FINANCIAL REPORT

FOR THE YEAR ENDED

30 JUNE 2015

ABN 24 147 917 299

CORPORATE DIRECTORY

Directors
Mr Craig Williams – Non-Executive Chairman
Mr Matthew Yates – CEO & Managing Director
Mr Alastair Morrison – Non-Executive Director
Mr Michael Klessens – Non-Executive Director

CFO & Company Secretary
Mr Luke Watson

Registered and Principal Office
Ground Floor, 516 Hay Street
Subiaco WA 6008

PO Box 2152
Subiaco WA 6904

Contact Details
www.orecorp.com.au
Telephone: +61 8 9381 9997
Fax: +61 8 9381 9996

Share Register
Computershare Investor Services Pty Ltd
Level 2, 45 St Georges Terrace
Perth WA 6000
Telephone: 1300 850 505
International: +61 8 9323 2000

Stock Exchange Listing
Australian Securities Exchange ('ASX')
Level 40, Central Park
152-158 St Georges Terrace
Perth WA 6000

ASX Code: ORR – Ordinary Shares

Solicitors
Allen & Overy LLP
Level 27, Exchange Plaza
2 The Esplanade
Perth WA 6000

Auditor
Deloitte Touche Tohmatsu
Level 14, 240 St Georges Terrace
Perth WA 6000

Bankers
Westpac Limited
Level 13, 109 St Georges Terrace
Perth WA 6000

CONTENTS

Competent Person Statement

The information in this report that relates to Exploration Results is based on information compiled by Mr Matthew Yates, a Competent Person who is a Member of the Australian Institute of Geoscientists. Mr Yates is a full-time employee and beneficial shareholder of OreCorp Limited. Mr Yates has sufficient experience that is relevant to the style of mineralisation and type of deposits 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 Yates consents to the inclusion in the report of the matters based on his information in the form and context in which it appears.

DIRECTORS' REPORT

The Directors of OreCorp Limited present their report on the Consolidated Entity consisting of OreCorp Limited ('the Company' or 'OreCorp') and the entities it controlled at the end of, or during the year ended 30 June 2015 ('Consolidated Entity' or 'Group').

DIRECTORS

The names of directors in office at any time during the financial year or since the end of the financial year are:

Mr Craig Williams	Non-Executive Chairman
Mr Matthew Yates	Chief Executive Officer & Managing Director
Mr Alastair Morrison	Non-Executive Director
Mr Michael Klessens	Non-Executive Director

All Directors held their office from 1 July 2014 until the date of this report.

CURRENT DIRECTORS AND OFFICERS

Mr Craig Williams

Non-Executive Chairman
Qualifications – B.Sc. (Hons)

Mr Williams is a geologist with over 35 years experience in mineral exploration and mine development.

He was the President and CEO of Equinox Minerals Limited ('Equinox'), a dual listed TSX - ASX resources company which he co-founded in 1993 with the late Dr Bruce Nisbet. Mr Williams was instrumental in the financing and development of the major Lumwana Copper mine in Zambia which resulted in Equinox being one of the world's top 20 copper producers. Following the ramp up of Lumwana, Equinox embarked on an acquisition program that resulted in the takeover of the Citadel Resource Group for $1.2 billion, targeting development of the Jabal Sayid Mine in Saudi Arabia. Equinox was taken over in mid-2011 by Barrick Gold Corporation for $7 billion, bringing to an end a challenging and exciting 18 year history at Equinox.

Mr Williams was appointed as Director and Chairman of the Company on 27 February 2013 and he has been a Director of OreCorp Resources Pty Ltd since December 2011. During the three year period to the end of the financial year, Mr Williams held a directorship in Liontown Resources Limited (November 2006 - current).

Mr Matthew Yates

Chief Executive Officer & Managing Director
Qualifications – B.Sc. (Hons.), MAIG

Mr Yates is a geologist with over 20 years industry experience, covering most facets of exploration from generative work to project development. Most recently, he was the Joint Managing Director of Mantra Resources Limited and was instrumental in the acquisition of a number of uranium projects, including Mkuju River (Tanzania), Kariba (Zambia) and Mavuzi (Mozambique). He has worked in Australia and southern, east and west Africa, Central Asia and the Gulf Region. He managed the exploration teams at the Nimary and Buhemba gold projects in Western Australia and Tanzania respectively. Mr Yates has an applied technical background and has held senior positions for over 20 years, including resident Exploration Manager in Tanzania for Tanganyika Gold Limited.

DIRECTORS' REPORT
(Continued)

Mr Yates was appointed a Director of the Company on 27 February 2013 and he was a Director of OreCorp Resources Pty Ltd since June 2010. During the three year period to the end of the financial year, Mr Yates was not a director of any other public companies.

Mr Alastair Morrison
Non-Executive Director
Qualifications – MSc (Hons), Grad Dip App Fin & Inv, MAIG, GAICD

Mr Morrison is a geologist with more than 20 years experience in mineral exploration and investment.

After graduating from university he worked for more than six years in Australia as an exploration geologist, initially around Western Australia, then for North Flinders Mines in the Northern Territory during the initial development of the +5 million ounce Callie gold deposit.

From 1996 to 2003 he worked in Tanzania for East African Gold Mines Limited at the North Mara Gold Project. He was responsible for the management of exploration, overseeing the delineation of more than 5 million ounces of resources, including the discovery of the high-grade Gokona gold deposit. In later years, he had additional responsibilities for all in-country development activities, through feasibility and permitting until the commencement of construction. East African Gold Mines was acquired by Placer Dome Inc. in mid-2003 for US$252 million.

Since 2004, he has worked as an investment analyst for a private, resource-oriented investment fund evaluating and investing in mining projects around the world.

Mr Morrison was appointed a Director of the Company on 27 February 2013 and he has been a Director of OreCorp Resources Pty Ltd since June 2010. During the three year period to the end of the financial year, Mr Morrison was not a director of any other public companies.

Mr Michael Klessens
Non-Executive Director
Qualifications – B.Bus, CPA, MAICD

Mr Klessens is a CPA with over 23 years practical financial and management experience, particularly within the resources industry. This experience has involved all areas of corporate and treasury management, project financing, capital raisings, mergers and acquisitions, dual listings, feasibility studies and establishment of systems and procedures for new mining operations.

From 2002 - 2011, Mr Klessens was Vice President - Finance and Chief Financial Officer of Equinox Minerals Limited ('Equinox'), a dual listed TSX - ASX resources company which developed the major Lumwana Copper mine in Zambia which resulted in Equinox being one of the world's top 20 copper producers. Following the ramp up of Lumwana, Equinox embarked on an acquisition program that resulted in the takeover of the Citadel Resource Group for $1.2 billion, targeting development of the Jabal Sayid Mine in Saudi Arabia. Equinox was taken over in mid-2011 by Barrick Gold Corporation for $7 billion.

Prior to Equinox, Mr Klessens held senior positions in mid-tier Australian resource companies primarily focused on gold.

Mr Klessens joined the Board of OreCorp as a Director on 27 February 2013 and he has been a Director of OreCorp Resources Pty Ltd since March 2012. During the three year period to the end of the financial year, Mr Klessens was not a director of any other public companies.

Mr Luke Watson
CFO & Company Secretary
Qualifications – B.Bus, CA, ACIS, SA Fin

Mr Watson is a Chartered Accountant, Chartered Secretary and a Senior Associate of FINSIA. He has significant corporate experience including mergers & acquisitions, capital raisings, IPOs and dual listings on the TSX. Since 2005, Mr Watson has held senior corporate and finance positions with a number of African-focused resources companies, including Mantra Resources Limited ('Mantra') and OmegaCorp Limited. Mr Watson was the CFO & Company Secretary of Mantra from its $6 million IPO in October 2006 until its acquisition by ARMZ (JSC Atomredmetzoloto) for approximately $1 billion in mid-2011.

Mr Watson was appointed as CFO and Company Secretary on 28 February 2013 and he has held the same positions with OreCorp Resources Pty Ltd since October 2011.

PRINCIPAL ACTIVITIES

The principal activities of the Consolidated Entity consisted of mineral exploration, including base and precious metals on its licences in Mauritania, and the identification and evaluation of mineral resource opportunities in Africa and elsewhere in the world. Going forward, the recently announced Nyanzaga Gold Project JV will become the Company's principal focus (refer ASX Announcement dated 22 September 2015).

EMPLOYEES

	2015	2014
The number of full time equivalent people employed by the Consolidated Entity at reporting date	2	8

DIVIDENDS

No dividends have been declared, provided for or paid in respect of the financial year ended 30 June 2015.

EARNINGS PER SHARE

	2015	2014
Basic loss per share (cents per share)	(0.57)	(2.35)
Diluted loss per share (cents per share)	(0.57)	(2.35)

CORPORATE STRUCTURE

OreCorp Limited is a company limited by shares that is incorporated and domiciled in Australia. The Company has prepared a consolidated financial report including the entities it incorporated and controlled during the financial year.

