ELECKRA MINES LIMITED

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25 September 2009

2009 ANNUAL REPORT and NOTICE OF ANNUAL GENERAL MEETING

Please find attached the Eleckra Mines Limited 2009 Annual Report and Notice of Annual General Meeting dispatched to shareholders today.

Yours sincerely
ELECKRA MINES LIMITED

Kevin Hart
Company Secretary

ELECKRA
MINES LIMITED

ABN 13 109 289 527

ANNUAL REPORT 2009

Corporate Directory

Eleckra Mines Limited
("Eleckra") ("The Company")

DIRECTORS:
Ian Murray – Executive Chairman
Russell Davis – Non-Executive Director
Kevin Hart – Non-Executive Director

COMPANY SECRETARY:
Kevin Hart

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Chairman's Letter

Dear Shareholder

It is my pleasure to present to you Eleckra's 2009 Annual Report, and my second Chairman's Letter.

It has certainly been a tough twelve months for the junior sector, but we have survived, and have raised cash to continue our exploration programs. Despite the difficult 12 month period economically, we did achieve the exploration milestones we had set for ourselves over this period.

On 1 September 2008 we announced our new gold resource estimate at the Yamarna Gold Project of 19.8 million tonnes at 1.44 g/t Au for 917,000 ounces of contained gold (using a 0.5 g/t cut-off) which includes 13.1 million tonnes at 1.78 g/t Au for 749,000 ounces (using a 1.0 g/t cut-off); which shows a substantial (114%) increase in the Measured Resource category due to the infill and extensional drilling which has been carried out by Eleckra since 2006.

We followed this up on 15 September 2008 with the announcement of our maiden uranium resource estimate at the Thatcher Soak Project of 16.1 million tonnes at 174ppm U_3O_8 for 6.2 million pounds of contained U_3O_8 (approximately 2,800 tonnes contained U_3O_8) using a 100ppm cut-off. This resource at 150ppm cut-off is 10.0 million tonnes at 204ppm for 4.5 million pounds of U_3O_8.

Towards the end of calendar 2008 we curtailed our exploration programs as we focused on conserving cash due to the global financial crisis.

On 19 March 2009 we announced a A$1 million placement and a non-renounceable entitlement issue to shareholders to raise a further A$1.7 million. The funds from this raising were earmarked for gold exploration and evaluation programs at Yamarna.

On 16 July 2009 we announced the results from our Regional Targets RAB drilling program which we conducted in June 2009 at Central Bore, Elvis, Tamerlane, Hann and Dorothy Hills. These results included particularly high grade gold values over 300m strike length at Central Bore, as is highlighted in greater detail in the Yamarna Regional Targets section within the Review of Operations. We plan to follow these up with a first pass RC drill program in September/October 2009.

At the same time we plan to drill priority targets at the Yamarna Deeps area, on the existing Yamarna Gold resource with close spaced RC drilling. A total of ten targets, with high-grade intercepts (>10.0 g/t Au), have been delineated along the Yamarna Gold resource. The aim of the drilling program will be to determine the orientation and the continuity of the high-grade shoots that could potentially be mined by an underground mining operation.

As we look forward to the remainder of 2009 and into 2010, the international markets remain volatile, and the junior explorers' space remains challenging. We retain our status as an advanced explorer, holding highly prospective tenements, with resources in two major (in-demand) commodities – gold and uranium, and with cash in the bank to fund our exploration programs.

I would like to extend my thanks and appreciation to my fellow directors Russell Davis and Kevin Hart, as well as our General Manager, Ziggy Lubieniecki, and all our dedicated employees, consultants and advisors for their diligent work and achievements during the year.

Ian Murray
Executive Chairman

4 September 2009

Review of Operations

Eleckra's Projects

Exploration Highlights & Strategy

Eleckra currently has two exploration projects in Western Australia – the Yamarna and the Lake Wells Projects in the North Eastern Goldfields (Figure 1). **The Yamarna Project** is the Company's flagship project, covering almost the entire Yamarna greenstone belt. During the year Eleckra relinquished and added several exploration license applications prospective for gold and uranium to the project which decreased the area held under tenure by Eleckra in the Yamarna region to approximately 4,400km^2.

Eleckra's gold strategy at Yamarna is to:

(i) locate additional high grade gold resources to improve the potential for economic development of the existing resource;

(ii) further evaluate the potential of the oxide and transitional material for heap leach processing following the positive results from recent metallurgical test work; and

(iii) evaluate the potential for underground mining of several zones within the Attila-Alaric Corridor with multiple high grade (+10g/t Au) intersections.

Subsequent to the $2.7 million capital raising in May 2009, exploration proceeded on several fronts. Exploration was focussed on gold projects, with the Company completing 5,464m of RAB drilling. Drilling at the **Central Bore**, **Elvis**, **Tamerlane**, **Hann** and the **Dorothy Hills** prospects returned significant gold anomalies that will be followed up with RC and RAB drilling programs starting in the second half of 2009.

On 1 September 2008, Eleckra announced a new gold Mineral Resource estimate for Yamarna: 19.8mt at 1.44 g/t Au for 917,000 ounces of contained gold using a 0.5 g/t cut-off (combined Measured, Indicated and Inferred categories). The model shows that the mineralisation is still open at depth and along strike.

Pit optimisation studies have been completed during the year. Sensitivity analysis was performed by varying costs, process recoveries, gold pricing and various types of processing to assess their impact on optimum pit size.

Eleckra completed Stage 1 metallurgical testwork on diamond core from the Attila Gold Deposit. The purpose of the testwork was to determine potential amenability of oxide, transition and fresh sample zones to Heap Leach and Carbon-In-Leach processing routes. All three sample zones displayed amenability to gold recovery via conventional cyanidation, with high gold recoveries achieved after grinding to Carbon-In-Leach at 75 microns. The transitional and oxide zones displayed potential amenability to a heap leach processing route with in excess of 90% recovery recorded at coarser size fractions.

A detailed structural evaluation of the Yamarna gold deposits has been undertaken which resulted in 10 drill target areas with high-grade intercepts (>10.0 g/t Au) delineated within the Attila-Alaric Corridor ("Yamarna Deeps"). The Yamarna Deeps drill targets will be ranked and priority targets will be selected for a close-spaced RC drilling program in the September 2009 quarter. The aim of the drilling program will be to determine the orientation and the continuity of high-grade shoots that could potentially be mined by an underground mining operation.

On 15 September 2008, Eleckra announced its maiden uranium Mineral Resource at Thatcher Soak of 16.1 million tonnes averaging 174ppm U_3O_8 for 6.2 million pounds of contained U_3O_8 (or approximately 2,800 tonnes contained U_3O_8) using a 100ppm U_3O_8 cut-off. A Scoping Study has been commenced by Uranex NL, our neighbour and owner of the western portion of Thatcher Soak deposit, with results from the study expected to be announced in the September 2009 quarter.

Project generation and evaluation work continued in Australia and overseas. The Company assessed potential acquisitions and joint ventures on a regular basis during the year.

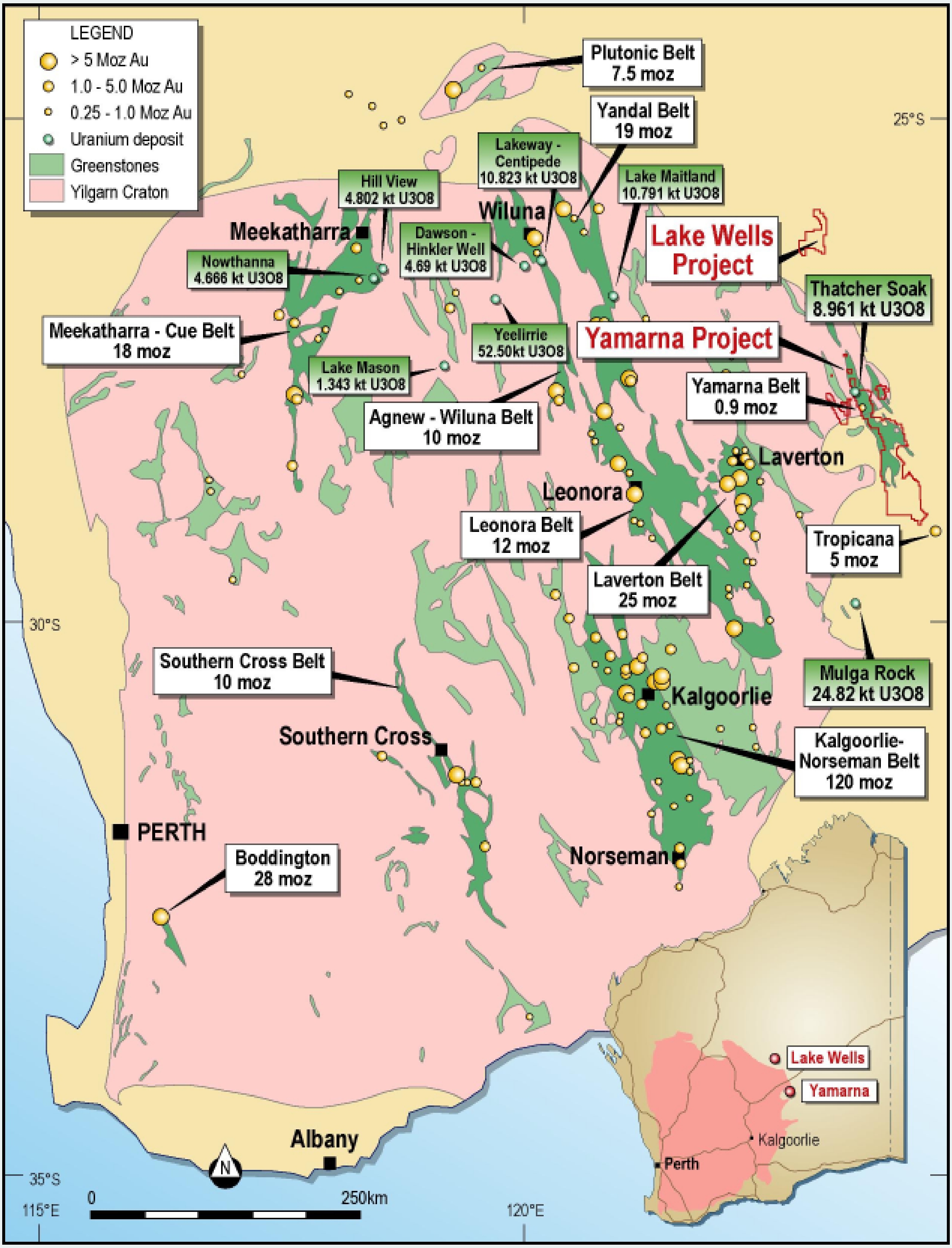

Figure 1: Project Locations.

Yamarna Project

(100% interest subject to separate royalty agreements on some tenements).

The Yamarna Project is located about 140km east of Laverton on the eastern edge of the Yilgarn Craton.

Yamarna has the defined Attila-Alaric gold resource occurring within a regional scale mineralised gold trend termed the Yamarna shear zone (Figure 2). The presence of a major deep-crustal shear zone and associated complex structural corridor is considered to have positive implications for the formation of major gold deposits.

Much of the Archaean bedrock at Yamarna is obscured by a thin veneer of windblown sand and Permian sediments. Whilst making exploration challenging, the cover and isolation has resulted in Yamarna being one of the most under-explored greenstone belts in WA. The Company believes there is significant scope to discover more gold mineralisation at Yamarna given the lack of intensive historical exploration activity.

The discovery of the potentially multi-million ounce gold deposits beneath transported cover at AngloGold Ashanti Limited/Independence Group NL's joint-ventured Tropicana Project 100km to the south of Yamarna highlights the potential existing in this poorly explored region on the margin of the Yilgarn (Figure 5).

The Company has assembled a substantial regional tenement package that for the first time allows exploration in the belt to be approached in a systematic manner.

Gold Exploration

The Company, in its third year at Yamarna, has tested a number of advanced to grass roots gold targets with some success, but there remain many that still require first pass testing and many which warrant further drilling to determine their significance.

Following completion of the recent capital raising during May 2009, Eleckra has focussed exploration on three main gold areas:

- Yamarna Gold Resource (Attila-Alaric Corridor)
- Yamarna Regional Targets – more advanced gold prospects
- Golden Sands Project

Gold exploration at Yamarna was directed at testing Yamarna's more advance regional targets at the Central Bore, Elvis, Tamerlane, Hann and Dorothy Hills prospects. Programs of grassroots geochemical sampling and reconnaissance were undertaken over critical target areas. Also, further metallurgical testwork has been undertaken at the Yamarna gold deposits and evaluation of high-grade areas within the Yamarna Resource.

Attila – Alaric Corridor

Resource Estimation

The Yamarna gold resource is located in the Attila-Alaric Corridor. It is associated with a steeply ENE dipping litho-stratigraphic sequence of predominantly biotite schist which is interpreted as the metamorphosed equivalents of intermediate volcanic rocks and sediments. Gold mineralisation occurs over a 17km strike length as narrow schistosity-parallel zones within a 10m thick porphyritic rock unit and within a 40m wide zone of variably biotite-altered amphibolite in its footwall.

On 1st September 2008, Eleckra announced a Mineral Resource inventory for the Yamarna Gold project as shown in Table 1.

At 0.5 g/t Au Cut off	2008 RESOURCE		
Resource Category	**Tonnes**	**Au Grade (g/t)**	**Contained Au (Troy Oz)**
Measured Resource	6,449,000	1.55	322,000
Indicated Resource	6,251,000	1.36	273,000
Inferred Resource	7,117,000	1.41	322,000
Total	**19,817,000**	**1.44**	**917,000**

At 1.0 g/t Au Cut off	2008 RESOURCE		
Resource Category	**Tonnes**	**Au Grade (g/t)**	**Contained Au (Troy Oz)**
Measured Resource	5,027,000	1.75	283,000
Indicated Resource	3,745,000	1.75	211,000
Inferred Resource	4,356,000	1.82	255,000
Total	**13,128,000**	**1.78**	**749,000**

Table 1: The Mineral Resource inventory for the Yamarna Gold project. Note: rounding errors may occur.

The new model shows that the mineralisation is still open at depth and along strike. Due to the majority of the holes being shallow and because large sections of the mineralised trend had been drilled on widely spaced lines, these potentially mineralised areas were not included in any resource category. As a result there is a potential to increase the resource by further systematic drilling.

Pit Optimisation

As a follow up to the resource estimation, first pass pit optimisation studies have been carried out by Orelogy Pty Ltd during the September 2008 quarter. Sensitivity analysis was performed by varying costs (as at July 2008), process recoveries, gold pricing and various types of processing to assess their impact on optimum pit size. This optimization study has highlighted the sensitivity of the resource to changes in the gold price and operating costs.

At the lower gold prices of $A800/oz and $A1,100/oz, the resource was not economically viable. However, the optimisation study demonstrated that the resource could potentially become economic at higher gold prices, with the recoverable ounces and mine life extended considerably.

The optimisation indicated that reduction in costs by 10-20% could significantly increase the project cashflow.

As a result of the recent gold price resurgence to approximately A$1,200/oz and the potential for a reduction in operating costs, Eleckra intends to reassess the optimisation results.

Metallurgical Testwork

During the June 2009 quarter, Eleckra completed Stage 1 metallurgical testwork on diamond core from the Attila Gold Deposit. The purpose of the testwork was to determine amenability of oxide, transition and fresh sample zones to **Heap Leach** and **Carbon-In-Leach** processing. All three sample zones displayed amenability to gold recovery via conventional cyanidation, with high gold recoveries achieved after grinding to **Carbon-In-Leach** size ranges 75 microns.

The transitional and oxide zones displayed amenability to heap leach processing with in excess of 90% recovery recorded at coarser crushed size fractions. Preliminary bottle roll leaching characterisation indicated the presence of coarse gold in all three sample zones as evidenced by the large variations in head grades as well as between the different size fractions.

The summary of gold recovery for each of the domains is presented in Table 2 at right.

GOLD RECOVERY SUMMARY		
Zone	**Sizing P_{100} (mm)**	**Recovery (%)**
Oxide	25	91.0
	12.7	91.1
	6.7	92.6
	75µm	98.0
Transitional	25	93.2
	12.7	94.7
	6.7	89.1
	75µm	98.8
Primary	25	21.7
	12.7	33.5
	6.7	56.3
	75µm	96.9

Table 2: Yamarna Gold Project Metallurgical Testwork – Gold Recovery Summary.

All samples displayed characteristics associated with the presence of coarse gold, particularly in the oxide material, while the primary zone material recorded a 96.9% recovery when ground to 75µm showing its very good amenability to carbon-in-leach processing. Gravity testwork is planned as part of Stage 2 to assess the coarse gold recovery that would be readily obtainable in the different size fractions.

Given that the leaching characterisation testwork found the gold to be free milling and readily leachable at coarser grind sizes, column leach testwork is also planned for Stage 2 to assess the various heap leach specific properties such as percolation rate and reagent consumptions.

Following significant recoveries from the recent metallurgical testwork, Eleckra will undertake a Scoping Study of economic development scenarios for Yamarna gold deposits.

Yamarna Deeps

The Yamarna gold deposits (Attila-Alaric Corridor), due to their extensive strike length (>17km), suffer from a lack of deep and closer-spaced drilling within the higher-grade areas. At best, Attila has been drilled to a 40m line spacing, with a few minor infill lines. In large parts of the other deposits, drill spacing is 100m or wider.

