

BARRA RESOURCES LIMITED

ABN 76 093 396 859



ANNUAL REPORT 2016

BARRA RESOURCES LIMITED

ABN 76 093 396 859

CONTENTS

Chairman's Report	1
Review of Operations.....	2
Mineral Resources & Ore Reserves (MROR) Statement	18
<u>Financial Report for the year ended 30 June 2015</u>	
Directors' Report.....	1
Auditor's Independence Declaration	9
Statement of Comprehensive Income	10
Statement of Financial Position	11
Statement of Cash Flows	12
Statement of Changes in Equity	13
Notes to the Financial Statements	14
Directors' Declaration	32
Independent Auditor's Report	33
Additional Information & Corporate Governance	35

CORPORATE INFORMATION

Directors

Executive Chairman
Gary John Berrell BEc (Hons)

Non-Executive Director
Grant Jonathan Mooney BBus CA

Non-Executive Director
Jon Young BCom CA F Fin

Company Secretary

Grant Jonathan Mooney BBus CA

Registered Office &

Principal Place of Business

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Share Register

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Email: registrar@securitytransfer.com.au

Auditors

HLB Mann Judd

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Perth, WA 6000

Stock Exchange

The Company's securities are quoted on the
Official List of the Australian Securities Exchange
Limited (ASX)

2 The Esplanade

Perth, WA 6000

ASX Code

Shares: BAR

Dear Shareholder,

On behalf of the Board of Directors I take great pleasure in presenting the 2016 Annual Report.

2016 saw a surge in our share price as astute investors sought exposure to the cobalt market, driven largely from the rise in demand for rechargeable batteries globally. With cobalt coming under supply pressures, the Company's 50% share in the Mt Thirsty Cobalt Project was brought into focus, having the potential to contribute to world supply over coming years.

Coincident with greater interest in the cobalt market we ramped up our marketing efforts and launched a new stand-alone website for the Mt Thirsty Cobalt project (www.mtthirstycobalt.com). Barra is now working very hard with our Joint Venture partner Conico Limited (ASX: CNJ) to drive the development of the project through the Scoping Study and Prefeasibility stages. We will be allocating money and qualified resources to achieve this end with metallurgical drilling and a scoping study to commence immediately.

Barra has also refocused exploration efforts on our Coolgardie gold projects at Burbanks and Phillips Find. Exploratory drilling at Burbanks Main Lode, including deep diamond drilling and surface RC drilling will aim to test known structures where historical high grade mining was undertaken and remains untested by modern exploration. This exploration will lead to Barra being a stock to watch through the coming year. The Company has also agreed to a tribute mining operation at Burbanks North which is targeting mining in early 2017.

At nearby Phillips Find, Barra will be pursuing the underground potential of the Newminster, Bacchus Gift and Newhaven Pits. Extensions to known mineralised structures remain open under all three pits and untested by drilling below 150 metres. We plan to aggressively test these extensions over the coming 12 to 24 month period. With drilling success, we would look forward to reopening another underground mining operation.

Our recently commenced Share Purchase Plan and Share Placement raising up to \$1.5 million in additional funding will be applied towards the Scoping Study for the Mt Thirsty Cobalt Project as well as fast tracking our exploration and drilling plans at Burbanks and Phillips Find.

With funding in place and global commodity markets improving, the Board is looking forward to a busy 2017. We have repositioned Barra as a stock to watch for the coming year on the back of aggressive targeted gold exploration and heightening interest on our cobalt project as study work yields value growth. We thank our shareholders for their continued support and look forward to seeing further value being returned by way of share price growth over the coming year.

Gary Berrell
Executive Chairman

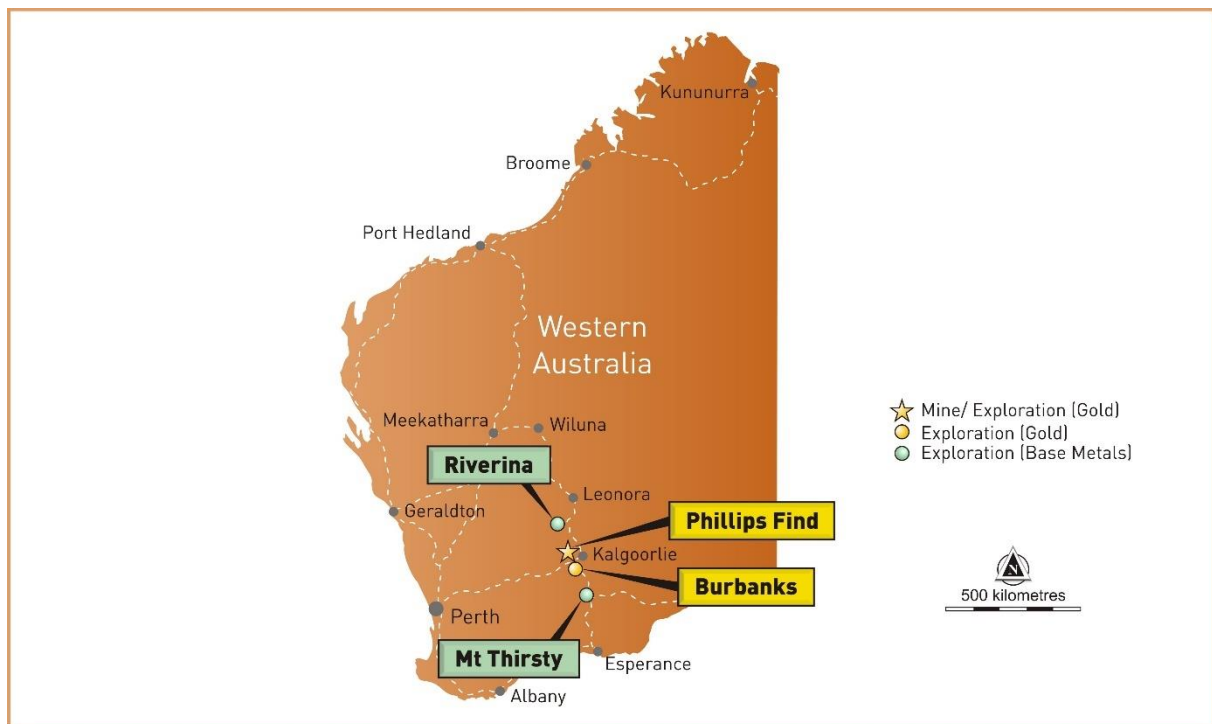


Figure 1: Project Location Plan



Photo: Newminster pit mapping, May 2016 (Copyright: G. Harvey)

REVIEW OF OPERATIONS

PHILLIPS FIND GOLD PROJECT

(100% Barra¹)

BACKGROUND

The Phillips Find Gold Project is located 45 kilometres north-northwest of Coolgardie, Western Australia. The project is comprised of 23 tenements covering an area of 29 square kilometres (Figure 2). All but 4 tenements are held 100% by Barra.

The project covers over 10 kilometres in strike of prospective greenstone stratigraphy and includes the Phillips Find Mining Centre (PFMC) where 32,839 ounces of gold has been produced between 1998 and December 2015 from three open-pit operations; Bacchus Gift, Newhaven and Newminster. All three deposits have the potential for further development via underground mining with gold mineralisation, which extends beneath each pit, remaining open and minimally tested to date. Exploration potential within the project is excellent with numerous targets defined by auger geochemical anomalism, aeromagnetic interpretation and drilling. Metal detecting over the past 20 years has yielded significant alluvial gold.

The Company completed a cut-back of the Newminster pit in September 2015. This work was undertaken by Blue Tiger Mining Pty Ltd (BTM), subject to a Right-To-Mine agreement. The cut-back yielded 4,054 ounces of gold (recovered) from 56,996 tonnes of ore. With open-pit mining now complete at Newminster, the Company is now focussed on growth through exploration with the aim of establishing a medium to long-term mining operation at Phillips Find.

Please see further information regarding mineral resources in the Mineral Resources and Ore Reserves Statement (MROR) section.

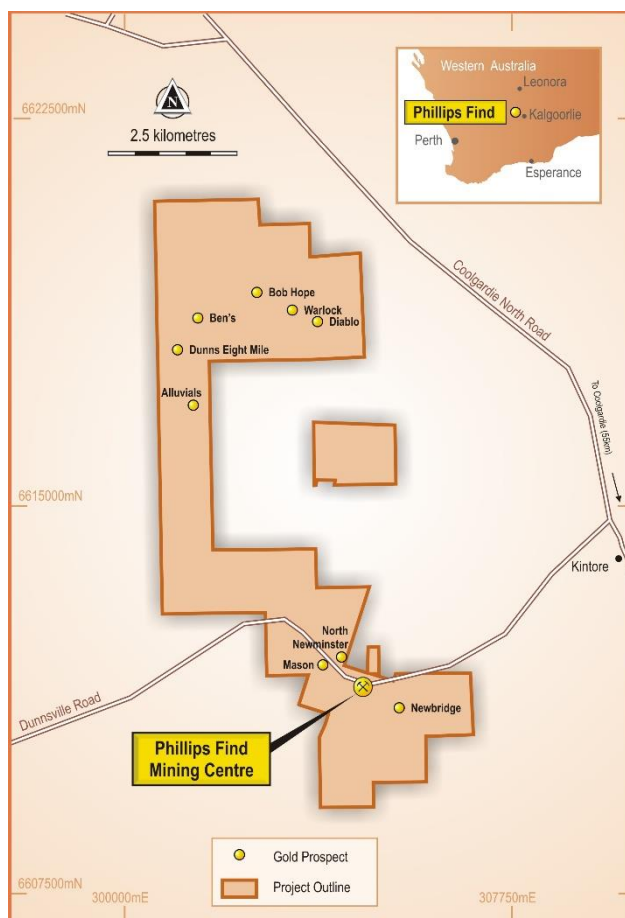


Figure 2: Phillip's Find Project Map

¹ Four (4) tenements are held 85% Barra, 15% Evolution Mining Limited (refer to Tenement Listing)

REVIEW OF OPERATIONS

WORK COMPLETED

The Company's activities for the period included:

- Completion of Stage-2 open-cut mining at Newminster.
- Completion of geological mapping as part of the new target generation and prioritisation program.
- Geochemistry review and orientation surveys.
- Structural mapping of the Newminster pit.
- Infill reverse circulation (RC) drilling at Newminster.

EXPLORATION

Regional Mapping and Geochemistry

The Company continued its detailed regional mapping and targeting generation program during the year. The program is a key component of our exploration strategy to identify a pipeline of prioritised targets for future drilling programs.

In conjunction with the mapping and target generation program, a review of the Company's existing geochemical data was completed by CSA Global Consultants (CSA). The review determined the existing dataset to be ineffective due to insufficient or no analysis of ore (except gold) and pathfinder elements. As a result, the Company completed geochemical orientation surveys over several areas of known gold mineralisation which identified two orogenic gold signatures; one recognised at Newminster, Newhaven and Truth prospects and interpreted to be related to magmatic ore fluid, and a second signature was recorded at Diablo and interpreted to be related to a more conventional metamorphic ore fluid.

With the assistance of CSA, a new auger geochemical sampling program, using a much broader assay suite, over the entire project area will be completed. A comprehensive geochemical dataset is a vital component of the Company's target generation program.

Newminster Pit Mapping and Modelling

The Company engaged Model Earth Global Geological Consultants to structurally map the Newminster pit following the completion of mining (Figure 3). The Company's confidence and understanding of the geology, structure, geometry of mineralisation and controls to high-grade shoot development has significantly improved as a result of the mapping program.

Structural pit mapping and modelling has been approved for the existing Newhaven pit.

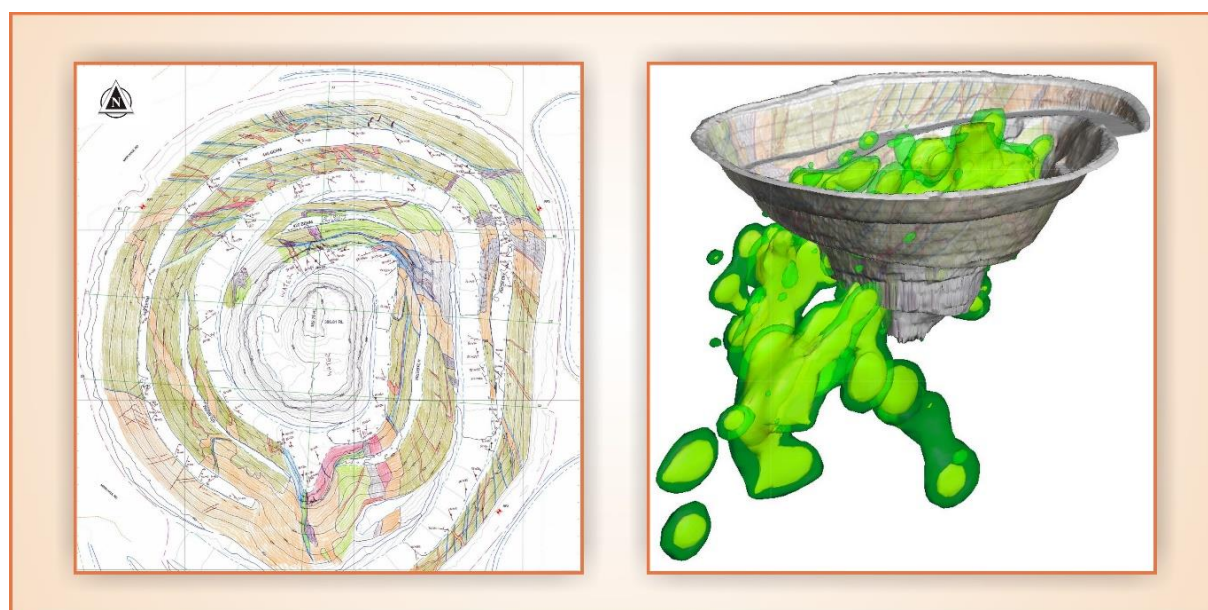


Figure 3: Mapping and 3D modelling of the of the Newminster pit by Model Earth Consultants

REVIEW OF OPERATIONS

RC Drilling (Newminster)

The Company completed a successful reverse circulation (RC) drilling program (8 holes, 1,000 metres) at Newminster during the year. The program was designed to infill and extend the main high-grade zone of gold mineralisation (Central Lode). The Central Lode is now defined over a down-plunge length of 140 metres (Figure 4) and currently to a depth of 70 metres below the base of the Newminster pit. Best results from the program included:

PFRC097 – 5 metres grading 11.0 grams per tonne gold from 117-122 metres,
PFRC098 – 8 metres grading 6.3 grams per tonne gold from 100-108 metres,
PFRC099 – 5 metres grading 7.5 grams per tonne gold from 70-75 metres, and
PFRC100 – 3 metres grading 4.0 grams per tonne gold from 73-76m metres

The Company is currently working on establishing a new JORC 2012 compliant mineral resource for the Newminster deposit.

Planning is currently underway for extensive drilling programs over the next 12 to 24 months aimed at growing the resource base at the PFMC. The programs will target extensions to the mineralised systems beneath the existing Newminster, Newhaven and Bacchus Gift pits, specifically below 150 metres depth where limited drilling has occurred to date (Figure 5). The extension of the Central Lode at Newminster is a priority.

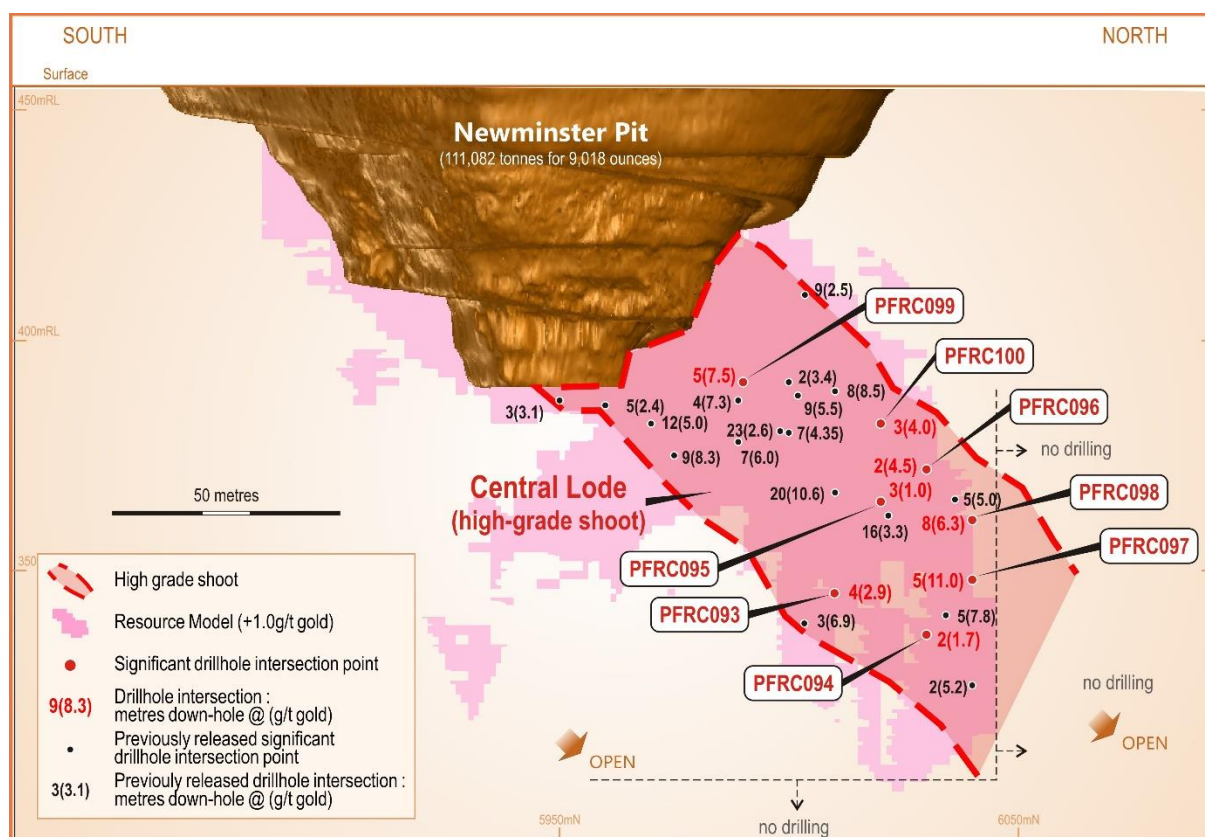


Figure 4: Long-section of Newminster Deposit showing 2013 resource model (plus 1.0g/t Au) and the high-grade Central Lode with recent RC drillhole intersections

OPERATIONS

Mining operations (Stage-2) re-commenced at Newminster in May 2015 and were completed by September 2015. Under a 'right-to-mine' agreement, Blue Tiger Mining Pty Ltd (BTM) mined a total of 56,996 tonnes for 4,318 ounces of gold. Ore was treated at the Greenfields Milling Facility in Coolgardie with 4,054 ounces recovered, exceeding the initial pre-mining estimate of 3,363 ounces for the Stage-2 cut-back.

The Company received \$430,000 in right-to-mine fees and gold royalty payments.

REVIEW OF OPERATIONS

The completion of the Stage-2 cut-back saw total open-pit production of 111,082 tonnes mined for 9,018 ounces of gold to a depth of 65m from the Newminster Deposit since January 2013.

With open-pit mining now complete at Newminster, the Company is now focussed on growth through exploration with the aim of establishing a medium to long-term mining operation at Phillips Find.

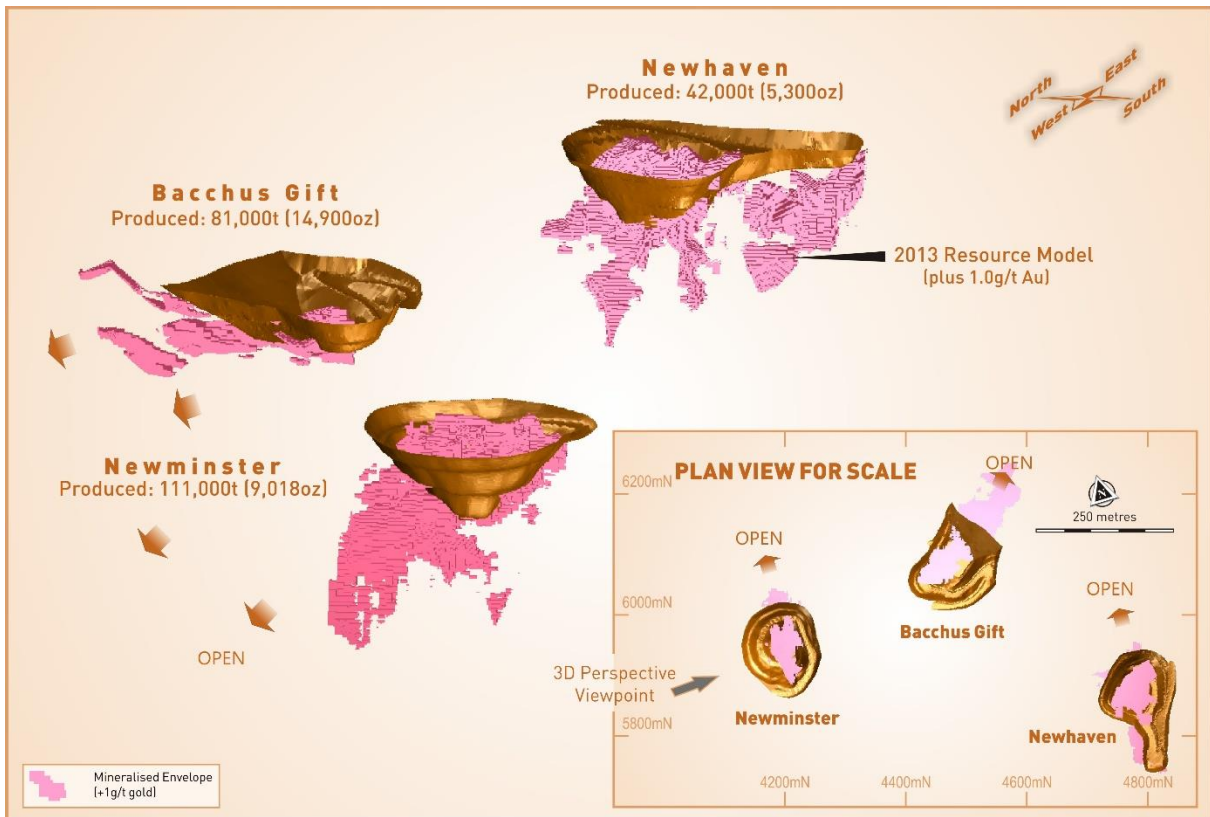


Figure 5: 3D perspective view of the PFMC showing spatial relationship between existing pits, pit production, and 2013 resource model (plus 1.0g/t Au) showing mineralisation remaining open beneath all pits



Photo: RC drilling at Newminster, April 2016 (Copyright: G. Harvey)

REVIEW OF OPERATIONS

BURBANK'S GOLD PROJECT

(100% Reservation Area rights only)

BACKGROUND

The Burbank's Gold Project is located about 8 kilometres southeast of Coolgardie, Western Australia. The project comprises 3 tenements covering an area of 3.2 square kilometres (Figure 6) and covers about 5 kilometres of the Burbanks Shear Zone, the most significant gold producing structure within the Coolgardie Goldfield.