DIRECTORS' REPORT
(Continued)

CONSOLIDATED RESULTS

	2015 $	2014 $
Loss of the Consolidated Entity before income tax expense	(650,670)	(2,665,151)
Income tax expense	-	-
Net loss attributable to members of OreCorp Limited	(650,670)	(2,665,151)

REVIEW OF OPERATIONS AND ACTIVITIES

The operating loss of the Consolidated Entity for the year ended 30 June 2015 was $650,670 (2014: $2,665,151). This loss is largely attributable to:

(i) The Consolidated Entity's accounting policy of expensing exploration and evaluation expenditure incurred by the Consolidated Entity subsequent to the acquisition of the rights to explore and up to the successful completion of definitive feasibility studies. During the year, exploration expenditure totalled $892,555 (2014: $1,545,786); and

(ii) Business development activities which aim to identify and evaluate new mineral resource opportunities, in Africa and elsewhere. During the year, business development expenditure totalled $395,694 (2014: $365,453).

The reduction in the loss during the period, as compared to the prior year, is predominantly attributable to a foreign exchange gain of $836,452 (2014: foreign exchange loss of $115,986) being recognised this period. This has arisen primarily from significant cash holdings denominated in USD. In addition, the Company has been significantly reducing its exploration, corporate and administration expenditures.

It is noted that the abovementioned numbers, and the financial report, are presented in Australian dollars.

During the year, OreCorp continued to:

- assess a number of advanced projects and business development opportunities in Africa and elsewhere throughout the world; and
- advance its existing projects in Mauritania, with the aim of identifying drill targets.

Mauritania

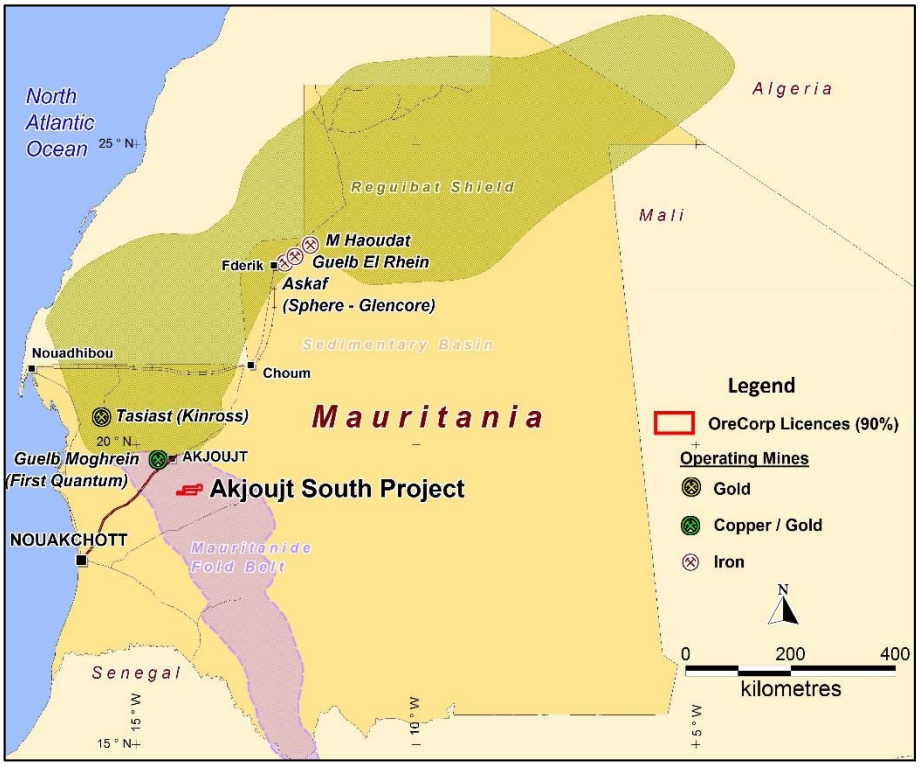

Figure 1: Location Map of Mauritanian Project Areas

Akjoujt South Project (Ni-Cu: 90% interest in Licences 1415 & 1416)

The Akjoujt South Project comprises two licences (1415 and 1416) and covers 460 km^2 (***Figure 1***). Renewal documentation, including a 25% reduction of the licence areas, was lodged during the June 2014 quarter for both licences. The Ministry recently confirmed that the licences were renewed for a period of three years, effective from 30 July 2015. An application has been lodged covering the 136 km^2 immediately to the north of licence 1415 and Anomaly 5.

Anomaly 5 was identified in a regional soil sampling program which generated an anomalous soil sample of 0.26% nickel and 0.23% copper. The anomalism is associated with a circular intrusive body and alteration assemblage. Subsequent mapping, infill sampling and trenching has defined a zone of geochemical anomalism approximately 1.6km long. Trenching across this anomalism has intersected mineralised intervals of up to 160m in width of 0.24% nickel and 0.21% copper. Further mineralisation has been identified in Trench 9, three kilometres to the east (***Figure 2***).

The Company intends to complete an induced polarisation (**IP**) chargeability and resistivity survey over Anomaly 5, which has the potential to host intrusion related disseminated nickel-copper mineralisation. It is anticipated that the survey will refine target areas as a prelude to potential drill testing. Planning for the survey is completed, with the parameters now having been defined. The Company has made arrangements for consultants and aims to commence the survey during the September quarter.

DIRECTORS' REPORT
(Continued)

The survey will comprise high resolution dipole-dipole lines across the area of nickel/copper mineralisation identified from the previous trenching, as well as a regional gradient array survey covering an area to the northeast of the mapped intrusive, including the area of Trench 9 (values of up to 4m @ 0.44% nickel and 0.24% copper) and its associated geochemical anomalism. Targets identified from the gradient array survey may be followed-up with additional dipole lines if required (***Figures 2 & 3***).

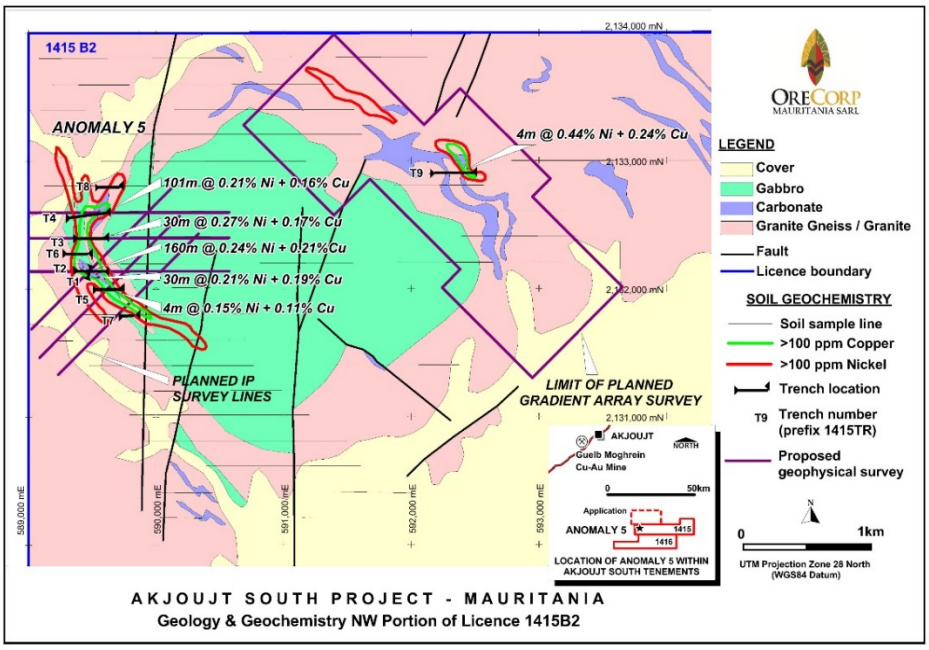

Figure 2: Akjoujt South Project - Geology and Geochemistry with Geophysical Survey Areas

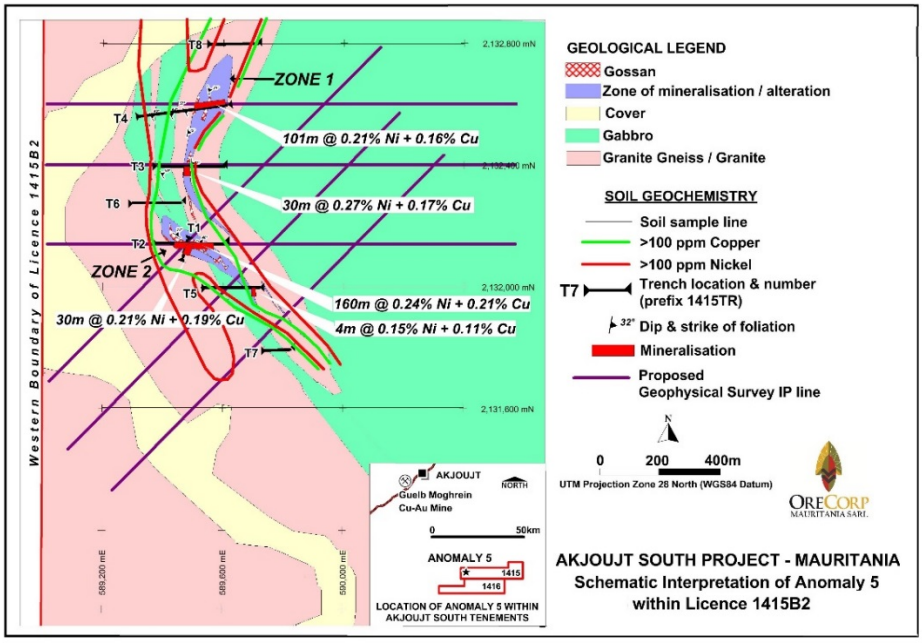

Figure 3: Akjoujt South Project Anomaly 5 - Geology and Geochemistry with IP Survey Lines

Australia

Cheriton's East Project (Au-Ni-Cu: OreCorp 100% in Licence E77/1223)

The Cheriton's East Project (E77/1223) is located 48km south-east of Marvel Loch in the Eastern Goldfields of Western Australia and covers an area of 14.6km^2. During the year, the Company was notified by the Department of Mines and Petroleum that the licence term has been extended for a period of two years.