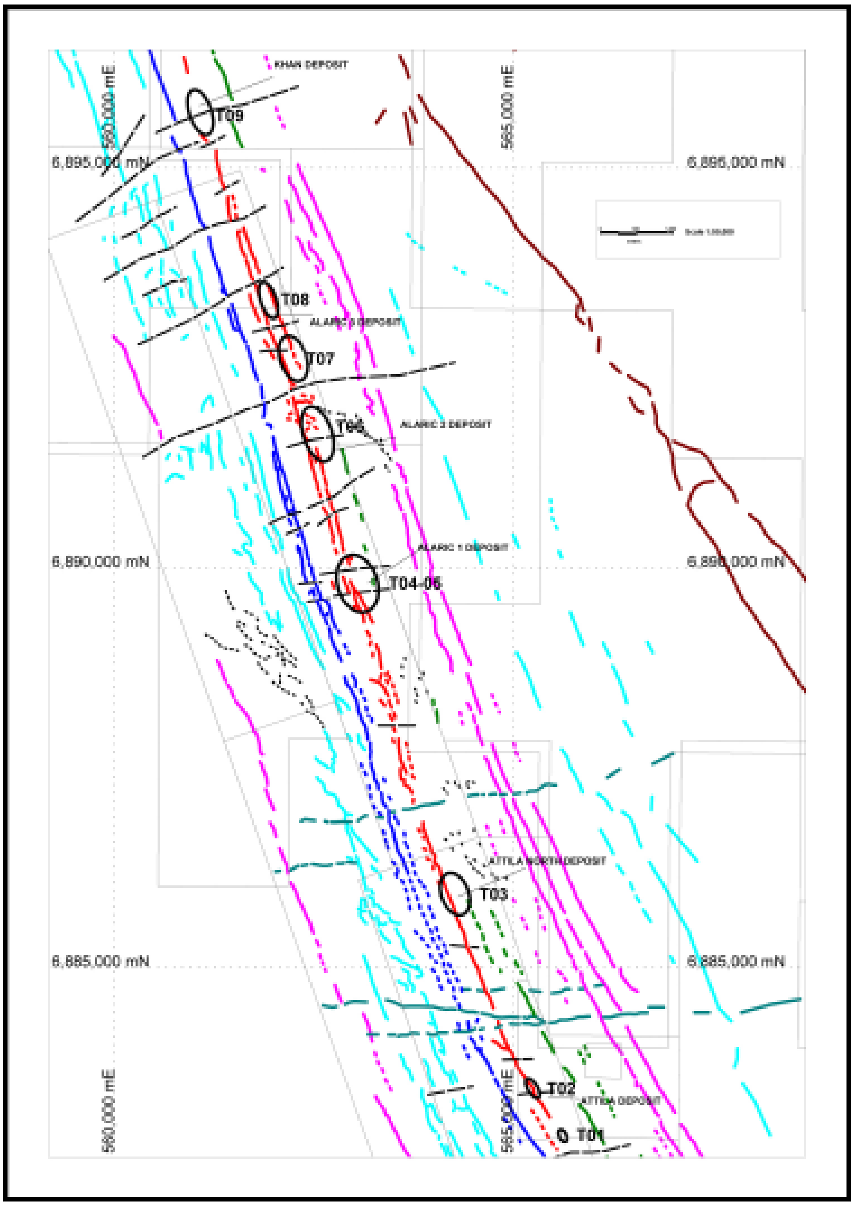

Figure 2: Location of High-grade Drill Targets within Yamarna Gold Deposits (Attila-Alaric Corridor) over Magnetic Interpretation Map.

During the June 2009 quarter, a detailed structural evaluation of the Yamarna gold deposits was undertaken. The study indicated that the high-grade mineralisation within the Yamarna Gold Resource is often associated with dextral cross-faults (Refer to Figure 2).

Nine drill target areas with high-grade intercepts (>10.0 g/t Au) have been delineated within the 17km Attila-Alaric Corridor and one drill target has been delineated at Khan North located about 33km north-northwest of Attila.

The Yamarna Deeps drill targets will be ranked and priority targets will be selected for a close-spaced RC drilling in the September 2009 quarter. The aim of the drilling program will be to determine the orientation and the continuity of high-grade shoots that could potentially be mined by an underground mining operation.

Yamarna Regional Targets

Regionally, outside of the Attila-Alaric Corridor, the Company has a suite of gold targets within its tenement holding, ranging from conceptual targets, to targets with some surface and RAB geochemical anomalism.

In June 2009, Eleckra completed 310 inclined RAB holes for 5,464m at its **Yamarna Gold Project**. The purpose of this drilling program was to follow up geochemical and drill hole gold anomalies in five areas: Central Bore, Elvis, Tamerlane, Hann and Dorothy Hills. Composite 4m samples were collected from each hole.

Central Bore, Elvis and Hann are located in structures parallel to and within 4km of the Attila deposit. Tamerlane is located about 5km south of Attila. The Dorothy Hills area is located approximately 35km northeast from the Attila deposit.

The **Central Bore** prospect is located approximately 3.7km east of Attila and 2.5km east of Hann. Previous soil surveys identified an approximate 2km long gold anomaly within which previous limited RAB drilling intercepted gold mineralisation of up to 1m @ 16.65 g/t Au from 17m. The June 2009 program drilled seventy holes on 11 fences in order to assess the potential of the prospect and to delineate this gold mineralisation.

Gold anomalism was intersected in all drill fences over a strike length of 640m. (Refer to Figure 4). High grade gold values were intersected over a 300m strike length in the central fences. The best results were 4m @ 4.01 g/t Au from surface in drill hole 9EYRB0135 and 4m @ 14.14 g/t Au from 16m in drill hole 9EYRB154.

Eleckra is highly encouraged by the high-grade values and extent of these results and anticipates completing a follow up RC drilling program in the next quarter to test the mineralisation at depth and along the strike. The Central Bore prospect has had no previous RC drilling.

Drilling at the Elvis, Tamerlane, Hann and Dorothy prospects also returned significant gold anomalies that will be followed up with RC and RAB drilling starting in the second half of 2009.

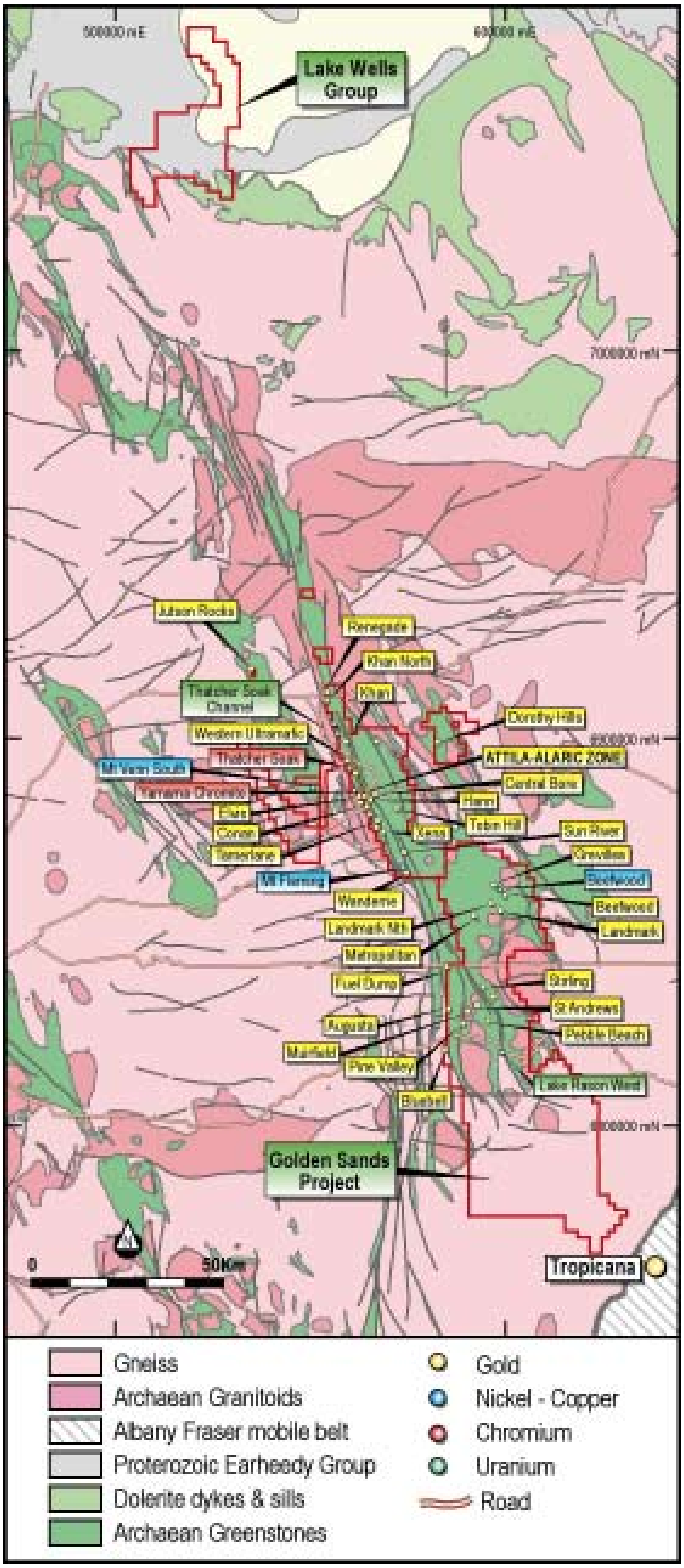

Figure 3: Eleckra's Yamarna Prospect Location Map as at June 2009.

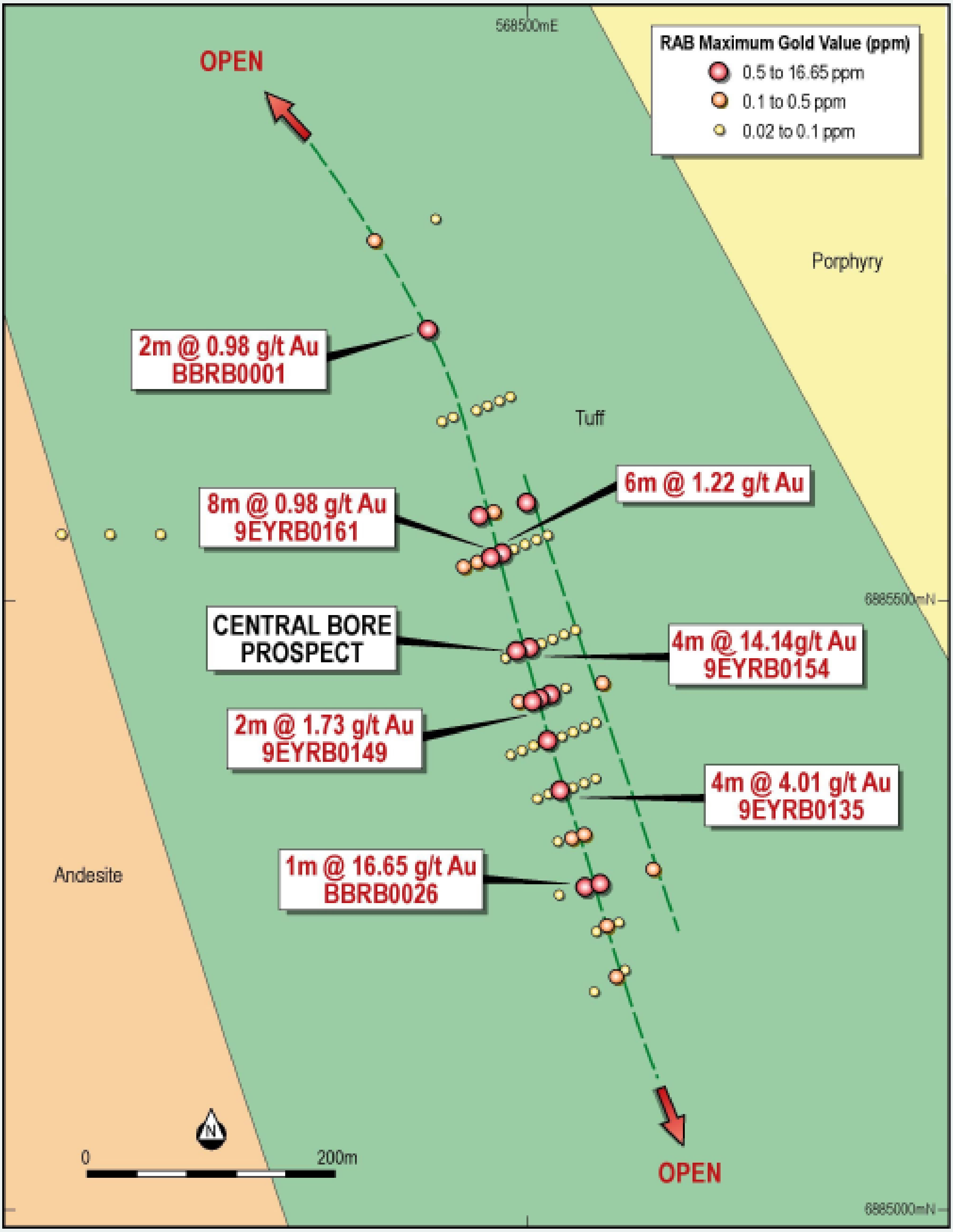

Figure 4: Gold Intercepts at Central Bore.

At **Tamerlane** the drilling tested a surface soil arsenic anomaly located 5km along strike to the south of Attila. Drill hole 9EYRB0071 intersected 24m of anomalous gold with the best assay of 4m @ 0.55 g/t Au from 48m. The gold mineralisation is associated with elevated arsenic values. The Tamerlane prospect is located in a very favourable structural jog that is similar to Attila while the weathered profile in the area is relatively thick (up to 60-80m). The anomaly is coincident with a magnetic high.

Elvis is located 2-3km south of Attila but about 900m west of the Attila structure. The June 2009 drilling intercepted gold in all 7 drill sections in 4 separate zones over a strike length of 1.2km (Refer to Table 3 and 4). Some gold mineralisation is associated with up to 0.5% copper and quartz veining. The mineralisation is open-ended.

The **Hann** prospect is located approximately 1.2km east of the Attila gold deposit in a parallel magnetic structure. Drilling at the Hann prospect was prematurely terminated as RAB could not penetrate through very hard silicified rock. The drilling will need to be completed with an RC rig. However, the gold results from 26 holes drilled in the program are encouraging.

The **Dorothy Hills** area is located approximately 35km northeast from the Attila deposit. One hundred and twenty eight generally shallow holes over 12 fences were drilled to test five new targets and one infill target. Four targets returned anomalous gold results. The best results were 12m @ 0.23 g/t Au from surface in drill hole 9EYRB0278 and 1m @ 0.65 g/t Au from surface in drill hole 9EYRB0275. These assays come from the new target area that is located in a structurally favourable fold axis near a gneiss/basalt contact. Four targets will require immediate follow up with drilling and surface geochemical surveys. The whole area is largely under-explored.

Hole ID	From	To	Interval	Au ppm (Aqua Regia)	Prospect	East GDA94	North GDA94
9EYRB0135	0	4	4	4.01	Central Bore	568,391	6,885,188
9EYRB0142	0	4	4	0.61	Central Bore	568,380	6,885,229
9EYRB0142	8	12	4	0.53	Central Bore	568,380	6,885,229
9EYRB0149	20	22	2	1.73	Central Bore	568,381	6,885,267
9EYRB0153	0	4	4	0.53	Central Bore	568,355	6,885,302
9EYRB0154	16	20	4	14.14	Central Bore	568,365	6,885,305
9EYRB0161	16	24	8	0.98	Central Bore	568,333	6,885,380
9EYRB0162	20	26	6	1.22	Central Bore	568,342	6,885,383
9EYRB0020	8	12	4	0.58	Elvis	566,600	6,880,039
9EYRB0031	8	12	4	0.64	Elvis	566,499	6,880,130
9EYRB0034	8	9	1	0.63	Elvis	566,523	6,880,141
9EYRB0042	20	24	4	0.84	Elvis	566,542	6,879,770
9EYRB0047	16	20	4	0.68	Elvis	566,634	6,879,825
9EYRB0071	48	52	4	0.55	Tamerlane	568,896	6,878,299
9EYRB0275	0	1	1	0.65	Dorothy Hills	585,444	6,900,156

Table 3: June 2009 RAB – 4-metre composite intercepts > 0.5 g/t Au.

Many anomalous 4m-composite intercepts were recently re-sampled at one metre intervals and their results confirm the presence of significant mineralisation particularly at the Elvis and the Central Bore prospects (Refer to Table 4).

Hole ID	From	To	Interval	Au g/t (Fire Assay)	Prospect	East GDA94	North GDA94
9EYRB0135	0	1	1	1.38	Central Bore	568391	6885188
9EYRB0135	1	2	1	1.65	Central Bore	568391	6885188
9EYRB0135	2	3	1	6.17	Central Bore	568391	6885188
9EYRB0135	3	4	1	1.83	Central Bore	568391	6885188
9EYRB0142	1	2	1	1.08	Central Bore	568380	6885229
9EYRB0142	8	9	1	1.75	Central Bore	568380	6885229
9EYRB0149	20	21	1	2.74	Central Bore	568381	6885267
9EYRB0153	0	1	1	1.02	Central Bore	568355	6885302
9EYRB0154	17	18	1	37.84	Central Bore	568365	6885305
9EYRB0161	15	16	1	1.44	Central Bore	568333	6885380
9EYRB0161	20	21	1	1.9	Central Bore	568333	6885380
9EYRB0161	22	23	1	1.44	Central Bore	568333	6885380
9EYRB0162	23	24	1	5.97	Central Bore	568342	6885383
9EYRB0162	24	25	1	1.69	Central Bore	568342	6885383
9EYRB0002	1	2	1	1.88	Elvis	566016	6880521
9EYRB0017	11	12	1	1.72	Elvis	566579	6880017
9EYRB0020	8	9	1	2.96	Elvis	566600	6880039
9EYRB0031	10	11	1	1.7	Elvis	566499	6880130
9EYRB0042	19	20	1	1.07	Elvis	566542	6879770
9EYRB0042	20	21	1	1.54	Elvis	566542	6879770
9EYRB0047	16	17	1	2.23	Elvis	566634	6879825
9EYRB0058	10	11	1	1.39	Elvis	566738	6879634

Table 4: June 2009 RAB – Assay results from 1-metre re-sampling >1.0 g/t Au.

The success of the June 2009 drilling program continues to demonstrate the prospectivity of the Yamarna greenstone belt for further gold discoveries within Eleckra's tenements. This drilling has advanced some prospects to the next stage of exploration that will hopefully lead to the identification of additional gold resources at Yamarna. Eleckra anticipates commencing a first pass RC drill program in September 2009 to test the mineralisation at depth at Central Bore and Elvis.

Golden Sands Project

The Golden Sands project area now totals about 1,500km^2 in area and covers a strike length of about 65kms. The southern boundary of the tenements is about 25km from the Tropicana and Havana deposits.

Gold anomalism is known at the Augusta and Bluebell prospects at the northern end of the Golden Sands tenements within the Yamarna shear zone. The Golden Sands project is considered highly prospective for gold and uranium mineralisation.

Eleckra intends to carry out a first pass geochemical survey and depth modelling of the magnetic data across the Golden Sands project.

