	1,049
Borrowings	13	686	20
Lease liabilities	14	377	714
Provisions	15	153	93
Total current liabilities		2,984	1,876
Non-current liabilities			
Lease liabilities	14	1,958	1,147
Total non-current liabilities		1,958	1,147
Total liabilities		4,942	3,023
NET ASSETS		2,984	2,982
Equity			
Issued capital	16(a)	77,902	62,633
Reserves	16(b)	(95)	(708)
Retained losses		(73,395)	(57,703)
Equity attributable to owners of the Company		4,412	4,222
Non-controlling interests		(1,428)	(1,240)
TOTAL EQUITY		2,984	2,982

The notes on pages 19 to 55 form part of these financial statements.

Axiom Mining Limited
Consolidated statements of changes in equity
For the year ended 30 September 2014

	Share capital \$000	Foreign currency translation reserve \$000	Share-based payment reserve \$000	Asset revaluation reserve \$000	Accumulated losses \$000	Subtotal \$000	Non-controlling interests \$000	Total Equity \$000
At 1 October 2012	52,712	(979)	388	15,114	(44,619)	22,616	(758)	21,858
Loss for the year	-	-	-	-	(13,168)	(13,168)	(482)	(13,650)
Other comprehensive loss	-	(146)	-	(15,030)	-	(15,176)	-	(15,176)
Total comprehensive loss for the year	-	(146)	-	(15,030)	(13,168)	(28,344)	(482)	(28,826)
Transactions with owners in their capacity as owners								
Shares issued during the year	9,921	-	-	-	-	9,921	-	9,921
Equity-settled share-based settlement	-	-	29	-	-	29	-	29
Total transactions with owners and other transfers	9,921	-	29	-	-	9,950	-	9,950
Other								
Transfer to accumulated losses	-	-	-	(84)	84	-	-	-
Total other	-	-	-	(84)	84	-	-	-
As at 30 September 2013	62,633	(1,125)	417	-	(57,703)	4,222	(1,240)	2,982
At 1 October 2013	62,633	(1,125)	417	-	(57,703)	4,222	(1,240)	2,982
Loss for the year	-	-	-	-	(15,692)	(15,692)	(188)	(15,880)
Other comprehensive loss	-	(90)	-	-	-	(90)	-	(90)
Total comprehensive loss for the year	-	(90)	-	-	(15,692)	(15,782)	(188)	(15,970)
Transactions with owners in their capacity as owners								
Shares issued during the year	15,093	-	-	-	-	15,093	-	15,093
Prepayment for exercise of options	176	-	-	-	-	176	-	176
Share performance rights expense	-	-	336	-	-	336	-	336
Share option expense	-	-	367	-	-	367	-	367
Total transactions with owners and other transfers	15,269	-	703	-	-	15,972	-	15,972
As at 30 September 2014	77,902	(1,215)	1,120	-	(73,395)	4,412	(1,428)	2,984

The notes on pages 19 to 55 form part of these financial statements.

Axiom Mining Limited
Consolidated statement of cash flows
for the year ended 30 September 2014

	Note	2014 \$000	2013 \$000
Cash flows from operating activities			
Payments to suppliers and employees		(12,480)	(7,995)
Interest received		3	9
Sundry income		91	3
Interest paid		(11)	(353)
Net cash outflow from operating activities	17	(12,397)	(8,336)
Cash outflows from investing activities			
Purchase of property, plant and equipment		(195)	(613)
Mineral exploration expenditure		(960)	(914)
Net cash outflow from investing activities		(1,155)	(1,527)
Cash flows from financing activities			
Proceeds from issue of ordinary shares		14,527	9,921
Proceeds from borrowings		650	-
Repayment of borrowings		(13)	(127)
Net cash inflow from financing activities		15,164	9,794
Net increase/(decrease) in cash and cash equivalents		1,612	(69)
Cash and cash equivalents at beginning of financial year		691	809
Effect of exchange rate changes		1	(49)
Cash and cash equivalents at end of financial year		2,304	691

The notes on pages 19 to 55 form part of these financial statements.

Axiom Mining Limited
Notes to the financial statements
For the year ended 30 September 2014

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Axiom Mining Limited

Notes to the financial statements

For the year ended 30 September 2014

1 Company information

Axiom Mining Limited (the “Company”) is a Company incorporated in Hong Kong.

Registered office: 2303-7 Dominion Centre, 43-59 Queen’s Road East, Hong Kong.

Principal place of business: Unit 6, 76 Doggett Street Newstead QLD 4006, Australia.

The Company’s shares are listed on the Australian Securities Exchange.

The Company and its subsidiaries (the “Group”) are principally engaged in mineral exploration in Australia, Solomon Islands and Vietnam.

2 Significant accounting policies

(a) Statement of compliance

The consolidated financial statements and notes represent those of Axiom Mining Limited and the Controlled Entities (the “Consolidated Group” or “Group”).

The separate financial statements of the parent entity, Axiom Mining Limited, have not been prepared within this financial report as permitted by the *Corporations Act 2001*.

The financial statements were authorised for issue on 29 December 2014.

These general purpose financial statements have been prepared in accordance with the *Corporations Act 2001*, Australian Accounting Standards and Interpretations of the Australian Accounting Standards Board (“AASB”) and International Financial Reporting Standards as issued by the International Accounting Standards Board. The Group is a for-profit entity for financial reporting purposes under Australian Accounting Standards. Material accounting policies adopted in the preparation of these financial statements are presented below and have been consistently applied unless stated otherwise.

Except for cash flow information, the financial statements have been prepared on an accrual basis and are based on historical costs, modified, where applicable, by the measurement at fair value of selected non-current assets, financial assets and financial liabilities.

The AASB has issued certain new and revised AASB Standards (“AASBs”) that are first effective or available for early adoption for the current accounting period of the Group and of the Company. Note 2(x) provides information on any changes in accounting policies resulting from initial application of these developments to the extent that they are relevant to the Group for the current and prior accounting periods reflected in these financial statements.

(b) Basis of preparation of the financial statements

The financial statements have been prepared under the historical cost basis except that property, plant and equipment are stated at their revalued amount, being the fair value at the date of revaluation as explained in the accounting policy set out in Note 2(e). The financial statements are presented in Australian dollars (“AUD”) which is also the functional currency of the Company.

The preparation of financial statements in conformity with AASBs requires management to make judgements, estimates and assumptions that affect the application of policies and reported amounts of assets, liabilities, income and expenses. The estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances, the results of which form the basis of making the judgements about carrying values of assets and liabilities that are not readily apparent from other sources. Actual results may differ from these estimates.

Axiom Mining Limited
Notes to the financial statements
For the year ended 30 September 2014

2 Significant accounting policies (continued)

(b) Basis of preparation of the financial statements (continued)

Significant accounting estimates and assumptions

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

Judgements made by management in the application of AASBs that have significant effect on the financial statements and estimates with a significant risk of material adjustment in the next year are disclosed in Note 24.

Gong concern

The Group has recorded a net loss of \$15,880K (2013: \$13,650K), had net cash outflows from operations of \$12,397K (2013: \$8,336K) for the year and has no ongoing source of income. At 30 September 2014, the Group had net assets of \$2,984K (2013: \$2,982K).

The financial report has been prepared on a going concern basis that assumes the realisation of assets and extinguishment of liabilities in the normal course of business and at the amounts stated in the financial statements.

The directors believe the going concern basis is appropriate for the following reasons:

- at 30 September 2014, the Group had cash and cash equivalents of \$2,304K;
- the ability to raise additional share capital by share placements, options, convertible notes, or rights issue;
- the ability to farm out all or part of its exploration projects; and
- the ability to sell particular exploration projects.

Accordingly, the Directors are confident in the ability of the Group and the Company to successfully secure sufficient cash inflows to enable it to continue as a going concern and that it is appropriate to adopt the going concern basis of accounting in the preparation of the financial statements.

(c) Principles of consolidation

The consolidated financial statements incorporate all of the assets, liabilities and results of the parent (Axiom Mining Limited) and all of the subsidiaries (including any structured entities). Subsidiaries are entities that the parent controls. The parent controls an entity when it is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. A list of the subsidiaries is provided in Note 9.

The assets, liabilities and results of all subsidiaries are fully consolidated into the financial statements of the Group from the date on which control is obtained by the Group. The consolidation of a subsidiary is discontinued from the date that control ceases. Intercompany transactions, balances and unrealised gains or losses on transactions between Group entities are fully eliminated on consolidation. Accounting policies of subsidiaries have been changed and adjustments made where necessary to ensure uniformity of the accounting policies adopted by the Group.

Equity interests in a subsidiary not attributable, directly or indirectly, to the Group are presented as “non-controlling interests”. The Group initially recognises non-controlling interests that are present ownership interests in subsidiaries and are entitled to a proportionate share of the subsidiary’s net assets on liquidation at either fair value or at the non-controlling interests’ proportionate share of the subsidiary’s net assets. Subsequent to initial recognition, non-controlling interests are attributed their share of profit or loss and each component of other comprehensive income. Non-controlling interests are shown separately within the equity section of the statement of financial position and statement of comprehensive income.

Axiom Mining Limited
Notes to the financial statements
For the year ended 30 September 2014

(d) Business combinations

A business combination is accounted for by applying the acquisition method, unless it is a combination involving entities or businesses under common control. The business combination will be accounted for from the date that control is attained, whereby the fair value of the identifiable assets acquired and liabilities (including contingent liabilities) assumed is recognised (subject to certain limited exemptions).

When measuring the consideration transferred in the business combination, any asset or liability resulting from a contingent consideration arrangement is also included. Subsequent to initial recognition, contingent consideration classified as equity is not re-measured and its subsequent settlement is accounted for within equity. Contingent consideration classified as an asset or liability is re-measured in each reporting period to fair value, recognising any change to fair value in profit or loss, unless the change in value can be identified as existing at acquisition date.

