



ABN 42 072 745 692

# ANNUAL REPORT 2017





## HIGHLIGHTS OF THE YEAR

### GOLD

- Substantial resource upgrade following highly successful drilling campaigns. Total Mineral Resources rise to 300,000 ounces of gold across six prospects, high likelihood of further growth.
- Positive Feasibility Study (FS) confirms the viability of the Widgiemooltha Gold Project – a key step forward in the Company's gold strategy. Study based on mining a series of low capital cost pits with ore processed via toll treatment. The positive gold FS results support the new opportunity for growth for the Company with a low entry hurdle.
- Maiden start-up Ore Reserves of 823,590 tonnes at 2.7 g/t Au for 72,580 ounces of gold.
- Key outcomes of the Widgiemooltha Gold Project FS, based on a flat gold price of A\$1,600/ounce and a toll treatment capacity assumption of 60,000 tonnes/month:
  - Recovered gold of 65,863 ounces over an initial 19-month mine life
  - Low capital costs of A\$2.8 million, All-In Sustaining Costs (AISC) of A\$1,126/ounce
  - Net Present Value (NPV8%) of A\$25.7 million
  - Undiscounted cash flow of A\$28.3 million.
- Successful exploration drilling programs led to a new discovery at Flinders West and transforms an under-rated and lightly-drilled prospect, one of many in the area, into a significant new asset. Multiple extensional high-grade intercepts were also returned in the "link zone" between Flinders West and West Oliver, outside the current Mineral Resource boundaries.
- Significant near-surface gold intercepts returned from Mincor's first drilling program at North Kambalda, which sits within "Tier One" prospectivity containing the highly-endowed Boulder-Lefroy Fault Complex. Mineralisation remains open and follow-up drilling is planned in FY2018.
- Well-defined targets provide clear opportunity to expand the existing gold Mineral Resources and Ore Reserves and support the commitment to ongoing drilling programs.

### NICKEL

- The Company has maintained its significant nickel option with mine sites secured and on care and maintenance.
- The Company's landholdings are within the world-class nickel sulphide district of Kambalda and include: two Reserve-level projects at Durkin North and Miitel/Burnett with completed feasibility studies; advanced prospects (ore-grade intersections at Voyce/Cassini discoveries); and numerous highly prospective Greenfields plays including the Republican Hill target at Bluebush.

### OTHER

- The recommencement of Tottenham exploration with Bacchus Resources Pty Ltd entering an Earn-In and Joint Venture Agreement. Numerous high-quality targets to be tested.
- Confirmation of lithium-bearing pegmatite bodies in drilling at Widgiemooltha, with intersections >0.5% Li<sub>2</sub>O, including 3 metres at 1.01% Li<sub>2</sub>O. Based on these encouraging results, the Company is evaluating its options to take forward.

### CORPORATE

- Healthy cash balance of A\$12.01 million to fund both planned exploration and project implementation programs.

# FOCUS FOR THE YEAR AHEAD

*Mincor's focus is to deliver its core strategy that maximises returns for its Shareholders from its gold and nickel assets.*

Mincor's core strategy is to build a long-term gold business through the early development of gold cash flows, while simultaneously maintaining and enhancing the Company's strong nickel option. The strategy is made possible by the outstanding quality of Mincor's Kambalda landholdings. These landholdings are in the heart of the Eastern Goldfields of Western Australia, a major gold and nickel producing district with fully-developed mining infrastructure and a remarkable mineral endowment.

Following the successful completion of the Widgiemooltha Gold Project FS, project implementation is now the highest priority and is progressing well. The Company is targeting first production in the March 2018 quarter, subject to regulatory and Board approvals.

To build a long-term gold business, drilling will be a constant theme to uncover the full value of this rich and historic gold district both at Widgiemooltha and North Kambalda. Our recent exploration success at Flinders West, Hronsky and West Oliver, as well as the highly promising results returned from our maiden drilling program for gold at North Kambalda, show just how under-drilled for gold our ground holdings are.

The nickel price remained at depressed levels throughout the financial year. The Company has a significant nickel option and has committed to several tasks to enhance this nickel option in preparation for when prices recover.

Mincor firmly believes that most of the first-tier nickel opportunities to deliver exploration success in the Kambalda district are located on our landholdings. The Company is well advanced in assessing, prioritising and developing evaluation programs for the key exploration targets on our tenure. This work will culminate in the preparation of a provisional work program and budget, to be ready to execute when the Board of Mincor believes it is prudent to do so.

The Company also intends to update the Durkin North FS to incorporate the 12,000 tonnes of existing nickel contained in Mineral Resources at Ken, Otter Juan, McMahon and Gellatly and the results of the proposed exploration and evaluation programs.

Mincor will ensure it manages its cash reserves prudently and will continue to look for ways to reduce the fixed cost base of the Company where possible. This will include the rationalisation of Mincor's exploration tenement packages and moving its Head Office (existing high cost long term lease expires in January 2018).

Mincor is on the brink of achieving a new path to cash flow from developing its gold assets, subject to Board and regulatory approvals.



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## ANNUAL REPORT 2017

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### COVER PHOTOS:

Upper: Bass Open Cut Gold Mine

Lower: Drilling At Widgiemooltha Gold Project

# CHAIRMAN'S REPORT

## TO OUR SHAREHOLDERS



We are excited with the prospect of very quickly becoming a profitable gold mining company. As you will have seen from our public announcements, our gold properties in Kambalda and Widgiemooltha, Western Australia are proving to be highly prospective. We have completed a great deal of the preparatory work necessary to allow us to begin mining our gold resources during the first quarter of the calendar year 2018.

Further drilling programs will be carried out on our gold properties during the coming months. Infill and extensional drilling programs conducted in the year under review and to the date of this report have confirmed very encouraging grades and our mine design, metallurgical and processing studies have confirmed we have a commercially viable starter project.

We believe exploration work to be carried out in the future will likely increase our Mineral Resource inventory which will in turn extend the life of our gold mines.

We are now able to move forward and negotiate a toll treatment agreement for our ore as well as funding arrangements to provide additional liquidity during the intensive mining stage. The conclusion of such events will be subject to Board and regulatory approvals and will be reported promptly to shareholders.

Our nickel properties remain very valuable and we continuously monitor opportunities to create further value in these properties. These opportunities may include additional drilling and possible participation in new mining and processing technologies and new nickel products. It is early days for these nickel initiatives and we will keep shareholders informed of progress. It is pleasing to see an upward movement in the nickel price in the last few weeks to an eight-month high.

The financial position of Mincor is sound with free cash of A\$11.55 million, restricted cash of A\$0.46 million for total cash of A\$12.01 million at 30 June 2017 (2016: A\$18.01 million).

Interest-bearing debt at 2017 financial year end was A\$79,000 (2016: A\$4.82 million). This debt is covered by our restricted cash reserve.

The loss for the year was A\$4.20 million and reflects successful expenditure restraints in the year.

Company sustaining cash based exploration expenditure during the year was A\$4.50 million (2016: A\$2.48 million).

I again record the appreciation of the Board for the loyalty, hard work and tenacity of all our staff members. All our people have been key players in carrying out an efficient process whereby we have been able to create our new venture heading towards the production of gold.

The Board and our staff have formally thanked David Moore, former Managing Director and Deputy Chairman, who retired from the Company on 1 July 2017. We look forward to remaining in contact with him over the coming years.

I would like to welcome the appointment of two new Directors, Michael Bohm and Brett Lambert. Both gentlemen have made a great contribution to date. They have extensive experience in mining, engineering and corporate activity in a number of successful mining companies and we look forward to a long-term relationship.

We enter the next phase of our development with a great deal of excitement and confidence.

A handwritten signature in dark ink, appearing to read 'D Humann'.

**DAVID HUMANN**  
CHAIRMAN

*We are excited with the prospect of very quickly becoming a profitable gold mining company.*



# MANAGING DIRECTOR'S REPORT



Mincor is on the cusp of achieving what few mining companies have managed successfully: transitioning from a commodity in the doldrums to one which is performing strongly.

The slump in nickel prices over the past few years saw Mincor place its Kambalda nickel mines on care and maintenance in 2016, turning our attention to the gold-rich potential within our landholdings. In a relatively short space of time, Mincor has established a gold Mineral Resource inventory of 300,000 ounces from six prospects. Five prospects are located at Widgiemooltha with a Mineral Resource inventory of 238,000 ounces of gold. A completed FS of the Widgiemooltha Gold Project has confirmed its economic viability with a start-up Ore Reserve of 73,000 ounces of gold.

The Company is gearing up for a big FY2018 and is targeting gold production in the March 2018 quarter, pending regulatory and Board approvals.

The FS completed in April 2017 confirmed the economic viability of a low capital cost start-up gold mining operation based on the extraction of shallow reserves across 10 open pits at Widgiemooltha, with the ore to be treated via a toll-treatment arrangement at one of the several operating mills in the region.

Key outcomes from the FS included a low upfront capital outlay of just A\$2.8 million, which is forecast to generate an undiscounted cash-flow of A\$28.3 million at a flat A\$1,600/ounce gold price, with a maximum cash drawdown of A\$7.3 million. The Project is forecast to recover a total of 65,863 ounces of gold over an initial 19-month mine life.

As well as outlining a clear pathway to production and cash flow via gold development, the Company believes there is exciting growth potential to discover more ounces as it has barely scratched the surface of the gold potential at both North Kambalda and Widgiemooltha.

The five JORC Resources included in the Widgiemooltha mine plan all remain open and are surrounded by untested gold targets. The exploration potential was recently confirmed with the recent discovery of Flinders West.

These excellent gold targets will be drill tested with ongoing drilling programs in the new financial year, targeting the exploration upside of this highly prospective terrain, as well as the potential for an early boost to the in-pit Ore Reserves that are currently being prepared for production.

In addition to its valuable gold assets, Mincor also retains exceptional leverage to a recovery in the nickel price. The nickel price has remained depressed but there are green-shoots of renewal for the commodity. There are emerging markets for nickel via its use in batteries in both Energy Storage Systems (ESS) and Electric Vehicles (EVs). The new nickel demand is considered significant considering the exponential rise in battery use predicted for both, ESS and EVs as we move towards a carbon neutral world. Significantly for Mincor, the high-quality nickel products needed to service the future battery demand are most economically produced and serviced from traditional nickel sulphide streams. BHP Nickel West has recently announced new capital investment in its nickel business on several fronts, most notably the US\$43 million investment in the Nickel Sulphate Project at their Kwinana Refinery to service the battery market.

Our outstanding landholdings are within the world-class nickel sulphide district. These landholdings contain approximately half of all the historic production of the Kambalda District (1.6 million tonnes of nickel-in-ore produced in total). Objectively, we believe that most of the first-tier nickel opportunities to deliver exploration success in the Kambalda District are located on our landholdings. The Company is well advanced in the preparation of a budget and provisional work program for nickel to be ready to execute when the Board of Mincor believes it is prudent to do so. Our base case is to fund these activities from cash flows from our proposed gold development.

I would like to thank the incredible efforts of Mincor's workforce. They have delivered extraordinary results to progress the opportunity in gold, by both building the gold inventory base and completing the FS. Mincor also had to make further redundancies in the year. Mincor pays sincere tribute to these workers who provided such outstanding service to the Company over the years.

The Board and our staff would also like to thank Mr David Moore, who resigned from the Board on 1 July 2017. His considerable accomplishments over the years are well recognised by the Company and the mining industry.

I also welcome two new non-executive Directors, Michael Bohm and Brett Lambert – their contributions have been greatly appreciated.

A handwritten signature in black ink, appearing to read 'P. Muccilli', written in a cursive style.

**PETER MUCCILLI**  
**MANAGING DIRECTOR**



# MINCOR'S GROUND HOLDINGS AND OWNERSHIP

Over the years, Mincor has accumulated a dominant landholding position in the world-class nickel and gold producing district around Kambalda. The Company's ground position is surrounded by multi-million ounce gold camps producing 22 million ounces of gold and lies at the heart of a world class nickel sulphide district producing 1.6 million tonnes of nickel-in-ore.

All of Mincor's mines and tenements in the Kambalda District are owned 100% by Mincor, with the exception of the Carnilya Hill tenements, which are held in a 70:30 joint venture. Tenement holdings are shown in Figure 1 and listed at the rear of this Annual Report.

*Mincor's ground position is surrounded by multi-million ounce gold camps.*



Figure 1: Mincor mines and tenement holdings in the Kambalda District

## GOLD ASSETS

### OVERVIEW AND OUTLOOK

Mincor's prospective landholdings currently contain Mineral Resources of 300,000 ounces of gold across six prospects and a large portfolio of exploration targets. These superb landholdings include the Widgiemooltha Gold Project and gold rights at North Kambalda (containing the highly endowed Boulder-Lefroy Fault Complex), the Widgiemooltha Dome (surrounded by the Higginsville Gold Camp and highly profitable Chalice and Wattle Dam Gold Mines) and a small package of ground at Jeffreys Find.

Since the completion of the Widgiemooltha Gold Project Feasibility Study (FS) in April 2017, which confirmed the viability to mine a number of shallow gold pits in series with ore processing via toll treatment, Mincor's focus is to complete its implementation plan. Given the strong gold price environment, the Company is targeting first gold production by the March 2018 quarter, pending regulatory and Board approvals. Given the very high prospectivity of the area, there is the potential to build a long-term gold business through ongoing exploration.

### GOLD MINERAL RESOURCES AND ORE RESERVES

During FY2017, the gold Mineral Resources were substantially increased due to further drilling information extending mineralisation along strike and at depth at most prospects. Maiden Ore Reserves are based on these upgraded Mineral Resource estimates.

TABLE 1: GOLD MINERAL RESOURCES AS AT 30 JUNE 2017

| RESOURCE      |      | MEASURED |          | INDICATED |          | INFERRED  |          | TOTAL     |          |         |
|---------------|------|----------|----------|-----------|----------|-----------|----------|-----------|----------|---------|
|               |      | Tonnes   | Au (g/t) | Tonnes    | Au (g/t) | Tonnes    | Au (g/t) | Tonnes    | Au (g/t) | Ounces  |
| West Oliver   | 2017 | -        | -        | 295,810   | 2.3      | 142,420   | 2.5      | 438,220   | 2.4      | 33,130  |
|               | 2016 | -        | -        | 193,750   | 2.0      | 41,450    | 1.7      | 235,200   | 1.9      | 14,440  |
| Jeffreys Find | 2017 | -        | -        | 833,400   | 1.7      | 321,700   | 1.5      | 1,155,100 | 1.7      | 61,560  |
|               | 2016 | -        | -        | 833,400   | 1.7      | 321,700   | 1.5      | 1,155,100 | 1.7      | 61,560  |
| Bass          | 2017 | -        | -        | 385,990   | 2.2      | 344,400   | 2.0      | 730,390   | 2.1      | 49,010  |
|               | 2016 | -        | -        | 223,900   | 2.4      | 174,250   | 2.3      | 398,150   | 2.4      | 30,340  |
| Hronsky       | 2017 | -        | -        | 201,430   | 2.6      | 261,250   | 2.0      | 462,680   | 2.3      | 34,120  |
|               | 2016 | -        | -        | 80,900    | 2.5      | 55,400    | 2.4      | 136,300   | 2.5      | 10,770  |
| Darlek        | 2017 | -        | -        | 712,790   | 1.9      | 169,170   | 1.6      | 881,960   | 1.9      | 52,430  |
|               | 2016 | -        | -        | 733,111   | 1.7      | 164,650   | 1.4      | 897,750   | 1.7      | 47,620  |
| Flinders      | 2017 | -        | -        | 796,000   | 1.8      | 486,250   | 1.5      | 1,282,240 | 1.7      | 69,340  |
|               | 2016 | -        | -        | -         | -        | 1,328,900 | 1.7      | 1,328,900 | 1.7      | 73,910  |
| TOTAL         | 2017 | -        | -        | 3,225,410 | 2.0      | 1,725,180 | 1.8      | 4,950,600 | 1.9      | 299,590 |
|               | 2016 | -        | -        | 2,065,050 | 1.8      | 2,086,350 | 1.7      | 4,151,400 | 1.8      | 238,640 |

Notes:

- Figures have been rounded and hence may not add up exactly to the given totals.
- Resources are inclusive of Reserves reported at 0.5 g/t cut-off.
- Refer to the 6 February 2017 ASX release for JORC Table 1 details.

The information in this report that relates to gold Mineral Resources is based on information compiled by Rob Hartley who is a full-time employee of Mincor Resources NL and has sufficient experience relevant to the style of mineralisation and type of deposit under consideration, and to the activity which he is undertaking to qualify as a Competent Person as defined in the 2012 edition of the 'Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves'. Mr Hartley consents to the inclusion in this report of the matters based on his information in the form and context in which it appears and is a Member of the Australasian Institute of Mining and Metallurgy.

TABLE 2: GOLD ORE RESERVES AS AT 30 JUNE 2017

| DEPOSIT     | PROVEN |          | PROBABLE |          | TOTAL   | Ounces |
|-------------|--------|----------|----------|----------|---------|--------|
|             | Tonnes | Au (g/t) | Tonnes   | Au (g/t) |         |        |
| West Oliver | -      | -        | 130,160  | 2.7      | 130,160 | 11,340 |
| Bass        | -      | -        | 94,980   | 2.9      | 94,980  | 8,950  |
| Hronsky     | -      | -        | 164,510  | 2.9      | 164,510 | 15,600 |
| Darlek      | -      | -        | 181,010  | 2.3      | 181,010 | 13,140 |
| Flinders    | -      | -        | 252,930  | 2.9      | 252,930 | 23,560 |
| TOTAL       | -      | -        | 823,590  | 2.7      | 823,590 | 72,580 |

Notes:

- Calculations have been rounded to the nearest 10 tonnes, 0.1 g/t Au grade and 10 ounces; differences may occur due to rounding.
- Probable Ore Reserves contain a small amount (4%) of Inferred Resource material.

The information in this report that relates to gold Ore Reserves is based on information compiled by Dave Clark who is a full-time employee of Minero Consulting and has sufficient experience relevant to the style of mineralisation and type of deposit under consideration, and to the activity which he is undertaking to qualify as a Competent Person as defined in the 2012 edition of the 'Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves'. Mr Clark consents to the inclusion in this report of the matters based on his information in the form and context in which it appears and is a Fellow of the Australasian Institute of Mining and Metallurgy.

**Note on governance arrangements and internal controls:** All Mincor's Mineral Resource and Ore Reserve estimates undergo a three-stage process of internal review by operational and Head Office staff. Some estimates are also independently audited. The Company released its maiden gold Ore Reserve on 26 April 2017. There has been no change to the Ore Reserve since that date.



## WIDGIEMOOLTHA GOLD PROJECT

Mincor's Widgiemooltha Gold Project has five prospects near the Widgiemooltha town-site. These are the West Oliver, Darlek, Bass, Flinders (including Flinders West) and Hronsky prospects. These prospects are located approximately 12 kilometres from Mincor's Mt Elbert mine and 35 kilometres from the town of Kambalda.

The total gold Mineral Resource in the Widgiemooltha area is 238,000 ounces of gold in five prospects. West Oliver, Darlek, Bass and Flinders are situated within contiguous granted mining leases M15/48, M15/103, M15/478 and M15/1830. Darlek, Bass and Hronsky have been mined previously via small open pits.

*Mincor has five Resource-level gold prospects near the Widgiemooltha town-site.*

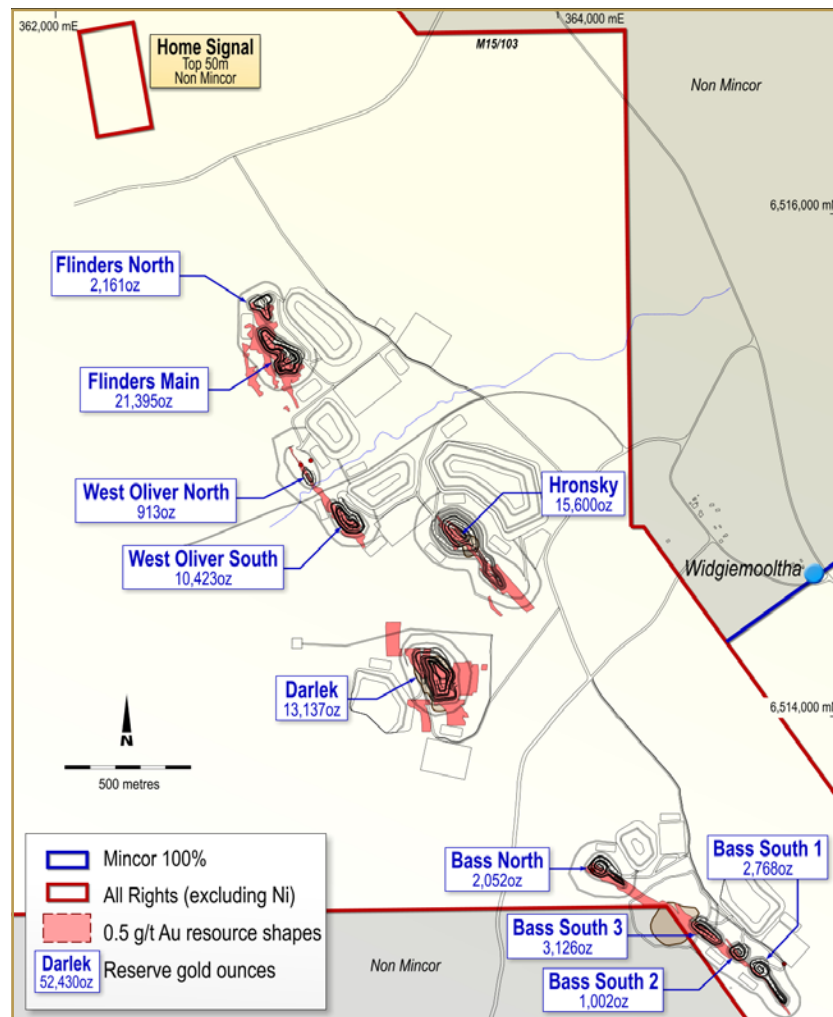


Figure 2: Widgiemooltha Gold Reserves and pit designs

## Widgiemooltha Gold Prospect Summary

### Flinders/Flinders West

The Flinders prospect is located 2 kilometres northwest of the Widgiemooltha town-site. Historical reverse circulation (RC) drilling by Resolute Mining Limited (Resolute) and WMC Resources Limited (WMC) confirmed the presence of gold-bearing sheeted quartz-vein shear zones in basalt. Based on this historical and the Company's recent drilling, Mincor has estimated a Mineral Resource of 1,282,240 tonnes @ 1.7 g/t Au for 69,340 ounces of gold, using a 0.5 g/t Au cut-off. Mineralisation is hosted within shallow dipping sheeted quartz-veins in basalt and interflow sediments.

Flinders is open to the north towards the Nottingham Castle historical workings and to the south towards West Oliver. Strong drilling results during FY2017 has led to the discovery of Flinders West (formerly named F03 surface) and extended the known mineralisation in F04 surface (Figure 3) and north of West Oliver. These results have significantly upgraded the importance of the area and indicated the potential for a much larger pit. High priority drilling is planned to ensure the testing of the concept is done in a timely manner to ensure any future development is optimised.

### West Oliver

The West Oliver prospect is located 1.5 kilometres west of Widgiemooltha. Historic RC drilling at West Oliver by Resolute and WMC and Mincor's recent drilling confirmed a mineralised gold trend with mineralisation in steeply dipping and north-easterly trending, quartz-bearing shear zones within a basalt host. These ore bodies sub-crop at surface and were exploited by a number of artisanal shafts.

The Mineral Resource for West Oliver currently stands at 33,130 ounces of gold. Further technical details are provided in Mincor's ASX releases dated 5 May 2016 and 26 April 2017.



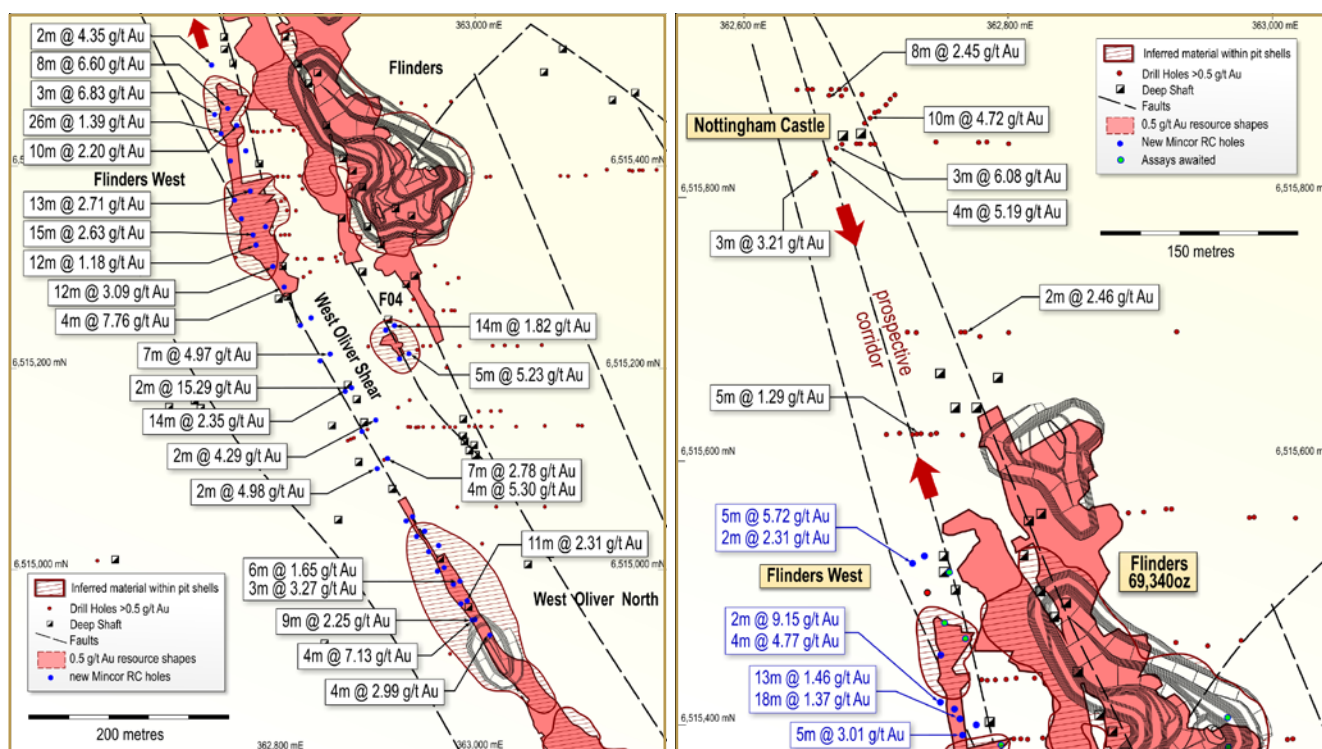


Figure 3: (left) West Oliver to Flinders West; (right) Highly prospective area between Flinders, Flinders West and Nottingham Castle

## Bass

The Bass prospect is located 1.5 kilometres south of Widgiemooltha. The prospect is an extension of the mineralised trend from the Bass pit, which was previously mined by Resolute, producing 7,150 ounces of gold. RC drilling outside the pit by Resolute and WMC confirmed the presence of near-surface gold within north-westerly trending quartz-bearing shear zones in basalt.

Based on the historical drilling and Mincor's recent drilling, the Company has estimated a Mineral Resource of 730,390 tonnes @ 2.1 g/t Au for 49,010 ounces of gold, using a 0.5 g/t Au cut-off.

The Mineral Resource is currently classified as Inferred and Indicated on the basis of drill-hole spacing and reconciliation to the mined-out pit. Further technical details are provided in Mincor's ASX releases dated 26 April 2017 and 5 May 2016.

## Hronsky

The Hronsky prospect is located 1.0 kilometre west of Widgiemooltha on M15/1830. The deposit was mined by Amalg Resources NL (Amalg) in 1995 in a small confined tenement holding, producing 1,450 ounces of gold. Mincor purchased the tenement in 2014.

RC drilling at the Hronsky prospect confirmed the presence of a near-surface mineralised gold trend within north-westerly trending quartz-bearing shear zones within a basalt host. One minor zone occurs within an aplite dyke on the northwest corner of the existing pit. Mincor has estimated a Mineral Resource of 462,680 tonnes @ 2.3 g/t Au for 34,120 ounces of gold using a 0.5 g/t Au cut-off.

The ore bodies sub-crop at surface and the trend is outlined within the pit mined by Amalg. They occur in a zone 10 metres wide, but individual lenses are 1 to 5 metres wide. The maximum length is 900 metres and they have been drill tested to 150 metres depth but are still open in several directions. The Hronsky Mineral Resource occurs in seven discrete sub-parallel shear zones. Further technical details are provided in Mincor's ASX releases dated 10 March 2016 and 26 April 2017.

## Darlek

The Darlek pit is located 1.5 kilometres west of the Widgiemooltha town-site and is believed to be on the same mineralised trend that hosts the Bass and West Oliver Mineral Resources.

The Darlek pit was mined by Resolute from September 1999 to January 2000, with the ore processed at the Chalice Mill. Total gold production was 96,303 tonnes @ 2.5 g/t Au for 7,738 ounces of gold, using a 1.3 g/t Au cut-off. Due to poor grade reconciliation and the low gold price at the time (A\$475-500 per ounce), mining was suspended and therefore the pit floor remains approximately 32 metres above its designed depth. The Darlek pit is currently dry and in good condition with minimal remediation required for the re-establishment of mining operations.

Historical RC drilling conducted by Resolute and WMC at Darlek both around and beneath the pit, and the Company's recent drilling, confirmed the presence of gold-bearing north-westerly trending sheeted quartz-veins in shear zones in basalt. Based on this historical drilling, Mincor has estimated a Mineral Resource of 881,960 tonnes @ 1.9 g/t Au for 52,430 ounces of gold, using a 0.5 g/t Au cut-off.

The Darlek Mineral Resource occurs as 31 discrete sub-parallel shallow east dipping shear zones.

For full details on the Darlek Mineral Resource, see Mincor's ASX releases dated 2 June 2016 and 26 April 2017.

## Widgiemooltha Gold Project Feasibility Study

A FS (full details in ASX release dated 26 April 2017) confirmed the economic viability of a low capital cost start-up gold mining operation based on the extraction of shallow reserves across 10 open pits at Widgiemooltha, with the ore to be treated via a toll-treatment arrangement at one of several operating mills in the region.

Key FS outcomes include a low upfront capital outlay of just A\$2.8 million which is forecast to generate an undiscounted pre-tax cash-flow at a flat A\$1,600/ounce gold price of A\$28.3 million, with a maximum cash drawdown of A\$7.3 million. The Project is forecast to recover a total of 65,863 ounces of gold over an initial mine life of 19 months, assuming the treatment of 60,000 tonnes of ore per month.

The Jeffreys Find prospect was not included in the FS.

The FS includes a maiden start-up Ore Reserve of 823,590 tonnes at 2.7 g/t Au for 72,580 ounces of gold.

Mincor confirms that all material assumptions underpinning the FS continue to apply and have not materially changed since first reported to the ASX on 26 April 2017.

TABLE 3: KEY OUTCOMES OF THE FEASIBILITY STUDY

| PRODUCTION SUMMARY                     |                | Units              |
|--|----------------|--------------------|
| Life of mine (LOM)                     | months         | 19                 |
| Strip ratio                            | waste: ore     | 6:1                |
| Ore mined                              | tonnes         | 824,000            |
| Average grade                          | g/t Au         | 2.7                |
| Contained gold                         | ounces         | 72,600             |
| Average LOM metallurgical recovery     | %              | 90.7               |
| Recovered gold                         | ounces         | 65,863             |
| CAPITAL COSTS                          |                | LOM                |
| Pre-production capital                 | A\$2.5M        |                    |
| Infrastructure capital                 | A\$0.3M        |                    |
| <b>Total capital costs</b>             | <b>A\$2.8M</b> |                    |
| PROJECT ECONOMICS                      |                | LOM      A\$/ounce |
| Revenue (gold price at A\$1,600/ounce) | \$105.3M       | \$1,600            |
| C1 cash costs <sup>^</sup>             | \$63.9M        | \$970              |
| Royalties <sup>^^</sup>                | \$7.7M         | \$118              |
| Pre-production capital costs           | \$2.5M         | \$38               |
| <b>All-in sustaining costs (AISC)*</b> | <b>\$74.1M</b> | <b>\$1,126</b>     |
| Infrastructure capital                 | \$0.3M         | \$5                |
| Rehabilitation cost                    | \$2.5M         | \$38               |
| <b>All-in costs (AIC)**</b>            | <b>\$77.0M</b> | <b>\$1,169</b>     |
| Undiscounted cash flow (pre-tax)       | \$28.3M        |                    |
| <b>NPV8%***</b>                        | <b>\$25.7M</b> |                    |
| Maximum drawdown                       | \$7.3M         |                    |
| Payback                                | 9 months       |                    |

Notes:

Cost estimation has been completed to a ±15% accuracy level.

<sup>^</sup> C1 cash costs include all mining, processing, haulage, site administration and refining costs.

<sup>^^</sup> Royalties include WA State royalty and third-party royalty.

\* AISC include C1 costs + royalties + pre-production capital costs.

\*\* AIC include AISC + infrastructure capital costs + rehabilitation, excludes head office corporate costs.

\*\*\* NPV includes accumulated tax losses carried forward from prior years which was used to offset against profit generated from the Project.

TABLE 4: PROJECT FINANCIALS AT VARIOUS GOLD PRICE SCENARIOS

| GOLD PRICE PER OUNCE (PRE-TAX) | UNDISCOUNTED CASH FLOW | NPV8%   | MAXIMUM DRAWDOWN |
|--------------------------------|------------------------|---------|------------------|
| A\$1,600                       | \$28.3M                | \$25.7M | \$7.3M           |
| A\$1,700                       | \$34.2M                | \$31.1M | \$7.1M           |
| A\$1,800                       | \$40.1M                | \$36.6M | \$7.1M           |

## Widgiemooltha Gold Project – Implementation Plan

Mincor has progressed its implementation plan on several fronts and, subject to final approval, the Widgiemooltha Gold Project is targeting first gold in the March 2018 quarter.

Since the release of the FS results, further drilling results led to the Flinders West discovery and a potential upgrade of the economics around this deposit. Resource modelling and mining studies are underway and expected to be completed by October 2017.

If these studies confirm high-quality Ore Reserves at Flinders West, the deposit could be mined early in the schedule to improve early cash-flows and minimise the working capital requirements of the Widgiemooltha Gold Project.

The Widgiemooltha Gold Project has a short cash drawdown phase, and finalising the start-up mining schedule and financial model based on these revised parameters is a priority.

Minero Consulting has been appointed as Project Implementation Manager to oversee the start-up of the Project. Minero has extensive experience in the implementation of a number of open pit operations in Western Australia. Minero is overseeing the regulatory permitting process and a competitive tender process for third-party contracts.

The Widgiemooltha Mining Proposal was submitted to the Department of Mines and Petroleum in June 2017. The application is currently being processed.



## WIDGIEMOOLTHA DOME GOLD EXPLORATION

Mincor's tenements at the Widgiemooltha Dome are surrounded by the Higginsville gold camp (>2 million ounces) and the now-completed but highly profitable Chalice (600,000 ounces) and Wattle Dam (260,000 ounces) gold mines. The structures that control these major gold camps extend onto Mincor's tenements confirming their prospectivity. Several high-quality extensional and greenfields gold targets have been identified on Mincor's holdings in the Widgiemooltha region (Figure 4).

*The Widgiemooltha Dome is surrounded by highly profitable historic gold mines.*

## Widgiemooltha Gold Project Exploration

Located at North Widgiemooltha, the Widgiemooltha Gold Project holds considerable exploration upside – one of the most attractive features of the Project. This historic gold mining district has been held by nickel-focused companies since 1967. The area has not been subject to sustained gold exploration for nearly 20 years prior to Mincor's June 2016 drilling program.

The Widgiemooltha Gold Project is defined by a prospective shear zone (some 5.5 kilometres in strike length) from the Bass to Home Signal prospects. The prospective corridor includes all the current Resource level prospects.

During FY2017, the Company completed several highly successful drilling programs at Widgiemooltha. The positive results have led to the successful upgrading of Mincor's total Mineral Resource inventory to 300,000 ounces of gold (from 238,640 ounces of gold reported in June 2016).

The recent Flinders West discovery (for full details, refer to ASX release dated 28 June 2017), highlights the growth potential of the Widgiemooltha Gold Project.

All the Resource-level prospects remain open both along strike and down-plunge. High priority extensional targets have been identified immediately north of the Flinders, West Oliver and Bass prospects.

Also in the greater Widgiemooltha Gold Project area, numerous shallow high-quality intersections are yet to be captured in Mineral Resources and remain open (Figure 5).

Encouraged by the positive FS results, successful drilling results and the very high exploration potential, Mincor will significantly step up its exploration activities in FY2018. There is a clear near-term opportunity to expand existing Mineral Resources and Ore Reserves and build a longer term gold business.