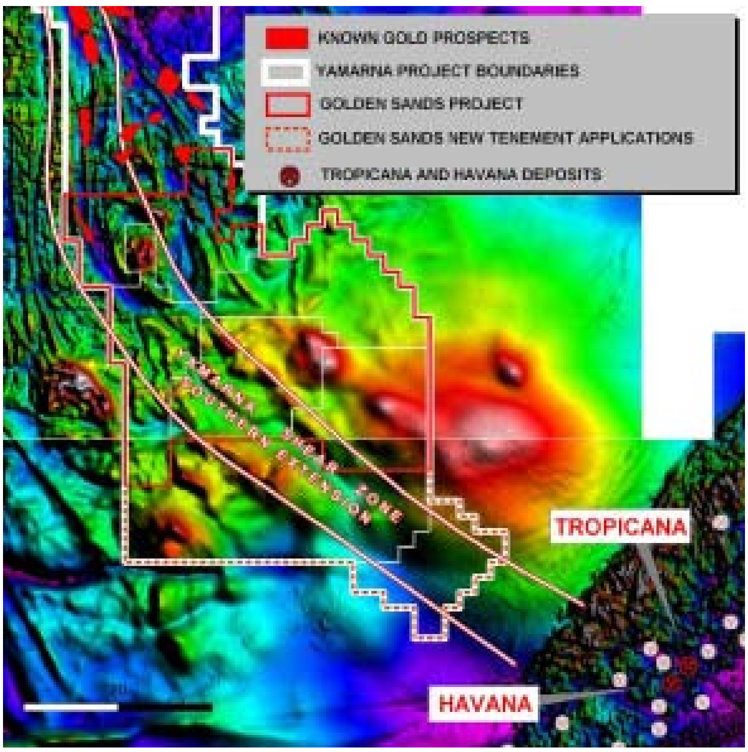

Figure 5: Golden Sands Tenement Location over Magnetic Image.

Uranium Exploration

Eleckra holds a uranium-prospective tenement portfolio with one project at Lake Wells and three projects (Thatcher Soak, Lake Rason and Golden Sands) to the south at Yamarna. Refer to Figure 3.

Thatcher Soak

On 15 September 2008, Eleckra announced its maiden uranium resource for the Thatcher Soak uranium deposit. Independent consultants Coffey Mining have estimated an Inferred Mineral Resource at Thatcher Soak of 16.1 million tonnes averaging 174ppm U_3O_8 for 6.2 million pounds of contained U_3O_8 (or approximately 2,800 tonnes contained U_3O_8) using a 100ppm U_3O_8 cut-off.

Cut Off	Million Tonnes	Grade U_3O_8 ppm	Contained U_3O_8 (Million Pounds)
100ppm U_3O_8	16.1	174	6.2
150ppm U_3O_8	10.0	204	4.5

Table 5: Thatcher Soak Uranium Project Inferred Resource Estimate. Note: figures have been rounded.

On 30 June 2008 Uranex NL, our neighbour and owner of the western portion of the Thatcher Soak deposit, announced an Inferred Mineral Resource estimate for its portion of the Thatcher Soak deposit of 28 million tonnes averaging 220ppm U_3O_8 for 14 million pounds of contained U_3O_8 using a 100ppm U_3O_8 cut-off.

The total resource at Thatcher Soak within Eleckra's and Uranex's tenements is 44.1 million tonnes averaging 203ppm U_3O_8 for 20.2 million pounds of contained U_3O_8 using a 100ppm U_3O_8 cut-off. This makes Thatcher Soak the fourth largest uranium calcrete deposit in Western Australia, and is comparable to the other calcrete uranium deposits in Western Australia. The total length of uranium mineralisation at Thatcher Soak is approximately 15km.

The Thatcher Soak uranium mineralisation is principally carnotite with the mineralised zones elongated parallel to the drainage and largely coincident with a playa lake system. The mineralisation is usually shallow and 1m to 2m thick.

Scoping Studies have been commenced by Uranex and are expected to be completed soon. When the results are available, Eleckra will evaluate strategies to unlock the potential value in the Thatcher Soak uranium resource.

In addition to the Thatcher Soak Uranium Project, Eleckra holds other uranium-prospective tenements at the **Lake Wells** and **Lake Rason** areas. The tenements cover radiometric anomalies with potential for calcrete-, Mulga Rock type sandstone/ lignite and unconformity-associated uranium targets within the Lake Rason and Lake Wells paleo drainage systems. The Lake Wells project is located approximately 150km north-northwest and Lake Rason area is located approximately 100km south-southeast of Thatcher Soak.

The **Golden Sands** tenements are also considered to be highly prospective for uranium mineralisation. They are located approximately 140km south-southeast of Thatcher Soak.

Lake Rason

At the Lake Rason uranium project, a surface geochemical survey carried out during the year in the area returned grades up to 126ppm and 92ppm U on the western edge of Lake Rason. The airborne uranium radiometric anomaly is coincident with the Lake Rason sediments and with outcropping calcrete within a near surface paleo-channel drainage system. The total radiometric anomaly within Eleckra's tenements E38/2228, E38/1848 and E38/1981 is approximately 30km long and its overall orientation is to the southwest (Refer to Figure 6). The paleo-channel is mostly obscured by a thin veneer of sand and sand-dunes. Eleckra intends to carry out systematic ground radiometric and surface geochemical surveys over the paleo-channel system.

Recent reconnaissance west of Lake Rason within E38/1848 has also identified manganese-rich black sands. Grades up to 8.1% Mn, 0.24% Co, and 0.12% Ni (analysed with portable Niton XRF) were recorded from sample 8SS01088. Previous soil surveys identified two main manganese anomalies that are several kilometres long in the northern part of E38/2228 and in the north-eastern section of E38/1848.

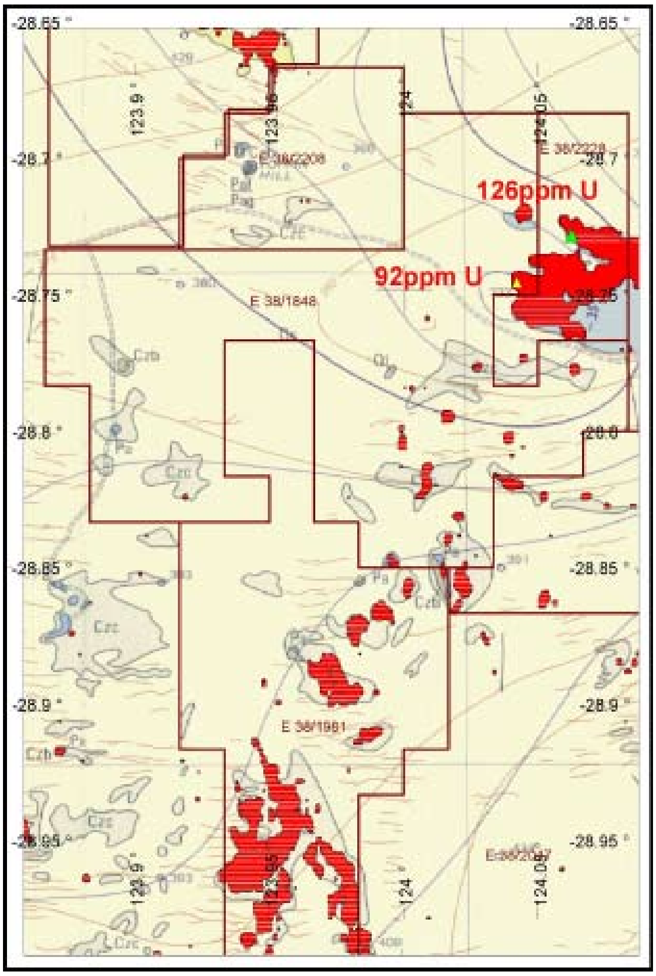

Figure 6: Lake Rason Uranium Project – Radiometric Image (red) Showing Extension of the Anomaly over Regional Geology and Eleckra's Tenements. The Western Portion of Lake Rason is shown in blue.

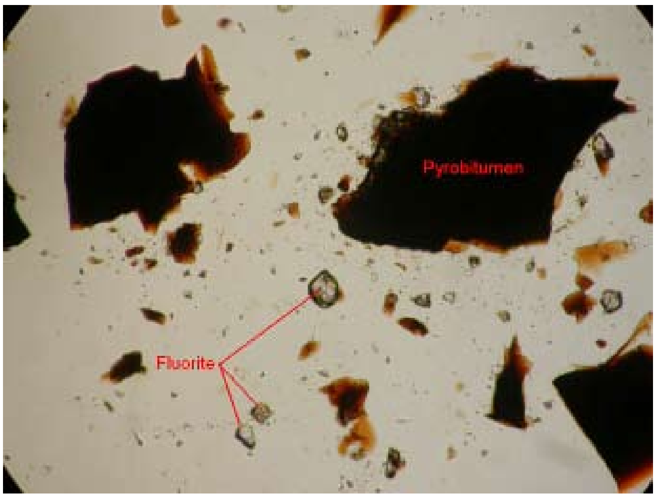

Figure 7: Photomicrograph of Bitumen in Drill Intercept. Field of view is 2.8 mm

The regolith profile in the area west of Lake Rason consists generally of 1-2m of Quaternary aeolian sands over 40-45m of Tertiary, quartz-rich gravels, sandstone and claystone, which overlie poorly-sorted Permian sediments. The base of weathering is generally close to the Archaean-Permian unconformity and, as such, the limit of historical aircore drilling was at or near this contact. The redox boundary is also close to unconformity.

The historical drilling in the area intersected a number of polymetallic (gold-arsenic-zinc-lead-copper-nickel) anomalies formed at the unconformity and within the redox boundary, but none had been assayed for uranium. Recent reconnaissance in the area tested some remaining drill cuttings and they showed a weak radiometric anomaly at the unconformity. Presence of bitumen in some drill intercepts in the area might imply a possibility of **Mulga Rock** style of polymetallic uranium mineralisation. Mulga Rock is located about 110-130km to the southwest from the Lake Rason and the Golden Sands tenements.

Eleckra's southern tenements around Lake Rason and Golden Sands are located in the southwestern portion of the Gunbarrel Basin that also hosts the Mulga Rock uranium deposit. Hosted by organic-rich clay within an Eocene buried paleochannel, the Mulga Rock uranium deposit is the third largest in Western Australia. The uranium mineralization in the paleochannel is interpreted to be the result of the absorption of uranium-bearing complexes by fine-grained carbonaceous sediments, and is spatially controlled by redox boundaries. The Mulga Rock lignite lie in a buried paleochannel, 5-15 km wide, that has been traced for over 100 km and may have received input from drainage systems including the Lake Rason.

Eleckra is planning to carry out a systematic uranium exploration around Lake Rason and Golden Sands in the second half of 2009.

Lake Wells

At Lake Wells, the main target is calcrete associated uranium mineralisation within channels that are adjacent to a radiometrically active basement. Several radiometric anomalies are present in the area, including one highly anomalous target as outlined on the uranium channel radiometrics, which may prove to be calcrete hosted. A field reconnaissance is planned for the Lake Wells area in the second half of 2009.

Yamarna Iron Ore

Aero-magnetic signatures suggest a banded iron formation (BIF) extending over 80km within Eleckra's Yamarna tenements. Inspection of the available outcrops during the year indicated the presence of a strongly magnetic 1m to 40m wide magnetite banded iron formation. The historical data investigation suggested that very few drillholes targeted the iron formation and none were assayed for iron as the main exploration objective was for gold.

However, one of Eleckra's recent holes, EYRC0058, was drilled to a depth of 80m. Drill sample lithology and high magnetic susceptibility indicates the hole intercepted about 60m of banded iron formation. The mineralised intercepts were submitted to Genalysis for iron ore XRF assaying and returned grades averaging approximately 30% Fe over 25m. Numerous rock chip samples were collected during the September 2008 quarter along the outcropping BIF and submitted to Genalysis for XRF analysis. The results indicate that impurities in the Yamarna magnetite BIF are within the norms (Refer to Table 6).

Sample	East GDA94	North GDA94	Fe %	Al_2O_3 %	LOI %	P %	S %	SiO_2 %
75846	572,460	6,882,340	42	0.41	1.20	0.030	0.015	37.69
75847	572,475	6,882,250	37	0.42	0.73	0.019	0.012	44.92
75848	572,536	6,881,912	39	0.56	1.59	0.033	0.040	43.05
75849	572,345	6,880,942	27	0.54	0.89	0.035	0.022	59.89
75850	572,747	6,881,058	35	0.51	1.10	0.043	0.048	46.98
75851	572,840	6,881,116	33	0.47	1.04	0.028	0.021	50.27
75852	572,325	6,881,570	31	0.51	1.08	0.019	0.029	53.33
75853	572,267	6,882,630	37	0.37	0.75	0.032	0.020	45.28
75854	572,467	6,882,660	37	0.34	0.79	0.030	0.019	44.50
75855	572,140	6,882,994	39	0.47	1.53	0.037	0.079	42.35
75856	571,561	6,884,160	34	1.13	1.80	0.037	0.027	48.76
75857	571,341	6,884,530	34	2.10	3.47	0.038	0.070	44.49
75858	568,994	6,888,222	18	0.41	1.71	0.022	0.075	70.62
75859	568,658	6,888,651	29	0.94	3.04	0.036	0.054	54.46
75860	566,683	6,892,445	47	2.16	2.50	0.073	0.008	28.83
75861	557,353	6,906,786	29	1.71	0.21	0.011	0.008	54.95
75862	557,340	6,906,790	27	1.16	0.05	0.027	0.007	59.93

Table 6: Yamarna Iron Project – Outcrop samples analysed by XRF (Fus/XRFm).

Magnetite is iron oxide (Fe_3O_4) and pure magnetite is composed of about 72.4% iron content. It generally occurs as banded formation composed of low grade 25-40% iron. Magnetite BIF requires processing to separate the magnetite from siliceous host rocks.

Figure 8: Outcropping Magnetite Banded Iron Formation at Yamarna.

NOTES:

The information in this report which relates to Exploration Results, or Mineral Resources is based on information compiled by Ziggy Lubieniecki, the Exploration Manager of Eleckra Mines Limited, who is a Member of the Australasian Institute of Mining and Metallurgy and a Member of the Australian Institute of Geoscientists. Ziggy Lubieniecki has sufficient experience which is relevant to the style of mineralisation and type of deposit under consideration 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". Ziggy Lubieniecki 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 which relate to the Yamarna Gold Project Mineral Resource estimates are based on geostatistical modelling by Ravensgate using sample information and geological interpretation supplied by Eleckra Mines Limited. The Mineral Resource estimates were undertaken by Stephen Hyland, a principal Consultant of Ravensgate. Mr Stephen Hyland is a Member of the Australasian Institute of Mining and Metallurgy and has sufficient experience relevant to the style of mineralisation and type of deposit under consideration and to the activity which they are 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." Stephen Hyland 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 to open pit optimisation for the Yamarna Gold Project is based on information compiled by Mr Ross Cheyne, a full time employee with Orelogy (Mining Consultants). Mr Cheyne is a Member of the Australasian Institute of Mining and Metallurgy and has sufficient experience which is relevant to the style of mineralisation and type of deposit under consideration, and to the activity 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". Mr Cheyne consents to the inclusion of the matters based on his information in the form and context in which it appears in this report.

The information in this report which relate to the Uranium Mineral Resource estimates are based on geostatistical modelling by Coffey Mining Pty Ltd using sample information and geological interpretation supplied by Eleckra Mines Limited. The Mineral Resource estimates were undertaken by Hilary Wright, a Senior Resource Geologist and Neil Inwood, a Special Resource Geologist. Mr Inwood is the competent person responsible for the Resource and is a Member of the Australasian Institute of Mining and Metallurgy and has sufficient experience relevant to the style of mineralisation and type of deposit under consideration and to the activity which he has undertaken 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." Mr Inwood consents to the inclusion in the report of the matters based on this information in the form and context in which it appears.

Schedule of Interests in Mining Tenements

Tenement Number	Registered Title Holder	Eleckra Interest	Status	Project
YAMARNA PROJECT, WA				
EXPLORATION LICENCES				
E 38/1083	Eleckra Mines Limited	100	Granted	Yamarna
E 38/1097	Eleckra Mines Limited	100	Granted	Yamarna
E 38/1386	Eleckra Mines Limited	100	Granted	Yamarna
E 38/1387	Eleckra Mines Limited	100	Granted	Yamarna
E 38/1388	Eleckra Mines Limited	100	Granted	Yamarna
E 38/1545	Eleckra Mines Limited	100	Granted	Yamarna
E 38/1567	Eleckra Mines Limited	100	Granted	Yamarna
E 38/1798	Eleckra Mines Limited	100	Granted	Yamarna
E 38/1848	Eleckra Mines Limited	100	Granted	Yamarna
E 38/1858	Eleckra Mines Limited	100	Granted	Yamarna
E 38/1931	Eleckra Mines Limited	100	Granted	Yamarna
E 38/1932	Eleckra Mines Limited	100	Granted	Yamarna
E 38/1964	Eleckra Mines Limited	100	Application	Yamarna
E 38/1981	Eleckra Mines Limited	100	Granted	Yamarna
E 38/2046	Eleckra Mines Limited	100	Granted	Yamarna
E 38/2047	Eleckra Mines Limited	100	Granted	Yamarna
E 38/2048	Eleckra Mines Limited	100	Granted	Yamarna
E 38/2125	Eleckra Mines Limited	100	Application	Yamarna
E 38/2173	Eleckra Mines Limited	100	Application	Yamarna
E 38/2174	Eleckra Mines Limited	100	Application	Yamarna
E 38/2175	Eleckra Mines Limited	100	Application	Yamarna
E 38/2178	Eleckra Mines Limited	100	Application	Yamarna
E 38/2208	Eleckra Mines Limited	100	Application	Yamarna
E 38/2209	Eleckra Mines Limited	100	Application	Yamarna
E 38/2228	Eleckra Mines Limited	100	Application	Yamarna
E 38/2235	Eleckra Mines Limited	100	Application	Yamarna
E 38/2236	Eleckra Mines Limited	100	Application	Yamarna
E 38/2249	Eleckra Mines Limited	100	Application	Yamarna
E 38/2250	Eleckra Mines Limited	100	Application	Yamarna
E 38/2285	Eleckra Mines Limited	100	Application	Yamarna
E 38/2290	Eleckra Mines Limited	100	Application	Yamarna
E 38/2291	Eleckra Mines Limited	100	Application	Yamarna
E 38/2292	Eleckra Mines Limited	100	Application	Yamarna
E 38/2293	Eleckra Mines Limited	100	Application	Yamarna
E 38/2294	Eleckra Mines Limited	100	Application	Yamarna
E 38/2319	Eleckra Mines Limited	100	Application	Yamarna
E 38/2320	Eleckra Mines Limited	100	Application	Yamarna
E 38/361	Eleckra Mines Limited	100	Granted	Yamarna
E 38/608	Eleckra Mines Limited	100	Granted	Yamarna
E 38/797	Eleckra Mines Limited	100	Granted	Yamarna
E 39/1364	Eleckra Mines Limited	100	Granted	Yamarna
E 39/1365	Eleckra Mines Limited	100	Granted	Yamarna
E 39/1367	Eleckra Mines Limited	100	Granted	Yamarna

Tenement Number	Registered Title Holder	Eleckra Interest	Status	Project
MINING LEASES				
M 38/1147	Eleckra Mines Limited	100	Application	Yamarna
M 38/1148	Eleckra Mines Limited	100	Application	Yamarna
M 38/1178	Eleckra Mines Limited	100	Application	Yamarna
M 38/1179	Eleckra Mines Limited	100	Application	Yamarna
M 38/435	Eleckra Mines Limited	100	Granted	Yamarna
M 38/436	Eleckra Mines Limited	100	Granted	Yamarna
M 38/437	Eleckra Mines Limited	100	Granted	Yamarna
M 38/438	Eleckra Mines Limited	100	Granted	Yamarna
M 38/439	Eleckra Mines Limited	100	Granted	Yamarna
M 38/788	Eleckra Mines Limited	100	Granted	Yamarna
M 38/814	Eleckra Mines Limited	100	Granted	Yamarna
M 38/841	Eleckra Mines Limited	100	Granted	Yamarna
PROSPECTING LICENCES				
P 38/3337	Eleckra Mines Limited	100	Granted	Yamarna
P 38/3338	Eleckra Mines Limited	100	Granted	Yamarna
P 38/3344	Eleckra Mines Limited	100	Granted	Yamarna
P 38/3345	Eleckra Mines Limited	100	Granted	Yamarna
P 38/3346	Eleckra Mines Limited	100	Granted	Yamarna
P 38/3350	Eleckra Mines Limited	100	Granted	Yamarna
P 38/3352	Eleckra Mines Limited	100	Granted	Yamarna
P 38/3824	Eleckra Mines Limited	100	Application	Yamarna

Table 7: Eleckra Mines Limited tenement schedule as at June 2009.