All transaction costs incurred in relation to business combinations, other than those associated with the issue of a financial instrument, are recognised as expenses in profit or loss when incurred.

The acquisition of a business may result in the recognition of goodwill or a gain from a bargain purchase.

(e) Fair value of assets and liabilities

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

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

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

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

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

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

Axiom Mining Limited
Notes to the financial statements
For the year ended 30 September 2014

2 Significant accounting policies (continued)

(f) Property, plant and equipment

Property, plant and equipment are stated in the balance sheet at cost or revaluation less accumulated depreciation and impairment losses. Leasehold land is stated at its fair value, which has been determined considering future lease payments, term of the lease and implied interest.

Revaluations are performed with sufficient regularity to ensure that the carrying amount of these assets does not exceed their recoverable amount at balance sheet date.

Changes arising on the revaluation of property, plant and equipment are generally dealt with in other comprehensive income and are accumulated separately in equity in the asset revaluation reserve. The only exceptions are as follows:

- when a deficit arises on revaluation, it will be charged to profit or loss to the extent that it exceeds the amount held in the reserve in respect of that same asset immediately prior to the revaluation; and
- when a surplus arises on revaluation, it will be credited to profit or loss to the extent that a deficit in respect of that same asset had previously been charged to profit or loss.

Gains or losses arising from the retirement or disposal of an item of property, plant and equipment are determined as the difference between the net disposal proceeds and the carrying amount of the item and are recognised in profit or loss in the period in which they arise. Any related revaluation surplus is transferred from the revaluation reserve to accumulated losses.

Depreciation is calculated to write off the cost or revaluation of items of property, plant and equipment, less their estimated residual value, if any, using the straight line method over their estimated useful lives. The principal annual rates used for this purpose are as follows:

- | | |
|--------------------------|---------------------|
| – Leasehold land | over the lease term |
| – Leasehold improvements | over the lease term |
| – Plant and equipment | 20% - 33% |

Both the useful life of an asset and its residual value, if any, are reviewed annually, and adjusted if appropriate, at the end of each reporting period.

(g) Mineral exploration expenditure

Mineral exploration, evaluation and development expenditures incurred are capitalised in respect of each identifiable area of interest. These costs are only capitalised to the extent that they are expected to be recovered through the successful development of the area or where activities in the area have not yet reached a stage that permits reasonable assessment of the existence of economically recoverable reserves.

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

When production commences, the accumulated costs for the relevant area of interest are amortised over the life of the area according to the rate of depletion of the economically recoverable reserves.

A regular review is undertaken of each area of interest to determine the appropriateness of continuing to capitalise costs in relation to that area.

Costs of site restoration are provided for over the life of the project from when exploration commences and are included in the costs of that stage. Site restoration costs include the dismantling and removal of mining plant, equipment and building structures, waste removal, and rehabilitation of the site in accordance with local laws and regulations and clauses of the permits. Such costs have been determined using estimates of future costs, current legal requirements and technology on an undiscounted basis.

Axiom Mining Limited
Notes to the financial statements
For the year ended 30 September 2014

2 Significant accounting policies (continued)

(g) Mineral exploration expenditure (continued)

Any changes in the estimates for the costs are accounted for on a prospective basis. In determining the costs of site restoration, there is uncertainty regarding the nature and extent of the restoration due to community expectations and future legislation. Accordingly, the costs have been determined on the basis that the restoration will be completed within one year of abandoning the site.

(h) Leases

An arrangement, comprising a transaction or a series of transactions, is or contains a lease if the Group determines that the arrangement conveys a right to a specific asset or assets for an agreed period of time in return for a payment or a series of payments. Such a determination is made based on an evaluation of the substance of the arrangement regardless of whether the arrangement takes the legal form of a lease.

Assets that are held by the Group under leases that transfer to the Group substantially all the risks and rewards of ownership are classified as being held under finance leases. Leases which do not transfer substantially all the risks and rewards of ownership to the Group are classified as operating leases, with the following exception: land held for own use under an operating lease, the fair value of which cannot be measured separately from the fair value of a building situated thereon at the inception of the lease, is accounted for as being held under a finance lease, unless the building is also clearly held under an operating lease. For these purpose, the inception of the lease is the time that the lease was first entered into by the Group, or taken over from the previous lessee.

Where the Group acquires the use of assets under finance leases, the amounts representing the fair value of the leased asset, or, if lower, the present value of the minimum lease payments, of such assets is included in fixed assets and the corresponding liabilities, net of finance charges, are recorded as obligations under finance leases. Depreciation is provided at rates that write-off the cost or valuation of the assets over the term of the relevant lease or, where it is likely the Group will obtain ownership of the asset, the life of the asset, as set out in Note 2(f). Finance charges implicit in the lease payments are charged to profit or loss over the period of the leases so as to produce an approximately constant periodic rate of charge on the remaining balance of the obligations for each accounting period. Contingent rentals are charged to profit or loss in the accounting period in which they are incurred.

Where the Group has the use of assets held under operating leases, payments made under the leases are charged to profit or loss in equal instalments over the accounting periods covered by the lease term, except where an alternative basis is more representative of the pattern of benefits to be derived from the leased asset. Lease incentives received are recognised in profit or loss as an integral part of the aggregate net lease payments made. Contingent rentals are charged to profit or loss in the accounting period in which they are incurred.

Axiom Mining Limited
Notes to the financial statements
For the year ended 30 September 2014

2 Significant accounting policies (continued)

(i) Impairment of assets

(i) Impairment of investments in equity securities and other receivables

Investments in other current and non-current receivables that are stated at cost or amortised cost are reviewed at each balance sheet date to determine whether there is objective evidence of impairment. Objective evidence of impairment includes observable data that comes to the attention of the Group regarding one or more of the following loss events:

- significant financial difficulty of the debtor;
- a breach of contract, such as a default or delinquency in interest or principal payments;
- it becoming probable that the debtor will enter bankruptcy or other financial reorganisation;
- significant changes in the technological, market, economic or legal environment that have an adverse effect on the debtor;
- a significant or prolonged decline in the fair value of an investment in an equity instrument below its cost.

If any such evidence exists, any impairment loss is determined and recognised as follows:

- For unquoted equity securities carried at cost, the impairment loss is measured as the difference between the carrying amount of the financial asset and the estimated future cash flows, discounted at the current market rate of return for a similar financial asset where the effect of discounting is material. Impairment losses for equity securities carried at cost are not reversed.
- For trade and other current receivables, the impairment loss is measured as the difference between the asset's carrying amount and the present value of estimated future cash flows, discounted at the financial asset's original effective interest rate (i.e. the effective interest rate computed at initial recognition of these assets), where the effect of discounting is material. This assessment is made collectively where financial assets carried at amortised cost share similar risk characteristics, such as similar past due status, and have not been individually assessed as impaired. Future cash flows for financial assets that are assessed for impairment collectively are based on historical loss experience for assets with credit risk characteristics similar to the collective group.

If in a subsequent period the amount of an impairment loss decreases and the decrease can be linked objectively to an event occurring after the impairment loss was recognised, the impairment loss is reversed through profit or loss. A reversal of an impairment loss shall not result in the asset's carrying amount exceeding that which would have been determined had no impairment loss been recognised in prior years.

Impairment losses are written-off against the corresponding assets directly, except for impairment losses recognised in respect of other receivables whose recovery is considered doubtful but not remote. In this case, the impairment losses for doubtful debts are recorded using an allowance account. When the Group is satisfied that recovery is remote, the amount considered irrecoverable is written-off against other receivables directly and any amounts held in the allowance account relating to that debt are reversed. Subsequent recoveries of amounts previously charged to the allowance account are reversed against the allowance account. Other changes in the allowance account and subsequent recoveries of amounts previously written-off directly are recognised in profit or loss.

Axiom Mining Limited
Notes to the financial statements
For the year ended 30 September 2014

2 Significant accounting policies (continued)

i) Impairment of assets (continued)

(ii) Impairment of mineral exploration expenditure

The carrying amount of the mineral exploration expenditure is reviewed annually and adjusted for impairment whenever one of the following events or changes in circumstances indicates that the carrying amount may not be recoverable:

- The period for which the Group has the right to explore in the specific area has expired during the period or will expire in the near future, and is not expected to be renewed;
- Substantive expenditure on further exploration for and evaluation of mineral resources in the specific area is neither budgeted nor planned;
- Exploration for and evaluation of mineral resources in the specific area have not led to the discovery of commercially viable quantities of mineral resources and the Group has decided to discontinue such activities in the specific area; or
- Sufficient data exist to indicate that, although a development in the specific area is likely to proceed, the carrying amount of the mineral exploration expenditure is unlikely to be recovered in full from successful development or by sale.

An impairment loss is recognised in profit or loss whenever the carrying amount of an asset exceeds its recoverable amount.

(iii) Impairment of other assets

Internal and external sources of information are reviewed at each balance sheet date to identify indications that the following assets may be impaired or an impairment loss previously recognised no longer exists or may have decreased:

- property, plant and equipment; and
- investments in subsidiaries in the Parent company's balance sheet.

If any such indication exists, the asset's recoverable amount is estimated.

Calculation of recoverable amount

The recoverable amount of an asset is the greater of its net selling price and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. Where an asset does not generate cash inflows largely independent of those from other assets, the recoverable amount is determined for the smallest group of assets that generates cash inflows independently (i.e. a cash-generating unit).