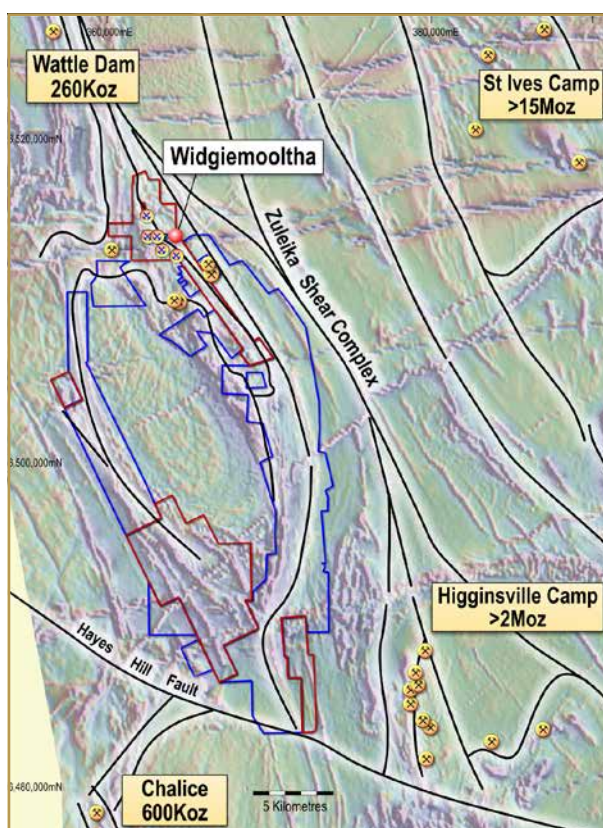


Figure 4: Widgiemooltha Dome regional gold setting

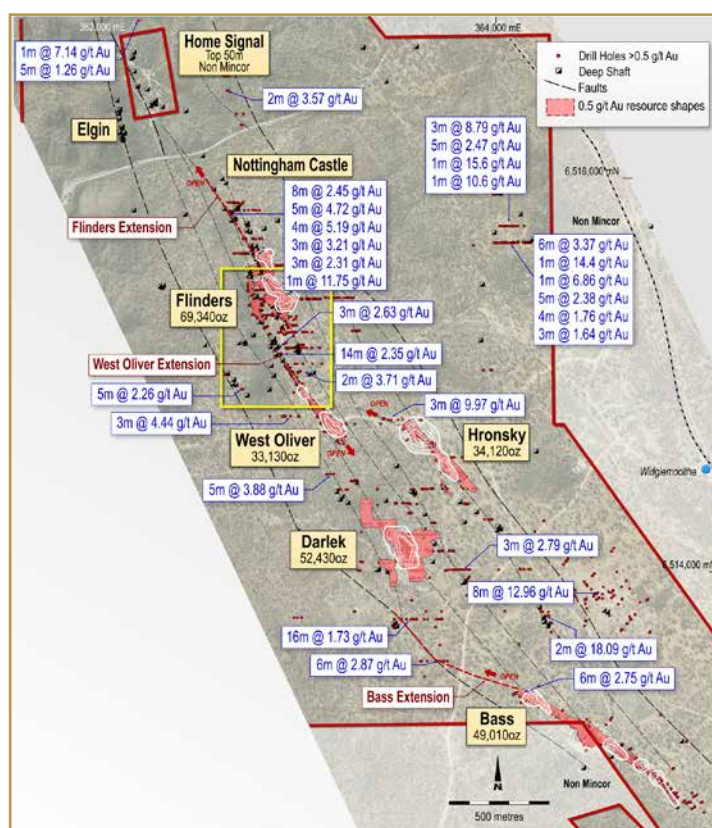


Figure 5: Widgiemooltha Gold Project exploration potential





## NORTH KAMBALDA GOLD EXPLORATION

### Background

In June 2016, the gold rights to Mincor's North Kambalda landholdings reverted to Mincor. Mincor has owned this land outright since 2007 and it is the location of Mincor's North Kambalda Nickel Operations, hosting the currently dormant Otter Juan nickel mine and the development-ready Durkin North nickel project.

The reversion of the gold rights to Mincor, together with substantial exploration data, has created an outstanding new opportunity in gold for the Company in this highly prospective terrain.

Mincor's North Kambalda land is located in a "Tier One" regional gold setting, surrounded by multi-million ounce gold camps and containing the highly endowed Boulder-Lefroy Fault Complex. As such, it holds tremendous exploration potential and there is a direct comparison to the structural patterns and gold deposits of the adjacent multi-million ounce South Kambalda gold camps. The long-lived Alpha Island Fault plays an important role in focusing gold at South Kambalda and it is possible that the lookalike Woolibar Fault on Mincor's ground played a similar role (Figures 6 and 7).

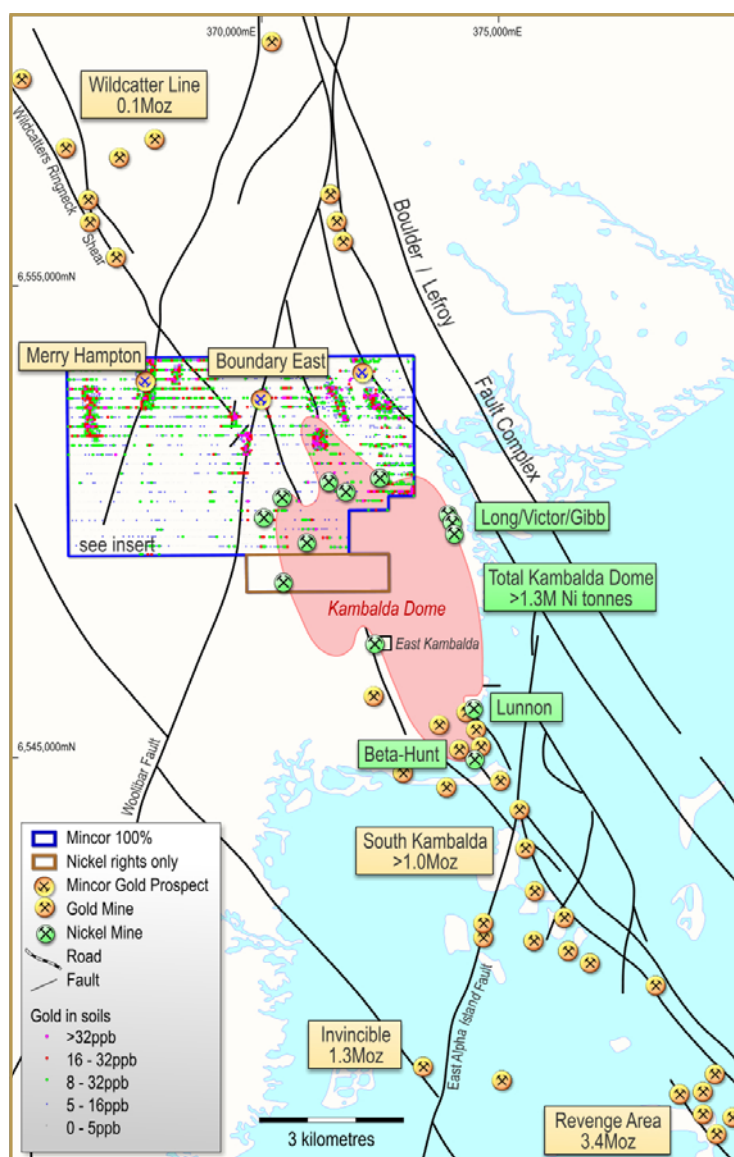


Figure 6: Kambalda regional gold setting – gold-in-soil map with major controlling gold structures



## North Kambalda Gold Targets

Since acquiring the additional gold data, Mincor has identified structures that are mineralised both at depth and near surface (Figure 7). Other major structures such as the Wildcatter and Woolibar Faults have sporadic gold mineralisation but very few of the drill holes that intersect it have been assayed for gold, leaving its full gold potential untested.

Mincor's maiden drilling program for gold at North Kambalda in FY2017 tested seven prospects and has confirmed the presents of near-surface gold at two prospects (see ASX release dated 15 June 2017).

Merry Hampton East is located on the western flank of a large porphyry body and lies along an interpreted splay structure from the Wildcatters-Ringneck Shear Zone. This Shear Zone and its associated splay structures host gold ore bodies to the north of Mincor's tenement. A gold-in-soil anomaly at the prospect was tested in a small historical program with the best intersection returning 6 metres @ 5.07 g/t Au. Two holes were drilled at Merry Hampton East, with a deeper hole validating the previous historical hole, returning 5 metres @ 2.30 g/t Au. The geological structures around the prospect are considered highly prospective and remain only lightly drill tested to date.

The second target to return significant results is Boundary East. This target was chosen for its prime structural location at the intersection of two major faults (the Woolibar Fault and the Loretto Thrust) and the presence of multiple low-grade intersections in mineralised porphyry. The best intersections in the recent drilling program were 3 metres @ 2.85 g/t Au and 6 metres @ 1.1 g/t Au, with surrounding holes intersecting broad zones of anomalous >0.1 g/t Au.

Mincor is compiling a follow-up drilling program to test the potential of these highly prospective shears, in particular the area of gold-in-soil anomalism located at the intersection of the Wildcatters-Ringneck Shear Zone and the Woolibar Fault (Figures 6 and 7).

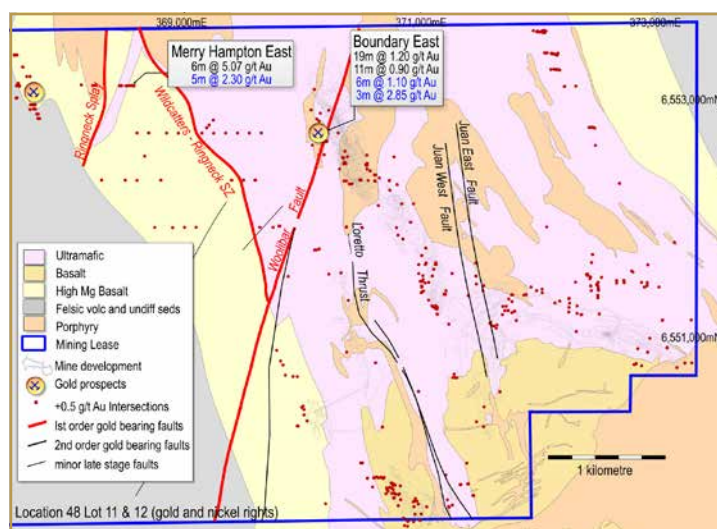


Figure 7: North Kambalda geology plan

## Regional Gold

### Jeffreys Find Gold Prospect

The Jeffreys Find gold prospect lies within mining lease M63/242 and is located 40 kilometres northeast of Norseman. The deposit displays a number of positive attributes, including being confined to a discrete, shallowly southwest dipping grunerite-magnetite Banded Iron Formation unit with mineralisation thickest and best developed near surface, and open at depth (Figure 8 shows the ore body in plan view).

Mincor initially estimated a maiden Inferred Resource of 1,108,700 tonnes @ 1.7 g/t Au for 59,730 ounces of gold; this was subsequently updated once quality assurance/quality control information was compiled, to a combined Indicated and Inferred Mineral Resource of 1,155,100 tonnes @ 1.7 g/t Au gold for 61,560 ounces of gold. The ore body outcrops at surface and has a mineralised strike length of 450 metres and is currently drill tested to 115 metres below surface.

Whittle pit optimisations based on toll treating were completed at a range of gold prices. The A\$1,450/ounce shell was selected for pit and waste dump design purposes. No Ore Reserve is quoted as yet, pending validation of some of the scoping level inputs, which may include a small program of geotechnical drilling.

*North Kambalda contains the Boulder-Lefroy Fault Complex - a "Tier One" regional gold setting hosting nearby multi-million ounce gold camps.*

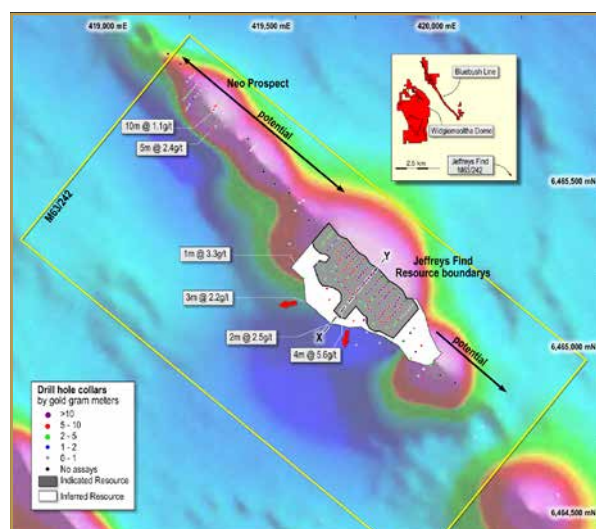


Figure 8: Plan of Jeffreys Find resource over magnetics



## KAMBALDA NICKEL ASSETS

### OVERVIEW AND OUTLOOK

The nickel price remained low throughout FY2017. The mines which ceased production in February 2016 remained on care and maintenance.

Bankable-level feasibility studies completed at Durkin North and Miitel/Burnett in 2016 confirmed Mincor's nickel option and provide a clear path back to production once the nickel price recovers. The two studies outline a base production potential from Ore Reserves of some 28,200 tonnes of nickel metal (refer to ASX release dated 10 March 2016).

### Care and Maintenance

The care and maintenance programs at Miitel and Mariners continued in FY2017. Associated activities included ongoing environmental monitoring, site security and general maintenance.

Mincor has allowed the controlled partial flooding of the Miitel mine until the water level approaches the main pumping station. Underground inspection thus far has confirmed the water level rise has been slower than expected, with the water level some 100 metres below where it was forecast to be at the end of June 2017.

During FY2017, the Company received A\$4.9 million from the sale of surplus ancillary mining equipment.

### NICKEL MINERAL RESOURCES AND ORE RESERVES

There has been no change to the nickel Mineral Resources since reported as at 30 June 2016.

Bankable-level feasibility studies outlined a base production potential from Ore Reserves of some 28,200 tonnes of nickel.

There has been no change to the nickel Ore Reserves since reported as at 30 June 2016.

Mincor confirms that all material assumptions and technical parameters underpinning the estimates of these Mineral Resources and Ore Reserves continue to apply.

*Feasibility studies completed at Durkin North and Miitel/Burnett provides a path back to nickel production once the nickel price recovers.*



TABLE 5: NICKEL MINERAL RESOURCES AS AT 30 JUNE 2017

| RESOURCE      |      | MEASURED       |            | INDICATED        |            | INFERRED       |            | TOTAL            |            |               |
|---------------|------|----------------|------------|------------------|------------|----------------|------------|------------------|------------|---------------|
|               |      | Tonnes         | Ni (%)     | Tonnes           | Ni (%)     | Tonnes         | Ni (%)     | Tonnes           | Ni (%)     | Ni Tonnes     |
| Redross       | 2017 | 39,000         | 4.9        | 138,000          | 2.9        | 67,000         | 2.9        | 244,000          | 3.2        | 7,900         |
|               | 2016 | 39,000         | 4.9        | 138,000          | 2.9        | 67,000         | 2.9        | 244,000          | 3.2        | 7,900         |
| Burnett       | 2017 | -              | -          | 241,000          | 4.0        | -              | -          | 241,000          | 4.0        | 9,700         |
|               | 2016 | -              | -          | 241,000          | 4.0        | -              | -          | 241,000          | 4.0        | 9,700         |
| Miitel        | 2017 | 156,000        | 3.5        | 408,000          | 2.8        | 27,000         | 4.1        | 591,000          | 3.1        | 18,100        |
|               | 2016 | 156,000        | 3.5        | 408,000          | 2.8        | 27,000         | 4.1        | 591,000          | 3.1        | 18,100        |
| Wannaway      | 2017 | -              | -          | 110,000          | 2.6        | 16,000         | 6.6        | 126,000          | 3.1        | 3,900         |
|               | 2016 | -              | -          | 110,000          | 2.6        | 16,000         | 6.6        | 126,000          | 3.1        | 3,900         |
| Carnilya*     | 2017 | 33,000         | 3.6        | 40,000           | 2.2        | -              | -          | 73,000           | 2.8        | 2,100         |
|               | 2016 | 33,000         | 3.6        | 40,000           | 2.2        | -              | -          | 73,000           | 2.8        | 2,100         |
| Otter Juan    | 2017 | 2,000          | 6.9        | 51,000           | 4.1        | -              | -          | 53,000           | 4.3        | 2,300         |
|               | 2016 | 2,000          | 6.9        | 51,000           | 4.1        | -              | -          | 53,000           | 4.3        | 2,300         |
| McMahon/Ken** | 2017 | 25,000         | 2.7        | 103,000          | 3.1        | 105,000        | 4.6        | 234,000          | 3.7        | 8,700         |
|               | 2016 | 25,000         | 2.7        | 103,000          | 3.1        | 105,000        | 4.6        | 234,000          | 3.7        | 8,700         |
| Durkin North  | 2017 | -              | -          | 417,000          | 5.3        | 10,000         | 3.8        | 427,000          | 5.2        | 22,400        |
|               | 2016 | -              | -          | 417,000          | 5.3        | 10,000         | 3.8        | 427,000          | 5.2        | 22,400        |
| Gellatly      | 2017 | -              | -          | 29,000           | 3.4        | -              | -          | 29,000           | 3.4        | 1,000         |
|               | 2016 | -              | -          | 29,000           | 3.4        | -              | -          | 29,000           | 3.4        | 1,000         |
| Voyce         | 2017 | -              | -          | 50,000           | 5.3        | 14,000         | 5.0        | 64,000           | 5.2        | 3,400         |
|               | 2016 | -              | -          | 50,000           | 5.3        | 14,000         | 5.0        | 64,000           | 5.2        | 3,400         |
| Cameron       | 2017 | -              | -          | 96,000           | 3.3        | -              | -          | 96,000           | 3.3        | 3,200         |
|               | 2016 | -              | -          | 96,000           | 3.3        | -              | -          | 96,000           | 3.3        | 3,200         |
| Stockwell     | 2017 | -              | -          | 554,000          | 3.0        | -              | -          | 554,000          | 3.0        | 16,700        |
|               | 2016 | -              | -          | 554,000          | 3.0        | -              | -          | 554,000          | 3.0        | 16,700        |
| <b>TOTAL</b>  | 2017 | <b>256,000</b> | <b>3.7</b> | <b>2,237,000</b> | <b>3.6</b> | <b>239,000</b> | <b>4.2</b> | <b>2,732,000</b> | <b>3.6</b> | <b>99,200</b> |
|               | 2016 | <b>256,000</b> | <b>3.7</b> | <b>2,237,000</b> | <b>3.6</b> | <b>239,000</b> | <b>4.2</b> | <b>2,732,000</b> | <b>3.6</b> | <b>99,200</b> |

Note: Figures have been rounded and hence may not add up exactly to the given totals. Resources are inclusive of Reserves.

\*Resources shown for Carnilya Hill are those attributable to Mincor – that is, 70% of the total Carnilya Hill Resource.

\*\*McMahon/Ken also includes Coronet (in the 2010/11 Annual Report it was included in Otter Juan).

The information in this report that relates to nickel Mineral Resources is based on information compiled by Rob Hartley who is a full-time employee of the Company and has sufficient experience relevant to the style of mineralisation and type of deposit under consideration, and to the activity which he is undertaking to qualify as a Competent Person as defined in the 2012 edition of the "Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves". Mr Hartley consents to the inclusion in this report of the matters based on his information in the form and context in which it appears and is a Member of the Australasian Institute of Mining and Metallurgy.

TABLE 6: NICKEL ORE RESERVES AS AT 30 JUNE 2017

| RESERVE      |      | PROVED |        | PROBABLE  |        | TOTAL     |        |
|--------------|------|--------|--------|-----------|--------|-----------|--------|
|              |      | Tonnes | Ni (%) | Tonnes    | Ni (%) | Tonnes    | Ni (%) |
| Burnett      | 2017 | -      | -      | 271,000   | 2.6    | 271,000   | 2.6    |
|              | 2016 | -      | -      | 271,000   | 2.6    | 271,000   | 2.6    |
| Miitel       | 2017 | 28,000 | 2.6    | 129,000   | 2.2    | 157,000   | 2.3    |
|              | 2016 | 28,000 | 2.6    | 129,000   | 2.2    | 157,000   | 2.3    |
| Durkin North | 2017 | -      | -      | 708,000   | 2.5    | 708,000   | 2.5    |
|              | 2016 | -      | -      | 708,000   | 2.5    | 708,000   | 2.5    |
| TOTAL        | 2017 | 28,000 | 2.6    | 1,108,000 | 2.5    | 1,136,000 | 2.5    |
|              | 2016 | 28,000 | 2.6    | 1,108,000 | 2.5    | 1,136,000 | 2.5    |

Note: Figures have been rounded and hence may not add up exactly to the given totals. Resources are inclusive of Reserves.

The information in this report that relates to nickel Ore Reserves is based on information compiled by Paul Darcey, who is a full-time employee of the Company and has sufficient experience relevant to the style of mineralisation and type of deposit under consideration, and to the activity which he is undertaking to qualify as a Competent Person as defined in the 2012 edition of the "Australian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves". Mr Darcey consents to the inclusion in this report of the matters based on his information in the form and context in which it appears and is a Member of the AusIMM.

**Note on governance arrangements and internal controls:** All Mincor's Mineral Resource and Ore Reserve estimates undergo a three-stage process of internal review by operational and Head Office staff. Some estimates are also independently audited.

## NICKEL PROJECTS

### Durkin North

Durkin North is currently Mincor's largest and highest grade undeveloped nickel Mineral Resource (427,000 tonnes @ 5.2% nickel for 22,400 tonnes of contained nickel). The resource (located at North Kambalda) remains open at depth and along plunge, and the near-mine exploration potential is considered significant.

Key results from the FS include the maiden Ore Reserve for Durkin North of 708,000 tonnes @ 2.50% nickel for 17,700 tonnes of contained nickel (refer to ASX release dated 10 March 2016).

The study envisages making use of the existing decline at the Otter Juan mine to a depth of approximately 300 metres and from there diverging to the east to encounter the ore body after approximately 800 metres of further development. Mining would be undertaken using standard techniques which Mincor is very familiar with.

Key risks and opportunities identified in the Durkin North FS include:

- The tail-off in the production schedule towards the end of the mine life has a sharply negative impact on the financial metrics, eroding the cash flows and reducing the NPV. While it cannot be demonstrated without further drilling, Mincor believes this tail will be eliminated through either operational rescheduling as mining proceeds or through exploration success, especially given the exceptionally strong potential of the immediate environment.
- With Durkin North as an anchor producer, up to 12,000 tonnes of identified nickel resources elsewhere on Mincor's North Kambalda tenements could be accessed and mined, adding substantially to the cash flow generating capacity of the overall project. Resource areas include Ken, McMahon, Otter and Gellatly. This represents a very significant potential upside that has not been included in the current FS.
- The wider exploration potential of Durkin North is considered very high. Historically the eastern corridor of the Kambalda Dome has been host to some of Kambalda's largest ore bodies, including Otter Juan, Long and the original Durkin Mine. The underground development of Durkin North will provide a superb exploration platform from which to drill test very strong targets that have already been identified, with potential for the discovery of ultra-large high-grade ore bodies of the Otter Juan, Long and Durkin class.
- A number of ore drives that are not time-dependent have been identified in the mining schedule. These could be amenable to 'rescue mining', potentially resulting in substantially higher mined head grades.
- Mincor's offtake agreement with BHP Billiton Nickel West (the Ore Tolling and Concentrate Purchase Agreement) expires in February 2019. As such, an extension to that agreement will need to be negotiated prior to project commencement, with all the risks and opportunities implied by that.
- Mining gold and nickel simultaneously at North Kambalda could substantially improve the cost base used in the FS.

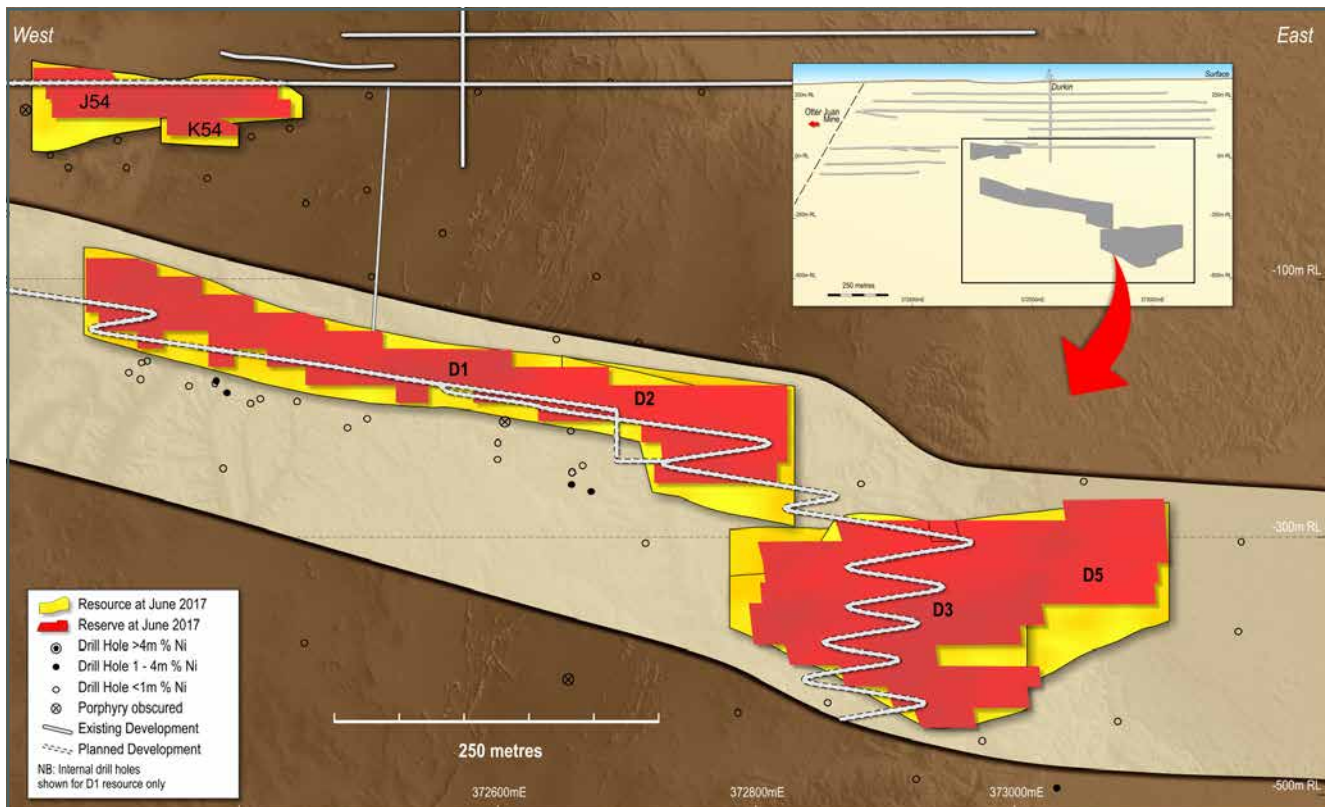


Figure 9: Durkin North long section



## Miitel/Burnett

The FS at Miitel/Burnett (located near Widgiemooltha) covers the remaining Ore Reserves at South Miitel and the undeveloped Mineral Resources at North Miitel – the area known as Burnett. Due to the generally lower grade of the resulting Ore Reserves, the greater distance from the Kambalda Mill, and the generally less favourable offtake terms, the FS shows that Miitel's trigger price to resume operation is higher than that estimated for Durkin North.

The key result from the FS is an Ore Reserve of 428,000 tonnes @ 2.5% nickel for 10,500 tonnes of contained nickel (refer to ASX release dated 10 March 2016).

Key risks and opportunities identified in the Miitel/Burnett FS are summarised below:

- The financial metrics at Miitel are impacted by the lower grade of these ore bodies, as mentioned above, but also by the substantial amount of development required to access the Burnett ore body. However, it is considered likely that additional reserves may be identified between the B01 and B02 surfaces, and that the ore system may continue beyond current resource limits to both the north and south. If true, any extensions to mine production would bring about substantially improved economics.
- Miitel has been modelled in the FS as a stand-alone unit of production. However, there is potential for it to be developed and operated together with potential new mines at Cassini and Voyce. This would have a positive impact on the financial metrics.
- Mincor's offtake agreement with BHP Billiton Nickel West, the Ore Tolling and Concentrate Purchase Agreement, expires in February 2019. As such, an extension to that agreement will need to be negotiated prior to project commencement, with all the risks and opportunities implied by that.

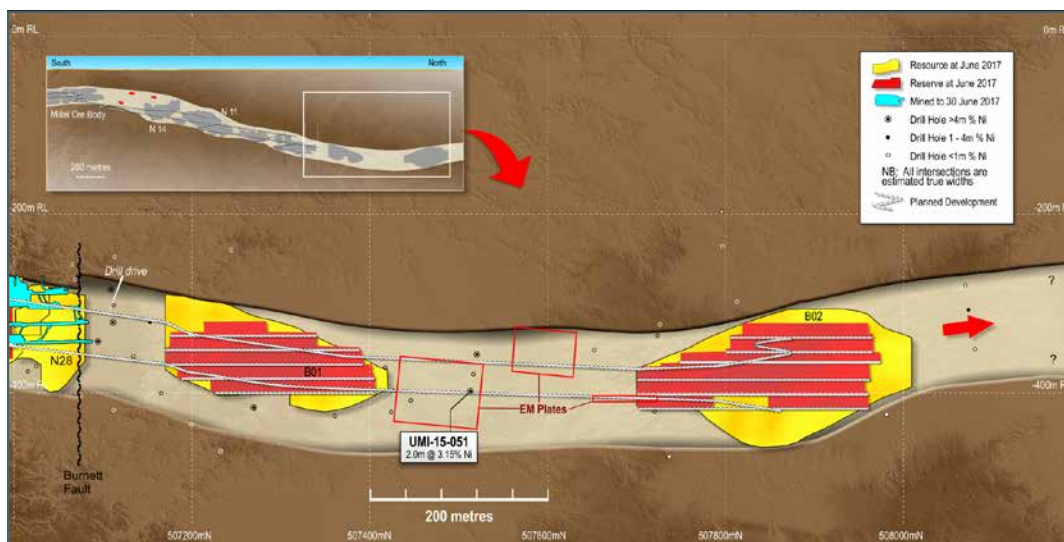


Figure 10: Burnett long section

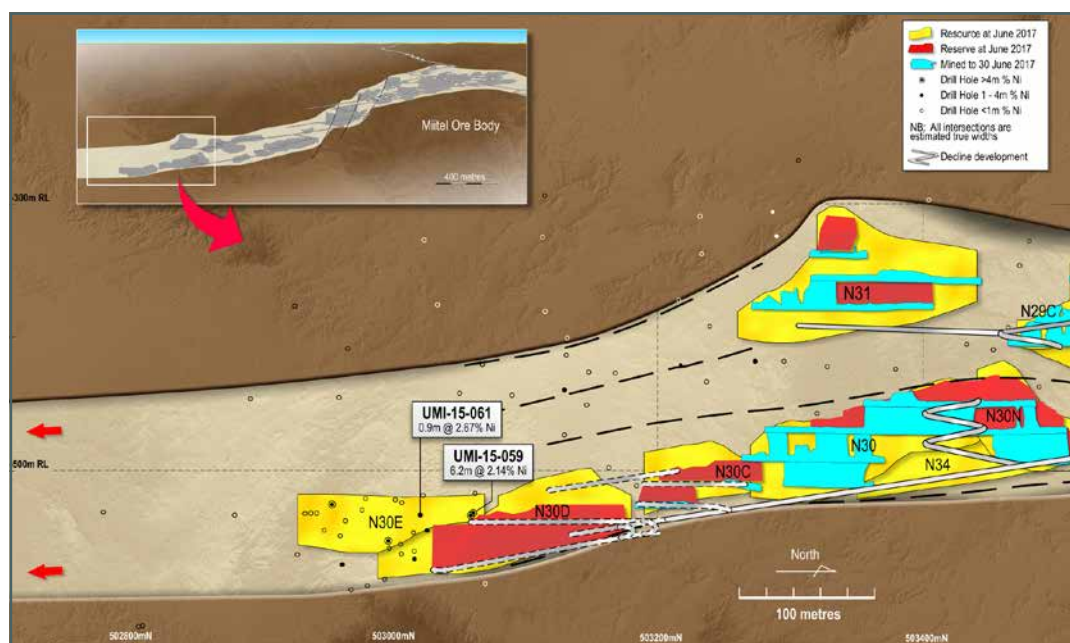


Figure 11: Miitel South long section

## ADVANCED NICKEL EXPLORATION PROSPECTS

Mincor holds an outstanding suite of tenements in the world-class Kambalda Nickel District comprising approximately half of all land in that area that is prospective for nickel sulphide mineralisation. Large sections of this tenement holding are also prospective for gold (as described in the previous section) and very significantly, the majority of the tenements are granted mining leases.

Low nickel prices and strong gold prices have persisted throughout the year; as a result, virtually all exploration expenditure has been directed towards Mincor's gold projects. Awaiting a recovery in the nickel price however is a portfolio of 100% owned nickel projects that are second to none.

Brownfields and greenfields exploration has led to four new projects, with feasibility studies having been completed on two of them (Durkin North and Burnett), a high-grade Mineral Resource estimated on a third (Voyce) and an exciting discovery made at the fourth (Cassini in FY2016), which awaits infill and extensional drilling. In addition, highly prospective greenfields targets have been identified at Republican Hill and elsewhere along the extensive strike length of Mincor's prospective ground (Figure 19).

### Cassini – a new greenfields discovery with significant upside potential

The first high-grade “discovery hole” at Cassini was drilled in December 2014 with subsequent drilling defining mineralisation within a structurally complex channel system across a 430-metre strike length as shown in plan (Figure 12) and long section (Figure 13).

Infill drilling is required to allow for the estimation of a Mineral Resource, however Mincor has identified an Exploration Target (based on CS2 and CS4 surfaces only) of between 400,000 and 500,000 tonnes at grades of between 3% and 4% nickel. Please note that this target is conceptual in nature and there is no certainty that further exploration will result in the estimation of a Mineral Resource. Please refer to Mincor's ASX releases dated 16 and 28 January 2015, 5 March 2015, 9 and 28 April 2015, 24 June 2015 and Mincor's 2015 Annual Report, as well as the long section (Figure 13).

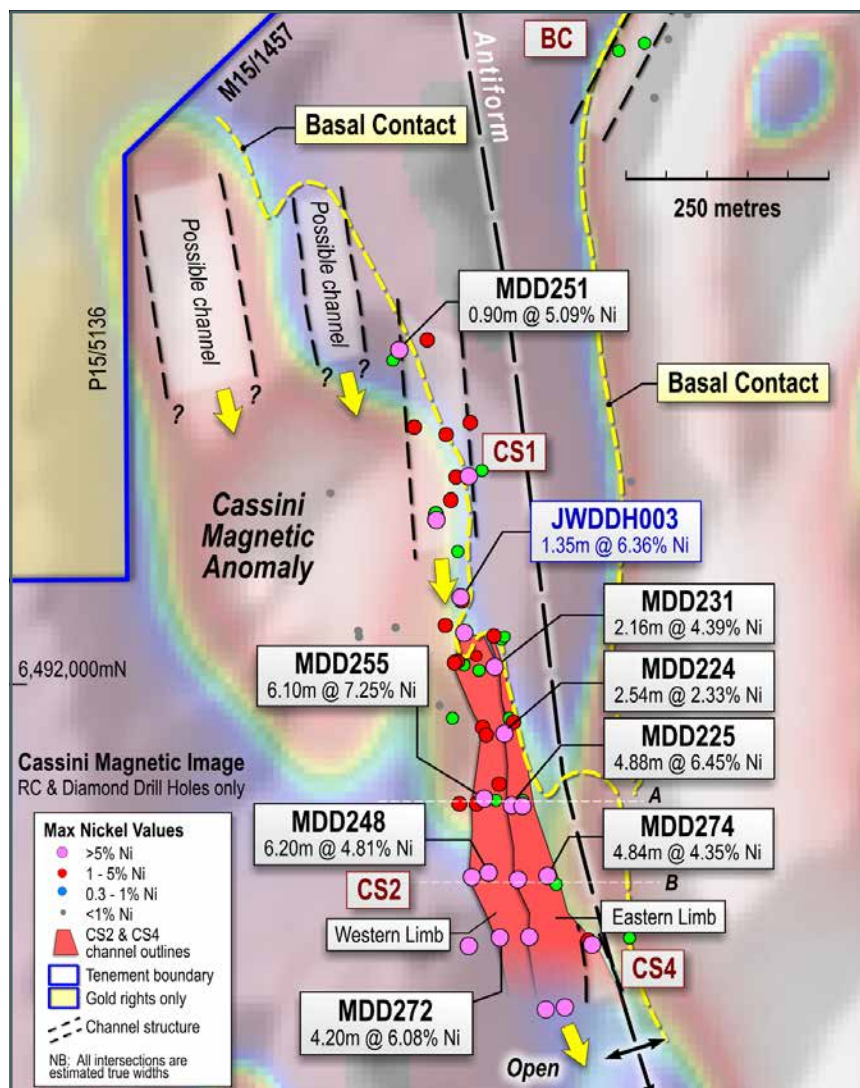


Figure 12: Plan of CS2/4 mineralised channels and regional targets associated with the Cassini magnetic anomaly



The CS2/CS4 Exploration Target (Figure 12) does not include significant additional potential lying outside the area that has been drilled, including both down-plunge and in additional channel structures associated with the magnetic high.

