



ABN 38 115 857 988

Financial Report 30 June 2016

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RBR GROUP LIMITED

ABN 38 115 857 988

CORPORATE DIRECTORY

DIRECTORS

Ian Macpherson
Executive Chairman

Richard Carcenac
Chief Executive Officer and Executive Director

Ian Buchhorn
Non-Executive Director

Paul Graham-Clarke
Non-Executive Director

COMPANY SECRETARY

Sam Middlemas

PRINCIPAL REGISTERED OFFICE

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West Perth
Western Australia 6005

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Western Australia 6872

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AUDITOR

Butler Settineri (Audit) Pty Limited
Unit 16, 1st Floor
100 Railway Road
Subiaco
Western Australia 6008

SHARE REGISTRY

Security Transfer Registrars Pty Limited
770 Canning Highway
Applecross
Western Australia 6153

Telephone: (08) 9315 2333
Facsimile: (08) 9315 2233
Email: registrar@securitytransfer.com.au

STOCK EXCHANGE LISTING

The Consolidated Entity's shares are quoted on the Australian Stock Exchange. The Home Exchange is Perth.

ASX CODE

RBR - ordinary shares

RBR GROUP LIMITED

ABN 38 115 857 988

FINANCIAL REPORT

For the year ended 30 June 2016

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DIRECTORS' REPORT

The Directors present their report on RBR Group Limited (RBR) and the entities it controlled at the end of and during the year ended 30 June 2016.

DIRECTORS

The names and details of the Directors of RBR during the financial year and until the date of this report are:

Ian Macpherson – *B.Comm., CA*
Executive Chairman
Appointed 18 October 2010

Mr Macpherson is a Chartered Accountant with over thirty years experience in the provision of financial and corporate advisory services. Mr Macpherson was formerly a partner at Arthur Anderson & Co managing a specialist practice providing corporate and financial advice to the mining and mineral exploration industry.

In 1990, Mr Macpherson established Ord Partners (later to become Ord Nexia) and has specialised in the area of corporate advice with particular emphasis on capital structuring, equity and debt raising, corporate affairs and Stock Exchange compliance for public companies in the mining and industrial areas. He has further been involved in numerous asset acquisitions and disposal engagements. Ord Nexia merged with MGI Perth in October 2010 and Mr Macpherson continued in a consulting role with the merged group until November 2011.

He has acted in the role of Director and Company Secretary for a number of entities and is currently a Non-executive Director of Red 5 Limited (15 April 2014 to present).

Former Directorships: Non-Executive (Deputy) chairman of Avita Medical Ltd (5 March 2008 to 16 January 2016).

Mr Macpherson is a Member of the Institute of Chartered Accountants in Australia, the Australian Institute of Company Directors and past member of the Executive Council of the Association of Mining Exploration Companies (WA) Inc.

Richard Carcenac – *B.Sc.Eng (Civil), MBA*
Chief Executive Officer and Executive Director
Appointed 16 June 2015

Mr. Carcenac is a civil engineer with an MBA who has over 20 years experience working for international mining houses including Anglo American and BHP Billiton in a variety of roles in Australia, South Africa, Switzerland and The Netherlands.

The majority of his career was spent in marketing and operations, and included board appointments at Ingwe Collieries Ltd (the South African coal subsidiary of BHP Billiton Ltd) and the Richards Bay Coal Terminal Company Ltd. Mr. Carcenac's most recent position was as General Manager of BHP Billiton Worsley Alumina's Boddington Bauxite Mine in Western Australia.

Ian Buchhorn – *B.Sc. (Hons), Dipl. Geosci (Min. Econ), MAusIMM*
Non-Executive Director
Appointed 19 August 2005

Mr Buchhorn is a Minerals Economist and Geologist with more than 30 years experience. He was the founding Managing Director of Heron Resources Limited for a period of 11 years until early 2007 and returned to that role in October 2012 after a period as Executive Director. Mr Buchhorn previously worked with a number of international mining companies and has worked on nickel, bauxite and industrial mineral mining and exploration, gold and base metal project generation and corporate evaluations. For the last 24 years Mr Buchhorn has acquired and developed mining projects throughout the Eastern Goldfields of Western Australian and has operated as a Registered Mine Manager.

During the three year period to the end of the financial year, Mr Buchhorn is a Director of Heron Resources Limited (17 February 1995 to present) and Golden Cross Resources Limited (3 March 2014 to 13 July 2016).

DIRECTORS' REPORT (Continued)

Paul Graham-Clarke – *B.Sc (Tokyo)*
Non-Executive Director
Appointed 16 December 2015

Mr Graham-Clarke has 37 years of foreign exchange and commodity experience in the United Kingdom working for public listed companies, a UK Hedge fund and a private UK commodity company in an executive capacity. He has significant experience in company strategic turnarounds, leading large and small management teams, and the restructuring of business divisions. He was formerly Managing Director of Foreign Exchange at ICAP (part of ICAP's Global Broking business, which is potentially being sold to Tullett Prebon) and Managing Director of London Commodity Brokers.

Mr Graham-Clarke was born in South Africa and educated both there and in Japan where he received his Bachelor of Science degree. Predominantly UK-based in the latter part of his career, he maintains a significant business network and access into the UK financial markets.

COMPANY SECRETARY

Robert (Sam) Middlemas – *B.Comm., PGradDipBus, CA.*

Mr Middlemas was appointed Company Secretary and Chief Financial Officer on 17 July 2006. He is a chartered accountant with more than 20 years experience in various financial and Company secretarial roles with a number of listed public companies operating in the resources sector. He is the principal of a corporate advisory company which provides financial and secretarial services specialising in capital raisings and initial public offerings. Previously Mr Middlemas worked for an international accountancy firm. His fields of expertise include corporate secretarial practice, financial and management reporting in the mining industry, treasury and cash flow management and corporate governance.

PRINCIPAL ACTIVITIES

The principal activities of the Consolidated Entity during the financial year remained focused in the resources sector. The group operates via subsidiaries PacMoz, Lda and Futuro Skills, Lda in the provision of labour and professional services in Mozambique and separately maintains its mineral exploration and development assets, primarily in Western Australia (refer to the review of operations and activities below).

DIVIDENDS

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

REVIEW OF OPERATIONS AND ACTIVITIES

The Company has an operational focus in Mozambique with the investment in PacMoz Lda in the 2015 financial year, RBR is gaining traction in the implementation of its strategy: the further growth of its sustainable cash flow business base; establishing itself as a leading service provider to the resources, construction and oil & gas sectors; and leveraging its position with a watching brief on mineral resource opportunities.

With PacMoz providing a stable foundation for RBR's entry into exciting Mozambique business landscape, the company set about establishing the business pillars which would be the key to implementing its strategy. These other subsidiaries are:

- Futuro Skills, which creates bespoke competency-based training solutions integrated into an organisation's HSE and production framework, leading to safe, productive and reliable employees;
- Futuro Medical, which will build and operate compact, robust and transportable medical clinics. These clinics will offer pre-employment medical assessments to aspiring employees and stakeholder community members to determine their fitness to work, as well as establishing a health baseline for each individual, which can be monitored over their lifetime to track if their health is being affected by occupational or environmental factors;
- Futuro Risk Services, which will offer (via a broking service, and fully underwritten by top-tier insurance companies) a range of insurance and financial products to this vast and mostly untapped market.

RBR's primary focus during the reporting period was on:

- Building capacity and expertise in each of the company's business units. This typically involved the hiring of suitably skilled staff and investing in or developing facilities, tools/plant/equipment and intellectual property, and establishing partnerships or alliances with key organisations;
- Securing revenue-generating clients while minimising operating costs so that all incremental revenue growth was cash positive, and contributing to corporate overheads;
- Balancing the company's geographical and currency risk profile, by expanding its revenue base in Australia, where its corporate headquarters and bulk of its investors are located.

RBR continues to hold its mineral exploration assets which are focussed on gold exploration in Western Australia.

DIRECTORS' REPORT (Continued)

RBR's major project is the Yindarlgooda gold project located east of Kalgoorlie where RBR has tenements in its own right and one joint venture agreement with Silver Lake Resources Limited earning an interest in RBR tenure.

Corporate and Financial Position

As at 30 June 2016 the Consolidated Entity had cash reserves of \$94,619 (2015 - \$163,900).

Risk Management

The Board is responsible for the oversight of the Consolidated Entity's risk management and control framework. Responsibility for control and risk management is delegated to the appropriate level of management with the Chief Executive Officer having ultimate responsibility to the Board for the risk management and control framework.

Areas of significant business risk to the Consolidated Entity are presented to the Board by the Chief Executive Officer each year. During the year these were reviewed as part of the preparation of the Prospectus issued on the 16 June 2016.

Arrangements put in place by the Board to monitor risk management include monthly reporting to the Board in respect of operations and the financial position of the Consolidated Entity.

EARNINGS/LOSS PER SHARE

	2016 Cents	2015 Cents
Basic loss per share	(0.46)	(0.43)
Diluted loss per share	(0.46)	(0.43)

SIGNIFICANT CHANGES IN THE STATE OF AFFAIRS

In the opinion of the Directors there were no significant changes in the state of affairs of the Consolidated Entity that occurred during the financial year under review.

OPTIONS OVER UNISSUED CAPITAL

Unlisted Options

During the financial year and to the date of this report there were no new options issued to Directors or staff.

Since 30 June 2016 and up until the date of this report there have been no further options issued, although the newly appointed Chief Executive Officer was issued 15,000,000 Performance Rights on the 27 November 2015.

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

<i>Number of Options on Issue</i>	<i>Exercise Price</i>	<i>Expiry Date</i>
11,000,000	2 cents each	30 June 2017

The above options represent unissued ordinary shares of the Company under option as at the date of this report. These unlisted options do not entitle the holder to participate in any share issue of the Company.

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

The names of all persons who currently hold options granted are entered in a register kept by the Company pursuant to Section 168(1) of the *Corporations Act 2001* and the register may be inspected free of charge.

No person entitled to exercise any option has or had, by virtue of the option, a right to participate in any share issue of any other body corporate.

CORPORATE STRUCTURE

RBR Group Limited (ACN 115 857 988) is a Company limited by shares that was incorporated on 19 August 2005 and is domiciled in Australia.