Field work completed this year included detailed geological mapping at 1:5,000 scale, re-examination of old anomalous RAB drill holes, the re-evaluation of the geology and geochemistry of the mineralised holes and the collection of rock chip samples. No significant results were obtained from the rock chip samples and the Company is currently considering its options for this Project.

Ethiopia

Yubdo - Ursa Project (Licences 243 & 244 relinquished during the year)

Discussions with potential joint venture partners were not successful and the Company relinquished the licences during the year. Post year end, the Company commenced the wind up of the Ethiopian subsidiary and has withdrawn from Ethiopia.

Corporate and Business Development

OreCorp has continued to assess a number of advanced projects and corporate opportunities throughout Africa and the world. The Company has entered into dialogue with several parties in regard to various opportunities and on 22 September the Company announced that it had entered into a conditional, binding earn-in and joint venture agreement (**JVA**) with Acacia Mining Plc (**Acacia**) to earn up to a 51% interest in the Nyanzaga Gold Project in Tanzania (refer Significant Post Balance Date Events for further details).

During the year, the Company acquired and then sold an available-for-sale financial asset to raise gross proceeds of approximately $860,000 and realised a gain on disposal of approximately $293,000 (refer Note 9 for further details).

At 30 June 2015, the Group was well placed with $7.0m in cash and no debt.

Business Strategies and Prospects

The Consolidated Entity currently has the following business strategies and prospects over the medium to long-term:

(i) Seek to maximise the value of the Consolidated Entity's portfolio of exploration assets in Africa; and

(ii) Continue to identify and evaluate new mineral resource and other corporate opportunities, which can enhance shareholder value.

The Consolidated Entity has used the cash and assets that were in a form readily convertible to cash that it had at the time of admission to the ASX in March 2013, in a way consistent with its business objectives.

Risk Management

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

SIGNIFICANT CHANGES IN THE STATE OF AFFAIRS

There were no significant changes in the state of affairs of the Consolidated Entity during the year.

SIGNIFICANT POST BALANCE DATE EVENTS

Other than as disclosed below, there were no significant events occurring after balance date requiring disclosure.

(i) On 22 September 2015, the Company announced that it had entered into a conditional, binding earn-in and JVA to earn up to a 51% interest in the Nyanzaga Gold Project (**Nyanzaga** or the **Project**) in the Lake Victoria Goldfields of Tanzania. The Project hosts an in-pit indicated and inferred Foreign Estimate of 4.2Moz @ 1.3g/t Au at a 0.4g/t lower cut-off, in the Nyanzaga and Kilimani deposits (**Foreign Estimate**).

Cut-off	Indicated			Inferred			Total Indicated + Inferred		
g/t Au	Mt	g/t Au	Moz Au	Mt	g/t Au	Moz Au	Mt	g/t Au	Moz Au
0.40	97.35	1.31	4.10	3.04	0.93	0.09	100.39	1.30	4.19
1.00	49.15	1.91	3.01	0.66	2.25	0.05	49.81	1.91	3.06

The Nyanzaga Project is at an advanced exploration stage, with considerable drilling and associated mining information. The Nyanzaga (also known as Tusker) and Kilimani deposits (collectively, the **Nyanzaga Deposit**) offer scalability and have the potential to be developed as a large-scale, single open pit gold mine. OreCorp intends to advance the Project to the completion of a Scoping Study by 31 December 2016 and through to at least completion of the Definitive Feasibility Study.

The Project comprises 27 contiguous Prospecting Licences covering a combined area of 299km^2 and in addition to the Foreign Estimate, includes a number of other exploration targets at varying stages of advancement.

The interest in the Project is being acquired from Acacia Mining plc (**Acacia**; formerly African Barrick Gold plc), a FTSE250 company with three operating gold mines in the LVG. Acacia presently holds the Project via its wholly owned subsidiaries.

The consideration comprises US$1 million in an upfront cash payment, followed by staged earn-in expenditure and completion of a DFS to earn a 25% interest. Dependent upon the NPV generated by the DFS, Acacia may elect to retain a 75% interest by paying OreCorp an NPV-based multiple of expenditure, or failing Acacia's election, OreCorp may increase to a 51% interest by making cash and royalty payments up to a total of US$15 million based on the achievement of defined project milestones.

Pursuant to the requirements of ASX Listing Rule 5.12.9, OreCorp provides the following cautionary statement:

1. The Foreign Estimate of mineralisation included in this announcement is not compliant with the Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves (2012 JORC Code) and is a "Foreign Estimate" for the purpose of the ASX Listing Rules.

2. An independent resource consulting group was commissioned by African Barrick Gold plc (ABG, now known as Acacia Mining plc (Acacia)) to prepare an independent Technical Report on the Nyanzaga Project suitable for reporting purposes under the standards of Canada's National Instrument (NI) 43-101 (NI 43-101). The estimation work was carried out during March and April 2012 incorporating all resource definition drilling available as of 1st March 2012. This reported a larger global estimate and was the basis for the most recent Foreign Estimate for Nyanzaga undertaken by ABG. The most recent Foreign Estimate was used as a basis for Acacia's Annual Report for the year ended 31 December 2013, and re-stated in the Annual Report for the year ended 31 December 2014. Acacia applied various modifying factors, which included the gold price and various other parameters, to the global estimate completed by the independent consultant in March. The application of these modifying factors generated the in-pit Foreign Estimate quoted in this announcement. The complete set of modifying factors used have not been made available to OreCorp.

3. A Competent Person (under the ASX Listing Rules) has not yet done sufficient work to classify the Foreign Estimate as Mineral Resources or Ore Reserves in accordance with the 2012 JORC Code.

4. It is uncertain that following evaluation and/or further exploration work, the Foreign Estimate will be able to be reported as Mineral Resources or Ore Reserves in accordance with the 2012 JORC Code (**MRE**).

Further details in relation to the Nyanzaga Project and the JVA are available in the Company's ASX Announcement dated 22 September 2015.

(ii) Post year end the Company commenced the wind up of its Ethiopian subsidiary. The closure of the subsidiary is not expected to have a material impact on the consolidated group.

ENVIRONMENTAL REGULATION AND PERFORMANCE

The Group's operations are subject to various environmental laws and regulations in each of the African countries in which it holds exploration licences. The Group aims for full compliance with these laws and regulations and regards them as a minimum standard for all operations to achieve.

Instances of environmental non-compliance by an operation are identified either internally, or by external compliance audits or inspections by relevant government authorities.

There have been no significant known breaches by the Consolidated Entity during the financial year.

LIKELY DEVELOPMENTS AND EXPECTED RESULTS

It is the Board's current intention that the Consolidated Entity will:

- focus on the recently announced Nyanzaga Project JVA, including the completion of the 2012 JORC MRE and scoping study for the Project (refer Significant Post Balance Date Events for further details);
- undertake regional exploration at Nyanzaga Project, with a view to identifying suitable regional drill targets;
- continue to explore its Akjoujt South Project in Mauritania; and

- continue to review other resource opportunities which may enhance shareholder value.

The successful completion of these activities will assist the Group to achieve its strategic objective of becoming a developer of a mineral resource project in the medium term.

All of these activities are inherently risky and the Board is unable to provide certainty that any or all of these activities will be able to be achieved. In the opinion of the Directors, any further disclosure of information regarding likely developments in the operations of the Consolidated Entity and the expected results of these operations in subsequent financial years may prejudice the interests of the Group and accordingly, further information has not been disclosed.

SHARE OPTIONS

At the date of this report, the following options have been issued over unissued shares:

(1) 1,875,000 unlisted options at an exercise price of $0.40 each that expire on 22 March 2016.

MEETINGS OF DIRECTORS

The following table sets out the number of meetings of the Company's Directors held during the year ended 30 June 2015, and the number of meetings attended by each Director.

	Board Meetings[1]		Audit Committee Meetings		Remuneration & Nomination Committee Meetings	
Directors	Number Eligible to Attend	Number Attended	Number Eligible to Attend	Number Attended	Number Eligible to Attend	Number Attended
Craig Williams	5	5	2	2	1	1
Matthew Yates	5	5	-	-	-	-
Alastair Morrison	5	5	2	2	1	1
Michael Klessens	5	5	2	2	1	1

Notes

(1) In addition to the Board Meetings held during the year, there were a number of matters resolved by way of Circular Resolution that are not reflected in the table above.

REMUNERATION REPORT (AUDITED)

This Remuneration Report, which forms part of the Directors' Report, sets out information about the remuneration of Key Management Personnel ('KMP') of the Group. The term KMP refers to those persons having authority and responsibility for planning, directing and controlling the activities of the Group, directly or indirectly, including any director (whether executive or otherwise) of the Group.

Details of Key Management Personnel

Details of the KMP during or since the end of the financial year are set out below:

Directors

Mr Craig Williams	Non-Executive Chairman
Mr Matthew Yates	Chief Executive Officer & Managing Director
Mr Alastair Morrison	Non-Executive Director
Mr Michael Klessens	Non-Executive Director

Other Key Management Personnel

Mr Luke Watson – CFO & Company Secretary

All KMP held their position from 1 July 2014 until the date of this report.