Based on this target, Mincor's initial conceptual scoping study on Cassini suggests that the next stage of infill drilling is strongly warranted. There is also a number of highly prospective targets nearby that require further exploration drilling; focusing initially on extending the plunge of the known mineralisation, drill testing the second known channel structure (named CS1), and exploring the basal contact where it extends northwards around a large magnetic anomaly – considered a prime area to host further mineralised channel structures.

The upside case at Cassini is that the magnetic anomaly, which is thought to be the expression of a vastly thickened flow of fertile ultramafic rock, could host numerous mineralised channel structures – representing an exploration opportunity on a district scale.

*The Cassini Project could potentially host a number of mineralised channels.*

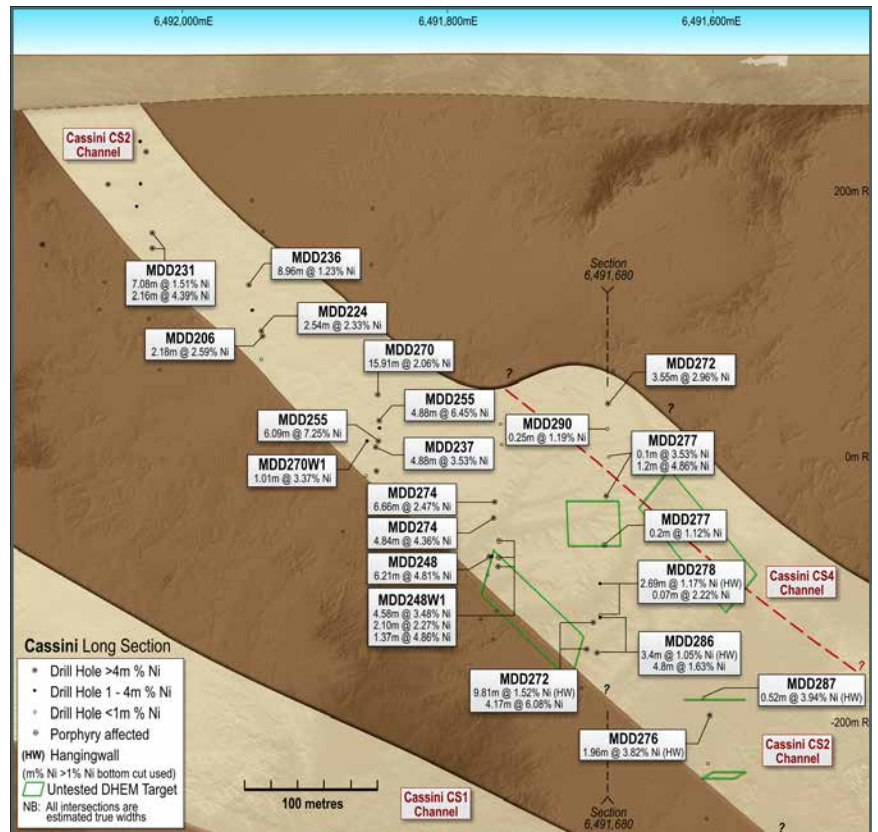


Figure 13: Cassini long section, looking east

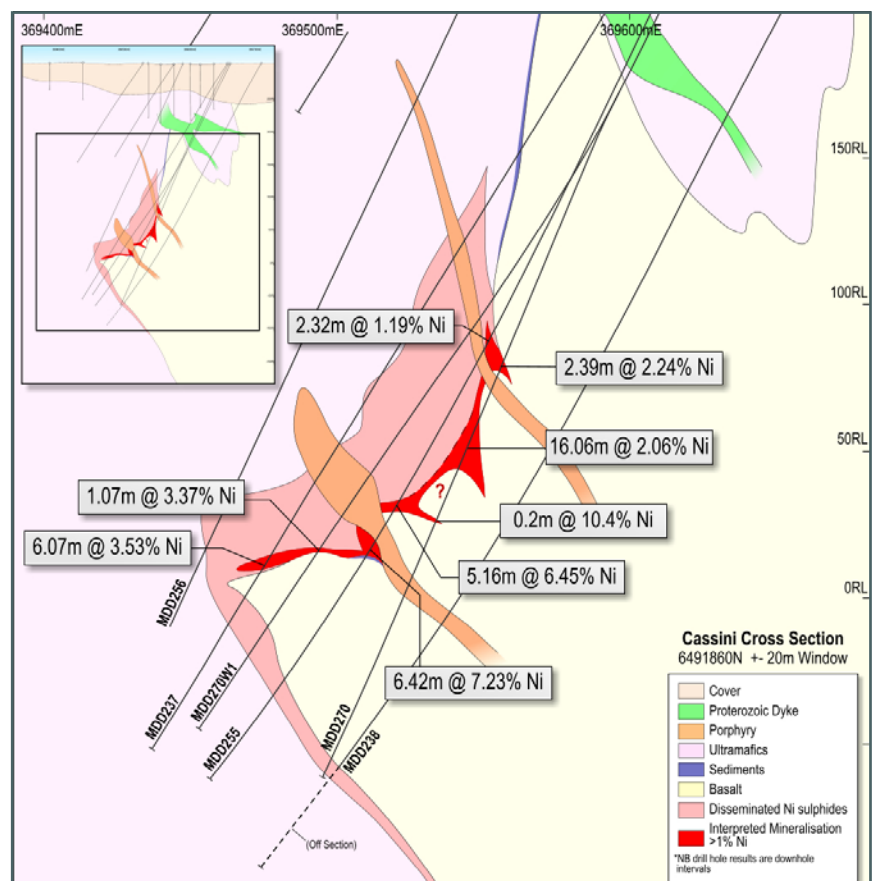


Figure 14: Cross section 6491860N showing multiple ore positions within the CS2 channel

Voyce Nickel Project

Mincor’s discovery at Voyce contains a Mineral Resource estimated at 64,000 tonnes @ 5.2% nickel for 3,400 tonnes of contained nickel, 78% of which is classified as Indicated (please refer to Mincor’s ASX release dated 28 April 2015 and the 2015 Annual Report). This small but high-grade Mineral Resource has potential to be part of a larger mineralised system that occupies both a down-plunge continuation of the Voyce channel as well as the adjacent Turner channel (Figures 15 and 16); these will be priority targets when drilling resumes.

Voyce itself comprises four separate pods that lie less than 150 metres below surface in the upper part of the Voyce channel. This is significant as additional pods may have been missed by the limited number of wide spaced exploration holes drilled previously. Voyce is located just 4 kilometres south of the Mariners mine.

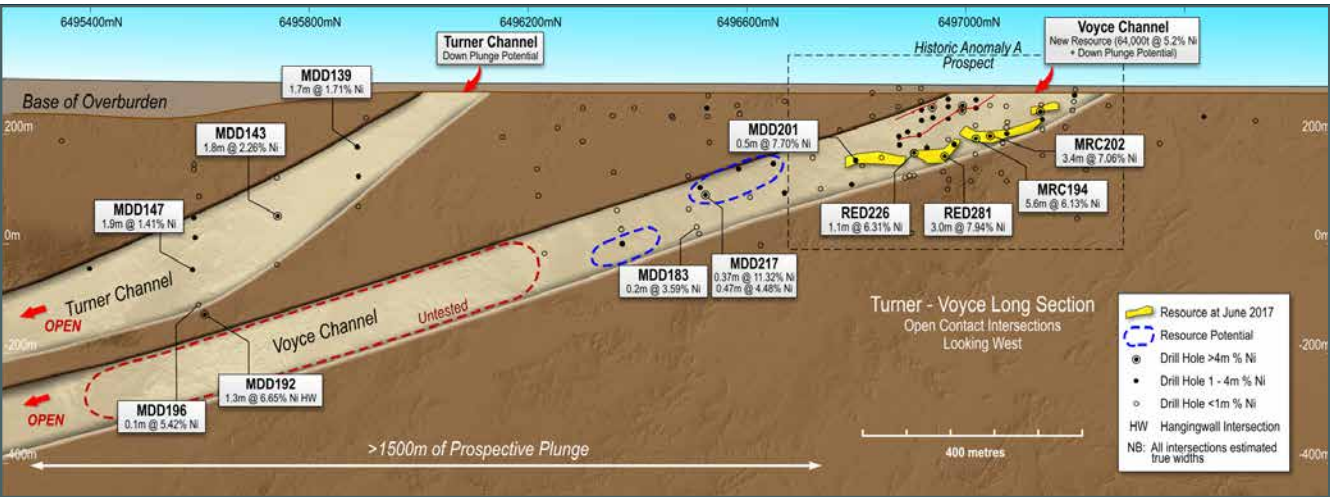


Figure 15: Long section showing the Voyce Resource area and the Voyce-Turner channel system

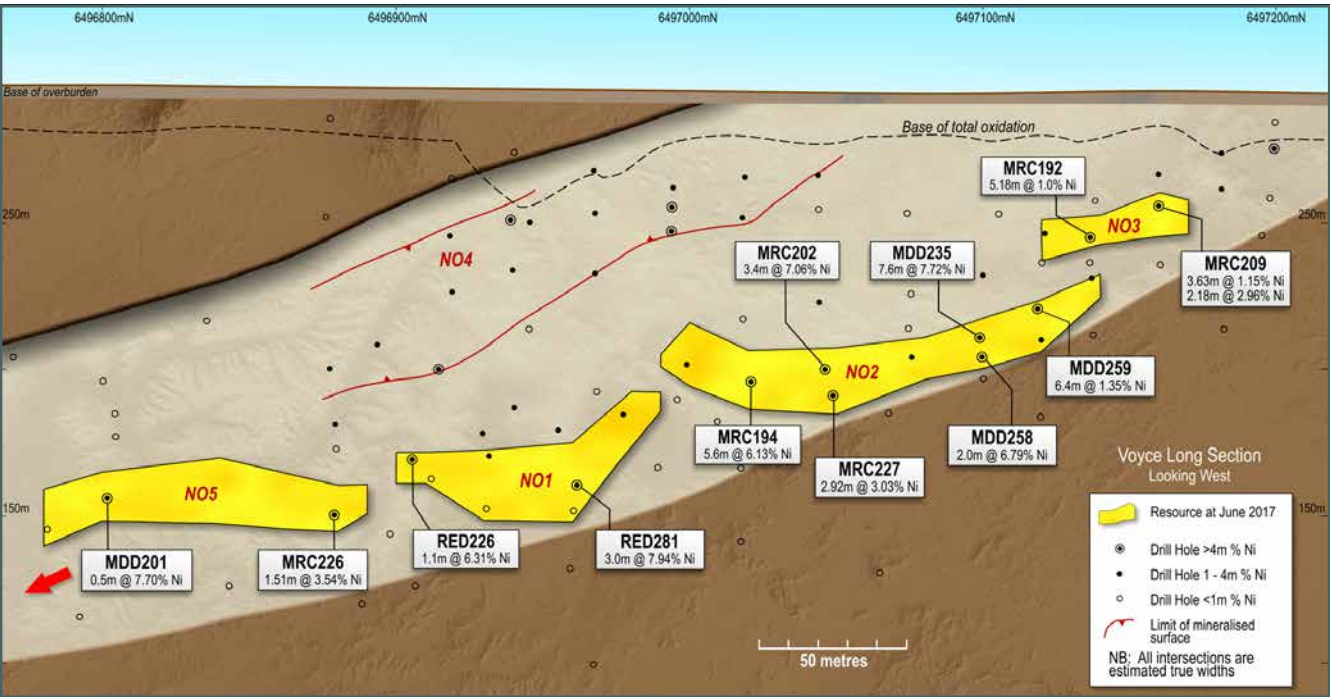


Figure 16: Long section of the Voyce Nickel Project showing Mineral Resources



## REGIONAL EXPLORATION

Despite low prices and consequently minimal nickel exploration having been undertaken during FY2017, both greenfields and brownfields exploration potential within Mincor's extensive tenement holdings remain second to none, as confirmed by the Cassini and Voyce discoveries, and the successes at Durkin and Burnett.

Numerous nickel prospects and occurrences are present across Mincor's entire Kambalda landholding, including the rest of the Bluebush Line beyond Republican Hill, the northern third of the Kambalda Dome and the Widgiemooltha Dome, collectively encompassing over 120 kilometres of prospective basal contact. Valuable new information gained from Cassini, Burnett, Voyce and Durkin can now be applied to target evaluation studies on a district-wide scale – a process that is ongoing (Figures 17 and 18).

### North Kambalda Nickel Exploration

Much of the nickel produced from the Kambalda Nickel District comes from just a few very large (>100,000 tonnes) nickel ore bodies, all of which are located around the Kambalda Dome. Mincor's North Kambalda tenements cover the northern third of the Kambalda Dome and have produced nickel from seven known ore systems, including Otter Juan, the single biggest producer in the District.

Around two-thirds of the prospective basal contact (the stratigraphic location of all Kambalda's nickel ore bodies) on Mincor's North Kambalda tenements have not been drill-tested.

Among the many known targets on these tenements, the area east of Otter Juan and down-dip of Durkin North stands out as possibly one of the most exciting nickel exploration plays in Australia. It was identified through previous conceptual work by Mincor and followed up by drilling. This work demonstrated the likely presence of a third channel structure (USNOB Trend), down-dip of the Otter Juan and Long-Durkin channel structures, each of which has produced more than 100,000 tonnes of nickel.

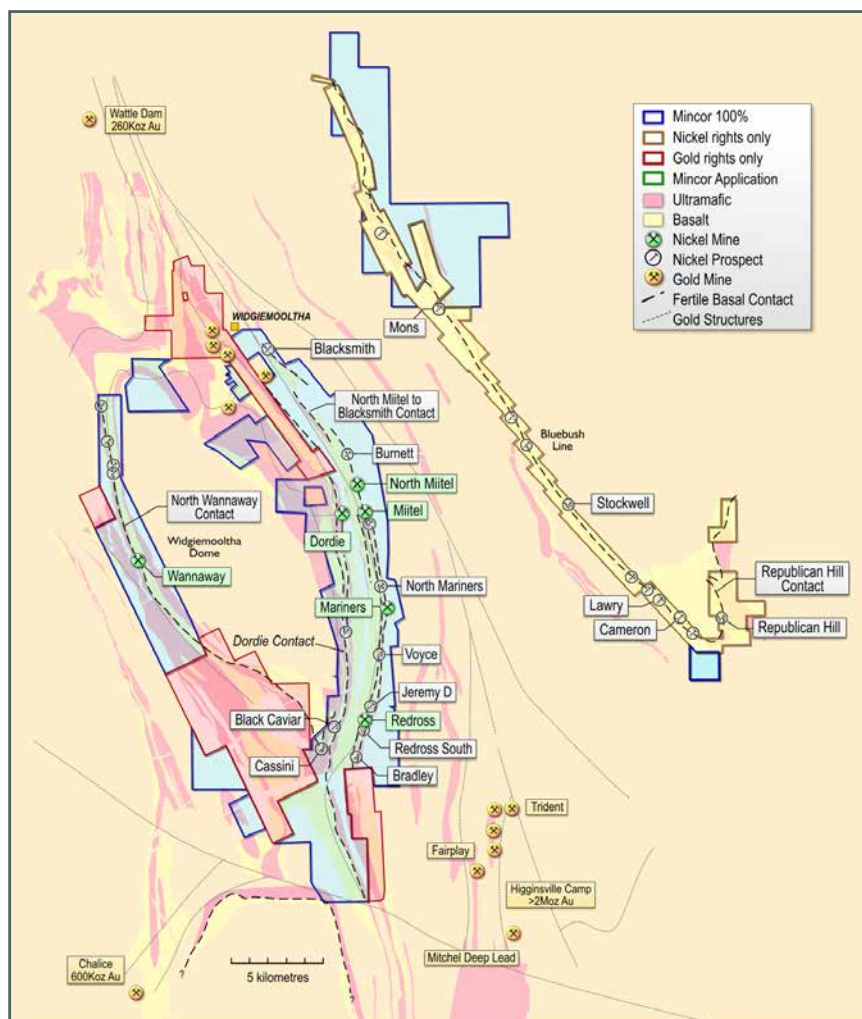


Figure 17: Regional Widgiemooltha and Bluebush geology map

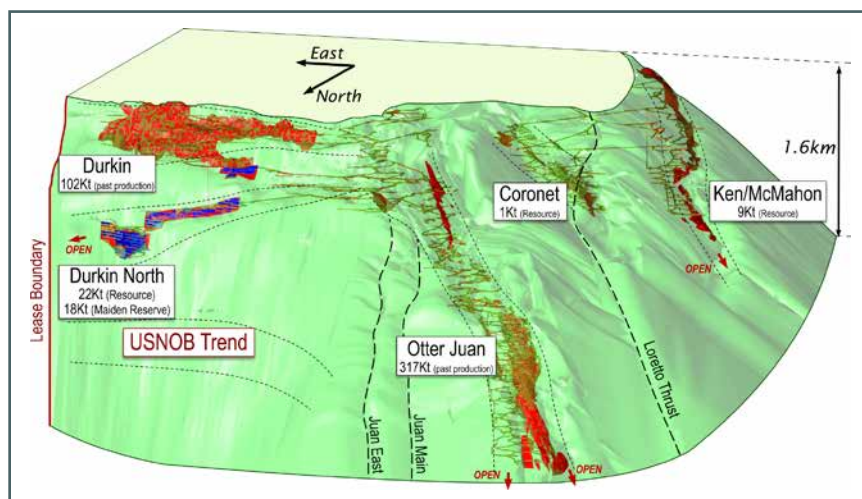


Figure 18: North Kambalda 3D showing the basal contact with ore trend and targets

Expectations are therefore high that this third structure could be another one of these giant, high-grade ore bodies. However, the depth of drilling required to fully test this thesis has been a significant hurdle over the past few years, in the face of a declining nickel price.

The potential future development of the Durkin North ore body, however, could provide good platforms from which to test this outstanding target (Figure 18).



## Republican Hill Nickel Prospect

This area lies at the southern end of the Bluebush group of tenements. The area has a number of resources along the western side of the Bluebush anticline (Stockwell and Cameron), however the southern end of the anticline which plunges moderately southwards has a very similar signature to the recent Cassini discovery.

There is a large body of highly magnetic ultramafic adjacent to the basalt contact and numerous small nickeliferous gossans mapped at surface (Figure 19).

Acquisition of high resolution magnetics followed by systematic drill testing is highly warranted in this area and planned in FY2018.

*Republican Hill has a similar magnetic signature to Cassini.*

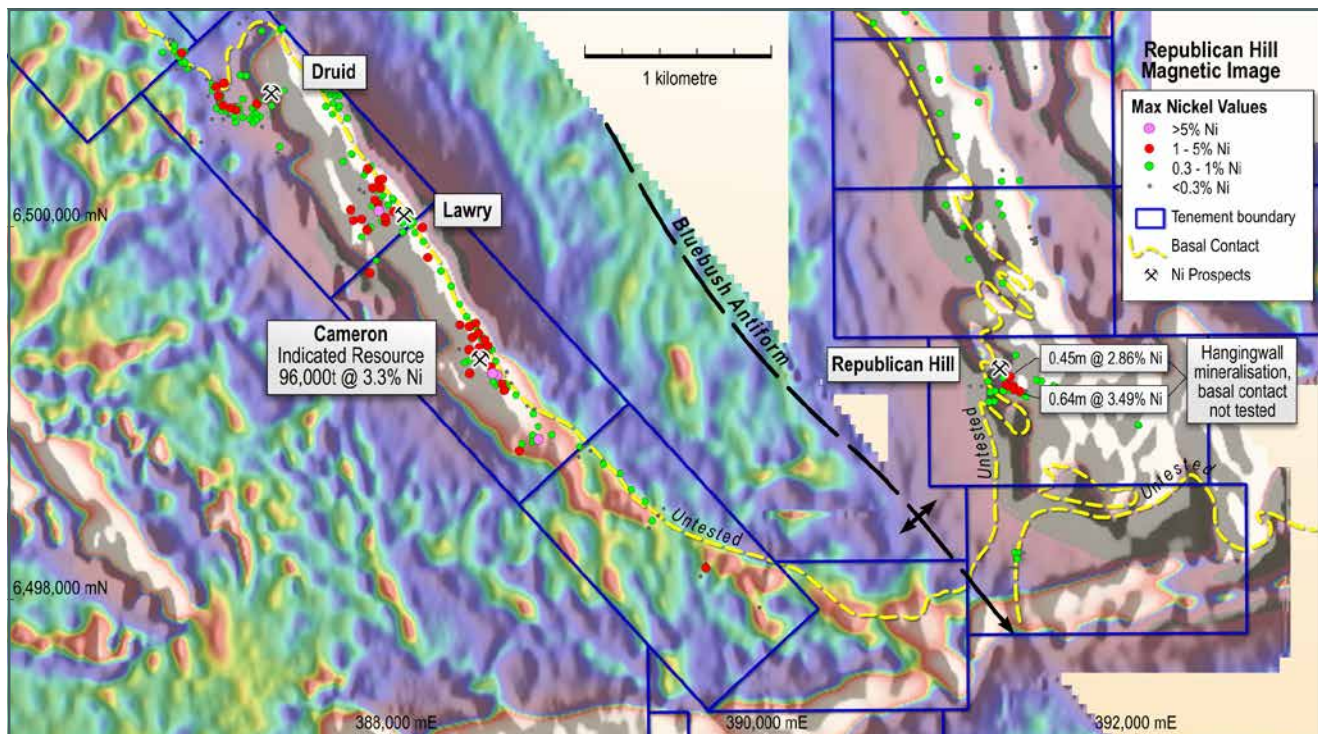


Figure 19: Plan of Republican Hill magnetics and nickel prospects







## EXPANDING IN METALS

### TOTTENHAM COPPER PROJECT (MINCOR 100%)

The Tottenham Copper/Gold Project is located in the Lachlan Fold Belt of New South Wales where the geological setting is similar to that of the Girilambone group of mines, including the Murrawombie (formerly Girilambone) and Tritton copper mines operated by Aeris Resources Limited and located approximately 120 kilometres to the north-northwest (Figure 20).

Tottenham is an historic copper mining district with small-scale production dating back to the 1880s. Mineralisation occurs in volcano-sedimentary rocks of the Girilambone Group, which in the Tottenham area are folded into a broad antiform. Mineralisation located at or near a prominent quartz-magnetite marker horizon generally occurs at the interface between overlying sedimentary rocks and underlying mafic volcanic rocks.

In addition, EL8384 was granted along strike of Helix Resources' Collierina prospect located approximately 35 kilometres northwest of Tottenham. The Collierina prospect has returned several high-quality Cu-Au-Zn intersections.

Mincor and Bacchus Resources Pty Ltd (Bacchus) have entered into a binding term sheet for an earn-in and joint venture agreement (Agreement) over the Company's Tottenham Copper-Gold Project (see ASX release dated 17 February 2017).

Under the Agreement, Bacchus can earn a 30% interest in the project by spending A\$700,000 on exploration, with a minimum expenditure of A\$200,000 to earn approximately 11%. Contributing expenditure by Mincor may dilute these percentages. Should Bacchus elect to withdraw from the project after the minimum expenditure condition has been met, Mincor has a right to clawback Bacchus' equity for 50% of Bacchus' expenditure.

Bacchus' initial work program entailed air-core lines testing the Burdenda target through to Larkins; results were weak. Currently their programs consist of a ground based electromagnetic survey near Collierina and an RC program at the Orange Plains prospect.

TABLE 7: TOTTENHAM MINERAL RESOURCE  
AS AT NOVEMBER 2011

| CATEGORY     | MILLION TONNES | COPPER %    | METAL TONNES  |
|--------------|----------------|-------------|---------------|
| Measured     | -              | -           | -             |
| Indicated    | 4.93           | 1.38        | 68,014        |
| Inferred     | 2.00           | 0.86        | 17,231        |
| <b>TOTAL</b> | <b>6.93</b>    | <b>1.23</b> | <b>85,266</b> |

Note: Publicly reported Resources above a 0.4% lower cut-off.

The Tottenham Mineral Resource was prepared and first disclosed under the JORC Code 2004. It has not been updated since to comply with the JORC Code 2012 on the basis that the information has not materially changed since it was last reported.

The information in this report that relates to copper Mineral Resources is based on information compiled by Mr Robert Hartley, who is a Member of the Australasian Institute of Mining and Metallurgy. Mr Hartley is a permanent employee of Mincor Resources NL. Mr Hartley has sufficient experience that is relevant to the style of mineralisation and type of deposit under consideration and to the activity that he is undertaking to qualify as a Competent Person as defined in the 2004 Edition of the Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves. Mr Hartley consents to the inclusion in the report of the matters based on his information in the form and context in which it appears.

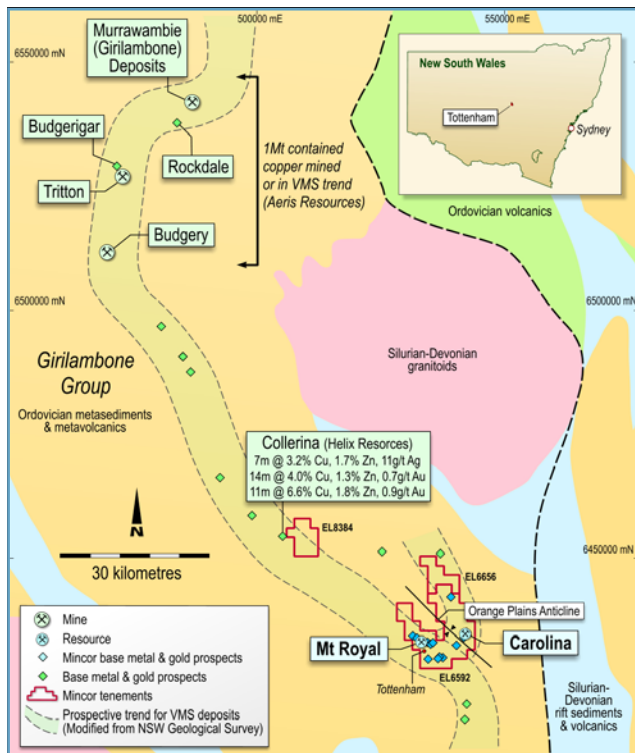


Figure 20: Regional location of the Tottenham Copper-Gold Project and Mincor's tenement holdings

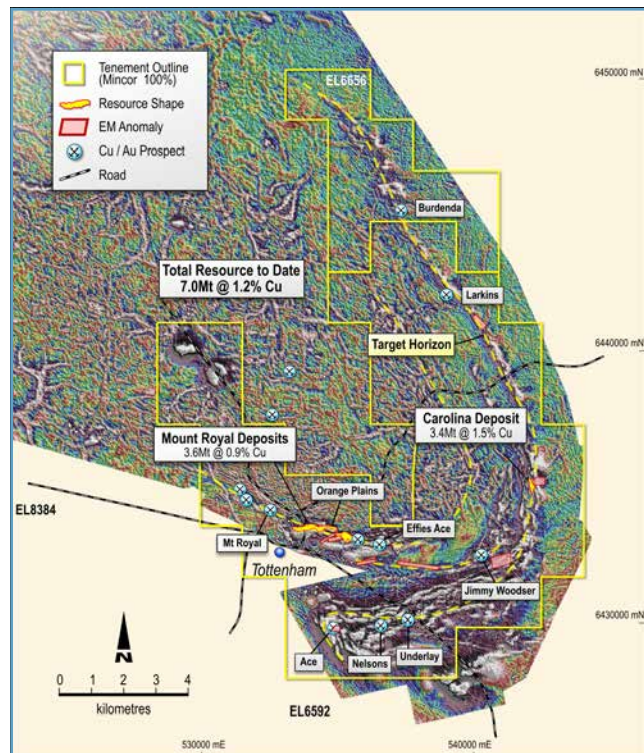


Figure 21: Magnetic intensity image showing priority prospect areas

## WIDGIEMOOLTHA LITHIUM (MINCOR 100%)

Mincor had several outcropping pegmatite bodies around the northern margins of the Widgiemooltha granite dome. Given the activity of lithium exploration in the area (Pioneer Dome, Bald Hill etc), an exploration program was put in place to test the prospectivity.

Initially, an 80-mesh portable x-ray fluorescence soil program covering the northern tenements outlined a corridor of Lithium-Caesium-Tantalum (LCT) bearing soils signatures. The program focused Mincor's efforts on three initial pegmatite targets (Figure 21).

A small drilling program was undertaken during the June 2017 quarter to progress the lithium evaluation at Widgiemooltha. Three lithium-bearing pegmatite targets were tested with a small RC program.

The drill holes intersected pegmatite bodies which are up to 5 metres thick and flat-lying. Encouraging lithium intersections were returned >0.5% Li<sub>2</sub>O, including 3 metres at 1.01% Li<sub>2</sub>O (see ASX release dated 26 July 2017). Based on these encouraging results, Mincor is evaluating its options to take forward.

The information in this report that relates to Exploration Results and Exploration Targets is based on information compiled by Robert Hartley, who is a Member of the Australasian Institute of Mining and Metallurgy. Mr Hartley is a full-time employee of Mincor Resources NL. Mr Hartley has sufficient experience that is relevant to the style of mineralisation and type of deposit under consideration and to the activity that he is undertaking to qualify as Competent Persons as defined in the 2012 Edition of the Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves. Mr Hartley consents to the inclusion in the report of the matters based on his information in the form and context in which it appears. Mr Hartley also approves the annual Mineral Resource and Ore Reserve statements in this report as a whole.

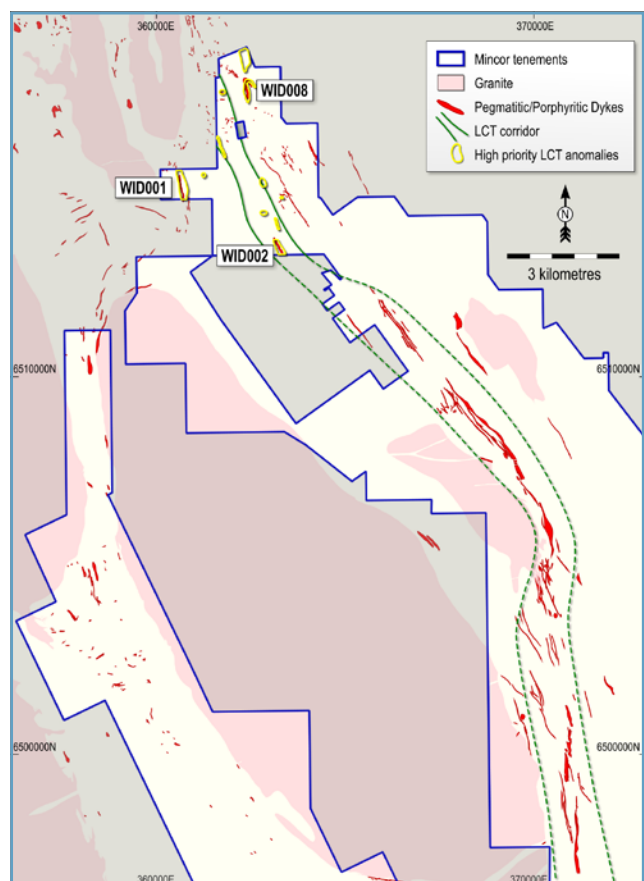


Figure 22: Plan of prospective LCT corridor identified on Mincor landholdings



# ABBREVIATIONS AND DEFINITIONS

## ABBREVIATIONS

|                        |  |
|------------------------|--|
| <b>A\$</b>             | Australian dollars   |
| <b>AIC</b>             | all-in costs   |
| <b>AISC</b>            | all-in sustaining costs  |
| <b>Amalg</b>           | Amalg Resources NL   |
| <b>ASX</b>             | Australian Securities Exchange   |
| <b>Au</b>              | gold   |
| <b>Bacchus</b>         | Bacchus Resources Pty Ltd  |
| <b>Cu</b>              | copper   |
| <b>ESS</b>             | energy storage systems   |
| <b>EVs</b>             | electric vehicles  |
| <b>FS</b>              | Feasibility Study  |
| <b>FY</b>              | financial year   |
| <b>GMM</b>             | Goldfields Mine Management Pty Ltd   |
| <b>GSWA</b>            | Geological Survey of Western Australia   |
| <b>g/t</b>             | grams per tonne  |
| <b>JORC Code</b>       | Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves (2004 and 2012 editions)  |
| <b>Koz</b>             | thousand ounces  |
| <b>Kt</b>              | thousand tonnes  |
| <b>LCT</b>             | Lithium-Caesium-Tantalum   |
| <b>Li<sub>2</sub>O</b> | lithium oxide  |
| <b>LOM</b>             | life of mine   |
| <b>m</b>               | metres   |
| <b>M</b>               | million  |
| <b>Ni</b>              | nickel   |
| <b>NPV</b>             | net present value  |
| <b>oz</b>              | ounces   |
| <b>RC</b>              | reverse circulation (percussion drilling with improved recovery and lower contamination due to the configuration of the drill stem; generates chips of rock, not core) |
| <b>Resolute</b>        | Resolute Mining Limited  |
| <b>SIG</b>             | St Ives Gold Mining Company Pty Limited  |
| <b>US\$</b>            | US dollars   |
| <b>WMC</b>             | WMC Resources Limited  |

## DEFINITIONS

### basal contact

In the Kambalda District, this term refers to the contact between two rock types – the overlying ultramafic rocks (representing ancient lava flows) and the underlying basalt (being the surface upon which the lava flowed). Every significant Kambalda nickel ore body discovered to date occurs at or close to this contact.

### contained nickel metal

Nickel contained in the ore, before any metallurgical recoveries are applied.

### footwall basalt

The basalt rock that occurs in the footwall of nickel ore bodies – the same rock unit whose contact with the ultramafic rock forms the basal contact.

### Girilambone Group

The formal name of a sequence of rock formations in New South Wales, dated to Ordovician times.

### gossans

Oxidised (weathered) forms of naturally occurring sulphides, often forming the weathered (outcropping) portion of a sulphide ore body.

### hangingwall

A mining term that refers to the rock unit lying stratigraphically and/or physically directly above an ore body. In most Kambalda mines the hangingwall is the ultramafic lava that lies directly above the nickel ore body on the basal contact.

### massive sulphides

A rock type comprised wholly of sulphide minerals.

### Mineral Resources

Is a concentration or occurrence of material of intrinsic economic interest in or on the earth's crust in such a form, quantity and quality that there are reasonable prospects for eventual economic extraction. The location, quality, grade, geological characteristics and continuity of a Mineral Resource are known, estimated or interpreted from specific geological evidence and knowledge.

### nickel-in-concentrate

Nickel contained in a concentrate of sulphide minerals formed after processing the ore through a concentrator plant. Typically a Kambalda nickel concentrate will contain about 12-13% nickel (upgraded from ore containing about 3% nickel). Some nickel is lost in this process, and so nickel-in-concentrate will typically be approximately 88-93% of the nickel-in-ore. Nickel-in-concentrate is the material that Mincor actually sells.

### nickel-in-ore

This refers to nickel contained in the ore that Mincor mines, before metallurgical recoveries are applied. Nickel-in-ore is the nickel Mincor refers to when quoting mineral resources and ore reserves. After taking into account metallurgical recoveries, nickel-in-ore converts to nickel-in-concentrate, which is the material Mincor actually sells.

### Ore Reserves

Is the economically mineable part of a Measured and/or Indicated Resource. It includes diluting materials and allowances for losses, which may occur when the material is mined. Appropriate assessments and studies have been carried out that demonstrate at the time of reporting that extraction could be reasonably justified.

### ultramafic rocks

Igneous rocks consisting mostly of ferromagnesium minerals to the virtual exclusion of quartz and feldspar. They are comparatively rare in the earth's crust. Ultramafic lavas, such as occur at Kambalda, are particularly rare and are hardly known to have formed at all since the end of Archean times.









## FINANCIAL REPORT 2017

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These financial statements are the consolidated financial statements of the consolidated entity consisting of Mincor Resources NL and its subsidiaries. The financial statements are presented in the Australian currency.

Mincor Resources NL is a company incorporated and domiciled in Australia.  
Its registered office is:

Level 1, 56 Ord Street  
West Perth, Western Australia, 6005  
AUSTRALIA

The financial statements were authorised for issue by the Directors on 16 August 2017. The Directors have the power to amend and reissue the financial statements.

# CORPORATE GOVERNANCE STATEMENT

The Board of Directors of Mincor Resources NL ("**the Company**") is responsible for the corporate governance of the Company. The Company has established a corporate governance framework which follows the recommendations set out in the ASX Corporate Governance Council's Corporate Governance Principles and Recommendations 3<sup>rd</sup> edition ("**Principles and Recommendations**").

The Company has followed each recommendation where the Board has considered the recommendation to be an appropriate benchmark for its corporate governance practices. Where the Company's corporate governance practices follow a recommendation, the Board has made appropriate statements reporting on the adoption of the recommendation. In compliance with the "if not, why not" reporting regime, where, after due consideration, the Company's corporate governance practices do not follow a recommendation, the Board has explained its reasons for not following the recommendation and disclosed what, if any, alternative practices the Company has adopted instead of those in the recommendation.

The key features of the Company's corporate governance framework are set out in the Corporate Governance Statement which can be viewed on Mincor's website [www.mincor.com.au/corporate\\_profile/corporate\\_governance.phtml](http://www.mincor.com.au/corporate_profile/corporate_governance.phtml) together with the following charters, policies and procedures.