DIRECTORS' REPORT (Continued)

EVENTS SUBSEQUENT TO BALANCE DATE

There has not arisen since the end of the financial year any item, transaction or event of a material and unusual nature likely, in the opinion of the Directors of the Consolidated Entity to affect substantially the operations of the Consolidated Entity, the results of those operations or the state of affairs of the Consolidated Entity in subsequent financial years except for the following:

Funds have been raised through an entitlements issue announced on 15 June 2016. Since 30 June 2016 it has made the following share allotments under the entitlements offer.

- On 19 July 2016 announced the allotment of 38,901,826 shares with funds received of \$350,116.
- On 15 August 2016 announced the first tranche of shortfall allotment of 23,285,000 shares at 0.9 cents per share for \$209,565.
- On 19 September 2016 issued a further 3,200,000 shortfall shares at 0.9 cents per share for \$28,800.

On 19 September 2016 the Consolidated Entity issued 4,000,000 staff performance rights subject to performance criteria prior to June 2017 and 4,000,000 shares to staff.

LIKELY DEVELOPMENTS AND EXPECTED RESULTS OF OPERATIONS

RBR is maintaining a focus on the resource sectors in Mozambique and Australia developing and growing the business units described in the "Review of Operations and Activities" section above, and developing the client base and revenues both offshore and in Australia.

ENVIRONMENTAL REGULATION AND PERFORMANCE

The Consolidated Entity 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 there has been no known breach of the Consolidated Entity's licence conditions and all exploration activities comply with relevant environmental regulations.

INFORMATION ON DIRECTORS

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

Director	Title	Directors' Interests in Ordinary Shares	Directors' Interests in Unlisted Options
Ian Macpherson	Executive Chairman Appointed 18 October 2010	31,300,000	5,000,000
Richard Carcenac	Chief Executive Officer and Executive Director Appointed 16 June 2015	10,086,210	-
Ian Buchhorn	Non-Executive Director Appointed 19 August 2005	18,574,724	-
Paul Graham-Clarke	Non-Executive Director Appointed 16 December 2015	5,132,408	-

DIRECTORS' MEETINGS

The number of meetings of the Consolidated Entity's Directors held in the period each Director held office during the financial year and the numbers of meetings attended by each Director were:

Director	Board of Directors' Meetings	
	Meetings Attended	Meetings held while a director
I Macpherson	6	6
R Carcenac	6	6
I Buchhorn	6	6
P Graham-Clarke (Appointed 16 December 2015)	2	3

DIRECTORS' REPORT (Continued)

REMUNERATION REPORT

Recommendation 8.1 of the *ASX Corporate Governance Council's Corporate Governance Principles and Recommendations (2nd edition)* states that the Board should establish a Remuneration Committee. The Board has formed the view that given the number of Directors on the Board, this function could be performed just as effectively with full Board participation. Accordingly, it was resolved that there would be no separate Board sub-committee for remuneration purposes.

This report details the amount and nature of remuneration of each Director of the Consolidated Entity and executive officers of the Consolidated Entity during the year.

Overview of Remuneration Policy

The Board of Directors is responsible for determining and reviewing compensation arrangements for the Directors and the executive team. The broad remuneration policy is to ensure that remuneration properly reflects the relevant person's duties and responsibilities, and that the remuneration is competitive in attracting, retaining and motivating people of the highest quality. The Board believes that the best way to achieve this objective is to provide the Managing Director (or equivalent) and the executive team with a remuneration package consisting of a fixed and variable component that together reflects the person's responsibilities, duties and personal performance. An equity based remuneration arrangement for the Board and the executive team is in place. The remuneration policy is to provide a fixed remuneration component and a specific equity related component, with no performance conditions. The Board believes that this remuneration policy is appropriate given the stage of development of the Consolidated Entity and the activities which it undertakes and is appropriate in aligning Director and executive objectives with shareholder and business objectives.

The remuneration policy in regard to setting the terms and conditions for the Chief Executive Officer has been developed by the Board taking into account market conditions and comparable salary levels for companies of a similar size and operating in similar sectors.

Directors receive a superannuation guarantee contribution required by the government, which is currently 9.5% per annum and do not receive any other retirement benefits. Some individuals, however, have chosen to sacrifice part or all of their salary to increase payments towards superannuation.

All remuneration paid to Directors is valued at cost to the Consolidated Entity and expensed. Options are valued using either the Black-Scholes methodology or the Binomial model. In accordance with current accounting policy the value of these options is expensed over the relevant vesting period.

Non-Executive Directors

The Board policy is to remunerate Non-Executive Directors at market rates for comparable companies for time, commitment and responsibilities. The Board determines payments to the Non-Executive Directors and reviews their remuneration annually, based on market practice, duties and accountability. Independent external advice is sought when required. The maximum aggregate amount of fees that can be paid to Non-Executive Directors is subject to approval by shareholders at a General Meeting. The annual aggregate amount of remuneration paid to Non-Executive Directors was approved by shareholders on 7 November 2006 and is not to exceed \$200,000 per annum. Actual remuneration paid to the Consolidated Entity's Non-Executive Directors is disclosed below. Remuneration fees for Non-Executive Directors are not linked to the performance of the Consolidated Entity. However, to align Directors' interests with shareholder interests, the Directors are encouraged to hold shares in the Consolidated Entity and have all received options.

Senior Executives and Management

The Consolidated Entity aims to reward executives with a level of remuneration commensurate with their position and responsibilities within the Consolidated Entity so as to:

- Reward executives of the Consolidated Entity and individual performance against targets set by reference to appropriate benchmarks;
- Reward executives in line with the strategic goals and performance of the Consolidated Entity; and
- Ensure that total remuneration is competitive by market standards.

Structure

Remuneration consists of the following key elements:

- Fixed remuneration; and
- Issuance of unlisted options or performance rights

DIRECTORS' REPORT (Continued)

Fixed Remuneration

Fixed remuneration consists of base remuneration (which is calculated on a total cost basis including any employee benefits eg. motor vehicles) as well as employer contributions to superannuation funds.

The level of fixed remuneration is set so as to provide a base level of remuneration which is both appropriate to the position and is competitive in the market.

Remuneration packages for the staff who report directly to the Managing Director (or equivalent) are based on the recommendation of the Managing Director (or equivalent), subject to the approval of the Board in the annual budget setting process.

Service Agreement

Mr Richard Carcenac was appointed Chief Executive Officer and an Executive Director on 16 June 2015. A summary of his employment contract is as follows:

- Term of agreement – Ongoing, subject to termination and notice periods;
- Base Salary, \$250,000 including superannuation;
- The following performance rights were issued on 27 November 2015;
 - 7,500,000 Class 1 performance rights subject to meeting specific performance criteria achieved within 24 months;
 - 7,500,000 Class 2 performance rights subject to meeting specific performance criteria achieved within 36 months; and
- Termination of employment by either party requires 3 month's written notice.

Mr Andrew Ford was appointed Chief Operating Officer from 11 November 2011 and was employed under a standard contract of employment requiring one month notice period. Mr Ford was made redundant on 16 October 2015.

Details of the nature and amount of each element of the remuneration of each Director and Executive Officer of RBR Group Limited paid/accrued during the year are as follows:

	Short-term Benefits		Post Employment	Equity Compensation	Total
	Base Salary/Fees \$	Motor Vehicle/Bonus \$	Superannuation Contributions \$	Options \$	
2015/2016					
Directors					
I Macpherson – Executive Chairman ⁽ⁱ⁾	85,759	-	4,348	-	90,107
R Carcenac – Chief Executive Officer ⁽ⁱⁱ⁾	237,824	-	22,593	-	260,417
I Buchhorn – Non-Executive	31,250	-	-	-	31,250
Paul Graham-Clarke – Non-Executive ⁽ⁱⁱⁱ⁾	-	-	-	-	-
Executives					
S Middlemas - Company Secretary ^(iv)	79,240	-	-	-	79,240
A Ford – Chief Operating Officer ^(v)	81,289	-	3,341	-	84,630
2014/2015					
Directors					
I Macpherson – Executive Chairman ⁽ⁱ⁾	80,000	-	3,386	-	83,386
R Carcenac – Chief Executive Officer ⁽ⁱⁱ⁾	9,512	-	903	-	10,415
P Eaton – Non-Executive ^(vi)	19,167	-	1,821	-	20,988
I Buchhorn – Non-Executive	25,000	-	-	-	25,000
Executives					
S Middlemas - Company Secretary ^(iv)	64,000	-	-	-	64,000
A Ford – Chief Operating Officer	106,413	-	10,109	-	116,522

Notes:

- (i) Mr Macpherson was appointed Chairman from 1 December 2011
- (ii) Mr Carcenac was appointed Chief Executive Officer and Executive Director on 16 June 2015. Prior to this he was employed via his private company Dreamlink Pty Ltd as a consultant between 1 October 2014 until 16 June 2015 earning fees of \$166,000.
- (iii) Mr Graham-Clarke was appointed as Non-Executive Director on 16 December 2015.
- (iv) All fees for providing Company Secretarial services were paid to Sparkling Investments Pty Ltd.
- (v) Mr Ford's position was made redundant on 16 October 2015.
- (vi) Mr Eaton resigned from his position as a Non-Executive Director on 16 June 2015.

Other than the Directors and executive officers disclosed above there were no other executive officers who received emoluments during the financial year ended 30 June 2016.

DIRECTORS' REPORT (Continued)

Share-based compensation

The terms and conditions of each grant of options affecting remuneration in this or future reporting periods are as follows:

	Granted <i>Number</i>	Terms & Conditions for each Grant				
		<i>Date of Grant</i>	<i>Date of Vesting</i>	<i>Option Value (\$)</i>	<i>Exercise Price (\$)</i>	<i>Expiry Date</i>
Options Granted						
I Macpherson	5,000,000	20 Nov 2013	20 Nov 2013	0.0054	0.02	30 Jun 2017
A Ford	3,000,000	10 Sep 2013	10 Sep 2013	0.0072	0.02	30 Jun 2017
Other Staff	3,000,000	10 Sep 2013	10 Sep 2013	0.0072	0.02	30 Jun 2017
Performance Rights						
R Carcenac Class 1	7,500,000	27 Nov 2015	Refer (i) below	0.0064	N/A	26 Nov 2017
R Carcenac Class 2	7,500,000	27 Nov 2015	Refer (ii) below	0.0057	N/A	26 Nov 2018

Notes:

- (i) Rights subject to performance criteria prior to 26 November 2017; the Company's market capitalisation averaging over a period of 30 consecutive trading days a daily average of not less than \$6,000,000; consolidated gross income of the Company and its revenue exceeding \$1,250,000; and Mr Carcenac completing 12 months of continuous employment with the Company
- (ii) Rights subject to performance criteria prior to 26 November 2018; the Company's market capitalisation averaging over a period of 30 consecutive trading days a daily average of not less than \$8,000,000; consolidated gross income of the Company and its revenue exceeding \$2,000,000; and Mr Carcenac completing 24 months of continuous employment with the Company

There were no amounts payable on the issue of the options, and there are no performance conditions attached. All options previously issued are now fully vested and are exercisable at any time. When exercisable, each option is convertible into one ordinary share of RBR Group Limited.