Corporate Governance Statement

The Directors of Eleckra support the establishment and ongoing development of good corporate governance for the Company.

Eleckra has adopted systems of control and accountability as the basis for the administration of corporate governance. These policies and procedures are summarised below. The Board of the Company is committed to administering the policies and procedures with openness and integrity, pursuing the true spirit of corporate governance commensurate with the Company's needs.

The Board and management are committed to corporate governance and, to the extent they are applicable to the Company, have adopted the Eight Essential Corporate Governance Principles and each of the Best Practice Recommendations as published by ASX Corporate Governance Council **("ASX Principles and Recommendations")**.

Further information about the Company's corporate governance practices is set out on the Company's website at *www.eleckramines.com.au*. In accordance with the recommendations of the ASX, information published on the Company's website includes:

1. Board Charter
2. Nomination Committee Charter
3. Policy and Procedure for Selection and Appointment of New Directors
4. Code of Conduct
5. Policy for Dealing in the Company Securities
6. Continuous Disclosure Policy
7. Shareholder Communications Policy
8. Company's Risk Management Policy

This Statement sets out the corporate governance practices in place during the course of the financial year and as at the date of this report which comply with the recommendations of the Corporate Governance Council unless otherwise stated.

Corporate Governance Council Principle 1

Lay Solid Foundations for Management and Oversight

Role of the Board of Directors

The role of the Board is to build long term sustainable value for its security holders whilst respecting the interests of its stakeholders.

In order to fulfil this role, the Board is responsible for the overall corporate governance of the Company including formulating its strategic direction, setting remuneration and monitoring the performance of Directors and Senior Executives. The Board relies on Senior Executives to assist it in approving and monitoring expenditure, ensuring the integrity of internal controls and management information systems and monitoring and approving financial and other reporting.

In complying with Recommendation 1.1 of the Corporate Governance Council, the Company has adopted a Board Charter which clarifies the respective roles of the Board and senior management and assists in decision making processes. A copy of the Board Charter and the responsibilities of senior executives and management is available on the Company's website.

Board Processes

An agenda for Board meetings has been determined to ensure certain standing information is addressed and other items which are relevant to reporting deadlines and or regular review are scheduled when appropriate. The agenda is regularly reviewed by the Executive Chairman and the Company Secretary.

Evaluation of Senior Executive Performance

The Company has not complied with Recommendation 1.2 of the Corporate Governance Council. Due to the early stage of development of the Company it is difficult for quantitative measures of performance to be established. As the Company progresses its projects, the Board intends to establish appropriate evaluation procedures. The Executive Chairman currently assesses the performance of the Board, individual directors and key executives on an informal basis.

Corporate Governance Council Principle 2

Structure the Board to Add Value

Board composition

The Constitution of the Company provides that the number of Directors shall not be less than three. There is no requirement for any share holding qualification.

The membership of the Board, its activities and composition is subject to periodic review. The criteria for determining the identification and appointment of a suitable candidate for the Board shall include the quality of the individual, background of experience and achievement, compatibility with other Board members, credibility within the scope of activities of the Company, intellectual ability to contribute to Board duties and physical ability to undertake Board duties and responsibilities.

Directors are initially appointed by the Board and are subject to re-election by shareholders at the next general meeting. In any event one third of the Directors are subject to re-election by shareholders at each general meeting.

The Board is presently comprised of three members, two Non-executive Directors and one Executive Chairman.

The Board has assessed the independence of the Non-Executive Directors in accordance with the definition contained within the ASX Corporate Governance Guidelines and has concluded that the current Non-Executive Directors, do not meet the recommended independence criteria. As a result the Company does not comply with Recommendation 2.1 of the Corporate Governance Council. Mr Hart is not independent by virtue of his Director related services provided to the Company, through Endeavour Corporate and Mr Davis is not independent as he has previously been employed by the Company in an executive capacity.

Independent Chairman

The Chairman is an Executive of the Company and therefore not an independent Chairman. As such Recommendation 2.2 of the Corporate Governance Council has not been complied with. The Board however believes that Mr Murray is the most appropriate person for the position as Chairman because of his industry experience and proven track record as a public company Director.

The Board at this point in time does not have any independent Directors. However the Board considers both its structure and composition are appropriate given the size of the Company and its current scale of operation.

Roles of Chairman and Chief Executive Officer

The roles of Chairman and Chief Executive Officer are not exercised by different individuals, and as such the Company does not comply with Recommendation 2.3 of the Corporate Governance Council. The Executive Chairman of the Company is currently exercising both these roles. Due to the size of the Company and Mr Murray's experience, the Board is of opinion that Mr Murray is of capacity to fulfil both these roles at the present time.

A profile of each Director, including their skills, experience and relevant expertise, and the date each Director was appointed to the Board is set out in the Directors' Report.

Nomination Committee

The Board does not have a separate Nomination Committee comprising of a majority of independent Directors and as such does not comply with Recommendation 2.4 of the Corporate Governance Council. The selection and appointment process for Directors is carried out by the full Board. The Board considers that given the importance of Board composition it is appropriate that all members of the Board partake in such decision making.

A copy of the Nomination Committee Charter and the Policy and Procedure for Selection and Appointment of New Directors is available on the Company's website.

Evaluation of Board Performance

The Company does not have a formal process for the evaluation of the performance of the Board and as such does not comply with Recommendation 2.5 of the Corporate Governance Council. The Board is of the opinion that the competitive environment in which the Company operates will effectively provide a measure of the performance of the Directors, in addition the Chairman assesses the performance of the Board, individual Directors and key executives on an informal basis from time to time.

Education

All Directors are encouraged to attend professional education courses relevant to their roles.

Independent Professional Advice and Access to Information

Each Director has the right to access all relevant information in respect to the Company and to make appropriate enquiries of senior management. Each Director has the right to seek independent professional advice on matters relating to him as a Director of the Company at the Company's expense, subject to prior approval of the Chairman which shall not be unreasonably withheld.

Corporate Governance Council Principle 3

Promote Ethical and Responsible Decision Making

Code of conduct

The Board believes in and supports ethical and responsible decision making. It is expected that all Directors, managers and employees observe the highest standards of integrity, objectivity and business ethics in conducting its business, striving at all times to enhance the reputation and performance of the Company in respect of legal and other obligations to all legitimate stakeholders.

Accordingly, the Board acknowledges the rights of stakeholders and has adopted a Code of Conduct.

The Board has adopted a Code of Conduct that applies to all employees, executives and Directors of the Company and as such complies with Recommendation 3.1 of the Corporate Governance Council. This Code addresses expectations for conduct in the following areas:

- Responsibility to shareholders;
- Integrity and honesty;
- Respect for laws;
- Conflicts of interests;
- Protection of assets;
- Confidential information;
- Employment practices;
- Respect for the community;
- Respect for individuals;
- Fair trading and dealing;
- Compliance with Code of Conduct; and
- Periodic review of the Code.

A copy of the Company's Code of Conduct is available on the Company's website.

Security trading policy

The Board has committed to ensuring that the Company, its Directors and executives comply with their legal obligations as well as conducting their business in a transparent and ethical manner. The Board has adopted a policy on dealing in the Company's securities by Directors, officers and employees which prohibits dealing in the Company's securities when those persons possess inside information and as such complies with Recommendation 3.2 of the Corporate Governance Council. The policy also provides that notification of intended trading should be given to the Chairman prior to trading. A copy of the Policy for dealing in Company Securities is available on the Company's website.

The law prohibits insider trading and the Corporations Act and the ASX Listing Rules require disclosure of any trading undertaken by Directors or their related entities in the Company's securities.

Corporate Governance Council Principle 4

Safeguarding Integrity in Financial Reporting

Audit committee

The Company does not have a separately constituted audit committee with a composition as suggested by Recommendations 4.1, 4.2 and 4.3 of the Corporate Governance Council. The full Board carries out the function of an audit committee. The Board believes that the Company is not of a sufficient size to warrant a separate committee and that the full Board is able to meet objectives of the best practice recommendations and discharge its duties in this area. The relevant experience of Board members is detailed in the Directors' section of the Directors' Report.

External audit recommendations, internal control matters and any other matters arising from the half-year audit review and the annual statutory audit are discussed directly between the Board and the audit engagement director.

External auditors

The Company's policy is to appoint external auditors who clearly demonstrate quality and independence. Performance of the external auditor is reviewed annually by the Board. Auditor rotation is required by the Corporations Act 2001. The external auditor is requested to attend the annual general meeting and be available to answer shareholder questions about the conduct of the audit and the preparation and content of the audit report.

Financial reporting

The Board relies on senior executives to monitor the internal controls within the Company. Financial performance is monitored on a regular basis by the Executive Chairman and Company Secretary who reports to the Board at the scheduled Board meetings.

Corporate Governance Council Principle 5

Make Timely and Balanced Disclosure

Timely and balanced disclosure

The Board is committed to the promotion of investor confidence by providing full and timely information to all security holders and market participants about the Company's activities and to comply with the continuous disclosure requirements contained in the Corporations Act 2001 and the Australian Securities Exchange Listing Rules.

The Company has not adopted formal written policies and procedures, designed to ensure compliance with the ASX Listing Rule Requirements, in accordance with Recommendation 5.1 of the Corporate Governance Council during the financial year. The Board believed that, given the size of the Company and its experienced Board and management that separate written procedures that would ensure compliance with the recommendation of the Corporate Governance Council were not required. Subsequent to the end of the financial year, the Company has adopted a Continuous Disclosure Policy that is available on the Company's website.

Continuous disclosure is discussed at all regular Board meetings and on an ongoing basis the Board ensures that all activities are reviewed with a view to the necessity for disclosure to security holders.

In accordance with ASX Listing Rules, the Company Secretary is appointed as the Company's disclosure officer.

Corporate Governance Council Principle 6

Respect the Rights of Shareholders

Communications

The Board fully supports security holder participation at general meetings as well as ensuring that communications with security holders are effective and clear. During the period this has not been incorporated into a formal shareholder communication strategy, and so did not comply with Recommendation 6.1 of the Corporate Governance Council.

The Board believed that the provisions for communications with shareholders were effective and that separate written procedures that would ensure compliance with the recommendation of the Corporate Governance Council were not required. Subsequent to the end of the financial year, the Company has adopted a Shareholder Communications Policy.

In addition to electronic communication via the ASX web site, the Company publishes all ASX releases including Annual and Half-Yearly financial statements on the Company's website at *www.eleckramines.com.au*.

Shareholders are able to pose questions on the audit process and the financial statements directly to the independent auditor who attends the Company Annual General Meeting for that purpose.

Corporate Governance Council Principle 7

Recognise and Manage Risk

Risk management policy

The Board had not adopted a formal risk management policy and therefore did not comply with Recommendation 7.1 of the Corporate Governance Council during the current period. However, the Board delegates day-to-day management of risk to the Executive Chairman, Company Secretary and senior executives who are responsible for implementing and maintaining a framework of control and accountability systems to enable risk to be assessed and managed. Subsequent to the end of the financial year, the Company has adopted a Risk Management Policy. A copy of this policy is available on the Company's website.

Risk management and the internal control system

The Executive Chairman and Company Secretary, with the assistance of senior executives as required, have responsibility for identifying, assessing, treating and monitoring risks and reporting to the Board on risk management.

In order to implement risk management strategies, it was considered important that the Company establish an internal control regime in order to:

- Assist the Company to achieve it's strategic objectives;
- Safeguard the assets and interests of the Company and its stakeholders; and
- Ensure the accuracy and integrity of external reporting.

Key identified risks to the business are monitored on an ongoing basis as follows:

- Business risk management
  The Company manages its activities within budgets and operational and strategic plans.
- Internal controls
  The Board has implemented internal control processes typical for the Company's size and stage of development. It requires the senior executives to ensure the proper functioning of internal controls and in addition it obtains advice from the external auditors as considered necessary.
- Financial reporting
  Directors approve an annual budget for the Company and regularly review performance against budget at Board Meetings.
- Operations review
  Members of the Board regularly visit the Company's exploration project areas, reviewing development activities, geological practices, environmental and safety aspects of operations.
- Environment and safety
  The Company is committed to ensuring that sound environmental management and safety practices are maintained on its exploration activities.

The Company's risk management strategy is evolving and will be an ongoing process and it is recognised that the level and extent of the strategy will develop with the growth and change in the Company's activities.

Risk Reporting

As the Board has responsibility for the monitoring of risk management it has not required a formal report regarding the material risks and whether those risks are managed effectively therefore not complying with Recommendation 7.2 of the Corporate Governance Council. The Board believes that the Company is currently effectively communicating its significant and material risks to the Board and its affairs are not of sufficient complexity to justify the implementation of a more formal system for identifying, assessing monitoring and managing risk in the Company.

Subsequent to the end of the financial year, the Board has resolved that during the 2009/2010 financial year the Company will improve and formalise the Company's risk management of internal control systems.

The Company does not have an internal audit function.

Executive Chairman and Company Secretary Written Statement

The Board requires the Executive Chairman and the Company Secretary provide a written statement that the financial statements of the Company present a true and fair view, in all material aspects, of the financial position and operational results and have been prepared in accordance with Australian Accounting Standards and the Corporations Act. The Board also requires that the Executive Chairman and Company Secretary provide sufficient assurance that the declaration is founded on a sound system of risk management and internal control, and that the system is working effectively.

The declarations have been received by the Board, in accordance with Recommendation 7.3 of the Corporate Governance Council.

Corporate Governance Council Principle 8

Remunerate Fairly and Responsibly

The Company's remuneration policy is to ensure that the remuneration package properly reflects the person's duties and responsibilities and that remuneration is competitive in attracting, retaining and motivating people of the highest quality.

Disclosure of the details of the nature and amount of each element of Directors', including Non-Executive Directors, and Executive's remuneration is included in the financial statements.

Remuneration committee

The Board does not have a separate remuneration committee and as such does not comply with Recommendation 8.1 of the Corporate Governance Council. Due to the early stage of development and small size of the Company, a separate remuneration committee was not considered to add any efficiency to the process of determining the levels of remuneration for the Directors and key executives.

The Board determines all compensation arrangements for Directors. It is also responsible for setting performance criteria, performance monitors, share option schemes, incentive performance schemes, superannuation entitlements, retirement and termination entitlements and professional indemnity and liability insurance cover.

Distinguish Between Executive and Non-Executive Remuneration

The Company does distinguish between the remuneration policies of its Executive and Non-Executive Directors in accordance with Recommendation 8.2 of the Corporate Governance Council.

Executive Directors receive salary packages which may include performance based components, designed to reward and motivate, including the granting of share options, subject to shareholder approval and with vesting conditions relating to continuity of engagement.

Non-Executive Directors receive fees agreed on an annual basis by the Board, within total Non-Executive remuneration limits voted upon by shareholders at Annual General Meetings.

The Board ensures that, all matters of remuneration will continue to be in accordance with Corporations Act requirements, by ensuring that none of the Directors participate in any deliberations regarding their own remuneration or related issues. To the extent that additional executives are appointed in the future and the scope of the Company's activities expands, the Company will reconsider whether a change in the structure of executive remuneration is appropriate.

Directors' Report

The Directors present their report on Eleckra Mines Limited for the year ended 30 June 2009.

Directors

The names and details of the Directors of Eleckra Mines Limited ("Eleckra") during the financial year and until the date of this report, unless otherwise indicated, are:

Ian Murray	Executive Chairman
Russell Davis	Director (Non-Executive)
Kevin Hart	Director (Non-Executive)

Ian Murray – BComm, CA(SA), ACA, ACMA, Adv Tax Cert
Executive Chairman

Mr Murray was appointed on 15 October 2007 as Non-executive Director and on 12 February 2008 as Executive Chairman.

Mr Murray is a chartered accountant and has over 15 years corporate experience in the publicly listed resource sector. Previously he was with DRDGOLD Ltd between 1997-2005 during which time he held positions including Chief Financial Officer and Chief Executive Officer. Mr Murray has held no other directorships in public listed companies in the past three years.