## CHARTERS

Board

Audit Committee

Nomination Committee

Remuneration Committee

Risk Committee

## POLICIES AND PROCEDURES

Process for Performance Evaluations

Policy and Procedure for the Selection and (Re)-Appointment of Directors

Induction Program

Procedure for the Selection, Appointment and Rotation of External Auditor

Diversity Policy (summary)

Code of Conduct (summary)

Policy on Continuous Disclosure (summary)

Compliance Procedures (summary)

Shareholder Communication and Investor Relations Policy

Securities Trading Policy



## DIRECTORS

The names and particulars of the Directors of Mincor Resources NL during the financial year ended 30 June 2017 and up to the date of this report, unless otherwise indicated, are:

| Name  | Particulars  |
|---|--|
| <b>DJ Humann</b><br><br>Appointed<br>30 July 1999   | <p><b>Chairman (Non-Executive/Independent)</b></p> <p>Mr Humann joined Mincor Resources NL on 30 July 1999 as a Non-executive Director and Chairman of the Company. Mr Humann is a fellow of the Institute of Chartered Accountants, a fellow of the Institute of Certified Practising Accountants and also a fellow of the Australian Institute of Company Directors.</p> <p>He was Chairman and Senior Partner of Price Waterhouse (Hong Kong and China firm) from 1986 until 1994. He was also the Managing Partner of Price Waterhouse, Asia Pacific Region, and a member of the World Board of Price Waterhouse and of the global firm's World Executive Management Committee based in London and New York. He was formerly a member of the Australia and New Zealand firm's Executive Policy Committee. Mr Humann is a member of the boards of a number of public and private companies.</p> <p><b>Other current directorships</b><br/>Non-executive Chairman of India Resources Limited.<br/>Non-executive Director of Skin Elements Limited.</p> <p><b>Former directorships in last three years</b><br/>Chairman of Tigor Limited from 2000 to 2015.</p> <p><b>Special responsibilities</b><br/>Chairman of the Board and member of the Audit, Nomination and Remuneration Committees.</p>   |
| <b>DCA Moore</b><br><br><b>Managing Director</b><br><br>Appointed<br>16 August 1999<br><br>Resigned<br>29 February 2016<br><br><b>Deputy Chairman</b><br><br>Appointed<br>1 March 2016<br><br>Resigned<br>1 July 2017 | <p><b>Deputy Chairman (Non-Executive)</b></p> <p>Mr Moore joined Mincor Resources NL on 16 August 1999 and was its founding Managing Director. Mr Moore retired from this position in February 2016 to become the Company's Non-executive Deputy Chairman, which he fulfilled until his retirement from the Company on 1 July 2017. His previous experience includes 13 years with Shell/Billiton where he worked internationally in minerals exploration, business development, project management and strategic planning. In 1996, he left a position as Billiton's Chief Geologist in Peru to join Iscor Australia Pty Ltd as director of business development. In that role, he established Iscor's gold and base metal exploration unit in Australasia. During 1999, he conducted the transactions that led to the creation of Mincor Resources NL and became Managing Director of that Company. In 2000 Mr Moore founded Tethyan Copper Company Ltd and as Managing Director drove that company's development, spin-off, listing and growth until its successful cash takeover by a joint venture between Antofagasta and Barrick in 2006. Mr Moore has worked extensively in South America, southern and eastern Africa and Australasia. He holds a B.Sc (Eng) (Mining Geology).</p> <p><b>Other current directorships</b><br/>None.</p> <p><b>Former directorships in last three years</b><br/>None.</p> |
| <b>JW Gardner</b><br><br>Appointed<br>15 February 1996  | <p><b>Non-executive Director (Independent)</b></p> <p>Mr Gardner is a Non-executive Director who joined the Company on 15 February 1996. Mr Gardner graduated from the University of Melbourne in 1962 with a Bachelor of Engineering (Mechanical) degree and is a Fellow of the Institution of Engineers Australia. He also holds a Master of Business Administration degree from Curtin University, Western Australia. After holding directorships and senior management positions with Hawker Siddeley Engineering Pty Ltd, Comsteel Vickers/ANI, Minproc Engineers Pty Ltd and Broken Hill Metals NL between 1970 and 1990, he formed his own engineering consultancy. From 1993 until 2006, he was actively involved in Canadian listed company, Guinor Gold Corporation where he was Chief Engineer, Mining Projects. Since 1996, he has developed and managed the 100,000 ounces per annum Lero gold Heap Leach Project and completed the LEFA Corridor project study and supervised the EPCM contractor constructing its 350,000 ounces per annum multiple open pit and CIP Plant project in remote Guinea, West Africa.</p> <p><b>Other current directorships</b><br/>Non-executive Chairman of Viking Mines Limited.</p> <p><b>Former directorships in last three years</b><br/>None.</p>  |

## DIRECTORS (cont'd)

| Name   | Particulars  |
|--|--|
| <b>MA Bohm</b><br>Appointed<br>1 January 2017      | <p><b>Non-executive Director (Independent)</b></p> <p>Mr Bohm joined Mincor Resources NL on 1 January 2017 as a Non-executive Director. Mr Bohm is a qualified mining professional with extensive corporate, project development and mine operations experience in Australia, South-East Asia, Africa, Chile, North America and Europe. A graduate of the Western Australian School of Mines, he has worked as a mining engineer, mine manager, study manager, project manager, project director and managing director. He has been directly involved in a number of new project developments in the gold, nickel and diamond sectors both in Australia and offshore.</p> <p>Mr Bohm's experience includes previous directorships at Argyle Diamond Mines, Sally Malay Mining Limited (now Panoramic Resources) in Australia (ASX) and Ashton Mining of Canada (TSX). He is a member of the Australian Institute of Mining and Metallurgy ("<b>AusIMM</b>") and the Australian Institute of Company Directors ("<b>AICD</b>").</p> <p><b>Other current directorships</b><br/> Non-executive Director of Ramelius Resources Limited and Perseus Mining Ltd.</p> <p><b>Former directorships in last three years</b><br/> Non-executive Chairman of Berkut Minerals Limited (2016-2017) and Tawana Resources NL (2015-2016).</p> <p><b>Special responsibilities</b><br/> Chairman of the Nomination and Remuneration Committees and member of the Audit Committee.</p>  |
| <b>BT Lambert</b><br>Appointed<br>1 January 2017   | <p><b>Non-executive Director (Independent)</b></p> <p>Mr Lambert is a mining engineer and experienced company director who joined the Company as a Non-executive Director on 1 January 2017. He has over 30 years' involvement in the Australian and international resources industry encompassing mining operations, project development, business development and corporate administration.</p> <p>After graduating from the Western Australian School of Mines, Mr Lambert commenced his professional career with Western Mining Corporation ("<b>WMC</b>") at Kalgoorlie in 1983. He progressed to a senior management position with WMC before leaving to take responsibility for the development of Herald Resources' Three Mile Hill gold mine at Coolgardie. Mr Lambert has since held senior roles with a number of junior and mid-tier resource companies, including more than 10 years at Chief Executive Officer/Managing Director level.</p> <p>Mr Lambert has served as a director of companies listed on the Australian Securities Exchange, London's Alternative Investment Market ("<b>AIM</b>") market, the Toronto Stock Exchange and the Stock Exchange of Thailand.</p> <p><b>Other current directorships</b><br/> Non-executive Director of Australian Potash Limited.</p> <p><b>Former directorships in last three years</b><br/> Managing Director of ABM Resources NL (2016) and Bullabulling Gold Limited (2012-2014).</p> <p><b>Special responsibilities</b><br/> Chairman of the Audit Committee and member of the Nomination and Remuneration Committees.</p> |
| <b>P Muccilli</b><br>Appointed<br>30 November 2016 | <p><b>Managing Director</b></p> <p>Mr Muccilli is a geologist with 26 years' experience and has obtained a Geology degree from Curtin University in Perth, Western Australia. Whilst working for Mincor, he has fulfilled various roles including Exploration Manager – Kambalda, Chief Operating Officer and Chief Executive Officer prior to his appointment as the current Managing Director. Mr Muccilli has extensive experience in mining, exploration and in commissioning mines. Previous roles included working for Resolute/Samantha at its Higginsville/Chalice gold operations, for Herald Resources at the Three Mile Hill Operations in Coolgardie, and in base metals commissioning of the 2.5 million tonnes underground Pillara Zinc Mine in the Lennard Shelf of Western Australia for Western Metals.</p> <p><b>Other current directorships</b><br/> None.</p> <p><b>Former directorships in last three years</b><br/> None.</p>  |



## COMPANY SECRETARY

The name of the Company Secretary of Mincor Resources NL during the financial year ended 30 June 2017 and up to the date of this report is:

| Name  | Particulars   |
|---|---|
| <b>G Fariss</b><br>Appointed<br>16 January 2014 | <p><b>Company Secretary/General Manager Corporate</b></p> <p>Mr Fariss graduated as a civil engineer from the University of Western Australia in 1979 and added a Masters of Business Administration in 1989. He joined Mincor in May 2006 as General Manager, Corporate Development after having served as General Manager, Corporate Finance with related company, Tethyan Copper Company Limited from December 2004.</p> <p>Mr Fariss previously held a number of senior finance and business development positions with Clough Limited over a 15-year period which commenced in 1990, and was a non-executive independent director of LinQ Capital Limited, the responsible entity for the LinQ Resources Fund, from 2005 to 2013. Mr Fariss has a diverse range of commercial experience across the resources, construction and engineering sectors gained over a 37-year period, including significant international exposure.</p> <p>Mr Fariss held the position of the Chief Financial Officer until 30 November 2016. He acted in the capacity of Company Secretary for the entire financial year.</p> |

## REVIEW OF OPERATIONS AND SIGNIFICANT EVENTS

### Exploration and Development Projects

#### a) Widgiemooltha Gold Project, Western Australia

On 26 April 2017, the Company announced the results of the feasibility study for its Widgiemooltha Gold Project. The feasibility study confirmed the economic viability of a low capital start-up gold mining operation based on the extraction of shallow reserves across 10 open pits from five prospects (West Oliver, Darlek, Bass, Flinders and Hronsky), with the ore to be treated via a toll-treatment arrangement at one of the several operating mills in the region.

Key outcomes of the feasibility study include low upfront capital outlay of A\$2.8 million and forecast undiscounted pre-tax cash-flow at a flat A\$1,600/ounce gold price of A\$28.3 million, with a maximum cash drawdown of A\$7.3 million. The Project is forecast to recover a total of 65,863 ounces of gold over an initial mine life of 19 months, assuming the treatment of 60,000 tonnes of ore per month (full details of the feasibility study, refer to ASX announcement dated 26 April 2017).

Mincor can confirm all the material assumptions underpinning the feasibility study continue to apply and have not materially changed since the completion of the feasibility study.

During the year ended 30 June 2017, following the completion of two highly successful drilling programs, Mincor upgraded its gold Mineral Resources to 300,000 ounces from 238,640 ounces reported at June 2016.

The Widgiemooltha Resources remain open, and there are numerous high-quality intersections not yet captured in the Resource inventory.

The Company announced the discovery of high quality new gold intersections immediately west of Flinders orebody in the second drilling program on 28 June 2017. This new discovery, named Flinders West, further highlights the growth potential of the Project. Follow-up drilling programs commenced early in the 2018 financial year with an expectation to expand existing Mineral Resources and Reserves.

The Company is progressing with the delivery of the implementation plan, targeting first gold production at Widgiemooltha by the March 2018 quarter, subject to Board and regulatory approval. Further drilling programs are planned for the 2018 financial year, which are expected to unlock the significant growth potential of the Project.

#### b) North Kambalda Gold Project, Western Australia

Mincor owns all the commodity rights for its North Kambalda landholdings (comprising Location 48, Lots 11 and 12). These landholdings encompass the Otter Juan, Durkin and McMahon Nickel Mines, which comprise Mincor's North Kambalda nickel operations that are currently on care and maintenance.

North Kambalda lies within a "Tier One" regional gold corridor containing the Boulder-Lefroy Fault Complex which hosts multi-million-ounce gold camps along its path. Within the North Kambalda tenements, the Woolibar Fault is seen as a possible analogue to the Alpha Island Fault that focuses the gold at the multi-million-ounce St Ives gold camp located 9km to the south.

Much of the historical drilling on Location 48 was assayed for nickel only, with approximately 15% of the drill-holes assayed for gold. A desktop review of historical data was completed in October 2016, which revealed a prospective suite of targets.

The results of Mincor's maiden drill program for gold at North Kambalda, announced on the 15 June 2017, confirmed the presence of near-surface gold mineralisation at two prospects, Merry Hampton East and Boundary East.

Merry Hamptons East is located on the western flank of a large porphyry body and lies along an interpreted splay structure from the Wildcatters-Ringneck Shear. The Boundary East target is located at prime structural location at the intersection of two major faults (the Woolibar Fault and the Loretto Thrust). The Company is compiling a follow-up drilling program to test the potential of these highly prospective shears in the 2018 financial year.

## REVIEW OF OPERATIONS AND SIGNIFICANT EVENTS (cont'd)

### Exploration and Development Projects (cont'd)

#### c) Tottenham Joint Venture, New South Wales

Mincor's landholdings (100%) at Tottenham New South Wales, which surround the historical Tottenham copper mining camp have a geological setting directly analogous to the world-class Tritton Mine Camp (1 million tonnes of contained copper), located 120km to the north. The landholdings contain two Resource-level projects, at Carolina and Mount Royal (which includes the Orange Plains prospect), for a total Resource of 7 million tonnes @ 1.2% Cu for 85,000 tonnes of contained copper metal.

On 17 February 2017, the Company entered into an earn-in and joint venture agreement with Bacchus Resources Pty Ltd ("Bacchus") over the Tottenham Copper-Gold Project. Under the Agreement, Bacchus can earn a 30% interest in the Project by spending \$700,000 on exploration, with a minimum expenditure of \$200,000 to earn approximately 11%. Minor contributing expenditure by Mincor may dilute these percentages. Should Bacchus elect to withdraw from the project after the minimum expenditure condition has been met, the Company has a right to clawback Bacchus' equity for 50% of Bacchus' expenditure.

Bacchus commenced an initial program of air-core drilling, infilling the Burdenda prospect in February 2017 and a program of infill and extensional reverse circulation drilling at the Orange Plains prospect in July 2017, as part of its earn-in under the Tottenham Earn-In and Joint Venture Agreement.

#### d) Kambalda Nickel Operations, Western Australia

In the March 2016 quarter, the Company suspended its nickel mining operations pending a recovery in the nickel price. The care and maintenance programs for Miitel and Mariners continued through the financial year ended 30 June 2017. Associated activities included ongoing environmental monitoring, site security and general maintenance.

## PRINCIPAL ACTIVITIES

The principal activity of the companies in the consolidated entity during the course of the year was exploration of mineral resources. There were no significant changes in nature of the activities of the consolidated entity during the year.

## SIGNIFICANT CHANGES IN THE STATE OF AFFAIRS

Other than as noted elsewhere in this report, there have been no significant changes in the state of affairs of the consolidated entity during the financial year.

## GROUP RESULTS

The loss of the consolidated entity for the year after income tax was \$4,203,000 (2016 loss: \$41,968,000).

## DIVIDENDS

The Directors recommend that no dividend to be declared or paid (2016: Nil).

## MEETINGS OF DIRECTORS'

The number of meetings of the Company's Board of Directors and of each board committee held during the year ended 30 June 2017, and the number of meetings attended by each Director were:

|                         | Directors Meetings |                  | Committee Meetings |                  |                 |                  |                 |                  |
|-------------------------|--------------------|------------------|--------------------|------------------|-----------------|------------------|-----------------|------------------|
|                         | Number attended    | Number available | Audit              |                  | Remuneration    |                  | Nomination      |                  |
|                         |                    |                  | Number attended    | Number available | Number attended | Number available | Number attended | Number available |
| DJ Humann               | 7                  | 8                | 3                  | 4                | 1               | 1                | 1               | 1                |
| DCA Moore               | 8                  | 8                | 4                  | 4                | 1               | 1                | 1               | 1                |
| JW Gardner              | 8                  | 8                | 4                  | 4                | -               | -                | -               | -                |
| MA Bohm                 | 4                  | 4                | 2                  | 2                | 1               | 1                | 1               | 1                |
| BT Lambert              | 4                  | 4                | 2                  | 2                | 1               | 1                | 1               | 1                |
| P Muccilli <sup>1</sup> | 4                  | 4                | 2                  | 2                | -               | -                | -               | -                |

1) Mr Muccilli was the Company's Chief Executive Officer until his appointment as the Managing Director on 30 November 2016. The above meetings are his attendance in the capacity as the Managing Director.

## FUTURE DEVELOPMENTS

Details of important developments occurring in this financial year have been covered in the Review of Operations. The Company will continue to actively explore for minerals, and any significant information or data will be released to the market and the shareholders pursuant to the Continuous Disclosure rules as and when they are to hand.



## REMUNERATION REPORT

This Remuneration Report, which forms part of the Director's Report, sets out the information about the remuneration of the key management personnel of the consolidated entity for the financial year ended 30 June 2017. The information in the Remuneration Report has been prepared in accordance with Section 300A of the *Corporations Act 2001* (Cth) and has been audited as required by Section 308 (3C) of the *Corporations Act 2001*.

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

- a) Key Management Personnel
- b) Remuneration Policy and Link to Performance
- c) Principles Used to Determine the Nature and Amount of Remuneration
- d) Relationship between Compensation and Company Performance
- e) Details of Remuneration
- f) Service Agreements
- g) Share-based Payments
- h) Shareholdings of Key Management Personnel
- i) Other Transactions with Key Management Personnel

### a) Key Management Personnel

The Remuneration Report details the remuneration arrangements for key management personnel who are defined as those persons having authority and responsibility for planning, directing and controlling the major activities of the consolidated entity, directly or indirectly, including any director (whether executive or otherwise) of the Company.

For the purpose of this report, the term 'Executive' encompasses the Managing Director and senior executives.

The key management personnel of the consolidated entity during the financial year and up to the date of this report included:

| DIRECTORS  |  | NAMED EXECUTIVES |  |
|------------|--|------------------|--|
| Name       | Position                                   | Name             | Position   |
| DJ Humann  | Non-executive Chairman                     | GL Fariss        | General Manager Corporate/Company Secretary <sup>5</sup> |
| DCA Moore  | Non-executive Deputy Chairman <sup>1</sup> | R Hatfield       | Exploration Manager <sup>6</sup>                         |
| JW Gardner | Non-executive Director                     | C Sun            | Chief Financial Officer <sup>7</sup>                     |
| MA Bohm    | Non-executive Director <sup>2</sup>        |                  |  |
| BT Lambert | Non-executive Director <sup>3</sup>        |                  |  |
| P Muccilli | Managing Director <sup>4</sup>             |                  |  |

- 1) Mr D Moore resigned effective 1 July 2017.
- 2) Mr MA Bohm was appointed effective 1 January 2017.
- 3) Mr BT Lambert was appointed effective 1 January 2017.
- 4) Mr P Muccilli was appointed Managing Director effective 30 November 2016.
- 5) Mr GL Fariss ceased as Chief Financial Officer effective 1 December 2016.
- 6) Mr R Hatfield left the Company effective the 31 August 2016.
- 7) Ms C Sun was appointed effective 1 December 2016.

### b) Remuneration Policy and Link to Performance

Mincor Resources NL's remuneration strategy is designed to provide rewards that:

- attract, retain, motivate and reward executives;
- reward executives for Company and individual performance against targets set by reference to appropriate benchmarks;
- link rewards with the strategic goals and performance of the Company;
- provide remuneration arrangements that are competitive by market standards;
- align executive interests with those of the Company's shareholders;
- comply with applicable legal requirements and appropriate standards of governance.

As part of the Company's "Restructure for Growth Strategy" since the nickel operations were placed on care and maintenance in early 2016, a number of key management personnel changes were made during the financial year ended 30 June 2017. The changes have resulted in a 36% reduction in executive salaries since the 2016 financial year.

The key elements of Mincor Resources NL's remuneration policy for executives are outlined in the table below:

| Remuneration component                        | Vehicle  | Purpose   | Link to performance  |
|---|--|---|--|
| Fixed remuneration                            | Base salary.<br>Superannuation contributions.<br>Other benefits. | Provide competitive remuneration with reference to role and responsibilities, market and experience, to attract high calibre people.  | Executive performance and remuneration packages are reviewed at least annually by the Board and the Remuneration Committee. The review process includes consideration of individual performance in addition to the overall performance of the consolidated entity. |
| Performance based Long-term incentive ("LTI") | Employee Share Option Plan and Performance Rights Plan           | Provide reward to executives for their continued service and their contribution to achieving corporate objectives set by the Board to ensure the long-term growth of the Company. | Award of LTI linked directly to achievement of strategic Company objectives.   |

## REMUNERATION REPORT (cont'd)

### c) Principals Used to Determine the Nature and Amount of Remuneration

The Company's remuneration policy is overseen by the Remuneration Committee on behalf of the Board. The Remuneration Committee is responsible for making recommendations to the Board on the:

- Company's remuneration policy and framework;
- Remuneration for non-executive directors;
- Remuneration for executives;
- Terms and conditions of employee incentive schemes.

The Remuneration Committee Charter is approved by the Board and is published on the Company's website.

Remuneration levels of executives are set by reference to other similar-sized mining and exploration companies with similar risk profiles and are set to attract and retain executives capable of managing the Company.

Remuneration levels for executives are determined by the Board based upon recommendations from the Remuneration Committee. Remuneration of Non-executive Directors is determined by the Board within the maximum approved by the shareholders from time to time. The Board undertakes an annual review of its performance against goals set at the start of the year. No bonuses are paid to Non-executive Directors.

The Company's remuneration practices are designed to attract, retain, motivate and reward high calibre individuals capable of delivering the strategic objectives of the business.

The Company's key management personnel remuneration framework aligns their remuneration with the achievement of strategic objectives and the creation of value for shareholders. The Remuneration Committee ensures that the remuneration of key management personnel is competitive and reasonable, acceptable to shareholders, and aligns remuneration with performance. The structure and level of remuneration for key management personnel is reviewed annually by the Remuneration Committee relative to the Company's circumstances and performance.

#### Remuneration of Non-executive Directors

Fees and payments to Non-executive Directors reflect the demands which are made on, and the responsibilities of, the directors. Non-executive Directors' fees and payments are reviewed annually by the Board. The Board periodically reviews whether to obtain advice from independent remuneration consultants to ensure Non-executive Directors' fees and payments are appropriate and in line with the market.

##### Directors' fees

Fees for the Chairman and Non-executive Directors are determined within an aggregate directors fee pool limit of \$350,000, which has remain unchanged since last approved by shareholders in 2006. The Chairman's, Deputy Chairman's and Non-executive Directors' remuneration is inclusive of committee fees.

All Non-executive Directors enter into a service agreement with the Company in the form of a letter of appointment. The letter summarises the Board policies and terms, including remuneration, relevant to the office of Director.

Non-executive Directors are not provided with retirement benefits other than statutory superannuation.

#### Remuneration of executives

The Company's remuneration policy for Executive Directors and senior executives is designed to promote superior performance and long-term commitment to the Company.

The intention of the Company's pay and reward framework is to ensure reward structures are aligned with shareholders' interests by:

- being market competitive to attract and retain high calibre individuals;
- rewarding high individual performance;
- recognising the contribution of each key management personnel to the continued growth and success of the Company; and
- linking long-term incentives to shareholder value.

To achieve these objectives, the remuneration of executives comprises a fixed salary component and performance incentives.

##### i) Fixed remuneration – base salary

The fixed remuneration for each executive is influenced by the nature and responsibilities of each role and the knowledge, skills and experience required for each position. Fixed remuneration comprises a base salary inclusive of statutory superannuation. It is structured as a total employment cost package, which may be delivered as a combination of cash and prescribed non-financial benefits at the executives' discretion.

Base salary for each executive is reviewed annually by the Remuneration Committee. The review process includes a review of Company and individual's performance, relevant Company information and internal and independent external information.

There is no guaranteed base pay increase included in any key management personnel contract.



ii) Long term performance incentives

Long term performance incentives have been provided to executives via the Executive Share Option Scheme ("ESOP") from 2016. Prior to the ESOP, long term performance incentives were provided via the Performance Rights Plan. Both plans have been designed to motivate and incentivise executives to increase shareholder value. The issue of options and performance rights as remuneration represents cost-effective consideration to executives for their commitment and contribution to the Company and are used as a strategic tool to recruit and retain high calibre personnel. Information on the ESOP and Performance Rights Plan is set out in Note 25 to the financial statements.

iii) Share trading policy

The trading of shares issued to participants under any of the Company's employee equity plans is subject to, and conditional upon, compliance with the Company's employee share trading policy. Executives are prohibited from entering into any hedging arrangements over unvested rights under the Company's employee incentive plans.

**d) Relationship Between Compensation and Company Performance**

In considering the consolidated entity's performance, due regard is given to shareholder wealth creation including dividends paid, movements in the market value of the Company's shares and any return of capital to shareholders.

The consolidated entity's performance is impacted not only by market factors, but also by employees' performance. However, as the projects of the consolidated entity are currently in exploration, evaluation or care and maintenance phases, the annual profit performance is not a relevant measure of the Company's performance and hence remuneration levels for individual key management personnel are not directly linked to the annual profit or loss result.

**e) Details of Remuneration**

Details of the remuneration of the key management personnel of the consolidated entity are set out in the following tables.

| 2017<br>Name                          | Short-term Employee Benefits |                |          |              | Post-employment Benefits | Long-term Benefits    | Share-based Payments (LTI) |                | Total \$         | % of compensation linked to LTI |
|---------------------------------------|------------------------------|----------------|----------|--------------|--------------------------|-----------------------|----------------------------|----------------|------------------|---------------------------------|
|                                       | Directors fees \$            | Salary \$      | Bonus \$ | Other \$     | Super-annuation \$       | Long service leave \$ | Performance rights \$      | Options \$     |                  |                                 |
| <b>Non-executive Directors</b>        |                              |                |          |              |                          |                       |                            |                |                  |                                 |
| DJ Humann (Chairman)                  | 110,000                      | -              | -        | -            | -                        | -                     | -                          | -              | 110,000          | -                               |
| DCA Moore (Deputy Chairman)           | 55,000                       | -              | -        | -            | 35,000                   | -                     | -                          | -              | 90,000           | -                               |
| JW Gardner                            | 50,228                       | -              | -        | -            | 4,772                    | -                     | -                          | -              | 55,000           | -                               |
| MA Bohm <sup>1</sup>                  | 25,114                       | -              | -        | -            | 2,386                    | -                     | -                          | -              | 27,500           | -                               |
| BT Lambert <sup>2</sup>               | 25,114                       | -              | -        | -            | 2,386                    | -                     | -                          | -              | 27,500           | -                               |
| <b>Subtotal</b>                       | <b>265,456</b>               | -              | -        | -            | <b>44,544</b>            | -                     | -                          | -              | <b>310,000</b>   | -                               |
| <b>Executive Directors</b>            |                              |                |          |              |                          |                       |                            |                |                  |                                 |
| P Muccilli <sup>3</sup>               | -                            | 269,180        | -        | 588          | 19,616                   | 4,435                 | (7,878)                    | 99,255         | 385,196          | 24%                             |
| <b>Other Key Management Personnel</b> |                              |                |          |              |                          |                       |                            |                |                  |                                 |
| GL Fariss <sup>4</sup>                | -                            | 214,357        | -        | 588          | 29,872                   | 4,013                 | (13,239)                   | 66,170         | 301,762          | 18%                             |
| R Hatfield <sup>5</sup>               | -                            | 137,365        | -        | 98           | 3,269                    | -                     | (26,706)                   | 9,740          | 123,766          | -                               |
| C Sun <sup>6</sup>                    | -                            | 159,173        | -        | 2,014        | 15,313                   | 6,718                 | 466                        | 33,085         | 216,769          | 15%                             |
| <b>TOTAL</b>                          | <b>265,456</b>               | <b>780,076</b> | -        | <b>3,288</b> | <b>112,614</b>           | <b>15,166</b>         | <b>(47,357)</b>            | <b>208,250</b> | <b>1,337,493</b> |                                 |

1) Mr MA Bohm was appointed Non-executive Director effective 1 January 2017.

2) Mr BT Lambert was appointed Non-executive Director effective 1 January 2017.

3) Mr P Muccilli was the Company's Chief Executive Officer before his appointment as the Managing Director effective 30 November 2016.

4) Mr GL Fariss ceased as Chief Financial Officer effective 1 December 2016.

5) Mr R Hatfield left the Company on the 31 August 2016. Amounts above include all leave entitlements paid on termination.

6) Ms C Sun was appointed Chief Financial Officer effective 1 December 2016.

## REMUNERATION REPORT (cont'd)

### e) Details of Remuneration (cont'd)

| 2016<br>Name                             | Short-term Employee Benefits |                        |          |              | Post-employment Benefits | Long-term Benefits    | Share-based Payments (LTI) |               | Total \$         | % of compensation linked to LTI |
|--|------------------------------|------------------------|----------|--------------|--------------------------|-----------------------|----------------------------|---------------|------------------|---------------------------------|
|  | Directors fees \$            | Salary <sup>1</sup> \$ | Bonus \$ | Other \$     | Super-annuation \$       | Long service leave \$ | Performance rights \$      | Options \$    |                  |                                 |
| <b>Non-executive Directors</b>           |                              |                        |          |              |                          |                       |                            |               |                  |                                 |
| DJ Humann (Chairman)                     | 110,000                      | -                      | -        | -            | -                        | -                     | -                          | -             | 110,000          | -                               |
| DCA Moore <sup>2</sup> (Deputy Chairman) | 18,333                       | 427,805                | -        | 392          | 35,000                   | -                     | -                          | -             | 481,530          | -                               |
| JW Gardner                               | 20,928                       | -                      | -        | -            | 34,072                   | -                     | -                          | -             | 55,000           | -                               |
| IF Burston <sup>3</sup>                  | 50,228                       | -                      | -        | -            | 4,772                    | -                     | -                          | -             | 55,000           | -                               |
| <b>Subtotal</b>                          | <b>199,489</b>               | <b>427,805</b>         | <b>-</b> | <b>392</b>   | <b>73,844</b>            | <b>-</b>              | <b>-</b>                   | <b>-</b>      | <b>701,530</b>   | <b>-</b>                        |
| <b>Other Key Management Personnel</b>    |                              |                        |          |              |                          |                       |                            |               |                  |                                 |
| P Muccilli <sup>4</sup>                  | -                            | 273,854                | -        | 588          | 19,308                   | 10,312                | (495)                      | 13,605        | 317,172          | 4%                              |
| GL Fariss                                | -                            | 298,110                | -        | 588          | 32,083                   | 5,437                 | (8,521)                    | 9,070         | 336,767          | -                               |
| R Hatfield                               | -                            | 226,259                | -        | 588          | 19,308                   | 4,144                 | (8,521)                    | 9,070         | 250,848          | -                               |
| <b>TOTAL</b>                             | <b>199,489</b>               | <b>1,226,028</b>       | <b>-</b> | <b>2,156</b> | <b>144,543</b>           | <b>19,893</b>         | <b>(17,537)</b>            | <b>31,745</b> | <b>1,606,317</b> |                                 |

- 1) All executives accepted a 15% voluntary salary reduction as part of the Company's "Restructuring for Growth Strategy" for the year ended 30 June 2016.
- 2) Mr D Moore retired from the position of Managing Director on 29 February 2016 to become the Company's Non-executive Deputy Chairman. Amounts shown above include annual leave and long service leave entitlements paid on resignation as the Managing Director.
- 3) Mr I Burston resigned effective 30 June 2016.
- 4) Mr P Muccilli was appointed as the Company's Chief Executive Officer effective 1 February 2016. Before this appointment he was the Company's Chief Operating Officer. Amounts shown above include all Mr Muccilli's remuneration during period ended 30 June 2016.

### f) Service Agreements

Remuneration and other terms of employment for executives are formalised in employment contracts. The service agreements specify the components of remuneration, benefits and notice periods. Participation in long-term incentives are at the discretion of the Board. Other major provisions of the agreements relating to remuneration are set out below. Contracts with executives may be terminated early by either party as detailed below.

| Name and position  | Term of agreement                   | Base salary including super <sup>1</sup> | Notice period | Termination benefit  |
|--|-------------------------------------|--|---------------|----------------------|
| <b>Mr P Muccilli</b><br>Managing Director                            | Ongoing commencing 30 November 2016 | \$305,000                                | 3 months      | 3 months base salary |
| <b>Mr GL Fariss</b><br>General Manager – Corporate/Company Secretary | Ongoing commencing 8 May 2006       | \$224,000 <sup>2</sup>                   | 1 month       | 1 month base salary  |
| <b>Ms C Sun</b><br>Chief Financial Officer                           | Ongoing commencing 18 March 2008    | \$200,000 <sup>3</sup>                   | 1 month       | 1 month base salary  |

- 1) Base salaries set out above are for the year ended 30 June 2017 and do not include the savings from the Company's compulsory two days per month "Leave Without Pay" policy for all employees.
- 2) Mr GL Fariss ceased as Chief Financial Officer on 1 December 2016. The remuneration package set out above is based on \$280,000 per annum full time equivalent.
- 3) Ms C Sun was appointed Chief Financial Officer on 1 December 2016.

### g) Share-based Compensation

#### i) Options

##### Mincor Resources Employee Share Option Plan ("ESOP")

The Mincor Resources ESOP was introduced following approval by the Board of Directors in 2016 which replaced the Mincor Resources Performance Rights Plan. Persons eligible to participate in the ESOP include Directors and all employees of the Company.

Options are granted under the ESOP for no consideration for a maximum period of five years and can be exercised at any time between the date the option vests and the expiry, subject to the imposition of any specified vesting date determined at the discretion of the Directors.

When exercisable, each option is convertible into one ordinary share. Amounts receivable on the exercise of options are recognised as share capital. The exercise price of options is determined at the discretion of the Board and is set to incentivise the executives to increase shareholder value. All options granted carry no dividend or voting rights.

The terms and conditions of options affecting remuneration in the current reporting period are as follows:

| Grant date  | Date vested and exercisable | Expiry date | Exercise price | Fair value per option at grant date | Vested |
|-------------|-----------------------------|-------------|----------------|-------------------------------------|--------|
| 18 May 2016 | 100% after 18 May 2017      | 18 May 2021 | \$0.50         | \$0.1254                            | 100%   |

The number of options over ordinary shares in the Company held during the financial year by the key management personnel of the consolidated entity is set out below.

| Name                    | Grant date  | Balance at start of period | Granted as compensation | Vested    |      | Exercised | Other changes | Forfeited lapsed during the period | Balance for the period ended |          |
|-------------------------|-------------|----------------------------|-------------------------|-----------|------|-----------|---------------|------------------------------------|------------------------------|----------|
|                         |             | Unvested                   |                         | Number    | %    |           |               |                                    | Vested                       | Unvested |
| P Muccilli              | 18 May 2016 | 1,200,000                  | -                       | 1,200,000 | 100% | -         | -             | -                                  | 1,200,000                    | -        |
| GL Fariss               | 18 May 2016 | 800,000                    | -                       | 800,000   | 100% | -         | -             | -                                  | 800,000                      | -        |
| R Hatfield <sup>1</sup> | 18 May 2016 | 800,000                    | -                       | 800,000   | 100% | -         | (200,000)     | (600,000)                          | -                            | -        |
| C Sun                   | 18 May 2016 | 400,000                    | -                       | 800,000   | 100% | -         | -             | -                                  | 400,000                      | -        |

1) Under the terms of the ESOP the Board is entitled to use its discretion to determine that a Good Leaver, as defined in the ESOP, be entitled to retain unvested options in circumstances which warrant such treatment. The Board determined that Mr Hatfield, who left the Company on 31 August 2016, did so in circumstances which met these conditions, and resolved that he retain a number of options in proportion to his length of service during the 12-month vesting period.

#### Fair value of options granted

The assessed fair value at grant date of options granted on the 18 May 2016 under the ESOP was 12.54 cents per option.

The fair value at grant date is determined using the Binominal option valuation methodology that takes into account the exercise price, the term of the option, the impact of dilution, the share price at grant date and expected price volatility of the underlying share, the expected dividend yield and the risk free interest rate for the term of the option.

The model inputs for the options granted under the plan include:

| Metric   | Options expiring 18 May 2021 |
|--|------------------------------|
| a. Exercise price                                    | \$0.50                       |
| b. Grant date  | 18 May 2016                  |
| c. Expiry date                                       | 18 May 2021                  |
| d. Share price at grant date                         | \$0.34                       |
| e. Expected price volatility of the Company's shares | 75%                          |
| f. Expected dividend yield                           | 0%                           |
| g. Risk-free interest rate                           | 1.55%                        |

No options were exercised during the reporting period. Further information on the options is set out in Note 25 to the financial statements.

## ii) Performance rights

### Mincor Resources Performance Rights Plan

The Mincor Resources Performance Rights Plan ("Plan") was introduced following approval by the Board of Directors in 2012. Persons eligible to participate in the Plan include executives and all employees of the Company or a Related Body Corporate of the Company.

