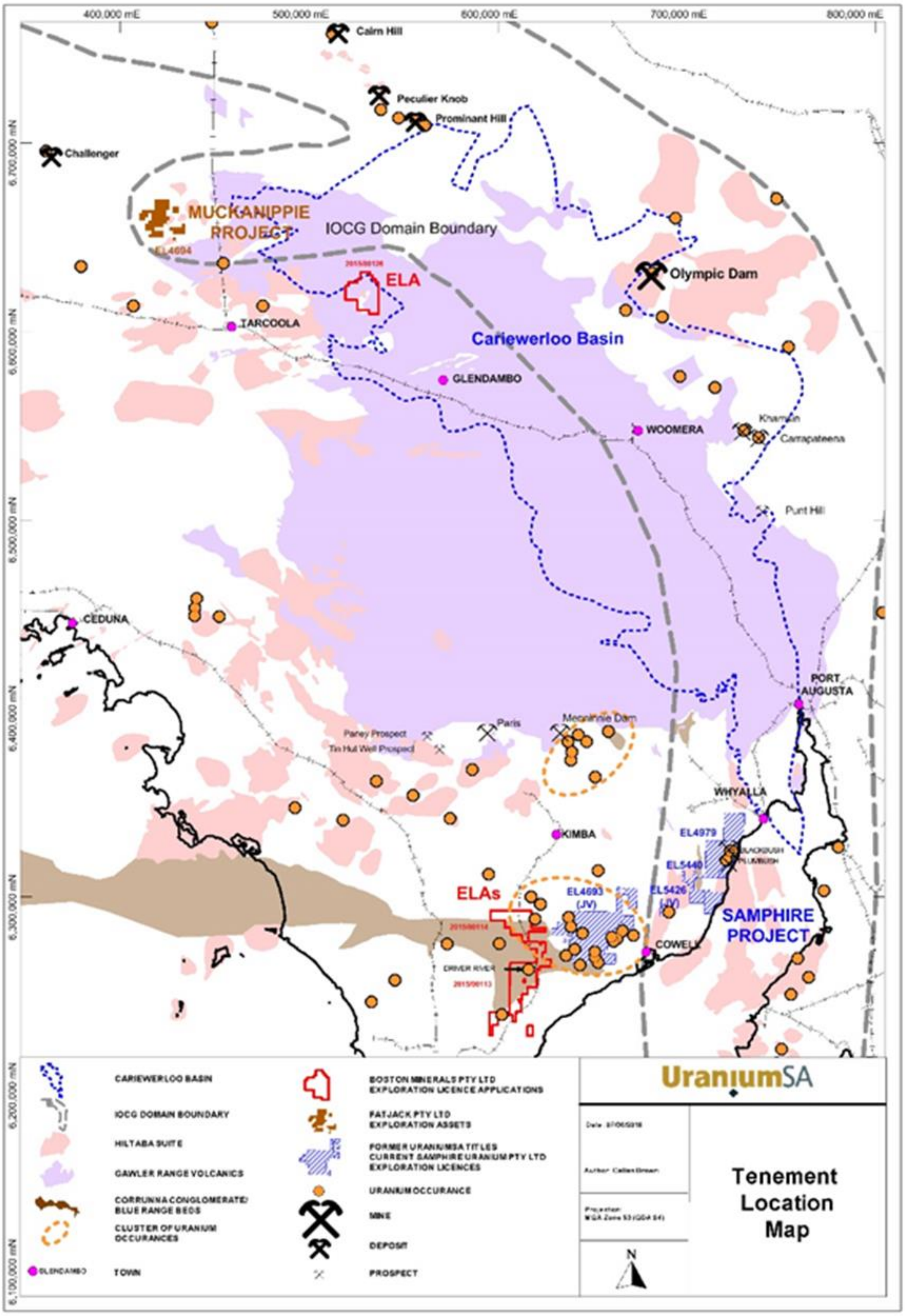
UraniumSA Limited

ABN 48 119 978 013

Annual Report – 30 June 2016



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Corporate Directory

Directors

Alice McCleary
Non-Executive Chairman

David Paterson
Executive Director

Martin Janes
Non-Executive Director

Chief Financial Officer / Company Secretary

Damien Connor

Registered Office & Administrative Office

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Facsimile +61 (0)8 8132 0766
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Share Registry

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Level 5, 115 Grenfell Street
Adelaide SA 5000
GPO Box 1903
Adelaide SA 5001
Investor Enquiries (within Australia): 1300 556 161
Facsimile +61 8 8236 2305

Auditor

Grant Thornton Audit Pty Ltd
Level 1, 67 Greenhill Road Wayville SA 5034

Banker

National Australia Bank
Level 1, 22 King William Street Adelaide SA 5000

Australian Securities Exchange

ASX code: USA

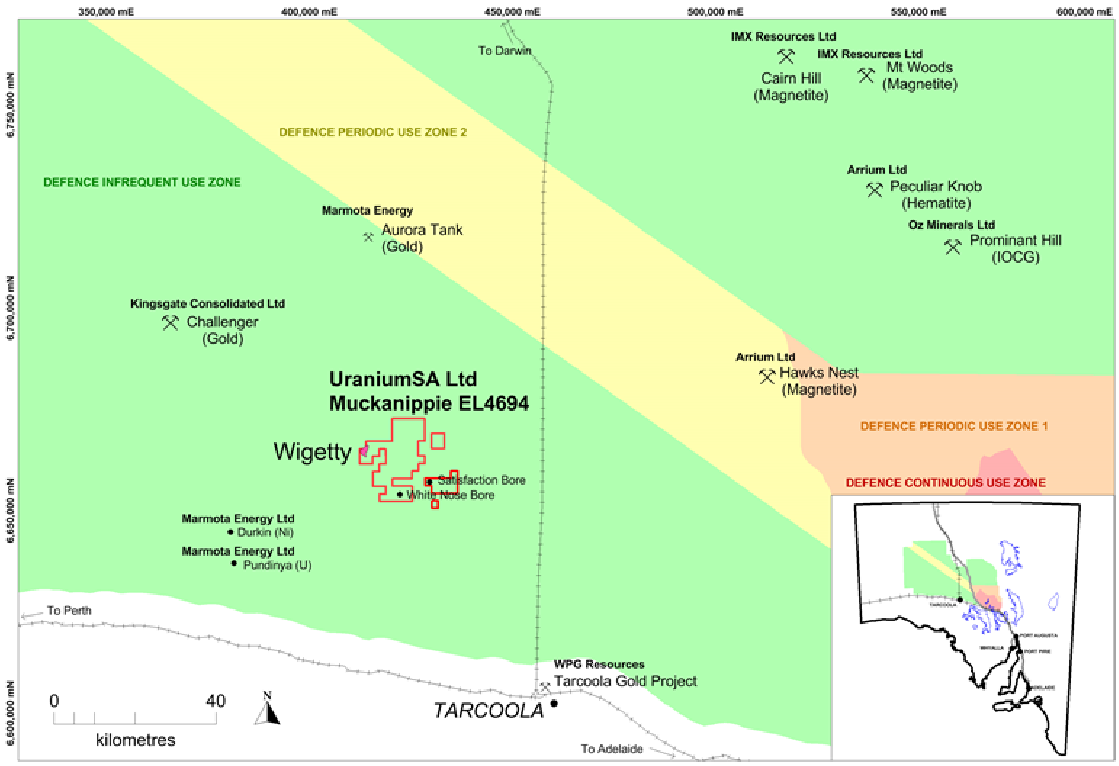
Website

www.uraniumsa.com.au

Overview

UraniumSA Projects – post Demerger

MUCKANIPPIE – ELA 2016/00011 (EL 4694 renewal) is owned 100% by Fatjack Pty Ltd, a wholly owned subsidiary of UraniumSA. The tenure covers the Wigetty prospect which is an ilmenite-magnetite-apatite deposit, the historic Malbooma gold working and other un-named gold prospects, and various base metal and rare earth element prospects. UraniumSA has also progressed exploration on prospects referred to as Satisfaction Bore and White Nose Bore.



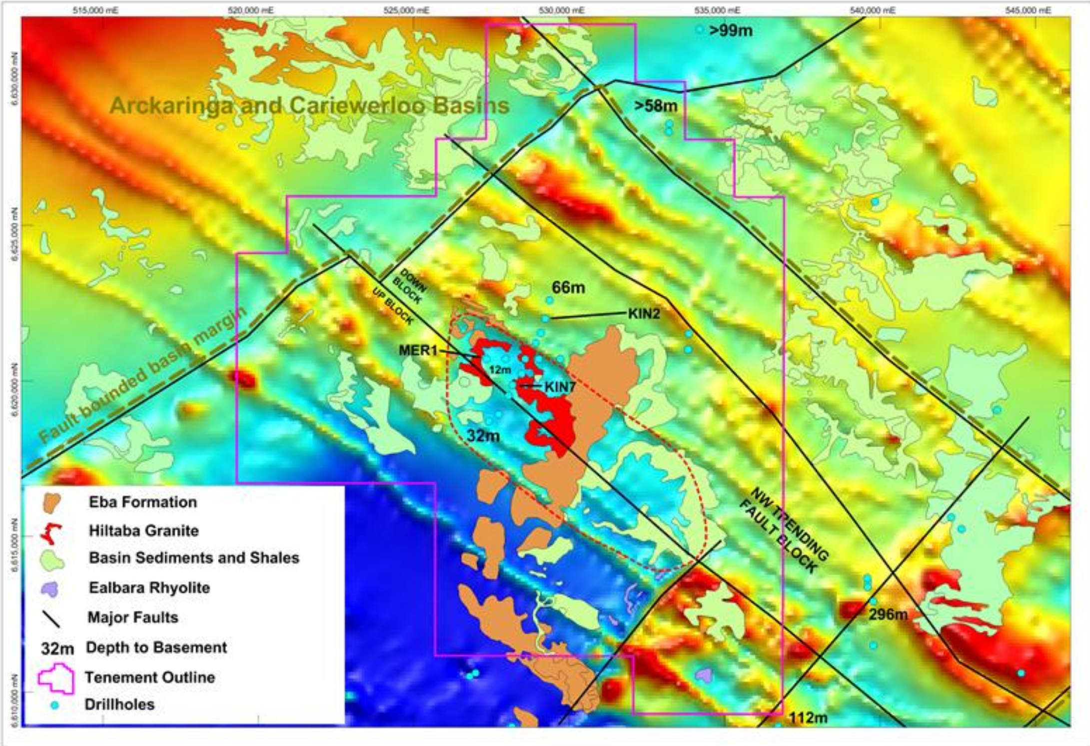
WHYMLET - ELA 2015/00126 in the name of Boston Minerals Pty Ltd (Boston), a wholly owned subsidiary of UraniumSA has been offered by the Regulator and accepted by the Company. The issue of an exploration licence should progress.

The area covers basement complex and cover sequence targets which are prospective for IOCGU, black-shale hosted and unconformity styles of uranium and base metal mineralisation. It sits on the western margin of the Cariwerloo Basin (refer page 5) underlain by a Hiltaba Granite intrusive. A review of past exploration data (SARIG database) has been completed. A total of 18 widely spaced holes have previously been drilled in two separate programmes within the project area. Three of these historic holes intersected elevated base metals within Tarcoola Sequence black shale and are regarded by UraniumSA as potentially anomalous (MER1, KIN2, KIN7, below). The raw data reported here is extracted from the SARIG database, it is historical in nature, and UraniumSA has not carried out any physical checks or checked assaying.