Recognition of impairment losses

An impairment loss is recognised in profit or loss whenever the carrying amount of an asset, or the cash-generating unit to which it belongs, exceeds its recoverable amount. Impairment losses recognised in respect of cash-generating units are allocated to reduce the carrying amount of assets in the unit (or group of units) on a pro rata basis, except that the carrying value of an asset will not be reduced below its individual fair value less costs to sell, or value in use, if determinable.

Reversal of impairment losses

An impairment loss is reversed if there has been a favourable change in the estimates used to determine the recoverable amount.

Axiom Mining Limited
Notes to the financial statements
For the year ended 30 September 2014

2 Significant accounting policies (continued)

(i) Impairment of assets (continued)

(iii) Impairment of other assets (continued)

A reversal of an impairment loss is limited to the asset's carrying amount that would have been determined had no impairment loss been recognised in prior years. Reversals of impairment losses are credited to profit or loss in the year in which the reversals are recognised.

(j) Income tax

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

Current income tax expense charged to profit or loss is the tax payable on taxable income. Current tax liabilities/(assets) are measured at the amounts expected to be paid to/(recovered from) the relevant taxation authority.

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

Current and deferred income tax expense/(benefit) is charged or credited outside profit or loss when the tax relates to items that are recognised outside profit or loss.

Except for business combinations, no deferred income tax is recognised from the initial recognition of an asset or liability, where there is no effect on accounting or taxable profit or loss.

Deferred tax assets and liabilities are calculated at the tax rates that are expected to apply to the period when the asset is realised or the liability is settled and their measurement also reflects the manner in which management expects to recover or settle the carrying amount of the related asset or liability. With respect to non-depreciable items of property, plant and equipment measured at fair value and items of investment property measured at fair value, the related deferred tax liability or deferred tax asset is measured on the basis that the carrying amount of the asset will be recovered entirely through sale.

Deferred tax assets relating to temporary differences and unused tax losses are recognised only to the extent that it is probable that future taxable profit will be available against which the benefits of the deferred tax asset can be utilised.

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

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

Axiom Mining Limited
Notes to the financial statements
For the year ended 30 September 2014

2 Significant accounting policies (continued)

(k) Other receivables

Other receivables are initially recognised at fair value and thereafter stated at amortised cost less allowance for impairment of doubtful debts (see Note 2(i)(i)), except where the receivables are interest-free loans made to related parties without any fixed repayment terms or the effect of discounting would be immaterial. In such cases, the receivables are stated at cost less allowance for impairment of doubtful debts.

(l) Other payables

Other payables are initially recognised at fair value and are subsequently stated at amortised cost unless the effect of discounting would be immaterial, in which case they are stated at cost.

(m) Cash and cash equivalents

Cash and cash equivalents comprise cash at bank and on hand, demand deposits with banks and other financial institutions, and short-term, highly liquid investments that are readily convertible into known amounts of cash and which are subject to an insignificant risk of changes in value, having been within three months of maturity at acquisition. Bank overdrafts that are repayable on demand and form an integral part of the Group's cash management are also included as a component of cash and cash equivalents for the purpose of the cash flow statement.

(n) Employee benefits

Salaries, annual bonuses, paid annual leave, contributions to defined contribution retirement plans and the cost of non-monetary benefits are accrued in the year in which the associated services are rendered by employees. Where payment or settlement is defined and the effect would be material, these amounts are stated at their present values. Superannuation is paid in accordance with applicable local government legislation.

Short-term employee benefits

Provision is made for the Group's obligation for short-term employee benefits. Short-term employee benefits are benefits (other than termination benefits) that are expected to be settled wholly before 12 months after the end of the annual reporting period in which the employees render the related service, including wages, salaries and sick leave. Short-term employee benefits are measured at the (undiscounted) amounts expected to be paid when the obligation is settled.

The Group's obligations for short-term employee benefits such as wages, salaries and sick leave are recognised as a part of current trade and other payables in the statement of financial position. The Group's obligations for employees' annual leave and long service leave entitlements are recognised as provisions in the statement of financial position.

Other long-term employee benefits

Provision is made for employees' long service leave and annual leave entitlements not expected to be settled wholly within 12 months after the end of the annual reporting period in which the employees render the related service. Other long-term employee benefits are measured at the present value of the expected future payments to be made to employees. Expected future payments incorporate anticipated future wage and salary levels, durations of service and employee departures and are discounted at rates determined by reference to market yields at the end of the reporting period on government bonds that have maturity dates that approximate the terms of the obligations. Any re-measurements for changes in assumptions of obligations for other long-term employee benefits are recognised in profit or loss in the periods in which the changes occur.

Axiom Mining Limited
Notes to the financial statements
For the year ended 30 September 2014

2 Significant accounting policies (continued)

(n) Employee benefits (continued)

The Group's obligations for long-term employee benefits are presented as non-current provisions in its statement of financial position, except where the Group does not have an unconditional right to defer settlement for at least 12 months after the end of the reporting period, in which case the obligations are presented as current provisions.

(o) Share-based payments

The fair value of share options granted to employees and others is recognised as an employee cost with a corresponding increase in a reserve within equity. The fair value of shares granted to service providers is recognised as an expense and classified by nature. The fair value is measured at grant date using the Black Scholes option pricing model, taking into account the terms and conditions upon which the options were granted. Where the employees have to meet vesting conditions before becoming unconditionally entitled to the options, the total estimated fair value of the options is spread over the vesting period, taking into account the probability that the options will vest.

During the vesting period, the number of share options that is expected to vest is reviewed. Any adjustment to the cumulative fair value recognised in prior years is charged or credited to the profit or loss for the year of the review, unless the original employee expenses qualify for recognition as an asset, with a corresponding adjustment to the reserve. On vesting date, the amount recognised as an expense is adjusted to reflect the actual number of options that vest (with a corresponding adjustment to the reserve) except where forfeiture is only due to not achieving vesting conditions that relate to the market price of the Company's shares.

(p) Goods and services tax (GST)

Revenue, expenses and assets are recognised net of the amount of goods and services tax (GST), except where the amount of GST incurred is not recoverable from the taxation authority. In these circumstances, the GST is recognised as part of the cost of acquisition of the asset or as part of the expenses. Receivables and payables are stated with the amount of GST included. The net amount of GST recoverable from, or payable to, the taxation authority is included as a current asset or liability in the balance sheet.

Cash flows are included in the cash flow statement on a gross basis. The GST components of cash flows arising from investing and financing activities which are recoverable from, or payable to, the taxation authority are classified as operating cash flows.

(q) Provisions and contingent liabilities

Provisions are recognised for liabilities of uncertain timing or amount when the Group or the Company has a legal or constructive obligation arising as a result of a past event, it is probable that an outflow of economic benefits will be required to settle the obligation and a reliable estimate can be made. Where the time value of money is material, provisions are stated at the present value of the expenditure expected to settle the obligation.

Where it is not probable that an outflow of economic benefits will be required, or the amount cannot be estimated reliably, the obligation is disclosed as a contingent liability, unless the probability of outflow of economic benefits is remote. Possible obligations, whose existence will only be confirmed by the occurrence or non-occurrence of one or more future events are also disclosed as contingent liabilities unless the probability of outflow of economic benefits is remote.

Axiom Mining Limited
Notes to the financial statements
For the year ended 30 September 2014

2 Significant accounting policies (continued)

(r) Revenue recognition

Provided that it is probable that the economic benefits will flow to the Group and the revenue and costs, if applicable, can be measured reliably, revenue is recognised in profit or loss as follows:

- Interest income is recognised as it accrues using the effective interest method
- Sundry income is recognised at the fair value of the consideration received or receivable.

(s) Translation of foreign currencies

Foreign currency transactions during the year are translated at the foreign exchange rates ruling at the transaction dates. Monetary assets and liabilities denominated in foreign currencies are translated at the foreign exchange rates ruling at the balance sheet date. Exchange gains and losses are recognised in profit or loss.

Non-monetary assets and liabilities that are measured in terms of historical cost in a foreign currency are translated using the foreign exchange rates ruling at the transaction dates. Non-monetary assets and liabilities denominated in foreign currencies that are stated at fair value are translated using the foreign exchange rates ruling at the dates the fair value was determined.

The results of foreign operations are translated into Australian dollars at the exchange rates approximating the foreign exchange rates ruling at the dates of the transactions. Balance sheet items are translated into Australian dollars at the foreign exchange rates ruling at the balance sheet date. The resulting exchange differences are recognised directly in other comprehensive income and accumulated separately in equity in the exchange reserve.

On disposal of a foreign operation, the cumulative amount of the exchange differences relating to that foreign operation is reclassified from equity to profit or loss when the profit or loss on disposal is recognised.

(t) Earnings per share

The Group presents basic and diluted earnings per share (EPS) data for its ordinary shares. Basic EPS is calculated by dividing the profit or loss attributable to owners of the Company by the weighted average number of ordinary shares outstanding during the year. Diluted EPS is determined by adjusting the profit or loss attributable to owners and the weighted average number of ordinary shares outstanding for the effects of all dilutive potential ordinary shares, which comprise convertible notes and share options granted to.

(u) Segmental reporting

Operating segments, and the amounts of each segment item reported in the financial statements, are identified from the financial information provided regularly to the Group's most senior executive management for the purposes of allocated resources to, and assessing the performance of, the Group's various lines of business and geographical locations.

Individually material operating segments are not aggregated for financial reporting purposes unless the segments have similar economic characteristics and are similar in respect of the nature of products and services, the nature of production processes, the type or class of customers, the methods used to distribute the products or provide the services, and the nature of the regulatory environment. Operating segments which are not individually material may be aggregated if they share a majority of these criteria.