Other than the CEO and CFO, there were no executives of the Company or Group during the year.

Remuneration Policy

The Group's remuneration policy for its KMP has been developed by the Board taking into account the size of the Group, the size of the management team for the Group, the nature and stage of development of the Group's current operations, and market conditions and comparable salary levels for companies of a similar size and operating in similar sectors.

In addition to considering the above general factors, the Board has also placed emphasis on the following specific issues in determining the remuneration policy for KMP:

- the Group is currently concentrating on the recently announced Nyanzaga Project JV, including the completion of the 2012 JORC MRE and scoping study for the Project, reviewing other mineral resource opportunities, as well as the early stage exploration of its Akjoujt South Project in Mauritania. The Board considers that the experience of its KMP in the resources industry will greatly assist the Group in achieving its strategic objectives and progressing its exploration properties over the next 12 – 24 months;
- risks associated with developing resource companies whilst exploring and developing projects, particularly at the 'grass roots' stage; and
- other than profit which may be generated from asset sales, the Group does not expect to be undertaking profitable operations until after the commencement of commercial production on any of its projects.

Executive Remuneration

Fixed Remuneration

Fixed remuneration consists of base salaries, as well as employer contributions to superannuation funds and other non-cash benefits. KMP who are residents of Australia for taxation purposes receive a statutory superannuation contribution (subject to statutory age-based limits) and do not receive any other retirement benefits.

Fixed remuneration is reviewed annually by the Board. The process consists of a review of Consolidated Entity and individual performance, relevant comparative remuneration externally and internally and, where appropriate, external advice on policies and practices.

DIRECTORS' REPORT (Continued)

Performance Based Remuneration – Short-Term Incentive Plan ('STIP')

Subject to the global equity markets improving (and in particular commodities prices and the resources sector), the Group intends to introduce a STIP when it has an advanced exploration asset, whereby its KMP will be entitled to an annual cash bonus upon achieving various key performance indicators ('KPI's'), as set by the Board. As at the date of this Report, a STIP had not been ratified and introduced by the Board.

Performance Based Remuneration – Long-Term Incentive Plan ('LTIP')

As set out in the prospectus dated 30 January 2013, the Consolidated Entity has adopted an option plan for employees and contractors ('Option Plan'). As at the date of this Report, no options have been issued pursuant to the Option Plan. The Group intends to issue options pursuant to the LTIP in order to attract and retain the services of its KMP and to provide an incentive linked to the performance of the Consolidated Entity. The Option Plan will be administered by the Directors.

In the absence of a formal LTIP in prior years, the Board had chosen to issue incentive options to some directors and executives as a key component of the incentive portion of their remuneration, in order to attract and retain the services of the directors and executives and to provide an incentive linked to the performance of the Consolidated Entity. The Board considers that each person's experience in the resources industry will greatly assist the Consolidated Entity in progressing its projects to the next stage of development and the identification of new projects. As such, the Board believes that the number of incentive options granted to its directors and KMP in prior years was justified. No incentive options were issued to KMP during the year ended 30 June 2015.

The Board has a policy of granting options to directors and KMP with exercise prices at or above market share price (at the time of agreement). As such, incentive options granted to directors and KMP will generally only be of benefit if they perform to the level whereby the value of the Consolidated Entity increases sufficiently to warrant exercising the incentive options granted.

Other than the criteria noted above, there are no additional performance requirements on the incentive options granted to directors and KMP, as given the speculative nature of the Group's activities and the small management team responsible for its running, it is considered the performance of the directors and KMP is closely related to the performance and value of the Consolidated Entity.

Non-Executive Director Remuneration

The Board's policy is for fees to Non-Executive Directors to be no greater than market rates for comparable companies for time, commitment and responsibilities. Given the current size, nature and risks of the Company, Incentive Options have been and will continue to be used in future to attract and retain Non-Executive Directors. The Board determines payments to the Non-Executive Directors and reviews their remuneration annually, based on market practice, duties and accountability. Independent external advice may be sought when required.

The maximum aggregate amount of fees that can be paid to Non-Executive Directors, currently $225,000, has been approved by shareholders at a General Meeting. Director's fees paid to Non-Executive Directors accrue on a daily basis. Fees for Non-Executive Directors are not linked to the performance of the Group. However, to align Directors' interests with shareholder interests, the Directors are encouraged to hold shares and/or options in the Company and Non-Executive Directors may in limited circumstances receive Incentive Options in order to secure their initial or ongoing services (refer tables below for further details of share and option holdings).

Fees for the Chairman are presently $50,000 per annum (2014: $50,000) and fees for Non-Executive Directors' are presently set at $40,000 per annum (2014: $40,000). These fees cover main board activities only. Non-Executive Directors may receive additional remuneration for other services provided to the Company, including but not limited to, membership of committees and services that would ordinarily not be expected of a non-executive director.

Impact of Shareholder Wealth on Key Management Personnel Remuneration

The Board does not directly base remuneration levels on the Company's share price or movement in the share price over the financial year. However, as noted above, KMP may receive Incentive Options which generally will only be of value should the value of the Company's shares increase sufficiently to warrant exercising the Incentive Options granted.

The Board anticipates that, during the Group's exploration and development phases of its business, it will retain earnings (if any) and other cash resources for the exploration and development of its resource projects. Accordingly, the Company does not currently have a policy with respect to the payment of dividends, and as a result the remuneration policy does not take into account the level of dividends or other distributions to shareholders (e.g. return of capital).

Impact of Earnings on Key Management Personnel Remuneration

The Group is currently undertaking exploration and project evaluation activities and does not expect to be undertaking profitable operations until after the successful commercialisation, production and sale of commodities from one or more of its projects. Accordingly, the Board does not consider current or prior year earnings when assessing remuneration of KMP.

Group Performance

The table below sets out summary information about the Consolidated Entity's earnings and movements in shareholder wealth for the last three financial years:

	Year Ended 30 June 2015 $	Year Ended 30 June 2014 $	Period Ended 30 June 2013 $
Interest revenue	73,617	212,455	286,949
Other income	293,171	-	-
Unrealised foreign exchange gain / (loss)	836,452	(115,986)	118,836
Loss before tax	(650,670)	(2,665,151)	(6,781,640)
Loss after tax	(650,670)	(2,665,151)	(6,781,640)
Dividends	-	-	-
Share price	0.05	0.06	0.09
Basic loss per share (cents per share)	(0.57)	(2.35)	(8.26)
Diluted loss per share (cents per share)	(0.57)	(2.35)	(8.26)

Key Management Personnel Remuneration

Details of the nature and amount of each element of the remuneration of each KMP of the Company or Group for the financial year are as follows:

DIRECTORS' REPORT (Continued)

2015	Short-Term Benefits	Post Employment Benefits	
	Salary & Fees $	Superannuation $	Total $
Directors			
Craig Williams	45,688	4,312	50,000
Matthew Yates	240,000	35,000	275,000
Alastair Morrison	36,551	3,449	40,000
Michael Klessens	36,551	3,449	40,000
Other KMP			
Luke Watson	225,000	25,000	250,000

Note

(1) There were no long-term benefits, including incentive options, paid or issued to KMP during the year ended 30 June 2015.

2014	Short-Term Benefits	Post Employment Benefits	
	Salary & Fees $	Superannuation $	Total $
Directors			
Craig Williams	45,767	4,233	50,000
Matthew Yates	250,000	25,000	275,000
Alastair Morrison	36,613	3,387	40,000
Michael Klessens	36,613	3,387	40,000
Tony Grist(1)	3,051	282	3,333
George Bennett(1)	3,333	-	3,333
Other KMP			
Luke Watson(1)(2)	225,000	25,000	250,000

Notes

(1) Messrs Bennett and Grist resigned on 31 July 2013.

(2) There were no long-term benefits, including incentive options, paid or issued to KMP during the year ended 30 June 2014.

Shareholdings of Key Management Personnel

Key Management Person 2015	Opening Balance at 1 July 2014	Other Changes [1]	Held at 30 June 2015
Directors			
Craig Williams [1]	1,149,989	375,000	1,524,989
Matthew Yates [1]	10,124,750	370,828	10,495,578
Alastair Morrison	5,124,874	-	5,124,874
Michael Klessens [1]	1,250,000	375,000	1,625,000
Other KMP			
Luke Watson [1]	500,000	375,000	875,000

Notes

(1) On 6 May 2015 Messrs Williams, Yates, Klessens and Watson acquired shares on-market.

Option Holdings of Key Management Personnel

The aggregate numbers of options and rights over ordinary shares of the Company held directly, indirectly or beneficially by KMP of the Company or Group or their related entities at balance date is as follows:

Key Management Person 2015	Opening Balance at 1 July 2014 #	Expiry of Options [1] #	Held at 30 June 2015 #	Vested and Exercisable at 30 June 2015 #
Directors				
Craig Williams [1]	2,000,000	(2,000,000)	-	-
Matthew Yates	-	-	-	-
Alastair Morrison	-	-	-	-
Michael Klessens [1]	1,000,000	(1,000,000)	-	-
Other KMP				
Luke Watson [1]	999,999	(999,999)	-	-

Notes

(1) On 30 June 2015 the $0.2667 unlisted options held by Messrs Williams, Klessens and Watson expired unexercised.