The core of the Burbanks Gold Project is Barra's sole and exclusive rights to the Reservation Area within mining lease M15/161. Kidman Resources Limited (ASX: KDR) own the mining lease and operate the underground Birthday Gift Mine within the Birthday Gift Mine Area (BGMA). In addition to its Reservation Rights, Barra also has a royalty of \$25 per ounce of gold recovered from within the BGMA.

The Company's Reservation Rights include the historical Main Lode underground mine, which produced 146,000t @ 18.3g/t Au (source: DMP Minedex) for approximately 85,900ozs of gold (to a depth of 275m below surface) between 1885 and 1914, as well as several important prospects including Burbanks North, Pipeline, Fangjaw and Salmon South.

Please see further information regarding mineral resources in the Mineral Resources and Ore Reserves Statement (MROR) section.

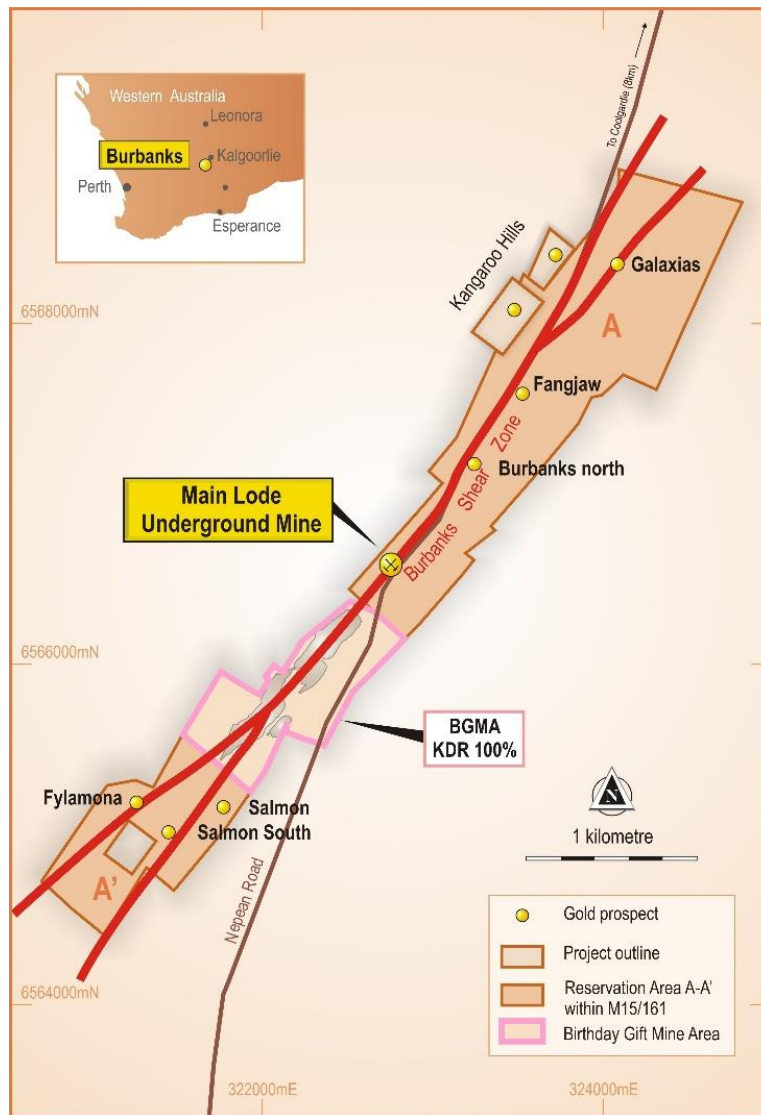


Figure 6: Burbank's Project Map

REVIEW OF OPERATIONS

WORK COMPLETED

Work carried out during the period included:

- Review and optimisation study at Burbanks North.
- Aircore drilling at Burbanks North.
- Appointment of contractor to mine Burbanks North.
- Review of Main Lode Underground Mine.
- Gold production from within the BGMA of 5,741 ounces of gold for the period.

EXPLORATION

Burbanks North

A steadily increasing gold price provided the impetus to review the Burbanks North Deposit. The review indicated a small open pit operation may be viable with the gold price above A\$1,600 per ounce (Figure 7). The Company subsequently engaged industry consultants Minecomp Pty Ltd (Minecomp) to conduct a preliminary optimisation study and financial analysis. The results of the study were positive and provided justification for further work at Burbanks North. The Company committed to advancing the deposit and a program of aircore drilling to further validate the results of the Minecomp study and confirm viability was completed in August 2016.

Subsequent to the period, an infill resource drilling program consisting of 80 aircore holes (2,438m) was completed at Burbanks North and specifically targeted the shallow oxidised deposit to a depth of 40m below the surface (*see recent ASX Release; "Excellent drill results move Burbanks North closer to production", dated 25th August 2016, available to view at www.barraresources.com.au*). The program was highly successful with best intersections including 15.0 metres grading 9.87 grams per tonne gold, 8.0 metres grading 6.22 grams per tonne gold, 5.0 metres grading 7.89 grams per tonne gold, 3.0 metres grading 9.94 grams per tonne gold, 3.0 metres grading 3.98 grams per tonne gold, 4.0 metres grading 5.63 grams per tonne gold, and 5.0 metres grading 3.80 grams per tonne gold.

A new resource estimation and scoping study is currently in progress to determine viability and whether to proceed to mining.

With regards to mining, the Company reached agreement with its major shareholder FMR Investments Pty Ltd (FMR) to evaluate and potentially commence open-pit mining of the Burbanks North deposit. Pursuant to the agreement, and based on positive results of the scoping study and a joint decision to mine, the parties will enter a tribute mining agreement with profits to be split 35:65 in FMR's favour. The Company will not be liable for any financial loss.

Main Lode Underground Mine

During the period the Company reviewed its strategy for the Main Lode underground mine. Like Burbanks North, the review was initiated on the back of a steadily increasing gold price.

The Company's long-term strategy for Main Lode was to eventually access the underground workings by extension of the Birthday Gift decline and establish an underground drilling platform to optimally test extensions to the Main Lode mineralised system at depth specifically targeting the historically developed, yet-unmined, Level-8 (Figure 8), where sampling by Western Mining Corporation (WMC) in the late 1940's returned a spectacular pay-run of 160 metres grading 16.1 grams per tonne gold at an average width of 0.4 metres (*Source: Barra Resources Limited Prospectus 2000, available to view at www.barraresources.com.au*).

Notwithstanding Level-8 and the untested depth potential of Main Lode, there exists a previously identified mineralised zone grading above 1.0 grams per tonne gold that remains to be followed up with further drilling (Figure 8). The Company has determined that the best way to add value at Main Lode is to commit to drilling from the surface targeting the near surface mineralised zone as well as the depth potential.

A program of RC drilling to follow up on previous significant results within the mineralised zone, and a diamond drillhole targeting Level-8 to confirm grade and width of previous sampling by WMC has been planned.



Photo: Aircore drilling at Burbanks North, August 2016 (Copyright: G. Harvey)

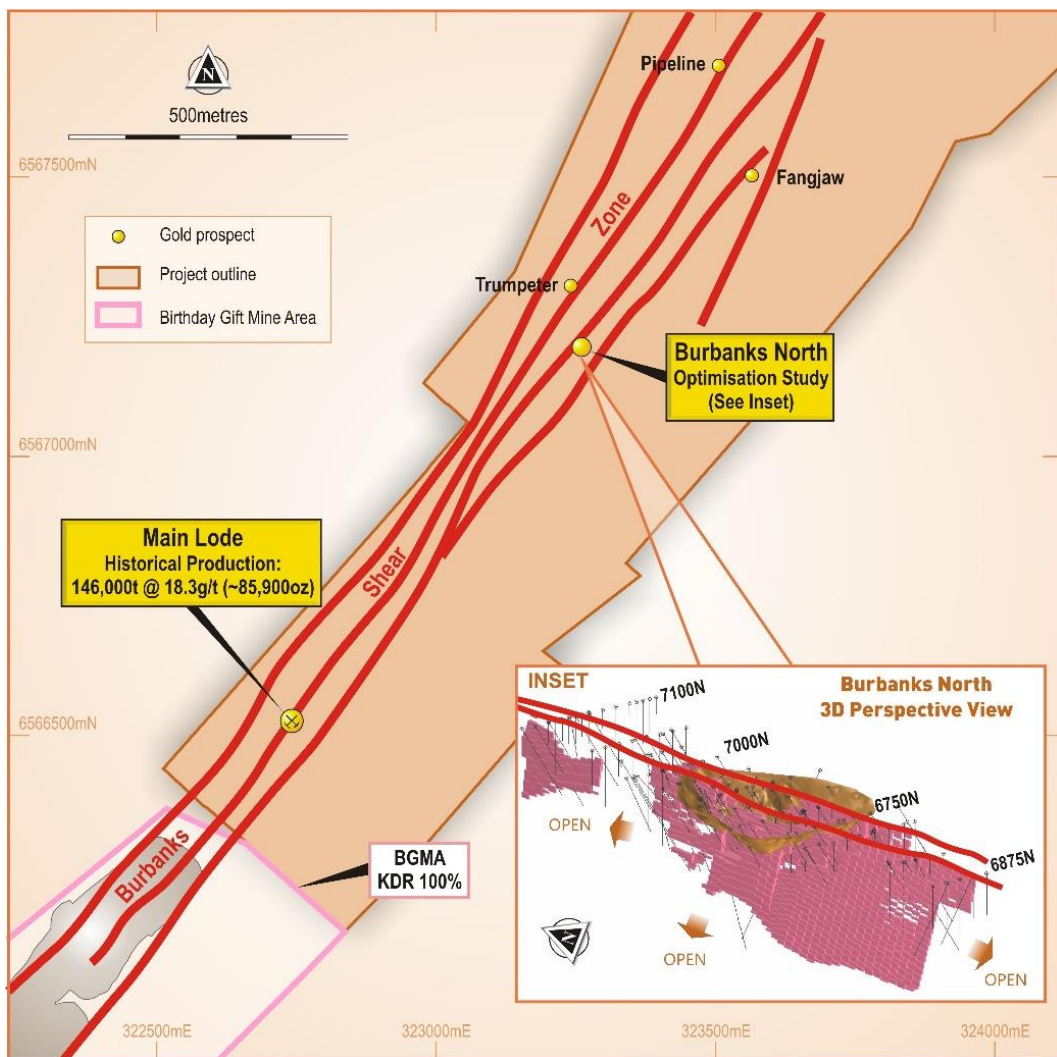


Figure 7: Location of Burbanks North Deposit with inset showing a conceptual pit shell and 2013 resource model (plus 1.0g/t Au) showing extent of mineralisation

REVIEW OF OPERATIONS

OPERATIONS

Barra has a \$25 per ounce royalty on all gold produced from the BGMA (Figure 6) pursuant to the Tenement Sale Agreement executed in 2013. During the year KDR acquired BTM's 20% interest and became sole owner and operator of the BGMA. Gold production recommenced in September 2015 with a total of 5,741 ounces of gold was produced for the period providing the Company with \$143,532 in gold royalties.

Table 1 summarises gold produced since the sale of the BGMA.

Table 1: KDR gold production from Birthday Gift Mine Area (BGMA)

Period	Ounces Recovered
Year ending 30 June 2014	2,102
Year ending 30 June 2015	6,030
1 July 2015 to 30 June 2016	5,741
Total	13,873

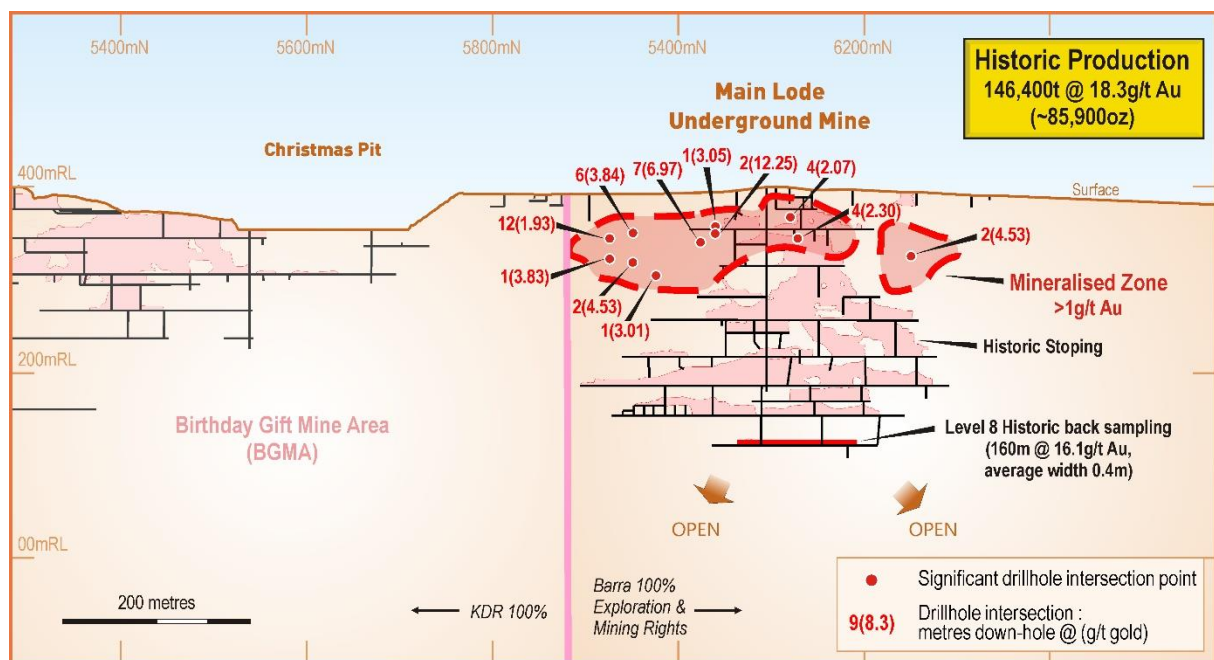
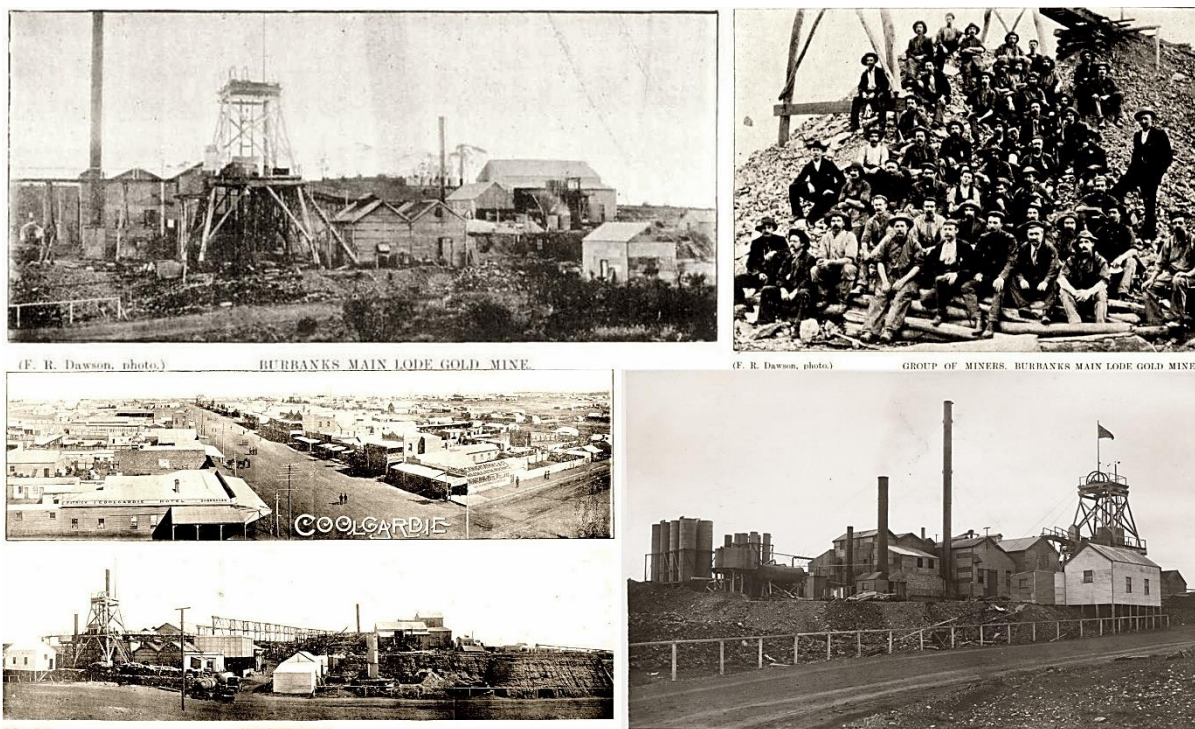


Figure 8: Long section of Main Lode underground mine in relation to the BGMA. Also shows near surface mineralised zone (plus 1.0g/t Au) [Note: 7(6.97) = 7m grading 6.97g/t Au, down-hole width] *

* Intersections shown in diagram are from RC drilling, both historic and by Barra. Barra drilling was completed in 2008 and previously reported in the following ASX Release which can be viewed at www.barraresources.com.au; 28/08/2008 "Burbanks Mainlode RC Update". The Company is not aware of any new information or data that materially affects the information included in the relevant market announcements and that all material assumptions and parameters used in the relevant market announcements continue to apply and have not materially changed.

REVIEW OF OPERATIONS



Collage of historic images of mining at Burbanks Main Lode underground mine between 1898 and 1913. (Source: Trove -National Library of Australia)

MT THIRSTY COBALT PROJECT

(50% Barra, 50% Conico Ltd - Managers)

BACKGROUND

The Mt Thirsty Cobalt Project covers an area of 12 square kilometres and is located 20 kilometres north-northwest of Norseman, Western Australia, in a well-endowed nickel terrain (Figure 9). The Mt Thirsty Joint Venture (MTJV) is a 50:50 joint venture between the Company and ASX listed Conico Ltd (ASX: CNJ).

The project hosts the Mt Thirsty Cobalt Oxide Deposit (Table 2) which has the potential to emerge as one of the world's most significant cobalt suppliers.

Table 2: Mt Thirsty Cobalt Oxide Deposit Mineral Resource Summary (Un-cut)

Mineral Resource Category	Tonnes	Cobalt (Co) (%)	Nickel (Ni) (%)	Manganese (Mn) (%)
Indicated	16,600,000	0.14	0.60	0.98
Inferred	15,340,000	0.11	0.51	0.73
Total Mineral Resource	31,940,000	0.13	0.55	0.86

The Mt Thirsty Cobalt Oxide Deposit mineral resource was prepared and first reported in accordance with the JORC Code 2004. It has not been updated since to comply with the JORC Code 2012 on the basis that the information has not materially changed since it was last reported; refer to ASX announcement 8th March 2011: "Resource Upgrade Mt Thirsty Cobalt-Nickel Oxide Deposit": available to view at www.barraresources.com.au). The Company is not aware of any new information or data that materially affects the information included in the previous announcement and that all of the previous assumptions and technical parameters underpinning the estimates in the announcement dated 8th March 2011 have not materially changed.

Extensive metallurgical testwork in recent years has indicated that high recoveries of cobalt can be achieved via agitated, low temperature, atmospheric pressure, leaching using cheaper and more efficient sulphur dioxide (SO₂) as the main leaching agent resulting in a more practical and economic leaching method by specifically targeting cobalt only.

REVIEW OF OPERATIONS

Two flowsheets, one utilising a paste thickener and the other using an ion exchange resin-in-pulp (RIP), are still under investigation. Both have low water consumption, low reagent consumption and greater than 80% cobalt and 25% nickel recoveries. Preliminary estimations justify continued work to progress to a pre-feasibility stage.