Anomalous zones within the Tarcoola Sequence black shales include:

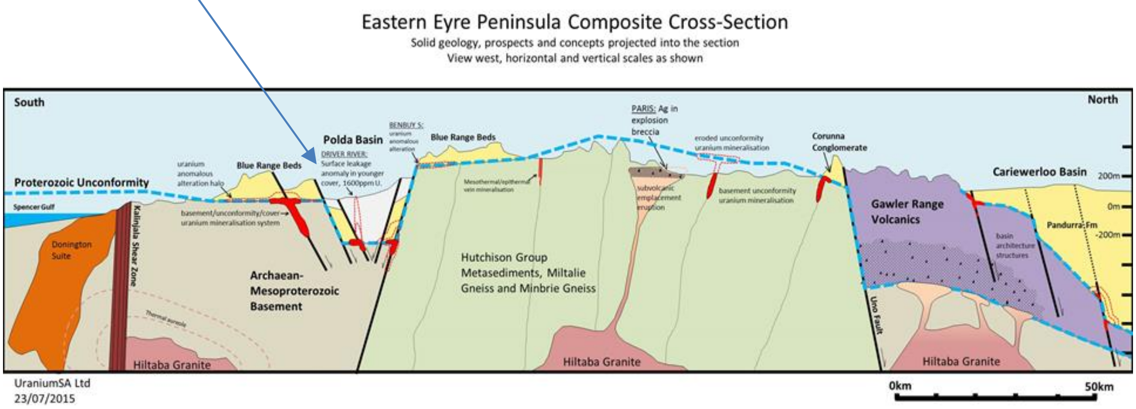
MER1:	8m @ 1149ppm Pb and 1755ppm Zn from 78m and 12m @ 3360ppm Pb and 5434ppm Zn (max 1.3% Zn and 0.54% Pb) from 34m
KIN2:	2m @ 430ppm Zn and 390ppm Pb
KIN7:	5m @ 301ppm Pb and 2173ppm Zn

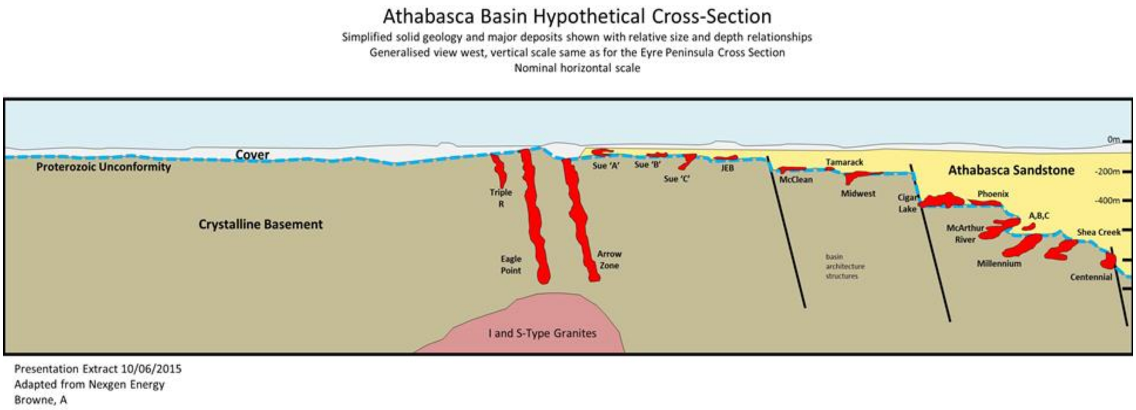
Overview



WHYMLET project - ELA 2015/00126 Geological Interpretation overlain on State TMI image. Showing the interpreted extent of Hiltaba granite below cover sequence, basin margin structures and the location of metal anomalous drill holes.

SHEOAK HILL and **LOCK** - **ELA's 2015/00113** and **2015/00114** were made by Boston.
Negotiations with the Regulator to reduce the application areas and amalgamate the applications continue. The area covers the Driver River airborne radiometric anomaly and the titles are prospective for unconformity style uranium mineralisation. The Driver River Prospect area will be a focus for initial assessments.





Directors' Report

Your Directors present this report on UraniumSA Limited and its consolidated entities (Group) for the financial year ended 30 June 2016.

Directors

The following directors were in office during the whole of the financial year, and up to the date of this report:

- Alice McCleary
- David Paterson
- Martin Janes
- Russel Bluck (resigned 30 June 2016)

Company Secretary

The following person held the position of Company Secretary at the end of the financial year:

- Damien Connor

Meetings of Directors

The number of meetings of the Company's Board of Directors and each Board committee held during the year ended 30 June 2016, and the numbers of meetings attended by each Director were as follows:

Director	Director Meetings		Audit & Risk Committee Meetings	
	Held	Attended	Held	Attended
A McCleary	5	5	3	3
D Paterson	5	5	3	3
R Bluck	5	5	-	-
M Janes	5	5	-	-

As at the date of this report, the Group has not formed separate Remuneration or Governance Committees, as these matters are handled by the Board as a whole.

Principal Activities

The principal activity of the Group during the course of the year was the exploration for uranium and other minerals on the Group's exploration licenses in South Australia. There has been no change to these activities during the financial year.

Operating Results

The loss of the Group was $812,625 (2015: $1,516,549 after recognising a research and development tax concession of $175,517). The 2015 loss included non-cash impairment costs of $201,551.

Dividends

No dividends were declared or paid during the financial year. No recommendation for payment of dividends has been made to the date of this report.

Operating Review

Following the successful demerger of the Samphire Uranium Assets (see page 6 for a fuller discussion), the Company has retained projects comprising Muckanippie ELA 2016/00011 (Muckanippie) in South Australia covering an area of approximately 231 km^2 and four Exploration Licence Applications (ELAs) covering an area of 935 km^2 also located in South Australia. Each of the titles are outlined on the cover of this report.

Subsequent to year end, the Company accepted an offer from the Regulator of an EL in respect of ELA 2015/00126, covering an area of approximately 269 km^2 and issue of this EL is expected shortly.

Discussions continue with the Regulator with respect to ELAs 2015/00113 and 2015/00114 and we expect offers and grant in due course.

Discussions were held with regard to potential joint venture opportunities in respect of the Muckanippie. No field work was carried out during the year on the above titles.

Ongoing effort and contact was made by the Company during the year seeking other opportunities and projects that might add significant value for shareholders. Projects involving minerals and energy other than uranium were sought and evaluated as part of a diversification strategy. Opportunities outside the resources sector were also targeted.

Discussions are ongoing in respect of these opportunities. Post the decision to move ahead with the demerger of the Samphire Uranium Assets the Australian Securities Exchange Limited (ASX) published a consultation paper on 12 May 2016. It included various changes and proposals that directly impacted the Company and its ability to attract back door listing opportunities.

Over the year, your directors have continued to be mindful of cash preservation and have reduced corporate, operating and exploration expenditure accordingly. New short-term accommodation at Wayville, effective late in the first half, assisted this process.

Strategy and Outlook

The Company will progress and further assess the exploration applications above, however this will not be the primary focus in the months ahead. Renewed effort will be made to joint venture the Muckanippie title.

New Projects - UraniumSA has for many quarters indicated that it was seeking and evaluating other opportunities in the energy and wider resources sector. This process continues and includes efforts outside the resources sector.

Your directors are encouraged by a number of recent capital raisings since years end and they include a number of smaller exploration companies operating in South Australia on Eyre Peninsula and the southern portion of the Gawler Craton.

Significant transactions during the Financial Year

Demerger of Samphire Project Uranium Assets

On 22 June 2016, shareholders approved the demerger of the Company's wholly owned subsidiary Samphire Uranium Limited (SUL), holder of the Company's Samphire Project Uranium Assets. The effective date of the demerger was 30 June 2016.

The demerger was implemented by distributing all of the shares UraniumSA held in SUL to shareholders on a 1 for 1 basis, meaning that shareholders held an equal number of shares in both UraniumSA and SUL at demerger.

The demerger has created two independently focussed companies that allows different funding and development strategies to be applied to their respective exploration businesses. The demerger also has the benefit of maintaining the value of the Samphire Project Uranium Assets at a reduced cost inside an unlisted public company.

Further details in respect of the demerger are detailed in Note 26.

Funding Facility – term extended by 18 months

On 1 March 2016, the Company announced that it had reached an agreement with its $300,000 secured convertible debt facility ("Facility") lender to extend the term of the Facility by 18 months from 4 November 2016. The Facility maturity date is now 3 May 2018. On 3 March 2016, UraniumSA issued the lender 588,235 fully paid ordinary shares in the Company as consideration for the extension. The fair value of the shares was $10,000.

Events since the end of the Financial Year

- On 18 July 2016 4,650,000 unlisted options were exercised into fully paid ordinary shares in the Company. The company did not receive any funds from the exercise of these options as the exercise price of each option was reduced to zero, in accordance with ASX listing rule requirements, following the demerger. Further details were contained in the Notice of Extraordinary General Meeting dated 20 May 2016.
- On the 14 September 2016, the Company announced a Placement of 34,285,714 fully paid ordinary shares in the Company at $0.007 per share, to sophisticated investors to raise $240,000. The shares were issued on 14 September 2016.

Other than the matters noted above there have been no other subsequent events which require disclosure.

Significant changes in the state of affairs

There have been no significant changes in the state of affairs of the Company other than the demerger of the Company's Samphire Project Uranium Assets in June 2016 noted above and at Note 26 in the notes to the financial statements.

Health &Safety (WH&S)

The Group's corporate objective is to ensure that we maintain a safe and productive work environment. During the year ending 30 June 2016 there were no incidents on our work sites (2015: none).

Corporate Governance

The Board recognises the ASX Corporate Governance Council's "Corporate Governance Principles and Recommendations – 3rd Edition" (ASX Recommendations). The Board monitors and reviews its existing and required policies, charters and procedures with a view to attaining compliance with the ASX Recommendations to the extent deemed appropriate for the size of the Company and the status of its projects and activities.

The Company's Corporate Governance Statement provides a summary of the Company's ongoing corporate governance. It is supported by a number of policies and procedures, code of conduct and formal charters, all of which are located in the Corporate Governance section of the Company's website: www.uraniumsa.com.au

Competent Person

The exploration results mineral resources reported herein, insofar as they relate to mineralisation, are based on information compiled by Mr Russel Bluck is an employee and Geoscience Manager of UraniumSA Limited and Member of the Australian Institute of Geoscientists with sufficient experience relevant to the style of mineralisation and type of deposits being considered, and to the activity which is reported to qualify as a Competent Person as defined by the Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves (the JORC Code, 2012 Edition). Mr Bluck consents to the inclusion in the report of matters based on his information in the form and context in which it appears. It should be noted that the abovementioned exploration results are preliminary.

UraniumSA Limited confirms it is not aware of any new information or data that materially affects the information included in previously released reports. The company confirms that all material assumptions and technical parameters underpinning the estimates of Inferred Resources if any and Exploration Targets in previously released reports continue to apply and have not materially changed.

Directors' Report - *Information on Directors and Management*

Alice McCleary DUniv BEc FCA FTIA FAICD ***Non-Executive Chairman***	***Experience:*** Alice is a Chartered Accountant and a member of the Company's Audit & Risk Management Committee. She is director of ASX listed Archer Exploration Ltd. She is a member of the South Australian Government's Minerals and Energy Advisory Council, and a councillor of the South Australian Chamber of Mines and Energy (SACOME). She is a former Director of Adelaide Community Healthcare Alliance Inc (ACHA), Benefund Ltd and Forestry Corporation of South Australia, and a former member of the Corporations and Markets Advisory Committee (CAMAC). Previous leadership roles include Vice-President of the South Australian Chamber of Mines and Energy (SACOME), Deputy Chancellor of the University of South Australia and National President of the Taxation Institute of Australia. Alice's professional interests include financial management and corporate governance. ***Interest in Shares and Options:*** 7,746,809 ordinary shares. ***Special Responsibilities:*** Chairman of the Board. Member, Audit & Risk Management Committee.
David Paterson BAppSc, GradDip BusAdmin, AusIMM ***Executive Director*** ***Acting Chief Executive Officer***	***Experience:*** David began his career as a geologist. He has diverse experience in the Australian minerals industry. David was a Member of Australian Stock Exchange Ltd and brings over 20 years' experience in stockbroking, capital markets and finance to the Company. David has significant experience in all facets of running a mineral exploration company. He is currently Chairman of ASX listed Bulletproof Group Limited. He is a Fellow of Financial Services Institute of Australia and a Member of the Australasian Institute of Mining and Metallurgy. David is a Chairman of the Company's Audit & Risk Committee. ***Interest in Shares and Options:*** 8,107,316 ordinary shares. ***Special Responsibilities:*** Chairman, Audit & Risk Management Committee.
Martin Janes BEc GAICD ***Non-Executive Director***	***Experience:*** Martin has a Bachelor of Economics, and is an Associate of the Securities Institute of Australia. He is also a member and graduate of the Australian Institute of Company Directors. Martin is currently Chief Executive Officer of Terramin Australia Limited a position he commenced in June 2013 having been that company's CFO from August 2006 to December 2010. Martin is also a Director of ASX listed Resource Base Limited. Most recent past employment was with ASX listed uranium company Toro Energy Ltd (May 2011 to October 2012) where he held the position of General Manager – Marketing & Project Finance. Martin has a strong finance background and specialty covering equity, debt & related project financing tools and commodity off-take negotiation. While employed by Newmont Australia (previously Normandy Mining) his major responsibilities included corporate & project finance, treasury management, asset sales and product contract management. ***Interest in Shares and Options:*** 5,026,797 ordinary shares. ***Special Responsibilities:*** Nil.
Russel Bluck BSc MSc MAIG ***Geoscience Manager*** ***(resigned as a Director on 30 June 2016)***	***Experience:*** Russel resigned as a director on 30 June 2016 following the completion of the recent demerger of the Company's Samphire Uranium Project Assets. Russel has been a Director of UraniumSA from 31 May 2006, prior to its listing on the ASX, and he remains as the Company's Geoscience Manager. Russel has worked in the mineral exploration industry for over 45 years providing geotechnical and corporate consulting services and involved in the formation and listing of junior mining sector companies on the ASX and Canadian stock exchange. Russel was instrumental in the discovery of the Blackbush and Plumbush uranium deposits on the Eyre Peninsula, which were demerged from UraniumSA during the year. ***Interest in Shares and Options:*** 8,430,369 ordinary shares and 5,000,000 unlisted options to acquire further ordinary shares. ***Special Responsibilities:*** Nil.
Damien Connor BCom, CA, GAICD, AGIA ***Company Secretary/CFO***	Damien has been a member of the Institute of Chartered Accountants in Australia since 2002 and has over 15 years finance and accounting experience including 10 years in the mining industry. Damien is a Graduate of the Australian Institute of Company Directors, and has a Graduate Diploma of Applied Corporate Governance with the Governance Institute of Australia. Damien also provides Company Secretary and Chief Financial Officer services to two other ASX Listed entities.