Employment Contracts with Key Management Personnel

Mr Matthew Yates, Chief Executive Officer, has a contract of employment with OreCorp Limited. The contract specifies the duties and obligations to be fulfilled by the CEO. The contract has no fixed term and may be terminated by either party giving three months' notice. No amount is payable in the event of termination for neglect or incompetence in regard to the performance of duties other than accrued entitlements. In the event of termination by either party in certain circumstances, Mr Yates is entitled to 12 months' salary. Since August 2010, Mr Yates' cash remuneration has totalled $275,000 per annum (inclusive of superannuation). Mr Yates will also be eligible to participate in the Company's 'Long-Term Incentive Plan' and 'Short-Term Incentive Plan', as and when introduced by the Board.

DIRECTORS' REPORT (Continued)

Mr Luke Watson, Chief Financial Officer & Company Secretary, has a contract of employment with OreCorp Limited. The contract specifies the duties and obligations to be fulfilled by the CFO. The contract has no fixed term and may be terminated by either party giving three months' notice. No amount is payable in the event of termination for neglect or incompetence in regard to the performance of duties other than accrued entitlements. In the event of termination by either party in certain circumstances, Mr Watson is entitled to 12 months' salary. Since October 2011, Mr Watson's cash remuneration has totalled $250,000 per annum, (inclusive of superannuation). Mr Watson will also be eligible to participate in the Company's 'Long-Term Incentive Plan' and 'Short-Term Incentive Plan', as and when introduced by the Board.

End of Remuneration Report.

INSURANCE OF OFFICERS AND AUDITORS

The Constitution of the Company requires the Company, to the extent permitted by law, to indemnify any person who is or has been a director or officer of the Company or Group for any liability caused as such a director or officer and any legal costs incurred by a director or officer in defending an action for any liability caused as such a director or officer.

During the financial year, the Company paid a premium in respect of a contract insuring the directors and the company secretary of the company (as named above) of any related body corporate against a liability incurred as such a director or secretary to the extent permitted by the Corporations Act 2001. The contract of insurance prohibits disclosure of the nature of the liability and the amount of the premium.

The Company has not otherwise, during or since the end of the financial year, except to the extent permitted by law, indemnified or agreed to indemnify an officer or auditor of the company or of any related body corporate against a liability incurred as such an officer or auditor. It noted that there were no such liabilities during the financial year.

NON-AUDIT SERVICES

The Group may decide to use its auditor to provide non-audit services where the auditor's expertise and experience with the Group is important.

During the year, the following fees were paid or payable for services provided by the auditor of the Group:

Services provided by the Company's auditor	Year Ended 30 June 2015 $	Year Ended 30 June 2014 $
Deloitte:		
- Audit and review of financial report	29,500	30,000
- Other non-audit services	-	-
Total remuneration for auditors	**29,500**	**30,000**

There were no non-audit services provided by the auditor (or by another person or firm on the auditor's behalf) during the financial year.

AUDITOR'S INDEPENDENCE DECLARATION

The auditor's independence declaration is on page 58 of the Financial Report.

This report is made in accordance with a resolution of the directors made pursuant to section 298(2) of the Corporations Act 2001.

For and on behalf of the Directors

MATTHEW YATES
Chief Executive Officer

25 September 2015

CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

FOR THE FINANCIAL YEAR ENDED 30 JUNE 2015

		Consolidated	
	Notes	Year Ended 2015 A$	Year Ended 2014 A$
Revenue	2	**73,617**	**212,455**
Other income	2	293,171	-
Realised foreign exchange gain	2	836,452	-
Corporate and administration costs	3	(567,229)	(850,381)
Exploration and evaluation costs		(691,262)	(1,077,239)
Business development costs		(395,694)	(365,453)
Other expenses	3(a)	1,568	(115,986)
Loss before tax from continuing operations		**(449,377)**	**(2,196,604)**
Income tax expense	4	-	-
Loss for the year from continuing operations		**(449,377)**	**(2,196,604)**
Discontinued operation costs	3	(201,293)	(468,547)
Loss for the year		**(650,670)**	**(2,665,151)**
Other comprehensive income, net of income tax			
Items that may be reclassified subsequently to profit or loss			
Net fair value gain on available for sale financial assets during the year		293,171	-
Reclassification of available for sale assets disposed of during the year		(293,171)	-
Exchange differences arising on translation of foreign operations		75,889	(552)
Other comprehensive income/(loss) for the year		75,889	(552)
Total comprehensive loss for the year, net of income tax		**(574,781)**	**(2,665,703)**
Total comprehensive loss attributable to members of the parent		**(574,781)**	**(2,665,703)**
Earnings per share			
Weighted average number of shares		113,412,820	113,412,820
Basic loss per share (cents per share)	21	(0.57)	(2.35)
Diluted loss per share (cents per share)	21	(0.57)	(2.35)

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 2015

	Notes	Consolidated 2015 A$	2014 A$
ASSETS			
Current Assets			
Cash and cash equivalents	22(b)	6,999,649	7,338,810
Trade and other receivables	5	189,288	300,491
Other current assets	6	-	25,540
Total Current Assets		**7,188,937**	**7,664,841**
Non-current Assets			
Property, plant and equipment	7	65,730	185,457
Intangible assets	8	29,082	58,163
Total Non-current Assets		**94,812**	**243,620**
TOTAL ASSETS		**7,283,749**	**7,908,461**
LIABILITIES			
Current Liabilities			
Trade and other payables	10	101,784	152,767
Provisions	11	39,102	38,050
Total Current Liabilities		**140,886**	**190,817**
TOTAL LIABILITIES		**140,886**	**190,817**
NET ASSETS		**7,142,863**	**7,717,644**
EQUITY			
Equity attributable to equity holders of the Company			
Issued capital	12	20,620,540	20,620,540
Reserves	13	558,794	482,905
Accumulated losses	14	(14,036,471)	(13,385,801)
TOTAL EQUITY		**7,142,863**	**7,717,644**

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

CONSOLIDATED STATEMENT OF CASH FLOWS

FOR THE FINANCIAL YEAR ENDED 30 JUNE 2015

		Consolidated	
	Note	Year Ended 2015 A$	Year Ended 2014 A$
Cash flows from operating activities			
Interest received		96,316	181,649
Refunds of GST		-	32,089
Payments to suppliers and employees		(1,623,400)	(3,213,326)
Net cash outflow from operating activities	22(a)	**(1,527,084)**	**(2,999,588)**
Cash flows from investing activities			
Proceeds from disposal of plant and equipment		32,683	188
Purchase of property, plant and equipment	7	-	(8,728)
Cost of acquisition of available-for-sale financial assets	9	(565,915)	-
Proceeds from sale of available-for-sale financial assets	9	859,087	-
Net cash inflow/(outflow) from investing activities		**325,855**	**(8,540)**
Cash flows from financing activities			
Net cash inflow from financing activities		**-**	**-**
Net increase/(decrease) in cash and cash equivalents held		**(1,201,229)**	**(3,008,128)**
Foreign exchange movement on cash and cash equivalents	2	862,068	(115,820)
Cash and cash equivalents at the beginning of the financial year		**7,338,810**	**10,462,758**
Cash and cash equivalents at the end of the financial year	22(b)	**6,999,649**	**7,338,810**

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

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

FOR THE FINANCIAL YEAR ENDED 30 JUNE 2015

For the Year Ended 30 June 2015	Issued Capital A$	Share Based Payments Reserve A$	Available-for-Sale Investments Reserve A$	Foreign Currency Translation Reserve A$	Accumulated Losses A$	Total Equity A$
Balance at 1 July 2014	**20,620,540**	**429,500**	**-**	**53,405**	**(13,385,801)**	**7,717,644**
Total comprehensive income for the year:						
Net loss for the year	-	-	-	-	(650,670)	(650,670)
Other comprehensive income:						
Exchange differences arising on translation of foreign operations	-	-	-	75,889	-	75,889
Net fair value gain on available for sale financial assets during the year	-	-	293,171	-	-	293,171
Reclassification of available for sale assets disposed of during the year	-	-	(293,171)	-	-	(293,171)
Income tax relating to components of other comprehensive income	-	-	-	-	-	-
Total other comprehensive income	-	-	-	75,889	-	75,889
Total comprehensive income for the year	-	-	-	75,889	(650,670)	(574,781)
Transactions with owners, recorded directly in equity						
Grant of options	-	-	-	-	-	-
Total transactions with owners	-	-	-	-	-	-
Balance at 30 June 2015	**20,620,540**	**429,500**	**-**	**129,294**	**(14,036,471)**	**7,142,863**

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

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY (Continued)

FOR THE FINANCIAL YEAR ENDED 30 JUNE 2015

For the Year Ended 30 June 2014	Issued Capital A$	Share Based Payments Reserve A$	Foreign Currency Translation Reserve A$	Accumulated Losses A$	Total Equity A$
Balance at 1 July 2013	**20,620,540**	**414,100**	**53,957**	**(10,720,650)**	**10,367,947**
Total comprehensive income for the year:					
Net loss for the year	-	-	-	(2,665,151)	(2,665,151)
Other comprehensive income:					
Exchange differences arising on translation of foreign operations	-	-	(552)	-	(552)
Income tax relating to components of other comprehensive income	-	-	-	-	-
Total other comprehensive income	-	-	(552)	-	(552)
Total comprehensive income for the year	-	-	(552)	(2,665,151)	(2,665,703)
Transactions with owners, recorded directly in equity					
Grant of options	-	15,400	-	-	15,400
Total transactions with owners	-	15,400	-	-	15,400
Balance at 30 June 2014	**20,620,540**	**429,500**	**53,405**	**(13,385,801)**	**7,717,644**

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

SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The principal accounting policies adopted in preparing the financial report of the Company, OreCorp Limited and its consolidated entities ('Consolidated Entity' or 'Group') for the year ended 30 June 2015 are stated to assist in a general understanding of the financial report. For the purposes of preparing the consolidated financial statements, the Company is a for profit entity.