Mt Thirsty Cobalt Oxide Deposit currently represents an excellent long term, low cost, cobalt production opportunity.

In addition to the Mt Thirsty Cobalt Oxide Deposit, the Project also hosts high-grade primary massive nickel sulphide mineralisation at the Mt Thirsty Nickel Sulphide (Ni-S) Prospect. Intersections of massive nickel sulphide up to 6.0 metres down-hole grading 3.5% nickel were reported by the joint venture in 2010. *(refer to ASX announcement 19th May 2010: "High Grade Nickel Sulphide's Intersected at Mt Thirsty JV": available to view at www.barraresources.com.au). The Company is not aware of any new information or data that materially affects the information included in the previous announcement and that all of the previous assumptions and technical parameters underpinning the estimates in the announcement dated 8th March 2011 have not materially changed.*

Please see further information regarding mineral resources in the Mineral Resources and Ore Reserves Statement (MROR) section.

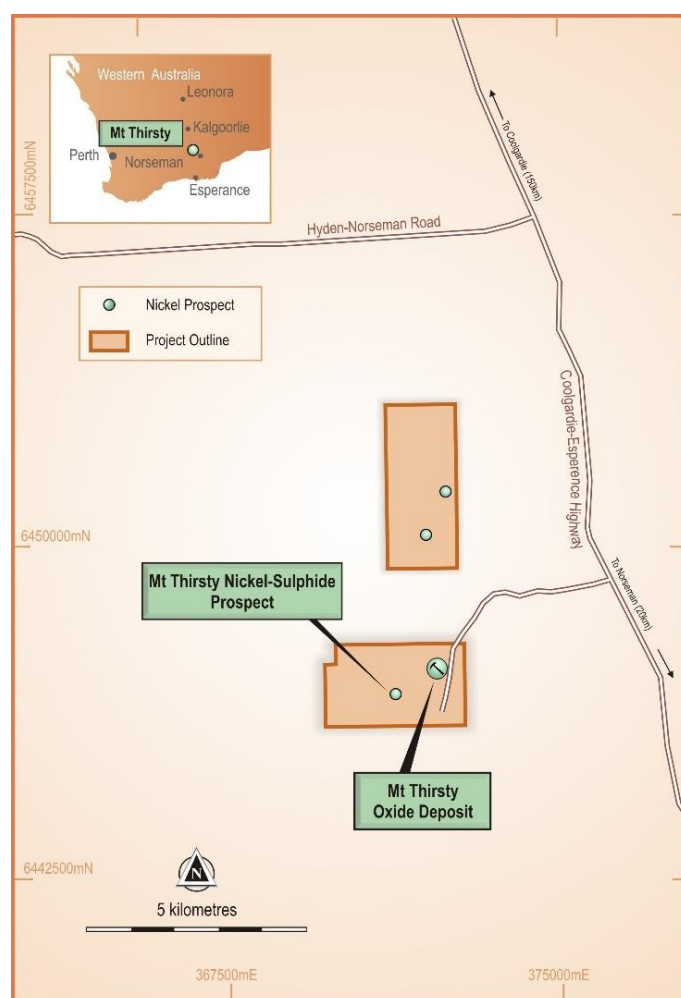


Figure 9: Mt Thirsty Project Map

WORK COMPLETED

Work carried out during the period included:

- Dedicated website and marketing video established to showcase the project.
- Heritage Protection Agreement reached with Ngadju native title holders.
- Retention Licence R63/4 granted over former exploration licence E63/373.
- Further drilling planned to upgrade resource to comply with JORC 2012.

REVIEW OF OPERATIONS

EXPLORATION

A Heritage Protection Agreement was negotiated with the Ngadju native title holders which facilitated the grant of retention licence R63/4, replacing exploration licence E63/373, over the Mt Thirsty Cobalt Oxide Deposit and the Mt Thirsty Nickel Sulphide Prospect. The Retention licence allows the MTJV to continue work on the licence area without the obligation to meet annual expenditure commitments.

In order to increase confidence in the Mt Thirsty Cobalt Oxide Deposit resource, further infill drilling has been planned to convert some or all of the Inferred Mineral Resource to the Indicated category, allowing for an upgraded resource estimate to be reported in accordance with JORC 2012.

MARKETING

The MTJV initiated a marketing strategy for the Mt Thirsty Cobalt Project which included the release of a dedicated website (www.mtthirstycobalt.com), promotional marketing video and an Information Memorandum to showcase the project.

The Company has excellent exposure to the cobalt market through its 50% interest in the Mt Thirsty Cobalt Project.

Demand for cobalt looks very bright as the world becomes more dependent on rechargeable power sources. Innovations with portable electronics and electric vehicle design are adding to this surging demand. However, the battery industry is also competing with demand for cobalt from producers of superalloys, aircraft turbines and chemical industries.

Demand is likely to escalate exponentially with battery production (Figure 10) however supply is uncertain due to:

- Over 60% of global supply coming from the politically unstable African countries such the Democratic Republic of Congo, Central African Republic and Zambia.
- Cobalt is largely a by-product of copper and nickel mining and there are an increasing number of mine closures and project deferments due to low commodity prices.

With potential supply constraints and surging demand many commentators see pricing pressure as a likely eventuality.

The undeveloped Mt Thirsty Cobalt Oxide Deposit has a significant JORC resource with the potential to have a long mine life. It is close to all necessary infrastructure (rail, road, power, water, and sea port) and, being in a mining orientated state, has the potential to attract a variety of interest.

The Mt Thirsty Cobalt Project presents a unique opportunity to invest in an undeveloped but highly prospective stand-alone cobalt project. Global demand by end users of cobalt has strong growth potential.

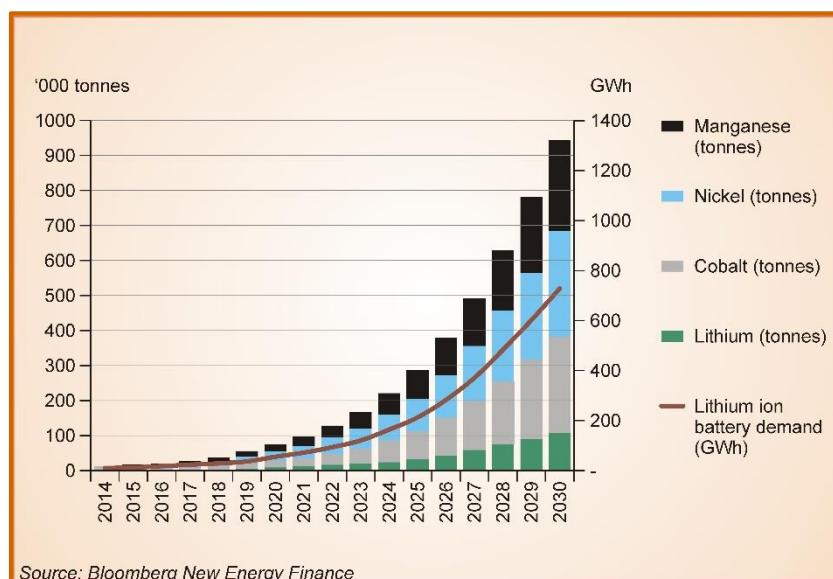


Figure 10: Global lithium-ion battery and materials demand forecast from EV sales, 2015-2030

OPERATIONS

The MTJV continued to review and assess development options for the Mt Thirsty Cobalt Oxide Deposit. Further metallurgical testwork has been proposed and expected to commence prior to the end of 2016. The aim of this work is to build on the metallurgical testwork previously completed by continuing to focus on the preferred agitated, low temperature, atmospheric pressure leaching process using sulphur dioxide (SO₂).

A drilling program to obtain new bulk samples for the metallurgical testwork has been planned. This, and the ensuing metallurgical testwork will feed into a Scoping Study on the project and a potential feasibility study in 2017.

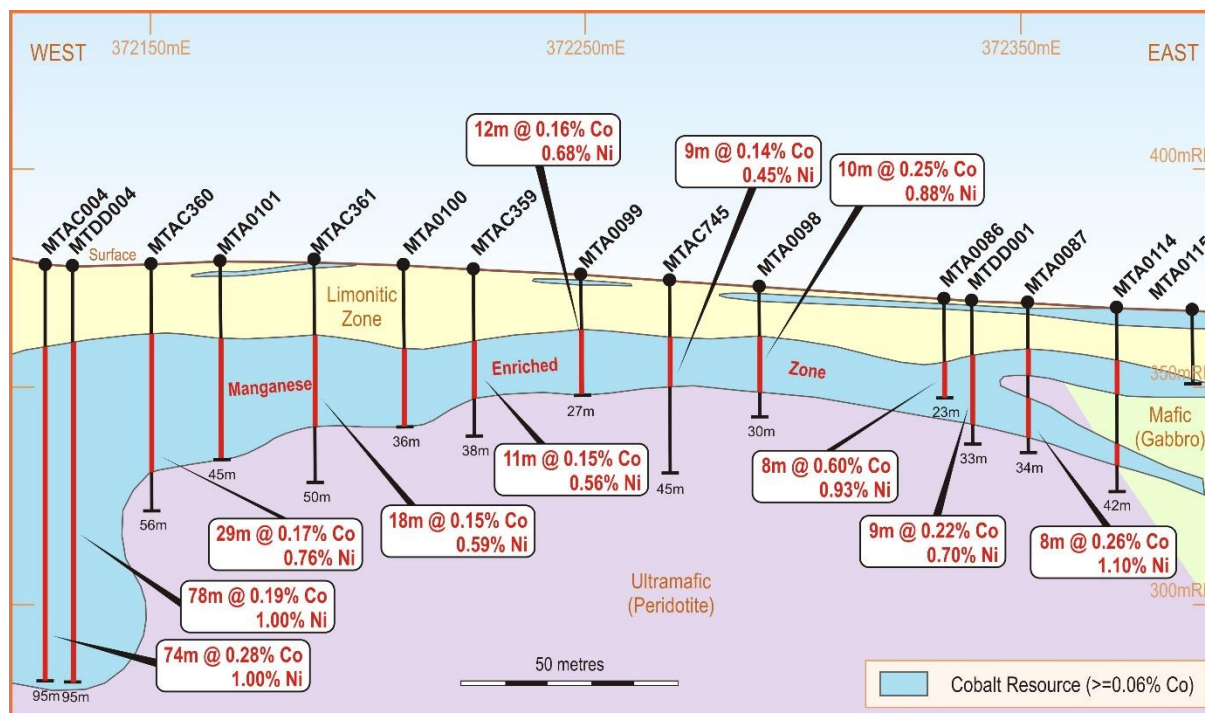


Figure 11: Schematic representative cross-section through the Mt Thirsty Cobalt-Nickel Oxide Deposit

RIVERINA NICKEL PROJECT

(Nickel rights only, Riverina Joint Venture; 30% Barra, 70% Riverina Resources Pty Ltd – Manager)

BACKGROUND

The Riverina Nickel Project is located 125 kilometres north of Coolgardie in Western Australia and comprises 20 tenements covering an area of 48 square kilometres (Figure 12). In 2008 the project was sold to Eastern Goldfields Limited (formerly Swan Gold Mining Limited) with the Riverina Joint Venture (RJV) retaining 100% of the nickel rights to the project.

Between 2005 and 2008, the RJV actively explored for economic concentrations of nickel laterite and nickel sulphide mineralisation. Exploration at the Martin's Zone Nickel Sulphide (Ni-S) prospect intersected narrow widths of high-grade remobilised massive nickel sulphide including a high grade intersection of 0.37m down-hole grading 10.88 percent Ni from 215m (refer to ASX announcement 7th July 2005: "High Grade Massive Nickel Sulphides Intersected at Riverina": available to view at www.barraresources.com.au). The Company is not aware of any new information or data that materially affects the information included in the previous announcement and that all of the previous assumptions and technical parameters underpinning the estimates in the announcement have not materially changed.

About 1 kilometre along strike to the north of the Martin's Zone Ni-S prospect the RJV successfully defined a nickel oxide deposit (Martin's Zone Oxide Deposit) containing an Indicated Mineral Resource of 2,195,850 tonnes grading 1.01 percent Ni and 0.06 percent Co at a 0.7 percent Ni lower cut-off (Table 3).

REVIEW OF OPERATIONS

Table 3: Martin's Zone Oxide Deposit Mineral Resource Summary

Mineral Resource Category	Tonnes	Nickel (Ni) (%)	Cobalt (Co) (%)
Indicated (0.7% Ni cut-off)	2,195,850	1.01	0.06
Indicated (1.0% Ni cut-off)	837,820	1.32	0.09

The Martin's Zone Oxide Deposit mineral resource was prepared and first reported in accordance with the JORC Code 2004. It has not been updated since to comply with the JORC Code 2012 on the basis that the information has not materially changed since it was last reported; refer to ASX announcement 30th April 2007: "March 2007 Quarterly Report": available to view at www.barraresources.com.au. The Company is not aware of any new information or data that materially affects the information included in the previous announcement and that all of the previous assumptions and technical parameters underpinning the estimates in the announcement have not materially changed.

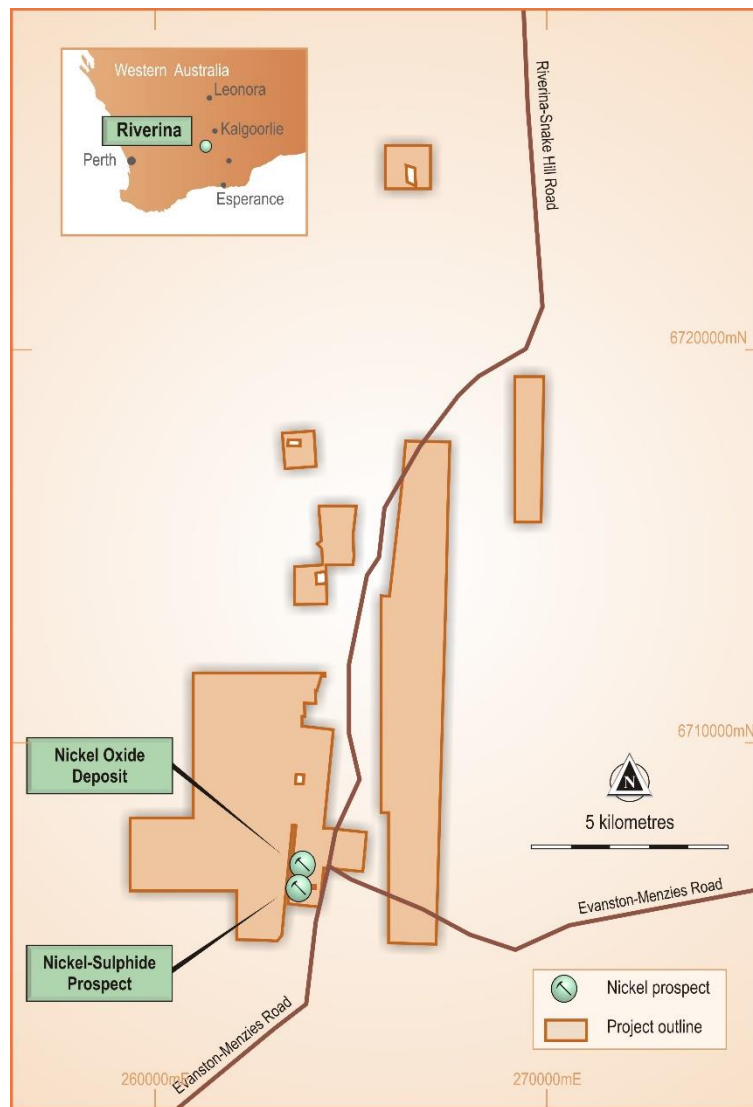


Figure 12: Riverina Project Map

Please see further information regarding mineral resources in the Mineral Resources and Ore Reserves Statement (MROR) section.

WORK COMPLETED

- There was no work conducted on the Riverina Project during the period.

COMPETENT PERSONS STATEMENT AND DISCLAIMER

- The information in this report which relates to Exploration Results at Phillips Find, Burbanks and Mt Thirsty is based on information compiled by Mr Gary Harvey a Competent Person and a full-time employee of Barra Resources Limited who is a Member of the Australian Institute of Geoscientists. Mr Harvey has sufficient experience which is relevant to the style of mineralisation and type of deposit under consideration and to the activity which he is undertaking to qualify as a Competent Person as defined in the 2012 Edition of the “Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves” (the JORC Code). Mr Harvey consents to the inclusion in the report of the matters based on his information in the form and context in which it appears.
- The information in this report which relates to the Mineral Resources at Mt Thirsty is based on information compiled by Mr Alan Miller, a Competent Person and former employee of Golder Associates Pty Ltd who is a member of the Australasian Institute of Mining and Metallurgy. Mr Miller has sufficient experience which is relevant to the style of mineralisation and type of deposit under consideration and to the activity which he is undertaking to qualify as a Competent Person as defined in the 2004 Edition of the “Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves” (the JORC Code). Mr Miller consents to the inclusion in the report of the matters based on this information in the form and context in which it appears.
- The information in this report that relates Exploration Results and Mineral Resources at Riverina is based on information compiled by Mr Anthony Gray, a Competent Person and employee of Octagonal Resources Limited who is a Member of the Australian Institute of Geoscientists. Mr Gray has sufficient experience which is relevant to the style of and type of deposit under consideration and to the activity which he is undertaking to qualify as a Competent Person as defined in the 2004 Edition of the “Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves” (the JORC Code). Mr Gray consents to the inclusion in the report of the matters based on his information in the form and context in which it appears.
- The interpretations and conclusions reached in this report are based on current geological theory and the best evidence available to the authors at the time of writing. It is the nature of all scientific conclusions that they are founded on an assessment of probabilities and, however high these probabilities might be, they make no claim for complete certainty. Any economic decisions that might be taken on the basis of interpretations or conclusions contained in this report will therefore carry an element of risk.
- It should not be assumed that the reported Exploration Results will result, with further exploration, in the definition of a Mineral Resource.
- Forward-looking statements are statements that are not historical facts. Words such as “expect(s)”, “feel(s)”, “believe(s)”, “will”, “may”, “anticipate(s)” and similar expressions are intended to identify forward-looking statements. These statements include, but are not limited to statements regarding future production, resources or reserves and exploration results. All of such statements are subject to certain risks and uncertainties, many of which are difficult to predict and generally beyond the control of the Company, that could cause actual results to differ materially from those expressed in, or implied or projected by, the forward-looking information and statements. These risks and uncertainties include, but are not limited to: (i) those relating to the interpretation of drill results, the geology, grade and continuity of mineral deposits and conclusions of economic evaluations, (ii) risks relating to possible variations in reserves, grade, planned mining dilution and ore loss, or recovery rates and changes in project parameters as plans continue to be refined, (iii) the potential for delays in exploration or development activities or the completion of feasibility studies, (iv) risks related to commodity price and foreign exchange rate fluctuations, (v) risks related to failure to obtain adequate financing on a timely basis and on acceptable terms or delays in obtaining governmental approvals or in the completion of development or construction activities, and (vi) other risks and uncertainties related to the Company’s prospects, properties and business strategy. Our audience is cautioned not to place undue reliance on these forward-looking statements that speak only as of the date hereof, and we do not undertake any obligation to revise and disseminate forward-looking statements to reflect events or circumstances after the date hereof, or to reflect the occurrence of or non-occurrence of any events.

Abbreviations: AC=Aircore, Au=gold, Co=cobalt, DEC=Department of Environment and Conservation, DD=Diamond, DMP=Department of Mines and Petroleum, g=grams, g/t=grams per tonne, kg=kilograms, km=kilometres, lb/s=pound/s, LME=London Metal Exchange, lt=litre, m=metres, min=minutes, ml=millilitre, mm=millimetre, Mn=manganese, Mt=million tonnes, Ni=nickel, oz/ozs=ounce/s, pH=measure (1-10) of acidity (1 acid, 7 neutral, 10 basic), ppb=parts per billion, ppm=parts per million, RAB=Rotary Air Blast, RC=Reverse Circulation, RL=Reduced Level, t=tonnes, tpa=tonnes per annum μ m=micro metres, @=grading, %=percent

REVIEW OF OPERATIONS

TENEMENTS

Phillips Find Gold Project		
Tenement	Location	Interest %
M16/130	WA	100
M16/133	WA	100
M16/168	WA	100
M16/171	WA	100
M16/242	WA	100
M16/258	WA	100
P16/2399	WA	100
P16/2400	WA	100
P16/2401	WA	100
P16/2403	WA	100
P16/2404	WA	100
P16/2405	WA	100
P16/2406	WA	100
P16/2407	WA	100
P16/2408	WA	100
P16/2422*	WA	85
P16/2423*	WA	85
P16/2424*	WA	85
P16/2425*	WA	85
P16/2578	WA	100
P16/2702	WA	100
P16/2785	WA	100
P16/2786	WA	100
PLA16/2989	WA	0
PLA16/2990	WA	0
PLA16/2991	WA	0
PLA16/2992	WA	0
PLA16/2993	WA	0
PLA16/2994	WA	0
PLA16/2995	WA	0
* 15% Evolution Mining Limited		

Burbanks Gold Project		
Tenement	Location	Interest %
M15/161*	WA	100
P15/5249	WA	100
P15/5412	WA	100
* 100% Exploration & Mining Rights to Reservation Area Only		

Mt Thirsty Project (JV)		
Tenement	Location	Interest %
E63/1267	WA	50
R63/4	WA	50
ELA63/1790	WA	0
PLA63/2045	WA	0
* Application over same area as R63/4 and former E63/373		

Riverina Nickel Project (JV)*		
Tenement	Location	Interest %
E30/333	WA	30
M30/43	WA	30
M30/60	WA	30
M30/84	WA	30
M30/97	WA	30
M30/98	WA	30
M30/127	WA	30
M30/133	WA	30
M30/182	WA	30
P30/1074	WA	30
P30/1111	WA	30
P30/1112	WA	30
P30/1113	WA	30
P30/1114	WA	30
P30/1115	WA	30
P30/1116	WA	30
P30/1117	WA	30
P30/1118	WA	30
P30/1119	WA	30
P30/1120	WA	30
* 30% Nickel Rights Only		

REVIEW OF OPERATIONS

2016 MINERAL RESOURCES AND ORE RESERVES (MROR) STATEMENT

SUMMARY

This statement represents the Mineral Resources and Ore Reserves (MROR) for Barra Resources Ltd (Barra or the Company) as at 30 June 2016.