Performance rights are granted under the Plan over ordinary shares for no consideration. Performance rights are granted subject to one or all of the following vesting conditions:

- **A Service Condition**, usually a three-year period commencing from the time of grant;
- **Strategic Objective Conditions** measured over the Service Condition period, including:
  - a **safety and sustainability component**;
  - an **operational performance component**, including production, cost control and growth in ore reserves; and
  - a **growth component**, including new mining operations, new exploration discoveries or assets and growth in mineral resources.



## REMUNERATION REPORT (cont'd)

### g) Share-based Payments (cont'd)

#### ii) Performance rights (cont'd)

##### Mincor Resources Performance Rights Plan (cont'd)

Each component of the Strategic Objective Conditions is earned on a sliding scale basis depending on the degree of success achieved in meeting performance metrics. Certain components of the performance rights may be earned annually but will only be paid when the Service Condition is achieved.

All performance rights will automatically expire on the earlier of their expiry date or the date their holder ceases to be an employee of the Company, unless the Board determines to vary the expiry date in the event the holder ceased to be an employee because of retirement, redundancy, death or total and permanent disability.

Performance rights granted under the Performance Rights Plan will carry no dividend or voting rights. When exercised, each performance right will be converted into one ordinary share.

The terms and conditions of each grant of performance rights affecting remuneration in the current or future reporting periods are set out below:

| Class  | Grant date  | Vesting date | Expiry date | Vesting conditions  | Value per performance right at grant date |
|--------|-------------|--------------|-------------|---|---|
| 2015/4 | 2 Oct 2015  | 31 Dec 2018  | 2 Oct 2019  | <b>Service Condition:</b> Holder must remain an employee for a continuous period from 1 July 2015 until 30 June 2018.<br><b>Performance Conditions</b> measured over the period 1 July 2015 to 30 June 2018 ("Performance Period") applying the following metrics: <ul style="list-style-type: none"> <li>• safety and sustainability; and</li> <li>• operational performance;</li> </ul>   | \$0.26                                    |
| 2015/1 | 19 Feb 2015 | 31 Dec 2017  | 19 Feb 2019 | <b>Service Condition:</b> Holder must remain an employee for a continuous three-year period ending 31 December 2017.<br><b>Performance Conditions</b> measured over the period 1 July 2014 to 30 June 2017 ("Performance Period") applying the following metrics: <ul style="list-style-type: none"> <li>• safety and sustainability;</li> <li>• operational performance; and</li> <li>• achievement of growth objectives.</li> </ul> | \$0.67                                    |
| 2015/2 | 19 Feb 2015 | 31 Dec 2017  | 19 Feb 2019 | <b>Service Condition:</b> Holder must remain an employee for a continuous three-year period ending 31 December 2017.<br><b>Performance Conditions</b> measured over the period 1 July 2014 to 30 June 2017 ("Performance Period") applying the following metrics: <ul style="list-style-type: none"> <li>• safety and sustainability; and</li> <li>• operational performance.</li> </ul>  | \$0.67                                    |
| 2015/3 | 19 Feb 2015 | 31 Dec 2017  | 19 Feb 2019 | <b>Service Condition:</b> Holder must remain an employee for a continuous three-year period ending 31 December 2017.<br><b>Performance Conditions:</b> None.  | \$0.67                                    |
| 2014/1 | 20 Jan 2014 | 31 Dec 2016  | 20 Jan 2018 | <b>Service Condition:</b> Holder must remain an employee for a continuous three-year period ending 31 December 2016.<br><b>Performance Conditions</b> measured over the period 1 July 2013 to 30 June 2016 ("Performance Period") applying the following metrics: <ul style="list-style-type: none"> <li>• safety and sustainability;</li> <li>• operational performance; and</li> <li>• achievement of growth objectives.</li> </ul> | \$0.61                                    |
| 2014/2 | 20 Jan 2014 | 31 Dec 2016  | 20 Jan 2018 | <b>Service Condition:</b> Holder must remain an employee for a continuous three-year period ending 31 December 2016.<br><b>Performance Conditions</b> measured over the period 1 July 2013 to 30 June 2016 ("Performance Period") applying the following metrics: <ul style="list-style-type: none"> <li>• safety and sustainability; and</li> <li>• operational performance.</li> </ul>  | \$0.61                                    |
| 2014/3 | 20 Jan 2014 | 31 Dec 2016  | 20 Jan 2018 | <b>Service Condition:</b> Holder must remain an employee for a continuous three-year period ending 31 December 2016.<br><b>Performance Conditions:</b> None.  | \$0.61                                    |

#### Performance rights holdings

The number of performance rights over ordinary shares in the Company held during the financial year by key management personnel of the consolidated entity, including their personally-related parties, are set out below:

| Name        | Balance at start of year | Granted as compensation | Rights vested | Rights lapsed | Balance at end of year |          |
|-------------|--------------------------|-------------------------|---------------|---------------|------------------------|----------|
|             | Unvested                 |                         |               |               | Vested                 | Unvested |
| <b>2017</b> |                          |                         |               |               |                        |          |
| P Muccilli  | 365,000                  | -                       | (8,266)       | (75,734)      | -                      | 281,000  |
| GL Fariss   | 165,000                  | -                       | (8,266)       | (75,734)      | -                      | 81,000   |
| R Hatfield  | 165,000                  | -                       | (8,266)       | (156,734)     | -                      | -        |
| C Sun       | 2,000                    | -                       | (1,000)       | -             | -                      | 1,000    |
| <b>2016</b> |                          |                         |               |               |                        |          |
| P Muccilli  | 299,000                  | 200,000                 | (86,430)      | (47,570)      | -                      | 365,000  |
| GL Fariss   | 299,000                  | -                       | (86,430)      | (47,570)      | -                      | 165,000  |
| R Hatfield  | 299,000                  | -                       | (86,430)      | (47,570)      | -                      | 165,000  |

#### Fair value of performance rights granted

The assessed fair value at grant date of performance rights granted under the Mincor Resources Performance Rights Plan is based on the market price of the Company's shares at grant date.

Further information on the performance rights is set out in Note 25 to the financial statements.

### h) Shareholdings of Key Management Personnel

The number of shares in the Company held during the financial year by key management personnel of the consolidated entity, including their personally-related parties, are set below.

| Name                                    | Balance at start of year | Received on the exercise of options/ performance rights | Other changes | Balance at end of year |
|---|--------------------------|---|---------------|------------------------|
| <b>2017</b>                             |                          |   |               |                        |
| <b>Directors of Mincor Resources NL</b> |                          |   |               |                        |
| <i>Ordinary shares</i>                  |                          |   |               |                        |
| DJ Humann (Chairman)                    | 500,000                  | -   | -             | 500,000                |
| DCA Moore (Deputy Chairman)             | 4,245,000                | -   | -             | 4,245,000              |
| JW Gardner                              | 1,218,176                | -   | -             | 1,218,176              |
| MA Bohm                                 | -                        | -   | 100,000       | 100,000                |
| BT Lambert                              | -                        | -   | -             | -                      |
| P Muccilli                              | 198,930                  | 8,266   | -             | 207,196                |
| <b>Other Key Management Personnel</b>   |                          |   |               |                        |
| <i>Ordinary shares</i>                  |                          |   |               |                        |
| GL Fariss                               | 161,342                  | 8,266   | -             | 169,608                |
| R Hatfield                              | 136,430                  | 8,266   | (144,696)     | -                      |
| C Sun                                   | -                        | 1,000   | 1,000         | 2,000                  |
| <b>2016</b>                             |                          |   |               |                        |
| <b>Directors of Mincor Resources NL</b> |                          |   |               |                        |
| <i>Ordinary shares</i>                  |                          |   |               |                        |
| DJ Humann (Chairman)                    | 500,000                  | -   | -             | 500,000                |
| DCA Moore (Deputy Chairman)             | 4,245,000                | -   | -             | 4,245,000              |
| JW Gardner                              | 1,218,176                | -   | -             | 1,218,176              |
| IF Burstn                               | 50,000                   | -   | -             | 50,000                 |
| <b>Other Key Management Personnel</b>   |                          |   |               |                        |
| <i>Ordinary shares</i>                  |                          |   |               |                        |
| P Muccilli                              | 112,500                  | 86,430  | -             | 198,930                |
| GL Fariss                               | 183,334                  | 86,430  | (108,422)     | 161,342                |
| R Hatfield                              | 50,000                   | 86,430  | -             | 136,430                |

### i) Other Transactions with Key Management Personnel

During the financial year ended 30 June 2017, BTL Mining Advisory, a related entity of Mr BT Lambert provided consultancy services which were deemed to be provided outside of the ordinary requirements of Non-executive Director duties. The consultancy services were provided over a two-month period from May to June 2017. A total consultancy fee of \$7,326 was invoiced to the consolidated entity for the reporting period. This amount has not been paid as at 30 June 2017. This transaction was based on normal commercial terms and conditions.

There were no other transactions with key management personnel of the consolidated entity during the 2017 and 2016 financial years.

***This concludes the Remuneration Report.***



## SHARES UNDER OPTION

Unissued ordinary shares in the Company under option at the date of this report are as follows:

| Date options granted | Expiry date | Exercise price of options | Number of options |
|----------------------|-------------|---------------------------|-------------------|
| 18 May 2016          | 18 May 2021 | \$0.50                    | 5,550,000         |

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

## SHARES UNDER PERFORMANCE RIGHTS

Unissued ordinary shares in the Company pursuant to the performance rights plan at the date of this report are as follows:

| Date performance rights granted | Expiry date      | Number of performance rights |
|---------------------------------|------------------|------------------------------|
| 19 February 2015                | 19 February 2019 | 100,000                      |
| 19 February 2015                | 19 February 2019 | 243,000                      |
| 19 February 2015                | 19 February 2019 | 6,000                        |
| 2 October 2015                  | 2 October 2019   | 200,000                      |
|                                 |                  | <b>549,000</b>               |

## SHARES ISSUED ON THE EXERCISE OF OPTIONS

No ordinary shares of the Company were issued during and/or since the year ended 30 June 2017 and up to the date of this report on the exercise of options granted by the Company.

## SHARES ISSUED ON THE VESTING OF PERFORMANCE RIGHTS

The following ordinary shares of the Company were issued during and/or since the year ended 30 June 2017 and up to the date of this report on the vesting of performance rights granted under the Performance Rights Plan.

| Date performance rights granted | Issue price of shares | Number of shares issued |
|---------------------------------|-----------------------|-------------------------|
| 20 January 2014                 | -                     | 33,064                  |
| 20 January 2014                 | -                     | 17,958                  |
| 20 January 2014                 | -                     | 7,000                   |

## MATTERS SUBSEQUENT TO THE END OF THE FINANCIAL YEAR

There has not been any other matter or circumstance occurring subsequent to end of the financial year that has significantly affected, or may significantly affect the operations of the Group, the results of those operations, or the state of affairs of the Group in the future financial years.

## CORPORATE GOVERNANCE

The Company's corporate governance policies and practices are set out separately in the Annual Report.

## PROCEEDINGS ON BEHALF OF THE COMPANY

No person has applied to the Court under section 237 of the *Corporations Act 2001* for leave to bring any proceedings on behalf of the Company, or to intervene in any proceedings to which the Company is a party, for the purpose of taking responsibility on behalf of the Company for all or part of those proceedings.

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

## ENVIRONMENTAL MATTERS

The consolidated entity is subject to environmental regulation on its mineral properties. To this extent, the consolidated entity has raised rehabilitation provisions of \$5,796,000 (2016: \$6,455,000). To the best of the belief and knowledge of the Directors, no breach of environmental legislation occurred during the year and up to the date of this report. Further details on environmental policy are set out in the Annual Report under the Corporate Governance section and the Health, Safety and Environmental Policy section.

## Greenhouse Gas and Energy Data Reporting Requirements

The consolidated entity is subject to the reporting requirements of the *National Environmental Pollution Measurement Act 1994*. This requires the consolidated entity to measure and report its annual emissions of specified substances to air, land and water. During the year ended 30 June 2017, the consolidated entity submitted its 2015/16 National Pollutant Inventory Report to the Department of Environmental Regulation.

Following the closure of the nickel operations, the consolidated entity's annual emission of specified substance to air, land and water for the year ended 30 June 2017 were under the reporting threshold for the National Pollutant Inventory Report, therefore it is not required to submit the 2016/17 National Pollutant Inventory Report.

## INSURANCE OF OFFICERS

During the year, the Company paid a premium in respect of Directors' and Executive Officers' insurance. The contract contains a prohibition on disclosure of the amount of the premium and the nature of the liabilities under the policy.

The liabilities insured are legal costs that may be incurred in defending civil or criminal proceedings that may be brought against the officers in their capacity as officers of the Company and any other payments arising from liabilities incurred by the officers in connection with such proceedings. This does not include such liabilities that arise from conduct involving a wilful breach of duty by the officers or the improper use by the officers of their position or of information to gain advantage for themselves or someone else or to cause detriment to the Company.

## NON-AUDIT SERVICES

The Company may decide to employ the auditor on assignments additional to their statutory audit duties where the auditor's expertise and experience with the Company and/or the consolidated entity are important.

Details of the amounts paid or payable to the auditor (PricewaterhouseCoopers) for audit and non-audit services provided during the year are provided in Note 19 to the financial statements.

The Board of Directors has considered the position and in accordance with the advice received from the Audit Committee, is satisfied that the provision of the non-audit services is compatible with the general standard of independence for auditors imposed by the *Corporations Act 2001*. The Directors are satisfied that the provision of non-audit services by the auditor, as set out in Note 19, did not compromise the auditor independence requirements of the *Corporations Act 2001* for the following reasons:

- All non-audit services have been reviewed by the Audit Committee to ensure they do not impact the impartiality and objectivity of the auditor;
- None of the services undermine the general principles relating to auditor independence as set out in APES 110 *Code of Ethics for Professional Accountants*.

## AUDITORS' INDEPENDENCE DECLARATION

A copy of the auditors' independence declaration as required under section 307C of the *Corporations Act 2001* is set out separately in this report (page 40).

## ROUNDING OF AMOUNTS

The Company has relied on the relief provided by the 'ASIC Corporations (Rounding in Financial/Directors' Report) Instrument 2016/191', issued by the Australian Securities & Investments Commission, relating to the rounding off of amounts in the Directors' Report. Amounts in the Directors' Report have been rounded off in accordance with the Instrument to the nearest thousand dollars, or in certain cases, to the nearest dollar.

Dated in Perth this 16<sup>th</sup> day of August 2017 in accordance with a resolution of the Directors.



P Muccilli  
Managing Director



# AUDITOR'S INDEPENDENCE DECLARATION



## Auditor's Independence Declaration

As lead auditor for the audit of Mincor Resources NL for the year ended 30 June 2017, 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 Mincor Resources NL and the entities it controlled during the period.

A handwritten signature in black ink, appearing to read 'PD', written over a light blue circular stamp.

Pierre Dreyer  
Partner  
PricewaterhouseCoopers

Perth  
16 August 2017

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**PricewaterhouseCoopers, ABN 52 780 433 757**  
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Liability limited by a scheme approved under Professional Standards Legislation.

# CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

FOR THE YEAR ENDED 30 JUNE 2017

|  | Note | 2017<br>\$'000 | 2016<br>\$'000  |
|--|------|----------------|-----------------|
| Revenue  | 3    | -              | 18,003          |
| Sundry income  | 3    | 491            | 563             |
| Mining costs   |      | -              | (17,397)        |
| Royalty expenses   |      | (21)           | (670)           |
| Occupancy expenses   |      | (476)          | (476)           |
| Administrative expenses  |      | (594)          | (1,088)         |
| Employee benefit expense   |      | (1,762)        | (11,756)        |
| Finance costs  |      | (58)           | (412)           |
| Foreign exchange (losses)/gains  |      | (40)           | 300             |
| Profit from sale of property, plant and equipment  |      | 2,115          | 2,365           |
| Exploration costs expensed as incurred   |      | (3,798)        | (3,494)         |
| Depreciation and amortisation expense  | 4    | (93)           | (9,165)         |
| Impairment of property, plant and equipment  | 4    | (473)          | (16,483)        |
| Adjustments to rehabilitation provision  | 4    | 539            | -               |
| Other expenses from ordinary activities  |      | (33)           | (2,258)         |
| Loss before income tax   |      | (4,203)        | (41,968)        |
| Income tax benefit   | 5    | -              | -               |
| <b>Loss attributable to the members of Mincor Resources NL</b>                                       |      | <b>(4,203)</b> | <b>(41,968)</b> |
| <b>Other comprehensive loss</b>  |      |                |                 |
| <i>Items that will not be reclassified to profit or loss</i>   |      |                |                 |
| Changes in the fair value of other financial assets at fair value through other comprehensive income | 15   | 63             | (47)            |
| Other comprehensive loss for the year, net of tax  |      | 63             | (47)            |
| <b>Total comprehensive loss for the period attributable to the members of Mincor Resources NL</b>    |      | <b>(4,140)</b> | <b>(42,015)</b> |
|  |      | <b>Cents</b>   | <b>Cents</b>    |
| Loss per share   | 24   | (2.2)          | (22.3)          |
| Diluted loss per share   | 24   | (2.2)          | (22.3)          |

The above Consolidated Statement of Profit or Loss and Other Comprehensive Income should be read in conjunction with the accompanying notes.

# CONSOLIDATED STATEMENT OF FINANCIAL POSITION

AS AT 30 JUNE 2017

|   | Note | 2017<br>\$'000 | 2016<br>\$'000 |
|---|------|----------------|----------------|
| <b>Current Assets</b>   |      |                |                |
| Cash and cash equivalents   | 6    | 11,550         | 12,635         |
| Restricted cash   | 6    | 459            | 5,379          |
| Trade and other receivables   | 7    | 435            | 941            |
| <b>Total Current Assets</b>   |      | <b>12,444</b>  | <b>18,955</b>  |
| <b>Non-Current Assets</b>   |      |                |                |
| Other financial assets at fair value through other comprehensive income | 8    | -              | 401            |
| Property, plant and equipment   | 9    | 1,069          | 4,622          |
| Evaluation and acquired exploration expenditure                         | 10   | 14,562         | 12,875         |
| <b>Total Non-Current Assets</b>   |      | <b>15,631</b>  | <b>17,898</b>  |
| <b>TOTAL ASSETS</b>   |      | <b>28,075</b>  | <b>36,853</b>  |
| <b>Current Liabilities</b>  |      |                |                |
| Payables  | 11   | 1,300          | 871            |
| Interest-bearing liabilities  | 12   | 79             | 3,954          |
| Provisions  | 13   | 502            | 557            |
| <b>Total Current Liabilities</b>  |      | <b>1,881</b>   | <b>5,382</b>   |
| <b>Non-Current Liabilities</b>  |      |                |                |
| Interest-bearing liabilities  | 12   | -              | 864            |
| Provisions  | 13   | 5,800          | 6,462          |
| <b>Total Non-Current Liabilities</b>                                    |      | <b>5,800</b>   | <b>7,326</b>   |
| <b>TOTAL LIABILITIES</b>  |      | <b>7,681</b>   | <b>12,708</b>  |
| <b>NET ASSETS</b>   |      | <b>20,394</b>  | <b>24,145</b>  |
| <b>Equity</b>   |      |                |                |
| Contributed equity  | 14   | 23,663         | 23,663         |
| Reserves  | 15   | 5,787          | (1,218)        |
| (Accumulated losses)/retained earnings                                  | 16   | (9,056)        | 1,700          |
| <b>TOTAL EQUITY</b>   |      | <b>20,394</b>  | <b>24,145</b>  |

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



# CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED 30 JUNE 2017

|   | Note | Contributed<br>Equity<br>\$'000 | (Accumulated<br>Losses)/<br>Retained<br>Earnings<br>\$'000 | Other<br>Reserves<br>\$'000 | Total<br>\$'000 |
|---|------|---------------------------------|--|-----------------------------|-----------------|
| <b>Balance at 1 July 2015</b>                         |      | <b>23,663</b>                   | <b>43,668</b>  | <b>(1,063)</b>              | <b>66,268</b>   |
| Loss for the year                                     |      | -                               | (41,968)   | -                           | (41,968)        |
| Other comprehensive loss for the year                 |      | -                               | -  | (47)                        | (47)            |
| Total comprehensive loss for the year                 |      | -                               | (41,968)   | (47)                        | (42,015)        |
| Transactions with owners in their capacity as owners: |      |                                 |  |                             |                 |
| - Employee share options and performance rights       | 15   | -                               | -  | (108)                       | (108)           |
|   |      | -                               | -  | (108)                       | (108)           |
| <b>Balance at 30 June 2016</b>                        |      | <b>23,663</b>                   | <b>1,700</b>   | <b>(1,218)</b>              | <b>24,145</b>   |
| Loss for the year                                     |      | -                               | (4,203)  | -                           | (4,203)         |
| Other comprehensive loss for the year                 |      | -                               | (6,553)  | 6,616                       | 63              |
| Total comprehensive loss for the year                 |      | -                               | (10,756)   | 6,616                       | (4,140)         |
| Transactions with owners in their capacity as owners: |      |                                 |  |                             |                 |
| - Employee share options and performance rights       | 15   | -                               | -  | 389                         | 389             |
|   |      | -                               | -  | 389                         | 389             |
| <b>Balance at 30 June 2017</b>                        |      | <b>23,663</b>                   | <b>(9,056)</b>   | <b>5,787</b>                | <b>20,394</b>   |

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

# CONSOLIDATED STATEMENT OF CASH FLOWS

FOR THE YEAR ENDED 30 JUNE 2017

|   | Note | 2017<br>\$'000 | 2016<br>\$'000 |
|---|------|----------------|----------------|
| <b>Cash Flows from Operating Activities</b>   |      |                |                |
| Receipts from customers (inclusive of GST)  |      | 116            | 30,836         |
| Payments to suppliers and employees (inclusive of GST)  |      | (2,641)        | (42,995)       |
|   |      | (2,525)        | (12,159)       |
| Interest received   |      | 258            | 298            |
| Other income  |      | 139            | 1,584          |
| Interest paid   |      | (58)           | (243)          |
| <b>Net Cash Outflow from Operating Activities</b>   | 6(a) | (2,186)        | (10,520)       |
| <b>Cash Flows from Investing Activities</b>   |      |                |                |
| Payments for property, plant and equipment  |      | -              | (207)          |
| Payments for exploration, evaluation and development expenditure                              |      | (4,502)        | (2,484)        |
| Proceeds from sale of property, plant and equipment   |      | 4,876          | 2,890          |
| Proceeds from sale of other financial assets at fair value through other comprehensive income |      | 471            | 54             |
| <b>Net Cash Inflow from Investing Activities</b>  |      | 845            | 253            |
| <b>Cash Flows from Financing Activities</b>   |      |                |                |
| Lease payments  |      | -              | (2,191)        |
| Payments from/(to) cash restricted cash accounts  |      | 256            | (7,868)        |
| <b>Net Cash Inflow/(Outflow) from Financing Activities</b>                                    |      | 256            | (10,059)       |
| <b>Net Decrease in Cash and Cash Equivalents</b>  |      | (1,085)        | (20,326)       |
| Cash and Cash Equivalents at the Beginning of the Financial Year                              |      | 12,635         | 32,961         |
| <b>Cash and Cash Equivalents at the End of the Financial Year</b>                             | 6    | <b>11,550</b>  | <b>12,635</b>  |

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

## NOTE 1

### SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The principal accounting policies adopted in the preparation of these consolidated financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated. The financial statements are for the consolidated entity consisting of Mincor Resources NL and its subsidiaries.

#### a) Basis of Preparation

These general purpose financial statements have been prepared in accordance with Australian Accounting Standards and Interpretations issued by the Australian Accounting Standards Board ("AASB") and the *Corporations Act 2001*. Mincor Resources NL is a for-profit entity for the purpose of preparing the financial statements.

##### Compliance with IFRS

The consolidated financial statements of the consolidated entity comply with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB").

##### Historical cost convention

These financial statements have been prepared under the historical cost convention, as modified by the revaluation of other financial assets at fair value through other comprehensive income as well as financial assets and liabilities at fair value through profit or loss or equity.

#### b) Principles of Consolidation

##### Subsidiaries

The consolidated financial statements incorporate the assets and liabilities of all subsidiaries of Mincor Resources NL as at 30 June 2017 and the results of all subsidiaries for the year then ended. Mincor Resources NL and its subsidiaries together are referred to in this financial report as the Group or the consolidated entity.

Subsidiaries are all entities (including structured entities) over which the consolidated entity has control. The consolidated entity controls an entity when it is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power to direct the activities of the entity.

Subsidiaries are fully consolidated from the date on which control is transferred to the consolidated entity. They are de-consolidated from the date that control ceases.

The acquisition method of accounting is used to account for business combinations by the Group (refer to Note 1(r)).

Intercompany transactions, balances and unrealised gains on transactions between Group companies are eliminated. Unrealised losses are also eliminated unless the transaction provides evidence of the impairment of the asset transferred. Accounting policies of subsidiaries have been changed where necessary to ensure consistency with the policies adopted by the Group.

Non-controlling interests in the results and equity of subsidiaries are shown separately in the consolidated statement of profit or loss and other comprehensive income, statement of changes in equity, and statement of financial position respectively.

##### Joint arrangements

Investments in joint arrangements are classified as either joint operations or joint ventures. The classification depends on the contractual rights and obligations of each investor, rather than the legal structure of the joint arrangement.

##### i) Joint operations

The consolidated entity recognises its direct right to the assets, liabilities, revenues and expenses of joint operations and its share of any jointly held or incurred assets, liabilities, revenues and expenses. These have been incorporated in the financial statements under the appropriate headings. Details of the joint operations are set out in Note 22.

##### ii) Joint ventures

Interests in joint ventures are accounted for using the equity method after initially being recognised at cost in the consolidated statement of financial position.

Under the equity method of accounting, the investments are initially recognised at cost and adjusted thereafter to recognise the Group's share of the post-acquisition profits or losses of the investee in profit or loss, and the Group's share of movements in other comprehensive income of the investee in other comprehensive income. Dividends received or receivable from associates and joint ventures are recognised as a reduction in the carrying amount of the investment.

When the Group's share of losses in an equity-accounted investment equals or exceeds its interest in the entity, including any other unsecured long-term receivables, the Group does not recognise further losses, unless it has incurred obligations or made payments on behalf of the other entity.

Unrealised gains on transactions between the Group and its associates and joint ventures are eliminated to the extent of the Group's interest in these entities. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the asset transferred. Accounting policies of equity accounted investees have been changed where necessary to ensure consistency with the policies adopted by the Group.



## NOTE 1

### SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (cont'd)

#### b) Principles of Consolidation (cont'd)

##### Joint arrangements (cont'd)

##### iii) Changes in ownership interests

The Group treats transactions with non-controlling interests that do not result in a loss of control as transactions with equity owners of the Group. A change in ownership interest results in an adjustment between the carrying amounts of the controlling and non-controlling interests to reflect their relative interests in the subsidiary. Any difference between the amount of the adjustment to non-controlling interests and any consideration paid or received is recognised in a separate reserve within equity attributable to owners of the consolidated entity.

When the Group ceases to have control, joint control or significant influence, any retained interest in the entity is re-measured to its fair value with the change in carrying amount recognised in profit or loss. This fair value becomes the initial carrying amount for the purposes of subsequently accounting for the retained interest as an associate, joint venture or financial asset. In addition, any amounts previously recognised in other comprehensive income in respect of that entity are accounted for as if the Group had directly disposed of the related assets or liabilities. This may mean that amounts previously recognised in other comprehensive income are reclassified to profit or loss.

If the ownership interest in a joint venture or an associate is reduced but joint control or significant influence is retained, only a proportionate share of the amounts previously recognised in other comprehensive income are reclassified to profit or loss where appropriate.

#### c) Segment Reporting

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

#### d) Revenue Recognition

Sales revenue comprises revenue earned from the provision of products to entities outside the consolidated entity. Sales revenue is recognised when the product is delivered and:

- risk has been passed to the customer;
- the product is in a form suitable for delivery;
- the quantity of the product can be determined with reasonable accuracy;
- the product has been dispatched to the customer and is no longer under the physical control of the producer; and
- the selling price can be determined with reasonable accuracy.

Sales revenue represents gross proceeds receivable from the customer. Sales are initially recognised at the fair value of consideration received or receivable (estimated sales value when the product is delivered). Adjustments are subsequently made for variations in metal assay, weight, expected final price/final price and currency between the time of delivery and the time of final settlement of sales proceeds. These adjustments are recognised as part of sales revenue and trade receivables.

Interest income is recognised using the effective interest rate method.

#### e) Property, Plant and Equipment

Office property, plant and equipment is stated at historical cost less depreciation. Historical costs include expenditure that is directly attributable to the acquisition of the items.

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

Office property, plant and equipment are depreciated or amortised over their estimated useful economic lives using either the straight line or reducing balance method. The expected useful lives are as follows:

- |                          |   |               |
|--------------------------|---|---------------|
| • Plant and Equipment    | - | 2 to 5 years  |
| • Furniture and Fittings | - | 3 to 10 years |

Refer to Notes 1(i), 1(j), 1(k) and 1(l) for the accounting policy with respect to exploration and evaluation expenditure, development properties, mine properties and mine buildings, machinery and equipment.

An asset's carrying amount is written down immediately to its recoverable amount, in accordance with the accounting policy in Note 1(s), if the asset's carrying amount is greater than its estimated recoverable amount.

Gains and losses on disposals are determined by comparing proceeds with the carrying amount. These are included in profit or loss.

## f) Income Tax

The income tax expense or benefit for the period is the tax payable on the current period's taxable income based on the national income tax rate for each jurisdiction adjusted by changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses.

The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the end of the reporting period in the countries where the Company's subsidiaries and associates operate and generate taxable income. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

Deferred income tax is provided in full, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the consolidated financial statements. However, deferred income tax is not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting nor taxable profit or loss. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the end of the reporting period and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

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.

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

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

Current and deferred tax is recognised in profit or loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in other comprehensive income or directly in equity, respectively.

Companies within the Group may be entitled to claim special tax deductions for the investments in qualifying assets (investment allowances). The Group accounts for such allowances as tax credits, which means that the allowance reduces income tax payable and current tax expense. A deferred tax asset is recognised for unclaimed tax credits that are carried forward as deferred tax assets.

## g) Foreign Currency Translation

### i) Functional and presentation currency

Items included in the financial statements of each of the entities comprising the consolidated entity are measured using the currency of the primary economic environment in which the entity operates (**"the functional currency"**). The consolidated financial statements are presented in Australian dollars, which is Mincor Resources NL's functional and presentation currency.

### ii) Transactions and balances

Foreign currency transactions are translated into the functional currency 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 year-end exchange rates of monetary assets and liabilities denominated in foreign currencies are generally recognised in profit or loss. They are deferred in equity if they relate to qualifying cash flow hedges and qualifying net investment hedges or are attributable to part of the net investment in a foreign operation.

Non-monetary items that are measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was determined.

Translation differences on assets and liabilities carried at fair value are reported as part of the fair value gain or loss. For example, translation differences on non-monetary assets and liabilities such as equities held at fair value through profit or loss are recognised in profit or loss as part of the fair value gain or loss and translation differences on non-monetary assets such as equities whose change in the fair value are presented in other comprehensive income are included in the related reserve in equity.

### iii) Group companies

The results and financial position of all the entities comprising the consolidated entity (none of which has the currency of a hyperinflationary economy) that have a functional currency different from the presentation currency are translated into the presentation currency as follows:

- assets and liabilities for each statement of financial position presented are translated at the closing rate at the date of that statement of financial position;
- income and expenses for each statement of profit or loss and other comprehensive income are translated at average exchange rates (unless this is not a reasonable approximation of the cumulative effect of the rates prevailing on the transaction dates, in which case income and expenses are translated at the dates of the transactions); and
- all resulting exchange differences are recognised in other comprehensive income.

## NOTE 1

### SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (cont'd)

#### g) Foreign Currency Translation (cont'd)

##### iii) Group companies (cont'd)

On consolidation, exchange differences arising from the translation of any net investment in foreign entities, and of borrowings and other currency instruments designated as hedges of such investments, are recognised in other comprehensive income. When a foreign operation is sold or borrowings repaid, the associated exchange differences are reclassified to profit or loss as part of the gain or loss on sale.

Goodwill and fair value adjustments arising on the acquisition of a foreign entity are treated as assets and liabilities of the foreign entity and translated at the closing rate.

#### h) Inventories

##### Raw materials, work in progress and finished goods

Raw materials, work in progress and finished goods are stated at the lower of cost and net realisable value. Cost comprises direct materials, direct labour and an appropriate proportion of variable and fixed overhead expenditure, the latter being allocated on the basis of normal operating capacity.

#### i) Exploration and Evaluation Expenditure

Identifiable exploration assets acquired are recognised as assets at their cost of acquisition.

Subsequent exploration and evaluation costs related to an area of interest are initially capitalised when incurred and then written off except where they may be carried forward as an item in the statement of financial position where the rights of tenure of an area are current and one of the following conditions is met:

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

Acquired exploration assets are not written down below acquisition cost until such time as the acquisition cost is not expected to be recovered through use or sale.

#### j) Development Expenditure

Development expenditure incurred by or on behalf of the consolidated entity is accumulated separately for each area of interest in which economically recoverable reserves have been identified to the satisfaction of the Directors. Such expenditure comprises net direct costs and an appropriate portion of related overhead expenditure having a specific nexus with the development property.

Once a development decision has been taken, any deferred exploration and evaluation expenditure is transferred to "Development Expenditure".

All expenditure incurred prior to the commencement of commercial levels of production from each development property, is carried forward to the extent to which recoupment out of revenue to be derived from the sale of production from the relevant development property, or from the sale of that property, is reasonably assured.

No amortisation is provided in respect of development properties until they are reclassified as "Mine Properties" following a decision to commence mining.

#### k) Mine Properties

Mine properties represent the accumulation of all exploration, evaluation and development expenditure incurred by or on behalf of the consolidated entity in relation to areas of interest in which mining of a mineral resource has commenced.

When further development expenditure is incurred in respect of a mine property after the commencement of production, such expenditure is carried forward as part of the mine property only when it is probable that the associated future economic benefits will flow to the consolidated entity, otherwise such expenditure is classified as part of the cost of production.

Amortisation of costs are provided on the unit-of-production method with separate calculations being made for each mine. The unit-of-production basis results in an amortisation charge proportional to the depletion of the economically recoverable mineral reserves.



## l) Mine Buildings, Machinery and Equipment

The cost of each item of buildings, machinery and equipment is written off over its expected useful life using either the unit-of-production or straight-line method. Cost includes expenditure that is directly attributable to the acquisition of the items. The unit-of-production basis results in an amortisation charge proportional to the depletion of the recoverable mineral reserves, or for leased assets the useful economic machine life measured in hours. Each item's economic life has due regard to both its own physical life limitations and to present assessments of recoverable mineral reserves of the mine property at which the item is located, and to possible future variations in those assessments.

Estimates of remaining useful lives are made on a regular basis for all mine buildings, machinery and equipment, with annual reassessments of major items.

The expected useful lives are as follows:

- Mine buildings – the shorter of applicable mine life and 5 years;
- Machinery and equipment – the shorter of applicable mine life and 2 to 10 years, depending on the nature of the asset; and
- Leased machinery – machine life measured in hours per manufacturer guidelines.

## m) Borrowing Costs

Borrowing costs are recognised as expenses in the period in which they are incurred, except where they are included in the cost of qualifying assets. Qualifying assets are assets that take a substantial period of time to get ready for their intended use or sale. Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation.

The capitalisation rate used to determine the amount of borrowing costs to be capitalised is the weighted average interest rate applicable to the entity's outstanding borrowings during the year. No interest was capitalised in 2017 (2016: Nil).

Borrowing costs include:

- interest on bank overdrafts and short-term and long-term borrowings;
- amortisation of ancillary costs incurred in connection with the arrangement of borrowings; and
- finance lease charges.

## n) Leased Non-Current Assets

Leases of property, plant and equipment where the consolidated entity has substantially all the risks and rewards of ownership are classified as finance leases. Finance leases are capitalised at the lease's inception at the fair value of the leased property or, if lower, the present value of the minimum lease payments. The corresponding rental obligations, net of finance charges, are included in interest bearing liabilities. Each lease payment is allocated between the liability and finance cost so as to achieve a constant rate on the finance balance outstanding. The interest element of the finance cost is charged to profit or loss over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period. The property, plant and equipment acquired under finance leases is depreciated in accordance with the policy on note 1(e) above.

Leases in which a significant portion of the risks and rewards of ownership are retained by the lessor are classified as operating leases. Payments made under operating leases (net of any incentives received from the lessor) are charged to profit or loss on a straight-line basis over the period of the lease.

Lease income from operating leases where the consolidated entity is a lessor is recognised in income on a straight-line basis over the lease term. The respective leased assets are included in the statement of financial position based on their nature.

## o) Employee Benefits

### i) Short-term obligations

Liabilities for wages and salaries, including non-monetary benefits and accumulating sick leave expected to be settled within 12 months after the end of the period in which the employees render the related service are recognised in respect of employees' services up to the end of the reporting period and are measured at the amounts expected to be paid when the liabilities are settled. The liability for accumulating sick leave is recognised in the provision for employee benefits. All other short-term employee benefit obligations are presented as payables.