Remuneration Report (audited)

The Directors of UraniumSA Limited present the Remuneration Report in accordance with the Corporations Act 2001 and the Corporations Regulations 2001.

The Remuneration Report is set out under the following main headings:

A. Principles used to determine the nature and amounts of remuneration
B. Details of remuneration
C. Employment Contracts of Directors and other Key Management Personnel
D. Share based compensation

A. Principles used to determine the nature and amounts of remuneration

The Board acts as the remuneration committee as a consequence of the size of the Board and the Group. The Board believes that individual salary negotiation is more appropriate than formal remuneration policies and external advice and market comparisons are sought where necessary. The Board recognises that the attraction of high calibre executives is critical to generating shareholder value. The key management personnel of the Company are the Board of Directors and Executive officers. Note 4 lists the respective names and roles of the Company's key management personnel.

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

- All key management personnel are remunerated based on services provided by each person. Key management personnel receive a superannuation guarantee contribution required by the government of 9.50%, and no key management personnel receive any other retirement benefits. The Board annually reviews the packages of Executive Directors and other key management personnel by reference to the Groups performance, individual performance and comparable information from industry sectors and other listed companies on similar industries.

- The Board may exercise discretion in relation to approving increases, incentives, bonuses and options. The policy is designed to attract the highest calibre of key management personnel and reward them for performance that results in long-term growth in shareholder wealth.

  The Company has an Employee Share Option Plan of which Directors and other key management personnel are eligible and entitled to participate.

- The Board policy is to remunerate non-executive Directors at market rates for comparable companies for time, commitment and responsibilities. The Board determines payments to the non-executive Directors and reviews their remuneration annually, based on market practice, duties and accountability.

  Independent external advice is sought when required. The maximum aggregate amount of fees that can be paid to non-executive Directors is subject to approval by shareholders at the Annual General Meeting (currently $500,000). Fees for non-executive Directors are not linked to the performance of the Company.

  However, to align Directors' interests with shareholder interests, the Directors are encouraged to hold shares in the Company and are able to participate in employee option plans, which may exist from time to time.

  Each member of the executive team has signed a formal contract at the time of their appointment covering a range of matters including duties, rights, responsibilities and any entitlements on termination.

  The standard contract sets out the specific formal job description.

- The Company has not engaged the services of a remuneration consultant during the year.

Performance based remuneration

Performance based remuneration is tailored to increase goal congruence between shareholders, Directors and other key management personnel.

Currently this is facilitated through the issue of options to encourage the alignment of personal and shareholder interests.

Voting and comments made at the Company's 2015 Annual General Meeting

The Company received more than 99% of "yes" votes on its remuneration report for the 2015 financial year. The Company did not receive any specific feedback at the AGM or throughout the year on its remuneration report.

B. Details of Remuneration

The tables below show details of the remuneration received by the Directors and other Key Management Personnel of the Company for the current and previous financial year.

Director and Other Key Management Personnel Remuneration

2016	Short-Term Benefits			Post-Employment Benefit		Share Based Payment		Equity Based Remuneration
	Salary and Fees (paid in cash)	Salary and Fees (settled in shares)	Salary and Fees (unpaid) [1]	Superannuation	Termination Benefit	Shares	Total	
	$	$	$	$	$	$	$	(%)
Directors								
A McCleary	2,500	20,000	22,500	-	-	-	45,000	-
D Paterson	2,000	52,000	6,000	-	-	-	60,000	-
R Bluck [2]	45,662	4,000	6,000	4,338	-	-	60,000	-
M Janes	1,826	14,000	16,000	174		-	32,000	-
Subtotal	51,988	90,000	50,500	4,512	-	-	197,000	
Other Key Management Personnel								
D Connor [3]	73,547	-	43,100	-	-	-	116,647	-
Total	**125,535**	**90,000**	**93,600**	**4,512**	**-**	**-**	**313,647**	

[1] These are amounts that are unpaid at 30 June 2016. The directors may seek shareholder approval to issue shares in respect of these outstanding amounts to directors at the next General meeting of shareholders.

[2] R Bluck resigned as a Director on 30 June 2016.

[3] As at the date of this report, $25,725 of the $43,100 unpaid at year end to D Connor, has been settled in cash.

During the year and subsequently, directors and KMP have continued a policy of reduced cash payments.

2015	Short-Term Benefits			Post-Employment Benefit		Share Based Payment		Equity Based Remuneration
	Salary and Fees (paid in cash)	Salary and Fees (settled in shares)	Salary and Fees (unpaid) [1]	Superannuation	Termination Benefit	Shares	Total	
	$	$	$	$	$	$	$	(%)
Directors								
A McCleary	15,000	15,000	15,000	-	-	-	45,000	-
D Paterson	32,706	-	20,000	-	-	-	52,706	-
R Bluck	109,765	-	20,000	10,428	-	-	140,193	-
M Janes [2]	8,219	5,000	10,000	781		-	24,000	-
Subtotal	165,690	20,000	65,000	11,209	-	-	261,899	
Other Key Management Personnel								
D Connor	96,265	-	6,400	1,916	-	-	104,581	-
Total	**261,955**	**20,000**	**71,400**	**13,125**	**-**	**-**	**366,480**	**-**

[1] On 7 July 2015, shares were issued to A McCleary and M Janes in settlement of their respective unpaid amounts owing, following shareholder approval at the Company's Annual General Meeting held on 21 November 2014. The unpaid amounts owing to D Paterson and R Bluck were settled by the issue of shares, following shareholder approval at the Annual General Meeting held on 19 November 2015.

[2] M Janes was appointed as a director on 2 October 2014.

C. Employment Contracts of Directors and Other Key Management Personnel

Remuneration and other terms of employment for the Directors and other key management personnel are formalised in either contracts of employment or service agreements. The main provisions of the agreements relating to remuneration are set out below:

Name	Base Remuneration [1]	Unit of Measure	Term of Agreement	Notice Period	Termination Benefits
D Paterson	Variable	Hourly rate contract	None	None	None
R Bluck	$48,000	Part-time salary [2]	None	One month	None
D Connor	Variable	Hourly rate contract	None	3 Months	None

1 Base remuneration for R Bluck is inclusive of Superannuation Guarantee Contribution (SGC).

2 R Bluck's employment arrangement at the date of this report remains ongoing and equivalent to an average of 1 day per week.

D. Share Based Compensation

Number of Unlisted Options held by Directors and Key Management Personnel as at 30 June

2016 Key Management Personnel	Balance 1.7.15	Options Issued	Options Exercised	Options Cancelled/ Lapsed	Balance 30.6.16	Total Vested 30.6.16	Total Unvested 30.6.16
A McCleary	-	-	-	-	-	-	-
D Paterson	500,000	-	-	(500,000)	-	-	-
R Bluck	5,000,000	-	-	-	5,000,000	5,000,000	-
R Bluck [1]	75,000	-	-	(75,000)	-	-	-
M Janes [2]	666,667	-	-	-	666,667	666,667	-
D Connor	-	-	-	-	-	-	-
Total	**6,241,667**	**-**	**-**	**(575,000)**	**5,666,667**	**5,666,667**	**-**

1 Indirect related party interest.

2 On 18 July 2016, M Janes exercised 666,667 unlisted options into fully paid ordinary shares in the Company.

All options refer to options over ordinary shares of the Company, which are exercisable on a one-for-one basis under the terms of the Plan. There were no options over ordinary shares in the Company granted as remuneration to Directors or other key management personnel during the year (2015: Nil). During the current reporting period, there were no ordinary shares issued on the exercise of options previously granted as compensation.

During the year the following options previously granted as compensation lapsed:

Name	Number Granted	Exercise Price $	Lapsed/Expiry Date
R Bluck[1]	75,000	$0.20	30/10/2015
D Paterson	500,000	$0.20	30/10/2015

1 Indirect related party interest.

Impact of demerger on options

Following shareholder approval of the demerger on 22 June 2016, the effect on options, as calculated in accordance with ASX Listing Rule 7.22.3, was that the number of options on issue following the demerger remained the same, but the exercise price of each option outstanding was reduced by the amount of capital returned in relation to each Share. The effect of the capital reduction associated with the demerger was detailed in the Notice of Extraordinary General Meeting dated 20 May 2016 and subsequently reported to the ASX on 4 July 2016 after the demerger had taken effect.

2015 Key Management Personnel	Balance 1.7.14	Options Issued	Options Exercised	Options Cancelled/ Lapsed	Balance 30.6.15	Total Vested 30.6.15	Total Unvested 30.6.15
A McCleary	-	-	-	-	-	-	-
D Paterson	500,000	-	-	-	500,000	500,000	-
R Bluck	5,000,000	-	-	-	5,000,000	5,000,000	-
R Bluck [1]	75,000	-	-	-	75,000	75,000	-
M Janes [2]	-	666,667	-	-	666,667	666,667	-
D Connor	400,000	-	-	(400,000)	-	-	-
Total	**5,975,000**	**666,667**	**-**	**(400,000)**	**6,241,667**	**6,241,667**	**-**

1 Indirect related party interest.

2 Prior to becoming a director of the Company, M Janes acquired 666,667 unlisted options through participation in a placement during the year.

D. Share Based Compensation continued

Number of Shares held by Directors and Key Management Personnel as at 30 June

2016 Key Management Personnel	Balance 1.07.15	Non-cash 2016 Director Fees	Non-cash 2016 Executive Fees	Options Exercised	Prior year fees settled in shares / other changes [1]	Balance 30.6.16
A McCleary	5,114,456	1,000,000	-	-	1,632,353	7,746,809
D Paterson	2,351,434	200,000	2,823,529	-	2,732,353	8,107,316
R Bluck [1]	6,123,016	200,000	-	-	1,882,353	8,205,369
R Bluck [3]	225,000	-	-	-	-	225,000
M Janes [4]	2,277,777	700,000	-	-	1,382,353	4,360,130
D Connor	-	-	-	-	-	-
Total	**16,091,683**	**2,100,000**	**2,823,529**	**-**	**7,629,412**	**28,644,624**

1 Included is 3,250,000 shares issued, in aggregate, relating to prior year director & executive fees settled in shares.

2 R Bluck resigned as a director on 30 June 2016.

3 Indirect related party interest.

4 On 18 July 2016, M Janes exercised 666,667 unlisted options into fully paid ordinary shares in the Company.

2015 Key Management Personnel	Balance 1.07.14	Non-cash 2015 Director Fees	Options Exercised	Prior year fees settled in shares / other changes [1]	Balance 30.6.15
A McCleary	2,136,167	833,333	-	2,144,956	5,114,456
D Paterson	-	-	-	2,351,434	2,351,434
R Bluck	4,834,234	-	-	1,288,782	6,123,016
R Bluck [2]	225,000	-	-	-	225,000
M Janes [1]	-	277,777	-	2,000,000	2,277,777
D Connor	-	-	-	-	-
Total	**7,195,401**	**1,111,110**	**-**	**7,785,172**	**16,091,683**

1 Prior to becoming a director of the Company, M Janes acquired 2,000,000 shares through participation in a placement. Amounts for A McCleary, R Bluck and D Paterson relate to prior years' fees settled in shares.

2 Indirect related party interest.

Transactions with Key Management Personnel

None, except for the outstanding directors' fees disclosed above.

End of Audited Remuneration Report

Unissued Shares Under Option

The following options are unexercised at the date of this report:

Grant Date	Option Type	Number of Shares Under Option	Exercise Price [1]	Expiry Date
5 October 2011	Unlisted	5,000,000	$0.1347	5 October 2016
Total		**5,000,000**		

1 The exercise price of each option was reduced in accordance with ASX listing rule requirements, following the demerger; details of which were contained in the Notice of Extraordinary General Meeting dated 20 May 2016.

No shares were issued as a result of exercise of options throughout the year ended 30 June 2016, however subsequent to year end, on 18 July 2016, 4,650,000 unlisted options were exercised into fully paid ordinary shares in the Company.

