HAVILAH RESOURCES NL

ABN 39 077 435 520

FINANCIAL REPORT
For the Half-Year Ended
31 January 2012

Index

DIRECTORS' REPORT

The directors of Havilah Resources NL submit herewith the financial report for the half-year ended 31 January 2012. In order to comply with the provisions of the Corporations Act 2001, the Directors report as follows:

The names of the directors of the Company during or since the end of the half-year are:

Keith Robert Johnson
Christopher William Giles
Kenneth Graham Williams

The above named directors held office during and since the end of the half-year.

REVIEW OF OPERATIONS

Havilah significantly upgraded the **Kalkaroo** resource during the period based on block modelling incorporating additional new drilling results and new metallurgical data, namely :
Gold Cap: 18.7Mt @ 0.74 g/t Au Measured resource
Main deposit: 124.5Mt @ 0.50% Cu & 0.39g/t Au Measured + Indicated resource.
This resulted in a revised total metal inventory of **622,500 tonnes Cu and 2 million oz Au for the Kalkaroo deposit.** In part this upgraded resource resulted from new drilling of the gold saprolite ore at Kalkaroo, which confirmed long economic grade gold intervals through the top of the orebody, including 60m of 2.23 grams/t Au (66-126m end of hole in KKRC388).

Based on the previously published Indicated Resource of 147 Mt of 30.1% Fe for **Maldorky,** a 3 stage open pit was designed by a consultant mining engineer, using sophisticated open pit optimization software. This mine design has a comparatively low waste : ore ratio of 0.19 due to the flat nature of the orebody and the minimal volumes of internal waste. This implies favourable mining economics for the Maldorky deposit. In addition, crushing and grinding resistance test results indicate Maldorky ore is relatively soft in comparison with most other iron ores.

Havilah signed an **Option and Joint Venture Agreement (Agreement) with MMG Exploration Pty Ltd (MMG)** relating to exploration of all Havilah's Curnamona Craton exploration licences lying north of the Barrier Highway. The Agreement does not impact on any of Havilah's existing advanced projects, including Kalkaroo, Mutooroo, Portia, North Portia, Maldorky or Lilydale, which Havilah will continue to progress towards development. Havilah will also retain 100% ownership of the exploration licences and may continue with exploration of them on its own account. Under the Agreement MMG is required to spend an amount of $12 million over a period of 5 years on exploration work, which entitles MMG to secure a 60% participating interest in any potential development projects that it identifies within the exploration licences. MMG are required to spend a minimum of $3 million on exploration prior to withdrawal.

Other highlights for the period include :

- A third new discovery of copper-gold mineralization within trucking distance of the Kalkaroo orebody, further highlighting the favourable potential for discovery of new orebodies on the **Kalkaroo domes,** including : 93m of 0.30% Cu (117-210m) including 12m of 0.85% Cu (144-156m) in KKRC382
- Economic grade gold and copper intersections on the **Eurinilla** dome, including : 9m of 0.90% Cu & 1.62 g/t Au in EUR007.
- Finalisation and submission of the completed **Portia** mining and rehabilitation program (MARP) to DMITRE.
- Signing of a binding undertaking on the terms for a farm-in with Exco Resources Limited and Polymetals Mining Limited for the exploration of **EL 4200** for iron ore. This EL lies immediately east of Havilah's EL 3895, and is believed to have similar iron ore potential to Maldorky.

On the corporate front, Havilah received $5 million from the placement of 4 million shares to MMG Exploration. Havilah also completed a successful off-market takeover bid for all of the shares in Geothermal Resources Limited that it did not own.

In order to explore ways to bridge the substantial mismatch between Havilah's market capitalization versus the in-ground value of its mineral assets, Havilah directors undertook a strategic review towards the end of the period. A key outcome is that Havilah will sell down its 100% interest in the Kalkaroo copper-gold deposit with the aim of generating a more immediate cash return for shareholders and to provide funding for other development projects. Standard Chartered Bank (SCB) were appointed as corporate advisor after the end of the quarter to manage the formal sale process and to provide ongoing corporate advice.

SUBSEQUENT EVENT

Other than noted elsewhere in this report or attached financial statements or notes thereto, there has been no matter or circumstance that has arisen since the end of the financial period, that has significantly affected or may significantly affect the operations of the Group, the results of those operations, or the state of affairs of the Group in future financial years.