### ii) Other long-term employee benefit obligations

This comprises the liability for long service leave and annual leave that are not expected to be settled within 12 months after the end of the period in which the employees render the related service. They are therefore recognised in the provision for employee benefits and measured as the present value of expected future payments to be made in respect of services provided by employees up to the end of the reporting period using the projected unit credit method. Consideration is given to expected future wage and salary levels, experience of employee departures and periods of service. Expected future payments are discounted using market yields at the end of the reporting period of high quality corporate bonds with terms and currencies that match, as closely as possible, the estimated future cash outflows. Re-measurements as a result of experience adjustments and changes in actuarial assumptions are recognised in profit or loss.

The obligations are presented as current liabilities in the statement of financial position if the consolidated entity does not have an unconditional right to defer settlement for at least 12 months after the reporting date, regardless of when the actual settlement is expected to occur.

## NOTE 1

### SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (cont'd)

#### o) Employee Benefits (cont'd)

##### iii) Share-based payments

Share-based compensation benefits are provided to employees via the Mincor Resources NL Performance Rights Plan and the Mincor Resources NL Employee Share Option Plan.

The fair value of options granted under the Mincor Resources Employee Share Option Plan and performance rights granted under the Mincor Resources Performance Rights Plan are recognised as an employee benefit expense with a corresponding increase in equity. The fair value is measured at grant date and recognised over the period during which the employees become unconditionally entitled to the options or performance rights.

The fair value of options at grant date is determined using a Binomial option valuation model that takes into account the exercise price, the term of the option, the vesting period, the impact of dilution, the non-tradeable nature of the option, the share price at grant date and expected price volatility of the underlying share, the expected dividend yield and the risk free interest rate for the term of the option.

The fair value of performance rights at grant date is calculated based on the market price of the Company's share price on the date, and adjusted to take into account the likelihood that all vesting conditions will be met during the performance period.

The fair value of the options and performance rights granted excludes the impact of any non-market vesting conditions (for example, profitability and sales growth targets). Non-market vesting conditions are included in assumptions about the number of options and performance rights that are expected to vest. At each statement of financial position date, the entity revises its estimate of the number of options and performance rights that are expected to vest. The employee benefit expense recognised each period takes into account the most recent estimate. The impact of the revision to original estimates, if any, is recognised in the statement of profit or loss and other comprehensive income with a corresponding adjustment to equity.

#### p) Cash and Cash Equivalents

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes deposits at call with financial institutions, term deposits, short-term bank bills, and cash at bank and in transit, all of which are used in the cash management function on a day-to-day basis, net of outstanding bank overdrafts.

#### q) Trade and Other Payables

These amounts represent liabilities for goods and services provided to the consolidated entity prior to the end of the financial year which are unpaid. The amounts are unsecured and are usually paid within 30 days of recognition. Trade and other payables are presented as current liabilities unless payment is not due within 12 months from the reporting date. They are recognised initially at their fair value and subsequently measured at amortised cost using the effective interest method.

#### r) Business Combinations

The acquisition method of accounting is used to account for all business combinations, regardless of whether equity instruments or other assets are acquired. The consideration transferred for the acquisition of a subsidiary comprises the fair values of the assets transferred, the liabilities incurred and the equity interests issued by the Group. The consideration transferred also includes the fair value of any asset or liability resulting from a contingent consideration arrangement and the fair value of any pre-existing equity interest in the subsidiary.

Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are, with limited exceptions, measured initially at their fair values at the acquisition date. The Group recognises any non-controlling interest in the acquired entity on an acquisition-by-acquisition basis either at fair value or at the non-controlling interest's proportionate share of the acquired entity's net identifiable assets. Acquisition-related costs are expensed as incurred.

The excess of the:

- consideration transferred,
- amount of any non-controlling interest in the acquired entity, and
- acquisition-date fair value of any previous equity interest in the acquired entity

over the fair value of the net identifiable assets acquired is recorded as goodwill. If those amounts are less than the fair value of the net identifiable assets of the subsidiary and the measurement of all amounts has been reviewed, the difference is recognised directly in profit or loss as a bargain purchase.

Where settlement of any part of cash consideration is deferred, the amounts payable in the future are discounted to their present value as at the date of exchange. The discount rate used is the entity's incremental borrowing rate, being the rate at which a similar borrowing could be obtained from an independent financier under comparable terms and conditions.

Contingent consideration is classified either as equity or a financial liability. Amounts classified as a financial liability are subsequently re-measured to fair value with the changes in fair value recognised in profit or loss.

If the business combination is achieved in stages, the acquisition date carrying value of the acquirer's previously held equity interest in the acquiree is re-measured to fair value at the acquisition date. Any gains or losses arising from such re-measurement are recognised in profit or loss.

## s) Impairment of Assets

Goodwill and intangible assets that have an indefinite useful life are not subject to amortisation and are tested annually for impairment, or more frequently if events or changes in circumstances indicate that they might be impaired. Assets are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs of disposal and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash inflows which are largely independent of the cash inflows from other assets or groups of assets (cash-generating units). Non-financial assets other than goodwill that previously suffered an impairment are reviewed for possible reversal of the impairment at the end of each reporting period.

## t) Investments and Other Financial Assets

### i) Classification

The consolidated entity classifies its financial assets into the following categories:

- Financial assets at fair value through profit or loss;
- Trade and other receivables; and
- Other financial assets at fair value through other comprehensive income.

The classification depends on the purpose for which the investments were acquired. The consolidated entity determines the classification of its financial assets at initial recognition.

#### A) Financial assets at fair value through profit or loss

Financial assets at fair value through profit or loss are financial assets held for trading or equity investments for which the consolidated entity has not irrevocably elected to recognise any movements in their fair value through reserves. Financial assets held for trading are classified in this category if acquired principally for the purpose of selling in the short term. The policy of management is to designate a financial asset held for trading if there exists the possibility it will be sold in the short term and the asset is subject to frequent changes in fair value.

Derivatives are classified as held for trading unless they are designated as hedges. Assets in this category are classified as current assets if they are expected to be settled within 12 months; otherwise they are classified as non-current assets.

All equity investments are measured at fair value. Equity investments are measured at fair value through profit or loss unless the consolidated entity has made an irrevocable election at initial recognition of each investment to account for changes in fair value through other comprehensive income ("OCI") or profit or loss (refer (C) below).

#### B) Trade and other receivables

Trade and other receivables arise when the consolidated entity provides money, goods or services directly to a debtor with no intention of selling the receivable. They are included in current assets, except for those with maturities greater than 12 months after the reporting period, which are classified as non-current assets.

#### C) Other financial assets at fair value through other comprehensive income

Equity investments which are not held for trading and for which the consolidated entity has irrevocably elected to recognise any movements in their fair value through reserves are classified as other financial assets at fair value through other comprehensive income.

### ii) Recognition and de-recognition

Regular way purchases and sales of financial assets are recognised on trade-date – the date on which the consolidated entity commits to purchase or sell the asset. Financial assets are de-recognised when the rights to receive cash flows from the financial assets have expired or have been transferred and the consolidated entity has transferred substantially all the risks and rewards of ownership.

### iii) Measurement

At initial recognition, the consolidated entity measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at fair value through profit or loss are expensed in profit or loss.

Trade and other receivables are subsequently carried at amortised cost using the effective interest method.

The consolidated entity subsequently measures all equity investments at fair value.

Changes in the fair value of financial assets at fair value through profit or loss are recognised in other income or other expenses in the statement of profit or loss and other comprehensive income as applicable. Interest income from these financial assets is included in the net gains/(losses). Dividend income is presented as other revenue.

Changes in the fair value of financial assets at fair value through other comprehensive income are recognised in reserves. There is no subsequent reclassification of fair value gains and losses to profit or loss for these financial assets. Dividends from such investments continue to be recognised in profit or loss as other revenue when the consolidated entity's right to receive payments is established and as long as they represent a return on investment.

Details on how the fair value of financial instruments is determined are disclosed in Note 2(d).



## NOTE 1

### SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (cont'd)

#### t) Investments and Other Financial Assets (cont'd)

##### iv) Impairment

The consolidated entity assesses at the end of each reporting period whether there is objective evidence that a financial asset or group of financial assets is impaired. A financial asset or a group of financial assets is impaired and impairment losses are incurred only if there is objective evidence of impairment as a result of one or more events that occurred after the initial recognition of the asset (a 'loss event') and that loss event (or events) has an impact on the estimated future cash flows of the financial asset or group of financial assets that can be reliably estimated. No impairment assessment is required for assets classified as financial assets at fair value through other comprehensive income.

##### Assets carried at amortised cost

For trade and other receivables, the amount of the loss is measured as the difference between the asset's carrying amount and the present value of estimated future cash flows (excluding future credit losses that have not been incurred) discounted at the financial asset's original effective interest rate. The carrying amount of the asset is reduced and the amount of the loss is recognised in the consolidated statement of profit or loss and other comprehensive income. If a loan has a variable interest rate, the discount rate for measuring any impairment loss is the current effective interest rate determined under the contract. As a practical expedient, the consolidated entity may measure impairment on the basis of an instrument's fair value using an observable market price.

If, in a subsequent period, the amount of the impairment loss decreases and the decrease can be related objectively to an event occurring after the impairment was recognised (such as an improvement in the debtor's credit rating), the reversal of the previously recognised impairment loss is recognised in the consolidated statement of profit or loss and other comprehensive income.

#### u) Derivatives and Hedging Activities

Derivatives are initially recognised at fair value on the date a derivative contract is entered into and are subsequently re-measured to their fair value at the end of each reporting period. The method of recognising the resulting gain or loss depends on whether the derivative is designated as a hedging instrument, and if so, the nature of the item being hedged. The consolidated entity designates certain derivatives as either:

- hedges of the fair value of recognised assets or liabilities or a firm commitment (fair value hedges); or
- hedges of highly probable forecast transactions (cash flow hedges).

The consolidated entity documents at the inception of the transaction the relationship between hedging instruments and hedged items, as well as its risk management objective and strategy for undertaking various hedge transactions. The consolidated entity also documents its assessment, both at hedge inception and on an ongoing basis, of whether the derivatives that are used in hedging transactions have been and will continue to be highly effective in offsetting changes in fair values or cash flows of hedged items.

The full fair value of a hedging derivative is classified as a non-current asset or liability when the remaining maturity of the hedged item is more than 12 months; it is classified as a current asset or a liability when the remaining maturity of the hedged item is less than 12 months.

##### i) Fair value hedge

Changes in the fair value of derivatives that are designated and qualify as fair value hedges are recorded in profit or loss, together with any changes in the fair value of the hedged asset or liability that are attributable to the hedged risk. If the hedge no longer meets the criteria for hedge accounting, the adjustment to the carrying amount of a hedge item for which the effective interest method is used is amortised to profit or loss over the period to maturity using a recalculated effective interest rate.

##### ii) Cash flow hedge

The effective portion of changes in the fair value of derivatives that are designated and qualify as cash flow hedges is recognised in other comprehensive income and accumulated reserves in equity. The gain or loss relating to the ineffective portion is recognised immediately in profit or loss within other income or other expenses.

Amounts accumulated in equity are reclassified to profit or loss in the periods when the hedged item affects profit or loss (for instance when the forecast sale that is hedged takes place). However, when the forecast transaction that is hedged results in the recognition of a non-financial asset or a non-financial liability, the gains and losses previously deferred in equity are reclassified from equity and included in the measurement of the initial cost or carrying amount of the asset or liability.

When a hedging instrument expires or is sold or terminated, or when a hedge no longer meets the criteria for hedge accounting, any cumulative gain or loss existing in equity at that time remains in equity and is recognised when the forecast transaction is ultimately recognised in profit or loss. When a forecast transaction is no longer expected to occur, the cumulative gain or loss that was reported in equity is immediately reclassified to profit or loss.

## iii) Derivatives that do not qualify for hedge accounting

Certain derivative instruments do not qualify for hedge accounting. Changes in the fair value of any derivative instrument that does not qualify for hedge accounting are recognised immediately in profit or loss and are included in other income or other expenses.

## v) Fair Value Estimation

The fair value of financial instruments traded in active markets (such as publicly traded derivatives, and trading and equity securities) is based on quoted market prices at the end of the reporting period. The quoted market price used for financial assets held by the consolidated entity is the current bid price.

The fair value of financial instruments that are not traded in an active market (for example, over the counter derivatives) is determined using valuation techniques. These valuation techniques maximise the use of observable market data where it is available and rely as little as possible on entity specific estimates.

The carrying amounts of trade receivables and payables are assumed to approximate their fair values due to their short-term nature. The fair value of financial liabilities for disclosure purposes is estimated by discounting the future contractual cash flows at the current market interest rate that is available to the consolidated entity for similar financial instruments.

## w) Contributed Equity

Ordinary shares are classified as equity.

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

Where the consolidated entity purchases the company's equity instruments, for example as the result of a share buy-back or a share-based payment plan, the consideration paid, including any directly attributable incremental costs (net of income taxes) is deducted from equity attributable to the owners of the consolidated entity. Where such ordinary shares are subsequently reissued, any consideration received, net of any directly attributable incremental transaction costs and the related income tax effects, is included in equity attributable to the owners of the consolidated entity.

## x) Dividends

Provision is made for the amount of any dividend declared, determined or publicly recommended by the Directors on or before the end of the reporting period but not distributed at the end of the reporting period.

## y) Earnings per Share

### i) Basic earnings per share

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

### ii) Diluted earnings per share

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

## z) Rehabilitation and Mine Closure Costs

The consolidated entity has obligations to dismantle, remove, restore and rehabilitate certain items of property, plant and equipment.

Under **AASB 116 Property, Plant and Equipment**, the cost of an asset includes any estimated costs of dismantling and removing the asset and restoring the site on which it is located. The capitalised rehabilitation and mine closure costs are depreciated (along with the other costs included in the asset) over the asset's useful life.

**AASB 137 Provisions, Contingent Liabilities and Contingent Assets** requires a provision to be raised for the present value of the estimated cost of settling the rehabilitation and restoration obligations existing at balance date. The estimated costs are discounted using a pre-tax discount rate that reflects the time value of money. The discount rate does not reflect risks for which future cash flow estimates have been adjusted. As the value of the provision represents the discounted value of the present obligation to restore, dismantle and rehabilitate, the increase in the provision due to the passage of time is recognised as a borrowing cost.

## NOTE 1

### SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (cont'd)

#### aa) Royalties

Royalties, to the extent that they represent period costs, are accrued and charged against earnings when the liability from production or sale of the mineral crystallises.

In the case of business combinations, future royalty payments may represent contingent purchase consideration. Where this is the case and an estimate of the probable payments can be reliably measured, such amounts are included in the cost of the business combination.

#### ab) Goods and Services Tax (GST)

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

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

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

#### ac) Critical Accounting Estimates and Judgements

Critical accounting estimates and judgements are continually evaluated and are based on management's historical experience and knowledge of relevant facts and circumstances at that time.

The consolidated entity makes estimates and judgements concerning the future. The resulting accounting estimates and judgements may differ from the related actual results and may have a significant effect on the carrying amounts of assets and liabilities within the next financial year and on the amounts recognised in the financial statements. Information on such estimates and judgements are contained in the accounting policies and/or notes to the financial statements.

Key accounting estimates include:

- estimation of dismantling, restoration costs, environmental clean-up costs and the timing of this expenditure (Notes 1(z) and 13);
- asset carrying value and impairment charges (Note 9);
- determination of ore reserves; and
- capitalisation and impairment of exploration and evaluation expenditure.

Management has made an assessment of the probability that sufficient future taxable income will be generated to utilise carried forward tax losses and has concluded that recognition of deferred tax assets is not appropriate resulting in non-recognition of deferred tax assets of \$21,342,000 (2016: 20,607,000).

#### ad) Parent Entity Financial Information

The financial information for the parent entity, Mincor Resources NL disclosed in Note 26 has been prepared on the same basis as the consolidated financial statements, except as set out below.

##### i) Investments in subsidiaries, associates and joint venture entities

Investments in subsidiaries, associates and joint venture entities are accounted for at cost in the financial statements of Mincor Resources NL. Dividends received from associates are recognised in the parent entity's profit or loss, rather than being deducted from the carrying amount of these investments.

##### ii) Tax consolidation legislation

Mincor Resources NL and its wholly-owned Australian controlled entities have implemented the tax consolidation legislation.

The head entity, Mincor Resources NL, and the controlled entities in the tax consolidated group account for their own current and deferred tax amounts. These tax amounts are measured as if each entity in the tax consolidated group continues to be a stand-alone taxpayer in its own right.

In addition to its own current and deferred tax amounts, Mincor Resources NL recognises the current tax liabilities (or assets) and the deferred tax assets arising from unused tax losses and unused tax credits assumed from controlled entities in the tax consolidated group.

The entities have also entered into a tax funding agreement under which the wholly-owned entities fully compensate Mincor Resources NL for any current tax payable assumed and are compensated by Mincor Resources NL for any current tax receivable and deferred tax assets relating to unused tax losses or unused tax credits that are transferred to Mincor



Resources NL under the tax consolidation legislation. The funding amounts are determined by reference to the amounts recognised in the wholly-owned entities' financial statements.

The amounts receivable/payable under the tax funding agreement are due upon receipt of the funding advice from the head entity, which is issued as soon as practicable after the end of each financial year. The head entity may also require payment of interim funding amounts to assist with its obligations to pay tax instalments.

Assets or liabilities arising under tax funding agreements with the tax consolidated entities are recognised as current amounts receivable from or payable to other entities in the group.

Any difference between the amounts assumed and amounts receivable or payable under the tax funding agreement are recognised as a contribution to (or distribution from) wholly-owned tax consolidated entities.

## iii) Financial guarantees

Where the parent entity has provided financial guarantees in relation to loans and payables of subsidiaries for no compensation, the fair values of these guarantees are accounted for as contributions and recognised as part of the cost of the investment.

## ae) New Accounting Standards and Interpretations

Certain new accounting standards and interpretations have been published that are not mandatory for 30 June 2017 reporting periods. The Group's assessment of the impact of these new standards and interpretations is set out below:

### i) AASB 9 Financial Instruments

AASB 9 addresses the classification, measurement and de-recognition of financial assets and financial liabilities, introduces new rules for hedge accounting and a new impairment model for financial assets.

The consolidated entity early adopted **AASB 9 Financial Instruments Phase 1** from July 2011 and is yet to assess the full impact of implementing the remaining components of AASB 9, however it is not expected to have a significant impact on the treatment of the consolidated entity's financial instruments. The consolidated entity does not intend to adopt the new standard before its operative date, which means it would be first applied in the annual reporting period ending 30 June 2019.

### ii) AASB 15 Revenue from Contracts with Customers

The AASB has issued a new standard for the recognition of revenue. This will replace AASB 118 which covers contracts for goods and services and AASB 111 which covers construction contracts. The new standard is based on the principle that revenue is recognised when control of a good or service transfers to a customer. The standard permits either a full retrospective or a modified retrospective approach for the adoption.

Following the closure of the nickel operations, the consolidated entity did not generate any operating revenue for the year ended 30 June 2017. There is no impact of AASB 15 on the financial statements for the year ended 30 June 2017.

When a decision is made by the Board to develop the Widgiemooltha Gold Project, the consolidated entity will determine if it will adopt the new standard before its operative date for the reporting period ending 30 June 2019.

### iii) AASB 16 Leases

AASB 16 was issued in February 2016 for the recognition of leases (except for short-term and low-value leases) on the statement of financial position. Under this new standard, the distinction between operating and finance leases will be removed, an asset (the right to use the leased item) and a financial liability to pay rentals will be recognised.

The standard will affect the accounting for the consolidated entity's operating leases. As at the reporting date, the consolidated entity has operating lease commitments of \$274,000 (2016: \$750,000).

The consolidated entity has not yet determined to what extent these commitments will result in the recognition of an asset and a liability for future payments and how this will affect the consolidated entity's profit and classification of cash flows. Some of the commitments may be covered by the exception for short-term and low-value leases, and some commitments may relate to arrangements that will not qualify as leases under AASB 16.

At this stage, the consolidated entity does not intend to adopt the standard before its operative date, which means it would be first applied in the annual reporting period ending 30 June 2020.

There are no other standards that are not yet effective and that would be expected to have a material impact on the entity in the current or future reporting periods and on foreseeable future transactions.

## af) Rounding of Amounts

The Company has relied on the relief provided by the 'ASIC Corporations (Rounding in Financial/Directors' Reports) Instrument 2016/191', issued by the Australian Securities & Investments Commission, relating to the rounding off of amounts in the financial statements. Amounts in the financial statements have been rounded off in accordance with the Instrument to the nearest thousand dollars, or in certain cases, to the nearest dollar.

## NOTE 2 FINANCIAL RISK MANAGEMENT

The consolidated entity's activities expose it to a variety of financial risks: market risk (including currency risk, price risk and interest rate risk), credit risk and liquidity risk. 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.

Financial risk management is carried out by senior management and is the responsibility of the Board of Directors. Senior management continuously monitor forecast and actual cash flows and seek Board approval for expenditure greater than \$500,000.

There has been no change to the consolidated entity's exposure to market risks or the manner in which it manages and measures the risks since mining operations being placed on care and maintenance.

### a) Market Risk

#### i) Foreign exchange risk

Foreign exchange risk arises when future commercial transactions and recognised financial assets and financial liabilities are denominated in a currency that is not the entity's functional currency. The entity manages its foreign exchange risk exposure arising from future commercial transactions through sensitivity analysis, cash flow management and forecasting.

The consolidated entity is exposed to foreign exchange risk principally through the holding of US dollar denominated cash and cash equivalents and interest-bearing liabilities.

The consolidated entity's exposure to foreign currency risk at the end of the reporting period expressed in Australian dollars was as follows:

|  | 30 June 2017<br>\$'000 | 30 June 2016<br>\$'000 |
|--|------------------------|------------------------|
| Cash, cash equivalents and restricted cash | 1,286                  | 5,330                  |
| Trade and other receivables                | -                      | 118                    |
| Interest-bearing liabilities               | 79                     | 4,136                  |

#### Group sensitivity

Based on the financial instruments held at 30 June 2017, had the Australian dollar strengthened/weakened by 10% against the US dollar, with all other variables held constant, the consolidated entity's post-tax loss for the year would have been \$110,000 higher/\$134,000 lower (2016: post-tax loss \$119,000 higher/\$146,000 lower), mainly as a result of foreign exchange gains/losses on translation of US dollar denominated cash and cash equivalents.

#### ii) Price risk

The consolidated entity is not currently exposed to equity security price risk.

#### iii) Cash flow interest rate risk

Interest rate risk arises from the consolidated entity's cash and cash equivalents earning interest at variable rates. The significance and management of the risks to the consolidated entity and the parent entity are dependent on a number of factors, including:

- interest rates;
- level of cash, liquid investments and borrowings and their term;
- maturity dates of investments.

At the end of the reporting period, the consolidated entity's exposure to interest rate risk and the effective weighted average interest rate for classes of financial assets and financial liabilities are set out below:

|  | 30 June 2017                      |                   | 30 June 2016                      |                   |
|--|-----------------------------------|-------------------|-----------------------------------|-------------------|
|  | Weighted average<br>interest rate | Balance<br>\$'000 | Weighted average<br>interest rate | Balance<br>\$'000 |
| Cash, cash equivalents and restricted cash | 1.83%                             | 12,009            | 1.20%                             | 18,014            |

The risk is managed by the consolidated entity by maintaining an appropriate mix between short-term fixed and floating rate cash and cash equivalents.

#### Group sensitivity

Based on the financial instruments at 30 June 2017, if interest rates had changed by +/-50 basis points from the year-end rates, with all other variables held constant, post-tax loss and equity for the year would have been \$60,000 lower/\$54,000 higher (2016: post-tax loss and equity \$90,000 lower/\$63,000 higher).

**b) Credit Risk**

Credit risk arises from cash and cash equivalents and is the risk that a counterparty will default on its contractual obligations resulting in a financial loss to the consolidated entity. The consolidated entity controls credit risk by setting minimum creditworthiness requirements of counterparties, which for banks and financial institutions is a Standard & Poor's rating of A or better.

The carrying amount of financial assets recorded in the statement of financial position represents the consolidated entity's exposure to credit risk.

**c) Liquidity Risk**

Liquidity risk is the risk that the consolidated entity will not be able to meet its financial obligations as they fall due.

Prudent liquidity risk management implies maintaining at all times sufficient cash, liquid investments and committed credit facilities to meet the operating commitments of the business. The consolidated entity manages liquidity risk by maintaining adequate reserves, banking facilities and reserve borrowing facilities, continuously monitoring forecast and actual cash flows, matching the maturity profile of financial assets and liabilities and identifying when further capital raising initiatives are required.

The consolidated entity had access to a bond and credit card facility. Refer to Note 12 for details at the end of the reporting period.

**Contractual maturities of financial liabilities**

The following table details the consolidated entity's remaining contractual maturity for its financial liabilities. The amounts presented represent the future undiscounted principal and interest cash flows.

| CONSOLIDATED                       | Less than<br>1 year<br>\$'000 | Between<br>1 and 5 years<br>\$'000 | Total contractual<br>cash flows<br>\$'000 | Carrying amount<br>liabilities<br>\$'000 |
|------------------------------------|-------------------------------|------------------------------------|---|--|
| <b>AT 30 JUNE 2017</b>             |                               |                                    |   |  |
| <b>Financial Liabilities</b>       |                               |                                    |   |  |
| Trade payables                     | 133                           | -                                  | 133                                       | 133                                      |
| Finance lease liabilities          | 79                            | -                                  | 79  | 79                                       |
| Non-interest-bearing liabilities   | 1,167                         | -                                  | 1,167                                     | 1,167                                    |
| <b>Total Financial Liabilities</b> | <b>1,379</b>                  | <b>-</b>                           | <b>1,379</b>                              | <b>1,379</b>                             |
| <b>AT 30 JUNE 2016</b>             |                               |                                    |   |  |
| <b>Financial Liabilities</b>       |                               |                                    |   |  |
| Trade payables                     | 114                           | -                                  | 114                                       | 114                                      |
| Finance lease liabilities          | 4,039                         | 869                                | 4,908                                     | 4,818                                    |
| Non-interest-bearing liabilities   | 757                           | -                                  | 757                                       | 757                                      |
| <b>Total Financial Liabilities</b> | <b>4,910</b>                  | <b>869</b>                         | <b>5,779</b>                              | <b>5,689</b>                             |

**d) Fair Value Measurement**

The fair value of financial assets and financial liabilities must be estimated for recognition and measurement or for disclosure purposes.

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

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

The consolidated entity had no financial assets or liabilities measured and recognised at fair value at 30 June 2017.

The following table presents the consolidated entity's financial assets and liabilities measured and recognised at fair value at 30 June 2016.

| GROUP   | Level 1<br>\$'000 | Level 2<br>\$'000 | Level 3<br>\$'000 | Total<br>\$'000 |
|---|-------------------|-------------------|-------------------|-----------------|
| <b>AT 30 JUNE 2016</b>  |                   |                   |                   |                 |
| <b>Assets</b>   |                   |                   |                   |                 |
| Trade and other receivables   | 118               | -                 | -                 | 118             |
| Other financial assets at fair value through other comprehensive income | 401               | -                 | -                 | 401             |
| <b>Total Assets</b>   | <b>519</b>        | <b>-</b>          | <b>-</b>          | <b>519</b>      |



# NOTES TO THE FINANCIAL STATEMENTS

## NOTE 2

### FINANCIAL RISK MANAGEMENT (cont'd)

#### d) Fair Value Measurement (cont'd)

The fair value of level 1 trade and other receivables held by the Group is based on quoted market prices at the end of the reporting period. The fair value of level 2 trade and other receivables is calculated in-house based on forward prices for the settlement month.

The fair value of financial instruments traded in active markets is based on quoted market prices at the end of the reporting period. The quoted market price used for financial assets held by the Group was the 30 June 2016 bid price. These instruments are included in level 1.

## NOTE 3

### REVENUE

#### Revenue

Sale of goods

#### Sundry Income

Interest income

Other income

| 2017<br>\$'000 | 2016<br>\$'000 |
|----------------|----------------|
| -              | 18,003         |
| 278            | 302            |
| 213            | 261            |
| <b>491</b>     | <b>18,566</b>  |

## NOTE 4

### EXPENSES

Loss before income tax includes the following specific expenses:

#### Expenses

Rental expenses relating to operating leases

Employee benefit expenses:

- Non-cash share based payment expenses

- Other employee benefits

Impairment:

- Property, plant and equipment (refer Note 9)

Adjustments in rehabilitation provision

Depreciation and amortisation:

- Mine property

- Plant and equipment

| 2017<br>\$'000 | 2016<br>\$'000 |
|----------------|----------------|
| 494            | 497            |
| 389            | (108)          |
| 1,373          | 11,864         |
| 1,762          | 11,756         |
| 473            | 16,483         |
| 473            | 16,483         |
| (539)          | -              |
| -              | 8,066          |
| 93             | 1,099          |
| 93             | 9,165          |

## NOTE 5 INCOME TAX

### a) Numerical reconciliation of income tax expenses to prima facie tax payable

|   | 2017<br>\$'000 | 2016<br>\$'000 |
|---|----------------|----------------|
| Loss before income tax expense  | (4,203)        | (41,968)       |
| Tax at the Australian tax rate of 30% (2016: 30%)                                       | (1,261)        | (12,590)       |
| Tax effect of amounts which are not deductible (taxable) in calculating taxable income: |                |                |
| - Share-based payment   | (117)          | (32)           |
| - Reassessment of tax bases   | 344            | 336            |
| - Non-deductible expenses   | 299            | 108            |
| - Non-recognition of deferred tax assets  | 735            | 12,178         |
| <b>Income tax benefit</b>   | -              | -              |

### b) Franking Credits

|  | 2017<br>\$'000 | 2016<br>\$'000 |
|--|----------------|----------------|
| Franking credits available for subsequent financial years based on a tax rate of 30% (2016: 30%) | <b>64,604</b>  | <b>64,604</b>  |

The amounts represent the balance of the franking account as at the reporting date, adjusted for:

- Franking debits that will arise from the payment of dividends recognised as a liability at the reporting date;
- Franking credits that will arise from the receipt of dividends recognised as receivables at the reporting date; and
- Franking credits that may be prevented from being distributed in subsequent financial years.

### c) Deferred Tax Assets and Liabilities

Deferred tax assets and liabilities are attributable to the following:

|                                       | 2017<br>\$'000 | 2016<br>\$'000 |
|---------------------------------------|----------------|----------------|
| <b>Deferred tax liabilities</b>       |                |                |
| Evaluation and acquired exploration   | (4,328)        | (3,787)        |
| <b>Total deferred tax liabilities</b> | <b>(4,328)</b> | <b>(3,787)</b> |
| <b>Deferred tax assets</b>            |                |                |
| Tax losses                            | 23,714         | 21,942         |
| Employee benefits                     | 153            | 171            |
| Rehabilitation                        | 1,370          | 1,937          |
| Property, plant and equipment         | 80             | 19             |
| Other                                 | 353            | 325            |
| <b>Total deferred tax assets</b>      | <b>25,670</b>  | <b>24,394</b>  |
| Non-recognition of tax assets         | (21,342)       | (20,607)       |
| Net deferred tax asset/(liability)    | -              | -              |

Management has made an assessment of the probability that sufficient future taxable income (including the reversal of taxable temporary differences) will be generated to utilise the carried forward tax losses. Management has concluded that recognition of deferred tax assets is not appropriate and has not recognised deferred tax assets of \$21,342,000 (2016: 20,607,000).

The consolidated entity has entered into a tax funding agreement. Refer to Note 1(ad)(ii).

# NOTES TO THE FINANCIAL STATEMENTS

## NOTE 6 CASH, CASH EQUIVALENTS AND RESTRICTED CASH

Cash and cash equivalents  
Restricted cash

| 2017<br>\$'000 | 2016<br>\$'000 |
|----------------|----------------|
| 11,550         | 12,635         |
| 459            | 5,379          |
| <b>12,009</b>  | <b>18,014</b>  |

Cash and cash equivalents includes deposits at call with financial institutions, term deposits and cash at bank, all of which are used in the cash management function on a day-to-day basis, net of outstanding bank overdrafts.

Restricted cash represents cash deposits held as security against the consolidated entity's debt facilities.

### a) Reconciliation of Net Cash Inflow from Operating Activities to Operating Loss after Income Tax

Loss for the year

#### Add/(Less): Non-Cash Items

Depreciation  
Amortisation  
Impairment  
Net profit on sale of non-current assets  
Exploration expenditure written off  
Employee benefits expense – share-based payments  
Adjustments in rehabilitation provision  
Foreign exchange (losses)/gains on revaluation of lease liability and restricted cash  
Other

#### Change in operating assets and liabilities

Decrease in trade receivables  
Decrease in inventories  
Decrease in prepayments  
Decrease in creditors and accruals  
Decrease in employee entitlement provisions

#### Net cash outflow from operating activities

| 2017<br>\$'000 | 2016<br>\$'000  |
|----------------|-----------------|
| (4,203)        | (41,968)        |
| 93             | 2,273           |
| -              | 6,892           |
| 473            | 16,483          |
| (2,115)        | (2,365)         |
| 3,798          | 3,494           |
| 389            | (108)           |
| (539)          | 142             |
| (81)           | 762             |
| 5              | 5               |
| 397            | 11,167          |
| -              | 1,978           |
| 70             | 456             |
| (414)          | (6,694)         |
| (59)           | (3,037)         |
| <b>(2,186)</b> | <b>(10,520)</b> |

The consolidated entity's exposure to interest rate risk is disclosed in Note 2. The maximum exposure to credit risk at the end of the reporting period is the carrying amount of each class of cash and cash equivalents mentioned above.

## NOTE 7 TRADE AND OTHER RECEIVABLES

### Current

Trade receivables  
Other receivables  
Prepayments

| 2017<br>\$'000 | 2016<br>\$'000 |
|----------------|----------------|
| -              | 118            |
| 119            | 415            |
| 316            | 408            |
| <b>435</b>     | <b>941</b>     |

### a) Impaired Receivables

The consolidated entity has no impaired receivables (2016: Nil).

### b) Past Due but not Impaired

All current and non-current trade and other receivables are fully performing and the trade receivables are due from companies with a good collection track record with the consolidated entity. This was the same as at 30 June 2016.

### c) Effective Interest Rate and Credit Risk

All receivables in 2017 and 2016 are non-interest bearing and therefore have no exposure to interest rate risk. The maximum exposure to credit risk at the reporting date is the carrying amount of each class of receivable mentioned above. The consolidated entity does not hold collateral as security. Refer to Note 2 for more information on the risk management policy of the consolidated entity.



**NOTE 8****OTHER FINANCIAL ASSETS AT FAIR VALUE THROUGH OTHER COMPREHENSIVE INCOME****a) Other Financial Assets at Fair Value through Other Comprehensive Income**

|   | 2017<br>\$'000 | 2016<br>\$'000 |
|---|----------------|----------------|
| At beginning of year  | 401            | 503            |
| Revaluation in current year transferred to equity (Note 15) | 63             | (47)           |
| Disposal in current year                                    | (464)          | (55)           |
| At end of year  | -              | 401            |
| Represented by:   |                |                |
| Equity securities – listed                                  | -              | 401            |
|   | -              | 401            |

**NOTE 9****PROPERTY, PLANT AND EQUIPMENT**

| Consolidated                     | Mine property & development<br>\$'000 | Property, plant & equipment<br>\$'000 | Leased plant & equipment<br>\$'000 | Total<br>\$'000 |
|----------------------------------|---------------------------------------|---------------------------------------|------------------------------------|-----------------|
| <b>At 30 June 2015</b>           |                                       |                                       |                                    |                 |
| Cost                             | 449,854                               | 57,088                                | 11,045                             | 517,987         |
| Accumulated depreciation         | (430,068)                             | (55,286)                              | (1,497)                            | (486,851)       |
| <b>Net book amount</b>           | <b>19,786</b>                         | <b>1,802</b>                          | <b>9,548</b>                       | <b>31,136</b>   |
| <b>Year ended 30 June 2016</b>   |                                       |                                       |                                    |                 |
| Opening net book amount          | 19,786                                | 1,802                                 | 9,548                              | 31,136          |
| Additions                        | 172                                   | 29                                    | 6                                  | 207             |
| Disposals                        | (805)                                 | (268)                                 | -                                  | (1,073)         |
| Depreciation/amortisation charge | (8,066)                               | (830)                                 | (269)                              | (9,165)         |
| Impairment loss                  | (11,087)                              | (124)                                 | (5,272)                            | (16,483)        |
| <b>Closing net book amount</b>   | <b>-</b>                              | <b>609</b>                            | <b>4,013</b>                       | <b>4,622</b>    |
| <b>At 30 June 2016</b>           |                                       |                                       |                                    |                 |
| Cost                             | 449,221                               | 56,849                                | 11,051                             | 517,121         |
| Accumulated depreciation         | (449,221)                             | (56,240)                              | (7,038)                            | (512,499)       |
| <b>Net book amount</b>           | <b>-</b>                              | <b>609</b>                            | <b>4,013</b>                       | <b>4,622</b>    |
| <b>Year ended 30 June 2017</b>   |                                       |                                       |                                    |                 |
| Opening net book amount          | -                                     | 609                                   | 4,013                              | 4,622           |
| Additions                        | -                                     | -                                     | -                                  | -               |
| Disposals                        | -                                     | (7)                                   | (2,980)                            | (2,987)         |
| Depreciation/amortisation charge | -                                     | (93)                                  | -                                  | (93)            |
| Impairment loss                  | -                                     | -                                     | (473)                              | (473)           |
| <b>Closing net book amount</b>   | <b>-</b>                              | <b>509</b>                            | <b>560</b>                         | <b>1,069</b>    |
| <b>At 30 June 2017</b>           |                                       |                                       |                                    |                 |
| Cost                             | 449,221                               | 56,842                                | 8,071                              | 514,134         |
| Accumulated depreciation         | (449,221)                             | (56,333)                              | (7,511)                            | (513,065)       |
| <b>Net book amount</b>           | <b>-</b>                              | <b>509</b>                            | <b>560</b>                         | <b>1,069</b>    |

Refer to Note 12 for information on non-current assets pledged as security by the parent entity or its controlled entities.