OreCorp Limited is a company limited by shares incorporated in Australia whose shares are publicly traded on the Australian Securities Exchange.

The financial report of the Company for the year ended 30 June 2015 was authorised for issue in accordance with a resolution of the Directors on 25 September 2015.

(a) Basis of Preparation

The financial report is a general purpose financial report which has been prepared in accordance with Australian Accounting Standards ('AASs') and interpretations adopted by the Australian Accounting Standards Board ('AASB') and the Corporations Act 2001.

OreCorp Limited is listed on the Australian Securities Exchange.

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

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

Judgements made by management in the application of AASs that have significant effects on the financial statements and estimates with a significant risk of material adjustments in the next year are disclosed, where applicable, in the relevant notes to the financial statements.

Accounting policies are selected and applied in a manner which ensures that the resulting financial information satisfies the concepts of relevance and reliability, thereby ensuring that the substance of the underlying transactions or other events is reported.

The financial report has also been prepared on a historical cost basis, except for other financial assets at fair value through profit or loss and available-for-sale investments, which have been measured at fair value.

The financial report is presented in Australian dollars.

(b) Statement of Compliance

The financial report complies with Australian Accounting Standards, which include Australian equivalents to International Financial Reporting Standards ('AIFRS'). The financial report, which includes the financial statements and the notes of the Group, also complies with International Financial Reporting Standards ('IFRS').

(c) New and Revised Accounting Standards

In the current year, the Group has adopted all of the new and revised Standards and Interpretations issued by the AASB that are relevant to its operations and effective for the current annual reporting period. Details of the impact of the adoption of these new accounting standards are set out in the individual accounting policy notes set out below.

AASB 2012-3 *Amendments to Australian Accounting Standards – Offsetting Financial Assets and Financial Liabilities*	The amendments to AASB 132 clarify the requirements relating to the offset of financial assets and financial liabilities. Specifically, the amendments clarify the meaning of 'currently has a legally enforceable right of set-off' and 'simultaneous realisation and settlement'. The amendments have been applied retrospectively. As the Group does not have any financial assets and financial liabilities that qualify for offset, the application of the amendments does not have any material impact on the disclosures or on the amounts recognised in the Group's consolidated financial statements.
AASB 2013-3 *'Amendments to AASB 136 – Recoverable Amount Disclosures for Non-Financial Assets'*	The amendments to AASB 136 remove the requirement to disclose the recoverable amount of a cash-generating unit (CGU) to which goodwill or other intangible assets with indefinite useful lives had been allocated when there has been no impairment or reversal of impairment of the related CGU. Furthermore, the amendments introduce additional disclosure requirements applicable to when the recoverable amount of an asset or a CGU is measured at fair value less costs of disposal. These new disclosures include the fair value hierarchy, key assumptions and valuation techniques used which are in line with the disclosure required by AASB 13 'Fair Value Measurements'. The application of these amendments does not have any material impact on the disclosures in the Group's consolidated financial statements.
AASB 2013-4 *'Amendments to Australian Accounting Standards – Novation of Derivatives and Continuation of Hedge Accounting'*	The amendments to AASB 139 provide relief from the requirement to discontinue hedge accounting when a derivative designated as a hedging instrument is novated under certain circumstances. The amendments also clarify that any change to the fair value of the derivative designated as a hedging instrument arising from the novation should be included in the assessment and measurement of hedge effectiveness. As the Group does not have any derivatives that are subject to novation, the application of these amendments does not have any material impact on the disclosures or on the amounts recognised in the Group's consolidated financial statements.
AASB 2014-1 *'Amendments to Australian Accounting Standards' (Part A: Annual Improvements 2010–2012 and 2011–2013 Cycles)*	The Annual Improvements 2010-2012 has made number of amendments to various AASBs, which are summarised below. • The amendments to AASB 2 (i) change the definitions of 'vesting condition' and 'market condition'; and (ii) add definitions for 'performance condition' and 'service condition' which were previously included within the definition of 'vesting condition'. The amendments to AASB 2 are effective for sharebased payment transactions for which the grant date is on or after 1 July 2014. • The amendments to AASB 3 clarify that contingent consideration that is classified as an asset or a liability should be measured at fair value at each reporting date, irrespective of whether the contingent consideration is a financial instrument within the scope of AASB 9 or

AASB 139 or a non-financial asset or liability. Changes in fair value (other than measurement period adjustments) should be recognised in profit and loss. The amendments to AASB 3 are effective for business combinations for which the acquisition date is on or after 1 July 2014.

- The amendments to AASB 8 (i) require an entity to disclose the judgements made by management in applying the aggregation criteria to operating segments, including a description of the operating segments aggregated and the economic indicators assessed in determining whether the operating segments have 'similar economic characteristics'; and (ii) clarify that a reconciliation of the total of the reportable segments' assets to the entity's assets should only be provided if the segment assets are regularly provided to the chief operating decision-maker.
- The amendments to the basis for conclusions of AASB 13 clarify that the issue of AASB 13 and consequential amendments to AASB 139 and AASB 9 did not remove the ability to measure short-term receivables and payables with no stated interest rate at their invoice amounts without discounting, if the effect of discounting is immaterial.
- The amendments to AASB 116 and AASB 138 remove perceived inconsistencies in the accounting for accumulated depreciation/amortisation when an item of property, plant and equipment or an intangible asset is revalued. The amended standards clarify that the gross carrying amount is adjusted in a manner consistent with the revaluation of the carrying amount of the asset and that accumulated depreciation/amortisation is the difference between the gross carrying amount and the carrying amount after taking into account accumulated impairment losses.
- The amendments to AASB 124 clarify that a management entity providing key management personnel services to a reporting entity is a related party of the reporting entity. Consequently, the reporting entity should disclose as related party transactions the amounts incurred for the service paid or payable to the management entity for the provision of key management personnel services. However, disclosure of the components of such compensation is not required The Annual Improvements 2011-2013 has made number of amendments to various AASBs, which are summarised below.
- The amendments to AASB 3 clarify that the standard does not apply to the accounting for the formation of all types of joint arrangements in the financial statements of the joint arrangement itself.
- The amendments to AASB 13 clarify that the scope of the portfolio exception for measuring the fair value of a group of financial assets and financial liabilities on a net basis includes all contracts that are within the scope of, and accounted for in accordance with, AASB 139 or AASB 9, even if those contracts do not meet the definitions of financial assets or financial liabilities within AASB 132.
- The amendments to AASB 140 clarify that AASB 140 and AASB 3 are not mutually exclusive and application of both standards may be required. Consequently, an entity acquiring investment property must determine whether:
  - the property meets the definition of investment property in terms of AASB 140; and
  - the transaction meets the definition of a business combination under AASB 3.

	The application of these amendments does not have any material impact on the disclosures or on the amounts recognised in the Group's consolidated financial statements.
AASB 2014-1 *'Amendments to Australian Accounting Standards' (Part B: Defined Benefit Plans: Employee Contributions Amendments to AASB 119)*	The amendments to AASB 119 clarify how an entity should account for contributions made by employees or third parties to defined benefit plans, based on whether those contributions are dependent on the number of years of service provided by the employee. For contributions that are independent of the number of years of service, the entity may either recognise the contributions as a reduction in the service cost in the period in which the related service is rendered, or to attribute them to the employees' periods of service using the projected unit credit method; whereas for contributions that are dependent on the number of years of service, the entity is required to attribute them to the employees' periods of service. The application of these amendments to AASB 119 does not have any material impact on the disclosures or on the amount recognised in the Group's consolidated financial statements.
Interpretation 21 'Levies'	Interpretation 21 addresses the issue as to when to recognise a liability to pay a levy imposed by a government. The Interpretation defines a levy, and specifies that the obligating event that gives rise to the liability is the activity that triggers the payment of the levy, as identified by legislation. The Interpretation provides guidance on how different levy arrangements should be accounted for, in particular, it clarifies that neither economic compulsion nor the going concern basis of financial statements preparation implies that an entity has a present obligation to pay a levy that will be triggered by operating in a future period. Interpretation 21 has been applied retrospectively. The application of this Interpretation does not have any material impact on the disclosures or on the amounts recognised in the Group's consolidated financial statements.
AASB 1031 *'Materiality'*, **AASB 2013-9** *'Amendments to Australian Accounting Standards' – Conceptual Framework, Materiality and Financial Instruments' (Part B: Materiality)*, **AASB 2014-1** *'Amendments to Australian Accounting Standards' (Part C: Materiality)*	The revised AASB 1031 is an interim standard that cross-references to other Standards and the 'Framework for the Preparation and Presentation of Financial Statements' (issued December 2013) that contain guidance on materiality. The AASB is progressively removing references to AASB 1031 in all Standards and Interpretations. Once all of these references have been removed, AASB 1031 will be withdrawn. The adoption of AASB 1031, AASB 2013-9 (Part B) and AASB 2014-1 (Part C) does not have any material impact on the disclosures or the amounts recognised in the Group's consolidated financial statements.