This MROR statement has been compiled and reported in accordance with the guidelines of the 2012 Edition of the 'Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves' (2012 JORC Code) also represents the first MROR statement for the Company.

This statement is to be reviewed and updated annually in accordance with Section 15 of the 2012 JORC Code. The nominated annual review date for this MROR statement is 30 June.

The Company's Mineral Resources remained unchanged at Burbanks, Mt Thirsty, Phillips Find and Riverina. The information in this statement has been extracted from the relevant reports as indicated below in each Mineral Resource table.

The Burbanks North Deposit, Mt Thirsty Cobalt Oxide Deposit and the Martin's Zone Oxide Deposit Mineral Resource estimates were first reported in accordance with the guidelines of the 2004 Edition of the JORC Code and have not been updated to comply with the 2012 JORC Code. The Company is not aware of any new information or data that materially affects the information included in the relevant market releases for these estimates. The Company confirms that all material assumptions and technical parameters underpinning the estimates in the relevant market releases continue to apply and have not materially changed. The Company confirms that the form and context in which the Competent Person's findings are presented here have not been materially modified.

The Newminster Mineral Resource estimate was first reported in January 2013 has not yet been updated to comply with the 2012 JORC Code. The Newminster Mineral Resource and has since been depleted however due to mining between January 2013 and August 2015. The Newminster operation has been on care and maintenance since 31 August 2015.

MINERAL RESOURCES

As at 30 June 2016 the Company's Mineral Resources are:

Phillips Find Gold Project, Western Australia (Barra 100%)

Deposit	Category	Cut-off	2013*		
			Tonnes (t)	Grade (g/t Au)	Ounces
Newminster Deposit	Inferred	1.5 g/t Au	115,700	3.5	13,000
	Indicated		33,500	3.4	3,600
		Total	149,200	3.5	16,700

The Newminster Mineral Resource was first reported January 2013 in accordance with the 2004 JORC Code (refer to ASX Release dated 16th January 2013 titled 'Gold Production to Commence at Phillips Find', available to view at www.barraresources.com.au). The original report titled 'Newminster Resource Model Update' was prepared by consultant Mr Andrew Moulds (CP) in January 2013.

*un-depleted Mineral Resource shown; the 2013 Newminster Mineral Resource has been depleted by mining activity between January 2013 and August 2015.

Burbanks Gold Project, Western Australia (Barra 100% rights to Reservation Area Only, refer to Figure 6)

Deposit	Category	Cut-off	2013		
			Tonnes (t)	Grade (g/t Au)	Ounces
Burbanks North Deposit	Inferred	1g/t Au	77,000	2.3	5,600
	Indicated		-	-	-
		Total	77,000	2.3	5,600

The Burbanks North Mineral Resource was first reported November 2013 in accordance with the 2004 JORC Code (refer to ASX Release dated 21st November 2013 titled 'AGM Presentation', available to view at www.barraresources.com.au). The original report titled 'Burbanks North Manual Resource Calculation' was prepared by consultant Mr Bob Colville (CP) in May 2011.

REVIEW OF OPERATIONS

Mt Thirsty Project, Western Australia (Barra 50%)

			2011		
Deposit	Cut-off	Category	Tonnes (t)	Grade (%)	
				Ni	Co
Mt Thirsty Cobalt Oxide Deposit	Un-cut	Inferred	15,340,000	0.51	0.11
		Indicated	16,600,000	0.6	0.14
			31,940,000	0.55	0.13

The Mt Thirsty Cobalt Oxide Deposit Mineral Resource was first reported March 2011 in accordance with the 2004 JORC Code (refer to ASX Release dated 8th March 2011 titled 'Resource Upgrade – Mt Thirsty Cobalt-Nickel Oxide Project', available to view at www.barraresources.com.au). The original report titled 'Resource Update Mt Thirsty Ni-Co Deposit' was prepared by consultant Mr Alan Miller (CP) in February 2011.

Riverina Nickel Project, Western Australia (Barra 30%, Nickel Rights Only)

			2007		
Deposit	Cut-off	Category	Tonnes (t)	Grade (%)	
				Ni	Co
Martin's Zone Oxide Deposit	0.7% Ni	Indicated	2,195,850	1.01	0.06
			2,195,850	1.01	0.06

The Martin's Zone Oxide Deposit Mineral Resource was first reported April 2007 in accordance with the 2004 JORC Code (refer to ASX Release dated 30th April 2007 titled 'Activity Report for the Quarter Ended 31 March 2007', available to view at www.barraresources.com.au). The original report titled 'Memorandum re: Results from Martin's Zone nickel laterite RC drilling program' was prepared by consultant Mr Anthony Gray (CP) in March 2007.

Comparison with previous year's estimates

Since there has been no new information or data that materially affects the Burbanks North Deposit, Mt Thirsty Oxide Deposit, Newminster Deposit and Martin's Zone Oxide Deposit Mineral Resources, a comparison with previous year's estimates cannot be made.

ORE RESERVES

As at 30 June 2016 the Company had no reportable Ore Reserves in accordance with the 2012 JORC Code.

GOVERNANCE SUMMARY

The Mineral Resource estimates listed in this report are subject to Barra's governance arrangements and internal controls.

Barra's Mineral Resource estimates are derived by Competent Person's (CP) with the relevant experience in the style of mineralisation and type of deposit under consideration and to the activity which they are undertaking. Geology models in all instances are generated by Barra staff and are reviewed by the CP. The CP carries out reviews of the quality and suitability of the data underlying the Mineral Resource estimate, including a site visit. Barra management conducts its own internal review of the estimate to ensure that it honours the Barra geological model and has been classified and reported in accordance with the JORC Code.

COMPETENT PERSONS STATEMENT

- The information in the report which relates to the 2013 Newminster Mineral Resource is based on, and fairly represents, information and supporting documentation prepared and compiled by Mr Andrew Moulds, a Competent Person and former employee of Goldfield's Mining Services who is a Member of the Australian Institute of Geoscientists. Mr Moulds has sufficient experience which is relevant to the style of mineralisation and type of deposit under consideration and to the activity which he is undertaking to qualify as a Competent Person as defined in the 2004 Edition of the "Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves" (the JORC Code). Mr Moulds consents to the inclusion in the report of the matters based on his information in the form and context in which it appears¹.
- The information in the report which relates to the Burbanks North Mineral Resource is based on, and fairly represents, information and supporting documentation prepared and compiled by Mr Bob Colville, a Competent Person and employee of FMR Investments Pty Ltd who is a member of the Australian Institute of Geoscientists. Mr Colville has sufficient experience which is relevant to the style of mineralisation and type of deposit under consideration and to the activity which he is undertaking to qualify as a Competent Person as defined in the 2004 Edition of the "Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves" (the JORC Code). Mr Colville consents to the inclusion in the report of the matters based on this information in the form and context in which it appears¹.
- The information in the report which relates to the Mt Thirsty Oxide Deposit Mineral Resource is based on, and fairly represents, information and supporting documentation prepared and compiled by Mr Alan Miller, a Competent Person and former employee of Golder Associates Pty Ltd who is a member of the Australasian Institute of Mining and Metallurgy. Mr Miller has sufficient experience which is relevant to the style of mineralisation and type of deposit under consideration and to the activity which he is undertaking to qualify as a Competent Person as defined in the 2004 Edition of the "Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves" (the JORC Code). Mr Miller consents to the inclusion in the report of the matters based on this information in the form and context in which it appears¹.
- The information in the report which relates to the Martin's Zone Oxide Deposit Mineral Resource is based on, and fairly represents, information and supporting documentation prepared and compiled by Mr Anthony Gray, a Competent Person and employee of Octagonal Resources Limited who is a member of the Australian Institute of Geoscientists. Mr Gray has sufficient experience which is relevant to the style of mineralisation and type of deposit under consideration and to the activity which he is undertaking to qualify as a Competent Person as defined in the 2004 Edition of the "Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves" (the JORC Code). Mr Gray consents to the inclusion in the report of the matters based on this information in the form and context in which it appears¹.

¹ The Company is not aware of any new information or data that materially affects the information included in the relevant market release. The Company confirms that all material assumptions and technical parameters underpinning the estimate in the relevant market release continue to apply and have not materially changed. The Company confirms that the form and context in which the Competent Person's findings are presented here have not been materially modified.

BARRA RESOURCES LIMITED
ABN 76 093 396 859

FINANCIAL REPORT
FOR THE YEAR ENDED 30 JUNE 2016

BARRA RESOURCES LIMITED
ABN 76 093 396 859

CONTENTS

	Page
Directors' Report	1
Auditor's Independence Declaration	9
Statement of Comprehensive Income	10
Statement of Financial Position.....	11
Statement of Cash Flows.....	12
Statement of Changes in Equity	13
Notes to the Financial Statements	14
Directors' Declaration.....	32
Independent Auditor's Report	33
Additional Information & Corporate Governance	35

CORPORATE INFORMATION

Directors

Executive Chairman
Gary John Berrell BEc (Hons)

Non-Executive Director
Grant Jonathan Mooney CA BBus

Non-Executive Director
Jon Young BCom CA

Company Secretary

Grant Jonathan Mooney CA BBus

Registered office &

Principal place of business

Ground Floor, 6 Thelma Street
West Perth WA 6005

Phone: +61 8 9481 3911

Fax: +61 8 9481 3283

Website: www.barraresources.com.au

Share Register

Security Transfer Registrars Pty Ltd
770 Canning Highway

Applecross WA 6153

Phone: +61 8 9315 2333

Fax: +61 8 9315 2233

Email: registrar@securitytransfer.com.au

Auditors

HLB Mann Judd
Level 4, 130 Stirling Street
Perth WA 6000

Securities Exchange

The Company's securities are quoted on
the Official List of the Australian
Securities Exchange Limited (ASX)
152-158 St George's Terrace
Perth WA 6000

ASX Code

Shares: BAR

DIRECTORS' REPORT

The Directors present their report together with the financial report on Barra Resources Limited ("Barra" or "the Company") for the year ended 30 June 2016. In order to comply with the provisions of the Corporations Act 2001, the Directors report as follows:

Details of Directors

The names and particulars of the Directors of the Company holding office during the financial year and at the date of this report are:

GARY JOHN BERRELL BEc (Hons)

Executive Chairman

Appointed 22 March 2005

Mr Berrell has a background in banking and finance and was an Executive Director of Macquarie Bank for seven years. He has had over 25 years experience trading a broad range of products including foreign exchange, bonds, equities, futures and commodities. He has held a variety of management positions throughout this time. He has been involved in extensive committee work for financial markets associations covering areas of market regulation and prudential risk management, and has represented Australia at numerous overseas foreign exchange market conferences.

GRANT JONATHAN MOONEY BBus CA

Non-Executive Director and Company Secretary

Appointed 29 November 2002

Mr Mooney is the principal of Perth-based corporate advisory firm Mooney & Partners, specialising in corporate compliance administration to public companies. He has gained extensive experience in the areas of corporate and project management since commencing Mooney & Partners in 1999. His experience extends to advice on capital raisings, mergers and acquisitions and corporate governance.

Currently, Mr Mooney serves as a Director and Company Secretary to several ASX listed companies across a variety of industries including technology and resources. He is a Director of ASX listed resource companies Talga Resources Limited, Phosphate Australia Limited and is a Director of renewable energy company Carnegie Wave Energy Limited. Mr Mooney is a member of Chartered Accountants Australia and New Zealand.

JONATHAN ALISTER YOUNG BCom CA F Fin

Non-Executive Director

Appointed 5 January 2015

Mr Young holds a Bachelor of Commerce Degree from the University of Western Australia and is a member of the Chartered Accountants Australia and New Zealand. For nearly 30 years, Mr Young has worked in the financial markets and is currently Director, Wealth Management with Perth based national stock broking firm Patersons Securities Limited.

For 12 years, until the sale of the underground mining contractor Barmenco Limited in August 2007, Jon served as Non-executive Chairman of the Barmenco Group of companies, including Barmenco Limited where he continues to serve as an alternate director.

Mr Young is Chairman of Barra's major shareholder, FMR Investments Pty Ltd (formerly Barmenco Investments Pty Ltd).

BARRA RESOURCES LIMITED
ABN 76 093 396 850

DIRECTORS' REPORT

Directorship of Other Listed Companies

Directorships of other listed companies held by Directors in the three years immediately before the end of the financial year are as follows:

DIRECTOR'S NAME	COMPANY	PERIOD OF DIRECTORSHIP
Grant Jonathan Mooney	Carbine Resources Limited	18 January 2012 to 2 September 2014
	Carnegie Wave Energy Limited	19 February 2008 to present
	Phosphate Australia Limited	14 October 2008 to present
	Talga Resources Ltd	20 February 2014 to present
	Wild Acre Metals Limited/Nuheara Ltd	1 July 2007 to 4 June 2016

Directors' Share and Option Holdings

At the date of this report, the direct and indirect interest of the Directors in the shares and options of the Company were:

DIRECTOR'S NAME	ORDINARY SHARES NUMBER	OPTIONS (UNLISTED) NUMBER
Gary Berrell	1,191,912	3,000,000
Grant Mooney	2,103,556	3,000,000
Jonathan Young	4,956,000	3,000,000

Principal Activities

The Company's principal activity is gold, nickel and cobalt exploration, as well as being the recipient of royalties from production at the Burbanks and Phillips Find projects.

Operating Results

The profit from ordinary activities after income tax of the Company for the year ended 30 June 2016 was \$63,439 (2015: Loss \$497,203).

Future Developments

The Company intends to continue mineral exploration & exploitation activities while considering new project acquisitions.

Environmental Regulation

The Company is required to carry out its activities in accordance with the Mining Laws and Regulations in the areas in which it undertakes its exploration activities. The Company is not aware of any matter which requires disclosure with respect to any significant environmental regulation in respect of its operating activities.

Dividends

No dividends have been paid or declared since the start of the financial year and the Directors do not recommend the payment of a dividend in respect of the financial year.

Review of Operations

The following activities were undertaken by the Company during the financial year ended 30 June 2016:

BURBANKS PROJECT (Coolgardie, Western Australia)

- Production totalled 5,741 ounces from the Birthday Gift Mine generated \$143,532 in royalties
- Optimisation studies identified potential for profitable small oxide open pit deposit at Burbanks North

BARRA RESOURCES LIMITED
ABN 76 093 396 850

DIRECTORS' REPORT

Review of Operations (Continued)

PHILLIPS FIND MINING CENTRE (PFMC) (Western Australia)

- Stage 2 mining of the Newminster deposit completed
- 4,054 ounces recovered from 56,996 tonnes of ore milled
- Received \$430,000 as a result of "right-to-mine" and gold royalty payments
- Geochemical orientation surveys completed over areas to the north of PFMC
- Infill RC drilling at Newminster returned excellent gold results including [5m@11g/t, 8m@6.3g/t, 5m@7.5g/t](#) and 3m@4g/t

MT THIRSTY COLBALT PROJECT (50% owned – Norseman , Western Australia)

- Heritage agreement reached with native title holders
- Retention Licence (R63/4) granted over E63/373
- Dedicated website and marketing video established to showcase the project

RIVERINA NICKEL PROJECT (Western Australia)

- No activity was conducted during the period

Company Performance

The table below sets out summary information about the Company's earnings and movements in shareholder wealth for the five years to 30 June 2016:

	2016 \$	2015 \$	2014 \$	2013 \$	2012 \$
Revenue	910,185	139,672	33,091	524,598	738,736
Net profit/(loss) before tax	63,439	(514,320)	(792,559)	(1,362,631)	(44,182)
Net profit/(loss) after tax	63,439	(497,203)	(792,559)	(1,350,872)	37,950
	2016	2015	2014	2013	2012
Share price at start of year (cents)	0.6	0.7	0.6	1.4	2.8
Share price at end of year (cents)	4.8	0.6	0.7	0.6	1.4
Shares on issue at end of year	373,247,883	373,247,883	373,247,883	373,247,883	373,247,883
Market capitalisation at end of year (undiluted)	\$17,915,898	\$2,239,487	\$2,612,735	\$2,239,487	\$5,225,470
Basic earnings/(loss) per share (cents)	0.02	(0.13)	(0.21)	(0.36)	0.01
Diluted earnings/(loss) per share (cents)	0.02	(0.13)	(0.21)	(0.36)	0.01

Significant Changes in the State of Affairs

There was no significant change in the state of affairs of the Company during the financial year.

Significant Events Subsequent to End of Year

There has not been any matter or circumstance that has arisen after balance date that has significantly affected, or may significantly affect, the operations of the Company, the results of those operations, or the state of affairs of the Company in future financial periods, except for the following:

- Subsequent to the end of the financial year, Barra entered into a staged mining agreement with its principal shareholder FMR Investments Pty Ltd to evaluate and potentially commence an open cut mining operation at Burbanks North, within Barra's Burbanks Project, 9km south of Coolgardie.

DIRECTORS' REPORT

Share Options

During the financial year and to the date of this report 15,000,000 unlisted employee and director options were on issue.

At the date of this report, the following options are outstanding in respect of unissued ordinary shares in Barra:

NUMBER OF SHARES UNDER OPTIONS	EXERCISE PRICE	EXPIRY DATE
1,000,000 (i)	\$0.06	21 March 2017
1,000,000 (i)	\$0.04	21 March 2017
1,000,000 (i)	\$0.02	21 March 2017
1,000,000 (i)	\$0.04	11 November 2018
1,000,000 (i)	\$0.03	11 November 2018
1,000,000 (i)	\$0.02	11 November 2018
3,000,000 (ii)	\$0.04	11 November 2018
3,000,000 (ii)	\$0.03	11 November 2018
3,000,000 (ii)	\$0.02	11 November 2018

(i) Issued under the Employee Share Ownership Plan.

(ii) Issued to Directors following shareholder approval at Annual General Meeting.

The holders of these options do not have the right, by virtue of the option, to participate in any share issue or interest issue of the Company or of any other body corporate or registered scheme.

No options were exercised during the year.

Indemnifying Officers or Auditor

During the financial year, the Company paid a premium in respect of a contract insuring the Directors of the Company, the Company Secretary and all Executive officers of the Company and related body corporate against any liability incurred in the course of their duties as a Director, Secretary or Executive officer to the extent permitted by the Corporations Act 2001. The contract of insurance prohibits disclosure of the amount of the premium.

The Company has not indemnified or agreed to indemnify the auditor of the Company or of any related body corporate against a liability incurred as the auditor.

Directors' Meetings

There were 7 Directors' meetings held during the financial year ended 30 June 2016. The names of Directors who held office during the financial year and their attendance at Board meetings is detailed below:

DIRECTOR	NUMBER ATTENDED	NUMBER ELIGIBLE TO ATTEND
Gary Berrell	7	7
Grant Mooney	7	7
Jon Young	7	7

There were also 2 (two) circular resolutions passed by the Board of Directors during the financial year.

As at the date of this report an Audit Committee of the Board of Directors did not exist due to the Directors of the Board having a close involvement in the operations of the Company. There are no other sub-committees of the Board.

DIRECTORS' REPORT

Remuneration Report (audited)

This report, which forms part of the Directors' Report, details the amount and nature of remuneration of each member of the Key Management Personnel of the Company. Other than Directors, there were no Executive officers of the Company included in Key Management Personnel during the year.

Remuneration Policy

The remuneration policy is to provide a fixed remuneration component, performance related bonus and a specific equity-related component. The Board believes that this remuneration policy is appropriate given the stage of development of the Company and the activities which it undertakes and is appropriate in aligning executives' objectives with shareholder and business objectives.

The remuneration policy in regards to settling terms and conditions for any Executive Directors has been developed by the Board taking into account market conditions and comparable salary levels for companies of similar size and operating in similar sectors.

The Board reviews the remuneration packages of all key management personnel on an annual basis. The maximum remuneration of Non-Executive Directors is to be determined by Shareholders in general meeting in accordance with the Constitution, the Corporations Act and the ASX Listing Rules, as applicable. At present the maximum aggregate remuneration of Non-Executive Directors is \$400,000 per annum. The apportionment of Non-Executive Director Remuneration within that maximum will be made by the Board having regard to the inputs and value to the Company of the respective contributions by each Non-Executive Director.

Remuneration is not linked to specific performance criteria.

The Board policy is to remunerate Non-Executive Directors at market rates for comparable companies for time, commitment and responsibilities. The Board determines payment to the Non-Executive Directors and reviews their remuneration on an individual basis, based on market practices, duties and accountability. Independent external advice is sought when required. Remuneration is not linked to the performance of the Company.