INDEMNIFYING OFFICERS AND AUDITOR

During the year the Company paid an insurance premium to insure certain officers of the Consolidated Entity. The officers of the Consolidated Entity 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 Consolidated Entity. The insurance policy does not contain details of the premium paid in respect of individual officers of the Consolidated Entity. 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 Consolidated Entity has not provided any insurance for an auditor of the Consolidated Entity.

AUDITORS' INDEPENDENCE DECLARATION

Section 370C of the *Corporations Act 2001* requires the Consolidated Entity's auditors Butler Settineri (Audit) Pty Limited, to provide the Directors of the Consolidated Entity with an Independence Declaration in relation to the audit of the financial report. This Independence Declaration is attached and forms part of this Directors' Report.

NON-AUDIT SERVICES

The external auditors have not undertaken any non-audit work during the financial year.

PROCEEDINGS ON BEHALF OF THE CONSOLIDATED ENTITY

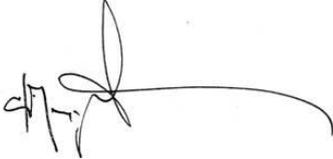
No person has applied for leave of Court to bring proceedings on behalf of the Consolidated Entity or intervene in any proceedings to which the Consolidated Entity is a party for the purpose of taking responsibility on behalf of the Consolidated Entity for all or any part of those proceedings. The Consolidated Entity was not party to any such proceedings during the year.

DIRECTORS' REPORT (Continued)

CORPORATE GOVERNANCE

In recognising the need for the highest standards of corporate behaviour and accountability, the Directors of the Consolidated Entity support and have adhered to the principles of corporate governance. The Consolidated Entity's corporate governance practices have been disclosed in Appendix 4G in accordance with ASX listing rule 4.7.3 at the same time as the annual report is lodged with the ASX. Further information about the Company's corporate governance practices is set out on the Company's web site at www.rbrgroup.com.au. In accordance with the recommendations of the ASX, information published on the web site includes codes of conduct and other policies and procedures relating to the Board and its responsibilities.

DATED at Perth this 3rd day of October 2016
Signed in accordance with a resolution of the Directors



Ian Macpherson
Executive Chairman

Competent Persons Statement

The information in this report that relates to Exploration is based on information compiled by Andrew Ford who is a Member of the Australasian Institute of Mining and Metallurgy. Andrew Ford is a consultant to RBR Group Limited and has sufficient experience that is relevant to the style of mineralization and type of deposit under consideration, and to the exploration activity that is being undertaking to qualify as a Competent Person as defined in the 2012 Edition of the "Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves". Andrew Ford has consented to the inclusion in this report of the matters based on his information in the form and context that it appears.

AUDITOR'S INDEPENDENCE DECLARATION

As lead auditor for the audit of RBR Group Limited and its controlled entities for the year ended 30 June 2016, I declare that, to the best of my knowledge and belief, there have been:

- a) No contraventions of the auditor independence requirements of the Corporations Act 2001 in relation to the audit; and
- b) No contraventions of any applicable code of professional conduct in relation to the audit.

This declaration is in respect of RBR Group Limited and the entities it controlled during the year.

BUTLER SETTINERI (AUDIT) PTY LTD



MARIUS VAN DER MERWE
Director

Perth
Date: 3 October 2016

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME
For the year ended 30 June 2016

	Notes	<u>2016</u>	<u>2015</u>
		\$	\$
Revenue	2	876,838	189,572
Employee expenses		(825,968)	(286,179)
Directors' fees		(121,365)	(122,706)
Insurance expenses		(17,559)	(15,878)
Consultants fees		(249,695)	(231,378)
Corporate expenses		(86,183)	(53,396)
Depreciation	3	(33,808)	(8,440)
Rent		(111,699)	(45,343)
Employee costs recharged to capitalised exploration		43,262	196,552
Share-based payments expense	3	(22,713)	-
Exploration written off	3	(441,041)	(467,149)
Other expenses	3	(361,770)	(91,751)
Loss before income tax		(1,351,701)	(936,096)
Income tax	5	(2,842)	(16,245)
Net loss for the year		(1,354,543)	(952,341)
<i>Other comprehensive income that may be recycled to profit or loss</i>			
Foreign currency translation adjustments		(69,640)	(5,375)
Total other comprehensive loss		(69,640)	(5,375)
Total comprehensive loss		(1,424,183)	(957,716)
Loss is attributable to:			
Equity holders of RBR Group Ltd		(1,408,881)	(952,341)
Non-controlling interests		54,338	-
		(1,354,543)	(952,341)
Total comprehensive loss is attributable to:			
Equity holders of RBR Group Ltd		(1,447,471)	(957,716)
Non-controlling interests		23,288	-
		(1,424,183)	(957,716)
Earnings per share			
Basic earnings/(loss) per share (cents per share)	20	(0.46) cents	(0.43) cents
Diluted earnings/(loss) per share (cents per share)	20	(0.46) cents	(0.43) cents

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

RBR GROUP LIMITED
and its controlled entities

CONSOLIDATED STATEMENT OF FINANCIAL POSITION
As at 30 June 2016

	Notes	<u>2016</u>	<u>2015</u>
		\$	\$
ASSETS			
CURRENT ASSETS			
Cash and cash equivalents	21(a)	94,619	163,900
Other receivables	6	142,270	252,154
Assets held for sale	11	100,000	-
Other assets	7	15,095	-
TOTAL CURRENT ASSETS		351,984	416,054
NON-CURRENT ASSETS			
Plant and equipment and motor vehicles	8	47,528	56,972
Intangibles	10	424,516	372,600
Capitalised mineral exploration expenditure	11	64,468	657,901
TOTAL NON-CURRENT ASSETS		536,512	1,087,473
TOTAL ASSETS		888,496	1,503,527
LIABILITIES			
CURRENT LIABILITIES			
Trade and other payables	12	349,633	473,029
Provisions	13	44,415	7,769
TOTAL CURRENT LIABILITIES		394,048	480,798
TOTAL LIABILITIES		394,048	480,798
NET ASSETS		494,448	1,022,729
EQUITY			
Contributed equity	14(a)	16,806,473	15,933,284
Reserves	15	635,704	651,581
Accumulated losses		(16,992,617)	(15,583,736)
Equity attributable to equity holders in the Company		449,560	1,001,129
Non-controlling interests		44,888	21,600
TOTAL EQUITY		494,448	1,022,729

The above Consolidated Statement of Financial Position should be read in conjunction with the Consolidated Entity's accompanying notes.

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
For the year ended 30 June 2016

	Notes	Contributed Equity	Share Based Payment Reserve	Foreign Currency Translation Reserve	Accumulated losses	Owners of the parent	Non controlling interest	Total
BALANCE AT 1 JULY 2014		15,085,096	656,956	-	(14,631,395)	1,110,657	-	1,110,657
Loss for the year		-	-	-	(952,341)	(952,341)	-	(952,341)
Other comprehensive income		-	-	(5,375)	-	(5,375)	-	(5,375)
Total comprehensive income		-	-	(5,375)	(952,341)	(957,716)	-	(957,716)
Transactions with owners in their capacity as owners:								
Shares issued		848,188	-	-	-	848,188	-	848,188
Non-controlling interest arising from business combination		-	-	-	-	-	21,600	21,600
BALANCE AT 30 JUNE 2015		15,933,284	656,956	(5,375)	(15,583,736)	1,001,129	21,600	1,022,729
Loss for the year		-	-	-	(1,408,881)	(1,408,881)	54,338	(1,354,543)
Other comprehensive income		-	-	(38,590)	-	(38,590)	(31,050)	(69,640)
Total comprehensive income		-	-	(38,590)	(1,408,881)	(1,447,471)	23,288	(1,424,183)
Transactions with owners in their capacity as owners:								
Shares issued during the year	14(b)	873,189	-	-	-	873,189	-	873,189
Director performance rights issued		-	22,713	-	-	22,713	-	22,713
BALANCE AT 30 JUNE 2016		16,806,473	679,669	(43,965)	(16,992,617)	449,560	44,888	494,448

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

RBR GROUP LIMITED
and its controlled entities

CONSOLIDATED STATEMENT OF CASH FLOWS
For the year ended 30 June 2016

	Notes	<u>2016</u>	<u>2015</u>
		\$	\$
Cash flows from operating activities			
Receipts from customers		685,402	114,043
Interest received		2,996	4,383
Payments to suppliers and employees (inclusive of goods and services tax)		(1,636,578)	(639,856)
Net cash used in operating activities	21(b)	(948,180)	(521,430)
Cash flows from investing activities			
Payments for exploration and evaluation		(47,608)	(220,850)
Receipt on sale of tenement		100,000	-
Payments for investments in subsidiaries		(64,698)	-
Payments for plant and equipment		(48,586)	-
Proceeds on sale of plant and equipment and motor vehicles		-	7,625
Net cash used in investing activities		(60,892)	(213,225)
Cash flows from financing activities			
Proceeds from loan		150,000	50,000
Repayment of loan		(50,000)	-
Proceeds from the issue of shares (net of fees)		873,189	443,545
Net cash provided by financing activities		973,189	493,545
Net decrease in cash held		(35,883)	(241,110)
Cash at the beginning of the financial year		163,900	205,915
Exchange rate movements		(33,398)	(12,195)
Funds received from subsidiary purchase		-	211,290
Cash at the end of the financial year	21(a)	94,619	163,900

The above Consolidated Statement of Cash Flows should be read in conjunction with the Consolidated Entity's accompanying notes.

NOTES TO THE FINANCIAL STATEMENTS

For the year ended 30 June 2016

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The principal accounting policies adopted in preparing the financial report of the Company, RBR Group Limited and its controlled entities ("RBR" or "Consolidated Entity"), are stated to assist in a general understanding of the financial report. These policies have been consistently applied to all the years presented, unless otherwise indicated.