Axiom Mining Limited
Notes to the financial statements
For the year ended 30 September 2014

2 Significant accounting policies (continued)

(v) Convertible notes

Convertible notes that do not contain an equity component are accounted for as follows:

At initial recognition the derivative component of the convertible notes is measured at fair value and presented as part of derivative financial instruments (see Note 2(w)). Any excess of proceeds over the amount initially recognised as the derivative component is recognised as the liability component. Transaction costs that relate to the issue of the convertible note are allocated to the liability and derivative components in proportion to the allocation of proceeds. The portion of the transaction costs relating to the liability component is recognised initially as part of the liability. The portion relating to the derivative component is recognised immediately in profit or loss.

The derivative component is subsequently re-measured in accordance with Note 2(w). The liability component is subsequently carried at amortised cost. The interest expense recognised in profit or loss on the liability component is calculated using the effective interest method.

If the note is converted, the carrying amounts of the derivative and liability components are transferred to share capital as consideration for the shares issued. If the note is redeemed, any difference between the amount paid and the carrying amounts of both components is recognised in profit or loss.

(w) Derivative financial instruments

Derivative financial instruments are recognised initially at fair value. At the end of each reporting period the fair value is re-measured. The gain or loss on re-measurement to fair value is recognised immediately in profit or loss.

(x) Applications of new and revised AASBs

The AASB has issued a number of amendments to AASBs that are first effective for the current accounting period of the Group. Of these, the following were relevant to the Group's financial statements:

Improvements to IFRSs	Annual improvements to IFRSs 2009-2011 cycle
AASB 10	Consolidated financial statements
AASB 11	Joint Arrangements
AASB 12	Disclosure of interests in other entities
AASB 13	Fair value measurement
AASB 127	Separate financial statements
AASB – Int 20	Stripping Costs in the Production Phase of a Surface Mine
AASB 2012-2	Amendments to Australian Accounting Standards - Disclosures – Offsetting financial assets and financial liabilities (AASB 7 & AASB 132)

Whilst some of these amendments have resulted in changes to the disclosures in the financial statements, there has been no impact on the results from operation of the Group or its financial position.

Axiom Mining Limited
Notes to the financial statements
For the year ended 30 September 2014

2 Significant accounting policies (continued)
(x) applications of new and revised AASBs (continued)

Up to the date of issue of the consolidated financial statements, the AASB has issued a number of amendments, new standards and interpretations that are not yet effective for the year ended 30 September 2014 and have not been adopted in the consolidated financial statements. Of these developments, the following relates to matters that may be relevant to the Group's operations and consolidated financial statements:

AASB 1031	Materiality (2013) ¹
AASB 2012-3	Amendments to Australian Accounting Standards - Offsetting financial assets and financial Liabilities ¹
AASB 2013-3	Amendments to AASB 136 <i>Recoverable amount disclosures for non-financial assets</i> ¹
AASB 2013-4	Amendments to Australian Accounting Standards - Novation of Derivatives and Continuation of Hedge Accounting ¹
AASB 2013 -5	Amendments to Australian Accounting Standards - Investment Entities ¹
AASB 2013-9	Amendments to Australian Accounting Standards – Conceptual framework, Materiality and Financial Instruments ¹
INT 21	Levies ¹
AASB 2014-1	Amendments to Australian Accounting Standards – Part A: Annual Improvements 2010-2012 and 2011-2013 Cycles ² Part B: Defined Benefit Plans: Employee Contributions (Amendments to AASB 119) ² Part C: Materiality ² Part D: Consequential Amendments arising from AASB 14 ⁴ Part E: Financial Instruments ³
AASB 14	Regulatory Deferral Accounts
AASB 2014-3	Amendments to Australian Accounting Standards – Accounting for Acquisitions of Interests in Joint Operations ⁴
AASB 2014-4	Amendments to Australian Accounting Standards – Clarification of Acceptable Methods of Depreciation and Amortisation ⁴
AASB 9	Financial instruments ⁶

¹ Effective for annual periods beginning on or after 1 January 2014.

² Effective for annual periods beginning on or after 1 July 2014.

³ Effective for annual periods beginning on or after 1 January 2015.

⁴ Effective for annual periods beginning on or after 1 January 2016.

⁵ Effective for annual periods beginning on or after 1 January 2017.

⁶ Effective for annual periods beginning on or after 1 January 2018.

The Group is in the process of making an assessment the potential impact of these amendments and new standards in the period of initial application. So far it has concluded that their adoption is unlikely to have a significant impact on the Group's results of operations or financial position.

Axiom Mining Limited
Notes to the financial statements
For the year ended 30 September 2014

3 Segment information

The Group's operations are predominately confined to mineral exploration within Australia, Solomon Islands and Vietnam.

The Group has identified its operating segments based on the internal reports that are reviewed and used by the management team in assessing performance and determining the allocation of resources.

The operating segments are identified by management based on the manner in which the expenses are incurred and resources allocated. Discrete financial information about each of these operating segments is reported to the Board on a regular basis.

The reportable segments are based on aggregated operating segments determined by similarity of expenses, where expenses in the reportable segments exceed 10% of the total expenses for either the current and/or previous reporting period.

	Australia		Solomon		Vietnam		Consolidated	
	2014	2013	2014	2013	2014	2013	2014	2013
	\$000	\$000	\$000	\$000	\$000	\$000	\$000	\$000
Segment revenue	11	10	84	2	-	1	95	13
Segment result	(10,550)	(10,091)	(4,320)	(3,360)	(1,010)	(199)	(15,880)	(13,650)
Segment assets	2,976	1,565	4,923	3,529	27	911	7,926	6,005
Segment	1,584	961	3,355	2,007	3	55	4,942	3,023

4 Loss for the year

	2014 \$000	2013 \$000
Loss before income tax includes the following specific expenses:		
Administration and legal comprises:		
Legal	5,500	1,218
Consultants	1,564	579
Travel	882	485
Other	1,073	1,744
	9,019	4,026
Minimum lease payments on operating leases	217	287

Axiom Mining Limited
Notes to the financial statements
For the year ended 30 September 2014

5 Tax expense

	2014	2013
	\$000	\$000
The prima facie tax on profit from ordinary activities before income tax is reconciled to income tax as follows:		
Prima facie tax payable on profit from ordinary activities before income tax at 30% (2013: 30%)	(4,764)	(4,095)
Add:		
Tax effect of:		
Non-allowable items		
-share options expensed during year	211	9
-overseas exploration and other expenditure	1,741	215
Less:		
-difference in overseas tax rate	82	16
-tax losses and deferred tax not recognised	2,730	3,855
Income tax attributable to entity	-	-

Axiom Mining Limited
Notes to the financial statements
For the year ended 30 September 2014

6 Loss per share

(a) Basic loss per share

The calculation of basic loss per share of 0.57 of a cent per share (2013: 0.61 of a cent per share) is based on the loss attributable to owners of the Company of \$15,692,000 (2013: \$13,168,000) and the weighted average number of 2,743,020,471 ordinary shares (2013: 2,142,701,270 shares) in issue during the year, calculated as follows:

(b) Diluted loss per share

The diluted loss per share is the same as the basic loss per share as the exercise of the share option and the conversion of convertible notes would result in a decrease in loss per share.

	Consolidated Group	
	2014	2013
	\$000	\$000
(i) Reconciliation of earnings to profit or loss:		
Loss for the year	(15,880)	(13,650)
Loss attributable to non-controlling equity interest	(188)	(482)
Loss used to calculate basic EPS	(15,692)	(13,168)
Loss used in the calculation of dilutive EPS	(15,692)	(13,168)

Weighted average number of ordinary shares

	2014	2013
	No. of shares	No. of shares
Issued ordinary shares at 1 October (Note 16(a))	2,335,067,445	1,720,572,899
Effect of placement of shares	112,415,955	240,288,677
Effect of shares issued as payment for services	13,689,102	1,292,739
Effect of issue of shares to employees	586,667	882,877
Effect of issues under exercise of options	6,844,548	-
Effect of issues under share purchase plan and conversion of convertible notes	106,783,568	179,323,804
Effect of exercise of performance rights	-	340,274
Effect of issue under agreement *	43,680,887	-
Effect of commencement fee funding *	5,035,264	-
Effect of Convertible note security *	9,493,151	-
Effect of Rights issue	109,423,884	-
Weighted average number of ordinary shares at 30 September	<u>2,743,020,471</u>	<u>2,142,701,270</u>

*as announced 10 February 2014

Axiom Mining Limited
Notes to the financial statements
For the year ended 30 September 2014

7 Cash and cash equivalents

	2014 \$000	2013 \$000
Cash at bank and on hand	2,170	410
Short-term bank deposits	13	12
Funds held in trusts	121	269
	2,304	691
The effective interest rate on short-term bank deposits was 3.54% (2013: 2.57%). These deposits have an average maturity of 90 days.		
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	2,304	691

8 Other receivables

Prepayments	70	73
Other receivables	1,021	246
	1,091	319

Terms and conditions

Other receivables comprise sundry debtors.

Sundry debtors are non-interest bearing and have repayment terms between 30 to 90 days.

Axiom Mining Limited
Notes to the financial statements
For the year ended 30 September 2014

9 Investments in subsidiaries

Details of the subsidiaries are as follows:

Name of subsidiaries	Place of incorporation	Ownership interest held by the Group		Proportion of Non-controlling interests	
		2014	2013	2014	2013
		%	%	%	%
Axiom Vietnam JSC*	Vietnam	90	90	-	-
Axiom Nickel Pty Ltd	Australia	100	100	-	-
Axiom Nickel (SI) Ltd	Solomon Islands	100	100	-	-
Axiom KB Ltd	Solomon Islands	80	80	20	20
Azzu Mining Ltd	British Virgin Islands	100	100	-	-
Guadalcanal Resources Limited*	Solomon Islands	93	93	-	-
Laos Resources Ltd	British Virgin Islands	100	100	-	-
Ozmin Resources Pty Ltd	Australia	100	100	-	-
South Pacific Minerals Limited	Solomon Islands	100	100	-	-
Vietnam Resources Corporation Pty Ltd	Australia	100	100	-	-
Vietnam Resources Corporation (QB) Pty Ltd	Australia	100	100	-	-
VRC Quangtri Pty Ltd	Australia	100	100	-	-
Millungera Energy Pty Ltd	Australia	100	100	-	-
Vietnam Resources Corporation (VN Holdings) Pty Ltd	Australia	100	100	-	-

The companies shown above are audited by firms other than Hall Chadwick Sydney.