The Company is a developing listed company with most of its funds allocated to specific exploration and new business development activities. Historically, the Board has chosen to issue options to executives as a key component of their remuneration, in order to retain the services of the executives. The Board considers that each Key Management Personnel's experience in the resources industry will greatly assist the Company in progressing its projects to the next stage of development and the identification of new projects.

There are no service or performance criteria on the options granted to Key Management Personnel as, given the speculative nature of the Company's activities and the small management team responsible for its running, it is considered the performance of the Key Management Personnel and the performance and value of the Company are closely related. The Board has a policy of granting options to key management personnel with exercise prices above the respective share price at the time that the options were agreed to be granted. As such, options granted to Key Management Personnel will generally only be of benefit if the Key Management Personnel perform to the level whereby the value of the Company increases sufficiently to warrant exercising the options granted. Given the stage of development of the Company and the high risk nature of its activities, the Board considers that the prospects of the Company and resulting impact on shareholder wealth are largely linked to the success of this approach, rather than by referring to current or prior year earnings.

Executives receive a superannuation guarantee contribution required by the Government, which is currently 9.5% and do not receive any other retirement benefit. Some individuals, however, have chosen to sacrifice part of their salary to increase payments towards superannuation. The Directors are not entitled to any termination benefits.

The Board does not impose any restrictions in relation to a person limiting his or her exposure to the risk in relation to the options issued by the Company.

Service Agreements

Executive Chairman Gary Berrell has an employment contract for a period of 3 years commencing on 1 September 2009 which expired on 1 September 2012 and continues on a month by month basis with one month's termination notice. The Contract provides for a Director's fee of \$95,000 per annum plus statutory superannuation.

Non-Executive Director Grant Mooney has an Employee Services Agreement for a period of 3 years commencing on 1 September 2009 which expired on 1 September 2012 and continues on a month by month basis with one month's termination notice. The Contract provides for a Director's fee of \$45,000 per annum plus statutory superannuation.

Non-Executive Director Jon Young has an Employee Services Agreement for no fixed term commencing on 5 January 2015. The Contract provides for a Director's fee of \$45,000 per annum plus statutory superannuation.

Mooney & Partners Pty Ltd, a company associated with Grant Mooney has a services contract with the Company to provide company secretarial and administrative services to the Company for a period of 3 years commencing on 1 September 2009 which expired on 1 September 2012 and continues on a month by month basis with one month's termination notice. The Contract provides for an annual fee of \$96,000 per annum but was reduced to \$48,000 per annum plus GST in February 2015.

No key management personnel are entitled to any termination payment apart from remuneration payable up to and including the termination date and any amounts payable relating to accrued leave.

BARRA RESOURCES LIMITED
ABN 76 093 396 850

DIRECTORS' REPORT

Remuneration Report (audited) (continued)

Remuneration

Details of remuneration provided to key management personnel during the financial year are as follows:

		SHORT-TERM EMPLOYEE BENEFITS		POST- EMPLOYMENT BENEFITS	SHARE- BASED PAYMENT		
DIRECTORS		SALARY & FEES	BONUS	SUPER- ANNUATION	OPTIONS	TOTAL	PERCENTAGE PERFORMANCE RELATED %
		\$	\$	\$	\$	\$	
Gary Berrell (Executive Chairman)	2016	95,000	-	9,025	8,800	112,825	8%
	2015	95,000	-	9,025	-	104,025	0%
Grant Mooney (1) (Non-Executive Director & Company Secretary)	2016	97,000	-	4,275	8,800	110,075	8%
	2015	129,000	-	4,275	-	133,275	0%
Jon Young (Appointed 05/01/15) (Non-Executive Director)	2016	47,020	-	4,467	8,800	60,287	15%
	2015	19,996	-	1,900	-	21,896	0%
Lindsay Franker (Resigned 05/01/15) (Non-Executive Director)	2016	-	-	-	-	-	0%
	2015	21,197	-	2,014	-	23,211	0%
TOTAL	2016	239,020	-	17,767	26,400	283,187	
TOTAL	2015	265,193	-	17,214	-	282,407	

⁽¹⁾ Amounts paid to Grant Mooney include director's fees of \$45,000 (2015: \$45,000) and fees paid to a related party in respect of company secretarial services, totaling \$52,000 (13 months billed in 2016) + GST (2015: \$76,000).

There are no contracts to which a Director is a party or under which the Director is entitled to a benefit other than as disclosed in the financial report. No director appointed during the period received a payment as part of his or her consideration for agreeing to hold the position.

There are no other individuals employed by the Company who meet the definition of key management personnel under the Corporations Act 2001.

Employee Option Plan

On 11 December 2007 (grant date) the Company established an Employee Share Option Plan (ESOP) whereby the Company's employees are given an opportunity to purchase shares in the Company. Each option converts into one ordinary share of Barra on exercise. No amounts are paid or payable by the recipient on receipt of the option. The options carry neither rights to dividends nor voting rights. Options may be exercised at any time from the date of vesting to the date of expiry. There are presently 15,000,000 options on issue pursuant to the ESOP.

No directors have received options under this plan.

During the financial year, the following share-based payment arrangements were in existence. There are no further service or performance criteria that need to be met in relation to options granted.

OPTION SERIES	GRANT DATE	EXPIRY DATE	GRANT DATE FAIR VALUE	VESTING DATE
ESOP Tranche 3	21 March 2014	21 March 2017	\$0.002	Immediate
ESOP Tranche 4	11 November 2015	11 November 2018	\$0.0035	Immediate
ESOP Tranche 4	11 November 2015	11 November 2018	\$0.0029	Immediate
ESOP Tranche 4	11 November 2015	11 November 2018	\$0.0024	Immediate
ESOP Tranche 5	11 January 2016	11 November 2018	\$0.0083	Immediate
ESOP Tranche 5	11 January 2016	11 November 2018	\$0.007	Immediate
ESOP Tranche 5	11 January 2016	11 November 2018	\$0.0061	Immediate

BARRA RESOURCES LIMITED
ABN 76 093 396 850

DIRECTORS' REPORT

Remuneration Report (audited) (continued)

Key management personnel equity holdings

Fully paid ordinary shares issued by Barra Resources Limited

The movement during the reporting period in the number of ordinary shares in the Company held, directly, indirectly or beneficially, by each specified Director is as follows:

2016 DIRECTOR	BALANCE AS AT 1 JULY 2015/ APPOINTMENT	GRANTED AS REMUNERATION	RECEIVED ON EXERCISE OF OPTIONS	PURCHASED/ (SOLD)	ON RESIGNATION	BALANCE AS AT 30 JUNE 2016
Gary Berrell	1,191,912	-	-	-	-	1,191,912
Grant Mooney	2,103,556	-	-	-	-	2,103,556
Jon Young	4,956,000	-	-	-	-	4,956,000

2015						
Gary Berrell	1,191,921	-	-	-	-	1,191,921
Grant Mooney	2,103,556	-	-	-	-	2,103,556
Jon Young (Appointed 5.1.15)	4,956,000	-	-	-	-	4,956,000
Lindsay Franker (Resigned 5.1.15)	-	-	-	-	-	-

Share Options Issued by Barra Resources Limited

The Directors hold 9,000,000 options (tranche 4) over ordinary shares in the Company (directly, indirectly or beneficially) at balance date.

Value of options issued to Directors

During the year ended 30 June 2016, 9,000,000 options (tranche 4) were issued to Directors, which were valued at \$26,400 (further details in Note 30).

END OF REMUNERATION REPORT (Audited)

Proceedings on behalf of the Company

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

Non Audit Services

There were no non-audit services provided by the Company's auditor during the year.

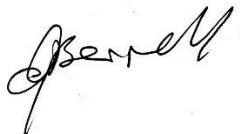
Auditor's Independence Declaration

A copy of the auditor's independence declaration as required under section 307C of the Corporations Act 2001 is set out on page 9 and forms part of this Directors' Report for the year ended 30 June 2016.

DIRECTORS' REPORT

Signed on 15 September 2016 in accordance with a resolution of the Board, made pursuant to Section 298(2) of the Corporations Act 2001.

On behalf of the Directors:



GARY BERRELL
Chairman

Competent Persons Statement

The information in this report which relates to Exploration Results at Phillips Find, Burbanks and Mt Thirsty is based on information compiled by Mr Gary Harvey who is a Member of the Australian Institute of Geoscientists and a full-time employee of Barra Resources Ltd. Mr Harvey has sufficient experience which is relevant to the style of mineralisation and type of deposit under consideration and to the activity which he is undertaking to qualify as a Competent Person as defined in the 2012 Edition of the "Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves" (the JORC Code). Mr Harvey consents to the inclusion in the report of the matters based on his information in the form and context in which it appears.

The information in this report which relates to the Mt Thirsty Oxide Deposit Mineral Resource is based on information compiled by Mr Alan Miller, a full time employee of Golder Associates Pty Ltd and who is a member of the Australasian Institute of Mining and Metallurgy. Mr Miller has sufficient experience which is relevant to the style of mineralisation and type of deposit under consideration and to the activity which he is undertaking to qualify as a Competent Person as defined in the 2004 Edition of the "Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves" (the JORC Code). Mr Miller consents to the inclusion in the report of the matters based on this information in the form and context in which it appears.

The interpretations and conclusions reached in this report are based on current geological theory and the best evidence available to the authors at the time of writing. It is the nature of all scientific conclusions that they are founded on an assessment of probabilities and, however high these probabilities might be, they make no claim for complete certainty. Any economic decisions that might be taken on the basis of interpretations or conclusions contained in this report will therefore carry an element of risk.

It should not be assumed that the reported Exploration Results will result, with further exploration, in the definition of a Mineral Resource.

AUDITOR'S INDEPENDENCE DECLARATION



Accountants | Business and Financial Advisers

AUDITOR'S INDEPENDENCE DECLARATION

As lead auditor for the audit of the financial report of Barra Resources Limited for the year ended 30 June 2016, I declare that to the best of my knowledge and belief, there have been no contraventions of:

- a) the auditor independence requirements of the *Corporations Act 2001* in relation to the audit; and
- b) any applicable code of professional conduct in relation to the audit.

Perth, Western Australia
15 September 2016

A handwritten signature in blue ink that reads 'D I Buckley'.

D I Buckley
Partner

BARRA RESOURCES LIMITED
ABN 76 093 396 850

Statement of Comprehensive Income
for the year ended 30 June 2016

	NOTE	30 JUNE 2016 \$	30 JUNE 2015 \$
Royalty income	4	609,352	103,300
Other income	4	300,833	36,372
Total Revenue		910,185	139,672
Impairment of exploration and evaluation costs	5(b)	(132)	(1,333)
Royalty expense		(233,104)	-
Employee benefits expense		(293,737)	(257,673)
Depreciation expense	5(b)	(20,817)	(13,567)
Consulting expenses		(96,594)	(129,742)
Rental expenses		(64,941)	(77,613)
Administration expenses		(89,177)	(139,400)
Options issued expenses		(47,800)	-
Impairment of financial assets	5(a)	-	(33,548)
Loss on sale of plant and equipment		(34)	-
Other expenses from ordinary activities		(410)	(1,116)
Profit/(Loss) before income tax expense		63,439	(514,320)
Income tax benefit	6	-	17,117
Profit/(Loss) for the year		63,439	(497,203)
Other Comprehensive Income:			
<i>Items that may be reclassified to profit or loss</i>			
Net change in fair value of available-for-sale assets		89,158	-
Total Comprehensive Income/(Loss) for the Year		152,597	(497,203)
Earnings Per Share			
Basic earnings/(loss) per share (cents per share)	26	0.02 cents	(0.13) cents
Diluted earnings/(loss) per share (cents per share)	26	0.02 cents	(0.13) cents

The Statement of Comprehensive Income should be read in conjunction with the accompanying notes.

BARRA RESOURCES LIMITED
ABN 76 093 396 850

Statement of Financial Position
as at 30 June 2016

	NOTE	30 JUNE 2016 \$	30 JUNE 2015 \$
CURRENT ASSETS			
Cash and cash equivalents	9	769,860	1,038,996
Trade and other receivables	10	85,757	87,385
Other	11	17,079	6,760
TOTAL CURRENT ASSETS		872,696	1,133,141
NON CURRENT ASSETS			
Financial assets	12	114,000	33,893
Rental bond	13	15,000	15,000
Property, plant and equipment	14	28,357	49,208
Exploration and evaluation expenditure	15	8,382,455	8,017,143
TOTAL NON-CURRENT ASSETS		8,539,812	8,115,244
TOTAL ASSETS		9,412,508	9,248,385
CURRENT LIABILITIES			
Trade and other payables	16	54,761	80,170
Provisions	17	111,635	122,500
TOTAL CURRENT LIABILITIES		166,396	202,670
TOTAL LIABILITIES		166,396	202,670
NET ASSETS		9,246,112	9,045,715
EQUITY			
Issued capital	18	48,889,610	48,889,610
Reserves	19	141,858	4,900
Accumulated losses	20	(39,785,356)	(39,848,795)
TOTAL EQUITY		9,246,112	9,045,715

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

BARRA RESOURCES LIMITED
ABN 76 093 396 850

Statement of Cash Flows
for the year ended 30 June 2016

	NOTE	30 JUNE 2016 \$	30 JUNE 2015 \$
CASH FLOWS FROM OPERATING ACTIVITIES			
Receipts from customers		809,983	33,623
Payments to suppliers and employees		(814,571)	(615,947)
Interest received		10,041	15,600
R&D tax offset received		-	17,177
NET CASH FLOWS PROVIDED BY/(USED IN) OPERATING ACTIVITIES	21	5,453	(549,547)
CASH FLOWS FROM INVESTING ACTIVITIES			
Payments for property, plant and equipment		-	(35,373)
Proceeds from sale of available-for-sale investments		90,855	-
Sales of property, plant and equipment		-	9,090
Sales of exploration, evaluation and development		-	1,400,000
Payments for exploration, evaluation and development expenditure		(365,444)	(274,104)
NET CASH FLOWS (USED IN)/PROVIDED BY INVESTING ACTIVITIES		(274,589)	1,099,613
CASH FLOWS FROM FINANCING ACTIVITIES			
Return of cash from bank guarantees no longer required		-	159,000
NET CASH FLOWS PROVIDED BY FINANCING ACTIVITIES		-	159,000
NET INCREASE /(DECREASE) IN CASH AND CASH EQUIVALENTS HELD		(269,136)	709,066
CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE YEAR		1,038,996	329,930
CASH AND CASH EQUIVALENTS AT THE END OF THE YEAR	9	769,860	1,038,996

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

BARRA RESOURCES LIMITED
ABN 76 093 396 859

Statement of Changes in Equity
For the year ended 30 June 2016

	ISSUED CAPITAL	SHARE-BASED PAYMENT RESERVE	INVESTMENT REVALUATION RESERVE	ACCUMULATED LOSSES	TOTAL EQUITY
	\$	\$	\$	\$	\$
BALANCE AS AT 1 JULY 2014	48,889,610	4,900	-	(39,351,592)	9,542,918
Loss for the year	-	-	-	(497,203)	(497,203)
Total comprehensive loss for the year	-	-	-	(497,203)	(497,203)
BALANCE AS AT 30 JUNE 2015	48,889,610	4,900	-	(39,848,795)	9,045,715
BALANCE AS AT 1 JULY 2015	48,889,610	4,900	-	(39,848,795)	9,045,715
Profit for the year	-	-	-	63,439	63,439
Revaluation of available-for-sale assets	-	-	89,158	-	89,158
Total comprehensive income for the year	-	-	89,158	63,439	152,597
Issue of options	-	47,800	-	-	47,800
BALANCE AS AT 30 JUNE 2016	48,889,610	52,700	89,158	(39,785,356)	9,246,112

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

Notes to the Financial Statements
for the year ended 30 June 2016

1. Corporate Information

Barra Resources Limited is a for-profit Company limited by shares incorporated in Australia, whose shares are publicly traded on the Australian Securities Exchange Limited. Barra Resources Limited registered office and principal place of business is:

Ground Floor, 6 Thelma Street
West Perth 6005
Western Australia

The nature of the operations and principal activities of the Company are gold, nickel and cobalt exploration and the development of their gold assets within Australia.

2. Summary of Accounting Policies

The significant accounting policies, which have been adopted in the preparation of this financial report, are:

(a) Statement of compliance

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

The financial report complies with Australian Accounting Standards, which include Australian equivalents to International Financial Reporting Standards ('A-IFRS'). Compliance with A-IFRS ensures that the financial statements and notes of the Company comply with International Financial Reporting Standards ('IFRS').

The financial statements were authorised for issue by the Directors on 15 September 2016.

(b) Basis of preparation

The financial report has been prepared on the basis of historical cost, except for available-for-sale investments and derivative financial instruments which are carried at fair value. Cost is based on the fair values of the consideration given in exchange for assets. All amounts are presented in Australian dollars, unless otherwise noted.

In the application of A-IFRS, management is required to make judgments, estimates and assumptions about carrying values of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are believed to be reasonable under the circumstances, the results of which form the basis of making the judgments. Actual results may differ from these estimates.

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

(c) Cash and cash equivalents

Cash and cash equivalents comprise of cash on hand, cash in banks and investments in money market instruments, net of outstanding bank overdrafts. If applicable, bank overdrafts are shown within borrowings in current liabilities in the statement of financial position.

(d) Employee leave benefits

Wages, salaries, annual leave and sick leave

Liabilities for wages and salaries, including non-monetary benefits, annual leave and accumulating sick leave expected to be settled within 12 months of the balance date are recognised in other payables in respect of the services of employees up to the balance date. They are measured at the amounts expected to be paid when the liabilities are settled. Liabilities for non-accumulating sick leave are recognised when the leave is taken and are measured at the rates paid or payable.

Defined contribution plans

Contribution to defined contribution superannuation plans are expensed when the employees have rendered services entitling them to the contributions.

(e) Goods and services tax

Revenues, expenses and assets are recognised net of the amount of goods and services tax (GST), except:

- i. where the amount of GST incurred is not recoverable from the taxation authority, it is recognised as part of the cost of acquisition of an asset or as part of an item of expense; or
- ii. for receivables and payables, which are recognised inclusive of GST.

The net amount of GST recoverable from, or payable to, the taxation authority is included as part of receivables or payables.

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

Notes to the Financial Statements
for the year ended 30 June 2016

2. Summary of Accounting Policies (continued)

(f) Income tax

Current tax

Current tax is calculated by reference to the amount of income taxes payable or recoverable in respect of the taxable profit or tax loss for the period. It is calculated using tax rates and tax laws that have been enacted or substantively enacted by reporting date. Current tax for current and prior periods is recognised as a liability or asset to the extent that it is unpaid or refundable.

Deferred tax

Deferred tax is provided on all temporary differences at balance date between the tax base of an asset or liability and its carrying amount in the statement of financial position. The tax base of an asset or liability is the amount attributed to that asset or liability for tax purposes.

In principle, deferred tax liabilities are recognised for all taxable temporary differences. Deferred tax assets are recognised to the extent that it is probable that sufficient taxable amounts will be available against which deductible temporary differences, unused tax losses and tax offsets can be utilised. However, deferred tax assets and liabilities are not recognised if the temporary differences giving rise to them arise from the initial recognition of assets and liabilities (other than as a result of a business combination) which affects neither taxable income nor accounting profit.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply to the period(s) when the asset and liability giving rise to them are realised or settled, based on tax rates (and tax laws) that have been enacted or substantively enacted by reporting date. The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Company expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax assets and liabilities are offset when they relate to income taxes levied by the same taxation authority and the Company intends to settle its current tax assets and liabilities on a net basis.

Current and deferred tax for the period

Current and deferred tax is recognised as an expense or income in the statement of comprehensive income, except:

- when it relates to items credited or debited directly to equity in which case the deferred tax is also recognised directly in equity, or
- where it arises from the initial accounting for a business combination, in which case it is taken into account in the determination of goodwill or excess.

(g) Payables

Trade and other payables are recognised when the Company becomes obliged to make future payments resulting from the purchase of goods and services.

(h) Property, plant and equipment

Plant and equipment and leasehold improvements are stated at cost less accumulated depreciation and impairment. Cost includes expenditure that is directly attributable to the acquisition of the item.

Depreciation is provided on property, plant and equipment and is calculated on a straight line basis to write off the net cost of each asset over its expected useful life to its estimated residual value. Leasehold improvements are depreciated over the period of the lease or estimated useful life, whichever is the shorter, using the straight line method. The estimated useful lives, residual values and depreciation method are reviewed at the end of each annual reporting period.

The following estimated useful lives are used in the calculation of depreciation:

Motor Vehicles - 3 years

Office Furniture and equipment 3 - 10 years

(i) Provisions

Provisions are recognised when the Company has a present obligation as a result of a past event, the future sacrifice of economic benefits is probable, and the amount of the provision can be measured reliably.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at reporting date, taking into account the risks and uncertainties surrounding the obligation. Where a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows.

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, the receivable is recognised as an asset if it is virtually certain that recovery will be received and the amount of the receivable can be measured reliably.

Notes to the Financial Statements
for the year ended 30 June 2016

2. Summary of Accounting Policies (continued)

(j) Trade and other receivables

Trade receivables are measured on initial recognition at fair value and are subsequently measured at amortised cost using the effective interest rate method, less any allowance for impairment. Trade receivables are generally due for settlement within periods ranging from 15 to 30 days.