RBR Group Limited is a Company limited by shares incorporated and domiciled in Australia whose shares are publicly traded on the official list of the Australian Stock Exchange. The financial statements are presented in Australian dollars which is the Consolidated Entity's functional currency.

(a) Basis of Preparation

This general purpose financial report has been prepared in accordance with Australian Accounting Standards (including Australian Interpretations) adopted by the Australian Accounting Standards Board and the *Corporations Act 2001*.

RBR Group Limited is a for-profit entity for the purpose of preparing the financial statements.

The financial report has been prepared on the basis of historical costs and does not take into account changing money values or, except where stated, current valuations of non-current assets.

The financial report was authorised for issue by the Directors.

Going Concern

The Consolidated Entity incurred a loss for the year of \$1,354,543 (2015: \$952,341) and a net cash outflow from operating activities of \$948,180 (2015: \$521,430).

At 30 June 2016 the Consolidated Entity had cash assets of \$94,619 (2015: \$163,900) and working capital of -\$42,064 (2015: -\$64,744).

Although the above is indicative of a material uncertainty, the Company is confident in the support of its shareholders until the Consolidated Entity is cash flow positive.

The Directors continue to manage the Consolidated Entity's activities with due regard to current and future funding requirements. On this basis, the Directors believe the financial statement should be prepared on a going concern basis.

(b) Use of Estimates and Judgements

The preparation of financial statements requires management to make judgements, estimates and assumptions that affect the application of accounting policies and reported amounts of assets and liabilities, income and expenses. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised and in any future periods affected. None of the balances reported have been derived from estimates.

(c) Basis of Consolidation

Controlled Entity

The consolidated financial statements comprise the financial statements of RBR Group Limited and its subsidiaries as at 30 June each year.

The financial statements of the subsidiary are prepared for the same reporting period as the parent company, using consistent accounting policies.

In preparing the consolidated financial statements, all intercompany balances and transactions, income and expenses and profit and losses resulting from intra-group transactions have been eliminated in full. The subsidiary is fully consolidated from the date on which control is transferred to the consolidated entity and ceases to be consolidated from the date on which control is transferred out of the consolidated entity.

NOTES TO THE FINANCIAL STATEMENTS (Continued)
For the year ended 30 June 2016

The acquisition of the subsidiary has been accounted for using the purchase method of accounting. The purchase method of accounting involves allocating the cost of the business combination to the fair value of the assets acquired and the liabilities and contingent liabilities assumed at the date of acquisition. Accordingly, the consolidated financial statements include the results of the subsidiary for the period from their acquisition.

Joint ventures

Joint ventures are those entities over whose activities the consolidated entity has joint control, established by contractual agreement.

In the consolidated entity's financial statements, investments in joint ventures are carried at cost. Details of these interests are shown in Note 27.

Interests in joint ventures have been 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.

(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 income tax rate adjusted by changes in deferred tax assets and liabilities attributable to 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 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. 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 asset or liability is recognised in relation to those temporary 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.

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

(e) Foreign currency translation

The financial statements are presented in Australian dollars, which is RBR Group Limited's functional and presentation currency.

Foreign currency transactions

Foreign currency transactions are translated into Australian dollars using the exchange rates prevailing at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at financial year-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in profit or loss.

Foreign operations

The assets and liabilities of foreign operations are translated into Australian dollars using the exchange rates at the reporting date. The revenues and expenses of foreign operations are translated into Australian dollars using the average exchange rates, which approximate the rates at the dates of the transactions, for the period. All resulting foreign exchange differences are recognised in other comprehensive income through the foreign currency reserve in equity.

The foreign currency reserve is recognised in profit or loss when the foreign operation or net investment is disposed of.

(f) Revenue Recognition

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Consolidated Entity and the revenue can be reliably measured. The following specific recognition criteria must also be met before revenue is recognised:

NOTES TO THE FINANCIAL STATEMENTS (Continued)
For the year ended 30 June 2016

Interest income

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

(g) Cash and Cash Equivalents

Cash and short-term deposits in the balance sheet comprise cash at bank and in hand and short term deposits with an original maturity of three months or less.

For the purposes of the Consolidated Statement of Cash Flows, cash and cash equivalents consist of cash and cash equivalents as defined above, which are readily convertible to cash on hand and which are used in the cash management function on a day-to-day basis.

(h) Employee Entitlements

Liabilities for wages and salaries, annual leave and other current employee entitlements 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. Liabilities for non-accumulating sick leave are recognised when the leave is taken and measured at the rates paid or payable.

Contributions to employee superannuation plans are charged as an expense as the contributions are paid or become payable.

(i) Plant and equipment and motor vehicles

Each class of plant and equipment and motor vehicles is carried at cost or fair value less, where applicable, any accumulated depreciation and impairment losses.

Plant and equipment and motor vehicles

Plant and equipment and motor vehicles are stated at cost less accumulated depreciation and any impairment in value.

The carrying values of plant and equipment and motor vehicles are reviewed for impairment when events or changes in circumstances indicate the carrying value may not be recoverable.

For an asset that does not generate largely independent cash flows, the recoverable amount is determined for the cash-generating unit to which the asset belongs.

If any such indication exists where the carrying values exceed the estimated recoverable amount, the assets or cash generating units are written down to their recoverable amount.

Depreciation

Depreciable non-current assets are depreciated over their expected economic life using either the straight line or the diminishing value method. Profits and losses on disposal of non-current assets are taken into account in determining the operating loss for the year. The depreciation rate used for each class of assets is as follows:

- Plant & equipment 20 - 33%
- Motor vehicles 22.5%

(j) Goods and Services Tax (GST)

Revenues, expenses and assets are recognised net of the amount of goods and services tax ("GST"), except where the amount of GST incurred is not recoverable from the Australian Taxation Office ("ATO"). In these circumstances the GST is recognised as part of the cost of acquisition of the asset or as part of an item of the expense.

Receivables and payables are stated with the amount of GST included. GST incurred is claimed from the ATO when a valid tax invoice is provided. The net amount of GST recoverable from, or payable to, the ATO is included as a current asset or liability in the balance sheet.

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

NOTES TO THE FINANCIAL STATEMENTS (Continued)
For the year ended 30 June 2016

(k) Payables

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

(l) Contributed Equity

Issued capital is recognised as the fair value of the consideration received by the Company.

Any transaction costs arising on the issue of ordinary shares are recognised directly in equity as a reduction of the share proceeds received.

(m) Exploration and Evaluation Expenditure

Mineral exploration and evaluation expenditure incurred is accumulated in respect of each identifiable area of interest and is subject to impairment testing. 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.

Where a mineral resource has been identified and where it is expected that future expenditures will be recovered by future exploitation or sale, the impairment of the exploration and evaluation is written back and transferred to development costs. Once production commences, the accumulated costs for the relevant area of interest are amortised over the life of the area according to the rate of depletion of the economically recoverable reserves.

Costs of site restoration and rehabilitation are recognised when the Consolidated Entity has a present obligation, the future sacrifice of economic benefits is probable and the amount of the provision can be reliably estimated.

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

Exploration and evaluation assets are assessed for impairment if:

- (i) sufficient data exists to determine technical feasibility and commercial viability, and
- (ii) facts and circumstances suggest that the carrying amount exceeds the recoverable amount.

For the purpose of impairment testing, exploration and evaluation assets are allocated to cash-generating units to which the exploration activity relates. The cash generating unit shall not be larger than the area of interest.

Once the technical feasibility and commercial viability of the extraction of mineral resources in an area of interest are demonstrable, exploration and evaluation assets attributable to that area of interest are first tested for impairment and then re-classified from intangible assets to mining property and development assets within property, plant and equipment.

(n) Earnings per Share

Basic earnings per share ("EPS") are calculated based upon the net profit/(loss) attributable to equity holders of the parent divided by the weighted average number of shares. Diluted EPS are calculated as the net profit/(loss) attributable to equity holders of the parent divided by the weighted average number of shares and dilutive potential shares.

NOTES TO THE FINANCIAL STATEMENTS (Continued)
For the year ended 30 June 2016

(o) Leases

Leases are classified at their inception as either operating or finance leases based on the economic substance of the agreement so as to reflect the risks and benefits incidental to ownership.

The minimum lease payments of operating leases, where the lessor effectively retains substantially all of the risks and benefits of ownership of the leased item, are recognised as an expense on a straight-line basis over the term of the lease.

(p) Share-based payment transactions

The Company provides benefits to employees (including Directors and consultants) of the Consolidated Entity in the form of share-based payment transactions, whereby employees render services in exchange for shares or rights over shares ("Equity-settled transactions").

There is currently one plan in place to provide these benefits being an Employee Share Option Plan ("ESOP") which provides benefits to Directors, consultants and senior executives.

The cost of these equity-settled transactions is measured by reference to fair value at the date at which they are granted. The fair value is determined by an external valuer using either the Black-Scholes or Binomial model.

In valuing equity-settled transactions, no account is taken of any performance conditions, other than conditions linked to the price of the shares of RBR Group Limited ("market conditions").

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

Where the Consolidated Entity acquires some form of interest in an exploration tenement or an exploration area of interest and the consideration comprises share-based payment transactions, the fair value of the equity instruments granted is measured at grant date. The cost of equity securities is recognised within capitalised mineral exploration and evaluation expenditure, together with a corresponding increase in equity.

(q) Comparative Figures

When required by Accounting Standards, comparative figures have been adjusted to conform to changes in presentation for the current financial year.

(r) Financial risk management

The Board of Directors has overall responsibility for the establishment and oversight of the risk management framework, to identify and analyse the risks faced by the Consolidated Entity. These risks include credit risk, liquidity risk and market risk from the use of financial instruments. The Consolidated Entity has only limited use of financial instruments through its cash holdings being invested in short term interest bearing securities. The primary goal of this strategy is to maximise returns while minimising risk through the use of accredited Banks with a minimum credit rating of A1 from Standard & Poors. The Consolidated Entity has no debt, and working capital is maintained at its highest level possible and regularly reviewed by the full board.

(s) Changes in accounting policies and disclosures

In the current year, the Consolidated entity has adopted all new and revised Standards and Interpretations that have been issued and are effective for the accounting periods beginning on or after 1 July 2015. The adoption of the new and revised Standards and Interpretations has not resulted in any changes to the Group's accounting policies.

(t) Standards issued but not yet effective

Australian Accounting Standards and Interpretations that have recently been issued or amended but are not yet mandatory, have not been early adopted by the Consolidated Entity for the annual reporting period ended 30 June 2016. The Consolidated Entity's assessment of the impact of these new or amended Accounting Standards and Interpretations, most relevant to the Consolidated Entity, are set out below.