* The non-controlling interests of Axiom Vietnam JCS and Guadalcanal Resources Limited are not material to the Group.

Axiom Mining Limited
Notes to the financial statements
For the year ended 30 September 2014

10 Property, plant and equipment

	Leasehold Land ¹ \$000	Leasehold improvements \$000	Plant & Equipment \$000	Total \$000
At 1 October 2012				
Cost	1,502	152	345	1,999
Accumulated depreciation and amortisation	(48)	-	(78)	(126)
	<u>1,454</u>	<u>152</u>	<u>267</u>	<u>1,873</u>
Cost				
At 1 October 2012	1,502	152	345	1,999
Additions	-	17	420	437
Disposals	-	-	(4)	(4)
Exchange realignment	157	10	32	199
At 30 September 2013	<u>1,659</u>	<u>179</u>	<u>793</u>	<u>2,631</u>
Accumulated depreciation and amortisation				
At 1 October 2012	(48)	-	(78)	(126)
Disposals	-	-	2	2
Depreciation and amortisation charged	(32)	(131)	(125)	(288)
Exchange realignment	(5)	(4)	(11)	(20)
At 30 September 2013	<u>(85)</u>	<u>(135)</u>	<u>(212)</u>	<u>(432)</u>
Net carrying amount at 30 September 2013	<u>1,574</u>	<u>44</u>	<u>581</u>	<u>2,199</u>
Cost				
At 1 October 2013	1,659	179	793	2,631
Additions	-	-	195	195
Disposals	-	-	(2)	(2)
Exchange realignment	(157)	11	4	(142)
At 30 September 2013	<u>1,502</u>	<u>190</u>	<u>990</u>	<u>2,682</u>
Accumulated depreciation and amortisation				
At 1 October 2012	(85)	(135)	(212)	(432)
Disposals	-	-	-	-
Depreciation and amortisation charged	(23)	(4)	(179)	(206)
Exchange realignment	-	(9)	24	15
At 30 September 2013	<u>(108)</u>	<u>(148)</u>	<u>(367)</u>	<u>(623)</u>
Net carrying amount at 30 September 2014	<u>1,394</u>	<u>42</u>	<u>623</u>	<u>2,059</u>
At 30 September 2014				
Cost	1,502	190	990	2,682
Accumulated depreciation and amortisation	(108)	(148)	(367)	(623)
Net carrying amount at 30 September 2014	<u>1,394</u>	<u>42</u>	<u>623</u>	<u>2,059</u>

¹ Leasehold land includes a long term lease over land on Santa Isabel Island in the Solomon Islands (refer Note 14)

Axiom Mining Limited
Notes to the financial statements
For the year ended 30 September 2014

11 Mineral exploration expenditure

Exploration, evaluation and development costs carried forward in respect of mining areas of interest:

	2014 \$000	2013 \$000
Carrying amount at 1 October	2,796	23,046
Deficit on valuation of mineral exploration expenditure	-	(15,030)
Exploration costs	2,385	914
Less: Exploration costs expensed	(1,425)	(676)
Exchange alignment	276	85
Impairment loss on mineral exploration expenditure	(1,560)	(5,543)
Carrying amount at 30 September	<u>2,472</u>	<u>2,796</u>

Determining the recoverability of mineral exploration expenditure capitalised in accordance with the Group's accounting policy (see Note 2 (g)), requires estimates and assumptions as to future events and circumstances, in particular, whether successful development and commercial exploitation, or alternatively sale, of the respective exploration right will be achieved. During the period, an impairment charge was made to capitalised exploration expenditure in accordance with the Group's accounting policy (see Note 2(g)) to its recoverable amount.

Mineral exploration projects

Axiom KB Limited has a prospecting licence (Kolosori project) granted on 15 April 2011 on Isabel Island in the Solomon Islands to explore for nickel, cobalt and other minerals. Exploration activities have commenced subsequent to the court setting aside an interim injunction (refer Note 23(a)).

South Pacific Minerals Limited acquired the West Guadalcanal Project in January 2014. Historical results support the possibility for this geological system hosting economic grades of gold mineralisation. Since securing the Prospecting Licence for the West Guadalcanal Project earlier this year, Axiom has undertaken systematic soil sampling and geological mapping across the three prospect areas of Mt Tanjili, Tahoe and Polo.

Ozmin Resources Pty Ltd and Millungera Energy Pty Ltd hold seven exploration permits, and seven mining leases to explore for gold, silver, copper and other minerals in Australia.

During the year, the Company transitioned its Vietnam operations to maintenance mode to enable it to focus its efforts on the Solomon Islands. The Company still believes that Vietnam offers great potential for resource development and has taken steps to maintain avenues for re-commencing exploration in future when circumstances permit.

12 Trade and other payables

	2014 \$000	2013 \$000
Trade payables	854	373
Other payables and accruals	914	676
	<u>1,768</u>	<u>1,049</u>

All of the other payables are expected to be settled or recognised as an expense within one year or are repayable on demand.

Axiom Mining Limited
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13 Borrowings

	2014	2013
	\$000	\$000
Convertible note	678	-
Other borrowings	8	20
	686	20

Convertible notes

On 7 February 2014, the Company arranged a two year partly secured convertible note facility of \$650,000 with a face value of \$700,000 interest bearing at 10%.

The notes convert into ordinary shares at the election of the note holder:

- (a) On the expiry date; or
- (b) At any time prior to the expiry date, by service on the issuer of a written notice of conversion of the note given by the note holder; or
- (c) On redemption of the note if the convertible note facility is cancelled by the issuer in accordance with the convertible note facility agreement.

The issue price is 7 tenths of a cent per share with an anti-dilution provision. The issue included a commencement fee of \$112,500 settled by way of issuance of 7,956,153 ordinary shares to the investor and partially secured by issue of 15,000,000 shares held as collateral security. The Company also issued 13,250,000 options to the note holder.

14 Capitalised lease liabilities

On 22 February 2011 the Group through its subsidiary Axiom KB Limited entered into a long term lease agreement (50 years) over land on Santa Isabel Island in the Solomon Islands. As at 30 September 2014, the Group had obligations under the finance lease as follows:

	2014		2013	
	Present value of the minimum lease payments \$000	Total minimum lease payments \$000	Present value of the minimum lease payments \$000	Total minimum lease payments \$000
Within one year	377	436	714	956
After one year but within five years	363	698	375	1,293
After five years	1,595	7,194	772	5,460
	1,958	7,892	1,147	6,753
	2,335	8,328	1,861	7,709
Less: total interest expenses	-	(5,993)	-	(5,848)
	2,335	2,335	1,861	1,861

Axiom Mining Limited
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15 Provisions

	2014 \$000	2013 \$000
Employee benefits payable	153	93

The employee benefits relate to leave provisions and is presented as current as it is expected to be settled within 12 months.

16 Capital and reserves

a) Authorised and issued share capital

	2014 \$000	2013 \$000
Issued and fully paid		
3,289,552,750 (2013: 2,335,067,445) ordinary shares	77,902	62,633

	2014 Number of shares	\$000	2013 Number of shares	\$000
Movements in issued shares:				
Balance at 1 October	2,335,067,445	62,633	1,720,572,899	52,712
Issue of new shares				
Share placement issue	332,383,597	5,390	392,399,267	7,800
Shares issued as payment for services	22,966,727	361	2,050,000	-
Shares issued to employees	2,133,334	30	2,650,000	-
Exercise of options	64,208,203	1,119	216,095,279	2,121
Exercise of performance rights	-	-	1,300,000	-
Shares issued under agreement*	144,134,202	1,900	-	-
Shares issued on conversion of convertible notes	224,000,014	3,136	-	-
Shares used for commencement fee for funding facility*	7,956,153	113	-	-
Shares used for Convertible notes*	15,000,000	210	-	-
Rights issue	141,703,075	2,834	-	-
	3,289,552,750	77,726	2,335,067,445	62,633
Options exercised during the year and paid but shares not allotted until after 30 September 2014	-	176	-	-
Balance at 30 September	3,289,552,750	77,902	2,335,067,445	62,633

*as announced 10 February 2014

Axiom Mining Limited
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16 Capital and reserves (continued)

(a) Authorised and issued share capital (continued)

On 14 October 2013 54,582,000 ordinary shares of \$0.02 each were issued and allotted for cash via private placement.

On 14 October 2013 585,727 ordinary shares of \$0.02 each were issued and allotted for services rendered.

On 2 December 2013 51,552,296 ordinary shares of \$0.02 each were issued and allotted for cash via rights issue.

On 12 December 2013 53,827,250 ordinary shares of \$0.02 each were issued and allotted for cash via private placement.

On 16 December 2013 8,823,529 ordinary shares of \$0.02 each were issued and allotted for cash via rights issue.

On 7 January 2014 15,000,000 ordinary shares of \$0.02 each were issued and allotted for cash via rights issue.

On 3 February 2014 12,700,000 ordinary shares of \$0.014 each were issued and allotted for services rendered.

On 3 February 2014 5,000,000 ordinary shares of \$0.02 each were issued and allotted for services rendered.