Standards and Interpretations affecting the reported results or financial position

There are no new and revised Standards and Interpretations adopted in these financial statements affecting the reporting results or financial position.

Australian Accounting Standards and Interpretations that have recently been issued or amended but are not yet effective have not been adopted by the Group for the annual reporting period ended 30 June 2015. These are outlined in the table below:

Standard / Interpretation	Effective for Annual Reporting Periods Beginning on or After	Expected to be Initially Applied in the Financial Year Ending
AASB 9 *'Financial Instruments*, and the relevant amending standards[(1)]'	1 January 2018	30 June 2019
AASB 15 *'Revenue from Contracts with Customers' and AASB 2014-5 'Amendments to Australian Accounting Standards arising from AASB 15'*	1 January 2017	30 June 2018
AASB 2014-3 *'Amendments to Australian Accounting Standards – Accounting for Acquisitions of Interests in Joint Operations'*	1 January 2016	30 June 2017
AASB 2014-4 *'Amendments to Australian Accounting Standards – Clarification of Acceptable Methods of Depreciation and Amortisation'*	1 January 2016	30 June 2017
AASB 2014-9 *'Amendments to Australian Accounting Standards – Equity Method in Separate Financial Statements'*	1 January 2016	30 June 2017
AASB 2014-10 *'Amendments to Australian Accounting Standards – Sale or Contribution of Assets between an Investor and its Associate or Joint Venture'*	1 January 2016	30 June 2017
AASB 2015-1 *'Amendments to Australian Accounting Standards – Annual Improvements to Australian Accounting Standards 2012-2014 Cycle'*	1 January 2016	30 June 2017
AASB 2015-2 *'Amendments to Australian Accounting Standards – Disclosure Initiative: Amendments to AASB 101'*	1 January 2016	30 June 2017
AASB 2015-3 *'Amendments to Australian Accounting Standards arising from the Withdrawal of AASB 1031 Materiality'*	1 July 2015	30 June 2016
AASB 2015-5 *'Amendments to Australian Accounting Standards – Investment Entities: Applying the Consolidation Exception'*	1 January 2016	30 June 2017

Note

(1) The AASB has issued the following versions of AASB 9:

- AASB 9 'Financial Instruments' (December 2009) and the relevant amending standard;
- AASB 9 'Financial Instruments' (December 2010) and the relevant amending standards;
- AASB 2013-9 'Amendment to Australian Accounting Standards – Conceptual Framework, Materiality and Financial Instruments', Part C – Financial Instruments;
- AASB 9 'Financial Instruments' (December 2014) and the relevant amending standards.

All the standards have an effective date of annual reporting periods beginning on or after 1 January 2018. Either AASB 9 (December 2009) or AASB 9 (December 2010) can be early adopted if the initial application date is before 1 February 2015. After this date only AASB 9 (December 2014) can be early adopted.

At the date of authorisation of the financial statements, the following IASB Standards and IFRIC Interpretations were also in issue but not yet effective, although Australian equivalent Standards and Interpretations have not yet been issued.

Standard / Interpretation	Effective for Annual Reporting Periods Beginning on or After	Expected to be Initially Applied in the Financial Year Ending
At the date of publication, there have been no IASB Standards or IFRIC Interpretations that are issued but not yet effective.		

The directors note that the impact of the initial application of the standards and interpretations is not yet known or is not reasonably estimable. These standards and interpretations will be first applied in the financial report of the Group that relates to the annual reporting period beginning on or after the effective date of each pronouncement.

(d) Principles of Consolidation

The consolidated financial statements incorporate the assets and liabilities of all subsidiaries of OreCorp Limited ('Company' or 'Parent Entity') as at year end and the results of all subsidiaries for the year then ended. OreCorp Limited and its subsidiaries together are referred to as the Group or the Consolidated Entity.

In February 2013, OreCorp Limited acquired OreCorp Resources Pty Ltd. The acquisition did not meet the definition of a business combination in accordance with AASB 3 Business Combinations. These consolidated financial statements have been prepared on the basis that the acquisition was effectively a recapitalisation of OreCorp Resources, hence OreCorp Resources acquired OreCorp Limited and not vice versa as the legal documentation shows. The recapitalisation was measured at the fair value of the equity instruments that would have been given by OreCorp Resources to have exactly the same percentage holding in the new structure at the date of the acquisition.

Subsidiaries are all entities (including structured entities) over which the group has control. The group controls an entity when the group 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 Group. They are de-consolidated from the date that control ceases.

The purchase method of accounting is used to account for the acquisition of subsidiaries/assets by the Group (refer to note 1(h)).

Intercompany transactions and 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.

(e) Exploration and Evaluation Expenditure

Exploration and evaluation expenditure encompasses expenditures incurred by the Group in connection with the exploration for and evaluation of mineral resources before the technical feasibility and commercial viability of extracting a mineral resource are demonstrable.

Where the group acquires an area of interest (through direct purchase or purchase of an entity), expenditure incurred in the acquisition of the area of interest is capitalised, classified as tangible or intangible, and recognised as an exploration and evaluation asset. Exploration and evaluation assets are measured at cost at recognition.

Exploration and evaluation expenditure incurred by the Group subsequent to acquisition of the rights to explore is expensed as incurred up to the successful completion of definitive feasibility studies. Expenditure in relation to the preparation of definitive feasibility studies is expensed as incurred.

Capitalised exploration is only carried forward if the Company has rights to tenure and the Company expects to recoup the expenditures through successful development or sale.

Capitalised exploration costs are reviewed each reporting date to establish whether an indication of impairment exists. If any such indication exists, the recoverable amount of the capitalised exploration costs is estimated to determine the extent of the impairment loss (if any). Where an impairment loss subsequently reverses, the carrying amount of the asset is increased to the revised estimate of its recoverable amount, but only to the extent that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset in previous years.

Where a decision is made to proceed with development, accumulated expenditure is tested for impairment and transferred to development properties, and then amortised over the life of the reserves associated with the area of interest once mining operations have commenced.

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

(f) Revenue Recognition

Revenue is measured at the fair value of the consideration received or receivable. The following specific recognition criteria must also be met before revenue is recognised:

Interest

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

(g) Income Tax

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

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

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

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.

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

OreCorp Limited and its 100% owned Australian resident subsidiaries have elected to form a tax consolidated group with effect from the tax year commencing 1 July 2010 and are therefore taxed as a single entity from that date.

(h) 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
- liabilities incurred
- equity interests issued by the group
- fair value of any asset or liability resulting from a contingent consideration arrangement, and
- 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 acquired, 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 remeasured to fair value with 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 acquire is remeasured to fair value at the acquisition date. Any gains or losses arising from such remeasurement are recognised in profit or loss.

(i) Impairment of Assets

Assets that have an indefinite useful life are not subject to amortisation and are tested annually for impairment. Assets that are subject to amortisation are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs to sell and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows (cash generating units).

(j) Cash and Cash Equivalents

'Cash and cash equivalents' includes cash on hand, deposits held at call with financial institutions, and other short-term highly liquid investments that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

(k) Receivables

Trade receivables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest rate method less an allowance for doubtful debts. Trade receivables are due for settlement no more than 30 days from the date of recognition. An estimate of doubtful debts is made when collection of the full amount is no longer probable. Bad debts are written off as incurred.

Receivables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest rate method less impairment.

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

(l) Fair Value Estimation

The fair value of financial instruments traded in active markets (such as publicly traded derivatives, and trading and available-for-sale securities) is based on quoted market prices at the reporting date. The quoted market price used for financial assets held by the Group is the current bid price; the appropriate quoted market price for financial liabilities is the current ask 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. The Group uses a variety of methods and makes assumptions that are based on market conditions existing at each balance date. Quoted market prices or dealer quotes for similar instruments are used for long-term debt instruments held. Other techniques, such as discounted cash flows, are used to determine fair value for the remaining financial instruments.

(m) Property, Plant and Equipment

Plant and equipment is stated at historical cost less depreciation. Historical cost includes 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 during the financial period in which they are incurred.

Plant and equipment are depreciated or amortised on a reducing balance or straight line basis at rates based upon their expected useful lives as follows:

	Life
Plant and equipment	2 – 15 years

The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at each reporting date.

An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount (note 1(i)).

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

(n) Payables

Liabilities for trade creditors and other amounts are carried at amortised cost which is the fair value of the consideration to be paid in the future for goods and services received, whether or not billed to the Consolidated Entity. The amounts are unsecured and are usually paid within 30 days.

Payables to related parties are carried at amortised cost.

(o) Employee Benefits

Liabilities for wages and salaries, including non-monetary benefits, annual leave and accumulating sick leave expected to be settled within twelve months of the reporting date are recognised in provisions in respect of employees' services up to the reporting date and are measured at the amounts expected to be paid when the liabilities are settled. Liabilities for non-accumulating sick leave are recognised when the leave is taken and measured at the rates paid or payable. Employee benefits payable later than one year are measured at the present value of the estimated future cash flows to be made for those benefits. Contributions to defined contribution super plans are expensed when the employees have rendered the services entitling them to the contributions.

(p) Contributed Equity

Issued and paid up capital is recognised at the fair value of the consideration received by the Company.

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.

(q) Dividends

Provision is made for the amount of any dividend declared on or before the end of the year but not distributed at balance date.

(r) Earnings per Share

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

Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account the after 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.