AASB 9 Financial Instruments and associated Amending Standards (applicable to annual reporting periods beginning on or after 1 January 2018).

NOTES TO THE FINANCIAL STATEMENTS (Continued)
For the year ended 30 June 2016

The Standard will be applicable retrospectively (subject to the provisions on hedge accounting outlined below) and includes revised requirements for the classification and measurement of financial instruments, revised recognition and derecognition requirements for financial instruments and simplified requirements for hedge accounting.

The key changes that may affect the Group on initial application include certain simplifications to the classification of financial assets, simplifications to the accounting of embedded derivatives, upfront accounting for expected credit loss, and the irrevocable election to recognise gains and losses on investments in equity instruments that are not held for trading in other comprehensive income. AASB 9 also introduces a new model for hedge accounting that will allow greater flexibility in the ability to hedge risk, particularly with respect to hedges of non-financial items. Should the entity elect to change its hedge policies in line with the new hedge accounting requirements of the Standard, the application of such accounting would be largely prospective.

Although the directors anticipate that the adoption of AASB 9 may have an impact on the Group's financial instruments, including hedging activity, it is impracticable at this stage to provide a reasonable estimate of such impact.

AASB 15 Revenue from Contracts with Customers (applicable to annual reporting periods beginning on or after 1 January 2018, as deferred by AASB 2015-8: Amendments to Australian Accounting Standards – Effective Date of AASB 15).

When effective, this Standard will replace the current accounting requirements applicable to revenue with a single, principles-based model. Except for a limited number of exceptions, including leases, the new revenue model in AASB 15 will apply to all contracts with customers as well as non-monetary exchanges between entities in the same line of business to facilitate sales to customers and potential customers.

The core principle of the Standard is that an entity will recognise revenue to depict the transfer of promised goods or services to customers in an amount that reflects the consideration to which the entity expects to be entitled in exchange for the goods or services. To achieve this objective, AASB 15 provides the following five-step process:

- identify the contract(s) with a customer;
- identify the performance obligations in the contract(s);
- determine the transaction price;
- allocate the transaction price to the performance obligations in the contract(s); and
- recognise revenue when (or as) the performance obligations are satisfied.

The transitional provisions of this Standard permit an entity to either: restate the contracts that existed in each prior period presented per AASB 108: Accounting Policies, Changes in Accounting Estimates and Errors (subject to certain practical expedients in AASB 15); or recognise the cumulative effect of retrospective application to incomplete contracts on the date of initial application. There are also enhanced disclosure requirements regarding revenue.

Although the directors anticipate that the adoption of AASB 15 may have an impact on the Group's financial statements, it is impracticable at this stage to provide a reasonable estimate of such impact.

AASB 16: Leases (applicable to annual reporting periods beginning on or after 1 January 2019).

When effective, this Standard will replace the current accounting requirements applicable to leases in AASB 117: Leases and related Interpretations. AASB 16 introduces a single lessee accounting model that eliminates the requirement for leases to be classified as operating or finance leases.

The main changes introduced by the new Standard include:

- recognition of a right-to-use asset and liability for all leases (excluding short-term leases with less than 12 months of tenure and leases relating to low-value assets);
- depreciation of right-to-use assets in line with AASB 116: Property, Plant and Equipment in profit or loss and unwinding of the liability in principal and interest components;
- variable lease payments that depend on an index or a rate are included in the initial measurement of the lease liability using the index or rate at the commencement date;
- by applying a practical expedient, a lessee is permitted to elect not to separate non-lease components and instead account for all components as a lease; and
- additional disclosure requirements.

The transitional provisions of AASB 16 allow a lessee to either retrospectively apply the Standard to comparatives in line with AASB 108 or recognise the cumulative effect of retrospective application as an adjustment to opening equity on the date of initial application.

Although the directors anticipate that the adoption of AASB 16 will impact the Group's financial statements, it is impracticable at this stage to provide a reasonable estimate of such impact.

NOTES TO THE FINANCIAL STATEMENTS (Continued)
For the year ended 30 June 2016

AASB 2014-3: Amendments to Australian Accounting Standards – Accounting for Acquisitions of Interests in Joint Operations (applicable to annual reporting periods beginning on or after 1 January 2016)

This Standard amends AASB 11: Joint Arrangements to require the acquirer of an interest (both initial and additional) in a joint operation in which the activity constitutes a business, as defined in AASB 3: Business Combinations, to apply all of the principles on business combinations accounting in AASB 3 and other Australian Accounting Standards except for those principles that conflict with the guidance in AASB 11; and disclose the information required by AASB 3 and other Australian Accounting Standards for business combinations.

The application of AASB 2014-3 will result in a change in accounting policies for the above described transactions, which were previously accounted for as acquisitions of assets rather than applying the acquisition method per AASB 3.

The transitional provisions require that the Standard should be applied prospectively to acquisitions of interests in joint operations occurring on or after 1 January 2016. As at 30 June 2016, management is not aware of the existence of any such arrangements that would impact the financial statements of the entity going forward and as such is not capable of providing a reasonable estimate at this stage of the impact on initial application of AASB 2014-3.

AASB 2014-10: Amendments to Australian Accounting Standards – Sale or Contribution of Assets between an Investor and its Associate or Joint Venture (applicable to annual reporting periods beginning on or after 1 January 2018, as deferred by AASB 2015-10: Amendments to Australian Accounting Standards – Effective Date of Amendments to AASB 10 and AASB 128).

This Standard amends AASB 10: Consolidated Financial Statements with regards to a parent losing control over a subsidiary that is not a “business” as defined in AASB 3 to an associate or joint venture, and requires that:

- a gain or loss (including any amounts in other comprehensive income (OCI)) be recognised only to the extent of the unrelated investor’s interest in that associate or joint venture;
- the remaining gain or loss be eliminated against the carrying amount of the investment in that associate or joint venture; and
- any gain or loss from remeasuring the remaining investment in the former subsidiary at fair value also be recognised only to the extent of the unrelated investor’s interest in the associate or joint venture. The remaining gain or loss should be eliminated against the carrying amount of the remaining investment.

The application of AASB 2014-10 will result in a change in accounting policies for transactions of loss of control over subsidiaries (involving an associate or joint venture) that are businesses per AASB 3 for which gains or losses were previously recognised only to the extent of the unrelated investor’s interest.

The transitional provisions require that the Standard should be applied prospectively to sales or contributions of subsidiaries to associates or joint ventures occurring on or after 1 January 2018. Although the directors anticipate that the adoption of AASB 2014-10 may have an impact on the Group’s financial statements, it is impracticable at this stage to provide a reasonable estimate of such impact.

NOTES TO THE FINANCIAL STATEMENTS (Continued)
For the year ended 30 June 2016

2. OTHER INCOME

	<u>2016</u>	<u>2015</u>
	\$	\$
Revenue		
Revenue from rendering of services	873,849	186,798
Interest	2,989	2,774
	876,838	189,572

3. EXPENSES

	<u>2016</u>	<u>2015</u>
	\$	\$
Contributions to employees superannuation plans	33,073	17,719
Depreciation - plant and equipment	33,808	8,440
Exploration Written off	441,041	467,149
Share based payment expense	22,713	-
Provision for employee entitlements	40,995	3,478
	570,629	556,786
Other Expenses		
Travel and accommodation	73,755	38,130
IT and communications	34,542	27,876
Consultants	44,309	8,220
Other	209,164	17,525
	361,770	91,751

4. AUDITORS' REMUNERATION

	<u>2016</u>	<u>2015</u>
	\$	\$
Audit – Butler Settineri (Audit) Pty Limited		
Audit and review of the financial statements	20,555	16,995
	20,555	16,995

NOTES TO THE FINANCIAL STATEMENTS (Continued)
For the year ended 30 June 2016

5. INCOME TAX

(a) Income tax expense

No income tax is payable by the Consolidated Entity as it has incurred losses for income tax purposes for the year, therefore current tax, deferred tax and tax expense is \$Nil (2015 - \$Nil).

	<u>2016</u> \$	<u>2015</u> \$
(b) Numerical reconciliation of income tax expense to prima facie tax payable		
Loss from continuing operations before income tax expense	(1,351,701)	(936,096)
Prima facie tax benefit at the Australian tax rate of 30% (2015: 30%)	(405,510)	(280,829)
Tax effect of amounts which are not deductible (taxable) in calculating taxable income:		
Non-deductible expenses	132,312	-
Overseas projects income and expenses	(25,276)	
Other allowable expenditure	(5,042)	9,523
Deferred tax asset not brought to account	300,674	255,061
Income tax expense	(2,842)	(16,245)

(b) Tax losses

Unused tax losses for which no deferred tax asset has been recognised	13,099,593	9,554,488
Potential tax benefit at 30%	3,929,878	2,866,346

(c) Unrecognised deferred tax assets

Unrecognised deferred tax assets

Provisions	6,995	4,787
Carry forward tax losses	3,929,878	3,000,534
	<u>3,936,873</u>	<u>3,005,321</u>

No deferred tax asset has been recognised for the above balance as at 30 June 2016 as it is not considered probable that future taxable profits will be available against which it can be utilised.

Unrecognised deferred tax liabilities

Capitalised mineral exploration and evaluation expenditure	<u>3,936,873</u>	3,005,321
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(d) Franking credits balance

The Consolidated Entity has no franking credits as at 30 June 2016 available for use in future years (2015: \$Nil).

6. OTHER RECEIVABLES

Current

	<u>2016</u> \$	<u>2015</u> \$
Trade receivables	78,889	246,962
Other receivables	63,381	5,192
	<u>142,270</u>	<u>252,154</u>

Trade receivables represent outstanding amounts owed by customers in Mozambique. Other receivables include GST and other value added tax receipts.