Mr Murray oversaw DRDGOLD's major acquisitions, restructures and stock exchange listings over the nine years which grew DRDGOLD from a small, lease-bound South African miner into a globally listed multi-mine gold company producing at its peak over 1 moz of gold per annum. Prior to this he qualified as a Chartered Accountant with KPMG, worked in Management Consulting with PricewaterhouseCoopers, worked in the South African Revenue Service and assisted in establishing one of South Africa's most successful biotechnology companies.

Mr Murray is a qualified Chartered Accountant and a member of both the South Africa and Australia institutes, having obtained a Bachelor of Commerce degree and Higher Diploma in Accounting from the University of Cape Town, South Africa. In addition Mr Murray is an associate member of the Chartered Institute of Management Accountants.

Mr Murray is 43 years of age.

Russell Davis – BSc (Hons), MBA, MAIMM, FFIN
Non-Executive Director

Mr Davis was a founding director of Eleckra appointed on 28 May 2004. He served as Executive Exploration Director to 1 January 2008 and subsequently as a Non-Executive Director.

Mr Davis is a geologist with over 25 years experience in mineral exploration, management, property acquisition, mining and development. During this period he has worked on the exploration and development of a range of commodities for several international mining companies. Mr Davis currently also serves on the board of Syndicated Metals Limited. He did not hold any other directorships in public listed companies in the past three years.

Mr Davis has held senior positions including Chief Mine Geologist, Exploration Manager and Regional Manager for Asarco. In recent years Mr Davis has been responsible for instigating and managing mineral exploration activities for Asarco and for acquiring projects held by Eleckra.

Mr Davis holds a Bachelor of Science with Honours from the University of Queensland, a Graduate Diploma of Applied Finance and Investment from the Securities Institute of Australia and an MBA from Deakin University. Mr Davis is a Member of the Australasian Institute of Mining and Metallurgy and a fellow of the Financial Services Institute of Australasia.

Mr Davis is 51 years of age.

Kevin R Hart – BCom, CA

Company Secretary, Non-Executive Director

Mr Hart is a Chartered Accountant and was appointed to the position of Company Secretary on 4 August 2006 and Non-Executive director on 17 May 2008. He has over 20 years experience in accounting and the management and administration of public listed entities in the mining and exploration industry.

He is currently a partner of Endeavour Corporate, an advisory firm which specialises in the provision of Company Secretarial services to ASX listed entities. Mr Hart currently also serves on the board of Alloy Resources Limited and did not hold any other directorships in public listed companies in the past three years. Mr Hart holds a Bachelor of Commerce degree from the University of Western Australia.

Mr Hart is 47 years of age.

Directors' Interests

As at the date of this report the Directors' interests in shares and unlisted options of the Company are as follows:

Director	Directors' Interests in Ordinary Shares	Directors' Interests in Listed Options	Directors' Interests in Unlisted Options
I Murray	8,108,000	4,027,000	4,000,000
R Davis	6,260,000	1,565,000	4,000,000
K Hart	Nil	Nil	1,000,000

Directors' Meetings

The number of meetings of the Company's Directors held during the year ended 30 June 2009 and the number of meetings attended by each Director were:

Director	Board of Directors' Meetings	
	Eligible to attend	Attended
I Murray	3	3
R Davis	3	3
K Hart	3	3

Principal Activities

The principal activities of the company during the financial year consisted of mineral exploration in Western Australia.

There were no significant changes in these activities during the financial year.

Results of Operations

The net loss after income tax for the financial year was $2,978,822 (2008: $3,384,507).

Included in the loss for the current year is a write-off of capitalised exploration and evaluation expenditure totalling $1,859,490 (2008: $2,123,588).

Dividends

No dividend has been paid since the end of the previous financial year and no dividend is recommended for the current year. No dividend was paid during the previous financial year.

Review of Activities

Exploration

A detailed review of the Company's activities during the financial year is set out in the section titled "Review of Operations" in this Annual Report.

Financial position

At the end of the financial year the Company had $2,354,675 (2008: $1,573,995) in cash and at call deposits. Capitalised mineral exploration and evaluation expenditure is $3,487,596 (2008:$ 4,375,251). Mineral exploration and evaluation expenditure incurred during the year for the Company before any write offs was $971,835 (2008: $1,768,039).

Expenditure was principally focused on the Yamarna gold and uranium projects.

Significant Changes in the State of Affairs

- On 20 May 2009 the Company announced the completion of a Placement that raised $1 million from the issue of by 40,000,000 ordinary shares at 2.5 cents each and 20,000,000 free attaching options exercisable by payment of 7 cents each on or before 30 June 2011.
- On 1 June 2009 the Company announced the completion of the Non-renounceable Entitlement Issue that raised $1.7 million before costs by the issue of 68,310,000 shares at 2.5 cents each and 34,155,000 free attaching options exercisable by payment of 7 cents each on or before 30 June 2011.

Options Over Unissued Capital

Listed options

During the financial year and to the date of this report 57,155,000 listed options over unissued shares were issued as part of the Placement and Non-renounceable Entitlement Issue, including the 3,000,000 options issued to Blackwood Capital Pty Ltd pursuant to the terms of the Blackwood Capital Placement Engagement Letter dated 16 March 2009.

Since the end of the financial year no listed options have been exercised.

As at the date of this report unissued ordinary shares of the Company under listed option are:

Number of Options Granted	Exercise Price	Expiry Date
57,155,000	7 cents	30 June 2011

Unlisted options

During the financial year and to the date of this report 5,500,000 unlisted options over unissued shares were issued and 1,000,000 options granted in the previous financial year to Hartley's Ltd were forfeited. No shares were issued pursuant to the exercise of options during the financial year and to the date of this report.

As at the date of this report unissued ordinary shares of the Company under unlisted option are:

Number of Options Granted	Exercise Price	Expiry Date
6,500,000[(i)]	20 cents	31 March 2011
5,400,000	37 cents	30 November 2012
1,000,000[(ii)]	25 cents	30 May 2011
3,000,000[(iii)]	18.5/22/26 cents	30 May 2013
2,000,000[(iv)]	7/10/15 cents	30 June 2014

(i) Unlisted options have a 24 month escrow period from the date of listing on the ASX Limited. The escrow period expired on 4 July 2008.

(ii) 2,000,000 options were granted to Hartley's Ltd on 1 May 2008. Of these, 1,000,000 options were forfeited on 1 May 2009 due to certain vesting conditions not being met. (Refer to note 16(d)(v)).

(iii) Employee options issued to Mr Ian Murray (Executive Chairman) pursuant to the terms and conditions of the Company's Directors, Employees and Other Permitted Persons Option Plan. 1,000,000 Options vest on 27 November 2009 with an exercise price of 18.5 cents each, 1,000,000 options vest on 27 November 2010 with an exercise price of 22 cents each and 1,000,000 options vest on 27 November 2011 with an exercise price of 26 cents each.

(iv) Employee options issued to Mr Ziggy Lubieniecki (Exploration Manager) pursuant to the terms and conditions of the Company's Directors, Employees and Other Permitted Persons Option Plan. 700,000 Options vest on 30 June 2010 with an exercise price of 7 cents each, 700,000 vest on 30 June 2011 with an exercise price of 10 cents each and 600,000 vest on 30 June 2012 with an exercise price of 15 cents each.

These unlisted options do not entitle the holder to participate in any share issue of the Company or any other body corporate.

The holders of unlisted options are not entitled to any voting rights until the options are exercised into ordinary shares.

Matters Subsequent to the End of the Financial Year

There has not arisen in the interval between the end of the financial year and the date of this report any item, transaction or event of a material and unusual nature likely, in the opinion of the Directors of the Company to affect substantially the operations of the Company, the results of those operations or the state of affairs of the Company in subsequent financial years.

Likely Developments and Expected Results of Operations

Likely developments in the operations of the Company are included elsewhere in this Annual Report. Disclosure of any further information has not been included in this report because, in the reasonable opinion of the Directors to do so would be likely to prejudice the business activities of the Company and is dependent upon the results of the future exploration and evaluation activities.

Environmental Regulation and Performance

The Company holds various exploration licences to regulate its exploration activities in Australia. These licences include conditions and regulations with respect to the rehabilitation of areas disturbed during the course of its exploration activities.

So far as the Directors are aware, all exploration activities have been undertaken in compliance with all relevant environmental regulations.

Remuneration Report (Audited)

Remuneration policy

Remuneration levels are competitively set to attract and retain appropriately qualified and experienced Directors and senior executives. Remuneration packages include fixed remuneration with bonuses or equity based remuneration entirely at the discretion of the Board based on the performance of the Company.

Total remuneration for all Non-Executive Directors was voted on by shareholders, whereby it is not to exceed in aggregate $200,000 per annum. Non-Executive Directors do not receive bonuses. Directors' fees cover all main Board activities.

At the date of this report the Company has not entered into any agreements with Directors or senior executives which include performance based components, nor is there any provision for issuing securities to Directors or senior executives.

Refer also to the Corporate Governance Statement for more detail on the Board's policy in this area.

Details of remuneration for Directors and Executive Officers

During the year there were no senior executives who were employed by the Company for whom disclosure is required.

Details of the remuneration of each Director of the company are as follows:

YEAR 2009

Directors	Salaries & Fees $	Superannuation Contributions $	Other Benefits $	Value of Options $	Total $	Performance Related %	Remuneration consisting of options %
I Murray	150,000	–	3,275	85,689	238,964	35.86	35.86
R Davis	42,000	–	3,275	–	45,275	–	–
K Hart	40,000	–	3,275	–	43,275	–	–
Total	**232,000**	**–**	**9,825**	**85,689**	**327,514**		

YEAR 2008

Directors	Salaries & Fees $	Superannuation Contributions $	Other Benefits $	Value of Options $	Total $	Performance Related %	Remuneration consisting of options %
R Harris(i)	116,839	10,516	15,833	70,888	214,076	33.11	33.11
I Murray(ii)	93,697	–	4,562	70,888	169,147	41.91	41.91
R Davis(iii)	105,000	9,450	17,737	70,888	203,075	34.91	34.91
K Hart	40,000	–	4,562	70,888	115,450	61.40	61.40
Total	**355,536**	**19,966**	**42,694**	**283,552**	**701,748**		

(i) Resigned 12 February 2008.
(ii) Appointed 15 October 2007.
(iii) Previously Exploration Director. Appointed Non-Executive on 1 January 2008.

Executive employment agreements

Remuneration and other terms of employment for the Executive Chairman are set out in his Executive Employment Agreement. Major provisions are as follows:

Ian Murray – Executive Chairman

- Appointed 15 October 2007; and
- Base salary of $40,000 per annum from the date of appointment as Non-Executive Director 15 October 2007 and $50,000 per annum from 12 February 2008 as Chairman plus $1,000 per day for executive duties.

Russell Davis – Non Executive Director

- On 31 December 2007 Mr Davis stepped down as an Executive Director and currently serves in a non-executive capacity.

Kevin Hart – Company Secretary & Non Executive Director

- Has an interest as a Partner in a Chartered Accounting firm, Endeavour Corporate. This firm provided company secretarial and accounting services to the Company in the ordinary course of business. The value of transactions in the financial year ending 30 June 2009 amounted to $114,988. Terms and conditions were not more favourable than those available, or which might reasonably be expected to be available for a similar transaction to unrelated parties on an arm's length basis.

Option holdings

The number of options over ordinary shares in the Company held during the financial year by each director of Eleckra Mines Limited is set out below.

During the financial year 3,000,000 Options were granted to Mr Ian Murray. The grant of these options was approved by shareholders at the Annual General Meeting held on 27 November 2008.

YEAR 2009

Directors	Balance at start of the year	Granted during the year	Exercised during the year	Other changes during the year(i)	Balance at the end of the year	Vested and exercisable at the end of the year	% Vested
I Murray	1,000,000	3,000,000	–	4,027,000	8,027,000(ii)	5,027,000	63%
R Davis	4,000,000	–	–	1,565,000	5,565,000(ii)	5,565,000	100%
K Hart	1,000,000	–	–	–	1,000,000	1,000,000	100%

(i) These are listed options taken up by the Directors during the Placement and Non-renounceable Entitlement Issue announced by the Company on 19 March 2009.

(ii) Includes 4,000,000 unlisted options.

During the previous financial year 4,000,000 options were granted to Directors of the Company as remuneration. The grant of these options was approved by shareholders at the Annual General Meeting held on 29 November 2007.

YEAR 2008

Directors	Balance at start of the year	Granted during the year	Exercised during the year	Other changes during the year	Balance at the end of the year	Vested and exercisable at the end of the year	% Vested
I Murray	–	1,000,000	–	–	1,000,000	–	0%
R Davis	3,000,000	1,000,000	–	–	4,000,000	3,000,000	75%
K Hart	–	1,000,000	–	–	1,000,000	–	0%
R Harris(i)	3,000,000	1,000,000	–	–	4,000,000	3,000,000	75%

(i) Balance at date of resignation 12 February 2008.

Terms and conditions for each grant

YEAR 2009

Directors	Granted No.	Grant Date	Fair value at grant date	Exercise price per option	Expiry date	First exercise date	Last exercise date
I Murray	1,000,000	27 Nov 2008	8.2 cents	18.5 cents	30 May 2013	27 Nov 2009	30 May 2013
I Murray	1,000,000	27 Nov 2008	7.8 cents	22 cents	30 May 2013	27 Nov 2010	30 May 2013
I Murray	1,000,000	27 Nov 2008	7.5 cents	26 cents	30 May 2013	27 Nov 2011	30 May 2013

YEAR 2008

Directors	Granted No.	Grant Date	Fair value at grant date	Exercise price per option	Expiry date	First exercise date	Last exercise date
I Murray	1,000,000	29 Nov 2007	12 cents	37 cents	30 Nov 2012	29 Nov 2008	30 Nov 2012
R Davis	1,000,000	29 Nov 2007	12 cents	37 cents	30 Nov 2012	29 Nov 2008	30 Nov 2012
K Hart	1,000,000	29 Nov 2007	12 cents	37 cents	30 Nov 2012	29 Nov 2008	30 Nov 2012
R Harris	1,000,000	29 Nov 2007	12 cents	37 cents	30 Nov 2012	29 Nov 2008	30 Nov 2012

Options granted as part of remuneration

Directors	Value of options granted during the year $	Value of options exercised during the year $	Value of options lapsed during the year $	Remuneration consisting of options for the year %
I Murray	234,121	–	–	35.86

Share holdings

The number of shares in the Company held during the financial year by each director of Eleckra Mines Limited and other key management personnel of the Company, including their personally related parties are set out below. There were no shares granted during the reporting period as compensation.

YEAR 2009

Directors	Balance at start of the year	Received during the year on exercise of options	Other changes during the year[(i)]	Balance at the end of the year
I Murray	54,000	–	8,054,000	8,108,000
R Davis	3,130,000	–	3,130,000	6,260,000
K Hart	–	–	–	–

(i) Shares purchased by the Directors and their related parties pursuant to the terms of the Placement and Non-renounceable Entitlement Issue announced by the company on 19 March 2009.

YEAR 2008

Directors	Balance at start of the year	Received during the year on exercise of options	Other changes during the year	Balance at the end of the year
I Murray	–	–	54,000	54,000
R Davis	3,130,000	–	–	3,130,000
K Hart	–	–	–	–
R Harris	3,120,000	–	(510,000)	2,610,000

Loans made to key management personnel

No loans were made to any director of Eleckra Mines Limited or any other key personnel, including personally related entities during the reporting period.

Other transactions with key management personnel

Mr Kevin Hart has an interest as a Partner in a Chartered Accounting firm, Endeavour Corporate. This firm provided company secretarial and accounting services to the Company in the ordinary course of business. The value of transactions in the financial year ended 30 June 2009 amounted to $114,988 (2008: $105,382).

Terms and conditions were not more favourable than those available, or which might reasonably be expected to be available for a similar transaction to unrelated parties on an arms length basis.

Officer's Indemnities and Insurance

Subsequent to the end of the financial year the Company paid an insurance premium to insure certain officers of the Company. The officers of the Company covered by the insurance policy include the Directors named in this report.

The Directors and Officers Liability insurance provides cover against all costs and expenses that may be incurred in defending civil or criminal proceedings that fall within the scope of the indemnity and that may be brought against the officers in their capacity as officers of the Company. The insurance policy does not contain details of the premium paid in respect of individual officers of the Company. Disclosure of the nature of the liability cover and the amount of the premium is subject to a confidentiality clause under the insurance policy.

The Company has not provided any insurance for an auditor of the Company.

Proceedings on Behalf of the Company

No person has applied to the Court under section 237 of the Corporations Act 2001 for leave to bring proceedings on behalf of the Company, or to 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 part of those proceedings.

No proceedings have been brought or intervened in on behalf of the Company with leave of the Court under section 237 of the Corporations Act 2001.

Corporate Governance

In recognising the need for the highest standards of corporate behaviour and accountability, the Directors of the Company support and have adhered to the principles of corporate governance. The Company's corporate governance statement is contained in the annual report.

Non-Audit Services

During the year Stantons International Services, a related entity of Stantons International, the Company's auditor, has performed certain other services in addition to their statutory duties.

Total remuneration paid to Stantons International and related entity during the financial year:

	2009 $	2008 $
Audit and review of the Company's financial statements	**27,396**	24,879
Taxation and other services	**1,800**	2,000
TOTAL	**29,196**	26,879

The Board has considered the non-audit services provided during the year by Stantons International and related entity and is satisfied that the provision of those non-audit services during the year is compatible with and did not compromise, the auditor independence requirements of the Corporations Act 2001 for the following reasons:

- all non-audit services have been reviewed by the Board to ensure they do not impact the impartiality and objectivity of the auditor; and
- the non-audit services provided do not undermine the general principles relating to auditor independence as set out in *APES 110 Code of Ethics for Professional Accountants*, as they did not involve reviewing or auditing the auditor's own work, acting in a management or decision making capacity for the Company, acting as an advocate for the Company or jointly sharing risks and rewards.

A copy of the Auditor's Independence Declaration as required under Section 307C of the Corporations Act is set out on page 30.

Auditor

Stantons International continues in office in accordance with section 327 of the Corporations Act 2001.

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

DATED at Perth this 4th day of September 2009.

Ian Murray
Executive Chairman

Stantons International

ABN 41 103 088 697

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4 September 2009

Board of Directors
Eleckra Mines Limited
6 Altona Street,
WEST PERTH WA 6005

Dear Directors

RE: ELECKRA MINES LIMITED

In accordance with section 307C of the Corporations Act 2001, I am pleased to provide the following declaration of independence to the directors of Eleckra Mines Limited.