No option holder has any right under the options to participate in any other share issue of the Company or another entity.

Directors' Report

Non-Audit Services

The Board of Directors is satisfied that the provision of the 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
- nature of the services provided do 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

Details of amounts paid to the auditors of the Company and its related practices for audit and non-audit services provided during the reporting period are set out in Note 5 to the financial statements.

A copy of the Auditor's Independence Declaration as required under s307C of the Corporations Act 2001 is included on page 13 of this Financial Report and forms part of this Directors' report.

Indemnifying Officers or Auditor

During the reporting period, the Company has paid premiums to insure all Officers of the Group.

The liabilities insured are legal costs that may be incurred in defending civil or criminal proceedings that may be brought against the officers in their capacity as officers of the Group, and any other payments arising from liabilities incurred by the officers in connection with such proceedings, other than where such liabilities arise out of conduct involving a wilful breach of duty by the officers or the improper use by the officers of their position or of the information to gain advantage for themselves or someone else to cause detriment to the Group.

Proceedings on Behalf of the Group

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

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

Alice McCleary
Chairman
Adelaide

Dated this 29th day of September 2016

Grant Thornton

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AUDITOR'S INDEPENDENCE DECLARATION
TO THE DIRECTORS OF URANIUMSA LIMITED

In accordance with the requirements of section 307C of the Corporations Act 2001, as lead auditor for the audit of UraniumSA Limited for the year ended 30 June 2016, I declare that, to the best of my knowledge and belief, there have been:

a no contraventions of the auditor independence requirements of the Corporations Act 2001 in relation to the audit; and

b no contraventions of any applicable code of professional conduct in relation to the audit.

Grant Thornton.

GRANT THORNTON AUDIT PTY LTD
Chartered Accountants

J L Humphrey
Partner - Audit & Assurance

Adelaide, 29 September 2016

Statement of Profit or Loss and Other Comprehensive Income for the year ended 30 June 2016

	Notes	Consolidated Group 2016 $	2015 $
Revenue from ordinary activities	2	24,403	43,459
Depreciation and amortisation expense		(4,962)	(16,446)
Employee benefits expense		(242,348)	(278,001)
Occupancy expense		(64,576)	(73,216)
ASX listing and registry expense		(87,334)	(49,651)
Other corporate expenses from ordinary activities		(205,642)	(127,766)
Impairment - exploration assets		(2,250)	(632,363)
Loss before income tax		**(582,709)**	**(1,133,984)**
Income tax benefit	3	-	175,517
Loss for year		**(582,709)**	**(958,467)**
Loss from discontinued operations	26	(229,916)	(558,082)
Loss attributable to members of the parent entity		**(812,625)**	**(1,516,549)**
Other comprehensive income		-	-
Total comprehensive income contributable to the members of the parent entity		**(812,625)**	**(1,516,549)**
Earnings per Share		*Cents*	*Cents*
Basic and diluted loss per share	6	(0.4)	(0.9)

The accompanying notes form part of the financial statements

Statement of Financial Position as at 30 June 2016

	Notes	Consolidated Group 2016 $	Consolidated Group 2015 $
ASSETS			
CURRENT ASSETS			
Cash and cash equivalents	7	149,528	104,964
Trade and other receivables	8	10,944	85,078
Other current assets	9	10,766	22,820
TOTAL CURRENT ASSETS		171,238	212,862
NON-CURRENT ASSETS			
Property, plant and equipment	11	2,562	740,105
Exploration and evaluation assets	12	366,982	14,270,284
TOTAL NON-CURRENT ASSETS		369,544	15,010,389
TOTAL ASSETS		540,782	15,223,251
LIABILITIES			
CURRENT LIABILITIES			
Trade and other payables	13	179,070	113,684
Short-term provisions	14	59,789	63,648
TOTAL CURRENT LIABILITIES		238,859	177,332
NON-CURRENT LIABILITIES			
Borrowings	15	135,000	-
Long-term provisions	14	1,888	1,307
TOTAL NON-CURRENT LIABILITIES		136,888	1,307
TOTAL LIABILITIES		375,747	178,639
NET ASSETS		**165,035**	**15,044,612**
EQUITY			
Issued capital	16	11,924,730	25,993,199
Reserves	17	265,935	272,498
Retained losses		(12,025,630)	(11,221,085)
TOTAL EQUITY		**165,035**	**15,044,612**

The accompanying notes form part of the financial statements

Statement of Change in Equity for the year ended 30 June 2016

	Issued Capital $	Share Option Reserve $	Retained Losses $	Total $
Consolidated Group				
Balance at 30 June 2014	**25,585,141**	**324,820**	**(9,759,616)**	**16,150,345**
Transactions with owners				
Shares issued during the year	408,058	-	-	408,058
Transfer of share option reserve to retained loss	-	(55,080)	55,080	-
Fair value of options issued/vested	-	2,758	-	2,758
Transactions with owners	**25,993,199**	**272,498**	**(9,704,536)**	**16,561,161**
Total loss for year	-	-	(1,516,549)	(1,516,549)
Total other comprehensive income	-	-	-	-
Balance at 30 June 2015	**25,993,199**	**272,498**	**(11,221,085)**	**15,044,612**
Transactions with owners				
Shares issued during the year	729,050	-	-	729,050
Transfer of share option reserve to retained loss	-	(8,080)	8,080	-
Fair value of options issued/vested	-	1,517	-	1,517
Equity distributed at demerger [1]	(14,797,519)	-	-	(14,797,519)
Transactions with owners	**11,924,730**	**265,935**	**(11,213,005)**	**977,660**
Total loss for year	-	-	(812,625)	(812,625)
Total other comprehensive income	-	-	-	-
Balance at 30 June 2016	**11,924,730**	**265,935**	**(12,025,630)**	**165,035**

[1] Refer to Note 26 for further details relating to the demerger.

The accompanying notes form part of the financial statements

Statement of Cash Flows for the year ended 30 June 2016

	Notes	Consolidated Group 2016 $	2015 $
CASH FLOWS FROM OPERATING ACTIVITIES			
Receipts received from consulting services		22,178	8,853
Payments to suppliers and employees		(364,361)	(525,029)
Interest received		3,112	10,242
Research and development tax concession		78,396	97,120
NET CASH (USED IN) OPERATING ACTIVITIES	21	**(260,675)**	**(408,814)**
CASH FLOWS FROM INVESTING ACTIVITIES			
Payments for exploration expenditure		(150,625)	(330,101)
Proceeds from sale of investments		-	26,091
Effect of demerger - Samphire Uranium Limited [1]		(250,686)	-
Proceeds from sale of property, plant and equipment		7,500	74,598
NET CASH (USED IN) INVESTING ACTIVITIES		**(393,811)**	**(229,412)**
CASH FLOWS FROM FINANCING ACTIVITIES			
Proceeds from the issue of shares		399,050	240,000
Proceeds from borrowings	15	300,000	-
NET CASH PROVIDED BY FINANCING ACTIVITIES		**699,050**	**240,000**
Net increase / (decrease) in cash held		**44,564**	**(398,226)**
Cash at the beginning of the financial year		**104,964**	**503,190**
Cash at the end of the financial year	7	**149,528**	**104,964**

[1] On 22 June 2016, shareholders approved the demerger transaction, which included a cash investment in Samphire Uranium Limited prior to the demerger taking effect. Refer Note 26 for further details relating to the demerger.

The accompanying notes form part of the financial statements

Note 1 - Statement Of Significant Accounting Policies

The financial report includes the consolidated financial statements and notes of UraniumSA Limited and controlled entities ('Consolidated Group' or 'Group').

Basis of Preparation

The financial report is a general purpose financial report that has been prepared in accordance with Australian Accounting Standards, Australian Accounting Interpretations, other authoritative pronouncements of the Australian Accounting Standards Board (AASB) and the Corporations Act 2001.

UraniumSA Limited is a for profit entity for the purposes of preparing the financial statements. The financial report has been presented in Australian dollars.

Australian Accounting Standards set out accounting policies that the AASB has concluded would result in a financial report containing relevant and reliable information about transactions, events and conditions to which they apply. Compliance with Australian Accounting Standards ensures that the financial statements and notes also comply with International Financial Reporting Standards. Material accounting policies adopted in the preparation of this financial report are presented below. They have been consistently applied unless otherwise stated.

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

a) Principles of Consolidation

The parent entity controls a subsidiary if it is exposed, or has rights, to variable returns from its involvement with the subsidiary and has the ability to affect those returns through its power over the subsidiary.

A list of controlled entities is contained in Note 10 to the financial statements.

As at reporting date, the assets and liabilities of all controlled entities have been incorporated into the consolidated financial statements as well as their results for the year then ended. Where controlled entities have entered/(left) the Consolidated Group during the year, their operating results have been included/(excluded) from the date control was obtained/(ceased).

All inter-group balances and transactions between entities in the Consolidated Group, including any recognised profits or losses, have been eliminated on consolidation. Accounting policies of subsidiaries have been changed, where necessary, to ensure consistency with those adopted by the parent entity.

Discontinued Operations

The results for business operations demerged during the year or classified as held for sale are disclosed separately as discontinued operations in the income statement. The amount disclosed includes any related impairment losses recognised and any gains or losses arising on disposal.

Comparative amounts for the prior year are restated in the income statement to include current year discontinued operations.

Refer to Note 26 for disclosure of the company's discontinued operation following the demerger which took effect on 30 June 2016.

b) Income Tax

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

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

Deferred income tax expense reflects movements in deferred tax asset and deferred tax liability balances during the year as well as unused tax losses. Current and deferred income tax expense/(income) is charged or credited directly to equity instead of the profit or loss when the tax relates to items that are credited or charged directly to equity.

Deferred tax assets and liabilities are ascertained based on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. Deferred tax assets also result where amounts have been fully expensed but future tax deductions are available. No deferred income tax will be recognised from the initial recognition of an asset or liability, excluding a business combination, where there is no effect on accounting or taxable profit or loss.

Deferred tax assets and liabilities are calculated at the tax rates that are expected to apply to the period when the asset recognised or the liability is settled, based on tax rates enacted or substantively enacted at reporting date. Their measurement also reflects the manner in which management expects to recover or settle the carrying amount of the related asset or liability.

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

Note 1 - Statement Of Significant Accounting Policies continues

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

Tax Consolidation

UraniumSA Limited and its wholly-owned Australian subsidiaries have formed an income tax Consolidated Group under tax consolidation legislation. The Group notified the Australian Tax Office that it had formed an income tax Consolidated Group to apply from 1 July 2006. The tax Consolidated Group has entered a tax funding arrangement whereby each company in the Group contributed to the income tax payable by the Group in proportion to their contribution to the Group's taxable income. Differences between the amounts of net tax assets and liabilities recognised and the net amounts recognised pursuant to the funding arrangement are recognised as either a contribution by, or distribution to the head entity.

c) Property, Plant and Equipment

Property, plant and equipment is carried at cost less where applicable, any accumulated depreciation and impairment losses.

The carrying amount of property, plant and equipment is reviewed annually by Directors to ensure it is not in excess of the recoverable amount from these assets. The recoverable amount is assessed on the basis of the expected net cash flows that will be received from the assets employment and subsequent disposal.

The expected net cash flows have been discounted to their present values in determining recoverable amounts.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably. All other repairs and maintenance are charged to the income statement during the financial period in which they are incurred.

Depreciation

The depreciable amount of all fixed assets, with the exception of land, are depreciated on a straight-line basis over their useful lives to the consolidated entity commencing from the time the assets are held ready for use. Leasehold improvements are depreciated over the shorter of either the unexpired period of the Lease or the estimated useful lives of the improvements. The depreciation rates used for each class of depreciable assets are:

Class of Non-Current Asset	Depreciation Rate	Basis of Depreciation
Plant and equipment	10 - 33%	Straight Line
Buildings	2%	Straight Line

The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at each balance date. An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount.

Gains and losses on disposals are determined by comparing proceeds with the carrying amount. These gains and losses are included in the statement of Profit or Loss and Other Comprehensive Income.

d) Exploration and Evaluation Expenditure

Exploration and evaluation expenditure incurred is accumulated in respect of each identifiable area of interest. These costs are only carried forward to the extent that they are expected to be recouped 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 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 carry forward costs in relation to that area of interest.

Note 1 - Statement Of Significant Accounting Policies continues

Costs of site restoration are provided over the life of the facility 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 clauses of the mining permits. Such costs have been determined using estimates of future costs, current legal requirements and technology on an undiscounted basis.

Any changes in the estimates for the costs are accounted 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.

e) Leases

Leases of fixed assets where substantially all the risks and benefits incidental to the ownership of the asset, but not the legal ownership that are transferred to entities in the consolidated entity are classified as finance leases.