NOTES TO THE FINANCIAL STATEMENTS (Continued)
For the year ended 30 June 2016

7. OTHER ASSETS

Current

	<u>2016</u> \$	<u>2015</u> \$
Prepayments	15,095	-

8. PLANT AND EQUIPMENT AND MOTOR VEHICLES

	<u>2016</u> \$	<u>2015</u> \$
Plant and office equipment		
At cost	197,996	233,352
Accumulated depreciation	(150,468)	(187,331)
	<u>47,528</u>	<u>46,021</u>
Motor vehicles		
At cost	-	12,873
Accumulated depreciation	-	(1,922)
	<u>-</u>	<u>10,951</u>
	<u>47,528</u>	<u>56,972</u>

Reconciliation

Reconciliation of the carrying amounts for each class of plant and equipment and motor vehicles are set out below:

	<u>2016</u> \$	<u>2015</u> \$
<i>Plant and office equipment</i>		
Carrying amount at beginning of the year	46,021	7,808
Additions	40,791	45,688
Depreciation	(31,943)	(7,475)
Foreign currency differences	(7,341)	-
Carrying amount at the end of the year	<u>47,528</u>	<u>46,021</u>
<i>Motor vehicles</i>		
Carrying amount at beginning of the year	10,951	10,000
Additions	-	11,916
Disposals	(7,969)	(10,000)
Depreciation	(1,865)	(965)
Foreign currency differences	(1,118)	-
Carrying amount at the end of the year	<u>-</u>	<u>10,951</u>

NOTES TO THE FINANCIAL STATEMENTS (Continued)
For the year ended 30 June 2016

9. INVESTMENTS

Particulars in relation to the controlled entity

RBR Group Limited is the parent entity.

Name of Controlled entity	Country of incorporation	Class of Shares	Equity Holding	
			2016	2015
Freelance Support Pty Ltd ⁽ⁱ⁾	Australia	Ordinary	100%	-
PacMoz LdA ⁽ⁱⁱ⁾	Mozambique	Ordinary	60%	60%

(i) RBR purchased 100% of the issued capital of Freelance Support Pty Ltd on 11 January 2016.

(ii) RBR purchased 60% of the issued capital of PacMoz LdA on 25 March 2015 through the issue of shares.

Acquisition of controlled entity

On 11 January 2016 RBR acquired 100% of the voting interests in Freelance Support Pty Ltd, providing access to the company's Australian Registered Training Organisation licence and training systems. The purchase price paid was \$49,998.

Identifiable assets acquired and liabilities assumed

The following table summarises the recognised amounts of assets acquired and liabilities assumed at the acquisition date

	\$
Intangible Assets	49,998
Total Identifiable net assets acquired	<u>49,998</u>

10. INTANGIBLES

	<u>2016</u>	<u>2015</u>
	\$	\$
Cost brought forward	372,600	-
Goodwill on Acquisition of PacMoz LdA	-	372,600
Purchase of Freelance Support Pty Ltd	49,998	-
Foreign exchange movement on PacMoz LdA goodwill	1,918	-
	<u>424,516</u>	<u>372,600</u>

The carrying value of the goodwill for PacMoz was subject to impairment testing in accordance with the accounting standards. A valuation was undertaken using a discounted cashflow model based on current cashflows plus expected revenues and a discount rate of 12% and it was determined there was no impairment required. The carrying value of the intangible is expected to be finite and will be evaluated on a six month basis in the future.

NOTES TO THE FINANCIAL STATEMENTS (Continued)
For the year ended 30 June 2016

11. CAPITALISED MINERAL EXPLORATION EXPENDITURE

In the exploration phase

	<u>2016</u>	<u>2015</u>
	\$	\$
Current		
Assets held for sale	100,000	-
Non-Current		
Balance at the beginning of the year	657,901	904,200
Expenditure incurred during the year (at cost)	47,608	220,850
Sale of tenement	(100,000)	
Exploration expenditure written off	(441,041)	(467,149)
Transferred to assets held for sale	(100,000)	
Balance at the end of the year	64,468	657,901

The recoupment of costs carried forward is dependent on the successful development and/or commercial exploitation or alternatively sale of the respective areas of interest. The Company assessed the value of its exploration assets and impaired tenements that had expired or had agreement for sale were written down to reflect their recoverable amount.

12. TRADE AND OTHER PAYABLES

Current (Unsecured)

	<u>2016</u>	<u>2015</u>
	\$	\$
Trade creditors	132,964	290,697
Other creditors and accruals	66,669	132,332
Loan from Director related entity	150,000	50,000
	349,633	473,029

Included within trade and other creditors and accruals is an amount of \$Nil (2015- \$325) relating to exploration expenditure.

13. PROVISIONS

Current

	<u>2016</u>	<u>2015</u>
	\$	\$
PacMoz Tax Provisions	3,399	-
Employee entitlements	41,016	7,769
	44,415	7,769

PacMoz tax provisions relate to deferred taxes in Mozambique and employee entitlements are a calculation of leave owing to employees.

NOTES TO THE FINANCIAL STATEMENTS (Continued)
For the year ended 30 June 2016

14. CONTRIBUTED EQUITY

(a) Ordinary Shares

	<u>2016</u> \$	<u>2015</u> \$
318,016,038 (2015: 248,304,498) fully paid ordinary shares	<u>16,806,473</u>	<u>15,933,284</u>

(b) Share Movements during the Year

	2016		2015	
	Number of Shares	\$	Number of Shares	\$
Beginning of the financial year	248,304,498	15,933,284	181,304,498	15,085,096
<i>New share issues during the year</i>				
Placements during the year	-	-	44,500,000	485,000
Shares issued in PacMoz purchase	-	-	22,500,000	405,000
Placements during the year ⁽ⁱ⁾	6,108,332	109,950	-	-
Share issued from non-renounceable rights issue ⁽ⁱⁱ⁾	63,603,208	763,239	-	-
Less costs of share issues	-	-	-	(41,812)
	<u>318,016,038</u>	<u>16,806,473</u>	248,304,498	15,933,284

Notes:

- (i) Private Placement of 6,108,332 fully paid ordinary shares made to sophisticated Investors at an issue price of 1.8 cents per share to raise \$109,950 on 6 July 2015
- (ii) Non-renounceable share rights at an issue price on 1.2 cents per share including allotment of 39,526,162 on 19 August 2015, shortfall issue of 20,303,334 on 31 August 2015 and final shortfall issue of 3,773,712 on 21 October 2015.

(c) Unlisted Options

There were no unlisted options issued in 2016 (2015 – NIL), and no unlisted options lapsed during the year (2015 – 8,500,000) as a result of time expiry. As a consequence, the number of unlisted options on issue at 30 June 2016 and at the date of this report were 11,000,000 (2015 – 11,000,000). There were no other options issued to staff under the RBR Share Option Plan (refer Note 16).

(d) Performance Shares

An independent valuation was completed on performance rights granted during the year. Market based vesting conditions were valued using a hybrid share option pricing model that simulates the share price of the Company as at the test date using a Monte-Carlo model. For non-market based vesting conditions no discount was made to the underlying valuation model.

	Grant date	Expiry date	Number of performance rights	Weighted average value cents
2016				
R Carcenac Class 1	27 Nov 2015	26 Nov 2017	7,500,000	0.64
Rights subject to performance criteria prior to 26 November 2017; the Company's market capitalisation averaging over a period of 30 consecutive trading days a daily average of not less than \$6,000,000; consolidated gross income of the Company and its revenue exceeding \$1,250,000; and Mr Carcenac completing 12 months of continuous employment with the Company				
R Carcenac Class 2	27 Nov 2015	26 Nov 2018	7,500,000	0.57
Rights subject to performance criteria prior to 26 November 2018; the Company's market capitalisation averaging over a period of 30 consecutive trading days a daily average of not less than \$8,000,000; consolidated gross income of the Company and its revenue exceeding \$2,000,000; and Mr Carcenac completing 24 months of continuous employment with the Company				

NOTES TO THE FINANCIAL STATEMENTS (Continued)
For the year ended 30 June 2016

	Grant date	Expiry date	Number of performance rights	Weighted average value cents
2015				
PacMoz, LDA Purchase Performance Shares Tranche A	25 Mar 2015	24 Mar 2018	30,000,000	0.00
Achievement by PacMoz of either:				
(a) 250,000 gold ounce JORC compliant resource or equivalent mineral on a resource asset:				
(i) owned by PacMoz as at the date of the issue of the Performance Shares; or				
(ii) acquired by the Company in connection with the Company's analysis of the Mozambique IP made available to the Company as at the date of issue of the Performance Shares; or				
(b) combined turnover/gross income of the PacMoz Group in a 12 month period or fiscal period of at least \$1,250,000 based on the PacMoz accounts with the net profit after tax not less than 15% of the turnover/gross income.				
PacMoz, LDA Purchase Performance Shares Tranche B	25 Mar 2015	24 Mar 2019	30,000,000	0.00
(a) 500,000 gold ounce JORC compliant resource or equivalent mineral on a resource asset:				
(i) owned by PacMoz as at the date of the issue of the Performance Shares; or				
(ii) acquired by the Company in connection with the Company's analysis of the Mozambique IP made available to the Company as at the date of issue of the Performance Shares; or				
(b) combined turnover/gross income of the PacMoz Group in a 12 month period or fiscal period of at least \$2,000,000 based on the PacMoz accounts with the net profit after tax not less than 15% of the turnover/gross income.				

(e) Terms and Conditions of Contributed Equity

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 have the right to receive dividends as declared and, in the event of the winding up of the Company, to participate in the proceeds from the sale of all surplus assets in proportion to the number of shares held.

Ordinary shares which have no par value, entitle their holder to one vote, either in person or by proxy, at a meeting of the Company.

The Company's objectives when managing capital are to safeguard their ability to continue as a going concern, so that they may continue to provide returns for shareholders and benefits for other stakeholders.

NOTES TO THE FINANCIAL STATEMENTS (Continued)
For the year ended 30 June 2016

(f) Capital Risk Management

Due to the nature of the Consolidated Entity's activities, being mineral exploration, the Consolidated Entity does not have ready access to credit facilities, with the primary source of funding being equity raisings. Therefore, the focus of the Consolidated Entity's capital risk management is the current working capital position against the requirements to meet exploration programmes and corporate overheads. The Consolidated Entity's strategy is to ensure appropriate liquidity is maintained to meet anticipated operating requirements, with a view to initiating appropriate capital raisings as required. The working capital position of the Consolidated Entity is as follows:

	<u>2016</u>	<u>2015</u>
	\$	\$
Cash and cash equivalents	94,619	163,900
Trade and other receivables	142,270	252,154
Assets held for sale	100,000	-
Other assets	15,095	-
Trade and other payables	(349,633)	(473,029)
Provisions	(44,415)	(7,769)
Working capital position	<u>(42,064)</u>	<u>(64,744)</u>

15. RESERVES

	<u>2016</u>	<u>2015</u>
	\$	\$
Reserves		
Share Option Reserve	679,669	656,956
Foreign Currency Translation Reserve	(43,965)	(5,375)
Total Reserves	<u>635,704</u>	<u>651,581</u>

As represented by:

	<u>2016</u>	<u>2015</u>
	\$	\$
Share Option Reserve		
Balance at the beginning of the year	656,956	656,956
Add: Amounts expensed in current year	22,713	-
Balance at the end of the year	<u>679,669</u>	<u>656,956</u>

The share option reserve comprises any equity settled share based payment transactions. The reserve will be reversed against share capital when the underlying share options are exercised.