Impairment of trade receivables is continually reviewed and those that are considered to be uncollectible are written off by reducing the carrying value directly. An allowance account is used when there is objective evidence that the Company will not be able to collect all amounts due according to the original contractual terms. Factors considered by the Company in making this determination include known significant financial difficulties of the debtor, review of financial information and significant delinquency in making contractual payments to Company. The impairment allowance is set equal to the difference between the carrying amount of the receivable and the present value of estimated future cash flows, discounted at the original effective interest rate. Where receivables are short-term discounting is not applied in determining the allowance.

The amount of the impairment loss is recognised in the statement of comprehensive income within other expenses. When a trade receivable becomes uncollectible in a subsequent period, it is written off against the allowance account. Subsequent recoveries of amounts previously written off are credited against other expenses in the statement of comprehensive income.

(k) Revenue recognition

Interest revenue

Interest revenue is recognised on a time proportionate basis that takes into account the effective yield on the financial asset.

Sale of Goods

Sales revenue is recognised when significant risks and rewards of ownership have passed to the purchaser.

Royalty Income

Royalty income is recognised on an accrual basis in accordance with the substance of the relevant agreement.

(l) Share-based payments

Equity settled transactions:

The Company provides benefits to employees (including senior executives) of the Company in the form of share-based payments, whereby employees render services in exchange for shares or rights over shares (equity-settled transactions).

The cost of these equity-settled transactions with employees is measured by reference to the fair value of the equity instruments at the date at which they are granted. The fair value is determined by an external valuer using a Black-Scholes model, further details of which are given in Note 30.

In valuing equity-settled transactions, no account is taken of any performance conditions, other than conditions linked to the price of the shares of Barra Resources Limited (market conditions) if applicable.

The cost of equity-settled transactions is recognised, together with a corresponding increase in equity, over the period in which the performance and/or service conditions are fulfilled, ending on the date on which the relevant employees become fully entitled to the award (the vesting period).

The cumulative expense recognised for equity-settled transactions at each balance date until vesting date reflects (i) the extent to which the vesting period has expired and (ii) the Company's best estimate of the number of equity instruments that will ultimately vest. No adjustment is made for the likelihood of market performance conditions being met as the effect of these conditions is included in the determination of fair value at grant date. The statement of comprehensive income charge or credit for a period represents the movement in cumulative expense recognised as at the beginning and end of that period.

No expense is recognised for awards that do not ultimately vest, except for awards where vesting is only conditional upon a market condition.

If the terms of an equity-settled award are modified, as a minimum an expense is recognised as if the terms had not been modified. In addition, an expense is recognised for any modification that increases the total fair value of the share-based payment arrangement, or is otherwise beneficial to the employee, as measured at the date of modification.

If an equity-settled award is cancelled, it is treated as if it had vested on the date of cancellation, and any expense not yet recognised for the award is recognised immediately. However, if a new award is substituted for the cancelled award and designated as a replacement award on the date that it is granted, the cancelled and new award are treated as if they were a modification of the original award, as described in the previous paragraph.

The dilutive effect, if any, of outstanding options is reflected as additional share dilution in the computation of earnings per share (see Note 26).

Notes to the Financial Statements
for the year ended 30 June 2016

2. Summary of Accounting Policies (continued)

(m) Exploration and evaluation expenditure

Exploration and evaluation expenditure costs are accumulated in respect of each separate area of interest.

Exploration and evaluation costs are carried forward where:

- the right of tenure of the area of interest is current and they are expected to be recouped through sale or successful development and exploitation of the area of interest, or
- where exploration and evaluation activities in the area of interest have not yet reached a stage that permits reasonable assessment of the existence of economically recoverable reserves and active and significant operations, in, or in relation to, the area of interest are continuing.

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

These assets are considered for impairment on a six monthly basis, depending on the existence of impairment indicators including:

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

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

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

(n) Development Costs

Development costs are recognised at cost less accumulated amortisation and any impairment losses. Exploration expenditure is reclassified to development expenditure once the technical feasibility and commercial viability of extracting the related mineral resource is demonstrable.

Amortisation is not charged on costs carried forward in respect of areas of interest in the development phase until production commences. When production commences, carried forward development costs are amortised on a units of production basis over the life of the economically recoverable reserves.

Changes in factors such as estimates of proved and probable reserves that affect unit-of production calculations are dealt with on a prospective basis.

(o) Issued Capital

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

(p) Provision for restoration and rehabilitation

A provision for restoration and rehabilitation is recognised when there is a present obligation as a result of exploration, development, production, transportation or storage activities undertaken, it is probable that an outflow of economic benefits will be required to settle the obligation, and the amount of the provision can be measured reliably. The estimated future obligations include the cost of removing facilities, abandoning sites/wells and restoring the affected areas.

The provision for future restoration costs is the best estimate of the present value of the expenditure required to settle the restoration obligation at the reporting date, based on current legal and other requirements and technology. Future restoration costs are reviewed annually and any changes in the estimate are reflected in the present value of the restoration provision at each reporting date.

The initial estimate of the restoration and rehabilitation provision relating to exploration, development and milling/production facilities is capitalised into the cost of the related asset and depreciated/amortised on the same basis as the related asset, unless the present obligations arises from the production of inventory in the period, in which case the amount is included in the cost of production for the period. Changes in the estimate of the provision for restoration and rehabilitation are treated in the same manner, except that the unwinding of the effect of discounting on the provision is recognised as a finance cost rather than being capitalised into the cost of the related asset.

Notes to the Financial Statements
for the year ended 30 June 2016

2. Summary of Accounting Policies (continued)

(q) Interests in joint operations

A joint operation is a joint arrangement whereby the parties that have joint control of the arrangement have rights to the assets, and obligations for the liabilities, relating to the arrangement. Joint control is the contractually agreed sharing of the control of an arrangement, which exists on when decision about the relevant activities require unanimous consent of the parties sharing control.

When a Company undertakes its activities under joint operations, the Company as a joint operator recognizes in relation to its interest in a joint operation:

- its assets, including its share of any assets jointly held;
- its liabilities, including its share of any liabilities incurred jointly;
- its revenue from the sale of its share of the output arising from the joint operation;
- its share of the revenue from the sale of the output by the joint operation; and
- its expenses, including its share of any expenses incurred jointly.

The Company accounts for the assets, liabilities, revenues and expenses relating to its interest in a joint operation in accordance with the relevant standards and interpretations applicable to the particular assets, liabilities, revenue and expenses.

When the Company transacts with a joint operation in which the Company is a joint operator (such as a sale or contribution of assets), the Company is considered to be conducting the transaction with other parties to the joint operation, and gains and losses resulting from the transactions are recognised in the Company's financial statement only to the extent of the other parties' interests in the joint operation.

When the Company transacts with a joint operation in which the Company is a joint operator (such as the purchase of assets), the Company does not recognise its share of the gains and losses until it resells those assets to a third party.

(r) Financial instruments

Debt and equity instruments

Debt and equity instruments are classified as either liabilities or as equity in accordance with the substance of the contractual arrangements.

Transaction costs on the issue of equity instruments

Transaction costs arising on the issue of equity instruments are recognised directly in equity as a reduction of the proceeds of the equity instruments to which the costs relate. Transaction costs are the costs that are incurred directly in connection with the issue of those equity instruments and which would not have been incurred had those instruments not been issued.

Financial liabilities

Financial liabilities are classified as either financial liabilities 'at fair value through profit and loss' or other 'financial liabilities'. The Company only holds other financial liabilities, including borrowings. Other financial liabilities are initially measured at fair value, net of transaction costs and subsequently measured at amortised cost, with interest expense recognised on an effective yield basis.

Effective interest method

The effective interest method is a method of calculating the amortised cost of a financial asset and of allocating interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts (including all fees on points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial asset, or, where appropriate, a shorter period.

(s) Financial Assets

Investments are recognised and derecognised on trade date where purchase or sale of an investment is under a contract whose terms requires legal transfer of the investment within the timeframe established by the market concerned, and are initially measured at fair value, net of transaction costs.

Financial assets are classified into the following specific categories: financial assets at fair value through profit or loss, held-to-maturity investments, available-for-sale financial assets and loans and receivables. The classification depends on the nature and purpose of the financial asset and is determined at the time of initial recognition and reviewed at each reporting date.

Financial assets at fair value through profit and loss

Financial assets classified as held for trading are included in the category 'financial assets at fair value through profit or loss'. Derivatives are also classified as held for trading unless they are designated as effective hedging instruments. Gains or losses on investments held for trading are recognised in profit or loss.

Available-for-sale financial assets

Certain financial assets that are non-derivative financial assets are designated as available for sale and are stated at fair value. Gain and losses are recognised directly in equity, with the exception of impairment losses. When the financial assets are disposed of or are determined to be impaired, the gain or loss previously recognised in equity is recognised in profit and loss for the period.

Notes to the Financial Statements
for the year ended 30 June 2016

2. Summary of Accounting Policies (continued)

(s) Financial Assets (continued)

Loans and receivables

Trade receivables, loan and other receivables are recorded at amortised cost less impairment.

Impairment of financial assets

Financial assets, other than those recorded at fair value through the profit or loss, are assessed for indicators of impairment at each balance date. Financial assets are impaired where there is objective evidence that, as a result of one or more events that occurred after the initial recognition of the financial asset, the estimated future cash flows of the investment have been impacted.

For financial assets carried at amortised cost, the amount of the impairment is the difference between the asset's carrying amount and the present value of estimated future cash flows, discounted at the original effective interest rate.

The carrying amount of financial assets including uncollectible trade receivables is reduced by the impairment loss through the use of an allowance account. Subsequent recoveries of amounts previously written off are credited against the allowance account. Changes in the carrying amount of the allowance account are recognised in profit or loss.

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

Derecognition of financial assets

The Company derecognises a financial asset only when the contractual rights to the cash flows from the asset expire, or it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another entity. If the Company neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Company recognises its retained interest in the asset and an associated liability for amounts it may have to pay. If the Company retains substantially all the risks and rewards of ownership of a transferred financial asset, the Company continues to recognise the financial asset and also recognises a collateralised borrowing for the proceeds received.

(t) Impairment of assets

At each reporting date, the Company reviews the carrying amounts of its tangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). Where the asset does not generate cash flows that are independent from other assets, the Company estimates the recoverable amount of the cash-generating unit to which the asset belongs.

Recoverable amount is the higher of fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised in the statement of comprehensive income immediately.

Where an impairment loss subsequently reverses, the carrying amount of the asset (cash-generating unit) is increased to the revised estimate of its recoverable amount, but only to the extent that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (cash-generating unit) in prior years. A reversal of an impairment loss is recognised in the statement of comprehensive income immediately.

(u) Leased assets

Leases are classified as finance leases whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee. All other leases are classified as operating leases.

Assets held under finance leases are initially recognised at their fair value or, if lower, at amounts equal to the present value of the minimum lease payments, each determined at the inception of the lease. The corresponding liability to the lessor is included in the statement of financial position as a finance lease obligation.

Lease payments are apportioned between finance charges and reduction of the lease obligation so as to achieve a constant rate of interest on the remaining balance of the liability. Finance charges are charged directly against income.

Finance leased assets are amortised on a straight line basis over the estimated useful life of the asset.

Operating lease payments are recognised as an expense on a straight-line basis over the lease term, except where another systematic basis is more representative of the time pattern in which economic benefits from the leased asset are consumed.

Notes to the Financial Statements
for the year ended 30 June 2016

2. Summary of Accounting Policies (continued)

(v) Segment Reporting

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

(w) Earnings per share

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

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

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

(x) Adoption of new and revised accounting standards

Standards and Interpretations applicable to 30 June 2016

In the year ended 30 June 2016, the Directors have reviewed all of the new and revised Standards and Interpretations issued by the AASB that are relevant to the Company and effective for the current annual reporting period.

As a result of this review, the Directors have determined that there is no material impact of the new and revised Standards and Interpretations on the Company and, therefore, no material change is necessary to Group accounting policies.

Standards and Interpretations in issue not yet adopted

The Directors have also reviewed all new Standards and Interpretations that have been issued but are not yet effective for the year ended 30 June 2016. As a result of this review the Directors have determined that there is no material impact, of the new and revised Standards and Interpretations on the Group and, therefore, no change is necessary to Group accounting policies.

3. Critical accounting judgements and key sources of estimation uncertainty

In the application of the Company's accounting policies, management is required to make judgments, estimates and assumptions about carrying values of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are believed to be reasonable under the circumstance, the results of which form the basis of making the judgments. Actual results may differ from these estimates.

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

Critical judgements in applying the entity's accounting policies

The following are the critical judgements (apart from those involving estimations, which are dealt with below), that management has made in the process of applying the Company's accounting policies and that have the most significant effect on the amounts recognised in the financial statements:

Exploration and evaluation expenditure

The Company is currently capitalising exploration and evaluation expenditures on various tenements until such time as production is commenced or the area of interest is deemed unlikely to yield benefits either through successful exploitation or sale, at which stage the costs will be recognised in profit and loss.

During the year, the Directors conducted a review to determine the existence of any indicators of impairment in accordance with AASB 6 "Exploration for and Evaluation of Mineral Resources". Based on this review the Company recorded an impairment loss of \$132 (2015: \$1,333) on the carrying value of capitalised gold assets.

Notes to the Financial Statements
for the year ended 30 June 2016

3. Critical accounting judgements and key sources of estimation uncertainty (continued)

Key sources of estimation uncertainty

The following are the key assumptions concerning the future, and other key sources of estimation uncertainty at the balance date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year:

Provision for rehabilitation costs

Upon cessation of production and exploration activities, the Company will have a statutory requirement to restore disturbed sites through earthmoving, capping and bunding, and reseeded work. The Company has made an estimation of the costing rates and disturbed hectares to calculate a rehabilitation provision as at 30 June 2016. In addition, the discount rate and risk rate used in the calculation are subject to estimation.

Reserve estimates

Reserves are estimates of the amount of product that can be economically and legally extracted from the Company's properties. In order to calculate reserves, estimates and assumptions are required about a large range of geological, technical and economic factors, including quantities, grades, production techniques, recovery rates, production costs, transport costs, commodity demand, commodity prices and exchange rates. Because the economic assumptions used to estimate reserves change from period to period, and because additional geological data is generated during the course of operation, estimates of reserves may change from period to period.

Changes in reported reserves may affect the Company's financial results and financial position in a number of ways, including the following:

- Asset carrying values may be affected due to changes in estimated future cash flows;
- Depreciation and amortisation charged in the statement of comprehensive income may change where such charges are determined by the units of production basis, or where the useful economic lives of assets change; and
- Decommissioning, site restoration and environmental provisions may change where changes in estimated reserves affect expectations about the timing or cost of these activities.

Going Concern

As at 30 June 2016 the Company had cash and cash equivalents of \$769,860, and recorded a net profit after tax of \$63,439. However, the Company recorded net cash outflows for the year of \$269,136 and has exploration and operating lease commitments totalling \$340,356 for the next twelve months.

As a result of this, the Board has identified that additional funding will be required to ensure the Company can further continue work on its mineral exploration and evaluation assets. In the event any further funding is required, the Directors are confident that this could be derived from an equity placement.

To the extent that additional funding is not able to be obtained, there exists a material uncertainty which may cast significant doubt over the Company's ability to continue as a going concern and to realise its assets and discharge its liabilities in the ordinary course of business and at the amounts stated in the financial report.

Share-based Payments

The Company measures the cost of equity-settled transactions and cash-settled share-based payments with employees and directors by reference to the fair value of the equity instruments at the date at which they are granted. The fair value at the grant date is determined using the Black-Scholes option pricing model, taking into account the terms and conditions upon which the instruments were granted and the assumptions detailed in Note 30.

4. Revenue from Ordinary Activities

Royalties from gold sales

Other Income:

Interest received from other parties

Profit on sale of available-for-sale investments

Other revenue

Total Revenue

30 JUNE 2016	30 JUNE 2015
\$	\$
609,352	103,300
18,456	12,607
81,805	-
200,572	23,765
910,185	139,672

BARRA RESOURCES LIMITED
ABN 76 093 396 859

Notes to the Financial Statements
for the year ended 30 June 2016

5. Profit/(Loss) from Ordinary Activities

30 JUNE 2016	30 JUNE 2015
\$	\$

Profit/loss from ordinary activities before income tax has been determined after:

(a) Impairment

Change in fair value of financial assets:

Impairment of options held and listed shares	-	33,548
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(b) Other expenses:

Depreciation of property, plant and equipment	20,817	13,567
Annual & long service leave charge	14,578	14,554
Impairment of exploration and evaluation costs	132	1,333

6. Income Tax

(a) Income tax benefit

The prima facie income tax benefit on pre-tax accounting loss from operations reconciles to the income tax benefit in the financial statement as follows:

Profit/(Loss) from continuing operations	63,439	(514,320)
Income tax expense/(benefit) calculated at 28.5% (2015: 30%)	18,080	(154,296)
Non deductible expenses in determining taxable loss	13,631	10,085
Temporary differences not brought to account as a deferred tax asset	(110,807)	-
Tax losses not brought to account as a deferred tax asset	102,152	144,221
Non assessable income	(23,055)	-
R&D tax offset	-	(17,117)
Income tax benefit	-	(17,117)

(b) Deferred Tax liability

Capitalised Exploration expenditure	2,389,000	2,389,992
Less: Deferred tax assets not recognised (tax losses)	(2,389,000)	(2,389,992)
	-	-

(c) Deferred tax assets

Deferred tax assets – temporary differences	50,031	57,291
Deferred tax assets – losses*	14,302,120	12,595,206
Deferred tax liabilities	(2,440,994)	(2,416,202)
Deferred tax assets not recognised	11,911,157	10,236,295

* Included in the losses are capital losses of \$2,399,471 (2015: \$2,531,911).

The deferred tax asset arising from the tax losses has not been recognised as an asset in the statement of financial position because recovery is not probable.

The taxation benefit of tax losses not brought to account will only be obtained if:

- (a) assessable income is derived of a nature and of an amount sufficient to enable the benefits to be realised;
- (b) conditions for deductibility imposed by the law are complied with; and
- (c) no changes in tax legislation adversely affect the realisation of the benefit from the deductions.

BARRA RESOURCES LIMITED
ABN 76 093 396 859

Notes to the Financial Statements
for the year ended 30 June 2016

7. Remuneration Benefits

The following were key management personnel of the Company during the financial year:

Gary Berrell (*Executive Chairman*)

Grant Mooney (*Non-Executive Director and Company Secretary*)

Jon Young (*Non-Executive Director*)

The aggregate compensation made to key management personnel of the Company is set out below:

	30 JUNE 2016 \$	30 JUNE 2015 \$
Short-term employee benefits	239,020	265,193
Post-employment benefits	17,767	17,214
Share based payments	26,400	-
	283,187	282,407

Details of Key Management Personnel remuneration has been included in the remuneration report section of the Directors' Report.

For details of Key Management Personnel holdings in shares and options and related party disclosures refer to the remuneration report.

8. Auditors' Remuneration

Amounts received, or due and receivable by the current auditors, HLB Mann Judd, for audit or review of the financial report

29,400	32,000
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9. Cash and Cash Equivalents

Cash at bank	21,671	86,967
Short-term deposits	748,189	952,029
	769,860	1,038,996

Cash at bank earns interest at the floating rates based on the daily bank deposit rates.

Short-term deposits are made for varying periods depending on the immediate cash requirements of the Company and earn interest at the respective short-term deposit rates.

10. Trade and Other Receivables - Current

Trade debtors	85,234	84,925
Other debtors	2,523	2,460
	87,757	87,385

Normal trade terms are 30 days and no interest is charged on overdue amounts. No allowance for bad debts has been made as the Directors are of the opinion that all amounts are fully recoverable.

Ageing of amounts that are past due but not impaired:

30-60 days	85,234	84,925
60-90 days	-	-
90+ days	-	-
	85,234	84,925

11. Other - Current Assets

Prepayments	17,079	6,760
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12. Financial Assets – Non Current

Mining tenement bonds	21,000	21,000
Available-for-sale investments carried at fair value – listed company shares	93,000	12,893
	114,000	33,893

13. Rental Bond – Non Current

Rental Bond for West Perth office	15,000	15,000
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BARRA RESOURCES LIMITED
ABN 76 093 396 859

Notes to the Financial Statements
for the year ended 30 June 2016

14. Property, Plant & Equipment

Motor Vehicles – at cost	38,316	38,316
less accumulated depreciation	(15,447)	(3,967)
	22,869	34,349
Office furniture and equipment - at cost	215,427	216,326
less accumulated depreciation	(209,939)	(201,467)
	5,488	14,859
Total Property, Plant and Equipment	28,357	49,208

	Motor Vehicles \$	Office Furniture & Equipment \$	Total \$
<i>Cost</i>			
Balance at 30 June 2014	45,065	215,301	260,366
Acquisitions	34,349	1,025	35,374
Disposals	(41,098)	-	(41,098)
Balance at 30 June 2015	38,316	216,326	254,642
Acquisitions	-	-	-
Disposals	-	(899)	(899)
Balance at 30 June 2016	38,316	215,427	253,743
<i>Accumulated Depreciation</i>			
Balance at 30 June 2014	(45,065)	(187,900)	(232,965)
Disposals	41,098	-	41,098
Depreciation expense for year	-	(13,567)	(13,567)
Balance at 30 June 2015	(3,967)	(201,467)	(205,434)
Disposals	-	865	865
Depreciation expense for year	(11,480)	(9,337)	(20,817)
Balance at 30 June 2016	(15,447)	(209,939)	(225,386)

15. Exploration and Evaluation Expenditure

	30 JUNE 2016 \$	30 JUNE 2015 \$
Mineral exploration and evaluation expenditure costs carried forward (exploration and evaluation phase)		
Balance at beginning of financial year	8,017,143	7,744,373
Less: exploration expenditure written off	(132)	(1,333)
Exploration and evaluation expenditure	365,444	274,103
Total exploration and evaluation expenditure	8,382,455	8,017,143

The recovery of the costs of expenditure carried forward in relation to areas of interest in the exploration and evaluation phases is dependent upon the discovery of commercially viable mineral and other natural resource deposits and their development and exploration or alternatively their sale.