Finance leases are capitalised by recording an asset and a liability at the lower of the amounts equal to the fair value of the leased property or the present value of the minimum lease payments, including any guaranteed residual values. Lease payments are allocated between the reduction of the lease liability and the lease interest expense for the period.

Leased assets are depreciated on a straight-line basis over the shorter of their estimated useful lives or the lease term. Lease payments for operating leases, where substantially all the risks and benefits remain with the lessor, are charged as expenses in the periods in which they are incurred.

Lease incentives under operating leases are recognised as a liability and amortised on a straight-line basis over the life of the lease term.

f) Financial Instruments

Recognition and Initial Measurement

Financial instruments, incorporating financial assets and financial liabilities, are recognised when the entity becomes a party to the contractual provisions of the instrument. Trade date accounting is adopted for financial assets that are delivered within timeframes established by marketplace convention. Financial instruments are initially measured at fair value plus transactions costs where the instrument is not classified as at fair value through profit or loss.

Transactions costs related to instruments classified as at fair value through profit or loss are expensed to profit or loss immediately. Financial instruments are classified and measured as set out below.

Derecognition

Financial assets are derecognised where the contractual rights to receipt of cash flows expires or the asset is transferred to another party whereby the entity no longer has any significant continuing involvement in the risks and benefits associated with the asset. Financial liabilities are derecognised where the related obligations are either discharged, cancelled or expire. The difference between the carrying value of the financial liability extinguished or transferred to another party and the fair value of consideration paid, including the transfer of non-cash assets or liabilities assumed, is recognised in profit or loss.

Classification and Subsequent Measurement

i) Financial assets at fair value through profit or loss

Financial assets are classified at fair value through profit or loss when they are held for trading for the purpose of short term profit taking, where they are derivatives not held for hedging purposes, or designated as such to avoid an accounting mismatch or to enable performance evaluation where a group of financial assets is managed by key management personnel on a fair value basis in accordance with a documented risk management or investment strategy. Realised and unrealised gains and losses arising from changes in fair value are included in profit or loss in the period in which they arise.

ii) Loans and receivables

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

iii) Held-to-maturity investments

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

iv) Available-for-sale financial assets

Available-for-sale financial assets are non-derivative financial assets that are either designated as such or that are not classified in any of the other categories. They comprise investments in the equity of other entities where there is neither a fixed maturity nor fixed determinable payments.

v) Financial liabilities

Non-derivative financial liabilities (excluding financial guarantees) are subsequently measured at amortised cost using the effective interest rate method.

Note 1- Statement Of Significant Accounting Policies continues

g) Impairment of Assets

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

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

h) Interests in Joint Arrangements

The Consolidated Group's share of assets, liabilities, revenue and expenses of joint operations are included in the appropriate items of the consolidated financial statements. Details of the Consolidated Group's interest are shown in Note 18.

i) Employee Benefits

Provision is made for the Group's liability for employee benefits arising from services rendered by employees to balance date. Employee benefits that are expected to be settled within one year have been measured at the amounts expected to be paid when the liability is settled, plus related on-costs. Employee benefits payable later than one year have been measured at the present value of the estimated future cash outflows to be made for these benefits. Those cashflows are discounted using market yields on national government bonds with terms to maturity that match the expected timing of cashflows.

Equity - Settled Compensation

The Group has an Employee Share Option Plan. The bonus element over the exercise price of the employees services rendered in exchange for the grant of shares and options is recognised as an expense in the Statement of Profit or Loss and Comprehensive Income. The total amount to be expensed over the vesting period is determined by reference to the fair value of the shares or the option granted.

j) Provisions

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

k) Cash and Cash Equivalent

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

l) Revenue

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

m) Borrowing Costs

Borrowing costs directly attributable to the acquisition, construction or production of assets that necessarily take a substantial period of time to prepare for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale. All other borrowing costs are recognised in income in the year in which they are incurred.

n) Goods and Services Tax (GST)

Revenues, expenses and assets are recognised net of the amount of GST, except where the amount of GST incurred is not recoverable from the Australian Tax Office. In these circumstances the GST is recognised as part of the cost of acquisition of the asset or as part of an item of the expense.

Receivables and payables in the Statement of Financial Position are shown inclusive of GST.

Cash flows are presented in the Statement of Cash Flows on a gross basis, except for the GST component of investing and financing activities, which are disclosed as operating cash flows.

o) Comparative Figures

When required by accounting standards, comparative figures have been adjusted to conform to changes in presentation of the current financial year.

p) Critical Accounting Estimates and Judgments

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

Key estimates

Impairment

The Group assesses impairment at each reporting date by evaluating conditions specific to the Group that may lead to impairment of assets. Where an impairment trigger exists, the recoverable amount of the asset is determined. Value-in use calculations performed in assessing recoverable amounts incorporate a number of key estimates. Impairment was recognised in respect of exploration and evaluation assets for the year ended 30 June 2016.

Exploration and evaluation

The Group's policy for exploration and evaluation is discussed at Note 1(d).

Demerger/Discontinued operations

The policy for accounting for the Demerger which took effect on 30 June 2016, has been disclosed in Note 1(a) and Note 26.

Note 1- Statement Of Significant Accounting Policies continues

The application of this policy requires the directors to make certain estimates and assumptions as to future events and circumstances. Any such estimates and assumptions may change as new information becomes available. If, after having capitalised exploration and evaluation expenditure, the directors conclude that the capitalised expenditure is unlikely to be recovered by future sale or exploitation, then the relevant capitalised amount will be written off though the statement of profit or loss and other comprehensive income.

q) Accounting standards issued but not yet effective and not been adopted early by the Group

The Directors note the following Accounting Standards which have been issued but are not yet effective at 30 June 2016. These standards have not been adopted early by the group. The director's assessment of the impact of these new standards and interpretations is set out below:

AASB 9 Financial Instruments

AASB 9 introduces new requirements for the classification and measurement of financial assets and liabilities.

These requirements improve and simplify the approach for classification and measurement of financial assets compared with the requirements of AASB 139. The main changes are:

- Financial assets that are debt instruments will be classified based on (1) the objective of the entity's business model for managing the financial assets; and (2) the characteristics of the contractual cash flows.

- Allows an irrevocable election on initial recognition to present gains and losses on investments in equity instruments that are not held for trading in other comprehensive income (instead of in profit or loss).

Dividends in respect of these investments that are a return on investment can be recognised in profit or loss and there is no impairment or recycling on disposal of the instrument.

- Introduces a 'fair value through other comprehensive income' measurement category for particular simple debt instruments.

- Financial assets can be designated and measured at fair value through profit or loss at initial recognition if doing so eliminates or significantly reduces a measurement or recognition inconsistency that would arise from measuring assets or liabilities, or recognising the gains and losses on them, on different bases.

- Where the fair value option is used for financial liabilities the change in fair value is to be accounted for as follows;

• The change attributable to changes in credit risk are presented in other comprehensive income (OCI) and;

• The remaining change is presented in profit or loss.

If this approach creates or enlarges an accounting mismatch in the profit or loss, the effect of the changes in credit risk are also presented in profit or loss.

Otherwise, the following requirements have generally been carried forward unchanged from AASB 139 into AASB 9:

• classification and measurement of financial liabilities; and
• derecognition requirements for financial assets and liabilities.

AASB 9 requirements regarding hedge accounting represent a substantial overhaul of hedge accounting that enable entities to better reflect their risk management activities in the financial statements. Furthermore, AASB 9 introduces a new impairment model based on expected credit losses.

This model makes use of more forward-looking information and applies to all financial instruments that are subject to impairment accounting.

The impairment requirements of AASB 9 may have impact on some of the investment classifications, which at this point in time management has yet to assess the full impact.

AASB 15 Revenue from Contracts with Customers (2014)

AASB 15:

- replaces AASB 118 Revenue, AASB 111 Construction Contracts and some revenue-related Interpretations:
- establishes a new revenue recognition model
- changes the basis for deciding whether revenue is to be recognised over time or at a point in time
- provides new and more detailed guidance on specific topics (e.g., multiple element arrangements, variable pricing, rights of return, warranties and licensing)
- expands and improves disclosures about revenue

The entity is yet to undertake a detailed assessment of the impact of AASB 15. However, based on the entity's preliminary assessment, the Standard is not expected to have a material impact on the transactions and balances recognised in the financial statements when it is first adopted for the year ending 30 June 2018.

r) Going Concern basis of accounting

This financial report has been prepared on the basis of going concern.

The Group incurred a net loss of $812,625 (2015: loss of $1,516,549) and operations were funded by a cash outlay from operating and investing activities of $654,486 (2015: outlay of $638,226). The cash flow projections of the Group indicate that it will require additional capital for continued operations.

The Group's ability to continue as a going concern is contingent on obtaining additional capital, asset sales and/or the use of the available proceeds from the convertible debt facility. If additional capital is not obtained and/or asset sales do not eventuate, then going concern basis may not be appropriate, with the result that the Group may have to realise its assets and extinguish its liabilities, other than in the ordinary course of business and at amounts different from those stated in the financial report. No allowance for such circumstances has been made in the financial report.

The financial report was authorised for issue on 29 September 2016 by the Board of Directors.

	Consolidated Group	
	2016	2015
	$	$

Note 2 - Revenue

	2016 $	2015 $
Operating activities		
- Serviced office space [1]	13,876	8,472
- Interest received	3,070	7,778
- Net gain on sale of investment	-	26,091
- Profit on sale of property, plant and equipment	7,457	1,118
Total Revenue	24,403	43,459

[1] Serviced office space represent amounts received from non-related parties.

Note 3 - Income Tax Benefit

	2016 $	2015 $
a) The components of income tax benefit comprise:		
Current tax	-	175,517
	-	175,517
b) The prima facie tax on loss from ordinary activities before income tax is reconciled to the income tax as follows: 30% (2015: 30%):		
Net Loss	(812,625)	(1,692,066)
Prima facie tax benefit on loss from ordinary activities before income tax at 30%	(243,787)	(507,620)
Add/(less):		
Tax effect of:		
- Capital Gain on demerger	932,654	-
- Non-allowable items	(80,807)	942
	608,060	(506,678)
Research and development tax concession	-	175,517
Tax effect of temporary differences not brought to account as they do not meet the recognition criteria	608,060	506,678
Income Tax attributable to operating loss	-	175,517
c) Unused tax losses for which no deferred tax asset has been recognised	6,112,726	6,876,647

The demerger, as detailed in Note 26, has resulted in a capital gain of approximately $3.1m. The exact amount of tax losses utilised will be determined following the completion of the Company's income tax return for the year ended 30 June 2016.

Note 4 - Key Management Personnel Compensation

a) Names and positions held of consolidated entity key management personnel in office at any time during the financial year are:

Alice McCleary	Non-Executive Chairman
David Paterson	Executive Director/Acting CEO
Martin Janes	Non-Executive Director
Russel Bluck	Executive Director (resigned 30 June 2016)/Geoscience Manager
Damien Connor	Chief Financial Officer & Company Secretary

Other than those employees of the Company listed above there are no additional key management personnel.

b) Key Management Personnel Compensation

Refer to the Remuneration Report contained in the Directors' Report for details of the remuneration paid or payable to each member of the Group's key management personnel (KMP) for the year ended 30 June 2016.

The total remuneration paid to KMP of the Group during the year is as follows:

	2016 $	2015 $
Short term benefits [1]	309,135	353,355
Post-employment benefits	4,512	13,125
Share - based payments	-	-
	313,647	**366,480**

[1] included is an amount of $93,600 that remains unpaid at 30 June 2016 (30 June 2015: $71,400)

Note 5 - Auditors' Remuneration

	Consolidated Group 2016 $	2015 $
Remuneration of the auditor for:		
- auditing or review of the financial report	27,153	25,773
- taxation services provided by the practice of the auditor	4,900	4,175
	32,053	29,948

Note 6 - Earnings Per Share (EPS)

Reconciliation of earnings to Loss

	2016 $	2015 $
Loss for year used to calculate basic EPS	(812,625)	(1,516,549)

	Number	Number
a) Weighted average number of ordinary shares outstanding during the year used in calculation of basic and diluted EPS	189,199,836	175,966,691

b) In accordance with AASB 133 "Earnings per Share" as potential ordinary shares may only result in a situation where their conversion results in decrease on profit per share or increase in loss per share, no dilutive effect has been taken into account.

	Consolidated Group 2016 $	Consolidated Group 2015 $
Note 7 - Cash And Cash Equivalents		
Short term deposits	35,000	35,000
Cash at bank and on hand	114,528	69,964
	149,528	104,964

The effective interest rate on short term bank deposits was 2.55% (2015: 2.50%). These deposits have an average maturity of 60 days (2015: 60 days). The Group's exposure to interest rate risk is summarised at Note 25.