AUDITOR'S INDEPENDENCE DECLARATION

The auditor's independence declaration is included on page 4 of the half-year financial report.

Signed in accordance with a resolution of the Directors made pursuant to Section 306 (3) of the Corporations Act 2001.

On behalf of the directors

K R Johnson
Chairman

Adelaide, 4 April 2012

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The Directors
Havilah Resources NL
63 Conyngham Street
GLENSIDE SA 5065

4 April 2012

Dear Board Members

Havilah Resources NL

In accordance with section 307C of the Corporations Act 2001, I am pleased to provide the following declaration of independence to the directors of Havilah Resources NL.

As lead audit partner for the review of the financial statements of Havilah Resources NL for the half-year ended 31 January 2012, 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 review; and

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

Yours sincerely

Deloitte Touche Tohmatsu
DELOITTE TOUCHE TOHMATSU

Jody Burton
Partner
Chartered Accountants

HAVILAH RESOURCES NL
ABN 39 077 435 520
CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME
FOR THE HALF-YEAR ENDED 31 JANUARY 2012

	Note	Half-year ended 31 January 2012 $	Half-year ended 31 January 2011 Restated (Note 9) $
Revenue		141,017	268,602
Other income		-	158,363
Amortisation expense		(53,173)	(66,206)
Depreciation expense		(122,933)	(118,961)
Insurance expense		(44,034)	(61,366)
Management fee and consulting fee expense		(243,622)	(290,920)
Legal fees		(61,396)	(14,779)
Audit and review fees		(26,500)	(23,500)
Listing and shareholder administration fees		(97,795)	(82,942)
Finance costs		(11,014)	(23,278)
Printing expense		(19,800)	(18,000)
Subscriptions expense		(945)	(3,815)
Employee expense		16,154	(58,503)
Travel expense		(11,977)	-
Consulting fees		(58,879)	-
Motor vehicle expense		(12,537)	(20,282)
Directors fees		(44,157)	(32,500)
Computer charges		(11,623)	(18,603)
Impairment of other financial assets		(68,833)	-
Share based payments		(280,544)	(1,453,934)
Exploration expenditure written off (Note 4)		(3,243,994)	-
Other expenses		(27,443)	(56,769)
Loss before income tax income		(4,284,028)	(1,917,393)
Income tax expense/income		(207,658)	13,275
Loss for the period		(4,491,686)	(1,904,118)
Other comprehensive income			
(Loss)/gain on available-for-sale investments taken to equity		(4,918)	44,250
Income tax income/(expense) relating to other comprehensive income		1,475	(13,275)
Total other comprehensive income for the period		(3,443)	30,975
Total comprehensive income for the period		(4,495,129)	(1,873,143)
Loss attributable to:			
Equity holders of the parent:			
Share of loss for the period		(2,541,044)	(1,626,842)
Gain from minority on issue of shares		82,456	-
Loss attributable to equity holders of the parent		(2,458,588)	(1,626,842)
Minority interest			
Share of loss for the period		(1,950,642)	(277,276)
Loss on issue of shares		(82,456)	-
Loss attributable to minority interest		(2,033,098)	(277,276)
		(4,491,686)	(1,904,118)
Earnings per share			
- Basic (cents per share) – profit/(loss)		(2.70)	(1.98)
- Diluted (cents per share) – profit/(loss)		(2.70)	(1.98)

Notes to the condensed financial statements are included on pages 10 to 16.