As Audit Director for the audit of the financial statements of Eleckra Mines Limited for the year ended 30 June 2009, I declare that to the best of my knowledge and belief, there have been no contraventions of:

(i) the auditor independence requirements of the Corporations Act 2001 in relation to the audit; and

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

Yours sincerely

STANTONS INTERNATIONAL
(Authorised Audit Company)

John Van Dieren
Director

Member of Russell Bedford International

Income Statement

FOR THE FINANCIAL YEAR ENDED 30 JUNE 2009

	Note	**2009** **$**	2008 $
Revenue from continuing operations	6	**46,443**	183,972
Employee expenses		**(130,907)**	(342,778)
Employee expenses recharged to exploration		**99,724**	92,650
Option expense	17(a)	**(384,510)**	(425,530)
Directors' fees		**(130,000)**	(93,526)
Accounting and advisory expenses		**(324,886)**	(211,140)
Compliance costs		**(63,925)**	(90,973)
Operating lease expenses		**(57,530)**	(49,476)
Depreciation expense	11	**(30,623)**	(32,572)
Corporate and office expenses		**(47,329)**	(95,622)
Legal costs		**(4,830)**	(9,182)
Insurance		**(26,381)**	(41,639)
Finance costs		**–**	(24,053)
Travel expenses		**(42,601)**	(86,570)
Other expenses		**(21,977)**	(34,480)
Exploration costs written off and expensed	13	**(1,859,490)**	(2,123,588)
Loss before income tax		**(2,978,822)**	(3,384,507)
Income tax expense	8	**–**	–
Loss attributable to members for the year	18(b)	**(2,978,822)**	(3,384,507)

		Cents	Cents
Earnings per share attributable to the ordinary equity holders of the Company.			
Basic earnings/(loss) per share	28	**(3.95)**	(5.48)
Diluted earnings/(loss) per share	28	**(3.95)**	(5.48)

The above income statement should be read in conjunction with the accompanying notes.

Balance Sheet

AS AT 30 JUNE 2009

	Note	2009 $	2008 $
Current assets			
Cash and cash equivalents	9	**2,354,675**	1,573,995
Trade and other receivables	10	**50,636**	36,625
Total current assets		**2,405,311**	1,610,620
Non-current assets			
Property, plant and equipment	11	**169,468**	173,103
Investment in subsidiary	12	**598**	598
Other financial assets		**–**	2,500
Capitalised mineral exploration and evaluation expenditure	13	**3,487,596**	4,375,251
Total non-current assets		**3,657,662**	4,551,452
Total assets		**6,062,973**	6,162,072
Current liabilities			
Trade and other payables	14	**76,194**	152,805
Provisions	15	**–**	2,681
Total current liabilities		**76,194**	155,486
Total liabilities		**76,194**	155,486
Net assets		**5,986,779**	6,006,586
Equity			
Contributed equity	16	**12,607,387**	10,062,882
Accumulated losses	18(b)	**(7,560,310)**	(4,581,488)
Equity remuneration reserve	18(a)	**939,702**	525,192
Total equity		**5,986,779**	6,006,586

The above balance sheet should be read in conjunction with the accompanying notes.

Statement of Changes in Equity

FOR THE FINANCIAL YEAR ENDED 30 JUNE 2009

	Note	**2009 $**	2008 $
Total equity at the beginning of the financial year		**6,006,586**	6,965,563
Loss for the year	18(b)	**(2,978,822)**	(3,384,507)
Movement in equity remuneration reserve	18(a)	**414,510**	425,530
Transactions with equity holders in their capacity as equity holders:			
Contributions of equity	16(c)	**2,707,750**	2,000,000
Transaction costs of equity issued	16(c)	**(163,245)**	–
Total equity at the end of the financial year		**5,986,779**	6,006,586

The above statement of changes in equity should be read in conjunction with the accompanying notes.

Cash Flow Statement

FOR THE FINANCIAL YEAR ENDED 30 JUNE 2009

	Note	**2009** **$**	2008 $
Cash flows from operating activities			
Interest received		**47,548**	223,547
Payments to suppliers and employees		**(785,814)**	(992,843)
Interest paid		**–**	(36,831)
Net cash flows used in operating activities	27(a)	**(738,266)**	(806,127)
Cash flows from investing activities			
Payments for security deposit and bonds		**–**	(27,500)
Payments for exploration and evaluation		**(1,021,005)**	(1,707,221)
Proceeds from sale of plant and equipment		**–**	49,697
Payments for plant and equipment		**(26,988)**	(144,276)
Net cash flows used in investing activities		**(1,047,993)**	(1,829,300)
Cash flows from financing activities			
Proceeds from issue of shares		**2,612,250**	–
Repayment of finance leases		**–**	(57,984)
Transaction costs on issue of shares		**(45,311)**	–
Net cash flows (used in)/from financing activities		**2,566,939**	(57,984)
Net increase/(decrease) in cash and cash equivalents		**780,680**	(2,693,411)
Cash and cash equivalents at the beginning of the financial year		**1,573,995**	4,267,406
Cash and cash equivalents at the end of the financial year	9	**2,354,675**	1,573,995

The above cash flow statement should be read in conjunction with the accompanying notes.

Notes to the Financial Statements

FOR THE FINANCIAL YEAR ENDED 30 JUNE 2009

Note 1 Basis of preparation of the financial report

The following is a summary of the significant accounting policies adopted by Eleckra Mines Limited (the Company) in the preparation of these financial statements. These policies have been consistently applied to all years presented, unless otherwise stated.

(a) Statement of compliance

The financial report is a general purpose financial report which has been prepared in accordance with Australian Accounting Standards (AASBs) and the Corporations Act 2001. The financial report also complies with the IRFSs and interpretations adopted by the International Accounting Standards Board.

(b) Adoption of new and revised Accounting Standards

In the current year, the Company has adopted all of the new and revised standards and interpretations issued by the Australian Accounting Standards Board (the AASB) that are relevant to its operations and effective for the current annual reporting period. The adoption of these new and revised Standards and Interpretations has not resulted in any material changes to the Company's accounting policies.

The AASB has issued new, revised and amended standards and interpretations that have mandatory application dates for future reporting periods. The Company has decided against early adoption of these standards. A discussion of those future requirements and their impact on the Company follows:

- **AASB 8: Operating Segments** and AASB 2007.3: Amendments to Australian Accounting Standards arising from AASB 8 (AASB 5, AASB 6, AASB 102, AASB 107, AASB 119, AASB 127, AASB 134, AASB 136, AASB 1023 & AASB 1038] (applicable to annual reporting periods commencing from 1 January 2009). AASB 8 replaces AASB 114 and requires identification of operating segments on the basis of internal reports that are regularly reviewed by the Company's Board for the purposes of decision making. As the Company only operates in the mining industry and in one geographical location, Australia, the implementation of this new standard is not expected to have a significant impact.

- **AASB 101: Presentation of Financial Statements**, AASB 2007-8: Amendments to Australian Accounting Standards arising from AASB 101, and AASB 2007-10: Further Amendments to Australian Accounting Standards arising from AASB 101 (all applicable to annual reporting periods commencing from 1 January 2009). The revised AASB 101 and amendments supersede the previous AASB 101 and redefines the composition of financial statements including the inclusion of a statement of comprehensive income. There will be no measurement or recognition impact on the Company.

- **AASB 2008-1: Amendments to Australian Accounting Standard — Share-based Payments**: Vesting Conditions and Cancellations [AASB 2] (applicable to annual reporting periods commencing front January 2009). This amendment to AASB 2 clarifies that vesting conditions consist of service and performance conditions only. Other elements of a share-based payment transaction should therefore be considered for the purposes of determining fair value. Cancellations are also required to be treated in the same manner whether cancelled by the entity or by another party.

- AASB 2008-5: Amendments to Australian Accounting Standards arising from the Annual Improvements Project (July 2008) (AASB 2008-5) and AASB 2008-6: Further Amendments to Australian Accounting Standards arising from the Annual Improvements Project (July 2008) (AASB 2008-6) detail numerous non-urgent but necessary changes to accounting standards arising from the IASB's annual improvements project. No changes are expected to materially affect the Company.

(c) Report basis and conventions

These financial statements have been prepared under the historical cost convention, and on an accruals basis.

(d) Critical accounting estimates

The preparation of financial statements in conformity with AIFRS requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the Company's accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements are disclosed in note 4.

Note 1 Basis of preparation of the financial report continued

(e) Going concern

The financial statements have been prepared on a going concern basis which contemplates the continuity of normal business activities and the realization of assets and discharge of liabilities in the ordinary course of business. The ability of the Company to continue to adopt the going concern assumption will depend on future successful capital raisings, the successful exploration and subsequent exploitation of the Company's tenements and/or sale of non-core assets. The Directors are confident of securing funds if and when necessary to meet the Company's obligations as and when they fall due.

Should the Company not be successful in raising additional funding by capital raisings or other alternative funding arrangements fail to eventuate, there is uncertainty as to whether the Company will be able to continue as a going concern.

If the Company is unable to continue as a going concern, it will be required to realise its assets and extinguish its liabilities other than in the normal course of business and at amounts that may be different to those stated in the final report.

Note 2 Summary of significant accounting policies

The principal accounting policies adopted in the preparation of the financial report are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

(a) Basis of consolidation

Subsidiaries are entities controlled by the Group. Control exists when the Group has the power to govern the financial and operating policies of an entity so as to obtain benefits from its activities. In assessing controls, potential voting rights that presently are exercisable are taken into account. The financial statements of a subsidiary where material are included in the consolidated financial statements from the date that control commences until the date that control ceases.

In the Company's financial statements, investments in subsidiaries are carried at cost. Refer to note 12.

(b) Segment reporting

A business segment is a group of assets and operations engaged in providing products or services that are subject to risks and returns that are different to those of other business segments. A geographical segment is engaged in providing products or services within a particular economic environment and is subject to risks and returns that are different from those of segments operating in other economic environments.

(c) Revenue recognition and receivables

Revenue is measured at the fair value of the consideration received or receivable. Amounts disclosed as revenue are net of returns, allowances and amounts collectable on behalf of third parties.

Interest income

Interest income is recognised on a time proportion basis and is recognised as it accrues.

(d) Income tax

The income tax expense or revenue for the period is the tax payable on the current period's taxable income based on the national income tax rate for each jurisdiction adjusted by changes in deferred tax assets and liabilities attributable to the temporary differences between the tax bases of assets and liabilities and their carrying amounts in the financial statements, and to unused tax losses.

Deferred tax assets and liabilities are recognised for temporary timing differences at the tax rates expected to apply when the assets are recovered or liabilities are settled, based on those tax rates which are enacted or substantially enacted for each jurisdiction. The relevant tax rates are applied to the cumulative amounts of deductible and taxable temporary differences to measure the deferred tax asset or liability. An exception is made for certain temporary differences arising from the initial recognition of an asset or a liability. No deferred tax asset or liability is recognised in relation to those timing differences if they arose in a transaction, other than a business combination, that at the time of the transaction did not affect either accounting profit or taxable profit or loss.

Deferred tax assets are recognised for deductible temporary differences and unused tax losses only if it is probable that future taxable amounts will be available to utilise those temporary differences and losses.

Note 2 Summary of significant accounting policies continued

(d) Income tax continued

Deferred tax liabilities and assets are not recognised for temporary differences between the carrying amount and tax bases of investments in controlled entities where the parent is able to control the timing of the reversal of the temporary differences and it is probable that the differences will not reverse in the foreseeable future.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

Current and deferred tax balances attributable to amounts recognised directly in equity are also recognised directly in equity.

(e) Leases

Leases in which a significant portion of the risks and rewards of ownership are retained by the lessor are classified as operating leases (note 24). Payments made under operating leases (net of any incentives received from the lessor) are charged to the income statement on a straight line basis over the period of the lease. Leases in terms of which the Company assumes substantially all the risks and rewards of ownership are classified as finance leases. Upon initial recognition the leased asset is measured at an amount equal to the lower of its fair value and the present value of the minimum lease payments. Subsequent to initial recognition, the asset is accounted for in accordance with the accounting policy applicable to the asset.

(f) Impairment of assets

Assets are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs to sell and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash inflows which are largely independent of the cash inflows from other assets or groups of assets (cash generating units). Non financial assets, other than goodwill, that suffered an impairment are reviewed for possible reversal of the impairment at each reporting date.

(g) Cash and cash equivalents

For cash flow statement presentation purposes, cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities on the balance sheet.

(h) Fair value estimation

The nominal value less estimated credit adjustments of trade receivables and payables are assumed to approximate their fair values. The fair value of financial liabilities for disclosure purposes is estimated by discounting the future contractual cash flows at the current market interest rate that is available to the company for similar financial instruments.

(i) Property, plant and equipment

Property, plant and equipment are stated at historical cost less depreciation and any impairment losses. Historical cost includes expenditure that is directly attributable to the acquisition of the assets.

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

Note 2 Summary of significant accounting policies continued

(i) Property, plant and equipment continued

Depreciation of property, plant and equipment is calculated using the straight line and written down value methods to allocate their cost, net of residual values, over their estimated useful lives, as follows:

Office equipment	5-7 years
Office furniture	10-15 years
Field equipment	10 years
Computer equipment	2-3 years
Vehicles	8 years

The asset's residual values and useful lives are reviewed, and adjusted if appropriate, at each balance sheet date.

An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount (note 2(f)).

(j) Mineral exploration and evaluation expenditure

Mineral exploration and evaluation expenditure incurred is accumulated in respect of each identifiable area of interest. These costs are carried forward only if they relate to an area of interest for which rights of tenure are current and in respect of which:

- such costs are expected to be recouped through the successful development and exploitation of the area of interest, or alternatively by its sale; or
- exploration and/or evaluation activities in the area have not reached a stage which permits a reasonable assessment of the existence or otherwise of economically recoverable reserves and active or significant operations in, or in relation to, the area of interest are continuing.

In the event that an area of interest is abandoned or if the Directors consider the expenditure to be of reduced value, accumulated costs carried forward are written off in the year in which that assessment is made. A regular review is undertaken of each area of interest to determine the appropriateness of continuing to carry forward costs in relation to that area of interest.

(k) Joint ventures

Interests in joint ventures are brought to account by including the appropriate share of the relevant assets, liabilities and costs of the joint ventures in their relevant categories in the financial statements.

(l) Trade and other payables

These amounts represent liabilities for goods and services provided to the Company prior to the end of the financial year which are unpaid. The amounts are unsecured and usually paid within 30 days of recognition.

(m) Employee benefits

i. Wages, salaries and annual leave

Liabilities for wages and salaries, including non-monetary benefits, and annual leave expected to be settled within 12 months of the reporting date are recognised in other payables in respect of employees' services up to the reporting date and are measured at the amounts expected to be paid when the liabilities are settled.

ii. Long service leave

The liability for long service leave is recognised in the provision for employee benefits and measured as the present value of expected future payments to be made in respect of services provided by employees up to the reporting date using the projected unit credit method. Consideration is given to expected future salaries, experience of employee departures and periods of service. Expected future payments are discounted using market yields at the reporting date on national government bonds with terms to maturity and currency that match, as closely as possible, the estimated future cash outflows.

(m) Employee benefits continued

iii. Share-based payments

Share-based compensation payments are made available to directors and employees.

The fair value at grant date is independently determined using a Black-Scholes option pricing model that takes into account the exercise price, the term of the option, the impact of dilution, the share price at grant date and expected price volatility of the underlying share, the expected dividend yield and the risk free rate for the term of the option.

The grant date fair value of options granted to employees is recognised as an employee expense, with a corresponding increase in equity, over the period that the employees become unconditionally entitled to the option. The amount recognised as an expense is adjusted to reflect the actual number of share options that vest, except for those that fail to vest due to market conditions not being met.

The fair value of the options granted is adjusted to reflect market vesting conditions. Non-market vesting conditions are included in assumptions about the number of options that are expected to become exercisable. At each balance sheet date, the entity revises its estimate of the number of options that are expected to become exercisable. The employee benefit expense recognised each period takes into account the most recent estimate.

Upon the exercise of options, the balance of the share based payments reserve relating to those options is transferred to share capital and the proceeds received, net of any directly attributable transaction costs, are credited to share capital.

(n) Contributed equity

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.

(o) Earnings per share

i. Basic earnings per share

Basic earnings per share is calculated by dividing the earnings attributable to equity holders of the Company, excluding any costs of servicing equity other than ordinary shares, by the weighted average number of ordinary shares outstanding during the financial year, adjusted for bonus elements in ordinary shares issued during the year.

ii. Diluted earnings per share

Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account the after income tax effect of interest and other financing costs associated with dilutive potential ordinary shares and the weighted average number of shares assumed to have been issued for no consideration in relation to dilutive potential ordinary shares.

(p) Goods and service tax (GST)

Revenues, expenses and assets are recognised net of the amount of associated GST, unless the GST incurred is not recoverable from the taxation authority. In this case it is recognised as part of the cost of acquisition of the asset or as a part of the expense.

Receivables and payables are stated inclusive of the amount of GST receivable or payable. The net amount of GST recoverable from, or payable to, the taxation authority is included with other receivables or payables in the balance sheet.

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

Note 3 Financial risk management

the Company has exposure to a variety of risks arising from its use of financial instruments. This note presents information about the Company's exposure to the specific risks, and the policies and processes for measuring and managing those risks. Further quantitative disclosures are included throughout this financial report. The Board of Directors has overall responsibility for the risk management framework.

(a) 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, and arises principally from transactions with customers and investments.

i. Trade and other receivables

The Company has no investments and the nature of the business activity does not result in trade receivables. The receivables that the Company recognises through it's normal course of business are short term in nature and the most significant (in quantity) is the receivable from the Australian Taxation Office and interest receivable. The risk of non recovery of receivables from this source is considered to be negligible.

ii. Cash deposits

The Company's primary banker is Westpac Bank, at balance date all operating accounts and funds held on deposit are with this bank. The Directors believe any risk associated with the use of only one bank is mitigated by their size and reputation. Except for this matter the Company currently has no significant concentrations of credit risk.

(b) 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 approach to managing liquidity is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation.

The Company manages its liquidity risk by monitoring its cash reserves and forecast spending. Management is cognisant of the future demands for liquid finance resources to finance the Company's current and future operations, and consideration is given to the liquid assets available to the Company before commitment is made to future expenditure or investment.