Note 8 - Trade And Other Receivables

	2016 $	2015 $
GST receivable	10,919	5,769
Accrued interest	25	68
Research & development tax concession	-	78,396
Other receivables	-	845
	10,944	85,078

At 30 June 2016 the Group did not have any receivables which were outside normal trading terms (past due but not impaired).

Note 9 - Other Current Assets

	2016 $	2015 $
Prepayments	10,766	22,820

Note 10 - Investments In Controlled Entities

	Country of Incorporation	Percentage Owned (%) 2016	Percentage Owned (%) 2015
Parent Entity			
UraniumSA Limited	*Australia*		
Subsidiaries of UraniumSA Limited			
Samphire Uranium Limited [2]	*Australia*	- [1]	-
S Uranium Pty Ltd [3]	*Australia*	- [1]	100
Angus Resources Pty Ltd	*Australia*	- [1]	100
Fatjack Pty Ltd	*Australia*	100	100
Boston Minerals Pty Ltd	*Australia*	100	100

1 This company left the UraniumSA Limited group on 30 June 2016 as part of the demerger of the Company's Samphire Project Uranium Assets. Refer to Note 26 for further details of the demerger.

2 Samphire Uranium Limited (ACN 613 018 385) was incorporated on 15 June 2016 as a wholly owned subsidiary of UraniumSA Limited.

3 During the year ended 30 June 2016 Samphire Uranium Pty Ltd changed its name to S Uranium Pty Ltd.

Note 11 - Property, Plant And Equipment

	Consolidated Group 2016 $	Consolidated Group 2015 $
i) Plant and Equipment at cost	199,588	886,949
Accumulated depreciation	(197,026)	(841,844)
Balance at 30 June	2,562	45,105
Movements in carrying amounts:		
Balance at the beginning of the year	45,105	194,967
Disposals	(43)	(63,327)
Impact of demerger [1]	(6,923)	-
Depreciation	(35,577)	(86,535)
Balance at 30 June	2,562	45,105
ii) Land at cost	-	695,000
Balance at 30 June	-	695,000
Movements in carrying amounts:		
Balance at the beginning of the year	695,000	1,258,082
Disposals	-	(5,000)
Impact of demerger [1]	(695,000)	-
Impairment - revaluation to market value	-	(558,082)
Balance at 30 June	-	695,000
iii) Buildings at cost	-	-
Accumulated depreciation	-	-
Balance at 30 June	-	-
Movements in carrying amounts:		
Balance at the beginning of the year	-	5,223
Disposals	-	(5,152)
Depreciation	-	(71)
Balance at 30 June	-	-
Total property, plant and equipment	**2,562**	**740,105**

[1] These assets that were held in the UraniumSA Limited Group prior to becoming assets of the Samphire Uranium Limited Group of companies as part of the demerger that took effect on 30 June 2016. Refer Note 26 for further details regarding the demerger.

	Consolidated Group	
	2016	**2015**
	$	**$**
Note 12 - Exploration And Evaluation Assets		
Costs carried forward in respect of areas of interest in:		
Exploration and evaluation phases at cost	366,982	14,270,284
	366,982	14,270,284
a) Movements in carrying amounts:		
Exploration and evaluation		
Balance at the beginning of the year	14,270,284	14,521,233
Amounts capitalised during the year	150,624	381,414
Impairment expense	(201,551)	(632,363)
Impact of demerger [1]	(13,852,375)	-
Balance 30 June	366,982	14,270,284

[1] These are exploration assets that were held in the UraniumSA Limited Group prior to becoming assets of the Samphire Uranium Limited Group of companies as part of the demerger that took effect on 30 June 2016. Refer Note 26 for further details regarding the demerger.

During the year $0 (2015: $70,160) of equipment depreciation was included in amounts capitalised as exploration and evaluation costs. A summary by tenement is included at Note 18.

Note 13 - Trade And Other Payables

	2016 $	2015 $
Unsecured liabilities:		
Trade payables [1]	79,336	17,627
Other payables and accruals [2]	99,734	96,057
	179,070	113,684

[1] All trade payables as at 30 June 2016 have been paid in cash as at the date of this report.

[2] Included in the amount outstanding at 30 June 2016 is:

a) $50,500 owing to directors of the Company in respect of directors fees for the six months to 30 June 2016. The matter of settling there amounts by the issue of shares has been discussed and directors may seek shareholder approval to issue shares in respect of these outstanding amounts to directors at the next General meeting of shareholders; and

b) $17,375 owing to D Connor, Company Secretary, which may be settled in shares or cash at a future point in time.

Note 14 – Provisions

	2016 $	2015 $
CURRENT		
Employee entitlements	59,789	63,648
NON CURRENT		
Employee entitlements	1,888	1,307

Note 15 - Borrowings

Financing Facility

On 30 April 2015 the Company announced it had entered into a $300,000 secured convertible debt facility (the "Facility") with the Company's largest shareholder (the "Lender"). The Facility enables the Company to draw progressively up to $300,000.

The key features of the facility are as follows:

- An interest rate of 7% per annum on drawn funds, and a Facility fee of 2% per annum on undrawn funds.
- Establishment fee of $15,000 to be paid to the Lender in fully paid ordinary shares in the Company (on 4 May 2015, 750,000 fully paid ordinary shares were issued).
- Facility is guaranteed by S Uranium Pty Ltd (SUPL) and security comprises its assets, being leasehold land and 2 exploration titles (see note below regarding effect of the demerger).
- The Lender may at any time 6 months after the initial drawdown date or within 15 days of loan redemption or a Repayment Trigger convert any of the drawn amount into ordinary shares of UraniumSA at the lesser of 2.0 cents or 15% discount to 5 day VWAP.
- Repayment Triggers comprise:
  (a) UraniumSA raises in total more than $1.0 million cash from new equity by way of placement, rights issue, exercise of options and/or SPP.
  (b) UraniumSA or SUPL sells an interest in any of its assets for an amount greater than $1.0 million.
  (c) Any change of control involving UraniumSA or SUPL
- The Facility, together with any outstanding interest and all other outstanding amounts under the Facility, is to be repaid in full on or before the earlier of:
  (a) 18 months from acceptance of the Offer by UraniumSA or a date 12 months later as may be agreed in writing by the Lender and UraniumSA (see note below regarding an extension to the Facility term); and
  (b) a Repayment Trigger event occurs.
- Customary conditions precedent, warranties and undertakings for a facility of this type also apply.
- The Facility is subject to the provisions of the ASX Listing Rules and the Corporations Act.

Facility Extension

On 1 March 2016, the Lender agreed to extend the term of the Facility by 18 months from 4 November 2016. The Facility maturity date is now 3 May 2018. On 3 March 2016, the Company issued the Lender 588,235 fully paid ordinary shares in the Company as consideration for the 18 month term extension. The fair value of the shares was $10,000.

Drawdown and Repayments

During the year, the Company progressively drew down against the facility and on 11 March 2016 the Facility was fully drawn to $300,000.

On 22 June 2016 the Lender was issued 12,364,181 fully paid ordinary shares in the Company in satisfaction of $165,000 of the outstanding balance.

At 30 June 2016 the Company owes $135,000 against the Facility, and this remains at the date of this report.

Effect of Demerger

The demerger of the Company' Samphire Uranium Project Assets took effect on 30 June 2016, following shareholder approval of the demerger on 22 June 2016 at the Extraordinary General Meeting (EGM). The Notice of Extraordinary General Meeting dated 20 May 2016 (Notice) provided details of the demerger transaction, detailing the Company's intention to extinguish the Facility shortly after the EGM following shareholder approval of the demerger.

As stated earlier, a key feature of the Facility is that it was guaranteed by S Uranium Pty Ltd (SUPL) and that security comprises its assets, being leasehold land and 2 exploration titles. Following approval of the demerger transaction, SUPL was demerged from the UraniumSA Limited group of companies, and with it the security over the outstanding Facility balance from 30 June 2016 forward. Therefore, as at 30 June 2016 and as at the date of this report, the outstanding balance is unsecured by UraniumSA assets.

Note 16 - Issued Capital

30 June 2016	Consolidated Group Number of Shares	30 June 2016 $
a) Issued and paid up capital		
Fully paid ordinary shares	226,520,536	11,924,730
Movements in fully paid ordinary shares		
Balance as at 1 July 2015	181,921,038	25,993,199
Shares issued - directors (3 July 2015)	1,250,000	25,000
Shares issued - directors (23 November 2015)	2,000,000	40,000
Shares issued - directors (11 January 2016)	2,000,000	42,000
Shares issued - facility extension fee (3 March 2016)	588,235	10,000
Shares issued - Share Purchase Plan (19 May 2016)	23,473,553	399,050
Shares issued - directors (22 June 2016)	2,823,529	48,000
Shares issued - facility conversion (22 June 2016)	12,364,181	165,000
In-specie distribution of capital on demerger [1]	n/a	(14,797,519)
Balance as at 30 June 2016	226,520,536	11,924,730

30 June 2015	Number of Shares	30 June 2015 $
b) Issued and paid up capital		
Fully paid ordinary shares	181,921,038	25,933,199
Movements in fully paid ordinary shares		
Balance as at 1 July 2014	162,274,756	25,585,141
Shares issued - placement (12 September 2014)	12,000,000	240,000
Shares issued - directors (25 November 2014)	5,785,172	133,058
Shares issued - directors (12 January 2015)	1,111,110	20,000
Shares issued - facility establishment fee (4 May 2015)	750,000	15,000
Balance as at 30 June 2015	181,921,038	25,993,199

1 This is the value of the capital reduction at demerger which took effect on 30 June 2016. Refer to Note 26 for further details regarding the demerger.

Ordinary shares participate in dividends and the proceeds on winding up of the parent entity in proportion to the number of shares held. At shareholders meetings each ordinary share is entitled to one vote when a poll is called, otherwise each shareholder has one vote on a show of hands.

c) Options on Issue

Details of the share options outstanding as at the end of the year are set out below:

Grant Date	Options	Expiry Date	Exercise Price	30 June 2016	30 June 2015
31-Oct-12	Director options	30-Oct-15	0.2000	-	500,000
31-Oct-12	Employee options	30-Oct-15	0.2000	-	300,000
02-Apr-14	Placement	02-Apr-16	0.0600	-	5,000,000
5-Oct-11	Director options	5-Oct-16	0.1347 [1]	5,000,000	5,000,000
12-Sept-14	Placement	12-Sept-16	0.0000 [1, 2]	4,000,000	4,000,000
25-Nov-14	Employee options	25-Nov-17	0.0000 [1, 2]	650,000	650,000
				9,650,000	15,450,000

1 The exercise price of each option was reduced, in accordance with ASX listing rule requirements, following the demerger which took effect on 30 June 2016; details of which were contained in the Notice of Extraordinary General Meeting dated 20 May 2016. Refer to Note 26 for further details about the demerger.

2 On 18 July 2016, 4,650,000 options with an exercise price of zero were exercised into fully paid ordinary shares in the Company.

All Options are unlisted.

Note 16 - Issued Capital continued

d) Capital Management

The Company entered into a $300,000 secured convertible debt facility ('Facility') with its largest shareholder in the prior year. During the year ended 30 June 2016 the Company drew a total of $300,000 against the Facility, being the maximum available under the Facility.

On 1 March 2016, the Lender agreed to extend the term of the Facility by 18 months from 4 November 2016. The Facility maturity date is now 3 May 2018. On 3 March 2016, the Company issued the Lender 588,235 fully paid ordinary shares in the Company as consideration for the 18 month term extension. The fair value of the shares was $10,000.

On 22 June 2016 the lender converted $165,000 of the outstanding amount into fully paid ordinary shares in the Company. The Facility amount outstanding as at 30 June 2016 is $135,000.

See Note 15 for further details regarding the material terms of the Facility.

	Consolidated Group	
	2016	**2015**
	$	**$**
Note 17 - Reserves		
a) Share Option Reserve		
The share option reserve records items recognised as an expense on valuation of employee share options.	265,935	272,498
Total reserves at reporting date	265,935	272,498

Note 18 - Tenements And Joint Ventures

The Group's interest in tenements and unincorporated joint ventures are as follows:

Project	Tenement	Commodity	Carrying value $ (2016)	Carrying value $ (2015)
Wild Horse Plain [1]	EL 4693	Uranium	-	472,759
Mullaquana [1]	EL 4979	Uranium, Base Metals	-	13,118,265
Midgee [1]	EL 5426	Uranium, Base Metals	-	346,812
Murninnie [1]	EL 5440	Uranium, Base Metals	-	11,049
Muckanippie [2]	ELA 2016/00011(EL 4694 renewal)	Base Metals	338,828	316,899
Sheoak Hill	ELA 2015/00113	Uranium, Base Metals	26,238	750
Lock	ELA 2015/00114	Uranium, Base Metals	750	750
Whymlet [3]	ELA 2015/00126	Base Metals, Uranium	1,166	750
North Well [4]	ELA 2015/00127	Uranium, Base Metals	-	750
Mahanewo [4]	ELA 2015/00128	Uranium, Base Metals	-	750
Beacon Hill [4]	ELA 2015/00129	Uranium, Base Metals	-	750
Carrying value of exploration costs			366,982	14,270,284

1 These tenements left the UraniumSA Limited group of companies on 30 June 2016 as part of the demerger. Refer to Note 26 for further details regarding the demerger.