HAVILAH RESOURCES NL
ABN 39 077 435 520
CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION
AS AT 31 JANUARY 2012

	Note	31 January 2012 $	31 July 2011 Restated (Note 9) $
Current Assets			
Cash and cash equivalents		6,664,666	5,003,069
Trade and other receivables		58,532	134,228
Other		39,003	51,650
Total Current Assets		6,762,201	5,188,947
Non Current Assets			
Exploration and evaluation expenditure		36,240,316	44,015,310
Other financial assets		691,583	765,333
Plant and equipment		1,492,422	1,631,790
Total Non Current Assets		38,424,321	46,412,433
TOTAL ASSETS		45,186,522	51,601,380
Current Liabilities			
Trade and other payables		636,477	597,975
Borrowings		114,724	215,479
Provisions		263,587	193,707
Other liability	8	-	14,000,000
Total Current Liabilities		1,014,788	15,007,161
Non Current Liabilities			
Borrowings		27,340	58,489
Provisions		100,834	186,868
Other liability		2,495,738	2,495,738
Total Non Current Liabilities		2,623,912	2,741,095
TOTAL LIABILITIES		3,638,700	17,748,256
NET ASSETS		41,547,822	33,853,124
Equity			
Issued capital		39,714,202	25,881,381
Reserves		9,400,820	10,043,300
Accumulated losses		(11,893,668)	(9,435,080)
Equity attributable to the owners of the parent entity		37,221,354	26,489,601
Non-controlling interest		4,326,468	7,363,523
TOTAL EQUITY		41,547,822	33,853,124

Notes to the condensed financial statements are included on pages 10 to 16.

HAVILAH RESOURCES NL
ABN 39 077 435 520
CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
FOR THE HALF-YEAR ENDED 31 JANUARY 2012

	Share capital $	Common Control Reserve $	Share option reserve $	Available for sale revaluation reserve $	Accumulated losses $	Attributable to owners of the parent $	Non-controlling interest $	Total $
Balance at 1 August 2010	25,446,287	-	8,495,501	-	(6,880,514)	27,061,274	7,624,517	34,685,791
Loss for the period	-	-	-	-	(1,626,842)	(1,626,842)	(277,276)	(1,904,118)
Gain on available for sale investment	-	-	-	44,250	-	44,250	-	44,250
Income tax relating to components of comprehensive income	-	-	-	(13,275)	-	(13,275)	-	(13,275)
Total comprehensive income for the period	-	-	-	30,975	(1,626,842)	(1,595,867)	(277,276)	(1,873,143)
Issue of ordinary shares due to exercise of listed options	79,727	-	-	-	-	79,727	2,975	82,702
Costs associated with the issue of listed share options pursuant to a prospectus dated 22 October 2010	(39,236)	-	-	-	-	(39,236)	(26,355)	(65,591)
Share based payment	-	-	1,287,480	-	-	1,287,480	166,454	1,453,934
Balance at 31 January 2011	25,486,778	-	9,782,981	30,975	(8,507,356)	26,793,378	7,490,315	34,283,693

Notes to the condensed financial statements are included on pages 10 to 16

HAVILAH RESOURCES NL
ABN 39 077 435 520
CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
FOR THE HALF-YEAR ENDED 31 JANUARY 2012

	Share capital $	Common Control Reserve $	Share option reserve $	Available for sale revaluation reserve $	Accumulated losses $	Attributable to owners of the parent $	Non-controlling interest $	Total $
Balance at 1 August 2011	25,881,381	-	10,039,857	3,443	(9,435,080)	26,489,601	7,363,522	33,853,123
Loss for the period	-	-	-	-	(2,458,588)	(2,458,588)	(2,033,098)	(4,491,686)
(loss)/Gain on available for sale investment	-	-	-	(4,918)	-	(4,918)	-	(4,918)
Income tax relating to components of comprehensive income	-	-	-	1,475	-	1,475	-	1,475
Total comprehensive income for the period	-	-	-	(3,443)	(2,458,588)	(2,462,031)	(2,033,098)	(4,495,129)
Issue of 3,250 shares on exercise of listed options at 50c per share	1,625	-	-	-	-	1,625	-	1,625
Issue of 125,000shares to acquire the remaining 30% of the Eurinella JV at 71c per share	88,750	-	-	-	-	88,750	-	88,750
Issue of 4,000,000 shares to MMG Explortion Pty Ltd pursuant to subscription agreement dated 6 September 2011 at $1.25 per share	5,000,000	-	-	-	-	5,000,000	-	5,000,000
Issue of 10,153,756 shares to Glencopper SA Pty Ltd pursuant to Heads of Agreement dated 29 June 2007 at $0.6894 per share	7,000,000	-	-	-	-	7,000,000	-	7,000,000
Issue of 4,205,576 shares pursuant to take-over offer dated 26 August 2011 to acquire all the issued capital of Geothermal Resources Ltd not already held by Havilah Resources NL	2,221,892	(851,562)	-	-	-	1,370,330	(1,370,330)	-
Shares issued to directors of Geothermal Resources Limited on exercise of options	-	-	-	-	-	-	300,000	300,000
Transfer on exercise of options by directors	-	-	(47,920)			(47,920)	47,920	-
Costs associated with the issue of shares	(684,924)	-	-	-	-	(684,924)	(2,350)	(687,274)
Related income tax	205,478	-	-	-	-	205,478	705	206,183
Share based payment	-	-	260,445	-	-	260,445	20,099	280,544
Balance at 31 January 2012	39,714,202	(851,562)	10,252,382	-	(11,893,668)	37,221,354	4,326,468	41,547,822