(c) Market risk

Market risk is the risk that changes in market prices, such as foreign exchange rates, interest rates and equity prices will affect the Company's income or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising any return.

i. Currency risk

The Company is not exposed to any currency risk as it only transacts in the functional currency of the Company, the Australian dollar (AUD).

ii. Interest rate risk

As the Company has significant interest bearing assets, the Company's income and operating cash flows are exposed to changes in market interest rates. The assets are short term interest bearing deposits, and no financial instruments are employed to mitigate risk. (Note 19 – Financial Instruments).

(d) Capital management

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. The Board of Directors monitors capital expenditure and cash flows as mentioned in 3(b).

Note 4 Critical accounting estimates and judgements

Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that may have a financial impact on the Company and that are believed to be reasonable under the circumstances.

(a) Accounting for capitalised exploration and evaluation expenditure
The Company's accounting policy is stated at 2(j). There is some subjectivity involved in the carrying forward as capitalised or writing off to the income statement exploration and evaluation expenditure, however management give due consideration to areas of interest on a regular basis and are confident that decisions to either write off or carry forward such expenditure reflect fairly the prevailing situation.

(b) Accounting for share-based payments
The Company's accounting policy is stated at 2(m). The value of these option payments are based on reasonable estimates using a recognised option pricing model.

Note 5 Segment information

Business segments
The Company is involved in the mineral exploration sector.

Geographical segments
The Company is organised on a national basis with exploration and development interests within Western Australia.

Note 6 Revenue and other income

	2009 $	2008 $
From continuing operations		
Other revenue		
Interest received	**46,443**	183,972

Note 7 Expenses

Loss before income tax includes the following specific expenses:

	2009 $	2008 $
Depreciation:		
Plant and equipment	**12,087**	5,027
Office equipment	**13,463**	20,106
Vehicles	**5,073**	7,439
Finance costs – interest on convertible note and finance lease	**–**	24,053
Net loss on disposal of assets	**–**	3,356
Exploration expenditure written off and expensed	**1,859,490**	2,123,588

Note 8 Income tax expense

	2009 $	2008 $
(a) Income tax expense		
Current income tax	**–**	–
Deferred tax	**–**	–
Income tax expense reported in the income statement	**–**	–
(b) Reconciliation of income tax expense to prima facie tax payable		
Loss from continuing operations before income tax expense	**(2,978,822)**	(3,384,507)
Tax at Australian rate of 30% (2008: 30%)	**(893,647)**	(1,015,352)
Non-deductible accrued expenses	**(56)**	600
Non-deductible leave provisions	**(804)**	(6,242)
Non-deductible legal costs	**1,449**	2,755
Non-deductible share based payment	**115,353**	127,659
Non-deductible entertainment	**906**	1,540
Accrued interest income	**332**	11,872
Capital raising costs	**(51,803)**	(41,719)
Exploration costs	**266,297**	106,665
Deferred tax benefit not brought to account	**561,973**	812,222
Tax benefit	**–**	–
(c) Deferred tax – Balance Sheet		
Assets		
Revenue losses available to offset against future taxable income	**2,473,957**	1,911,984
Accrued expenses	**5,044**	5,100
Leave provisions	**–**	804
Deductible equity raising costs	**83,309**	84,689
	2,562,310	2,000,577
Liabilities		
Accrued income	**(1,339)**	(332)
Exploration expenditure	**(1,046,279)**	(1,312,575)
	(1,047,618)	(1,312,907)
Net deferred tax asset	**1,514,692**	689,670

Note 9 Current assets – cash and cash equivalents

Cash at bank and in hand	**2,354,675**	1,573,995

Cash at bank and on hand
These attract a weighted average interest rate of 4.50% (2008: 6.27%).

Note 10 Current assets – trade and other receivables

Security deposit	**25,000**	25,000
Prepaid expenses	**4,462**	1,141
Interest receivable	**–**	1,105
GST recoverable	**21,174**	9,379
	50,636	36,625

Note 11 Non-current assets – property, plant and equipment

	2009 $	2008 $
Plant and equipment		
At cost	**131,670**	104,682
Accumulated depreciation	**(17,432)**	(5,345)
	114,238	99,337
Office equipment		
At cost	**71,350**	71,350
Accumulated depreciation	**(45,900)**	(32,437)
	25,450	38,913
Motor vehicles		
At cost	**40,584**	40,584
Accumulated depreciation	**(10,804)**	(5,731)
	29,780	34,853
	169,468	173,103
Reconciliation		
Plant and equipment		
Net book value at start of the year	**99,337**	3,656
Additions	**26,988**	100,708
Depreciation	**(12,087)**	(5,027)
Net book value at end of the year	**114,238**	99,337
Office equipment		
Net book value at start of the year	**38,913**	38,703
Additions	**–**	21,568
Disposals	**–**	(1,252)
Depreciation	**(13,463)**	(20,106)
Net book value at end of the year	**25,450**	38,913
Motor vehicles		
Net book value at start of the year	**34,853**	72,093
Additions	**–**	22,000
Disposals	**–**	(51,801)
Depreciation	**(5,073)**	(7,439)
Net book value at end of the year	**29,780**	34,853
	169,468	173,103

No items of property, plant and equipment have been pledged as security by the Company.

Note 12 Non-current assets – investment in subsidiary

During the 2007 year Eleckra Mines Limited acquired 100% of Thatcher's Soak Uranium Pty Ltd for $598, the Company was incorporated in Western Australia on 22 March 2007.

The subsidiary company had no material assets or liabilities at the reporting date and in addition had no revenue or expenses since incorporation.

Consolidated financial statements have not been prepared as the Directors consider to do so would be immaterial to the reporting entity's net assets at the reporting date and its result and cash flows for the year.

Note 13 Non-current assets – capitalised mineral exploration and evaluation expenditure

	2009 $	2008 $
In the exploration and evaluation phase		
Cost brought forward	**4,375,251**	4,730,800
Exploration expenditure during the year	**971,835**	1,768,039
Exploration expenditure written off	**(1,859,490)**	(2,123,588)
Cost carried forward	**3,487,596**	4,375,251

Note 14 Current liabilities – trade and other payables

	2009 $	2008 $
Trade payables	**47,380**	115,745
Accruals	**28,814**	37,060
Trade and other payables	**76,194**	152,805

Note 15 Current liabilities – provisions

	2009 $	2008 $
Employee entitlements	**–**	2,681

Note 16 Contributed equity

(a) Ordinary shares

The Company is a public company limited by shares. The company was incorporated in Perth, Western Australia.

The Company's shares are limited whereby the liability of its members is limited to the amount (if any) unpaid on the shares respectively held by them.

Ordinary shares entitle the holder to participate in dividends and the proceeds on winding up of the Company in proportion to the number of and amounts paid on the shares held.

On a show of hands every holder of ordinary shares present at a meeting in person or by proxy, is entitled to one vote, and upon a poll each share is entitled to one vote.

		2009 No.	2008 No.	2009 $	2008 $
(b) Share capital					
Issued share capital		**170,410,000**	62,100,000	**12,607,387**	10,062,882
(c) Share movements during the year	Issue price				
Balance brought forward		**62,100,000**	58,100,000	**10,062,882**	8,062,882
Shares issued on conversion of convertible notes	$0.50	**–**	4,000,000	**–**	2,000,000
Placement	$0.025	**40,000,000**	**–**	**1,000,000**	–
Entitlement issue	$0.025	**68,310,000**	**–**	**1,707,750**	–
Less: costs related to shares issued		**–**	**–**	**(163,245)**	–
At the end of the year		**170,410,000**	62,100,000	**12,607,387**	10,062,882

Note 16 Contributed equity *continued*

(d) Share Options

(i) Options granted during the year

The following table illustrates the number (No.) and weighted average exercise prices (WAEP) of, and movements in, share options issued during the year:

	2009 No.	**2009 WAEP**	2008 No.	2008 WAEP
Outstanding at the beginning of the year	**13,900,000**	**$0.27**	6,500,000	$0.20
Granted during the year(1)	**5,000,000**	**$0.17**	7,400,000	$0.34
Granted during the year(2)	**57,155,004**	**$0.07**		
Forfeited during the year	**(1,000,000)**	**$0.27**	–	–
Exercised during the year	**–**	**–**	–	–
Expired during the year	**–**	**–**	–	–
Outstanding at the end of the year	**75,055,004**	**$0.11**	13,900,000	$0.27
Exercisable at the end of the year	**70,055,004**	**$0.10**	7,000,000	$0.20

(1) Unlisted options granted during the year over unissued shares:

Number of options granted	Exercise price	Expiry date
1,000,000	18.5 cents	30 May 2013
1,000,000	22 cents	30 May 2013
1,000,000	26 cents	30 May 2013
700,000	7 cents	30 June 2014
700,000	10 cents	30 June 2014
600,000	15 cents	30 June 2014

(2) Listed options granted during the year over unissued shares (EKMO):

Number of options granted	Exercise price	Expiry date
57,155,004	7 cents	30 June 2011

(ii) Options outstanding at year-end

The outstanding balance as at 30 June 2009 is represented by:

Number of options outstanding	Exercise price	Expiry date
6,500,000	20 cents	31 March 2011
5,400,000	37 cents	30 November 2012
1,000,000	25 cents	30 May 2011
1,000,000	18.5 cents	30 May 2013
1,000,000	22 cents	30 May 2013
1,000,000	26 cents	30 May 2013
700,000	7 cents	30 June 2014
700,000	10 cents	30 June 2014
600,000	15 cents	30 June 2014
57,155,004 (EKMO)	7 cents	30 June 2011

No options have been granted or exercised subsequent to the balance date to the date of signing this report.

Note 16 Contributed equity continued

(d) Share Options continued

(iii) Weighted average remaining contractual life

The weighted average remaining contractual life for the unlisted share options outstanding as at 30 June 2009 is 2.99 years (2008: 3.42 years).

(iv) Weighted average fair value

The weighted average fair value of the unlisted options granted during the year was 5.72 cents (2008: 65 cents).

(v) Option pricing model

Equity settled transactions:

The fair value of the equity-settled share options granted is estimated as at the date of the grant using the Black-Scholes Model taking into account the terms and conditions upon which the options were granted.

The following table lists the inputs to the models used for the years ended 30 June 2009 and 30 June 2008:

	30 June 2009		**30 June 2008**	
	Option A	**Option B**	**Option C**	**Option D**
Dividend yield (%)	–	–	–	–
Expected volatility (%)	95	152	59.75	105
Risk-free interest rate (%)	4.05	4	6.50	6.75
Expected life of option (years)	4.5	5	5	3
Option exercise price ($)	Various	Various	0.37	0.25
Weighted average share price at measurement date ($)	Various	Various	0.32	0.12
Model used	Black-Scholes	Black-Scholes	Black-Scholes	Black-Scholes

Option A:

Option A represents the 3,000,000 options granted on 27 November 2008 to the Executive Chairman, Mr Murray. These options have been valued for inclusion in remuneration disclosures using the Black-Scholes option pricing model. The fair value of the options is $234,121 which is being expensed over the vesting period. The options expire on 30 May 2013. The vesting periods and weighted average share price at measurement date is as follows:

Number of options issued	Vesting period	Option exercise price	Weighted average share price at measurement date
1,000,000	12 months	18.5 cents	8.16 cents
1,000,000	24 months	22 cents	7.80 cents
1,000,000	36 months	26 cents	7.45 cents

Option B:

Option B represents the 2,000,000 options granted on 29 April 2009 to the Exploration Manager, Mr Lubieniecki. These options have been valued for inclusion in share-based payment disclosures using the Black-Scholes option pricing model. The fair value of the options is $51,911 which is being expensed over the vesting period. The options expire on 30 June 2014. The vesting periods and weighted average share price at measurement date is as follows:

Number of options issued	Vesting period	Option exercise price	Weighted average share price at measurement date
700,000	12 months	7 cents	2.66 cents
700,000	24 months	10 cents	2.60 cents
600,000	36 months	15 cents	2.52 cents

Option C:

Option C represents the 5,400,000 options granted during the previous financial year. The share options were granted to directors and employees/consultants on 29 November 2007 and have been valued for inclusion in remuneration disclosures using the Black-Scholes option pricing model. The fair value of the options is $355,968. The options vest 12 months from the date of issue and expire 30 November 2012.

Note 16 Contributed equity *continued*

(d) Share Options continued

(v) Option pricing model continued

Option D:
Option D represents 2,000,000 options granted on 1 May 2008 to Hartleys Limited as part consideration on appointing them as Corporate Advisers to the Company. The first tranche of 500,000 Options were issued on 18 June 2008. These options have been valued for inclusion in share-based payment disclosures using the Black-Scholes option pricing model. The fair value of the options is $32,047 and was fully expensed in 2008 as they vested immediately. The options expire 30 May 2011.

The second tranche of 500,000 options were issued on 16 September 2008 and have a vesting period of 6 months. Conservatively, these options have been valued for inclusion in the 2008 remuneration disclosures using the Black-Scholes option pricing model with similar inputs as noted above for the first tranche issued. The fair value of the options is $32,047 of which two months ($10,682) were expensed in 2008. The remaining $21,365 was expensed during the 2009 financial year.

The balance of 1,000,000 options would only vest once the Company had formally entered into a transaction which involves the Company acquiring a project or another company which is facilitated by Hartleys on or before 1 May 2009. At the date of this report, these 1,000,000 options have been forfeited.

Note 17 Share-based payments

	2009 $	2008 $
(a) Recognised share-based payment expenses		
The expense recognised for services received during the year is shown in the table below:		
Expenses arising from equity settled share-based payment transactions		
– Recognised in Income statement	**384,510**	425,530
– Recognised in Equity	**30,000**	–
	414,510	425,530

(b) Types of share-based payment plans
The Company's Directors, Employees and other Permitted Persons Option Plan ("the Plan") was approved by ordinary resolution at the Annual General Meeting of shareholders of the Company held on 29 November 2007. All eligible directors, executive officers, employees and consultants of the Company who have been continuously employed by the Company are eligible to participate in the Plan.

The Plan allows the Company to issue options to eligible persons. The options can be granted free of charge and are exercisable at a fixed price in accordance with the Plan. Options issued under the Plan have a 12 month vesting period prior to exercise, except under certain circumstances whereby options may be capable of exercise prior to the expiry of the vesting period.

Refer to Note 16(d) Share Options for movements in share options during the year.

Note 18 Reserves and accumulated losses

	2009 $	2008 $
(a) Equity remuneration reserve		
Balance brought forward at 1 July	**525,192**	99,662
Transfer to equity remuneration reserve in respect of options issued	**414,510**	425,530
Balance carried forward at 30 June	**939,702**	525,192

The equity remuneration reserve is used to recognise the fair value of options issued but not exercised.

	2009 $	2008 $
(b) Accumulated losses		
Balance brought forward at 1 July	**(4,581,488)**	(1,196,981)
Loss for the year	**(2,978,822)**	(3,384,507)
Balance carried forward at 30 June	**(7,560,310)**	(4,581,488)

Note 19 Financial instruments

(a) Credit risk

The Directors do not consider that the Company's financial assets are subject to anything more than a negligible level of credit risk, and as such no disclosures are made. Refer to note 3(a).

(b) Impairment losses

The Directors do not consider that any of the Company's financial assets are subject to impairment at the reporting date. No impairment expense or reversal of impairment charge has occurred during the reporting period.

(c) Liquidity risk

The following are the contractual maturities of financial liabilities, including estimated interest payments and excluding the impact of netting agreements. Refer to note 3(b).

Company
30 June 2009

In AUD	Carrying amount $	Contractual cash flows $	6 months or less $
Trade and other payables	76,194	(76,194)	(76,194)
	76,194	(76,194)	(76,194)

Company
30 June 2008

In AUD	Carrying amount $	Contractual cash flows $	6 months or less $
Trade and other payables	152,805	(152,805)	(152,805)
	152,805	(152,805)	(152,805)

(d) Currency risk

The Company does not have any exposure to foreign currency risk. Refer to note 3(c).

Note 19 Financial instruments *continued*

(e) Interest rate risk

At the reporting date the interest profile of the Company's interest-bearing financial instruments was as follows (refer to note 3(c)):

AUD	**Company Carrying amount 2009 $**	Company Carrying amount 2008 $
Fixed rate instruments		
Financial assets	–	–
Financial liabilities	–	–
Variable rate instruments		
Financial assets	**2,354,675**	1,573,995

(f) Fair value sensitivity analysis for fixed rate investments

The Company does not account for any fixed rate financial assets and liabilities at fair value through profit or loss, and the Company does not designate derivatives as hedging instruments under a fair value hedge accounting model. Therefore a change in interest rates at the reporting date would not affect profit or loss.

(g) Cash flow sensitivity analysis for variable rate instruments

A change of 100 basis points in interest rates at the reporting date would have increased / (decreased) equity and profit or loss by the amounts shown below. This analysis assumes that all other variables remain constant. The 100 basis points sensitivity is based on reasonable possible change over the financial year using the observed range for the historic 2 years.

	Profit or loss		**Equity**	
AUD	**100bp increase $**	**100bp decrease $**	**100bp increase $**	**100bp decrease $**
30 June 2009				
Variable rate instruments	**23,806**	**(23,806)**	**23,806**	**(23,806)**
30 June 2008				
Variable rate instruments	15,990	(15,990)	15,990	(15,990)

(h) Fair values

Fair values versus carrying amounts

The fair values of financial assets and liabilities approximate their carrying values due to their short term nature.

Note 20 Dividends

No dividends were paid or proposed during the financial year.

The Company has no franking credits available as at 30 June 2009.

FOR THE FINANCIAL YEAR ENDED 30 JUNE 2009

Note 21 Key management personnel disclosures

(a) Directors

The following persons were directors of Eleckra Mines Limited during the financial year:

(i) Executive Chairman
Ian Murray (appointed Executive Chairman 12 February 2008)

(ii) Non-Executive Director and Company Secretary
Kevin Hart (appointed 17 May 2007)

(iii) Non-Executive Director
Russell Davis (appointed 28 May 2004. Became non-executive director on 1 January 2008)

(b) Other key management personnel

There were no other persons employed by or contracted to the Company during the financial year, having responsibility for planning, directing and controlling the activities of the Company, either directly or indirectly.