On 3 February 2014 12,500,000 ordinary shares of \$0.02 each were issued and allotted for cash via rights issue.

On 11 February 2014 15,000,000 ordinary shares of \$0.014 each were issued and allotted for Convertible Note Security as announced 10 February 2014.

On 11 February 2014 7,956,153 ordinary shares of \$0.014 each were issued and allotted for a commencement fee for a funding facility as announced 10 February 2014.

On 13 February 2014 800,000 ordinary shares of \$0.013 each were issued and allotted for employee benefits.

On 13 February 2014 50,257,144 ordinary shares of \$0.014 each were issued and allotted for cash via private placement.

On 13 March 2014 15,737,418 ordinary shares of \$0.011 each were issued and allotted for cash under the agreement as announced 10 February 2014.

On 9 April 2014 2,444,400 ordinary shares of \$0.011 each were issued and allotted for cash under the agreement as announced 10 February 2014.

On 9 April 2014 7,142,858 ordinary shares of \$0.014 each were issued and allotted for cash under the agreement as announced 10 February 2014.

On 9 April 2014 82,142,863 ordinary shares of \$0.014 each were issued and allotted for cash for conversion of Convertible Notes.

On 10 April 2014 141,857,151 ordinary shares of \$0.014 each were issued and allotted for cash for conversion of Convertible Notes.

On 10 April 2014 1,000,000 ordinary shares of \$0.014 each were issued and allotted for services rendered.

On 10 April 2014 7,142,858 ordinary shares of \$0.014 each were issued and allotted under the agreement as announced 10 February 2014.

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16 Capital and reserves (continued)

(a) Authorised and issued share capital (continued)

On 17 April 2014 16,666,667 ordinary shares of \$0.012 each were issued and allotted for cash under the agreement as announced 10 February 2014.

On 21 May 2014 16,666,667 ordinary shares of \$0.012 each were issued and allotted for cash under the agreement as announced 10 February 2014.

On 23, June 2014 60,877,779 ordinary shares of \$0.018 each were issued and allotted for cash via private placement.

On 23 June 2014 26,666,667 ordinary shares of \$0.015 each were issued and allotted for cash under the agreement as announced 10 February 2014.

On 30 June 2014 15,000,000 ordinary shares of \$0.014 each were issued and allotted for cash on exercise of options.

On 8 July 2014 3,000,000 ordinary shares of \$0.015 each were issued and allotted for cash on exercise of options.

On 21 July 2014 12,000,000 ordinary shares of \$0.015 each were issued and allotted and for cash on exercise of options.

On 29 July 2014 550,000 ordinary shares of \$0.018 each were issued and allotted for services rendered.

On 30 July 2014 26,666,667 ordinary shares of \$0.015 each were issued and allotted for cash under the agreement as announced 10 February 2014.

On 27 August 2014 13,333,334 ordinary shares of \$0.015 each were issued and allotted for cash via private placement.

On 5 September 2014 25,000,000 ordinary shares of \$0.012 each were issued and allotted for cash under the agreement as announced 10 February 2014.

On 8 September 2014 3,131,000 ordinary shares of \$0.015 were issued and allotted for services rendered.

On 8 September 2014 1,333,334 ordinary shares of \$0.015 were issued and allotted for employee benefits.

On 8 September 2014 132,644,969 ordinary shares of \$0.015 were issued and allotted for cash via private placement.

On 10 September 2014 8,000,002 ordinary shares of \$0.015 were issued and allotted for cash via private placement.

On 12 September 2014 9,355,035 ordinary shares of \$0.015 were issued and allotted for cash via private placement.

On 17 September 2014 3,333,334 ordinary shares of \$0.015 were issued and allotted for cash via private placement.

On 26 September 2014 3,565,000 ordinary shares of \$0.02 each were issued and allotted for cash on exercise of options.

On 30 September 2014 30,643,203 ordinary shares of \$0.02 were issued and allotted for cash on exercise of options.

Axiom Mining Limited
Notes to the financial statements
For the year ended 30 September 2014

16 Capital and reserves (continued)

b) Reserves

	2014	2013
	\$000	\$000
Exchange reserve	(1,215)	(1,125)
Share-based payment reserve	1,120	417
	<u>(95)</u>	<u>(708)</u>

Nature and purpose of reserves

(i) Exchange reserve

The exchange reserve comprises all foreign exchange differences arising from the translation of the financial statements of foreign operations. The reserve is dealt with in accordance with the accounting policy set out in Note 2(s).

(ii) Share-based payments reserve

The share-based payments reserve is used to recognise:

- The grant date fair value of performance rights issued to employees and directors.
- The grant date fair value of shares issued to employees.
- The grant date fair value of options issued to consultants.

c) Distributability of reserves

At 30 September 2014, the aggregate amount of reserves available for distribution to shareholders of the Company was nil (2013: nil).

Axiom Mining Limited
Notes to the financial statements
For the year ended 30 September 2014

16 Capital and reserves (continued)

d) Options

Details of the movements in options are as follows:

	Grant Date	Expiry Date	No. of options outstanding as at 1/10/2013	Exercise Price	Granted during the year	Exercised during the period	Expired during the year	No. of options outstanding as at 30/09/2014
Bergen agreement	02/04/12	02/10/14	10,000,000	0.0300				10,000,000
Consultants	16/04/12	20/12/13	9,000,000	0.0300			(9,000,000)	-
Consultants	24/09/12	20/12/15	2,000,000	0.0200				2,000,000
Consultants	19/10/12	30/09/14	19,230,769	0.0200		(19,229,869)	(900)	-
Option to private placement	25/10/12	30/09/14	5,583,334	0.0300			(5,583,334)	-
Option to private placement	25/10/12	30/10/14	8,333,333	0.0300				8,333,333
Option to private placement	30/10/12	30/10/14	666,667	0.0300			(666,667)	-
Consultants	30/10/12	30/10/14	6,500,000	0.0300				6,500,000
Option to private placement	04/03/13	15/02/16	25,000,000	0.0200				25,000,000
Consultants	04/03/13	15/02/16	10,000,000	0.0200				10,000,000
Consultants	04/03/13	15/02/16	15,000,000	0.0200				15,000,000
Consultants	04/03/13	20/12/13	1,000,000	0.0200			(1,000,000)	-
Option to private placement	06/08/13	20/12/13	30,000,000	0.0300			(30,000,000)	-
Option to private placement	19/08/13	20/12/13	20,000,000	0.0300			(20,000,000)	-
Consultants	23/08/13	15/07/14	15,000,000	0.0150		(15,000,000)		-
Consultants	10/02/14	10/02/17		0.0187	13,250,000			13,250,000
Consultants	11/02/14	30/11/14		0.0170	16,000,000			16,000,000
Option to private placement	10/04/14	31/03/15		0.0200	377,542,873			377,542,873
Consultants	10/04/14	30/06/14		0.0140	15,000,000	(15,000,000)		-
Consultants	10/04/14	31/03/15		0.0200	10,000,000			10,000,000
Consultants	10/04/14	31/03/15		0.0200	4,500,000			4,500,000
Option to private placement	26/06/14	30/09/14		0.0200	30,713,890	(22,938,890)	(7,775,000)	-
Option to private placement	08/09/14	30/11/14		0.0200	83,333,339	(5,345,000)		77,988,339
Option to private Placement	08/09/14	30/11/14		0.0200	11,065,500			11,065,500
			177,314,103		561,405,602	(77,513,759)	(74,025,901)	587,180,045

The fair value of options granted is measured using Black-Scholes option pricing model based on various assumptions on volatility, option life, dividend yield and annual risk-free interest rate, excluding the impact of any non-market vesting conditions, which generally represent the best estimate of the fair values of the share options at date of grant.

Axiom Mining Limited
Notes to the financial statements
For the year ended 30 September 2014

16 Capital and reserves (continued)

d) Options (continued)

Key inputs used in the calculation of the value of options granted during the year ended 30 September 2014 are:

Grant date	Expiry date	Spot price \$	Volatility %	Risk free rate %
01-Oct-13	30-Nov-14	0.021	120	2.4
06-Feb-14	10-Feb-17	0.015	120	3.0
10-Apr-14	31-Mar-15	0.014	120	2.7
26-Jun-14	30-Sep-14	0.017	120	2.7
08-Sep-14	30-Nov-14	0.016	120	2.7

Expected volatility was determined based on historic volatility adjusted for any expected changes to future volatility based on publicly available information. All options granted during the year vested on grant date. None of the options issued have vesting conditions attached.

e) Performance rights

Details of the movements in rights granted are as follows:

	No of rights outstanding as at 1 October 2013	Granted during the year	Exercised during the year	Lapsed during the year	No. of rights outstanding as at 30 September 2014
Stephen Ray Williams	12,500,000	-	-	-	12,500,000
Ryan Richard Mount	100,000,000	-	-	-	100,000,000
Neil Francis Stuart	2,000,000	-	-	2,000,000	-
Other employees	2,200,000	-	-	2,200,000	-
	116,700,000	-	-	4,200,000	112,500,000

f) Capital management

The Group's primary objectives when managing capital is to safeguard the Group's ability to continue as a going concern, so that it can continue to provide returns for shareholders and benefits for other stakeholders, by pricing products and services commensurately with the level of risk and by securing access to finance at a reasonable cost.

The Group actively and regularly reviews and manages its capital structure to maintain a balance between higher shareholder returns that might be possible with higher levels of borrowings and the advantages and security afforded by a sound capital position, and makes adjustments to the capital structure in light of changes in economic conditions.

Neither the Company nor any of its subsidiaries are subject to externally imposed capital requirements.