Notes to the condensed financial statements are included on pages 10 to 16

HAVILAH RESOURCES NL
ABN 39 077 435 520
CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS
FOR THE HALF-YEAR ENDED 31 JANUARY 2012.

	Note	Half-year ended 31 January 2012 $	Half-year ended 31 January 2011 $
Cash flow from operating activities			
Receipts from customers		1,889	60,938
Payments to suppliers and employees		(633,570)	(647,105)
Interest and other costs of finance paid		(11,014)	(23,278)
Net cash used in operating activities		(642,695)	(609,445)
Cash flow from investing activities			
Interest received		139,380	212,624
Payments for exploration and evaluation		(2,280,797)	(2,110,221)
Payments for plant and equipment		(36,738)	(98,878)
Net cash used in investing activities		(2,178,155)	(1,996,475)
Cash flow from financing activities			
Proceeds from issue of shares		5,001,625	79,727
Proceeds from shares issued to non-controlling interest		300,000	2,975
Payment of costs associated with share issues		(687,274)	(65,591)
Repayment of borrowings		(131,904)	(135,913)
Net cash provided by/(used in) financing activities		4,482,447	(118,802)
Net increase/(decrease) in cash		1,661,597	(2,724,722)
Cash and cash equivalents at the beginning of the half-year		5,003,069	10,688,233
Cash and cash equivalents at the end of the half-year		6,664,666	7,963,511

Notes to the condensed financial statements are included on pages 10 to 16

1. BASIS OF PREPARATION

This half-year financial report is a general purpose financial report prepared in accordance with the Corporations Act 2001 and AASB 134 "Interim Financial Reporting". Compliance with AASB 134 ensures compliance with International Financial Reporting Standard IAS 34 "Interim Financial Reporting". The half-year financial report does not include notes of the type normally included in an annual financial report and shall be read in conjunction with the most recent annual financial report.

The condensed consolidated financial statements have been prepared on the basis of historical cost, except for the revaluation of certain non-current assets and financial instruments. Cost is based on the fair values of the consideration given in exchange for assets. All amounts are presented in Australian dollars, unless otherwise noted

The accounting policies adopted in the preparation of the half-year financial report are consistent with those adopted and disclosed in the 2011 annual financial report.

During the six months ended 31 January 2012 the Company made a take-over bid for all the shares in Geothermal Resources Limited ("Geothermal") that it did not own (44.42%). As this was a transaction between owners it was accounted for as a "common control transaction", in that, the assets and liabilities are accounted for at their carrying value as recorded in the Geothermal's financial statements. Any differences between the carrying value and the consideration paid is recorded in the "common control transaction" reserve as contribution by or distribution to owners.

The Directors have elected under section 334 (5) of the Corporations Act 2001 to apply AASB 10 "Consolidated Financial Statements", AASB 11 "Joint Arrangements", AASB 12 "Disclosure of Interests in Other Entities", AASB 127 "Separate Financial Statement"' (August 2011) and AASB 128 "Investments in Associates and Joint Ventures" (August 2011) in advance of their effective date. The Standards are not effective until annual periods beginning on or after 1 January 2013, and the compulsory effective date for the Company would be for the financial year beginning 1 August 2013. Other than the impact of the adoption of AASB 10 as disclosed in note 10 to the financial statements, the adoption of the other various Australian Accounting Standards has no impact on the Group's financial statements.