	<u>2016</u>	<u>2015</u>
	\$	\$
Foreign Currency Translation Reserve		
Balance at the beginning of the year	(5,375)	-
Loss on translation of foreign subsidiaries	(38,590)	(5,375)
Balance at the end of the year	<u>(43,965)</u>	<u>(5,375)</u>

The foreign currency translation reserve is used to record currency differences arising from the translation of financial statements of foreign operations.

NOTES TO THE FINANCIAL STATEMENTS (Continued)
For the year ended 30 June 2016

16. OPTION PLAN

The establishment of the RBR Group Limited Employee Share Option Plan (“the Plan”) was approved by special resolution at a General Meeting of shareholders of the Consolidated Entity held on 22 November 2011. All eligible Directors, executive officers, employees and consultants of RBR Group Limited who have been continuously employed by the Consolidated Entity are eligible to participate in the Plan.

The Plan allows the Consolidated Entity to issue free options to eligible persons. The options can be granted free of charge and are exercisable at a fixed price calculated in accordance with the Plan.

Options issued under the Plan have up to a 24 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.

17. RELATED PARTIES

Full remuneration details for Directors and Executives are included in the Directors report where the information has been audited as indicated. During the current financial year, the transactions with directors, included an entity related to Ian Macpherson, which loaned the Company \$50,000, a loan by Paul Graham-Clarke for \$50,000, a loan from Richard Carcenac for \$20,000 and a loan from Athol Emerton a substantial shareholder on normal commercial terms (unsecured, interest rate of 5%). The loan will be repaid from the proceeds of the entitlements issue. There were no other transactions with Directors or Executives in the current year (2015 - \$50,000).

Movement in Shares

The aggregate numbers of shares and options of the Company held directly, indirectly or beneficially by Directors and Executive Officers of the Consolidated Entity or their personally-related entity are as follows:

	Ordinary Shares				Unlisted Options
	Opening	Purchases	Disposals	Closing	30 June
2015/2016					
Mr I Macpherson	17,542,389	5,785,598	-	23,327,987	5,000,000
Mr R Carcenac	7,500,000	2,586,210	-	10,086,210	-
Mr I Buchhorn	14,859,777	3,714,947	-	18,574,724	-
Mr Graham-Clarke ⁽ⁱ⁾	-	5,132,408	-	5,132,408	-
Mr R Middlemas	3,256,268	-	-	3,256,268	-
Mr A Ford ⁽ⁱⁱ⁾	400,000	-	(400,000)	-	-
2014/2015					
Mr I Macpherson	17,542,389	-	-	17,542,389	5,000,000
Mr R Carcenac	-	7,500,000	-	7,500,000	-
Mr P Eaton ⁽ⁱⁱ⁾	1,475,000	-	(1,475,000)	-	-
Mr I Buchhorn	14,859,777	-	-	14,859,777	-
Mr R Middlemas	3,256,368	-	-	3,256,268	-
Mr A Ford	400,000	-	-	400,000	3,000,000

Notes:

(i) Deemed acquisition when joined the Board

(ii) Deemed disposal when left the Board or Company

NOTES TO THE FINANCIAL STATEMENTS (Continued)
For the year ended 30 June 2016

18. EXPENDITURE COMMITMENTS

(a) Exploration

The Consolidated Entity has certain obligations to perform minimum exploration work on mineral leases held. These obligations may vary over time, depending on the Consolidated Entity's exploration programs and priorities. As at balance date, total exploration expenditure commitments on tenements held by the Consolidated Entity have not been provided for in the financial statements and those which cover the following twelve month period amount to \$70,000 (2015: \$82,880). These obligations are also subject to variations by farm-out arrangements or sale of the relevant tenements.

(b) Operating Lease Commitments

The Consolidated Entity has entered into commercial leases for office premises in Mozambique and Australia. The Mozambique lease has a three year term commencing March 2016. The Australian lease has a term until December 2019

	<u>2016</u>	<u>2015</u>
	\$	\$
Within one year	62,059	-
After one year but not more than five years	192,973	-
	255,032	-

(c) Capital Commitments

The Consolidated Entity had no capital commitments at 30 June 2016 (2015 - \$Nil).

19. SEGMENT INFORMATION

The Consolidated Entity has operated predominantly in one segment involved in the mineral exploration and development industry in Australia. Following the purchase of PacMoz in March 2015 there are two geographic segments being Australia and Mozambique and these are treated as distinct segments. Detailed information on the segments is as follows:

	<u>Australia</u>	<u>Mozambique</u>	<u>Total</u>
	\$	\$	\$
Year ended 30/6/2016			
Revenue	27,729	849,109	876,838
Operating Profit (Loss) before tax	(1,448,737)	97,036	(1,351,701)
Income tax	-	(2,842)	(2,842)
Net Profit (Loss) after tax	(1,448,737)	94,194	(1,354,543)
Segment Assets	656,255	232,241	888,496
Segment Liabilities	272,629	121,419	394,048
Year ended 30/6/2015			
Revenue	17,455	172,117	189,572
Operating Profit (Loss) before tax	(987,908)	54,244	(936,096)
Income tax	-	(16,245)	(16,245)
Net Profit (Loss) after tax	(987,908)	37,999	(952,341)
Segment Assets	1,142,369	361,158	1,503,527
Segment Liabilities	186,290	294,508	480,798

NOTES TO THE FINANCIAL STATEMENTS (Continued)
For the year ended 30 June 2016

20. EARNINGS/ (LOSS) PER SHARE

The following reflects the loss and share data used in the calculations of basic and diluted earnings/ (loss) per share:

	<u>2016</u> \$	<u>2015</u> \$
Earnings/ (loss) used in calculating basic and diluted earnings/ (loss) per share	(1,408,881)	(952,341)
Weighted average number of ordinary shares used in calculating basic earnings/ (loss) per share:	307,911,682	218,034,635
Effect of dilutive securities-share options	-	-
Adjusted weighted average number of ordinary shares used in calculating diluted earnings/ (loss) per share	307,911,682	218,034,635
Basic and diluted loss per share (cents per share)	(0.46)	(0.43)

Non-dilutive securities

As at balance date, 11,000,000 unlisted options (30 June 2015: 11,000,000) which represent potential ordinary shares were not dilutive as they would decrease the loss per share.

21. NOTES TO THE STATEMENT OF CASH FLOWS

(a) Cash and Cash Equivalents

Cash at the end of the financial year as shown in the statement of cash flows is reconciled to the related items in the balance sheet as follows:

	<u>2016</u> \$	<u>2015</u> \$
Cash on hand	2,393	5,551
Cash at bank	75,621	137,344
Deposits at call	16,605	21,005
	94,619	163,900

NOTES TO THE FINANCIAL STATEMENTS (Continued)

For the year ended 30 June 2016

(b) Reconciliation of the loss from ordinary activities after income tax to the net cash flows used in operating activities

	<u>2016</u>	<u>2015</u>
	\$	\$
Loss from ordinary activities after income tax	(1,354,543)	(952,341)
<i>Non-cash items:</i>		
Depreciation	33,808	8,296
Exploration written-off	441,041	467,149
Share-based payments expense	22,713	-
Provision for investment in Turkey	12,782	-
Exchange movement	(36,606)	(2,431)
Expense of share-based payments	-	-
<i>Change in operating assets and liabilities:</i>		
Decrease (Increase) in prepayments	(15,095)	13,517
Decrease (Increase) in receivables	123,406	(93,398)
Decrease (Increase) in assets held for sale	(100,000)	-
Increase (Decrease) in trade creditors and accruals	(122,668)	34,112
Increase in employee entitlements	46,982	3,666
Net cash outflows used in operating activities	<u>(948,180)</u>	<u>(521,430)</u>

(c) Stand-By Credit Facilities

As at 30 June 2016 the Consolidated Entity has a business credit card facility available totaling \$20,000 of which \$5,080 (2015 - \$5,080) was utilised.

(d) Non Cash Financing and Investing Activities

In the prior year 22,500,000 new fully paid ordinary shares and 60,000,000 Performance Shares were issued to purchase the interest in PacMoz Lda at a deemed value of \$405,000 (refer Note 14).

NOTES TO THE FINANCIAL STATEMENTS (Continued)
For the year ended 30 June 2016

22. FINANCIAL INSTRUMENTS

The Consolidated Entity's activities expose it to a variety of financial risks and market risks. The Consolidated Entity's overall risk management program focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the financial performance of the Consolidated Entity.

(a) Interest Rate Risk

The Consolidated Entity's exposure to interest rate risk, which is the risk that a financial instrument's value will fluctuate as a result of changes in market, interest rates and the effective weighted average interest rates on those financial assets, is as follows:

	Note	Weighted Average Effective Interest %	Funds Available at a Floating Interest Rate \$	Fixed Interest Rate \$	Assets/ (Liabilities) Non Interest Bearing \$	Total \$
2016						
Financial assets						
Cash and cash equivalents	21(a)	1.7%	75,621	16,605	2,393	94,619
2015						
Financial assets						
Cash and cash equivalents	21(a)	2.0%	21,005	137,344	5,551	163,900

(b) Foreign currency exchange risk

The Consolidated Entity undertakes certain transactions denominated in foreign currencies, hence exposures to exchange rate fluctuations arise. The carrying amount of the Consolidated Entity's foreign currency denominated monetary assets and monetary liabilities at the reporting date is as follows:

	<u>2016</u> \$	<u>2015</u> \$
Assets – Mozambique Metical	232,241	361,158
Liabilities – Mozambique Metical	121,419	294,508

Foreign currency sensitivity analysis

The Consolidated Entity is exposed to Mozambique Metical (MZN) currency fluctuations.

The following table details the Consolidated Entity's sensitivity to a 10% increase and decrease in the Australian Dollar (AUD) against the relevant currencies. 10% is the sensitivity rate used when reporting foreign currency risk internally to key management personnel and represents management's assessment of the possible change in foreign exchange rates. The sensitivity analysis includes only outstanding foreign currency denominated monetary items and adjusts their translation at the period end for a 10% change in foreign currency rates.