Axiom Mining Limited
Notes to the financial statements
For the year ended 30 September 2014

17 Note to statement of cash flows

Reconciliation of loss from operations to net cash outflow from operating activities:

	2014 \$000	2013 \$000
Loss for the period	(15,880)	(13,650)
Non-cash items		
Depreciation and amortisation	206	288
Expense recognised in respect of shares issued in exchange for consulting services	714	-
Interest on lease liability	277	435
Impairment loss on mineral exploration expenditure	1,560	6,218
Share-based payments expense	703	32
Net foreign exchange loss	16	-
Changes in operating assets and liabilities		
-(Increase)/ decrease in other receivables	(772)	50
-Increase/ (decrease) in other payables	719	(1,655)
-Increase/(decrease) in provisions	60	(54)
Net cash flows used from operations	(12,397)	(8,336)

18 Commitments

a) Expenditure commitments

Estimated capital expenditure required to maintain tenements by the balance sheet date, but not provided for, are payable as follows:

	2014 \$000	2013 \$000
Within one year	704	1,123
After one year but within five years	1,742	3,257
	2,446	4,380

These commitments may be achieved by seeking exemptions, relinquishment or by joint venture arrangements.

Axiom Mining Limited
Notes to the financial statements
For the year ended 30 September 2014

18 Commitments (continued)

b) Operating lease commitments

	2014	2013
	\$000	\$000
Within one year	128	39
After one year but within five years	10	51
	138	90

19 Auditor's remuneration

	2014	2013
	\$000	\$000
Amount received or due and received by auditors for:		
Hall Chadwick		
Audit and review of financial reports and other audit work under the Corporations Act 2001	80	-
Baker Tilly		
Audit and review of financial reports and other audit work under the Corporations Act 2001	-	30
Audit services by firms other than Baker Tilly or Hall Chadwick	10	65
	90	95

20 Related parties

a) Balances with related parties

During the year a debt of \$28,093 was established to a related party at market rates. This liability has been discharged and assumed by Ryan Richard Mount since 30 September 2014.

During the year an advance of \$34,801 was provided to Ryan Richard Mount at market rates. Of this, \$6,708 has been repaid subsequent to 30 September 2014 and the \$28,093 liability assumed from related party remains outstanding.

b) Transactions with related parties

During the year 32,077,498 shares were issued and allotted to a related party of Director Mr Ryan Mount via rights issues, conversion of Convertible Notes, and via Share Placements all at market rates and on the same terms as others who participated in the offers.

During the year 25,198,414 options were granted to the related party attaching to these share offers. Of these 5,555,555 expired and 19,642,858 remain as at 30 September 2014.

The ASX has notified the Company that those shares taken up by the related party in the share offers did not have shareholder approval breaching of listing rule 10.11 and that they must be sold and any profit donated to a registered charity and any loss incurred to be borne by the related party.

Stephen Ray Williams is a consultant to Kemp Strang Lawyers. Mr Williams is not a partner of Kemp Strang Lawyers. During the year \$97,829 (exclusive of GST) was paid to Kemp Strang Lawyers for legal services on normal commercial terms.

Stephen Ray Williams provided consultancy Services to the Company through Burrawong Holdings Pty Ltd. During the year \$8,000 (exclusive of GST) in consultancy fees were charged by Burrawong Holdings Pty Ltd to the Company.

Axiom Mining Limited
Notes to the financial statements
For the year ended 30 September 2014

20 Related Parties (continued)

c) KMP and executive director remuneration summary

	2014 \$000	2013 \$000
Short term employee benefits		
Salaries	679	644
Non-cash benefits	1	-
Total short-term benefits	680	644
Post-employment benefits		
Superannuation	55	43
Other benefits		
Share-based payments - performance rights *	281	-
Total remuneration	1,016	687

* Performance rights were granted in April 2013 following approval by shareholders at the Annual General Meeting held on 22 April 2013. The performance rights are charged to expense over the life of the rights. The expense in relation to the performance rights is calculated as fair value using the Black-Scholes model. For further disclosure in respect of the share-based payment see part (c) Performance Rights Plan of the remuneration report in the Directors' report.

Performance rights issued will automatically vest into fully paid ordinary shares upon specific conditions being achieved. The performance condition is a market hurdle as disclosed in part (c) Performance Rights Plan of the remuneration report. The amounts that appear are amounts required under Australian Accounting Standards to be expensed by the Company in respect of the allocation of long term incentives. Whether or not these performance rights are received will depend on achieving appropriate vesting conditions as discussed above. No performance rights were exercised during the year.

21 Financial risk management and fair values

Exposure to credit, liquidity, interest rates and currency risks arises in the normal course of the Group's business.

The Group's exposure to these risks and the financial risk management policies and practices used by the Group are described below and are limited by the Group's financial management policies and practices described below.

a) Credit risk

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

Credit risk is managed through the maintenance of procedures (such procedures include the utilisation of systems for the approval, granting and renewal of credit limits, regular monitoring of exposures against such limits and monitoring of the financial stability of significant customers and counterparties), ensuring to the extent possible, that customers and counterparties to transactions are of sound credit worthiness. Such monitoring is used in assessing receivables for impairment. Credit terms are generally 14 to 30 days from the invoice date.

Risk is also minimised through investing surplus funds in financial institutions that maintain a high credit rating, or in entities that the Board has otherwise cleared as being financially sound. Where the Group is unable to ascertain a satisfactory credit risk profile in relation to a customer or counterparty, the risk may be further managed through title retention clauses over goods or obtaining security by way of personal or commercial guarantees over assets of sufficient value that can be claimed against in the event of any default.

Axiom Mining Limited
Notes to the financial statements
For the year ended 30 September 2014

21 Financial risk management and fair values (continued)

a) Credit risk (continued)

Credit risk exposures

The maximum exposure to credit risk by class of recognised financial assets at the end of the reporting period, excluding the value of any collateral or other security held, is equivalent to the carrying value and classification of those financial assets (net of any provisions) as presented in the statement of financial position. Credit risk also arises through the provision of financial guarantees, as approved at Board level.

Trade and other receivables that are neither past due nor impaired are considered to be of high credit quality.

The Group manages its credit risk associated with funds on deposit and cash at bank by only dealing with reputable financial institutions. At year end the Company has one material exposure of \$2,145K (2013: \$376K) to the Australia and New Zealand Banking Group Limited relating to funds on deposit and cash at bank.

b) Liquidity risk

Liquidity risk arises from the possibility that the Group may encounter difficulty in settling its debts or otherwise meeting its obligations related to financial liabilities.

The Group manages this risk through the following mechanisms:

- preparing forward-looking cash flow analysis in relation to its operational, investing and financing activities;
- maintaining a reputable credit profile;
- managing credit risk related to financial assets; and
- only investing surplus cash with major financial institutions.

Individual operating entities within the Group are responsible for their own cash management, including the short term investment of cash surpluses and the raising of loans to cover expected cash demands, subject to approval by the parent Company's Board when the borrowings exceed certain predetermined levels of authority. The Group's policy is to regularly monitor its liquidity requirements and its compliance with lending covenants, to ensure that it maintains sufficient reserves of cash and readily realisable marketable securities and adequate committed lines of funding from major financial institutions to meet its liquidity requirements in the short and longer term.

Axiom Mining Limited
Notes to the financial statements
For the year ended 30 September 2014

21 Financial risk management and fair values (continued)

c) Interest rate risk

The Group's exposure to interest rate risk and the effective interest rates of financial assets and financial liabilities, both recognised and unrecognised at the balance sheet date, are as follows:

Financial instruments	Interest bearing		Non-interest bearing		Total carrying amount as per the balance sheet		Weighted average effective interest rate	
	2014 \$000	2013 \$000	2014 \$000	2013 \$000	2014 \$000	2013 \$000	2014 %	2013 %
(i) Financial assets								
Cash ¹	2,304	691	-	-	2,304	691	3.5	2.2
Other receivables	-	-	1,091	319	1,091	319	-	-
Total financial assets	2,304	691	1,091	319	3,395	1,010		
(ii) Financial liabilities								
Other payables	-	-	1,768	1,049	1,768	1,049	-	-
Borrowings – Convertible notes ²	678	-	-	-	678	-	14.5	-
Borrowings – Other ¹	8	20	-	-	8	20	14.4	14.4
Capitalised lease liabilities ²	2,335	1,861	-	-	2,335	1,861	10.0	10.0
Provisions	-	-	153	93	153	93	-	-
Total financial liabilities	3,021	1,881	1,921	1,142	4,942	3,023		

¹ At floating interest rates

² At fixed interest rates

The Group is not exposed to significant risk from interest rate sensitivity.

Axiom Mining Limited
Notes to the financial statements
For the year ended 30 September 2014

21 Financial risk management and fair values (continued)

d) Currency risk

Functional currency of entity	AUD	SBD	VND	Total AUD
2014				
Australian Dollar	1,031	-	-	1,031
Solomon Islander Dollar	-	(2,595)	-	(2,595)
Vietnamese Dong	-	-	17	17
Statement of financial position exposure	1,031	(2,595)	17	(1,547)
2013				
Australian Dollar	(146)	-	-	(146)
Solomon Islander Dollar	-	(1,919)	-	(1,919)
Vietnamese Dong	-	-	52	52
Statement of financial position exposure	(146)	(1,919)	52	(2,013)

If the Solomon Islander Dollar and the Vietnamese Dong were to firm against the Australian dollar by 5% the Group loss would increase by \$249K. If Solomon Islander Dollar and the Vietnamese Dong were to weaken against the Australian dollar by 5% the Group loss would reduce by \$226K.

e) Fair values

All financial instruments are carried at amounts not materially different from their fair values as at 30 September 2014 and 2013.