2. SEGMENT INFORMATION

The Group manages its various exploration interests in Australia on a portfolio basis. There are three distinct portfolios, namely exploration activities undertaken by Havilah Resources NL ("Havilah"), Curnamona Energy Limited ("Curnamona") and Geothermal Resources Limited ("Geothermal"). The decision to allocate resources to individual projects within each of the three portfolios is predominately based on available cash reserves, technical data and the expectations of future commodity and/or energy prices.

Consistent with the above, internal reports provided to the Directors for assessing performance and determining the allocation of resources within the Group only provide information about the cash resources available to each of Havilah, Curnamona and Geothermal, together with the related technical data arising from exploration in each entity's portfolio.

In the opinion of the Directors, the group effectively operates in three segments, being Havilah exploration in Australia, Curnamona exploration in Australia and Geothermal exploration in Australia. As at 31 January 2012 the available cash reserve for Havilah, Curnamona and Geothermal was $4,142,122, $1,522,464 and $271,212 respectively (31 January 2011: $4,493,108, $3,264,074 and $206,329 respectively).

3. CONTINGENT LIABILITIES AND CONTINGENT ASSETS

Other than disclosed in Note 9 to the financial statements, there are no changes in contingent liabilities or contingent assets from those disclosed in the annual report for the year ended 31 July 2011.

4. SIGNIFICANT ITEM

As a result of the failure of the leaching process at the Oban test site during the six months ended 31 January 2012, directors of Curnamona Energy Limited have written off all the capitalised exploration expenditure associated with the Oban site.

The directors of Curnamona Energy Limited have also reviewed the carrying value of all exploration capitalised and where exploration relates to potential deposits that have similar characteristics as the Oban deposit, work has ceased and the amounts capitalised written off.

The amount written off as a result of the above totalled $3,243,994.

5. ISSUE OF SECURITIES

During the half-year ended 31 January 2012 the Company issued the following securities:

- 3,250 (2011 159,455) ordinary shares on the conversion of 3,250 (2011 159,455) listed share options.
- 4,000,000 ordinary shares to MMG Exploration Pty Ltd in terms of Subscription Agreement dated 6 September 2011
- 10,153,756 ordinary shares to Glencopper SA Pty Limited in terms of Heads of Agreement dated 29 June 2007
- 125,000 ordinary shares to Bourse Securities Pty Ltd as compensation for acquisition of 30% of Exploration Licence 4313
- 4,205,576 ordinary shares as a result of the take-over bid for all the shares in Geothermal Resources Limited not held by Havilah Resources NL.

6. CHANGES IN THE COMPOSITION OF THE CONSOLIDATED ENTITY

During the half-year ended 31 January 2012 Havilah Resources NL ("Havilah") announced a take-over bid for all the shares in Geothermal Resources Limited ("Geothermal") not held by it on the basis of one Havilah ordinary share for every four Geothermal ordinary shares.

On 29 November 2011 Havilah announced that it held a relevant interest in the issued capital of Geothermal of more that 90% and that it would proceed to compulsorily acquire the remaining Geothermal shares that it does not already hold.

	Half year ended 31/1/12 $	Half year ended 31/1/11 $
7. NON-CURRENT EXPLORATION AND EVALUATION EXPENDITURE		
Cost brought forward	44,015,310	39,615,178
Expenditure incurred during the period	2,469,000	2,101,793
Exploration expenditure written off (Note 4)	(3,243,994)	-
Exploration licence sold	-	(41,637)
Glencore settlement (Note 8)	(7,000,000)	-
Cost carried forward	36,240,316	41,675,334

The recoverability of the carrying amount of the exploration and evaluation assets is dependent on successful development and commercial exploitation, or alternatively, sale of the respective areas of interest.

8. GLENCORE SETTLEMENT

On 29 June 2007 the Company and its wholly owned subsidiary, Kalkaroo Copper Pty Ltd ("Kalkaroo"), entered into an Agreement with Glencore International AG ("Glencore") whereby Glencore would fully fund a $14,000,000 feasibility study on the Kalkaroo Copper Project ("Project") and arrange project financing for the subsequent mining joint venture in order to earn a conditional 14% participating interest in the Project and secure a metals off-take right.

In accordance with the Agreement, the funds for the feasibility study were advanced to Kalkaroo in full over an eight month period commencing from 29 June 2007.