The sensitivity analysis includes cash balances held in MZN and trade creditors and other payables held in MZN. A positive number indicates an increase in profit and other equity where the AUD strengthens against the relevant currency. For a weakening Australian Dollar against the relevant currency there would be an equal and opposite impact on the profit and other equity and the balances would be negative.

	<u>2016</u> \$	<u>2015</u> \$
	Profit / (Loss)	Profit / (Loss)
AUD strengthens against MZN	(14,067)	(17,630)
AUD weakens against MZN	14,067	17,630

NOTES TO THE FINANCIAL STATEMENTS (Continued)
For the year ended 30 June 2016

(c) Credit Risk

The maximum exposure to credit risk, excluding the value of any collateral or other security, at balance date, is the carrying amount, net of any provisions for doubtful debts, as disclosed in the balance sheet and in the notes to the financial statements.

The Consolidated Entity does not have any material credit risk exposure to any single debtor or group of debtors, under financial instruments entered into by it. As at the end of the year the Consolidated Entity had receivables of \$142,270 (2015: 252,154) as detailed in Note 6. Included in the total receivables of \$142,270 at 30 June 2016, \$89,403 were due in less than 6 months, \$29,604 were due between 6 – 12 months and \$23,263 were due between 1 – 5 years.

(d) Liquidity Risk

The liquidity position of the Consolidated Entity is managed to ensure sufficient liquid funds are available to meet financial obligations as they fall due. The contractual maturities of the financial liabilities referred to in Note 12 at the reporting date are less than 12 months.

(e) Net Fair Values

For assets and other liabilities, the net fair value approximates their carrying value. No financial assets and financial liabilities are readily traded on organised markets in standardised form. The Consolidated Entity has no financial assets where the carrying amount exceeds net fair values at balance date.

The aggregate net fair values and carrying amounts of financial assets and financial liabilities are disclosed in the statement of financial position and in the notes to the financial statements.

23. EMPLOYEE ENTITLEMENTS AND SUPERANNUATION COMMITMENTS

Employee Entitlements

The aggregate employee entitlement liability is disclosed in Note 13.

Directors, Officers, Employees and Other Permitted Persons Option Plan

Details of the Consolidated Entity's Directors, Officers, Employees and Other Permitted Persons Option Plan are disclosed in Note 17.

Superannuation Commitments

The Consolidated Entity contributes to individual employee accumulation superannuation plans at the statutory rate of the employees' wages and salaries, in accordance with statutory requirements, to provide benefits to employees on retirement, death or disability.

Accordingly, no actuarial assessments of the plans are required.

Funds are available for the purposes of the plans to satisfy all benefits that would have been vested under the plans in the event of:

- termination of the plans;
- voluntary termination by all employees of their employment; and
- compulsory termination by the employer of the employment of each employee.

During the year employer contributions (including salary sacrifice amounts) to superannuation plans totaled \$33,073 (2015: \$17,719).

NOTES TO THE FINANCIAL STATEMENTS (Continued)
For the year ended 30 June 2016

24. CONTINGENT LIABILITIES

There were no material contingent liabilities not provided for in the financial statements of the Consolidated Entity as at 30 June 2016 other than:

Native Title and Aboriginal Heritage

Native title claims have been made with respect to areas which include tenements in which the Consolidated Entity has an interest. The Consolidated Entity 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 Consolidated Entity 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 Consolidated Entity has an interest.

PacMoz loans from Vendors

As part of the purchase of a 60% interest in PacMoz Lda, an amount of \$200,000 of vendor loans which were created against internally generated goodwill were reversed on consolidation. The Vendors of PacMoz have agreed in the purchase agreement to writeoff the loans upon completion of the transaction including the exercise of the option to purchase the balance of 40% of PacMoz and the conversion of the Performance Shares by the end of two years. The loans will not be called in PacMoz Lda during this time and no interest is payable. In the event that the option is not exercised the board believes that it will be due to the expected growth of PacMoz not being achieved and in this event it is unlikely that the investment in PacMoz will be maintained, and the Consolidated Entity will never be liable for the loans.

25. EVENTS SUBSEQUENT TO BALANCE DATE

There has not arisen since the end of the financial year any item, transaction or event of a material and unusual nature likely, in the opinion of the Directors of the Consolidated Entity to affect substantially the operations of the Consolidated Entity, the results of those operations or the state of affairs of the Consolidated Entity in subsequent financial years except for as follows:

Funds have been raised through an entitlements issue announced on 15 June 2016. Since 30 June 2016 it has made the following share allotments under the entitlements offer.

- On 19 July 2016 announced the allotment of 38,901,826 shares with funds received of \$350,116.
- On 15 August 2016 announced the first tranche of shortfall allotment of 23,285,000 shares at 0.9 cents per share for \$209,565.
- On the 19 September 2016 issued a further 3,200,000 shortfall shares at 0.9 cents per share for \$28,800.

On 19 September 2016 the Consolidated Entity issued 4,000,000 staff performance rights subject to performance criteria prior to June 2017 and 4,000,000 shares to staff.

NOTES TO THE FINANCIAL STATEMENTS (Continued)
For the year ended 30 June 2016

26. PARENT COMPANY

(a) Financial Position

As at 30 June 2016

	<u>2016</u>	<u>2015</u>
	\$	\$
Assets		
Total current assets	62,826	87,116
Total non-current assets	593,429	1,055,253
Total Assets	656,255	1,142,369
Liabilities		
Total current liabilities	272,629	186,290
Total Liabilities	272,629	186,290
Net Assets	383,626	956,079
 Equity		
Contributed equity	16,806,473	15,933,284
Reserves	679,669	656,956
Accumulated losses	(17,102,516)	(15,634,161)
Total Equity	383,626	956,079
 Loss for the year	(1,448,737)	(990,340)
Other comprehensive income	-	-
Total comprehensive loss for the year	(1,448,737)	(990,340)

(b) Guarantees entered into

RBR Group Limited has not entered into a deed of cross guarantee with its wholly-owned subsidiary.

(c) Contingent liabilities

RBR Group Limited had no contingent liabilities at 30 June 2016 (2015 - Nil).

(d) Capital commitments

RBR Group Limited's capital commitments are disclosed in Note 18.

27. INTERESTS IN JOINT VENTURES

RBR has the following Joint Venture Interest:

Peters Dam Joint Venture (Silver Lake Resources Limited ("Silver Lake") 69%, RBR diluting)

The Peters Dam Joint Venture comprises approximately 50km² of RBR tenements in the southern Yindarlgooda project. Silver Lake has earned an initial 51% by spending \$1.5 million. Silver Lake manages the joint venture and is currently sole funding it with RBR being diluted. RBR can elect to contribute to the exploration program at six monthly intervals (one off right) to maintain its interest.

DIRECTORS' DECLARATION

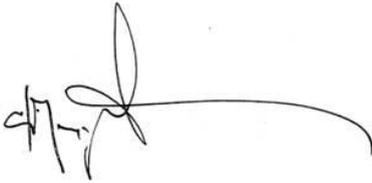
In the opinion of the Directors of RBR Group Limited ("the Consolidated Entity"):

- (a) the financial statements and notes, set out on pages 11 to 37, are in accordance with the *Corporations Act 2001*, including:
 - (i) complying with Accounting Standards in Australia 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 Consolidated Entity as at 30 June 2016 and of its performance, as represented by the results of its operations, for the financial year ended on that date.
- (b) there are reasonable grounds to believe that RBR Group Limited 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 Managing Director and the Company Secretary for the financial year ended 30 June 2016.

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

Signed at Perth this 3rd day of October 2016.

A handwritten signature in black ink, consisting of a stylized 'I' and 'M' followed by a long horizontal line that curves upwards at the end.

Ian Macpherson
Executive Chairman

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF RBR GROUP LIMITED

Report on the Financial Report

We have audited the accompanying consolidated financial report of RBR Group Limited (the "Company") and its controlled entities, (the "Consolidated Entity"), which comprises the consolidated statement of financial position as at 30 June 2016 and the consolidated statement comprehensive income, consolidated statement of changes in equity and the consolidated statement of cashflows for the year then ended, notes comprising a summary of significant accounting policies and other explanatory information and the directors' declaration.

Directors' Responsibility for the Financial Report

The directors of the Company are responsible for the preparation of the consolidated financial report which 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 consolidated financial report that is free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on the consolidated financial report based on our audit. We conducted our audit in accordance with Australian Auditing Standards. Those Standards require that we comply with relevant ethical requirements relating to audit engagements and plan and perform the audit to obtain reasonable assurance whether the consolidated 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 consolidated financial report, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the consolidated entity's preparation of the consolidated financial report which gives a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by directors, as well as evaluating the overall presentation of the consolidated financial report.

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

Independence

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

Auditor's Opinion

In our opinion, the consolidated financial report of RBR Group Limited and its controlled entities is in accordance with the Corporations Act 2001 including:

- a) giving a true and fair view of the Consolidated Entity's financial position as at 30 June 2016 and of its performance for the year ended on that date; and
- b) complying with Australian Accounting Standards and the Corporations Regulations 2001.

Material Uncertainty Regarding Going Concern

Without qualifying our opinion above, we wish to draw your attention to the following matter. As a result of matters referred to in note 1(a) of the financial statements "Going Concern", the Consolidated Entity's ability to continue as a going concern is dependent upon the support of its shareholders until the Consolidated Entity is cash flow positive. This indicates the existence of a material uncertainty that may cast significant doubt on the Consolidated Entity's ability to continue as a going concern and therefore, the Consolidated Entity may be unable to realise its assets and discharge its liabilities in the normal course of business.

Report on the Remuneration Report

We have audited the Remuneration Report included on pages 6 to 8 of the directors' report for the year ended 30 June 2016.

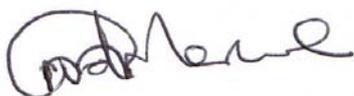
The directors of the Company are responsible for the preparation and presentation of the Remuneration Report in accordance with section 300A of the Corporations Act 2001.

Our responsibility is to express an opinion on the Remuneration Report, based on our audit conducted in accordance with Australian Auditing Standards.

Auditor's Opinion

In our opinion the Remuneration Report of RBR Group Limited and its controlled entities for the year ended 30 June 2016 complies with section 300A of the Corporations Act 2001.

BUTLER SETTINERI (AUDIT) PTY LTD



MARIUS VAN DER MERWE
Director

Perth
Date: 3 October 2016