The Company's title to certain mining tenements is subject to Ministerial approval and may be subject to successful outcomes of native title issues (Refer Note 28).

A review of all capitalised exploration and evaluation expenditure is carried out at each reporting date to determine whether impairment indicators are present (Refer Note 3).

BARRA RESOURCES LIMITED
ABN 76 093 396 859

Notes to the Financial Statements
for the year ended 30 June 2016

16. Trade and Other Payables

	30 June 2016 \$	30 June 2015 \$
Trade payables	12,657	14,514
Employee entitlements	23,660	19,562
Other	18,444	46,094
	54,761	80,170

The average credit period on purchases of goods is 60 days. No interest is charged on the trade payables for the first 60 days from the date of the invoice. Thereafter, interest is charged at varying rate per supplier on the outstanding balance. The Company has financial risk management policies in place to ensure that all payables are paid within the credit timeframe.

17. Provisions - Current

	30 June 2016 \$	30 June 2015 \$
Rehabilitation expenses (a)	70,000	85,000
Long service leave provision	41,635	37,500
	111,635	122,500

(a) The rehabilitation provision has decreased by \$15,000 (2014: increased \$25,000) based upon the Company's best estimate of the likely cost of tenements in performing rehabilitation work relating to currently disturbed ground. The decrease was mainly due to the decrease in Phillips Find after rehabilitation by a contractor during the year. There was a slight increase in the provision for Mt Thirsty rehabilitation after some minor work was identified by our joint venture partner.

	Rehabilitation	Long Service Leave
Movements in provisions		
Movements in each class of provisions during the financial year (excluding employee benefits) are set out below:		
Carrying amount at start of year	85,000	37,500
Increase/(decrease) in provision recognised	(15,000)	4,135
Carrying amount at end of year	70,000	41,635

18. Issued Capital

	Number Shares	\$
Opening Balance 1 July 2014	373,247,883	48,899,610
Closing Balance 30 June 2015	373,247,883	48,899,610
Opening Balance 1 July 2015	373,247,883	48,889,610
Closing Balance 30 June 2016	373,247,883	48,889,610

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

Share options granted under the Employee Share Option Plan (ESOP)

In accordance with the provisions of the ESOP, as at 30 June 2016, executives (Non-Directors) and senior employees have options over 6,000,000 ordinary shares, in aggregate, 3,000,000 expiring on 21 March 2017 and 3,000,000 11 November 2018. Share options granted under the Employee Share Option Plan carry no rights to dividends and no voting rights. Further details of the Employee Share Option Plan are contained in Note 30 to the financial statements.

Other Share Options

As at 30 June 2016, the Company has no listed share options on issue (2015: Nil).

As at 30 June 2016, the Company has 9,000,000 unlisted Director Options on issue expiring 11 November 2018 (2015: Nil).

BARRA RESOURCES LIMITED
ABN 76 093 396 859

Notes to the Financial Statements
for the year ended 30 June 2016

19. Reserves

	30 June 2016 \$	30 June 2015 \$
(a) Equity-settled benefits reserve		
Opening Balance	4,900	4,900
Employee share options expensed	21,400	-
Directors share options expensed	26,400	-
Total Equity-settled benefits reserve (i)	52,700	4,900
(b) Investment revaluation reserve		
Opening Balance	-	-
Movements during the year	89,158	-
Total investment revaluation reserve (ii)	89,158	-
Total Reserves	141,858	4,900
(i) The share option reserve is used to record the value of share options granted to directors and employees as part of the Employee Share Option Plan. Increases in the reserve are recognised on a time basis over the vesting period of the options. Refer to Note 30 for further information.		
(ii) The investment revaluation reserve is used to record changes in the fair value attributable to available-for-sale financial assets.		

20. Accumulated Losses

Balance at the beginning of the financial year	(39,848,795)	(39,351,592)
Net profit/(loss)	63,439	(497,203)
Balance at the end of the financial year	(39,785,356)	(39,848,795)

21. Notes to the Statement of Cash Flows

Reconciliation of Net Loss to Net Cash Flows used in Operating Activities

Profit/(loss) from ordinary activities after income tax	63,439	(497,203)
• Depreciation expense	20,818	13,567
• Write off exploration and evaluation expenses	132	1,333
• Write off plant and equipment	-	(9,090)
• Sale of motor vehicle	32	-
• Revaluation of share and options held	-	27,607
• Issue of employee options	47,800	-
• Profit on available-for-sale assets	(81,805)	-
Changes in assets and liabilities		
• Decrease/(Increase) in other debtors	1,628	(34,663)
• Decrease/(Increase) in prepayments	(10,317)	11,918
• (Decrease)/Increase in other provisions	(6,766)	26,011
• Increase/(Decrease) in trade creditors	(29,508)	(89,027)
Net cash provided by/(used in) Operating Activities	5,453	(549,547)

BARRA RESOURCES LIMITED
ABN 76 093 396 859

Notes to the Financial Statements
for the year ended 30 June 2016

22. Statement of Operations by Segment

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

23. Interest in Joint Operation

The Company has a 50% interest in the Mt Thirsty Joint Venture, which is involved in exploration and evaluation of cobalt, nickel and manganese in Western Australia.

24. Related Party Transactions

(a) Key management personnel compensation

Details of key management personnel compensation are disclosed in Note 7 to the financial statements.

(b) Transactions with Director related entities

Grant Mooney (Mooney and Partners Pty Ltd) was paid \$97,000 (2015: \$121,000) for Company Secretarial and Director's fees for the financial year ended 30 June 2016. These fees are included in the Directors remuneration as disclosed in the Directors' Report.

(d) Joint Venture interests

The Company has a 50% interest in the assets, liabilities and output of Mount Thirsty Joint Venture (2014: 50%). The Company has not entered into any transactions with the joint venture during the year (2014: Nil).

25. Financial Instruments

(a) Financial risk management objectives and policies:

Overview

The Company's principal financial instruments comprise receivables, payables, available-for-sale and derivative financial instruments, cash and borrowings. The main risks arising from the Company's financial instruments are interest rate risk, credit risk, liquidity risk and equity price risk.

The Board's policy is to maintain a strong capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business. Given the stage of development of the Company, the Board's objective is to minimise debt and raise funds only as required through the issue of shares or debt.

(a) Financial risk management objectives and policies (continued):

Interest rate risk

The Company's exposure to interest rate risk, which is the risk that a financial instrument's value will fluctuate as a result of changes in market interest rates and the effective average interest rates in classes of financial assets and liabilities. The following table details the exposure to interest rate risk as at year end.

	WEIGHTED AVERAGE EFFECTIVE INTEREST RATE %	FIXED INTEREST RATE \$	FLOATING INTEREST RATE \$	NON-INTEREST BEARING \$	CARRYING AMOUNT \$
2016					
<i>Financial Assets</i>					
Cash	1.40	733,189	4,795	16,876	754,860
Security deposits	2.40	21,000	-	-	21,000
Receivables	-	-	-	85,757	85,757
Other deposits	2.00	15,000	-	-	15,000
Available-for-sale and derivative financial assets	-	-	-	93,000	93,000
		769,189	4,795	195,633	969,617
<i>Financial Liabilities</i>					
Accounts payable	-	-	-	54,761	54,761
		-	-	54,761	54,761

BARRA RESOURCES LIMITED
ABN 76 093 396 859

Notes to the Financial Statements
for the year ended 30 June 2016

25. Financial Instruments (continued)

	WEIGHTED AVERAGE EFFECTIVE INTEREST RATE %	FIXED INTEREST RATE \$	FLOATING INTEREST RATE \$	NON-INTEREST BEARING \$	CARRYING AMOUNT \$
2015					
<i>Financial Assets</i>					
Cash	2.23	952,029	69,177	17,790	1,038,996
Security deposits	2.25	21,000	-	-	21,000
Receivables	-	-	-	87,385	87,385
Rental Bond	-	15,000	-	-	15,000
Available-for-sale and derivative financial assets	-	-	-	12,893	12,893
		988,029	69,177	118,068	1,175,274
<i>Financial Liabilities</i>					
Accounts payable		-	-	80,170	80,170
		-	-	80,170	80,170

The Company is not subject to material interest rate risk sensitivity.

Credit risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations. The risk arises principally from cash and cash equivalents and trade and other receivables. The maximum exposure to credit risk, excluding the value of any collateral or other security, at balance date to recognised financial assets is the carrying amount, net of any allowances for doubtful debts, as disclosed in the statement of financial position and notes to the financial statements. The Company does not have any significant customers and accordingly does not have any significant exposure to bad or doubtful debts.

The Company is exposed to interest rate risk through funds on deposit at floating interest rates. The Company manages cash to ensure that the majority of cash is held in higher interest bearing accounts. The Company's exposures to interest rates on financial assets and financial liabilities are detailed in the interest rate risk section of this note.

Fair value

The fair value of financial assets and financial liabilities approximate their carrying value. Net fair value and carrying amounts of financial assets and financial liabilities are disclosed in the statement of financial position and in the notes to and forming part of the financial statements.

AASB 7 *Financial Instruments: Disclosures* requires disclosure of fair value measurements by level of the following fair value measurement hierarchy:

- quoted prices (unadjusted) in active markets for identical assets or liabilities (level 1);
- inputs other than quoted prices included within level 1 that are observable for the asset or liability, either directly (as prices) or indirectly (derived from prices) (level 2); and
- inputs for the asset or liability that are not based on observable market data (unobservable inputs) (level 3).

The following table present the Company's assets and liabilities measured and recognised at fair value at 30 June 2016.

	LEVEL 1 \$	LEVEL 2 \$	LEVEL 3 \$	TOTAL \$
2016				
Assets				
Available-for-sale financial assets	93,000	-	-	93,000
	93,000	-	-	93,000
2015				
Assets				
Available-for-sale financial assets	12,893	-	-	12,893
	12,893	-	-	12,893

Fair values for the listed financial assets above are determined by reference to quoted ASX market prices and therefore there are no unobservable inputs in fair value.

Notes to the Financial Statements
for the year ended 30 June 2016

25. Financial Instruments (continued)

Capital risk management

The Company manages its capital to ensure that it will be able to continue as a going concern, whilst optimising the debt/equity structure to support the long-term strategic objectives of the Company. The Company's overall strategy remains unchanged from 2015.

The capital structure of the Company consists of cash and cash equivalents disclosed in Note 9 and equity attributable to the shareholders, comprising issued capital and reserves, as disclosed in Notes 18 and 19.

There are no externally imposed capital requirements.

Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they fall due. The Company's objective is to maintain a balance between continuity of funding and flexibility through the use of cash at bank, finance leases and hire purchase contracts. The Company has appropriate procedures to manage cash flows to ensure that sufficient funds are available to meet its commitments.

Liquidity risk management

Ultimate responsibility for liquidity risk management rests with the board of directors, who have built an appropriate liquidity risk management framework for the management of the Company's short, medium and long-term funding and liquidity management requirements. The Company manages liquidity risk by maintaining adequate reserves, banking facilities and reserve borrowing facilities by continuously monitoring forecast and actual cash flows and matching the maturity profiles of financial assets and liabilities.

Liquidity and interest risk tables

The following tables detail the Company's remaining contractual maturity for its non-derivative financial liabilities. The tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Company can be required to pay. The table includes both interest and principal cash flows.

	LESS THAN 3 MONTHS \$	3-12 MONTHS \$	1-5 YEARS \$	GREATER THAN 5 YEARS \$	TOTAL \$
2016					
Financial liabilities:					
Accounts payable	54,761	-	-	-	54,761
	54,761	-	-	-	54,761
2015					
Financial liabilities:					
Accounts payable	80,170	-	-	-	80,170
	80,170	-	-	-	80,170

Market risk

The Company does not trade in foreign currency and is not materially exposed to other price risk.

(a) Financial risk management objectives and policies: (continued)

Equity Price risk

The Company is exposed to equity price risks arising from available-for-sale and derivative financial assets. Equity investments are held for strategic rather than trading purposes. The Company does not actively trade these investments. The derivatives held by the Company are minor investments in listed shares. To manage its price risk arising from investments in equity securities, the Company monitors the share prices of the investments.

The sensitivity analyses below have been determined based on the exposure to equity price risks at the balance date.

At balance date, if the equity prices had been 5% higher or lower:

- Net loss for the year ended 30 June 2016 would decrease/increase by \$4,650 (2015: \$942) as a result of the changes in fair values of shares and options held in a listed company; and
- Other equity reserves would decrease/increase by \$4,650 (2015: \$Nil) for the Company, as a result of the changes in fair value of available-for-sale shares.

BARRA RESOURCES LIMITED
ABN 76 093 396 859

Notes to the Financial Statements
for the year ended 30 June 2016

26. Earnings per Share

	30 JUNE 2016 Cents	30 JUNE 2015 Cents
Basic earnings/(loss) per share (cents per share)	0.02	(0.13)
Diluted earnings/(loss) per share (cents per share)	0.02	(0.13)

Basic earnings/(loss) per share

	30 JUNE 2016 \$	30 JUNE 2015 \$
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The loss and weighted average number of ordinary shares used in the calculation of basic earnings per share are as follows:

Profit/(Loss)	63,439	(\$497,203)
	30 JUNE 2016 Nº.	30 JUNE 2015 Nº.
Weighted average number of ordinary shares	373,247,883	373,247,883

The options on issue are considered to be potential ordinary shares and are therefore excluded from the weighted average number of ordinary shares used in the calculation of basic earnings per share. Where dilutive, potential ordinary shares are included in the calculation of diluted earnings per share.

All potential ordinary shares have no material dilutive effect to the earnings per share at balance date.

27. Significant Events Subsequent to Year End

There has not been any matter or circumstance that has arisen after balance date that has significantly affected, or may significantly affect, the operations of the Company, the results of those operations, or the state of affairs of the Company in future financial periods, other than the following:

- Subsequent to the end of the financial year, Barra entered into a staged mining agreement with its principal shareholder FMR Investments Pty Ltd to evaluate and potentially commence an open cut mining operation at Burbanks North, within Barra's Burbanks Project, 9km south of Coolgardie.

28. Contingent Liabilities

In June 1992, the High Court of Australia held in the Mabo case that the common law of Australia recognises a form of native title. The full impact that the Mabo decision may have on tenements held by the Company is not yet known. The Company is aware of native title claims that have been lodged with the National Native Title Tribunal ("the Tribunal") over several areas in Western Australia in which the Company holds interests. The native title claims have been accepted by the Tribunal for determination under section 63(1) of the Native Title Act 1993 (Commonwealth).

29. Commitments for Expenditure

These amounts are payable, if required, over various times over the next five years. In addition, royalty payments may be payable if certain conditions are met in the future. At this time, the Directors do not consider the payments to be probable.

1. Operating Lease Commitment:

The Company rents an office which has a lease term of 36 months from 1 September 2012. The Company exercised its option to extend the lease for a further 36 months from 1 September 2015.

	30 JUNE 2016 \$	30 JUNE 2015 \$
Due within 1 year	71,556	73,170
Due within 2 to 5 years	71,556	155,172
Due after 5 years	-	-

2. Exploration Expenditure Commitments

The Company has minimum statutory commitments as conditions of tenure of certain mining tenements. Whilst these obligations may vary, a reasonable estimate of the minimum commitment projected to 30 June 2016 if it is to retain all of its present interests in mining and exploration properties, are as follows:

Annual commitment	268,800	263,800
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BARRA RESOURCES LIMITED
ABN 76 093 396 859

Notes to the Financial Statements
for the year ended 30 June 2016

30. Share-Based Payments

The following share-based payments were in existence in the current and comparative reporting periods:

OPTION SERIES	ISSUE DATE	NUMBER	GRANT DATE	EXPIRY DATE	EXERCISE PRICE	FAIR VALUE AT GRANT DATE
					\$	\$
ESOP (i)	21 March 2014	1,000,000	21 March 2014	21 March 2017	0.06	0.0023
ESOP (i)	21 March 2014	1,000,000	21 March 2014	21 March 2017	0.04	0.0015
ESOP (i)	21 March 2014	1,000,000	21 March 2014	21 March 2017	0.02	0.0011
Directors (ii)	11 November 2015	3,000,000	11 November 2015	11 November 2018	0.04	0.0024
Directors (ii)	11 November 2015	3,000,000	11 November 2015	11 November 2018	0.03	0.0029
Directors (ii)	11 November 2015	3,000,000	11 November 2015	11 November 2018	0.02	0.0035
ESOP (iii)	11 January 2016	1,000,000	11 January 2016	11 November 2018	0.04	0.0061
ESOP (iii)	11 January 2016	1,000,000	11 January 2016	11 November 2018	0.03	0.0070
ESOP (iii)	11 January 2016	1,000,000	11 January 2016	11 November 2018	0.02	0.0083

- (i) On 21 March 2014, the Company issued 3,000,000 options to employees under the Employee Share Option Plan. The number of options were issued in 3 parcels of 1,000,000 options each at the expiry dates as shown in the table above. The risk free rate at grant date was 2.00% and the expected volatility was 100%.
- (ii) On 12 November 2015, the Company issued 9,000,000 options to Directors following shareholder approval at Annual General Meeting. The number of options were issued in 3 parcels of 3,000,000 options each at the expiry dates as shown in the table above. The risk free rate at grant date was 2.00% and the expected volatility was 100%.
- (iii) On 11 January 2016, the Company issued 3,000,000 options to employees under the Employee Share Option Plan. The number of options were issued in 3 parcels of 1,000,000 options each at the expiry dates as shown in the table above. The risk free rate at grant date was 2.00% and the expected volatility was 100%.

The weighted average remaining contractual life of options at balance date is 744 days (2015: 630 days)

The weighted average fair value of options granted during the year was \$0.0035 (2015: \$nil)

Reconciliation of movements in options

	2016		2015	
	NUMBER	WEIGHTED AVERAGE EXERCISE PRICE	NUMBER	WEIGHTED AVERAGE EXERCISE PRICE
		\$		\$
Balance at Beginning of year	3,000,000	0.040	3,000,000	0.040
Granted	12,000,000	0.030	-	-
Expired	-	-	-	-
Exercised	-	-	-	-
Forfeited	-	-	-	-
Balance at end of year	15,000,000	0.0032	3,000,000	0.040

Exercised during the year

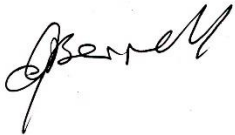
There were no share options exercised during the year.

Directors' Declaration

1. In the opinion of the Directors of Barra Resources Limited (the 'Company'):
 - a. the financial statements, notes and the additional disclosures of the Company are in accordance with the Corporations Act 2001 including:
 - i. giving a true and fair view of the Company's financial position as at 30 June 2016 and of its performance for the year then ended; and
 - ii. complying with Australian Accounting Standards (including the Australian Accounting Interpretations) and the Corporations Regulations 2001, professional reporting standards and other mandatory requirements.
 - b. there are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable.
 - c. the financial statements and notes thereto are in accordance with International Financial Reporting Standards issued by the International Accounting Standards Board.
2. This declaration has been made after receiving the declarations required to be made to the directors in accordance with Section 295A of the Corporations Act 2001 for the financial year ended 30 June 2016.

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

On behalf of the Directors:



GARY BERRELL
Chairman

Dated this 15th day of September 2016

Independent Auditors' Report



Accountants | Business and Financial Advisers

Independent Auditor's Report

To the members of Barra Resources Limited

Report on the Financial Report

We have audited the accompanying financial report of Barra Resources Limited ("the company"), which comprises the statement of financial position as at 30 June 2016, the statement comprehensive income, the statement of changes in equity and the statement of cash flows for the year then ended, notes comprising a summary of significant accounting policies and other explanatory information, and the directors' declaration, for the company.

Directors' Responsibility for the Financial Report

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

In Note 2(a), the directors also state, in accordance with Accounting Standard AASB 101: *Presentation of Financial Statements*, the financial statements of Barra Resources Limited comply with International Financial Reporting Standards.

Auditor's Responsibility

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

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial report. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial report, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the company's preparation of the financial report that gives a true and fair view 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.

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

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

Independent Auditors' Report



Independence

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

Opinion

In our opinion:

- (a) the financial report of Barra Resources Limited is in accordance with the *Corporations Act 2001*, including:
 - (i) giving a true and fair view of the company's financial position as at 30 June 2016 and its performance for the year ended on that date; and
 - (ii) complying with Australian Accounting Standards and the *Corporations Regulations 2001*; and
- (b) the financial report also complies with International Financial Reporting Standards as disclosed in Note 2(a).

Emphasis of Matter

Without qualification to our opinion above, we draw attention to Note 3 to the financial statements, which indicates that for the company to continue as a going concern, additional funding will be required. To the extent that additional funding is not able to be obtained, there exists a material uncertainty which may cast significant doubt over the company's ability to continue as a going concern and to realise its debts and extinguish its liabilities in the ordinary course of business and at the amounts stated in the financial report.

Report on the Remuneration Report

We have audited the Remuneration Report included in the directors' report for the year ended 30 June 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.