The $14,000,000 had been received and recorded as an "Other Liability. In accordance with the terms of the agreement, the feasibility study was provided to Glencore and was evaluated by them. The Agreement states that after the Feasibility Study is completed if "the Project is independently assessed as a bankable operation (or a non-bankable operation) then within four months of that assessment" the $14,000,000 advanced by Glencore can be treated in one of two ways:

- Glencore may elect to form an unincorporated joint venture with the Company for development of the Project, with the joint venture interests being 86% Havilah and 14% Glencore. Glencore will be responsible for arranging all project finance required for the Project, with no recourse to the Company whatsoever for any security requirements relating to the Project financing. In this case the $14,000,000 provided by Glencore for the feasibility study will be considered full payment by Glencore for a 14% participating interest in the Project and be recognised as a reduction in capitalised exploration expenditure, in accordance with the company's accounting policy for exploration and evaluation expenditure.

- Glencore may elect not to proceed with the financing of the Project, in which case Glencore will, subject to any necessary shareholder approval, be issued with shares in the company to the value of $7,000,000 (calculated by reference to a specified share price formula) and the remaining $7,000,000 balance of the liability will convert to an interest free loan which will be repayable from 10% of the Company's share of any future mining profits from the Project. Upon the issue of shares the Agreement will terminate, except in respect of the above payments from future mining profits.

On 25 July 2011 Glencore advised that it would not proceed with financing of the project and therefore the Company would be required to:

- the issue of shares in the Company to Glencore to the value of $7,000,000;
- 'convert' the remaining $7,000,000 of the original advanced $14,000,000 into an interest free loan repayable from 10% of the Company's share of any future mining profits from the project.

The Company issued 10,153,756 fully paid ordinary shares to the value of $7,000,000, in two tranches of 7,326,408 and 2,827,348 on 21 October 2011 and 7 December 2011 respectively. The remaining $7,000,000 is in substance a royalty obligation which is capped at $7,000,000. The resultant $7,000,000 has been recorded as a reduction to capitalised exploration expenditure, effectively offsetting previously incurred exploration expenditure that was funded by Glencore

As 31 January 2012 the Company has a contingent liability, in relation to payments to Glencore, that are required to be paid based on 10% of the Company's share of any future mining profits from the Project, until the total paid to Glencore is $7,000,000.

9. RESTATEMENT

The Company has chosen to early adopt AASB 10 "Consolidated Financial Statements" as at 1 August 2011, which is not effective until annual periods beginning on or after 1 January 2013. The compulsory effective date would be for the financial year beginning 1 August 2013.

As the Company had less than a majority shareholding in Curnamona Energy Ltd ("Curnamona"), Curnamona historically treated as an investment in associate and was accounted for under the equity method, consistent with the requirements of AASB 128 "Investments in Associates and Joint Ventures". Curnamona was not consolidated under AASB 127 "Consolidated and Separate Financial Statements" as the Standard did not provide guidance on circumstances where control may exist where a single investor holds less than a majority interest in an investee.

Effective 1 August 2011, the Company will consolidate Curnamona under the requirements of AASB 10. AASB 10 requires the consolidation of all entities that a company controls. AASB 10 makes clear that determining control is not just a matter of determining whether an investor holds greater than 50% of voting rights. Control may also exist where an investor holds a substantial stake less that 50%, and the remaining voting rights are widely held, as is the case in Curnamona. In such cases, the Standard requires the exercise of judgement in determining whether the investor still has power and the ability to direct the relevant activities of the subsidiary unilaterally, despite holding less than a 50% interest in the subsidiary.

Control is defined in AASB 10 as existing if and only if the investor has power over an entity, exposure, or rights, to variable returns from its involvement with the entity, and the ability to use its power over the entity to affect the amount of the investor's returns.

As the Company controls Curnamona, the Company is now consolidating Curnamona and has restated comparatives in accordance with the requirements of AASB 134 "Interim Financial Reporting".