2 A renewal term for this tenement has been accepted by the Company. A new Exploration Licence number for this tenement will be issued by the Department of State Development (DSD) in due course.

3 Subsequent to year end the Company has accepted an offer of an Exploration Licence from DSD in respect of this application. An Exploration Licence number will be issued by DSD in due course.

4 The Company did not proceed with the tenement applications and the amounts capitalised were expensed to the profit or loss and during the period.

All tenements are within South Australia.

The Group's farmed-in interests in unincorporated joint venture operations are noted below:

Name of EL	Principal activity	Joint venture partner	2016	2015
Midgee [1]	Mineral exploration	Hiltaba Gold Pty Ltd	0%	73%
Wild Horse Plain [1]	Mineral exploration	Archer Exploration Ltd	0%	100%

1 The interest in this tenement left the UraniumSA Limited group of companies on 30 June 2016 as part of the demerger. Refer to Note 26 for further details regarding the demerger.

The Group's Farmed-out interests in unincorporated joint venture operations are noted below:
The group does not have any farmed-out interests as at 30 June 2016 (2015: None).

Note 19 – Expenditure Commitments and Contingencies

(a) Expenditure Commitments

	Consolidated Group 2016 $	Consolidated Group 2015 $
Capital commitments relating to joint ventures and tenements		
The Group are required to meet minimum expenditure requirements of various Australian Government bodies and joint ventures. These obligations are subject to re-negotiation, may be farmed out or may be relinquished and have not been provided for in the financial statements.		
Exploration expenditure commitments		
- Expenditure commitment	200,000	1,133,000
Operating Lease commitments		
Commitments for minimum lease payments in relation to non-cancellable operating leases not provided for in the financial statements.		
Expenditure commitments		
- due within one year	-	20,826
- due within 1-5 years	-	-
	-	20,826

b) Contingencies

The Group did not have any contingent liabilities as at 30 June 2016.

The Company previously reported in the 2015 Annual Report that an action by a landowner had been lodged against Samphire Uranium Pty Ltd (now named S Uranium Pty Ltd) in the Warden's Court, regarding access and compensation and that the company was defending the action.

As a result of the demerger, which took effect on 30 June 2016, S Uranium Pty Ltd is no longer a member of the UraniumSA Limited group of companies. As of 30 June 2016 S Uranium Pty Ltd is part of the demerged Samphire Uranium Limited group of companies. UraniumSA is not a party to the above mentioned landowner action, therefore as at 30 June 2016 and going forward, has no exposure in respect of the matter . Refer to Note 26 for details regarding the demerger.

Note 20 - Segment Information

The Directors have considered the requirements of AASB 8 - Operating Segments and the internal reports that are reviewed by the chief operating decision maker (the Board) in allocating resources have concluded at this time there are no separately identifiable segments.

Note 21 - Cash Flow Information

Reconciliation of cash flows from operations with Loss from ordinary activities after income tax

	Consolidated Group	
	2016 $	2015 $
Loss from ordinary activities after income tax	(812,625)	(1,516,549)
Non cash flows in loss;		
- Depreciation expense (net of capitalisation)	35,577	16,446
- Share-based payments	1,517	2,758
- Exploration expensed	201,551	632,363
- Revaluation of land - to fair value	-	558,082
- Net (gain)/loss on disposal of investments	-	(26,091)
- Net (gain)/ loss on disposal of property, plant and equipment	(7,457)	(1,118)
Changes in assets and liabilities;		
- Decrease/(Increase) in trade and other receivables	85,360	(72,134)
- Increase in trade and other payables	238,679	74,935
- Increase/(Decrease) in provisions	(3,277)	(77,506)
Net cash used in operating activities	(260,675)	(408,814)

Note 22 - Share-based Payments

Fully Paid Ordinary Shares

2016

- On 3 July 2015, A McCleary was issued 750,000 fully paid ordinary shares in the Company in respect of $15,000 of director fees owing to her for the service period 1 January 2015 to 30 June 2015. Shareholder approval for the issue was granted at the Annual General Meeting held on 14 November 2014.
- On 3 July 2015, M Janes was issued 500,000 fully paid ordinary shares in the Company in respect of $10,000 of director fees owing to him for the service period 1 January 2015 to 30 June 2015. Shareholder approval for the issue was granted at the Annual General Meeting held on 14 November 2014.
- On 23 November 2015, D Paterson and R Bluck were each issued 500,000 fully paid shares (1,000,000 shares in aggregate) in respect of $20,000 of unpaid executive fees owing to each of them ($40,000 in aggregate) as at 30 June 2015, relating to past executive services to the Company. Shareholder approval for the issue was granted at the Annual General Meeting held on 19 November 2015.
- Shareholder approval was granted at the Company's Annual General Meeting on 19 November 2015, to issue fully paid ordinary shares up to the value of $42,500 to A McCleary, $30,000 to M Janes, $10,000 to D Paterson, and $10,000 to R Bluck, in respect of director fees for the year ended 30 June 2016.

  On 11 January 2016, fully paid ordinary shares were issued in respect of fees owing to directors for the service period 1 July 2015 to 31 December 2015. A McCleary was issued 1,000,000 fully paid ordinary shares in respect of $20,000 owing; M Janes was issued 700,000 fully paid ordinary shares in respect of $14,000 owing; D Paterson and R Bluck were each issued 200,000 fully paid ordinary shares (400,000 in aggregate) in respect of $4,000 owing to each of them ($8,000 in aggregate).

  As at 30 June 2016, an amount of $50,500, in aggregate, has been accrued in respect of fees owing to directors for the service period 1 January 2016 to 30 June 2016. The directors will seek further approval at the next General Meeting of shareholders to enable these director fees to be paid in shares.
- On 22 June 2016, D Paterson was issued 2,823,529 fully paid ordinary shares in the Company following shareholder approval at the Extraordinary General Meeting of shareholders held on 22 June 2016 (EGM). At the EGM, shareholders approved to issue D Paterson fully paid ordinary shares equivalent to $48,000 in respect of executive fees owing to him for the 12 months ended 30 June 2016.

Note 22 - Share-based Payments continued

2015

- Shareholder approval was granted at the Company's Annual General Meeting held on 21 November 2014, to issue A McCleary fully paid ordinary shares equivalent to $30,000, for director fees for the year ended 30 June 2015. On 12 January 2015, A McCleary was issued 833,333 fully paid ordinary shares in respect of $15,000 of fees owing to her for the service period 1 July 2014 to 31 December 2015. As at 30 June 2015 a further amount of $15,000 was accrued in respect of fees owing to her for the service period 1 January 2015 to 30 June 2015, and have been subsequently settled by the issue of shares.
- Shareholder approval was granted at the Company's Annual General Meeting held on 21 November 2014, to issue M Janes fully paid ordinary shares equivalent to $15,000, for director fees for the 9 months ended 30 June 2015. On 12 January 2015, M Janes was issued 277,777 fully paid ordinary shares in respect of $5,000 of fees owing to him for the service period 1 October 2014 to 31 December 2015. As at 30 June 2015 a further amount of $10,000 was accrued in respect of fees owing to him for the service period 1 January 2015 to 30 June 2015, and have been subsequently settled by the issue of shares.

Unlisted Options

2016

- There were no share based payment arrangements involving the issue of unlisted options during the year ended 30 June 2016.

Subsequent to year end, on 18 July 2016, 650,000 unlisted options, issued in the prior year as share based payments, were exercised into fully paid ordinary shares in the company. The exercise price of each option at the time of issue (25 November 2014) was $0.06 each. The exercise price was subsequently reduced to zero, in accordance with ASX listing rule requirements, following the demerger which took effect on 30 June 2016; details of which were contained in the Notice of Extraordinary General Meeting dated 20 May 2016. Refer to Note 26 for further details about the demerger.

2015

- On 25 November 2014, 650,000 share options were granted as part of UraniumSA Employee Share Scheme, for employees to take up ordinary shares at an exercise price of $0.06. The options have no voting rights. At 30 June 2015, none of these options had been exercised. The fair value of the options issued was $2,418. All options granted are over ordinary shares in UraniumSA Limited, which confer a right of one ordinary share for every option held.

	Consolidated Group	
	2016	**2015**
	Number of Unlisted Options	**Number of Unlisted Options**
Unlisted Options		
Balance at the beginning of the period	6,450,000	7,300,000
- Options granted during the period	-	650,000
- Options exercised during the period	-	-
- Options expired during the period	(800,000)	(1,500,000)
- Options forfeited/cancelled during the period	-	-
Balance at the end of the period	**5,650,000**	**6,450,000**

The options outstanding at 30 June 2016 had a weighted average exercisable price of $0.1192 and a weighted average remaining contractual life of 0.84 years. The fair value of options issued during the year as remuneration were calculated by using a Black-Scholes option pricing model . Historical volatility has been the basis for determining expected share price volatility as it is assumed that this is indicative of future tender, which may not eventuate. The life of the options is based on the historical exercise patterns, which may not eventuate in the future. Included under employee benefits expense in the statement of profit and loss is $1,517 (2015: $2,588) which relates in full, to equity settled share-based payment transactions. None of the share options expense was capitalised as exploration expenditure during the period (2015: $170).

Note 23 - Events After The Reporting Date

- On 18 July 2016 4,650,000 unlisted options were exercised into fully paid ordinary shares in the Company. The company did not receive any funds from the exercise of these options as the exercise price of each option was reduced to zero, in accordance with ASX listing rule requirements, following the demerger which took effect on 30 June 2016. Further details of the demerger effect on options was contained in the Notice of Extraordinary General Meeting dated 20 May 2016. Refer to Note 26 for further details regarding the demerger.
- On the 14 September 2016 the Company announced a Placement of 34,285,714 fully paid ordinary shares in the Company at $0.007 per share, to sophisticated investors to raise $240,000. The shares were issued on 14 September 2016.

Other than as detailed above and elsewhere in this report, no matters or circumstances have arisen since the end of the financial year which has significantly or may significantly affect the operations of the Group, the results of those operations, or the state of affairs of the Group in future financial years.

Note 24 - Related Party Transactions

a) Subsidiaries

Interests in subsidiaries are disclosed in Note 10.

b) Key Management Personnel

Disclosures relating to Key Management Personnel are set out in Note 4 and the Remuneration Report. Amounts that remain outstanding to Key Management Personnel at year end are also disclosed in Note 13.

c) Other transactions with related parties

There are no transactions with related parties at year end.

Note 25 - Financial Risk Management

a) Financial Risk Management Policies

The Group's financial instruments consist mainly of deposits with banks, short-term investments, accounts receivable and payables. The Group does not currently undertake hedging of any kind and is not directly exposed to currency risk.

The Group does not have a formally established treasury function. The Board meets on a regular basis to analyse financial risk exposure and to evaluate treasury management strategies in the context of the most recent economic conditions and forecasts.

The Board's overall risk management strategy seeks to assist the Group in meeting its financial targets, whilst minimising potential adverse effects on financial performance.

The main risk the Group is exposed to through its financial instruments is interest rate risk. The Group holds the following financial instruments:

	Weighted Average Effective Interest Rate		Interest Bearing		Non-Interest Bearing		Total	
	2016 %	2015 %	2016 $	2015 $	2016 $	2015 $	2016 $	2015 $
Financial Assets								
Cash at bank	2.35	2.35	114,528	69,964	-	-	114,528	69,964
Deposits	2.55	2.50	35,000	35,000	-	-	35,000	35,000
Trade and other receivables	-	-	-	-	10,944	85,078	10,944	85,078
Total Financial Assets			**149,528**	**104,964**	**10,944**	**85,078**	**160,472**	**190,042**
Financial Liabilities								
Trade and other payables	-	-	-	-	(179,070)	(113,684)	(179,070)	(113,684)
Borrowings	7.00	-	(135,000)	-	-		(135,000)	-
Total Financial Liabilities			(135,000)	-	(179,070)	(113,684)	(314,070)	(113,684)
Total Net Financial Assets			**14,528**	**104,964**	**(168,126)**	**(28,606)**	**(153,598)**	**76,358**

Note 25 - Financial Risk Management continued

Net Fair Value of Financial Assets and Liabilities

The net fair value of cash and cash equivalents and non- interest bearing monetary financial assets and financial liabilities of the Group approximate their carrying value.