**Impairment Charge**

Following the closures of the nickel operations in January 2016, the consolidated entity sold majority of its mobile equipment during the financial year ended 30 June 2017. Some equipment is still held as at reporting date. Consequently, these assets have been impaired to their recoverable amount under AASB 136 and AASB 13. The recoverable amount of the mobile plant was based on the market value of the equipment at reporting date obtained from an independent source with a mid-point of the valuation adopted as the recoverable amount. The market value of the mobile plant is considered to be a level 2 fair value measurement (as defined by Accounting Standards), as quoted prices for similar assets or liabilities in active markets are available.

# NOTES TO THE FINANCIAL STATEMENTS

## NOTE 10

### EXPLORATION, EVALUATION AND DEVELOPMENT EXPENDITURE

#### Exploration and Evaluation Expenditure

|  |
|--|
| Opening balance  |
| Current year expenditure   |
| Adjustments to rehabilitation provision                          |
| Expenditure written off in current year                          |
| <b>Total Exploration, Evaluation and Development Expenditure</b> |

| 2017<br>\$'000 | 2016<br>\$'000 |
|----------------|----------------|
| 12,875         | 13,763         |
| 5,605          | 2,464          |
| (120)          | 142            |
| (3,798)        | (3,494)        |
| <b>14,562</b>  | <b>12,875</b>  |

## NOTE 11

### PAYABLES

#### Current

|                              |
|------------------------------|
| Trade payables               |
| Other creditors and accruals |

| 2017<br>\$'000 | 2016<br>\$'000 |
|----------------|----------------|
| 133            | 114            |
| 1,167          | 757            |
| <b>1,300</b>   | <b>871</b>     |

## NOTE 12

### INTEREST-BEARING LIABILITIES

#### Current

|                             |
|-----------------------------|
| Lease liabilities (secured) |
|-----------------------------|

#### Non-Current

|                             |
|-----------------------------|
| Lease liabilities (secured) |
|-----------------------------|

| 2017<br>\$'000 | 2016<br>\$'000 |
|----------------|----------------|
| 79             | 3,954          |
| -              | 864            |

### Financing Arrangements

Entities in the consolidated entity have access to the following financing arrangements at balance date:

|   |
|---|
| Bond and Credit Card Facility – secured   |
| Asset Purchase Facility (USD\$) – secured |
| Asset Purchase Facility (AUD\$) – secured |
| Less: Drawdown portion                    |

| 2017<br>\$'000 | 2016<br>\$'000 |
|----------------|----------------|
| 380            | 380            |
| 79             | 4,213          |
| -              | 786            |
| (459)          | (5,379)        |
| <b>-</b>       | <b>-</b>       |

The Bond and Credit Card Facility is denominated in Australian dollars and is secured by cash. An annual performance bond fee is charged at market rates. The bonding facility drawn down at 30 June 2017 was \$380,000 (2016: \$380,000). No amounts are payable under this facility, other than the annual fee, unless the consolidated entity does not adhere to the terms of the agreements guaranteed.

The Asset Purchase Facility (USD\$) is denominated in US dollars and is translated into Australian dollars at the year-end exchange rate; and is secured by cash. At the end of the lease term the consolidated entity acquires ownership of assets purchased under financing arrangements.

The consolidated entity has a debt facility totalling \$459,000 (2016: \$5,379,000) at reporting date which are secured against cash deposits of the same amount shown as restricted cash on the statement of financial position.

## NOTE 13 PROVISIONS

### Current

Employee benefits

### Non-Current

Employee benefits

Rehabilitation (a)

|                    | 2017<br>\$'000 | 2016<br>\$'000 |
|--------------------|----------------|----------------|
| Employee benefits  | 502            | 557            |
| Employee benefits  | 4              | 7              |
| Rehabilitation (a) | 5,796          | 6,455          |
|                    | 5,800          | 6,462          |

In accordance with State Government legislative requirements, a provision for mine rehabilitation has been recognised in relation to the consolidated entity's nickel mining operations. The basis for accounting is set out in Note 1(z) of the significant accounting policies.

### a) Movements in provisions

Movements in the rehabilitation provision during the financial year are set out below.

#### Rehabilitation

Carrying amount at start of year

Adjustments to provision estimates

Charged to profit or loss

- Unwinding of discount

Carrying amount at end of year

|                                    | 2017<br>\$'000 | 2016<br>\$'000 |
|------------------------------------|----------------|----------------|
| Carrying amount at start of year   | 6,455          | 6,975          |
| Adjustments to provision estimates | (659)          | (662)          |
| Charged to profit or loss          | -              | 142            |
| - Unwinding of discount            | -              | -              |
| Carrying amount at end of year     | 5,796          | 6,455          |

## NOTE 14 CONTRIBUTED EQUITY

### a) Issued and Paid-up Capital

188,888,426 (2016: 188,830,404) fully paid ordinary shares

|  | 2017<br>\$'000 | 2016<br>\$'000 |
|--|----------------|----------------|
| 188,888,426 (2016: 188,830,404) fully paid ordinary shares | 23,663         | 23,663         |

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

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

Ordinary shares have no par value and the Company does not have a limited amount of authorised capital.

### b) Movements in Ordinary Share Capital

#### 2016

Opening balance

Shares issued pursuant to the vesting of performance rights over fully paid ordinary shares

Closing balance

#### 2017

Opening balance

Shares issued pursuant to the vesting of performance rights over fully paid ordinary shares

Closing balance

|   | No. of shares | Issue price | \$'000 |
|---|---------------|-------------|--------|
| Opening balance   | 188,238,274   |             | 23,663 |
| Shares issued pursuant to the vesting of performance rights over fully paid ordinary shares | 592,130       | -           | -      |
| Closing balance   | 188,830,404   |             | 23,663 |
| Opening balance   | 188,830,404   |             | 23,663 |
| Shares issued pursuant to the vesting of performance rights over fully paid ordinary shares | 58,022        | -           | -      |
| Closing balance   | 188,888,426   |             | 23,663 |



# NOTES TO THE FINANCIAL STATEMENTS

## NOTE 14

### CONTRIBUTED EQUITY (cont'd)

#### c) Options

At 30 June 2017 options to take up shares in Mincor Resources NL are as follows:

| Number and class                  | Issue date  | Expiry date | Exercise price     |
|-----------------------------------|-------------|-------------|--------------------|
| 5,550,000 unlisted <sup>(1)</sup> | 18 May 2016 | 18 May 2021 | 50 cents per share |

1) Options have been granted under the Employee Share Option Plan to all employees. Each option entitles the holder to acquire one ordinary share by payment of the exercise price prior to the expiry date.

#### d) Performance Rights

At 30 June 2017 performance rights to take up shares in Mincor Resources NL are as follows:

| Number and class | Issue group                | Issue date       | Expiry date      |
|------------------|----------------------------|------------------|------------------|
| 343,000 unlisted | Senior executives/managers | 19 February 2015 | 19 February 2019 |
| 6,000 unlisted   | All employees              | 19 February 2015 | 19 February 2019 |
| 200,000 unlisted | Chief Executive Officer    | 2 October 2015   | 2 October 2019   |

#### e) Capital Risk Management

The consolidated entity manages its capital to ensure entities in the Group will be able to continue as going concern whilst maximising the return to stakeholders through the optimisation of its capital structure comprising equity, debt and cash.

The capital structure of the consolidated entity consists of debt, which includes borrowings disclosed in Note 12, cash and cash equivalents and equity attributable to equity holders of the Group, comprising issued capital, reserves and (accumulated losses)/retained earnings as disclosed in Notes 15 and 16 respectively.

The consolidated entity reviews the capital structure on an ongoing basis. As part of this review the consolidated entity considers the cost of capital and the risks associated with each class of capital. Based on recommendations from the Board of Directors, the Group will balance its overall capital structure through the payment of dividends, new share issues, share buy-backs, new debt or the refinancing or repayment of existing debt.

The consolidated entity reviews its gearing level. This ratio is calculated as net debt divided by total capital. Net debt is calculated as total borrowings (including 'interest bearing debt' and 'trade and other payables' as shown in the statement of financial position) less cash and cash equivalents. Total capital is calculated as 'equity' as shown in the statement of financial position plus net debt.

As the consolidated entity had no net debt at 30 June 2017, its gearing level was Nil (30 June 2016: Nil).

## NOTE 15

### RESERVES

Other financial assets at fair value through other comprehensive income  
Share-based payments

#### Movements:

*Other financial assets at fair value through other comprehensive income*

Balance at 1 July

Amounts transferred to equity

Revaluation – gross (Note 8)

**Balance at 30 June**

*Share-based payments*

Balance at 1 July

Option expense (Note 25)

Performance rights expense (Note 25)

**Balance at 30 June**

| 2017<br>\$'000 | 2016<br>\$'000 |
|----------------|----------------|
| -              | (6,616)        |
| 5,787          | 5,398          |
| 5,787          | (1,218)        |
| (6,616)        | (6,569)        |
| 6,553          | -              |
| 63             | (47)           |
| -              | <b>(6,616)</b> |
| 5,398          | 5,506          |
| 448            | 74             |
| (59)           | (182)          |
| <b>5,787</b>   | <b>5,398</b>   |

## Nature and Purpose of Reserves

### i) Other financial assets at fair value through other comprehensive income

Changes in the fair value and exchange differences arising on translation of investments, such as equities, are recognised in other comprehensive income, as described in Note 1(t).

### ii) Share-based payments

The share-based payments reserve is used to recognise the fair value of options and performance rights at grant date issued to employees but not exercised.

## NOTE 16 (ACCUMULATED LOSSES)/RETAINED EARNINGS

|  |
|--|
| Balance 1 July                             |
| Loss for the year                          |
| Amount transferred from reserves (Note 15) |
| <b>Balance 30 June</b>                     |

| 2017<br>\$'000 | 2016<br>\$'000 |
|----------------|----------------|
| 1,700          | 43,668         |
| (4,203)        | (41,968)       |
| (6,553)        | -              |
| <b>(9,056)</b> | <b>1,700</b>   |

## NOTE 17 EXPENDITURE COMMITMENTS AND CONTINGENCIES

### a) Exploration Expenditure Commitments

Discretionary exploration expenditure commitments relating to existing mineral tenements are as follows:

- Within one year

| 2017<br>\$'000 | 2016<br>\$'000 |
|----------------|----------------|
| <b>3,188</b>   | <b>3,674</b>   |

In order to maintain current rights of tenure to exploration tenements, the Group is required to perform minimum exploration work to meet the minimum expenditure requirements specified by various State governments. These obligations are subject to renegotiation when application for a mining lease is made and at other times. These obligations are not provided for in the financial report and are payable within one year. All of the above obligations are subject to renegotiation upon expiry of the mineral tenements.

### b) Operating Lease Commitments

Operating lease commitments are as follows:

#### Office rental

Within one year

Later than one year but not later than five years

| 2017<br>\$'000 | 2016<br>\$'000 |
|----------------|----------------|
| 274            | 476            |
| -              | 274            |
| <b>274</b>     | <b>750</b>     |

### c) Finance Lease Commitments

Finance and hire purchase rentals for plant and equipment are payable as follows:

- Within one year
- Later than one year but not later than five years

Minimum lease payments

Less: future finance charges

Recognised as a liability

Representing interest-bearing liabilities:

Current (Note 12)

Non-current (Note 12)

|           |              |
|-----------|--------------|
| 79        | 4,039        |
| -         | 869          |
| 79        | 4,908        |
| -         | (90)         |
| 79        | 4,818        |
| 79        | 3,954        |
| -         | 864          |
| <b>79</b> | <b>4,818</b> |

### d) Capital Commitments

There is no significant capital expenditure contracted for at the end of the reporting period (2016: Nil).

### e) Contingent Assets and Liabilities

There are no known contingent assets or liabilities as at 30 June 2017 (2016: Nil).

# NOTES TO THE FINANCIAL STATEMENTS

## NOTE 18 SEGMENT INFORMATION

### Description of Segments

The Group has one reportable operating segment being mineral exploration and evaluation.

In determining operating segments, the Group has had regard to the information and reports the chief operating decision maker uses to make strategic decisions regarding resources. The Managing Director is considered to be the chief operating decision maker and is empowered by the Board of Directors to allocate resources and assess the performance of the Group. The Managing Director assesses and reviews the business using a total Group business approach and utilises an executive team consisting of the Chief Financial Officer and Exploration Manager to assist with this function. The Managing Director assesses the performance of the operating segment based on a measure of net profit after tax.

## NOTE 19 REMUNERATION OF AUDITORS

During the year the following fees were paid or payable for services provided by the auditor of the Group, and its related practices and non-related audit firms.

### a) Audit services

PricewaterhouseCoopers Australian firm

- Audit and review of financial statements and other audit work under the *Corporations Act 2001*

PricewaterhouseCoopers Papua New Guinea firm

- Audit and review of financial reports

**Total remuneration for audit services**

### b) Non-audit services

*Taxation services*

PricewaterhouseCoopers Australian firm

- Tax compliance services, including review of company income tax returns

PricewaterhouseCoopers Papua New Guinea firm

- Tax compliance services, including review of company income tax returns

**Total remuneration for taxation services**

|   | 2017<br>\$    | 2016<br>\$     |
|---|---------------|----------------|
|   | 64,000        | 127,500        |
|   | 3,884         | -              |
| <b>Total remuneration for audit services</b>    | <b>67,884</b> | <b>127,500</b> |
|   | 25,500        | 42,932         |
|   | 4,231         | -              |
| <b>Total remuneration for taxation services</b> | <b>29,731</b> | <b>42,932</b>  |

## NOTE 20 SUBSIDIARIES

| Name of entity                                  | Country of incorporation | Class of shares | Equity holding |          |
|---|--------------------------|-----------------|----------------|----------|
|   |                          |                 | 2017 (%)       | 2016 (%) |
| Oribi Resources Inc <sup>1</sup>                | British Virgin Islands   | Ordinary        | -              | 100      |
| Mincor Operations Pty Limited                   | Australia                | Ordinary        | 100            | 100      |
| Mincor Holdings Pty Ltd                         | Australia                | Ordinary        | 100            | 100      |
| Mincor Gold Pty Ltd                             | Australia                | Ordinary        | 100            | 100      |
| Mincor Copper Pty Ltd                           | Australia                | Ordinary        | 100            | 100      |
| Mincor Tungsten Pty Ltd                         | Australia                | Ordinary        | 100            | 100      |
| Mincor Zinc Pty Ltd                             | Australia                | Ordinary        | 100            | 100      |
| Goldfields Mine Management Pty Ltd <sup>2</sup> | Australia                | Ordinary        | 100            | 100      |
| Mincor Coal Holdings Pty Ltd                    | Australia                | Ordinary        | 100            | 100      |
| Mincor Iron Holdings Pty Ltd                    | Australia                | Ordinary        | 100            | 100      |
| Mincor PNG Holdings Pty Ltd                     | Australia                | Ordinary        | 100            | 100      |
| Mincor PNG Limited <sup>3</sup>                 | Papua New Guinea         | Ordinary        | 100            | 100      |

1) During the financial year ended 30 June 2017, the Directors of Oribi Resources Inc resolved to voluntarily wind up and dissolve the company. The company was dissolved on the 21 March 2017, pursuant to the BVI Business Companies Act, 2004.

2) This subsidiary has been granted relief from the necessity to prepare financial reports in accordance with Class Order 98/1418 issued by the Australian Securities & Investments Commission. For further information refer to Note 22.

3) On 30 June 2017, the Company executed an agreement to sell 17% of its interest in the Edie Creek mining leases to former joint venture partner, Niuminco Ltd, through their subsidiary, Niuminco Edie Creek Limited. The sale price is \$150,000, payable two years from the completion date in cash or shares (at Niuminco's election), or earlier should Niuminco sell the leases to a third party. Should Niuminco choose to pay in shares, the share price will be a 30-day VWAP for the 30 trading days immediately preceding the date of the notice of election by Niuminco. The settlement of this transaction was completed on the 4 August 2017.

## NOTE 21

### DEED OF CROSS GUARANTEE

Mincor Resources NL and Goldfields Mine Management Pty Ltd are parties to a deed of cross guarantee under which each company guarantees the debts of the other. By entering into the deed, the wholly-owned entity has been relieved from the requirement to prepare a financial report and directors' report under Class Order 98/1418 (as amended) issued by the Australian Securities & Investments Commission.

#### a) Consolidated Statement of Profit or Loss and Other Comprehensive Income, and a Summary of Movements in Consolidated Retained Earnings

The above companies represent a 'closed group' for the purposes of the Class Order, and as there are no other parties to the Deed of Cross Guarantee that are controlled by Mincor Resources NL, they also represent the 'Extended closed group'.

Set out below is a consolidated statement of profit or loss and other comprehensive income and a summary of movements in consolidated retained earnings for the year ended 30 June 2017 of the closed group consisting of Mincor Resources NL and Goldfields Mine Management Pty Ltd.

|   | 2017<br>\$'000  | 2016<br>\$'000  |
|---|-----------------|-----------------|
| Revenue   | -               | 18,003          |
| Sundry income   | 491             | 563             |
| Mining costs  | -               | (17,397)        |
| Royalty expense   | (21)            | (670)           |
| Employee benefit expense  | (1,762)         | (11,756)        |
| Occupancy expenses  | (476)           | (476)           |
| Administrative expenses   | (578)           | (1,088)         |
| Finance costs   | (58)            | (412)           |
| Foreign exchange (losses)/gain  | (40)            | 300             |
| Exploration costs expensed  | (3,699)         | (3,427)         |
| Depreciation and amortisation expense   | (93)            | (9,165)         |
| Profit from sale of property, plant and equipment                             | 2,115           | 2,365           |
| Impairment of property, plant and equipment                                   | (473)           | (16,483)        |
| Provision for doubtful debt on intercompany receivable                        | (697)           | (5,118)         |
| Adjustments in rehabilitation provision                                       | 539             | -               |
| Other expenses from ordinary activities                                       | (318)           | (2,256)         |
| Loss before income tax  | (5,070)         | (47,017)        |
| Income tax benefit  | -               | -               |
| <b>Loss for the year</b>  | <b>(5,070)</b>  | <b>(47,017)</b> |
| <b>Other comprehensive loss/(income)</b>                                      |                 |                 |
| Financial assets at fair value through other comprehensive loss               | 63              | (36)            |
| Other comprehensive loss for the year, net of tax                             | 63              | (36)            |
| <b>Total comprehensive loss for the year</b>                                  | <b>(5,007)</b>  | <b>(47,053)</b> |
| <b>Summary of movements in consolidated retained earnings</b>                 |                 |                 |
| (Accumulated losses)/retained earnings at the beginning of the financial year | (59,465)        | 49,527          |
| Amounts transferred to dividend distribution reserve                          | -               | (61,975)        |
| Amounts transferred from investment revaluation reserve to retained earnings  | (6,573)         | -               |
| Amounts transferred from deferred tax liabilities to retained earnings        | 93              | -               |
| Loss for the year   | (5,070)         | (47,017)        |
| <b>Accumulated losses at the end</b>  | <b>(71,015)</b> | <b>(59,465)</b> |



# NOTES TO THE FINANCIAL STATEMENTS

## NOTE 21

### DEED OF CROSS GUARANTEE (cont'd)

#### b) Statement of Financial Position

Set out below is a consolidated statement of financial position as at 30 June 2017 of the closed group consisting of Mincor Resources NL and Goldfields Mine Management Pty Ltd.

|   | 2017<br>\$'000 | 2016<br>\$'000 |
|---|----------------|----------------|
| <b>Current Assets</b>   |                |                |
| Cash and cash equivalents   | 11,550         | 12,635         |
| Restricted cash   | 459            | 5,379          |
| Trade and other receivables                                       | 435            | 1,839          |
| <b>Total Current Assets</b>                                       | <b>12,444</b>  | <b>19,853</b>  |
| <b>Non-Current Assets</b>   |                |                |
| Financial assets at fair value through other comprehensive income | -              | 43             |
| Property, plant and equipment                                     | 1,069          | 4,622          |
| Exploration and evaluation expenditure                            | 14,562         | 12,875         |
| Other financial assets  | -              | 310            |
| <b>Total Non-Current Assets</b>                                   | <b>15,631</b>  | <b>17,850</b>  |
| <b>TOTAL ASSETS</b>   | <b>28,075</b>  | <b>37,703</b>  |
| <b>Current Liabilities</b>  |                |                |
| Payables  | 1,284          | 871            |
| Interest-bearing liabilities                                      | 79             | 3,954          |
| Provisions  | 502            | 556            |
| <b>Total Current Liabilities</b>                                  | <b>1,865</b>   | <b>5,381</b>   |
| <b>Non-Current Liabilities</b>                                    |                |                |
| Interest-bearing liabilities                                      | -              | 864            |
| Provisions  | 5,800          | 6,462          |
| Deferred tax liabilities  | -              | 93             |
| <b>Total Non-Current Liabilities</b>                              | <b>5,800</b>   | <b>7,419</b>   |
| <b>TOTAL LIABILITIES</b>  | <b>7,665</b>   | <b>12,800</b>  |
| <b>NET ASSETS</b>   | <b>20,410</b>  | <b>24,903</b>  |
| <b>Equity</b>   |                |                |
| Contributed equity  | 23,663         | 23,663         |
| Reserves  | 67,762         | 60,705         |
| Accumulated losses  | (71,015)       | (59,465)       |
| <b>TOTAL EQUITY</b>   | <b>20,410</b>  | <b>24,903</b>  |

## NOTE 22 OTHER ARRANGEMENTS

The consolidated entity has the following arrangements with other entities:

| Name                                  | Principal activity      | Percentage interest |      |
|---------------------------------------|-------------------------|---------------------|------|
|                                       |                         | 2017                | 2016 |
| Carnilya Hill Joint Venture           | Nickel exploration      | 70                  | 70   |
| Edie Creek Joint Venture <sup>1</sup> | Gold exploration        | 17                  | 17   |
| Tottenham Farm-Out <sup>2</sup>       | Copper-gold exploration | 100                 | 100  |

- 1) During 2011, the Company entered into an agreement with Niuminco Group Limited whereby the Company undertook to spend \$15 million over five years to earn a 51% interest in the Edie Creek Gold Project.

During March 2013, the Company completed its work at the Edie Creek Project. Mincor considers that the ore system is likely to have a number of small gold deposits rather than one single viable ore deposit, and accordingly Mincor has elected not to continue to earn any additional interest in the project although potential still remains. During May 2013, the Company met the \$5 million earn-in target and is therefore entitled to a 17% fully-vested interest in the Edie Creek Joint Venture held through its 100% owned subsidiary Mincor PNG Ltd.

On 30 June 2017, the Company executed an agreement to sell its interest in the Edie Creek mining leases via the sale of Mincor PNG Ltd to former joint venture partner, Niuminco Group Limited, through their subsidiary, Niuminco Edie Creek Limited. The sale price is \$150,000, payable two years from the completion date in cash or shares (at Niuminco's election), or earlier should Niuminco sell the leases to a third party. Should Niuminco choose to pay in shares, the share price will be a 30-day VWAP for the 30 trading days immediately preceding the date of the notice of election by Niuminco. The settlement of this transaction was completed on the 4 August 2017.

- 2) On 17 February 2017, the Company entered into an earn-in and joint venture agreement with Bacchus Resources Pty Ltd ("**Bacchus**") over the Tottenham Copper-Gold Project located in New South Wales. Under the Agreement, Bacchus can earn a 30% interest in the Project by spending \$700,000 on exploration, with a minimum expenditure of \$200,000 to earn approximately 11%. Minor contributing expenditure by Mincor may dilute these percentages. Should Bacchus elect to withdraw from the project after the minimum expenditure condition has been met, the Company has a right to clawback Bacchus' equity for 50% of Bacchus' expenditure.

The above arrangements are contractual in nature and the parties do not share joint control. The consolidated entity accounts for these interests by recognising its share of assets, liabilities, income and expense.

## NOTE 23 RELATED PARTY TRANSACTIONS

Transactions with related parties are on normal commercial terms and at conditions no more favourable than those available to other parties unless otherwise stated.

### a) Parent entity

The ultimate parent entity within the consolidated entity is Mincor Resources NL.

Interests in subsidiaries are set out in Note 20.

### b) Key Management Personnel Compensation

Short-term employee benefits  
Post-employment benefits  
Long-term employment benefits  
Share-based payments

| 2017<br>\$       | 2016<br>\$       |
|------------------|------------------|
| 1,048,820        | 1,427,673        |
| 112,614          | 144,543          |
| 15,166           | 19,893           |
| 160,893          | 14,208           |
| <b>1,337,493</b> | <b>1,606,317</b> |

Disclosures relating to key management personnel remuneration are set out in the remuneration report.

### c) Subsidiaries

The aggregate amounts receivable from/payable to controlled entities are on an interest-free basis and are repayable on demand.

# NOTES TO THE FINANCIAL STATEMENTS

## NOTE 23

### RELATED PARTY TRANSACTIONS (cont'd)

#### d) Transaction with other related parties

During the financial year ended 30 June 2017, BTL Mining Advisory, a related entity of Mr BT Lambert provided consultancy services which were deemed to be provided outside of the ordinary requirements of Non-executive Director duties. The consultancy services were provided over a two-month period from May to June 2017. A total consultancy fee of \$7,326 (2016: Nil) was invoiced to the consolidated entity for the reporting period. This amount has not been paid as at 30 June 2017. This transaction was based on normal commercial terms and conditions.

There were no other transactions with key management personnel of the consolidated entity during the 2017 and 2016 financial year.

## NOTE 24

### EARNINGS PER SHARE

#### a) Basic earnings per share

Loss attributable to the ordinary equity holders of the Company

#### b) Diluted earnings per share

Loss attributable to the ordinary equity holders of the Company

#### c) Earnings used in calculating earnings per share

*Basic and diluted earnings per share*

Loss for the year

Loss attributable to the ordinary equity holders of the Company

#### d) Weighted average number of shares used as the denominator

*Weighted average number of ordinary shares used as the denominator in calculating basic and diluted earnings per share*

| 2017<br>Cents | 2016<br>Cents |
|---------------|---------------|
| (2.2)         | (22.3)        |
| (2.2)         | (22.3)        |
| (4,203)       | (41,968)      |
| (4,203)       | (41,968)      |
| 188,857,440   | 188,411,857   |

## NOTE 25

### SHARE-BASED PAYMENTS

#### a) Options

##### Mincor Resources Employee Share Option Plan

During the 2016 financial year, and as approved by the Board, the Mincor Resources Employee Share Option Plan ("ESOP") was introduced which replaced the Performance Rights Plan. Persons eligible to participate in the ESOP include Directors and all employees of the Company.

Options are granted under the ESOP for no consideration for a maximum period of five years and can be exercised at any time between the date the option vests and the expiry date, subject to the imposition of any specified vesting date determined at the discretion of the Directors.

When exercisable, each option is converted into one ordinary share. Amounts receivable on the exercise of options are recognised as share capital.

The exercise price of options is determined at the discretion of the Board and is set to incentivise the executives to increase shareholder value. All options granted carry no dividend or voting rights.

Details of the options granted are set out below is a summary of options lapsed under the plan.

| Grant date  | Expiry date | Exercise price | Fair value per option at grant date | Opening balance | Options vested | Options lapsed | Vested and exercisable at end of the year | Vesting date |
|-------------|-------------|----------------|-------------------------------------|-----------------|----------------|----------------|---|--------------|
| 18 May 2016 | 18 May 2021 | \$0.50         | \$0.1254                            | 6,500,000       | 5,550,000      | (950,000)      | 5,550,000                                 | 18 May 2017  |

The weighted average contractual life of options outstanding at the end of the period was 3.88 years (2016: 4.88).

The fair value at grant date is determined using the Binomial option valuation methodology that takes into account the exercise price, the term of the option, the impact of dilution, the share price at grant date and expected price volatility of the underlying share, the expected dividend yield and the risk free interest rate for the term of the option.

The model inputs for the options granted include:

| Metrics  | Options expiring 18 May 2021 |
|--|------------------------------|
| a. Exercise price                                    | \$0.50                       |
| b. Grant date  | 18 May 2016                  |
| c. Expiry date                                       | 18 May 2021                  |
| d. Share price at grant date                         | \$0.34                       |
| e. Expected price volatility of the Company's shares | 75%                          |
| f. Expected dividend yield                           | 0%                           |
| g. Risk-free interest rate                           | 1.55%                        |

## b) Performance Rights

### Mincor Resources Performance Rights Plan

The Mincor Resources Performance Rights Plan ("Plan") was introduced, and approved by the Board of Directors in 2012. Persons eligible to participate in the Plan include executive directors and all employees of the Company or a Related Body Corporate of the Company.

Performance rights are granted under the Plan over ordinary shares for no consideration. Performance rights are granted subject to one or all of the following vesting conditions:

- **A Service Condition**, usually a three-year period commencing from the time of grant;
- **Strategic Objective Conditions** measured over the Service Condition period, including:
  - a **safety and sustainability component**;
  - an **operational performance component**, including production, control and growth in ore reserves; and
  - a **growth component**, including new mining operations, new exploration discoveries or assets and growth in mineral resources.

Each component of the Strategic Objective Conditions is earned on a sliding scale basis depending on the degree of success achieved in meeting performance metrics. Certain components of the performance rights may be earned annually but will only be paid when the Service Condition is achieved.

All performance rights will automatically expire on the earlier of their expiry date or the date their holder ceases to be an employee of the Company, unless the Board determines to vary the expiry date in the event the holder ceased to be an employee because of retirement, redundancy, death or total and permanent disability.

Performance rights granted under the Performance Rights Plan will carry no dividend or voting rights. When exercised, each performance right will be converted into one ordinary share.

The terms and conditions of each grant of performance rights affecting remuneration in the current or future reporting periods are set out below:

| Class  | Grant date  | Vesting date | Expiry date | Vesting conditions   | Value per performance right at grant date |
|--------|-------------|--------------|-------------|--|---|
| 2015/4 | 2 Oct 2015  | 31 Dec 2018  | 2 Oct 2019  | <p><b>Service Condition:</b> Holder must remain an employee for a continuous period from 1 July 2015 until 30 June 2018.</p> <p><b>Performance Conditions</b> measured over the period 1 July 2014 to 30 June 2017 ("Performance Period") applying the following metrics:</p> <ul style="list-style-type: none"> <li>• safety and sustainability;</li> <li>• operational performance; and</li> <li>• achievement of growth objectives.</li> </ul> <p>The number of vested performance rights will be determined at the completion of the Performance Period based on the extent to which the performance metrics have been met.</p> <p>Performance Conditions are measured based on a sliding scale.</p> | \$0.26                                    |
| 2015/1 | 19 Feb 2015 | 31 Dec 2017  | 19 Feb 2019 | <p><b>Service Condition:</b> Holder must remain an employee for a continuous three-year period ending 31 December 2017.</p> <p><b>Performance Conditions</b> measured over the period 1 July 2014 to 30 June 2017 ("Performance Period") applying the following metrics:</p> <ul style="list-style-type: none"> <li>• safety and sustainability;</li> <li>• operational performance; and</li> <li>• achievement of growth objectives.</li> </ul> <p>The number of vested performance rights will be determined at the completion of the Performance Period based on the extent to which the performance metrics have been met.</p> <p>Performance Conditions are measured based on a sliding scale.</p>  | \$0.67                                    |



# NOTES TO THE FINANCIAL STATEMENTS

## NOTE 25

### SHARE-BASED PAYMENTS (cont'd)

#### b) Performance Rights (cont'd)

##### Mincor Resources Performance Rights Plan (cont'd)

| Class  | Grant date  | Vesting date | Expiry date | Vesting conditions  | Value per performance right at grant date |
|--------|-------------|--------------|-------------|---|---|
| 2015/2 | 19 Feb 2015 | 31 Dec 2017  | 19 Feb 2019 | <p><b>Service Condition:</b> Holder must remain an employee for a continuous three-year period ending 31 December 2017.</p> <p><b>Performance Conditions</b> measured over the period 1 July 2014 to 30 June 2017 ("Performance Period") applying the following metrics:</p> <ul style="list-style-type: none"> <li>• safety and sustainability; and</li> <li>• operational performance.</li> </ul> <p>The number of vested performance rights will be determined at the completion of the Performance Period based on the extent to which the performance metrics have been met.</p> <p>Performance Conditions are measured based on a sliding scale.</p>  | \$0.67                                    |
| 2015/3 | 19 Feb 2015 | 31 Dec 2017  | 19 Feb 2019 | <p><b>Service Condition:</b> Holder must remain an employee for a continuous three-year period ending 31 December 2017.</p> <p><b>Performance Conditions:</b> None</p>  | \$0.67                                    |
| 2014/1 | 20 Jan 2014 | 31 Dec 2016  | 20 Jan 2018 | <p><b>Service Condition:</b> Holder must remain an employee for a continuous three-year period ending 31 December 2016.</p> <p><b>Performance Conditions</b> measured over the period 1 July 2013 to 30 June 2016 ("Performance Period") applying the following metrics:</p> <ul style="list-style-type: none"> <li>• safety and sustainability;</li> <li>• operational performance; and</li> <li>• achievement of growth objectives.</li> </ul> <p>The number of vested performance rights will be determined at the completion of the Performance Period based on the extent to which the performance metrics have been met.</p> <p>Performance Conditions are measured based on a sliding scale.</p> | \$0.61                                    |
| 2014/2 | 20 Jan 2014 | 31 Dec 2016  | 20 Jan 2018 | <p><b>Service Condition:</b> Holder must remain an employee for a continuous three-year period ending 31 December 2016.</p> <p><b>Performance Conditions</b> measured over the period 1 July 2013 to 30 June 2016 ("Performance Period") applying the following metrics:</p> <ul style="list-style-type: none"> <li>• safety and sustainability; and</li> <li>• operational performance.</li> </ul> <p>The number of vested performance rights will be determined at the completion of the Performance Period based on the extent to which the performance metrics have been met.</p> <p>Performance Conditions are measured based on a sliding scale.</p>  | \$0.61                                    |
| 2014/3 | 20 Jan 2014 | 31 Dec 2016  | 20 Jan 2018 | <p><b>Service Condition:</b> Holder must remain an employee for a continuous three-year period ending 31 December 2016.</p> <p><b>Performance Conditions:</b> None.</p>   | \$0.61                                    |

The assessed fair value at grant date of performance rights granted under the Plan is based on the market price of the Company's share at grant date.

Set out below are summaries of performance rights granted under the Plan:

| Class                       | Grant date  | Vesting date | Expiry date | Opening balance<br>(number) | Granted during the year<br>(number) | Vested and converted to shares during the year<br>(number) | Lapsed during the year<br>(number) | Closing balance<br>(number) |
|-----------------------------|-------------|--------------|-------------|-----------------------------|-------------------------------------|--|------------------------------------|-----------------------------|
| 2015/4                      | 02 Oct 2015 | 31 Dec 2018  | 02 Oct 2019 | 200,000                     | -                                   | -  | -                                  | 200,000                     |
| 2015/1                      | 19 Feb 2015 | 31 Dec 2017  | 19 Feb 2019 | 324,000                     | -                                   | -  | (81,000)                           | 243,000                     |
| 2015/2                      | 19 Feb 2015 | 31 Dec 2017  | 19 Feb 2019 | 100,000                     | -                                   | -  | -                                  | 100,000                     |
| 2015/3                      | 19 Feb 2015 | 31 Dec 2017  | 19 Feb 2019 | 8,000                       | -                                   | -  | (2,000)                            | 6,000                       |
| 2014/1                      | 20 Jan 2014 | 31 Dec 2016  | 20 Jan 2018 | 336,000                     | -                                   | (33,064)   | (302,936)                          | -                           |
| 2014/2                      | 20 Jan 2014 | 31 Dec 2016  | 20 Jan 2018 | 116,000                     | -                                   | (17,958)   | (98,042)                           | -                           |
| 2014/3                      | 20 Jan 2014 | 31 Dec 2016  | 20 Jan 2018 | 7,000                       | -                                   | (7,000)  | -                                  | -                           |
| <b>Total</b>                |             |              |             | <b>1,091,000</b>            | <b>-</b>                            | <b>(58,022)</b>  | <b>(483,978)</b>                   | <b>549,000</b>              |
| Weighted average fair value |             |              |             | \$0.57                      |                                     |  |                                    | \$0.52                      |

The weighted average contractual life of performance rights outstanding at the end of the period was 1.86 years (2016: 2.30).