9. RESTATEMENT (continued)

The adoption of AASB 10 has the following impact on the financial position of the Group:

	Previously Reported 31 July 2011 $	Adjustments Note (a) $	Restated 31 July 2011 $
Current Assets			
Cash and cash equivalents	2,711,706	2,291,363	5,003,069
Trade and other receivables	113,326	20,902	134,228
Other	35,434	16,216	51,650
Total Current Assets	2,860,466	2,328,481	5,188,947
Non-Current Assets			
Exploration and evaluation expenditure	35,811,599	8,203,711	44,015,310
Investment accounted for using the equity method	4,886,480	(4,886,480)	-
Other financial assets	465,333	300,000	765,333
Plant and equipment	820,485	811,305	1,631,790
Total Non-Current Assets	41,983,897	4,428,536	46,412,433
TOTAL ASSETS	44,844,363	6,757,017	51,601,380
Current Liabilities			
Trade and other payables	395,703	202,272	597,975
Borrowings	97,785	117,694	215,479
Provisions	145,658	48,049	193,707
Other	14,000,000	-	14,000,000
Total Current Liabilities	14,639,146	368,015	15,007,161
Non-Current Liabilities			
Borrowings	52,356	6,133	58,489
Provisions	44,450	142,418	186,868
Other	2,445,738	50,000	2,495,738
Total Non-Current Liabilities	2,542,544	198,551	2,741,095
TOTAL LIABILITIES	17,181,690	566,566	17,748,256
NET ASSETS	27,662,673	6,190,451	33,853,124
Equity			
Issued capital	25,881,381	-	25,881,381
Reserves	10,043,300	-	10,043,300
Accumulated losses	(9,435,080)	-	(9,435,080)
Equity attributable to owners of the Company	26,489,601	-	26,489,601
Non-controlling interest	1,173,072	6,190,451	7,363,523
TOTAL EQUITY	27,662,673	6,190,451	33,853,124

Note (a) The adjustment relates to consolidating Curnamona rather than equity accounting Curnamona

9. RESTATEMENT (continued)

The adoption of AASB 10 has the following impact on the financial performance of the Group:

	Previously Reported	Adjustments	Restated
	Half-year ended 31 January 2011	Note (b)	Half-year ended 31 January 2011
	$	$	$
Revenue	170,142	98,460	268,602
Other income	158,363	-	158,363
Amortisation expense	(48,571)	(17,635)	(66,206)
Depreciation expense	(29,842)	(89,119)	(118,961)
Insurance expense	(51,818)	(9,548)	(61,366)
Management fee and consulting fee expense	(201,494)	(89,426)	(290,920)
Legal fees	(13,156)	(1,623)	(14,779)
Audit and review fees	(16,000)	(7,500)	(23,500)
Listing and shareholder administration fees	(59,260)	(23,682)	(82,942)
Finance costs	(13,324)	(9,954)	(23,278)
Printing expense	(13,500)	(4,500)	(18,000)
Subscription expense	(3,465)	(350)	(3,815)
Employee expense	(41,241)	(17,262)	(58,503)
Motor vehicle expense	(18,919)	(1,363)	(20,282)
Directors fees	(22,500)	(10,000)	(32,500)
Computer charges	(16,862)	(1,741)	(18,603)
Share of loss of associate accounted for using the equity method	(226,062)	226,062	-
Share based payments	(1,147,785)	(306,149)	(1,453,934)
Other expenses	(50,227)	(6,542)	(56,769)
Loss before income tax income	(1,645,521)	(271,872)	(1,917,393)
Income tax expense	13,275	-	13,275
Loss for the period	(1,632,246)	(271,872)	(1,904,118)
Other comprehensive income			
Gain on available-for-sale investments taken to equity	44,250	-	44,250
Income tax expense relating to other comprehensive income	(13,275)	-	(13,275)
Total other comprehensive income for the period	30,975	-	30,975
Total comprehensive income for the period	(1,601,271)	(271,872)	(1,873,143)
Loss attributable to:			
Owners of the Company	(1,626,842)	-	(1,626,842)
Non-controlling interest	(5,404)	(271,872)	(277,276)
	(1,632,246)	(271,872)	(1,904,118)

Note (b) The adjustment relates to consolidating Curnamona rather than equity accounting Curnamona

10. SUBSEQUENT EVENT

Havilah Resources NL ("Havilah") on 9 March 2012 entered into a binding Takeover Bid Implementation Agreement (TBIA) with Curnamona Energy Limited ("Curnamona").