Opinion

In our opinion the Remuneration Report of Barra Resources Limited for the year ended 30 June 2016 complies with section 300A of the *Corporations Act 2001*.

A handwritten signature in blue ink that reads 'HLB Mann Judd'.

HLB Mann Judd
Chartered Accountants

A handwritten signature in blue ink that reads 'D I Buckley'.

D I Buckley
Partner

Perth, Western Australia
15 September 2016

BARRA RESOURCES LIMITED
ABN 76 093 396 859

Additional Information and Corporate Governance

Additional information required by the Australian Securities Exchange Limited Listing Rules and not disclosed elsewhere in this report. The information was prepared based on share registry information processed up to 14 September 2016.

SPREAD OF HOLDINGS			TOTAL SHAREHOLDERS	TOTAL OPTIONHOLDERS
1	-	1,000	72	-
1,001	-	5,000	353	-
5,001	-	10,000	356	-
10,001	-	100,000	1,270	-
100,001	-	and over	532	4
Number of Holders			2583	4

Number of shareholders holding less than a marketable parcel: 793

Substantial Shareholders

SHAREHOLDER NAME	NUMBER OF SHARES
FMR Investments Pty Limited	81,700,262

Voting Rights

All ordinary shares carry one vote per share without restriction. Options for ordinary shares do not carry any voting rights.

Statement of Quoted Securities

Listed on the Australian Securities Exchange are 373,247,883 fully paid shares.

Company Secretary

The name of the Company Secretary is Grant Jonathan Mooney.

Registered Office

The registered office is at
Ground Floor
6 Thelma Street
West Perth Western Australia 6005

The telephone number is:
(08) 9481 3911

BARRA RESOURCES LIMITED
ABN 76 093 396 859

Additional Information and Corporate Governance

Twenty Largest Holders of Each Class of Quoted Equity Securities

ORDINARY FULLY PAID SHARES as at 14 September 2016

SHAREHOLDER NAME	NUMBER OF SHARES	PERCENTAGE OF CAPITAL
FMR INVESTMENTS PTY LIMITED	81,700,262	21.89%
MR LAFRAS LUITINGH	10,855,123	2.91%
LIPPO SECURITIES LTD <CLIENT A/C>	7,149,000	1.92%
JACANA GLEN PTY LTD <LARKING SUPER FUND NO. 2 A/C>	5,786,982	1.55%
ALBAN HORST HASSLINGER	5,780,237	1.55%
LAMB FAMILY SUPER FUND PTY LTD <LAMB FAMILY SUPER FUND A/C>	5,000,000	1.34%
CITICORP NOMINEES PTY LIMITED	4,703,536	1.26%
HAHN PROPERTIES PTY LTD <HAHN ASSET A/C>	3,900,000	1.04%
RAGGED HOLDINGS PTY LTD <RAGGED SUPER A/C>	3,700,000	0.99%
HSBC CUSTODY NOMINEES AUSTRALIA LTD	3,346,993	0.90%
JP MORGAN NOMINEES AUSTRALIA LTD	3,297,331	0.88%
STEPHEN KEITH MUSHIN	2,745,000	0.74%
TRISTAN MATTHEW WURST	2,703,425	0.72%
BREMERTON PTY LTD <BARTLETT FAMILY FUND>	2,051,500	0.55%
CARLOS BRUCE WHILEY	2,000,000	0.54%
GEOFFREY FARNELL & JANET FARNELL <FARNELL SUPER FUND A/C>	1,987,284	0.53%
TRE PTY LTD <TIME ROAD SUPER A/C>	1,840,000	0.49%
PAUL ROZIER OOST & JANINE LEE OOST <OOST SUPER FUND A/C>	1,781,000	0.48%
DARRYL HICKS WHITE	1,758,706	0.47%
FRIEND NOTHERS	1,575,000	0.42%
TOTAL	153,661,379	41.17%

Holders of Securities in an Unquoted Class

NUMBER OF SHARES UNDER OPTIONS	EXERCISE PRICE	EXPIRY DATE
1,000,000 (i)	\$0.06	21 March 2017
1,000,000 (i)	\$0.04	21 March 2017
1,000,000 (i)	\$0.02	21 March 2017
1,000,000 (i)	\$0.04	11 November 2018
1,000,000 (i)	\$0.03	11 November 2018
1,000,000 (i)	\$0.02	11 November 2018
3,000,000 (ii)	\$0.04	11 November 2018
3,000,000 (ii)	\$0.03	11 November 2018
3,000,000 (ii)	\$0.02	11 November 2018

(i) Issued under the Employee Share Ownership Plan.

(ii) Issued to Directors following shareholder approval at Annual General Meeting.

Additional Information and Corporate Governance

Corporate Governance

(a) The Board of Directors

The primary responsibility for the Board is to represent and advance Shareholder's interests and to protect the interests of all stakeholders. To fulfil this role the Board is responsible for the overall corporate governance of the Company including its strategic direction, establishing goals for management and monitoring the achievement of these goals.

The Board recognises the need for the Company to operate with the highest standards of behaviour and accountability. The Company has adopted the *ASX Corporate Governance Principles and Recommendations* with some amendments where applicable after giving consideration to the Company's size and the resources it has available.

As the Company's activities develop in size, nature and scope the implementation of additional corporate governance structures will be given further consideration. A summary of the Company's key policies follow.

(b) Board and Senior Executive Evaluation

The Board considers the ongoing development and improvement of its own performance as critical input to effective governance. The Board will undertake an annual evaluation of its effectiveness as a whole. The Chairman will review the individual performance of each Board member annually.

The Chairman's performance is evaluated by the Board annually. All senior executives of Barra Resources are subject to an annual performance evaluation. Each year, senior executives establish a set of performance targets with her or his superior. These targets are aligned to overall business goals and requirements of the position. In the case of the Managing Director (if present), these targets are established between the Managing Director and the Board.

(c) Code of Conduct

The Board, management and all employees of Barra Resources are committed to implementing Barra Resources' core principles and values as stated in this Code of Conduct when dealing with each other and with customers, suppliers, government authorities, creditors and the wider community.

Barra Resources is dedicated to delivering outstanding performance for investors and employees. Barra Resources aspires to be a leader in its field while operating openly, with honesty, integrity and responsibility and maintaining a strong sense of corporate social responsibility. In maintaining its corporate social responsibility Barra Resources will conduct its business ethically and according to its values, encourage community initiatives, consider the environment and ensure a safe, equal and supportive workplace.

(d) Continuous Disclosure

In accordance with the ASX Listing Rules, Barra Resources will immediately notify the ASX of information concerning Barra Resources that a reasonable person would expect to have a material effect on the price or value of Barra Resources securities.

The only exception to this requirement is where the ASX Listing Rules do not require such information to be disclosed.

Upon confirmation of receipt from the ASX, Barra Resources will post all information disclosed to ASX on its website.

(e) Selection of External Auditor

The Board identifies and recommends an appropriate external auditor for appointment, in conjunction with senior management and/or Barra Resources in general meeting. The appointment is made in writing.

The external auditor is required to rotate its audit partners so that no partner of the external auditor is in a position of responsibility in relation to Barra Resources' accounts for a year of more than five consecutive years. Further, once rotated off Barra Resources' accounts, no partner of the external auditor may assume any responsibility in relation to Barra Resources' accounts for a period of five consecutive years.

The Company has appointed, with their consent, HLB Mann Judd as its auditors.

Additional Information and Corporate Governance

(f) Senior Executives Remuneration

Barra Resources is committed to remunerating its senior executives in a manner that is market competitive, consistent with best practice and supports the interests of shareholders. Consequently, senior executives' remuneration consists of a fixed salary, statutory superannuation and, subject to the terms of their engagement, a fully serviced motor vehicle and mobile phone expenses.

All reasonable out of pocket expenses incurred by the senior executive in connection with the performance of duties on behalf of Barra Resources will be reimbursed.

In addition, the Company has established an employee share option plan ("ESOP") in order to provide an incentive for senior executives and other employees to participate in the future growth of the Company. The ESOP is administered in accordance with the ESOP rules which can be viewed, in full, on the Company's website.

(g) Non-executive Directors Remuneration

Non-executive Directors are paid their fees out of the maximum aggregate amount approved by shareholders for the remuneration of Non-Executive Directors. The sum each Non-Executive Director is paid is determined by the Board from time to time. Additional fees may be paid for participation on Board Committees however, the total fees paid to Non-Executive Directors, including fees paid for participation on Board Committees, are kept within the total amount approved by shareholders. At present the maximum aggregate remuneration of Non-Executive Directors is \$400,000 per annum.

(h) Selection and Appointment of New Directors

Candidates for the Board are considered and selected by reference to a number of factors which include, but are not limited to, their relevant experience and achievements, compatibility with other Board members, credibility within Barra Resources' scope of activities, and intellectual and physical ability to undertake Board duties and responsibilities. Directors are initially appointed by the full Board, subject to election by shareholders at the next general meeting.

(i) Risk Management

Risk recognition and management are viewed by Barra Resources as integral to the Company's objectives of creating and maintaining shareholder value, and the successful execution of the Company's mineral exploration and development.

There are a range of specific risks that have the potential to have an adverse impact on Barra Resources' business. The Company has developed a framework for a risk management policy and internal compliance and control system which covers organisational, financial and operational aspects of the Company's affairs.

Management reports to the Board annually in relation to the key business risks, the control system in place to manage such risks and how effective the risk management system is operating.

(j) Security Trading

Barra Resources recognises that directors, officers and employees may hold securities in Barra Resources and that most investors are encouraged by these holdings. It is the responsibility of the individual director, officer or employee to ensure that any trading by the director, officer or employee complies with the Corporations Act 2001, the ASX Listing Rules and Company Policy.

A breach of this policy may lead to disciplinary action. It may also be a breach of the law.

On 24 December 2010, the Company adopted a new Securities Trading Policy which sets out procedures and protocols to be complied with if a director, officer or employee wishes to trade in the Company's securities. These procedures and protocols include the clear establishment of "blackout periods" where trading in the Company's securities by a director, officer or employee is prohibited as well as approvals required for trading in securities during non-blackout periods.

(k) Shareholder Communication Policy

The Board aims to ensure that shareholders are informed of all major developments affecting Barra Resources. All shareholders receive the Company's annual report, and may also request copies of the Company's half-yearly and quarterly reports. The Board also encourages full participation of shareholders at the Company's annual general meeting.

In addition, the Company maintains a website at www.barraresources.com.au which is regularly updated.

Additional Information and Corporate Governance

(l) Independent Professional Advice

Subject to the Chairman's approval (not to be unreasonably withheld), the Directors, at the Company's expense, may obtain independent professional advice on issues arising in the course of their duties.

(m) Matters for Approval by the Board of Directors

The Board has adopted a list of matters required to be brought before the Board of Directors for approval. This provides an important means of dividing responsibility between the Board and management, assisting those affected by corporate decisions to better understand the respective accountabilities and contributions of the Board and the Senior Executives.

(n) Diversity Policy

The Company recognises that a diverse and talented workforce is a competitive advantage and that the Company's success is the result of the quality and skills of our people. As such, the Board has adopted a policy to recruit and manage on the basis of qualification for the position and performance, regardless of gender, age, nationality, race, religious beliefs, cultural background, sexuality or physical ability. It is essential that the Company employs the appropriate person for each job and that each person strives for a high level of performance.

(o) Explanations for Departure From Best Practice Recommendations

During the reporting year from the Company has complied with each of the Essential Corporate Governance principles and the corresponding Best Practice Recommendations as published by ASX Corporate Governance Council ("ASX Principles and Recommendations"), other than in relation to the matters specified below.

EXPLANATION FOR DEPARTURE FROM BEST PRACTICE RECOMMENDATIONS

The Company has complied with each of the Eight Corporate Governance Principles and Recommendations as published by ASX Corporate Governance Council, other than in relation to the matters specified below.

Additional Information and Corporate Governance

Principle 1: Lay solid foundations for management and oversight

Recommendation 1.1

The listing entity should disclose:

- (a) the respective roles and responsibilities of its board and management; and*
- (b) those matters expressly reserved to the board and those delegated to management.*

The Company complies with this recommendation.

A policy on matters reserved for the Board is outlined in the "Statement of Board and Management Functions" available on the Company's website.

The Company has established clear details of the roles and responsibilities of each of its board management members.

Recommendation 1.2

A listed entity should:

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

The Company complies with this recommendation.

The Company has a policy for the evaluation of the Board and Senior Executives in accordance with the Board Charter, available on the Company's website.

The appointment of any director is subject to subsequent approval by shareholders at the next Annual General Meeting of the Company. Meeting materials for such meeting incorporates all relevant details to assist shareholders in deciding whether or not to elect or re-elect that director.

Recommendation 1.3

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

The Company complies with this recommendation.

Prior to the formal appointment of any director, a written agreement is entered into between the Company and the director setting out the terms and conditions of their appointment.

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

The Company complies with this recommendation.

Recommendation 1.5

A listed entity should:

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

The Company does not comply with this recommendation. The Company has not yet set measurable objectives for achieving diversity. The Board continues to monitor diversity across the organisation and is satisfied with the current level of gender diversity within the Company. Due to the size of the Company, the Board does not consider it appropriate at this time to formally set objectives for gender diversity. The Company currently employs (including on a consulting basis) 6 staff (2 females and 4 males).

Additional Information and Corporate Governance

Recommendation 1.6

A listed entity should:

- (a) *have and disclose a process for periodically evaluation the performance of the board, its committees and individual directors; and*
- (b) *disclose, in relation to each reporting period, whether a performance evaluation was undertaken in the reporting period in accordance with that process.*

The Company complies with this recommendation.

On an annual basis the Company undertakes a review of the Board, its committees and individual directors which is confirmed in the Annual Report.

Recommendation 1.7

A listed entity should:

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

The Company complies with this recommendation.

On an annual basis the Company undertakes a review of the senior executives which is confirmed in the Annual Report.

Principle 2: Structure the board to add value

Recommendation 2.1

The board of a listed entity should:

- (a) *have a nomination committee which:*
 - (i) *has at least three members, a majority of whom are independent directors; and*
 - (ii) *is chaired by an independent director; and disclose:*
 - (iii) *the charter of the committee;*
 - (iv) *the members of the committee; and*
 - (v) *as at the end of each reporting period, the number of times the committee met throughout the period and the individual attendances of the members at those meetings; or*

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

The Company does not comply with this recommendation. Given the Company's size, it is not considered necessary to have a separate Nomination Committee.

In addition to the above, the following information is provided:

- (a) the skills, experience and expertise of each of the Company's directors are set out in the Company's Annual Report;
- (b) the Board, in consultation with external advisers where required, undertakes this role; and
- (c) the Board Charter provides for the proper assessment of prospective directors and include, but are not limited to, their relevant experience and achievements, compatibility with other Board members, credibility within the Company's scope of activities, and intellectual and physical ability to undertake Board duties and responsibilities.

Recommendation 2.2

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

The Company complies with this recommendation.

The skills, experience and expertise of each of the Company's directors are set out in the Company's Annual Report.

Recommendation 2.3

A listed entity should disclose:

Additional Information and Corporate Governance

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

The Company complies with this recommendation.

Non-Executive Director Grant Mooney is considered an Independent Director while Jon Young and Gary Berrell are not considered to be independent.

The length of service of each Director is set out in the Annual Report.

Recommendation 2.4

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

The Company currently does not comply with this recommendation for the reason referred to above.

Recommendation 2.5

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

The Company does not comply with this recommendation.

Given the size of the Group, the Board considers it is prudent to combine the roles of Chairman and Executive to preserve funds.

Recommendation 2.6

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

The Company complies with this recommendation.

The Company has established a process for induction of new directors and where possible, provides each director with opportunities for professional development such that they can improve their effectiveness as directors of the Company.

Principle 3: Act ethically and responsibly

Recommendation 3.1

A listed entity should:

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

The Company complies with this recommendation.

The Company has established a code of conduct for all directors, senior executives and employees which is summarised in the Company's Annual Report.

Principle 4: Safeguard integrity in corporate reporting

Recommendation 4.1

The board of a listed entity should:

- (a) *have an audit committee which:*
 - (i) *has at least three members, all of whom are non-executive directors and a majority of whom are independent directors; and*
 - (ii) *is chaired by an independent director, who is not the chair of the board, and disclose:*
 - (iii) *the charter of the committee;*
 - (iv) *the relevant qualifications and experience of the members of the committee; and*
 - (v) *in relation to each reporting period, the number of times the committee met throughout the period and the individual attendances of the members at those meetings; or*

Additional Information and Corporate Governance

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

The Company does not comply with this recommendation.

The Directors are of the view that given the size of the Company and the relatively small number of directors, it is not practical to have an Audit Committee. The Board undertakes this role.

The Board meets on a regular basis and discusses matters normally captured under the terms of reference of an audit committee, being Company risk, controls and general and specific financial matters, as detailed in Risk Management and Compliance and Control on the Company's website.

Recommendation 4.2

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

The Company complies with this recommendation. The Board receives assurance from the Chief Executive Officer and the Chief Financial Officer that the declaration in relation to section 295A of the Corporations Act is founded on a sound system of risk management and internal control and that the system is operating effectively in all material respects in relation to financial reporting risks.

The Company also has a separate policy in relation to Risk Management which is available on the Company's website.

Recommendation 4.3

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

The Company complies with this recommendation.

The Company's auditor attends the annual general meeting of the Company and is available to answer any question in relation to the audit.

Principle 5: Make timely and balanced disclosure

Recommendation 5.1

A listed entity should:

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

The Company complies with this recommendation.

The Company has a Continuous Disclosure policy which is set out on the Company's website.

Principle 6: Respect the rights of security holders

Recommendation 6.1

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

The Company complies with this recommendation.

A summary of the Company's Corporate Governance policies is set on the Company's website.

Recommendation 6.2

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

The Company complies with this recommendation.

The Company has established an investor relations program to ensure effective communications between the Company and shareholders and investors.

Recommendation 6.3

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

Additional Information and Corporate Governance

The Company complies with this recommendation.

The Company has a Shareholder Communication Policy which is set out on the Company website.

Recommendation 6.4

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

The Company complies with this recommendation.

The Company provides the option to shareholders to receive communications electronically, notification of this option is provided by the Company registry.

Principle 7: Recognise and manage risk

Recommendation 7.1

The board of a listed entity should:

(a) *have a committee or committees to oversee risk, each of which:*

- (i) *has at least three members, a majority of whom are independent directors; and*
- (ii) *is chaired by an independent director;*

And disclose:

- (iii) *the charter of the committee;*
- (iv) *the members of the committee; and*
- (v) *as at the end of each reporting period, the number of times the committee met throughout the period and the individual attendances of the members at those meetings; or*

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

The Company does not comply with this recommendation.

The Directors are of a view that given the size of the Company, it is not necessary to have a separate committee to oversee risk and this function is undertaken directly by the Board and senior management at regular intervals. The Risk Management Policy is available on the Company's website.

Recommendation 7.2

The board or a committee of the board should:

- (a) *review the entity's risk management framework at least annually to satisfy itself that it continues to be sound; and*
- (b) *disclose, in relation to each reporting period, whether such a review has taken place.*

The Company complies with this recommendation.

As stated above, in the forum of board meetings the board regularly addresses certain risks that may affect the Company's business interests and confirmation of these risks being addressed are noted in the Corporate Governance Policies within the Annual Report.

Recommendation 7.3

A listed entity should disclose:

- (a) *if it has an internal audit function, how the function is structured and what role it performs; or*
- (b) *if it does not have an internal audit function, that fact and the processes it employs for evaluation and continually improving the effectiveness of its risk management and internal control processes.*

The Company does not comply with this recommendation.

The Directors are of the view that given the size of the Company, it is not practical to have an internal audit function and that risk management is undertaken by the Board and senior management.

Recommendation 7.4

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

The Company does not comply with this recommendation.

Additional Information and Corporate Governance

The Directors are of the view that given the Company's size, risks are addressed directly by the Board and senior management and are not disclosed externally.

Principle 8: Remunerate fairly and responsibly

Recommendation 8.1

The board of a listed entity should:

- (a) have a remuneration committee which:*
 - (i) has at least three members, a majority of whom are independent directors; and*
 - (ii) is chaired by an independent director;**and disclose:*
 - (iii) the charter of the committee;*
 - (iv) the members of the committee; and*
 - (v) as at the end of each reporting period, the number of times the committee met throughout the period and the individual attendances of the members at those meetings; or*
- (b) if it does not have a remuneration committee, disclose that fact and the processes it employs for setting the level and composition of remuneration for directors and senior executives and ensuring that such remuneration is appropriate and not excessive.*

The Company does not comply with this recommendation.

The Company does not presently have a remuneration committee.

The Directors are of the view that given the size of the Company, the relatively small number of directors it is not practical to have a remuneration committee. The Board undertakes this role with the assistance of any external advice which may be required from time to time.

Recommendation 8.2

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

The Company complies with this recommendation.

The Company has separate policies relating to the remuneration of non-executive directors as opposed to senior executives.

These policies provide a basis for distinguishing the type of remuneration which is suitable for the two classes.

Recommendation 8.3

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

- (a) have a policy on whether participants are permitted to enter into transaction (whether through the use of derivatives or otherwise) which limit the economic risk of participating in the scheme; and*
- (b) disclose that policy or a summary of it.*

The Company complies with this recommendation.

The Company has a Securities Trading Policy which, among other things, sets out the Company's policy on trading the Company's securities. A copy of this policy is on the Company's website.

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