(c) Compensation for key management personnel

	Company Carrying amount 2009 $	2008 $
Short-term employee benefits	**232,000**	355,536
Post-employee benefits	–	19,966
Other benefits	**9,825**	42,694
Share-based payment	**85,689**	283,552
Total compensation	**327,514**	701,748

(d) Equity instrument disclosures relating to key management personnel

i. Option holdings

The number of options over ordinary shares in the Company held during the financial year by each director of Eleckra Mines Limited and other key management personnel of the Company are set out below. There were 5,000,000 options granted during the reporting period as remuneration.

YEAR 2009

Directors	Balance at start of the year	Granted during the year	Exercised during the year	Other changes during the year(i)	Balance at the end of the year	Vested and exercisable at the end of the year
I Murray	1,000,000	3,000,000	–	4,027,000	8,027,000(ii)	5,027,000
R Davis	4,000,000	–	–	1,565,000	5,565,000(ii)	5,565,000
K Hart	1,000,000	–	–	–	1,000,000	1,000,000

(i) These are listed options taken up by the Directors pursuant to the terms of the Placement and Non-renounceable Entitlement Issue announced by the Company on 19 March 2009.

(ii) Includes 4,000,000 unlisted options.

YEAR 2008

Directors	Balance at start of the year	Granted during the year	Exercised during the year	Other changes during the year	Balance at the end of the year	Vested and exercisable at the end of the year
I Murray	–	1,000,000	–	–	1,000,000	–
R Davis	3,000,000	1,000,000	–	–	4,000,000	3,000,000
K Hart	–	1,000,000	–	–	1,000,000	–
R Harris(i)	3,000,000	1,000,000	–	–	4,000,000	3,000,000

(i) Balance at date of resignation on 12 February 2008.

Note 21 Key management personnel disclosures continued

(d) Equity instrument disclosures relating to key management personnel continued

ii. Share holdings

The number of shares in the Company held during the financial year by each director of Eleckra Mines Limited and other key management personnel of the Company, including their personally related parties are set out below. There were no shares granted during the reporting period as compensation.

YEAR 2009

Directors	Balance at start of the year	Received during the year on exercise of options	Other changes during the year	Balance at the end of the year
I Murray	54,000	–	8,054,000	8,108,000
R Davis	3,130,000	–	3,130,000	6,260,000
K Hart	–	–	–	–

YEAR 2008

Directors	Balance at start of the year	Received during the year on exercise of options	Other changes during the year	Balance at the end of the year
I Murray	–	–	54,000	54,000
R Davis	3,130,000	–	–	3,130,000
K Hart	–	–	–	–
R Harris(i)	3,120,000	–	(510,000)	2,610,000

(i) Balance at date of resignation on 12 February 2008.

(e) Loans made to key management personnel

No loans were made to a director of Eleckra Mines Limited or any other key personnel, including personally related entities during the reporting period.

(f) Other transactions with key management personnel

Mr Kevin Hart has an interest as a Partner in a Chartered Accounting firm, Endeavour Corporate. This firm provided company secretarial and accounting services to the Company in the ordinary course of business. The value of transactions in the financial year ended 30 June 2009 amounted to $114,988 (2008: $105,382).

Terms and conditions were not more favourable than those available, or which might reasonably be expected to be available for a similar transaction to unrelated parties on an arms length basis.

Note 22 Remuneration of auditors

	2009 $	2008 $
Audit and review of the Company's financial statements	**27,396**	24,879
Taxation and other services	**1,800**	2,000
	29,196	26,879

Note 23 Contingencies

(a) Contingent liabilities

There were no material contingent liabilities noted or provided for in the financial statements of the Company as at 30 June 2009 other than:

Native Title and Aboriginal Heritage

Native title claims have been made with respect to areas which include tenements in which the Company has an interest. The Company is unable to determine the prospects for success or otherwise of the claims and, in any event, whether or not and to what extent the claims may significantly affect the Company or its projects. Agreement is being or has been reached with various native title claimants in relation to Aboriginal Heritage issues regarding certain areas in which the Company has an interest.

(b) Contingent assets

There were no material contingent assets as at 30 June 2009.

Note 24 Commitments

(a) Exploration

The Company has certain obligations to perform minimum exploration work on mineral leases held. These obligations may vary over time, depending on the Company's exploration programmes and priorities. As at balance date, total exploration expenditure commitments on tenements held by the Company have not been provided for in the financial statements and which cover the following twelve month period amount to $1,508,840 (2008: $2,287,340). These obligations are also subject to variation by farm-out arrangements or sale of the relevant tenements.

(b) Operating lease commitments

Commitments for minimum lease payments in relation to non-cancellable operating leases are as follows:

	2009 $	2008 $
Within one year	**35,886**	31,234
Later than one year but not later than five years	**–**	–
Later than 5 years	**–**	–
	35,886	31,234

(c) Contractual commitment

There are no contractual commitments in respect of directors' employment contracts.

On 16 March 2009 the Company signed a Placement Engagement Letter with Blackwood Capital Limited whereby the Company will pay a fee of $3,500 per month for 12 months starting June 2009 for advisory services. At year-end the Company has a commitment to pay $38,500 to Blackwood Capital Limited over the remaining 11 months subsequent to year-end.

Within one year	**38,500**	–
Later than one year but not later than five years	**–**	–
Later than 5 years	**–**	–
	38,500	–

Note 25 Related party transactions

There were no related party transactions during the year, other than disclosed at note 21.

Note 26 Events occurring after the balance sheet date

There has not arisen in the interval between the end of the financial year and the date of this report any item, transaction or event of a material and unusual nature likely, in the opinion of the Directors of the Company to affect substantially the operations of the Company, the results of those operations or the state of affairs of the Company in subsequent financial years.

Note 27(a) Reconciliation of loss after tax to net cash outflow from operating activities

	2009 $	2008 $
Loss from ordinary activities after income tax	**(2,978,822)**	(3,384,507)
Depreciation	**30,623**	32,572
Decrease in accrued interest receivable	**1,105**	39,575
(Decrease) in leave provision	**(2,681)**	(20,807)
Net loss on disposal of assets	**–**	3,356
Exploration expenditure written off	**1,859,490**	2,123,588
Share based payments expense	**384,510**	425,530
(Increase)/decrease in prepaid expenses	**(821)**	2,884
(Decrease) in payables	**(31,670)**	(28,318)
Net cash outflow from operating activities	**(738,266)**	(806,127)

Note 27(b) Non cash financing and investing activities

Issue of shares on conversion of convertible note	**–**	2,000,000

Note 28 Earnings per share

	2009 cents	2008 cents
(a) Basic earnings per share		
Loss attributable to ordinary equity holders of the Company	**(3.95)**	(5.48)
(b) Diluted earnings per share		
Loss attributable to ordinary equity holders of the Company	**(3.95)**	(5.48)
	$	**$**
(c) Loss used in calculation of basic and diluted loss per share		
Loss after tax from continuing operations	**(2,978,822)**	(3,384,507)
	No.	**No.**
(d) Weighted average number of shares used as the denominator		
Weighted average number of shares used as the denominator in calculating basic and diluted earnings per share	**75,434,906**	61,684,699

(e) Information concerning the classification of securities

Options

Options to acquire ordinary shares granted by the Company and not exercised at the reporting date are considered to be potential ordinary shares and have been included in the determination of diluted earnings per share to the extent to which they are dilutive. At year end, none of the options were considered to be dilutive. The options have not been included in the determination of basic earnings per share. Refer to note 16(d) for details of the options issued.

Directors' Declaration

In the opinion of the Directors of Eleckra Mines Limited ("the Company")

a. the financial statements, notes and the additional disclosures included in the directors report designated as audited of the Company in accordance with the Corporations Act 2001, including:

   i. complying with Accounting Standards and the Corporations Regulations 2001 and other mandatory professional reporting requirements; and

   ii. giving a true and fair view of the financial position of the Company as at 30 June 2009 and of its performance, as represented by the results of its operations, changes in equity and cash flows, for the financial year ended on that date.

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.

The Directors have been given the declarations required by Section 295A of the Corporations Act 2001 from the Chief Executive Officer and Chief Financial Officer for the financial year ended 30 June 2009.

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

On behalf of the Board

Signed at Perth this 4th day of September 2009.

Ian Murray
Executive Chairman

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INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF ELECKRA MINES LIMITED

Report on the Financial Report

We have audited the accompanying financial report of Eleckra Mines Limited, which comprises the balance sheet as at 30 June 2009, and the income statement, statement of changes in equity and cash flow statement for the year ended on that date, a summary of significant accounting policies, other explanatory notes and the directors' declaration.

Directors' responsibility for the Financial Report

The directors of the Company are responsible for the preparation and fair presentation of the financial report in accordance with Australian Accounting Standards (including the Australian Accounting Interpretations) and the *Corporations Act 2001*. This responsibility includes designing, implementing and maintaining internal control relevant to the preparation and fair presentation of the financial report that is free from material misstatement, whether due to fraud or error; selecting and applying appropriate accounting policies; and making accounting estimates that are reasonable in the circumstances. In note 1(a), the directors also state, in accordance with Australian Accounting Standard AASB 101 Presentation of Financial Statements, that the financial report of the Company, comprising the financial statements and notes, complies with International Financial Reporting Standards.

Auditor's Responsibility

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

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

Stantons International

ABN 41 103 088 697

INDEPENDENT AUDITOR'S REPORT
TO THE MEMBERS OF
ELECKRA MINES LIMITED (continued)

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

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

Independence

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

Auditor's opinion

In our opinion:

(a) the financial report of Eleckra Mines 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 2009 and of its performance for the year ended on that date; and
  (ii) complying with Australian Accounting Standards (including the Australian Accounting Interpretations) and the Corporations Regulations 2001.

(b) the financial report of the Company also complies with International Financial Reporting Standards as disclosed in note 1(a).

Report on the Remuneration Report

We have audited the remuneration report included in pages 25 to 28 of the directors' report for the year ended 30 June 2009. The directors of the Company are responsible for the preparation and presentation of the remuneration report in accordance with section 300A of the *Corporations Act 2001*. Our responsibility is to express an opinion on the remuneration report, based on our audit conducted in accordance with Australian Auditing Standards

Auditor's opinion
In our opinion the remuneration report of Eleckra Mines Limited Limited for the year ended 30 June 2009 complies with section 300 A of the *Corporations Act 2001*.

STANTONS INTERNATIONAL
(An Authorised Audit Company)

Stantons International

J P Van Dieren
Director

West Perth, Western Australia
4 September 2009

ASX Shareholder Information

Pursuant to the Listing Requirements of the Australian Stock Exchange Limited, the shareholder information set out below was applicable as at 1 September 2009.

(a) Distribution of Equity Securities

Analysis of numbers of shareholders and option holders by size of holding:

Distribution	Number of shareholders	Number of option holders
1 – 1,000	6	0
1,001 – 5,000	17	11
5,001 – 10,000	44	4
10,001 – 100,000	172	43
More than 100,000	178	78
TOTALS	**417**	**136**

There were 67 shareholders holding less than a marketable parcel of ordinary shares.

(b) Substantial Shareholders

An extract of the Company's Register of Substantial Shareholders (who holds 5% or more of the issued capital) is set out below:

Shareholder Name	Issued Ordinary Shares	
	Number of shares	Percentage of shares
Perth Select Seafoods Pty Ltd	10,020,000	5.88%

(c) Twenty Largest Shareholders

The names of the twenty largest holders of ordinary shares are listed below:

Shareholder Name	Ordinary Shares	
	Number	Percentage of Issued
Perth Select Seafoods Pty Ltd	10,020,000	5.88%
Troyleigh Investments Pty Ltd	8,108,000	4.76%
Valentino Nominees Pty Ltd	8,000,000	4.69%
HSBC Custody Nominees Australia Ltd	7,906,000	4.64%
Haifa Pty Ltd	6,800,000	3.99%
ANZ Nominees Ltd	6,489,000	3.81%
Jemaya Pty Ltd	5,600,000	3.29%
Asarco Exploration Company Inc	5,000,000	2.93%
Russell John Davis	4,510,000	2.65%
Cen Pty Ltd	4,200,000	2.46%
Mancora Capital Pty Ltd	3,812,097	2.24%
Mining Projects Group Ltd	3,650,000	2.14%
Zenith Pacific Ltd	3,200,000	1.88%
Donald Norman Coultas	3,000,000	1.76%
Ronald & Helen Hawkins	2,700,000	1.58%
Apache Investments Ltd	2,055,900	1.21%
Whittingham Securities Pty Ltd	2,000,000	1.17%
Brian McCubbing	2,000,000	1.17%
Cimb-GK Securities Pty Ltd	2,000,000	1.17%
Argil Pty Ltd	1,512,391	0.89%
TOTAL	92,563,388	54.31%

(d) Twenty Largest Listed Option holders

The names of the twenty largest holders of listed options are listed below:

Option holder Name	Listed Options	
	Number	Percentage of Issued
Troyleigh Investments Pty Ltd	4,027,000	7.05%
Mancora Capital Pty Ltd	3,806,049	6.66%
Haifa Pty Ltd	3,400,000	5.95%
Perth Select Seafoods Pty Ltd	3,005,000	5.26%
Jemaya Pty Ltd	2,400,000	4.20%
Berenes Nominees Pty Ltd	2,025,000	3.54%
HSBC Custody Nominees Australia Ltd	1,976,500	3.46%
ANZ Nominees Ltd	1,831,000	3.20%
Cen Pty Ltd	1,600,000	2.80%
Mannwest Pty Ltd	1,531,250	2.68%
Zenith Pacific Ltd	1,500,000	2.62%
Valentino Nominees Pty Ltd	1,436,689	2.51%
Russell John Davis	1,255,000	2.20%
Tarney Holdings Pty Ltd	1,175,000	2.06%
Mancora Capital Pty Ltd	1,100,000	1.92%
Second Naremi Pty Ltd	1,000,000	1.75%
Brian McCubbing	1,000,000	1.75%
Ronald & Helen Hawkins	1,000,000	1.75%
Chris Paul Lawrence	775,000	1.36%
Donald Norman Coultas	750,000	1.31%
TOTAL	36,593,488	64.03%

(e) Voting Rights

In accordance with the Company's Constitution, voting rights in respect of ordinary shares are on a show of hands whereby each member present in person or by proxy shall have one vote and upon a poll, each share will have one vote.

(f) Largest Unlisted Option holders

The Company has 17,900,000 unlisted options on issue which are held by 12 holders.

     

ELECKRA
MINES LIMITED

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ELECKRA
MINES LIMITED

ABN 13 109 289 527

NOTICE OF ANNUAL GENERAL MEETING

&

EXPLANATORY STATEMENT

To be held

At 10.00am, Monday, 2 November 2009

at

Eleckra's office
6 Altona Street
West Perth WA 6005

ELECKRA MINES LIMITED
ABN 13 109 289 527

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the Annual General Meeting of Eleckra Mines Limited will be convened at 10.00am on Monday, 2 November 2009 at Eleckra's Office, 6 Altona Street, West Perth, Western Australia.

AGENDA

ORDINARY BUSINESS

1. Discussion of Financial Statements and Reports
To discuss the Financial Report, the Directors' Report and Auditor's Report for the year ended 30 June 2009.

2. Adoption of the Remuneration Report
To adopt the Remuneration Report for the financial year ended 30 June 2009.

3. Election of Director – Mr Russell Davis
To consider and, if thought fit, to pass with or without modification the following ordinary resolution:

"Mr Russell Davis who retires by rotation in accordance with the company's constitution retires and, being eligible offers himself for re- election".

GENERAL NOTES

1. With respect to Agenda Item 2, the vote on this item is advisory only and does not bind the Directors of the Company. However, the Board will take the outcome of the vote into consideration when reviewing the remuneration practices and policies of the Company. The Chairman of the meeting intends to vote undirected proxies in favour of the adoption of the remuneration report.

2. The Explanatory Statement to Shareholders attached to this Notice of General Meeting is hereby incorporated into and forms part of this Notice of General Meeting.

3. The Directors have determined in accordance with Regulation 7.11.37 of the Corporations Regulations that, for the purposes of voting at the meeting, shares will be taken to be held by the registered holders at 5.00pm on 31 October 2009.

BY ORDER OF THE BOARD

Kevin R Hart
COMPANY SECRETARY

Dated this 24th day of September 2009.

ELECKRA MINES LIMITED
ABN 13 109 289 527

EXPLANATORY STATEMENT

The purpose of the Explanatory Statement is to provide shareholders with information concerning all of the Agenda items in the Notice of Annual General Meeting.

1. Discussion of Financial Statements & Reports

Eleckra Mines Limited's financial reports and the directors' declaration and report and the auditor's report are placed before the meeting thereby giving shareholders the opportunity to discuss those documents and to ask questions. The auditor will be attending the Annual General Meeting and will be available to answer any questions relevant to the conduct of the audit and his report.

2. Adoption of Remuneration Report

During this item there will be opportunity for shareholders at the meeting to comment on and ask questions about the remuneration report. The remuneration report is available in the Directors' Report section of the Annual Report.

The vote on the proposed resolution in item 2 is advisory only and will not bind the directors or the Company. However, the Board will take the outcome of the vote into consideration when reviewing the remuneration practices and policies of the Company.

A reasonable opportunity will be provided for discussion of the remuneration report at the meeting.

The Chairman of the meeting intends to vote undirected proxies in favour of the adoption of the remuneration report.

The directors recommend that shareholders vote in favour of item 2.

3. Election of Mr Russell Davis

as an Ordinary Resolution

Mr Davis was a founding director of Eleckra appointed on 28 May 2004. He served as Executive Exploration Director to 1 January 2008 and subsequently as a Non-Executive Director.

Mr Davis is a geologist with over 25 years experience in mineral exploration, management, property acquisition, mining and development. During this period he has worked on the exploration and development of a range of commodities for several international mining companies. Mr Davis currently also serves on the board of Syndicated Metals Limited. He did not hold any other directorships in public listed companies in the past three years.

Mr Davis has held senior positions including Chief Mine Geologist, Exploration Manager and Regional Manager for Asarco. In recent years Mr Davis has been responsible for instigating and managing mineral exploration activities for Asarco and for acquiring projects held by Eleckra.

Mr Davis holds a Bachelor of Science with Honours from the University of Queensland, a Graduate Diploma of Applied Finance and Investment from the Securities Institute of Australia and an MBA from Deakin University. Mr Davis is a Member of the Australasian Institute of Mining and Metallurgy and a fellow of the Financial Services Institute of Australasia.

Mr Davis is 51 years of age.