The net fair value of other monetary financial assets and financial liabilities is based on discounting future cash flows by the current interest rates for assets and liabilities with similar risk profiles. The balances are not materially different from those disclosed in the Statement of Financial Position of the Group.

b) Interest Rate Risk & Sensitivity Analysis

Interest Rate Risk

Interest rate risk is managed with a mixture of fixed and floating rate cash deposits. It is the policy of the Group to keep surplus cash in higher yielding deposits.

Sensitivity Analysis- Interest Rates

The Group has performed a sensitivity analysis relating to its exposure to interest rate risk at balance date. This sensitivity analysis demonstrates the effect on the current year results and equity which could result from a change in these risks. The assessment of the impact of interest rate sensitivity for 30 June 2016 is minor given the low cash balance at year end. Any impacts would be in relation to deposit yields on cash investments.

c) Credit Risk

Credit risk is managed on a Group basis. Credit risk arises from cash and cash equivalents and deposits with banks and financial institutions, as well as credit exposures to customers, including outstanding receivables and committed transactions, and represents the potential financial loss if counterparties fail to perform as contracted.

The Group has no significant concentrations of credit risk and cash term deposits are limited to high credit quality financial institutions.

The carrying amount of the Group's financial assets represents the maximum credit exposure. Refer to the table above within Note 25 (a) for weighted average interest rates and floating and fixed interest financial instruments.

d) Liquidity Risk

Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of committed credit facilities to meet obligations when due and close out market positions.

The Board of Directors are ultimately responsible for Group's liquidity risk management. Liquidity risk is managed by maintaining adequate reserves and investing surplus cash only in major financial institutions.

During the prior year ended 30 June 2015, the Company entered into a $300,000 secured convertible debt facility ('Facility') with its largest shareholder. See Note 15 for further details regarding the material terms of the Facility and associated drawdowns and repayments that occurred during the year ended 30 June 2016.

At the end of the reporting period the Group held cash and at call deposits of $149,528 (2015: $104,964) and debt of $135,000.

Note 26 – Discontinued Operations (Demerger of Samphire Uranium Project Assets)

UraniumSA demerged its Samphire Uranium Project Assets (consisting all of the assets of Samphire Uranium Limited) effective 30 June 2016, following shareholder approval the Extraordinary General Meeting held on 22 June 2016.

The Samphire Uranium Project Assets are now owned and operated by Samphire Uranium Limited (Samphire), which is an unlisted public company, and stands alone from the UraniumSA Limited group of companies.

The demerger was implemented by distributing all of the shares UraniumSA held in SUL in-specie to shareholders on a 1 for 1 basis, meaning that shareholders held an equal number of shares in both UraniumSA and SUL at demerger.

The demerger has created two separately focussed companies that allows different funding and development strategies to be applied to their respective exploration businesses. The demerger also has the benefit of maintaining the value of the Samphire Project Uranium Assets at a reduced cost inside an unlisted public company.

Accounting for demerger transactions is addressed in Interpretation 17: Distributions of Non-cash Assets to Owners. In accordance with this interpretation and AASB 137: Provisions, Contingent Liabilities and Contingent Assets. A list of the entities demerged and further information on the accounting for demerger transactions were set out in the Notice of Extraordinary General Meeting dated 20 May 2016.

Financial information for Samphire for the period up to the date of demerger and other discontinued operations is summarised below:

A) Statement of Profit or Loss and Cash Flow Information

Prior to the demerger, the entities that comprise Samphire were subsidiaries set up for the purposes of holding exploration licences (ELs), minor exploration equipment and undertaking exploration activities on those ELs. All expenditure was capitalised and there were no other material operating expenses or income generated by Samphire. The exploration activity undertaken prior to demerger was solely funded by its holding company at the time, UraniumSA Limited.

Statement of Profit or Loss and Cash Flow

	2016 $	2015 $
Income	-	-
Impairment expense - land	-	558,082
Impairment expense – exploration assets	199,301	-
Depreciation [1]	30,615	-
Other operating expenses	-	-
Loss for the year from discontinued operations	**229,916**	**558,082**
Net cash (outflow)/inflow from operating activities	-	-
Net cash outflow from investing activities	(97,507)	(297,319)
Net cash inflow from financing activities	347,337	297,319
Net increase in cash and cash equivalents	**249,830**	**-**

1 Depreciation in the 2015 comparative year was capitalised as exploration expenditure. Given the low utilisation of the exploration plant & equipment during the 2016 period up to the date of the demerger, depreciation associated with that equipment was not capitalised as exploration expenditure.

B) Profit on Demerger

There was no accounting profit at demerger. The Company has included approximately $3.1m as a capital gain for tax purposes.

Note 26 – Discontinued Operations (Demerger of Samphire Uranium Project Assets) continued

C) Statement of Financial Position Information

The carrying amounts of assets and liabilities subject to the demerger and removed from the UraniumSA Limited Statement of financial position at 30 June 2016 were:

	2016 $	2015 $
ASSETS		
Cash and cash equivalents	250,686	856
Trade and other receivables	828	913
Property, plant and equipment	6,923	37,538
Land	695,000	695,000
Exploration and evaluation assets	13,852,375	13,948,885
TOTAL ASSETS	**14,805,812**	**14,683,192**
LIABILITIES		
Trade and other payables	8,293	2,914
TOTAL LIABILITIES	**8,293**	**2,914**
NET ASSETS	**14,797,519**	**14,680,278**

Note 27 - UraniumSA Limited Parent Company Information

	Parent Entity 2016 $	Parent Entity 2015 $
Parent Entity		
Assets		
Current assets	171,096	210,278
Non-current assets		
- Loans to subsidiaries	367,122	15,002,487
- Investments in subsidiaries	2	5
- Other non-current assets	2,562	7,567
Total Assets	540,782	15,220,337
Liabilities		
Current liabilities	373,859	174,418
Non-current liabilities	1,888	1,307
Total Liabilities	375,747	175,725
Net Assets	165,035	15,044,612
Equity		
Issued capital	11,924,730	25,993,199
Share options reserve	265,935	270,983
Retained losses	(12,025,630)	(11,219,570)
Total Equity	165,035	15,044,612
Financial performance		
Loss for the year	(814,148)	(1,526,579)
Other comprehensive income	-	-
Total comprehensive income	(814,148)	(1,526,579)

Guarantees in relation to the debts of subsidiaries

UraniumSA Limited has not entered into a deed of cross guarantee with its wholly-owned subsidiaries Fatjack Pty Ltd and Boston Minerals Pty Ltd.

Contingent Liabilities

UraniumSA Limited did not have any contingent liabilities as at 30 June 2016 or 30 June 2015.

Contractual Commitments

	2016 $	2015 $
Lease expenditure commitments	-	20,826

There are no contractual capital commitments for the acquisition of property, plant or equipment at the date of signing this report.

Directors' Declaration

The Directors of the Group declare that:

1 the Financial Statements and Notes as set out on pages 14 to 38 are in accordance with the *Corporations Act 2001* and:

a) comply with Australian Accounting Standards and International Financial Reporting Standards as disclosed in Note 1; and

b) give a true and fair view of the financial position as at 30 June 2016 and of the performance for the year ended on that date of the Consolidated Group;

2 the Chief Executive Officer and the Chief Financial Officer have each declared that:

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

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

c) the financial statements and notes give a true and fair view;

3 in the Directors' opinion there are reasonable grounds to believe that the Group will be able to pay its debts as and when they become due and payable.

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

Alice McCleary

Alice McCleary
Chairman

Adelaide
Dated this 29th day of September 2016

Grant Thornton

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INDEPENDENT AUDITOR'S REPORT
TO THE MEMBERS OF URANIUMSA LIMITED

Report on the financial report

We have audited the accompanying financial report of UraniumSA Limited (the "Company"), which comprises the consolidated statement of financial position as at 30 June 2016, and the consolidated statement of comprehensive income, consolidated statement of changes in equity and consolidated statement of cash flows for the year ended on that date, a summary of significant accounting policies, other explanatory notes to the financial report 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 and fair presentation of the financial report in accordance with Australian Accounting Standards and the Corporations Act 2001. This responsibility includes establishing and maintaining internal controls relevant to the preparation and fair presentation of the financial report that are free from material misstatement, whether due to fraud or error; selecting and applying appropriate accounting policies; and making accounting estimates that are reasonable in the circumstances. The Directors also state, in the notes to the financial report, in accordance with Accounting Standard AASB 101 Presentation of Financial Statements, that compliance with the Australian equivalents to International Financial Reporting Standards ensures that the financial report, comprising the financial statements and notes, complies with International Financial Reporting Standards.

Auditor's responsibility

Our responsibility is to express an opinion on the financial report based on our audit. We conducted our audit in accordance with Australian Auditing Standards which require us to comply with relevant ethical requirements relating to audit engagements and plan and perform the audit to obtain reasonable assurance whether the financial report is free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial report. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial report, whether due to fraud or error.

In making those risk assessments, the auditor considers internal control relevant to the Company'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 Company'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 requirements of the Corporations Act 2001.

Auditor's opinion
In our opinion:

a the financial report of UraniumSA 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 June 2016 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 the notes to the financial statements.

Material uncertainty regarding continuation as a going concern
Without qualifying our opinion, we draw attention to Note 1(r) in the financial report which indicates that the consolidated entity incurred a net loss of $812,625 and operations were funded by a cash outlay of $654,486 from operating and investing activities.

These conditions, along with other matters as set forth in Note 1(r), 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.

Grant Thornton

Report on the remuneration report

We have audited the remuneration report included in the directors' report for the year ended 30 June 2016. 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 on the remuneration report

In our opinion, the remuneration report of UraniumSA Limited for the year ended 30 June 2016, complies with section 300A of the Corporations Act 2001.

Grant Thornton

GRANT THORNTON AUDIT PTY LTD
Chartered Accountants

J L Humphrey
Partner - Audit & Assurance

Adelaide, 29 September 2016

Additional Information

Compiled as at 23 September 2016

Distribution of equity securities

Number of security holders by size of holding:

Range	Fully Paid Ordinary Shares	Unlisted Options
1 - 1,000	102	-
1,001 - 5,000	336	-
5,001 - 10,000	280	-
10,001 - 100,000	699	-
100,001 - 9,999,999,999	223	1
Total	**1,640**	**1**

There were 1240 shareholdings of less than a marketable parcel of shares.

Twenty largest holders of each class of quoted equity security

Ordinary Shares

Rank	Name	Units	% Issued Capital
1	MR LINDSAY MURRAY CARTHEW	42,960,154	16.18
2	MR DARRYL THOMAS AYRIS	14,285,714	5.38
3	MOTTE & BAILEY PTY LTD	12,883,035	4.85
4	MR LUKE WILLIAM WRIGHT RIDHALGH	12,571,429	4.74
5	MR DENNIS JUN TOW	8,432,157	3.18
6	BLUCK HOLDINGS PTY LTD	8,005,368	3.02
7	J P MORGAN NOMINEES AUSTRALIA LIMITED	7,658,329	2.88
8	MR GUY LANCE JONES	7,142,857	2.69
9	HSBC CUSTODY NOMINEES (AUSTRALIA) LIMITED	6,089,674	2.29
10	MS ALICE MCCLEARY	5,564,910	2.10
11	VILLAFORD PTY LTD	5,083,787	1.92
12	MARTIN SIMON JANES + ADRIENNE FRANCES JANES	5,026,797	1.89
13	MR BEDE LANCE RAMAH	4,717,511	1.78
14	HILTABA GOLD PTY LTD	3,888,238	1.46
15	MR DAVID ALASTER PATERSON	3,023,529	1.14
16	MONEX BOOM SECURITIES (HK) LTD	2,671,021	1.01
17	M & K KORKIDAS PTY LTD	2,640,569	0.99
18	MR GREGORY JOHN CONNOR + MRS SUE ELLEN CONNOR	2,549,020	0.96
19	MS ALICE MCCLEARY + MR BRIAN JOHN MCCLEARY	2,181,899	0.82
20	OCS NOMINEES PTY LTD	2,142,857	0.81
	TOTAL	**161,913,855**	**60.09**

Substantial Shareholders

The name of the substantial shareholder in the Group, the number of equity securities to which the substantial shareholder and their associates have a relevant interest, as disclosed in substantial holding notices and other notices given to the Group:

Shareholder	Number of Ordinary Shares Held	% of Ordinary Shares Held
MR LINDSAY MURRAY CARTHEW	42,960,154	16.18%
MR DARRYL THOMAS AYRIS	14,285,714	5.38%

Voting Rights

a) *Fully paid ordinary shares*
On a show of hands, every person qualified to vote, whether as a member or proxy or attorney or representative, shall have one vote. Upon a poll, every member shall have one vote for each share held.

b) *Unlisted options*
No voting rights.

Corporate Governance Statement

For the Year Ended 30 June 2016

The Corporate Governance Statement for the Group is located in the Corporate Governance section of the Company's website at: www.uraniumsa.com.au