22 Contingent liabilities

Contingent liabilities of the Group for which no amount has been provided in the financial statements include:

	2014 \$000	2013 \$000
Funds held in trust relating to Solomon Islands court proceedings	121	269
Rental bond deposits paid for office lease	10	-
	131	269

Axiom Mining Limited
Notes to the financial statements
For the year ended 30 September 2014

23 Subsequent events

a) Solomon Islands High Court case 258/11 between SMM Solomon Limited (“Sumitomo”) and others v Axiom KB Limited (“Axiom”), Solomon Islands Government and others.

On 24 September 2014 the High Court of the Solomon Islands dismissed all of SMM Solomon Limited’s claims and enabled Axiom to recommence exploration activities on the Isabel nickel deposit. Included in this judgement was the continuation of the undertaking in form of a court order from Sumitomo as to costs and damages in the proceedings.

On 30 September 2014 the Chief Justice of the Court of Appeal of the Solomon Islands granted an interim injunction, at the application of Sumitomo preventing Axiom’s exploration activities on Isabel Island.

On 8 October 2014 the Solomon Islands Court of Appeal ruled in favour of Axiom and set aside the interim injunction granted on 30 September 2014 and awarded costs to Axiom in relation the hearing on 8 October 2014.

On 27 October 2014 Sumitomo filed a notice of appeal to the Solomon Islands Court of Appeal in response to the High Court trial judgement delivered in favour of Axiom. It is expected that the appeal will be heard in early 2015.

On 29 October 2014 Axiom filed submissions and supporting evidence to recover costs from Sumitomo related to the Solomon Islands Court Case 258/2011 of SBD \$41,025,000 (~\$6,500,000).

On 20 November 2014 Axiom’s drilling program for the Isabel Nickel Project commenced.

On 24 November 2014 Axiom announced that the Company was in negotiations with third parties regarding potential involvement in the Isabel Nickel Project. Negotiations are occurring with nickel industry participants and mining services providers over mine development and operation, processing of ore and off-take agreements.

On 16 December 2014 Axiom announced initial results from the drilling program on the Isabel Nickel Project. Drilling has produced excellent results that identify significant grade and extension of mineralisation to depths that had not been evaluated by previous studies or exploration.

b) Other matters

Apart from the aforementioned matters, no other matters or circumstances have arisen since 30 September 2014 that significantly affected or could significantly affect the operations of the Consolidated Group in future years.

Axiom Mining Limited
Notes to the financial statements
For the year ended 30 September 2014

24 Significant accounting estimates and judgements

Estimates and judgements used in preparing the consolidated financial statements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. The Group makes estimates and assumptions concerning the future. The resulting accounting estimates may not equal the related actual results. The estimates and assumptions that have a significant effect on the carrying amounts of assets and liabilities are discussed below.

a) Impairment of non-financial assets

The Group tests at least annually whether other assets that have indefinite useful lives have suffered any impairment.

Other assets are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount of the asset exceeds its recoverable amount. The recoverable amount of an asset of a cash-generating unit has been determined based on value-in-use calculations. These calculations require the use of estimates.

The value-in-use calculations primarily use cash flow projections based on five-year financial budgets approved by management and estimated terminal values at the end of the five-year period. There are a number of assumptions and estimates involved for the presentation of cash flow projections for the period covered by the approved budget and the estimated terminal value. Key assumptions include the expected growth in revenue and operating margin, effective tax rates, growth rates and selection of discount rates, to reflect the risks involved and the earnings multiple that can be realised for the estimated terminal value.

Management prepared the financial budgets reflecting actual and prior year performance and market development expectations. Judgement is required to determine key assumptions adopted in the cash flow projections and changes to key assumptions can significantly affect these cash flow projections and therefore the results of the impairment reviews.

b) Useful lives of property, plant and equipment

The Directors determine the estimated useful lives and residual values for its property, plant and equipment. The Directors revise the depreciation charge when useful lives are different from previous estimates. Obsolete or non-strategic assets, which have been abandoned or sold, shall be written-off or written-down.

c) Income tax

The Group is subject to income tax in a number of jurisdictions. Significant judgement is required in determining the provision for income tax for each entity in the Group. There are certain transactions and calculations for which the ultimate tax determination is uncertain during the ordinary course of business. The Group recognises liabilities for potential tax exposures based on estimates of whether additional taxes will be due. Where the final tax outcome of these matters is different from the amounts that were initially recorded, such differences will impact the income tax and deferred tax provisions in the year in which such determination is made.

Axiom Mining Limited
Notes to the financial statements
For the year ended 30 September 2014

25 Parent entity financial information

The accounting policies of the parent entity that have been applied in determining the financial information shown below are the same as those applied in the consolidated financial statements. Refer to Note 2 for a summary of the significant accounting policies relating to the Group.

	2014 \$000	2013 \$000
Financial position		
Current assets	2,586	792
Total assets	2,736	990
Current liabilities	1,578	959
Total liabilities	1,578	959
Shareholders' equity		
Issued capital	77,902	62,633
Reserves		
– Exchange reserve	(933)	(933)
– Share-based payment reserve	1,120	417
Accumulated losses	(76,931)	(62,086)
	1,158	31
Financial performance		
Loss for the year	(14,845)	(9,051)
Total comprehensive loss for the year	(14,845)	(9,051)

Guarantees entered into by the parent entity in relation to the debts of its subsidiaries

The Company issued convertible notes during the year partially secured by the issue of 15,000,000 shares held as collateral security (2013: nil).

Contingent liabilities of the parent entity

Contingent liabilities of the parent entity for which no amount has been provided in the financial statements include:

	2014 \$000	2013 \$000
Funds held in trust relating to Solomon Islands court proceedings	121	269
Rental bond deposits paid for office & accommodation	10	-

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

Nil (2013: nil)

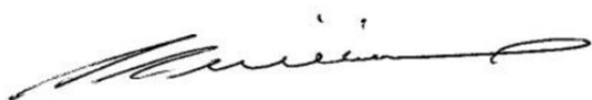
Axiom Mining Limited
Directors' declaration
30 September 2014

The Directors of the Company declare that:

The audited financial statements and notes and the additional disclosures included in the Directors' Report designated of the Company and of the consolidated entity have been prepared 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 September 2014 and of its performance for the year ended on that date; and
- ii. complying with applicable accounting standards; and
- iii. there are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable.

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



Stephen Ray Williams
Chairman

Dated at Brisbane 29 December 2014

**AXIOM MINING LIMITED AND CONTROLLED ENTITIES
ABN 119 698 770****INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF
AXIOM MINING LIMITED****SYDNEY**Level 40
2 Park Street
Sydney NSW 2000
AustraliaGPO Box 3555
Sydney NSW 2001Ph: (612) 9263 2600
Fx: (612) 9263 2800**Report on the Financial Report**

We have audited the accompanying financial report of Axiom Mining Limited which comprises the consolidated statement of financial position as at 30 September 2014, the consolidated statement of profit or loss, the consolidated statement of comprehensive income, the consolidated statement of changes in equity and the consolidated statement of cash flows for the year then ended, notes comprising a summary of significant accounting policies and other explanatory information and the directors' declaration of the consolidated entity comprising the company and the entities it controlled at the year's end or from time to time during the financial year.

Directors' Responsibility for the Financial Report

The directors of the company are responsible for the preparation of the financial report that gives a true and fair view in accordance with Australian Accounting Standards and the Corporations Act 2001 and for such internal control as the directors determine is necessary to enable the preparation of the financial report that is free from material misstatement, whether due to fraud or error. In Note 1, the directors also state, in accordance with Accounting Standard AASB 101: Presentation of Financial Statements, that the financial statements comply with International Financial Reporting Standards (IFRS).

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 judgment, including the assessment of the risks of material misstatement of the financial report, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial report in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the directors, as well as evaluating the overall presentation of the financial report.

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

Independence

In conducting our audit, we have complied with the independence requirement of the Corporation Act 2001.

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AXIOM MINING LIMITED AND CONTROLLED ENTITIES
ABN 119 698 770

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF
AXIOM MINING LIMITED AND CONTROLLED ENTITIES

Auditor's Opinion

In our opinion:

- a. the financial report of Axiom Mining Limited is in accordance with the Corporations Act 2001 including:
 - i. giving a true and fair view of the consolidated entity's financial position as at 30 September 2014 and of its performance for the year ended on that date; and
 - ii. complying with Australian Accounting Standards and the Corporations Regulations 2001; and
- b. the financial report also complies with International Financial Reporting Standards as disclosed in Note 1.

Emphasis of matter

Without modifying our opinion, we draw attention to Note 1 in the financial report which indicates that the consolidated entity incurred a net loss of \$15,880,000 and incurred net cash outflows from operations of \$12,397,000 and had no ongoing source of operating income for the year ended 30 September 2014. These conditions, along with other matters as set forth in Note 1, indicate the existence of a material uncertainty which may cast significant doubt about the consolidated entity's ability to continue as a going concern and therefore, the consolidated entity may be unable to realise its assets and discharge its liabilities in the normal course of business and at the amounts stated in the financial report.

Report on the Remuneration Report


We have audited the remuneration report included in pages 5 to 9 of the directors' report for the year ended 30 September 2014. The directors of the company are responsible for the preparation and presentation of the remuneration report in accordance with Section 300A of the Corporations Act 2001. Our responsibility is to express an opinion on the remuneration report, based on our audit conducted in accordance with Australian Auditing Standards.

Auditor's Opinion

In our opinion the remuneration report of Axiom Mining Limited for the year ended 30 September 2014 complies with Section 300A of the Corporations Act 2001.



Hall Chadwick
Level 40, 2 Park Street
Sydney NSW 2000



Drew Townsend
PARTNER

Date: 29 December 2014