Subject to the terms of the TBIA, Havilah will offer to acquire all ordinary shares not currently held by Havilah (representing approximately 54.6% of Curnamona's issued shares) and all of Curnamona's listed options not currently held by Havilah, by way of an off-market takeover bid. Havilah is offering:

- one of its ordinary shares for every five Curnamona Energy Limited ordinary shares; and

- one of its ordinary shares for every fifteen Curnamona Energy Limited listed options.

The bid is subject to a number of conditions including a 90% minimum acceptance condition.

Due to the composition of the Boards of both companies, Drs Johnson and Giles have not been involved in any consideration or negotiation of Havilah's offer on behalf of Curnanona and on 2 March 2012, Cunamona appointed Mr Phil Staveley as an independent director to its Board. Further, Mr Williams, whilst he is a Director of Havilah, has not been involved in negotiations with respect to the offer on behalf of Havilah. Drs Johnson and Giles are involved in any consideration or negotiation on behalf of Havilah. Each company has sought its own independent legal advice on the offer.

Havilah is preparing a Bidder's Statement which it intends, to lodge with the Australian Securities & Investments Commission and send to shareholders in mid to late April 2012.

Curnamona has engaged an Independent Expert to opine on whether the offer is fair and reasonable to Curnamona's security holders.

Curnamona is preparing a Target's Statement which it intends, subject to timely receipt of the Independent Expert's report on the offer, to lodge with the Australian Securities & Investments Commission and send to shareholders at the same time as, or shortly following Havilah's Bidder's Statement.

DIRECTORS DECLARATION

The Directors declare that:

(a) in the directors opinion, there are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable; and

(b) in the directors' opinion, the attached financial statements and notes thereto are in accordance with the Corporations Act 2001, including compliance with accounting standards and giving a true and fair view of the financial position and performance of the consolidated entity.

Signed in accordance with a resolution of the directors made pursuant to Section 303 (5) of the Corporations Act 2001.

On behalf of the Directors

K R Johnson
Director

Adelaide, 4 April 2012

Deloitte.

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Independent Auditor's Review Report to the Members of Havilah Resources NL

We have reviewed the accompanying half-year financial report of Havilah Resources NL, which comprises the condensed statement of financial position as at 31 January 2012, and the condensed statement of comprehensive income, the condensed statement of cash flows and the condensed statement of changes in equity for the half-year ended on that date, selected explanatory notes and, the directors' declaration of the consolidated entity comprising the company and the entities it controlled at the end of the half-year or from time to time during the half-year as set out on pages 5 to 17.

Directors' Responsibility for the Half-Year Financial Report

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

Auditor's Responsibility

Our responsibility is to express a conclusion on the half-year financial report based on our review. We conducted our review in accordance with Auditing Standard on Review Engagements ASRE 2410 Review of a Financial Report Performed by the Independent Auditor of the Entity, in order to state whether, on the basis of the procedures described, we have become aware of any matter that makes us believe that the half-year financial report is not in accordance with the Corporations Act 2001 including: giving a true and fair view of the consolidated entity's financial position as at 31 January 2012 and its performance for the half-year ended on that date; and complying with Accounting Standard AASB 134 *Interim Financial Reporting* and *the Corporations Regulations 2001*. As the auditor of Havilah Resources NL, ASRE 2410 requires that we comply with the ethical requirements relevant to the audit of the annual financial report.

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

Auditor's Independence Declaration

In conducting our review, we have complied with the independence requirements of the Corporations Act 2001. We confirm that the independence declaration required by the Corporations Act 2001, which has been given to the directors of Havilah Resources NL, would be in the same terms if given to the directors as at the time of this auditor's report.

Deloitte.

Conclusion

Based on our review, which is not an audit, we have not become aware of any matter that makes us believe that the half-year financial report of Havilah Resources NL is not in accordance with the Corporations Act 2001, including:

(a) giving a true and fair view of the consolidated entity's financial position as at 31 January 2012 and of its performance for the half-year ended on that date; and

(b) complying with Accounting Standard AASB 134 *Interim Financial Reporting* and the *Corporations Regulations 2001.*

Deloitte Touche Tohmatsu

DELOITTE TOUCHE TOHMATSU

Jody Burton
Partner
Chartered Accountants
Adelaide, 4 April 2012