### c) Expenses Arising from Share-based Payment Transactions

Total expenses arising from share-based payment transactions recognised during the period as part of employee benefit expense were as follows:

Options issued under employee option plans (refer Note 15)  
Performance rights issued under performance rights plan (refer Note 15)

| 2017<br>\$'000 | 2016<br>\$'000 |
|----------------|----------------|
| 448            | 74             |
| (59)           | (182)          |
| <b>(389)</b>   | <b>(108)</b>   |

## NOTE 26

### PARENT ENTITY FINANCIAL INFORMATION

#### a) Summary Financial Information

The individual financial statements for the parent entity show the following aggregate amounts:

|   | 2017<br>\$'000 | 2016<br>\$'000  |
|---|----------------|-----------------|
| <b>Statement of Financial Position</b>                              |                |                 |
| Current assets  | 12,355         | 19,761          |
| Total assets  | 73,201         | 82,826          |
| Current liabilities   | 70,230         | 74,923          |
| Total liabilities   | 74,259         | 78,952          |
| <b>Shareholders' equity</b>   |                |                 |
| Issued capital  | 23,663         | 23,663          |
| Reserves  |                |                 |
| - Financial assets at fair value through other comprehensive income | -              | (6,668)         |
| - Share-based payments  | 5,787          | 5,398           |
| - Dividend distribution reserve                                     | 61,975         | 61,975          |
| Accumulated losses  | (92,483)       | (80,494)        |
| <b>Total Shareholders' (deficiency)/equity</b>                      | <b>(1,058)</b> | <b>3,874</b>    |
| <b>Loss for the year</b>  | <b>(5,512)</b> | <b>(47,170)</b> |
| <b>Total comprehensive loss</b>                                     | <b>(5,448)</b> | <b>(47,207)</b> |

#### b) Guarantees entered into by the Parent Entity

Mincor Resources NL and Goldfields Mine Management Pty Ltd have provided a cross guarantee as described in Note 21. No deficiencies of assets exist in any of these entities. Additionally, the parent entity has provided financial guarantees in respect of lease liabilities to the value of \$79,000 to Mincor Operations Pty Ltd (2016: \$4,818,000).

### NOTE 26

#### PARENT ENTITY FINANCIAL INFORMATION (cont'd)

##### c) Contingent Assets and Liabilities of the Parent Entity

There are no known contingent assets or liabilities as at 30 June 2017 (2016: Nil).

##### d) Contractual Commitments for the Acquisition of Property, Plant and Equipment

As at 30 June 2017, the parent entity had no contractual commitments (2016: Nil).

##### e) Dividend Distribution Reserve

Mincor Resources NL (the parent entity) established a separate reserve for the purpose of separately identifying profits from prior income years from which the parent entity may pay future dividends. This reserve is referred to as the "Dividend Distribution Reserve". On the date of establishment an amount of \$61,975,000 was transferred from retained earnings to this reserve. Transferring amounts into this reserve creates no obligation on the parent entity to make dividend payments in the future. The parent entity will, at its sole discretion, assess on a period by period basis whether to transfer any further profits into such reserves and also whether to subsequently declare and pay dividends.

### NOTE 27

#### EVENTS OCCURRING AFTER BALANCE SHEET DATE

There has not been any other matter or circumstance occurring subsequent to end of the financial year that has significantly affected, or may significantly affect the operations of the Group, the results of those operations, or the state of affairs of the Group in the future financial years.

# DIRECTORS' DECLARATION

In the Directors' opinion:

- a) the financial statements and notes set out on pages 41 to 74 are in accordance with the *Corporations Act 2001*, including:
  - i) complying with Accounting Standards, the *Corporations Regulations 2001* and other mandatory professional reporting requirements; and
  - ii) giving a true and fair view of the consolidated entity's financial position as at 30 June 2017 and of its performance for the financial year ended on that date; and
- b) there are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable; and
- c) at the date of this declaration, there are reasonable grounds to believe that the members of the extended closed group identified in Note 21 will be able to meet any obligations or liabilities to which they are, or may become, subject by virtue of the deed of cross guarantee described in Note 21.

Note 1(a) confirms that the financial statements also comply with International Financial Reporting Standards as issued by the International Accounting Standards Board.

The Directors have been given the declarations by the Chief Executive Officer and Chief Financial Officer required by section 295A of the *Corporations Act 2001*.

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

Dated at Perth this 16<sup>th</sup> day of August 2017.



**P Muccilli**  
Managing Director



# INDEPENDENT AUDITOR'S REPORT



## *Independent auditor's report*

To the shareholders of Mincor Resources NL

### *Report on the audit of the financial report*

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#### *Our opinion*

In our opinion:

The accompanying financial report of Mincor Resources NL (the Company) and its controlled entities (together the Group) is in accordance with the *Corporations Act 2001*, including:

- a) giving a true and fair view of the Group's financial position as at 30 June 2017 and of its financial performance for the year then ended
- b) complying with Australian Accounting Standards and the *Corporations Regulations 2001*.

#### ***What we have audited***

The Group financial report comprises:

- the consolidated statement of profit or loss and other comprehensive income for the year then ended
- the consolidated statement of financial position as at 30 June 2017
- the consolidated statement of changes in equity for the year then ended
- the consolidated statement of cash flows for the year then ended
- the notes to the consolidated financial statements, which include a summary of significant accounting policies
- the directors' declaration.

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#### *Basis for opinion*

We conducted our audit in accordance with Australian Auditing Standards. Our responsibilities under those standards are further described in the *Auditor's responsibilities for the audit of the financial report* section of our report.

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

#### ***Independence***

We are independent of the Group in accordance with the auditor independence requirements of the *Corporations Act 2001* and the ethical requirements of the Accounting Professional and Ethical Standards Board's APES 110 *Code of Ethics for Professional Accountants* (the Code) that are relevant to our audit of the financial report in Australia. We have also fulfilled our other ethical responsibilities in accordance with the Code.

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**PricewaterhouseCoopers, ABN 52 780 433 757**

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T: +61 8 9238 3000, F: +61 8 9238 3999, [www.pwc.com.au](http://www.pwc.com.au)

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### *Our audit approach*

An audit is designed to provide reasonable assurance about whether the financial report is free from material misstatement. Misstatements may arise due to fraud or error. They are considered material if individually or in aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the financial report.

We tailored the scope of our audit to ensure that we performed enough work to be able to give an opinion on the financial report as a whole, taking into account the geographic and management structure of the Group, its accounting processes and controls and the industry in which it operates.

As described in the Director's report, the Group holds nickel and gold mining exploration tenements predominantly in the Kambalda district in Western Australia. The Group's activities for the year were primarily focused on advancing these exploration prospects. The accounting processes are performed by a group finance function at the head office in Perth. We have performed our audit procedures at the Group's Perth head office.



| <i>Materiality</i>   | <i>Audit scope</i>   | <i>Key audit matters</i>   |
|--|--|--|
| <ul style="list-style-type: none"> <li>For the purpose of our audit we used overall quantitative materiality of \$280,000, which represents approximately 1% of the consolidated total assets of the Group.</li> <li>We applied this threshold, together with qualitative considerations, to determine the scope of our audit and the nature, timing and extent of our audit procedures and to evaluate the effect of misstatements on the financial report as a whole.</li> </ul> | <ul style="list-style-type: none"> <li>Our audit focused on where the Group made subjective judgements; for example, significant accounting estimates involving assumptions and inherently uncertain future events.</li> </ul> | <ul style="list-style-type: none"> <li>Amongst other relevant topics, we communicated the following key audit matters to the Audit Committee: <ul style="list-style-type: none"> <li>– Impairment assessment of capitalised exploration and evaluation assets</li> <li>– Assessment of the provision for rehabilitation</li> </ul> </li> <li>These are further described in the <i>Key audit matters</i> section of our report.</li> </ul> |



| <i>Materiality</i>   | <i>Audit scope</i> | <i>Key audit matters</i> |
|--|--------------------|--------------------------|
| <ul style="list-style-type: none"> <li>We chose consolidated total assets because, in our view, it is the metric against which the performance of the Group, as a mining explorer, is most commonly measured.</li> <li>We utilised 1% based on our professional judgement noting that it is also within the range of commonly acceptable total asset related thresholds in the mining exploration industry.</li> </ul> |                    |                          |

## *Key audit matters*

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial report for the current period. The key audit matters were addressed in the context of our audit of the financial report as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. Further, any commentary on the outcomes of a particular audit procedure is made in that context.

| <i>Key audit matter</i>  | <i>How our audit addressed the key audit matter</i>  |
|--|--|
| <p><b><i>Impairment assessment of capitalised exploration and evaluation assets</i></b><br/> <i>(Refer to note 10) [\$14,562,000]</i></p> <p>At 30 June 2017 the Group held capitalised exploration and evaluation assets of \$14.6 million. As there is typically a high degree of uncertainty associated with mining exploration activities and given the magnitude of the capitalised exploration and evaluation assets, the Group has considered whether any indicators of impairment exist for each area of interest holding capitalised exploration and evaluation expenditure. Should such indicators exist then this would require the Group to undertake an impairment test to determine whether the carrying value of this capitalised expenditure was impaired. The directors did not identify any impairment indicators.</p> | <p>We performed the following procedures to challenge the directors' determination that there were no impairment indicators present in respect of the Group's capitalised exploration and evaluation assets as at 30 June 2017:</p> <ul style="list-style-type: none"> <li>Compared the market value of the Group to its consolidated net asset value at 30 June 2017 and found that the market value exceeded the net asset value by \$13.6 million</li> <li>Tested, on a sample basis, whether the Group had tenure for those tenements with capitalised exploration and evaluation expenditure assets at 30 June 2017 by obtaining supporting third-party records which detail ownership rights.</li> <li>Tested whether the minimum expenditure commitments required to maintain current tenure on tenements with capitalised exploration and evaluation expenditure were forecast to</li> </ul> |



| Key audit matter   | How our audit addressed the key audit matter   |
|--|--|
| <p>This was a key audit matter because of the significant judgement involved in determining whether impairment indicators were present for each area of interest, and, if so, in estimating whether the capitalised exploration and evaluation assets were recoverable from estimated future cash flows.</p>   | <p>be met based on management's cash flow forecast. To assess the accuracy of management's budgeting process, we performed procedures including comparing the prior year budget to 30 June 2017 to actual expenditure incurred in 2017.</p> <ul style="list-style-type: none"> <li>• Obtained the results of any completed feasibility studies undertaken to determine if commercially viable quantities of resources are forecast.</li> <li>• Held discussions with management and the directors to understand and evaluate their intentions to continue ongoing and substantive exploration and evaluation activities for each area of interest which contained capitalised exploration and evaluation expenditure at year end.</li> </ul>   |
| <p><b>Assessment of the provision for rehabilitation</b><br/>(Refer to note 13) [\$5,796,000]</p> <p>The Group has a provision for rehabilitation of \$5.8 million as at 30 June 2017.</p> <p>This is considered to be a key audit matter as the calculation of the provision requires management judgement in estimating the quantum and timing of future costs of rehabilitation work to be performed. These calculations also require management to determine an appropriate rate to discount these future costs back to their present value.</p> | <p>We performed the following procedures to test the provision for rehabilitation:</p> <ul style="list-style-type: none"> <li>• Assessed the competence, experience and objectivity of the internal experts used to prepare the relevant models for determination of the rehabilitation provision.</li> <li>• Critically challenged the key estimates and assumptions used in the rehabilitation models by comparing key inputs to comparable data sourced from external parties and management's experts. We tested whether any tenement closure conditions had been accounted for in determining the key estimates and assumptions in the relevant rehabilitation models.</li> <li>• Performed a sensitivity analysis on the key estimates and assumptions used in a sample of the rehabilitation models by using other assumptions that we considered reasonably possible to assess the impact on the rehabilitation provision determined.</li> </ul> |





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## *Other information*

The directors are responsible for the other information. The other information included in the Group's annual report for the year ended 30 June 2017 comprises the Director's Report and Corporate Governance Statement (but will not include the financial report and our auditor's report thereon), which we obtained prior to the date of this auditor's report. We expect other information to be made available to us after the date of this auditor's report, including the Chairman's Report, the Managing Director's Report and the Operations Review Report.

Our opinion on the financial report does not cover the other information and accordingly we do not and will not express any form of assurance conclusion thereon.

In connection with our audit of the financial report, our responsibility is to read the other information identified above and, in doing so, consider whether the other information is materially inconsistent with the financial report or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

If, based on the work we have performed on the other information that we obtained prior to the date of this auditor's report, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

When we read the other information not yet received as identified above, if we conclude that there is a material misstatement therein, we are required to communicate the matter to the directors and use our professional judgement to determine the appropriate action to take.

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## *Responsibilities of the directors for the financial report*

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

In preparing the financial report, the directors are responsible for assessing the ability of the Group to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the Group or to cease operations, or have no realistic alternative but to do so.

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## *Auditor's responsibilities for the audit of the financial report*

Our objectives are to obtain reasonable assurance about whether the financial report as a whole is free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with the Australian Auditing Standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the financial report.



A further description of our responsibilities for the audit of the financial report is located at the Auditing and Assurance Standards Board website at: [http://www.auasb.gov.au/auditors\\_responsibilities/ar1.pdf](http://www.auasb.gov.au/auditors_responsibilities/ar1.pdf). This description forms part of our auditor's report.

### *Report on the remuneration report*

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#### *Our opinion on the remuneration report*

We have audited the remuneration report included in pages 31 to 37 of the directors' report for the year ended 30 June 2017.

In our opinion, the remuneration report of Mincor Resources NL for the year ended 30 June 2017 complies with section 300A of the *Corporations Act 2001*.

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#### *Responsibilities*

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.

A stylized signature of PricewaterhouseCoopers in a cursive script.

PricewaterhouseCoopers

A stylized signature of Pierre Dreyer in a cursive script.

Pierre Dreyer  
Partner

Perth  
16 August 2017

# ADDITIONAL SHAREHOLDER INFORMATION

AS AT 31 AUGUST 2017

## SUBSTANTIAL HOLDERS

There were no shareholders holding 5% or more of the voting shares in the Company as at 31 August 2017.

## DISTRIBUTION OF SHAREHOLDERS

| No. of shares held | No. of shareholders | No. of fully paid shares |
|--------------------|---------------------|--------------------------|
| 1 to 1,000         | 1,260               | 752,984                  |
| 1,001 to 5,000     | 1,975               | 5,882,929                |
| 5,001 to 10,000    | 1,052               | 8,738,244                |
| 10,001 to 100,000  | 1,873               | 63,504,594               |
| 100,001 and over   | 289                 | 110,009,675              |
| <b>Total</b>       | <b>6,449</b>        | <b>188,888,426</b>       |

## VOTING RIGHTS

Ordinary shares – On a show of hands, every shareholder present in person or by proxy shall have one vote and upon a poll, each share shall have one vote.

Options – The Company's options have no voting rights.

Performance rights – The Company's performance rights have no voting rights.

## NUMBER OF SHAREHOLDERS HOLDING LESS THAN A MARKETABLE PARCEL

1,671 shareholders (minimum parcel size of 2,000 shares/\$500 parcel at \$0.25 per share).

## STOCK EXCHANGE LISTING

Mincor Resources NL shares are listed on the Australian Securities Exchange. The Company's ASX Code is MCR.

## UNLISTED SHARE OPTIONS

| No. of options | Exercise price | Expiry date | No. of holders |
|----------------|----------------|-------------|----------------|
| 5,550,000      | \$0.50         | 18 May 2021 | 13             |

## UNLISTED PERFORMANCE RIGHTS

| No. of rights | Expiry date | Class of rights | No. of holders |
|---------------|-------------|-----------------|----------------|
| 243,000       | 19 Feb 2019 | 2015/1          | 3              |
| 100,000       | 19 Feb 2019 | 2015/2          | 2              |
| 6,000         | 19 Feb 2019 | 2015/3          | 6              |
| 200,000       | 02 Oct 2019 | 2015/4          | 1              |

## LISTING OF 20 LARGEST SHAREHOLDERS

| Name of ordinary shareholder  | No. of shares held | Percentage of shares held |
|---|--------------------|---------------------------|
| J P Morgan Nominees Australia Limited   | 8,153,172          | 4.32                      |
| Citicorp Nominees Pty Limited   | 6,351,960          | 3.36                      |
| Hishenk Pty Ltd   | 5,650,000          | 2.99                      |
| Mr David Charles Moore  | 4,200,000          | 2.22                      |
| HSBC Custody Nominees (Australia) Limited   | 3,901,097          | 2.07                      |
| Ross Sutherland Properties Pty Ltd <Sutherland Family SF A/C>                                     | 2,510,000          | 1.33                      |
| Mr David Parker + Mrs Helen Parker<Parker Family A/C>   | 2,350,000          | 1.24                      |
| Mr Anthony Hubert Shields   | 2,100,000          | 1.11                      |
| Mr Jun Hua Chen   | 1,600,000          | 0.85                      |
| De Bruin Securities Pty Ltd   | 1,300,000          | 0.69                      |
| Ms Marina Susanna Hill  | 1,222,800          | 0.65                      |
| Jaytu Pty Ltd <J W Gardner Super Fund A/C>  | 1,218,175          | 0.64                      |
| Mr Anthony Hubert Shields + Ms Amanda Carol Nayton  | 1,000,000          | 0.53                      |
| Brispot Nominees Pty Ltd <House Head Nominee No 1 A/C>  | 920,664            | 0.49                      |
| Mr Chi-Nan Chen + Mrs Jui-Lain Teng <The Chen Superfund A/C>                                      | 919,606            | 0.49                      |
| Mr Michael Mihran Abolakian + Mrs Nairy Abolakian + Mr Stephen Abolakian <Hishenk Pty Ltd SF A/C> | 800,000            | 0.42                      |
| Peterblue Pty Ltd <Carranya 2 Super Fund A/C>   | 800,000            | 0.42                      |
| Mr Kenneth Maclaren   | 766,000            | 0.40                      |
| Chandos Nursing Home Pty Limited  | 750,000            | 0.40                      |
| Zashvin Pty Ltd   | 710,483            | 0.38                      |
| <b>TOTAL</b>  | <b>47,223,957</b>  | <b>25.01</b>              |

# TENEMENT LIST

AS AT 31 AUGUST 2017

| Lease            | Location          | Area of interest | Status          | Expiry date | Mincor's interest | Mineral rights |
|------------------|-------------------|------------------|-----------------|-------------|-------------------|----------------|
| E 15/1365        | Kambalda          | Bluebush         | Granted         | 28/07/2018  | 100%              | All            |
| E 15/1366        | Kambalda          | Bluebush         | Granted         | 29/07/2018  | 100%              | All            |
| E 15/1418        | Kambalda          | Bluebush         | Granted         | 16/12/2020  | 100%              | All            |
| E 15/1456        | Kambalda          | Bluebush         | Granted         | 08/07/2020  | 100%              | All            |
| M 15/130         | Kambalda          | Bluebush         | Granted         | 03/02/2027  | 100%              | All except Au  |
| M 15/49          | Kambalda          | Bluebush         | Granted         | 14/02/2026  | 100%              | All except Au  |
| M 15/63          | Kambalda          | Bluebush         | Granted         | 03/01/2026  | 100%              | All except Au  |
| ML 15/131        | Kambalda          | Bluebush         | Granted         | 31/12/2029  | 100%              | All except Au  |
| ML 15/140        | Kambalda          | Bluebush         | Granted         | 31/12/2029  | 100%              | All except Au  |
| ML 15/494        | Widgiemooltha     | Bluebush         | Granted         | 31/12/2017  | 100%              | All except Au  |
| ML 15/495        | Widgiemooltha     | Bluebush         | Granted         | 31/12/2017  | 100%              | All except Au  |
| ML 15/498        | Widgiemooltha     | Bluebush         | Granted         | 31/12/2017  | 100%              | All except Au  |
| ML 15/499        | Widgiemooltha     | Bluebush         | Granted         | 31/12/2017  | 100%              | All except Au  |
| ML 15/500        | Widgiemooltha     | Bluebush         | Granted         | 31/12/2017  | 100%              | All except Au  |
| ML 15/501        | Widgiemooltha     | Bluebush         | Granted         | 31/12/2017  | 100%              | All except Au  |
| ML 15/502        | Widgiemooltha     | Bluebush         | Granted         | 31/12/2017  | 100%              | All except Au  |
| ML 15/504        | Widgiemooltha     | Bluebush         | Granted         | 31/12/2017  | 100%              | All except Au  |
| ML 15/506        | Widgiemooltha     | Bluebush         | Granted         | 31/12/2017  | 100%              | All except Au  |
| ML 15/507        | Widgiemooltha     | Bluebush         | Granted         | 31/12/2017  | 100%              | All except Au  |
| ML 15/508        | Widgiemooltha     | Bluebush         | Granted         | 31/12/2017  | 100%              | All except Au  |
| ML 15/509        | Widgiemooltha     | Bluebush         | Granted         | 31/12/2017  | 100%              | All except Au  |
| ML 15/510        | Widgiemooltha     | Bluebush         | Granted         | 31/12/2017  | 100%              | All except Au  |
| ML 15/511        | Widgiemooltha     | Bluebush         | Granted         | 31/12/2017  | 100%              | All except Au  |
| ML 15/512        | Widgiemooltha     | Bluebush         | Granted         | 31/12/2017  | 100%              | All except Au  |
| ML 15/513        | Widgiemooltha     | Bluebush         | Granted         | 31/12/2017  | 100%              | All except Au  |
| ML 15/514        | Widgiemooltha     | Bluebush         | Granted         | 31/12/2017  | 100%              | All except Au  |
| ML 15/515        | Widgiemooltha     | Bluebush         | Granted         | 31/12/2017  | 100%              | All except Au  |
| ML 15/516        | Widgiemooltha     | Bluebush         | Granted         | 31/12/2017  | 100%              | All except Au  |
| ML 15/517        | Widgiemooltha     | Bluebush         | Granted         | 31/12/2017  | 100%              | All except Au  |
| ML 15/518        | Widgiemooltha     | Bluebush         | Granted         | 31/12/2017  | 100%              | All except Au  |
| ML 15/519        | Widgiemooltha     | Bluebush         | Granted         | 31/12/2017  | 100%              | All except Au  |
| ML 15/520        | Widgiemooltha     | Bluebush         | Granted         | 31/12/2017  | 100%              | All except Au  |
| ML 15/521        | Widgiemooltha     | Bluebush         | Granted         | 31/12/2017  | 100%              | All except Au  |
| ML 15/522        | Widgiemooltha     | Bluebush         | Granted         | 31/12/2018  | 100%              | All except Au  |
| ML 15/523        | Widgiemooltha     | Bluebush         | Granted         | 31/12/2017  | 100%              | All except Au  |
| ML 15/524        | Widgiemooltha     | Bluebush         | Granted         | 31/12/2017  | 100%              | All except Au  |
| ML 15/525        | Widgiemooltha     | Bluebush         | Granted         | 31/12/2017  | 100%              | All except Au  |
| ML 15/526        | Widgiemooltha     | Bluebush         | Granted         | 31/12/2017  | 100%              | All except Au  |
| ML 15/527        | Widgiemooltha     | Bluebush         | Granted         | 31/12/2017  | 100%              | All except Au  |
| ML 15/528        | Widgiemooltha     | Bluebush         | Granted         | 31/12/2017  | 100%              | All except Au  |
| ML 15/529        | Widgiemooltha     | Bluebush         | Granted         | 31/12/2017  | 100%              | All except Au  |
| ML 15/530        | Widgiemooltha     | Bluebush         | Granted         | 31/12/2017  | 100%              | All except Au  |
| ML 15/531        | Widgiemooltha     | Bluebush         | Granted         | 31/12/2017  | 100%              | All except Au  |
| ML 15/532        | Widgiemooltha     | Bluebush         | Granted         | 31/12/2017  | 100%              | All except Au  |
| ML 15/533        | Widgiemooltha     | Bluebush         | Granted         | 31/12/2017  | 100%              | All except Au  |
| ML 15/534        | Widgiemooltha     | Bluebush         | Granted         | 31/12/2017  | 100%              | All except Au  |
| ML 15/535        | Widgiemooltha     | Bluebush         | Granted         | 31/12/2017  | 100%              | All except Au  |
| P 15/5767        | Kambalda          | Bluebush         | Renewal pending | 17/07/2017  | 100%              | All            |
| L 26/241         | Kambalda          | Carnilya Hill    | Granted         | 09/08/2028  | 70%               | Infrastructure |
| L 26/279*        | Kambalda          | Carnilya Hill    | Application     |             |                   | Infrastructure |
| L 26/280*        | Kambalda          | Carnilya Hill    | Application     |             |                   | Infrastructure |
| M 26/453         | Kambalda          | Carnilya Hill    | Granted         | 14/12/2036  | 70%               | All            |
| M 26/47          | Kambalda          | Carnilya Hill    | Granted         | 30/05/2026  | 70%               | All            |
| M 26/48          | Kambalda          | Carnilya Hill    | Granted         | 30/05/2026  | 70%               | All            |
| M 26/49          | Kambalda          | Carnilya Hill    | Granted         | 30/05/2026  | 70%               | All            |
| East 48 Lot 11-1 | Kambalda          | Otter-Juan       | Freehold        | N/A         | 100%              | All            |
| East 48 Lot 11-2 | Kambalda          | Otter-Juan       | Freehold        | N/A         | 100%              | All            |
| East 48 Lot 11-3 | Kambalda          | Otter-Juan       | Freehold        | N/A         | 100%              | All            |
| East 48 Lot 12   | Kambalda          | Otter-Juan       | Freehold        | N/A         | 100%              | All            |
| EL 6592          | Lachlan Fold Belt | Tottenham        | Renewal pending | 28/06/2017  | 100%              | All            |
| EL 6656          | Lachlan Fold Belt | Tottenham        | Granted         | 26/10/2017  | 100%              | All            |
| EL 8384          | Lachlan Fold Belt | Tottenham        | Renewal pending | 27/07/2017  | 100%              | All            |
| M 63/242         | Norseman          | Tramways         | Granted         | 11/11/2033  | 100%              | All            |
| E 15/1059        | Kambalda          | Widgiemooltha    | Granted         | 08/10/2018  | 100%              | All            |
| E 15/1060        | Kambalda          | Widgiemooltha    | Granted         | 08/10/2018  | 100%              | All            |
| E 15/1130        | Kambalda          | Widgiemooltha    | Granted         | 07/12/2019  | 100%              | All            |
| E 15/1432        | Kambalda          | Widgiemooltha    | Granted         | 09/03/2020  | 100%              | All            |
| E 15/1440        | Kambalda          | Widgiemooltha    | Granted         | 22/02/2020  | 100%              | All            |
| E 15/1442        | Kambalda          | Widgiemooltha    | Granted         | 17/03/2020  | 100%              | All            |
| E 15/1469        | Kambalda          | Widgiemooltha    | Granted         | 16/12/2020  | 100%              | All            |
| E 15/989         | Kambalda          | Widgiemooltha    | Granted         | 11/08/2018  | 100%              | All except Ni  |
| L 15/143         | Kambalda          | Widgiemooltha    | Granted         | 07/08/2020  | 100%              | Infrastructure |
| L 15/162         | Kambalda          | Widgiemooltha    | Granted         | 21/10/2021  | 100%              | Infrastructure |
| L 15/163         | Kambalda          | Widgiemooltha    | Granted         | 21/10/2021  | 100%              | Infrastructure |
| L 15/191         | Kambalda          | Widgiemooltha    | Granted         | 13/02/2020  | 100%              | Infrastructure |



# TENEMENT LIST

AS AT 31 AUGUST 2017

| Lease      | Location | Area of interest | Status      | Expiry date | Mincor's interest | Mineral rights |
|------------|----------|------------------|-------------|-------------|-------------------|----------------|
| L 15/235   | Kambalda | Widgiemooltha    | Granted     | 16/12/2023  | 100%              | Infrastructure |
| L 15/243   | Kambalda | Widgiemooltha    | Granted     | 15/10/2024  | 100%              | Infrastructure |
| L 15/244   | Kambalda | Widgiemooltha    | Granted     | 13/04/2024  | 100%              | Infrastructure |
| L 15/247   | Kambalda | Widgiemooltha    | Granted     | 26/05/2025  | 100%              | Infrastructure |
| L 15/257   | Kambalda | Widgiemooltha    | Granted     | 31/08/2025  | 100%              | Infrastructure |
| L 15/363** | Kambalda | Widgiemooltha    | Application |             |                   | Infrastructure |
| L 15/373** | Kambalda | Widgiemooltha    | Application |             |                   | Infrastructure |
| L 15/374** | Kambalda | Widgiemooltha    | Application |             |                   | Infrastructure |
| M 15/103   | Kambalda | Widgiemooltha    | Granted     | 11/12/2026  | 100%              | All except Ni  |
| M 15/105   | Kambalda | Widgiemooltha    | Granted     | 21/10/2026  | 100%              | All            |
| M 15/1457  | Kambalda | Widgiemooltha    | Granted     | 10/01/2033  | 100%              | All            |
| M 15/1458  | Kambalda | Widgiemooltha    | Granted     | 10/01/2033  | 100%              | All            |
| M 15/1459  | Kambalda | Widgiemooltha    | Granted     | 10/01/2033  | 100%              | All            |
| M 15/1476  | Kambalda | Widgiemooltha    | Granted     | 10/01/2033  | 100%              | All            |
| M 15/1481  | Kambalda | Widgiemooltha    | Granted     | 15/11/2025  | 100%              | All            |
| M 15/44    | Kambalda | Widgiemooltha    | Granted     | 14/02/2026  | 100%              | All            |
| M 15/45    | Kambalda | Widgiemooltha    | Granted     | 14/02/2026  | 100%              | All except Ni  |
| M 15/46    | Kambalda | Widgiemooltha    | Granted     | 14/02/2026  | 100%              | All except Ni  |
| M 15/462   | Kambalda | Widgiemooltha    | Granted     | 19/10/2031  | 100%              | All            |
| M 15/478   | Kambalda | Widgiemooltha    | Granted     | 02/08/2032  | 100%              | All            |
| M 15/48    | Kambalda | Widgiemooltha    | Granted     | 13/02/2026  | 100%              | All except Ni  |
| M 15/543   | Kambalda | Widgiemooltha    | Granted     | 14/01/2033  | 100%              | All            |
| M 15/601   | Kambalda | Widgiemooltha    | Granted     | 11/11/2033  | 100%              | All            |
| M 15/609   | Kambalda | Widgiemooltha    | Granted     | 11/11/2033  | 100%              | All            |
| M 15/611   | Kambalda | Widgiemooltha    | Granted     | 28/05/2034  | 100%              | All            |
| M 15/634   | Kambalda | Widgiemooltha    | Granted     | 18/02/2035  | 100%              | All            |
| M 15/635   | Kambalda | Widgiemooltha    | Granted     | 18/02/2035  | 100%              | All            |
| M 15/667   | Kambalda | Widgiemooltha    | Granted     | 19/10/2035  | 100%              | All            |
| M 15/668   | Kambalda | Widgiemooltha    | Granted     | 19/10/2035  | 100%              | All            |
| M 15/693   | Kambalda | Widgiemooltha    | Granted     | 06/04/2036  | 100%              | All except Ni  |
| M 15/734   | Kambalda | Widgiemooltha    | Granted     | 16/10/2036  | 100%              | All            |
| M 15/745   | Kambalda | Widgiemooltha    | Granted     | 01/12/2036  | 100%              | All            |
| M 15/76    | Kambalda | Widgiemooltha    | Granted     | 21/10/2026  | 100%              | All            |
| M 15/77    | Kambalda | Widgiemooltha    | Granted     | 21/10/2026  | 100%              | All except Ni  |
| M 15/78    | Kambalda | Widgiemooltha    | Granted     | 21/10/2026  | 100%              | All except Ni  |
| M 15/79    | Kambalda | Widgiemooltha    | Granted     | 21/10/2026  | 100%              | All except Ni  |
| M 15/80    | Kambalda | Widgiemooltha    | Granted     | 06/09/2026  | 100%              | All except Ni  |
| M 15/81    | Kambalda | Widgiemooltha    | Granted     | 21/10/2026  | 100%              | All            |
| M 15/82    | Kambalda | Widgiemooltha    | Granted     | 21/10/2026  | 100%              | All            |
| M 15/83    | Kambalda | Widgiemooltha    | Granted     | 21/10/2026  | 100%              | All            |
| M 15/85    | Kambalda | Widgiemooltha    | Granted     | 21/10/2026  | 100%              | All            |
| M 15/86    | Kambalda | Widgiemooltha    | Granted     | 21/10/2026  | 100%              | All            |
| M 15/88    | Kambalda | Widgiemooltha    | Granted     | 05/08/2026  | 100%              | All            |
| M 15/89    | Kambalda | Widgiemooltha    | Granted     | 05/08/2026  | 100%              | All            |
| M 15/90    | Kambalda | Widgiemooltha    | Granted     | 05/08/2026  | 100%              | All            |
| M 15/907   | Kambalda | Widgiemooltha    | Granted     | 30/04/2019  | 100%              | All            |
| M 15/91    | Kambalda | Widgiemooltha    | Granted     | 30/05/2026  | 100%              | All            |
| M 15/92    | Kambalda | Widgiemooltha    | Granted     | 05/08/2026  | 100%              | All            |
| M 15/93    | Kambalda | Widgiemooltha    | Granted     | 05/08/2026  | 100%              | All            |
| M 15/94    | Kambalda | Widgiemooltha    | Granted     | 30/05/2026  | 100%              | All except Ni  |
| M 15/1830  | Kambalda | Widgiemooltha    | Granted     | 17/03/2038  | 100%              | All            |
| P 15/5390  | Kambalda | Widgiemooltha    | Granted     | 12/04/2018  | 100%              | All            |
| P 15/5391  | Kambalda | Widgiemooltha    | Granted     | 12/04/2018  | 100%              | All            |
| P 15/5393  | Kambalda | Widgiemooltha    | Granted     | 15/03/2018  | 100%              | All            |
| P 15/5543  | Kambalda | Widgiemooltha    | Granted     | 16/03/2019  | 100%              | All            |
| P 15/5645  | Kambalda | Widgiemooltha    | Granted     | 06/03/2020  | 100%              | All            |
| P 15/5769  | Kambalda | Widgiemooltha    | Granted     | 16/09/2017  | 100%              | All            |
| P 15/5770  | Kambalda | Widgiemooltha    | Granted     | 16/09/2017  | 100%              | All            |
| P 15/5781  | Kambalda | Widgiemooltha    | Granted     | 24/11/2017  | 100%              | All            |
| P 15/5805  | Kambalda | Widgiemooltha    | Granted     | 11/03/2018  | 100%              | All            |
| P 15/5806  | Kambalda | Widgiemooltha    | Granted     | 26/12/2017  | 100%              | All            |
| P 15/5808  | Kambalda | Widgiemooltha    | Granted     | 15/01/2018  | 100%              | All            |
| P 15/5911  | Kambalda | Widgiemooltha    | Granted     | 05/05/2019  | 100%              | All            |
| P 15/5934  | Kambalda | Widgiemooltha    | Granted     | 24/02/2019  | 100%              | All            |
| P 15/5945  | Kambalda | Widgiemooltha    | Granted     | 29/04/2019  | 100%              | All            |
| P 15/6005  | Kambalda | Widgiemooltha    | Granted     | 10/07/2020  | 100%              | All            |

\*L 26/279 and L 26/280 – Miscellaneous Licence applications for infrastructure (road/pipeline/powerline) lodged on 7 March 2017.

\*\*L 15/363, L 15/373 and L 15/374 – Miscellaneous Licence applications for infrastructure (road/pipeline) lodged on 3 February 2017, 7 August 2017 and 25 August 2017 respectively.

E = Exploration Licence (WA)  
ML = Mineral Lease (WA)

M = Mining Lease  
EL = Exploration Licence

P = Prospecting Licence  
L = Miscellaneous Licence



# CORPORATE DIRECTORY

## Directors

David Humann (Chairman)  
Peter Muccilli  
Jack Gardner  
Brett Lambert  
Michael Bohm

## Company Secretary

Graham Fariss

## Registered Office

Level 1, 56 Ord Street  
West Perth 6005, Western Australia

## Postal Address

PO Box 1810  
West Perth 6872, Western Australia

## Contact Details

Telephone: (+618) 9476 7200  
Facsimile: (+618) 9321 8994  
Website: [www.mincor.com.au](http://www.mincor.com.au)  
Email: [mincor@mincor.com.au](mailto:mincor@mincor.com.au)

## Stock Exchange Listing

Mincor Resources NL shares are listed on the Australian Securities Exchange (Home Branch – Perth)

ASX Code: MCR

## ACN and ABN

ACN: 072 745 692  
ABN: 42 072 745 692

## Auditors

PricewaterhouseCoopers  
Brookfield Place  
125 St Georges Terrace  
Perth 6000, Western Australia

## Bankers

Commonwealth Bank of Australia  
Westpac Banking Corporation

## Solicitors

Gilbert + Tobin  
Level 16, Brookfield Place  
Tower 2, 123 St Georges Terrace  
Perth 6000, Western Australia

## Share Registry

Computershare Investor Services Pty Ltd  
Level 11, 172 St Georges Terrace  
Perth 6000, Western Australia

## Date and Location of Annual General Meeting

Wednesday, 8 November 2017 at 11.30am  
Venue: Celtic Club, 48 Ord Street, West Perth



Level 1, 56 Ord Street  
West Perth 6005  
Western Australia

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West Perth 6872  
Western Australia

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