(s) Goods and Services Tax

Revenues, expenses and assets are recognised net of the amount of GST except:

- where the GST incurred on a purchase of goods and services is not recoverable from the taxation authority, in which case the GST is recognised as part of the cost of acquisition of the asset or as part of the expense item as applicable; and
- receivables and payables are stated with the amount of GST included.

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

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

(t) Share Based Payments

Share based payments are provided to directors, employees, consultants and other advisors and to acquire assets such as mineral exploration licences.

The fair value of options granted (determined using the Binomial option pricing model) is recognised as an expense or asset, as appropriate with a corresponding increase in equity. The fair value is measured at grant date and recognised over the period during which option holders become unconditionally entitled to the options.

The fair value determined at the grant date of the equity-settled share based payments is expensed on a straight-line basis over the vesting period, based on the Group's estimate of equity instruments that will eventually vest.

(u) Foreign Currency Translation

(i) Functional and presentation currency

Items included in the financial statements of each of the Group's entities 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 the Consolidated Entity'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 recognised in the statement of profit or loss, except when deferred in equity as qualifying cash flow hedges and qualifying net investment hedges.

Translation differences on non-monetary items, such as equities held at fair value through profit or loss, are reported as part of the fair value gain or loss. Translation differences on non-monetary items, such as equities classified as available-for-sale financial assets, are included in the available-for-sale investments revaluation reserve in equity.

(iii) Group companies

The results and financial position of all the Group entities (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 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.

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 taken to other comprehensive income. Where a foreign operation is sold or borrowings repaid, a proportionate share of such 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.

(v) Goodwill

(i) Initial Recognition

Goodwill acquired in a business combination is initially measured at its cost, being the excess of the cost of the business combination over the Group's interest in the net fair value of the identifiable assets, liabilities and contingent liabilities recognised at the date of acquisition. Goodwill is subsequently measured at its cost less any accumulated impairment losses. For the purpose of impairment testing, goodwill is allocated to each of the Group's cash-generating units, or groups of cash-generating units, expected to benefit from the synergies of the business combination. Cash-generating units or groups of cash-generating units to which goodwill has been allocated are tested for impairment annually, or more frequently if events or changes in circumstances indicate that goodwill might be impaired.

(ii) Impairment

If the recoverable amount of the cash-generating unit (or group of cash-generating units) is less than the carrying amount of the cash-generating unit (or groups of cash-generating units), the impairment loss is allocated first to reduce the carrying amount of any goodwill allocated to the cash-generating unit (or groups of cash-generating units) and then to the other assets of the cash-generating unit (or groups of cash-generating units). An impairment loss recognised for goodwill is recognised immediately in profit or loss and is not reversed in a subsequent period. On disposal of an operation within a cash-generating unit, the attributable amount of goodwill is included in the determination of the profit or loss on disposal of the operation.

Determining whether goodwill is impaired requires an estimation of the value in use of the cash-generating units to which goodwill has been allocated. The value in use calculation requires the entity to estimate the future cash flows expected to arise from the cash-generating unit and a suitable discount rate in order to calculate present value.

(w) Segment Information

AASB 8 requires operating segments to be identified on the basis of internal reports about components of the Consolidated Entity that are regularly reviewed by the chief operating decision maker in order to allocate resources to the segment and to assess its performance.

The Consolidated Entity operates in one operating segment and one geographical segment, being mineral exploration in Africa. This is the basis on which internal reports are provided to the Directors for assessing performance and determining the allocation of resources within the Group.

	Consolidated	
	Year Ended 2015 $	Year Ended 2014 $
2. REVENUE AND OTHER INCOME FROM CONTINUINGOPERATIONS		
Revenue		
Interest revenue	73,617	212,455
Total Revenue	**73,617**	**212,455**
Other income		
Cumulative gain reclassified from equity on disposal of available for sale investment	293,171	-
Foreign exchange gain	836,452	-
Total other income	**1,129,623**	**-**
3. EXPENSES AND LOSSES FROM CONTINUING OPERATIONS		
Loss from ordinary activities before income tax expense includes the following specific expenses:		
(a) Other expenses		
Foreign exchange gain/(loss)	**1,568**	**(115,986)**
(b) Depreciation and amortisation		
Depreciation of plant and equipment	**(64,178)**	**(97,881)**
(c) Impairment expenses		
Impairment of exploration intangible assets	**(29,081)**	**(58,164)**
Impairment of other intangible assets	**-**	**(2,273)**
(d) Loss on disposal		
Loss on disposal of plant and equipment	**(39,127)**	**(2,217)**
(e) Share based payment expense		
Share based payments to consultants recorded in corporate expenses	**-**	**(15,400)**
(f) Employee Benefit Expense [1]		
Salaries and wages	(623,013)	(916,363)
Annual leave provision movement	(3,574)	(10,780)
Superannuation contribution	(78,499)	(76,395)
	(705,086)	**(1,003,538)**

Notes

(1) Includes employment costs related to exploration, business development and corporate & administrative costs.

	Consolidated	
	Year Ended 2015 $	Year Ended 2014 $
3. EXPENSES AND LOSSES FROM DISCONTINUED OPERATIONS		
Loss from discontinued operations before income tax expense includes the following specific expenses:		
Discontinued operation costs for Ethiopian subsidiary	**(201,293)**	**(468,547)**

Notes

(1) Post year end the Company commenced the wind up of its Ethiopian subsidiary. The closure of the subsidiary is not expected to have a material impact on the consolidated group.

	Consolidated	
	Year Ended 2015 $	Year Ended 2014 $
4. INCOME TAX		
(a) Recognised in profit or loss		
Current income tax		
Current income tax benefit	(368,105)	(435,964)
Deferred income tax		
Deferred tax assets not recognised	368,105	435,964
Income tax expense reported in the statement of profit or loss	**-**	**-**
(b) Reconciliation between Tax Expense and Accounting Loss before Income Tax		
Accounting loss before income tax	**(650,670)**	**(2,665,151)**
At the domestic income tax rate of 30% (2014: 30%)	(195,201)	(799,841)
Expenditure not allowable for income tax purposes	596,687	330,351
Deferred tax assets not recognised	(370,857)	492,626
Effect of lower income tax rate in other jurisdictions	(30,629)	9,217
Effect of higher income tax rate in other jurisdictions	-	(32,353)
Income tax expense reported in the statement of profit or loss	**-**	**-**
(c) Deferred Income Tax		
Deferred income tax at 30 June relates to the following:		
Deferred Tax Liabilities		
Exploration and evaluation assets	8,724	17,449
Accrued interest income	1,376	17,428
Unrealised Foreign exchange movement	403,542	-
Deferred tax assets used to offset deferred tax liabilities	(413,642)	(34,877)
	-	**-**

	Consolidated	
	Year Ended 2015 $	Year Ended 2014 $
Deferred Tax Assets		
Accruals and provisions	11,731	16,936
Business related costs	30,061	57,771
Tax losses available to offset against future taxable income	3,203,059	3,345,263
Deferred tax assets used to offset deferred tax liabilities	(371,900)	(79,698)
Unrealised Foreign exchange movement	-	4,671
Deferred tax assets not recognised	(2,872,951)	(3,344,943)
	-	-

The benefit of deferred tax assets not brought to account will only be brought to account if:

- future assessable income is derived of a nature and of an amount sufficient to enable the benefit to be realised;
- the conditions for deductibility imposed by tax legislation continue to be complied with; and
- no changes in tax legislation adversely affect the Consolidated Entity in realising the benefit.

(d) Tax losses

At the reporting date the Group has unrecognised tax losses of $3,203,181 (2014: $3,075,590) that are available for offset against future taxable profits. No deferred tax asset has been recognised in respect of the tax losses due to the uncertainty of future profit streams.

(e) Tax Consolidation

OreCorp Limited and its 100% owned Australian resident subsidiaries have elected to form a tax consolidated group.

	Consolidated	
	2015 $	2014 $
5. CURRENT ASSETS – TRADE AND OTHER RECEIVABLES		
GST and VAT receivable	184,701	242,398
Accrued interest receivable	4,587	58,093
	189,288	**300,491**

	Consolidated	
	2015 $	2014 $
6. CURRENT ASSETS – OTHER CURRENT ASSETS		
Prepayments	-	25,540
	-	**25,540**

	Consolidated	
	2015 $	2014 $
7. NON-CURRENT ASSETS – PROPERTY, PLANT AND EQUIPMENT		
Plant and equipment		
Cost	286,846	404,263
Accumulated depreciation	(221,116)	(218,806)
Net carrying amount	**65,730**	**185,457**
Reconciliation		
Carrying amount at beginning of year	185,457	286,890
Additions	-	8,728
Disposals	(155,494)	(2,604)
Depreciation on disposals	83,683	-
Depreciation charge for the year	(64,178)	(97,881)
Foreign exchange movement on plant and equipment	16,262	(9,676)
Carrying amount at end of year, net of accumulated depreciation and impairment	**65,730**	**185,457**

	Consolidated	
	2015 $	2014 $
8. NON-CURRENT ASSETS – INTANGIBLE ASSETS		
Exploration & Evaluation Assets		
Cheriton's East Project, Australia	29,082	58,163
Net carrying amount	**29,082**	**58,163**

	Consolidated	
	2015 $	2014 $
Reconciliation - Exploration & Evaluation Assets		
Carrying amount at beginning of year	58,163	116,327
Fair value of exploration and evaluation assets in OreCorp Ltd at acquisition	-	-
Less provision for impairment[(1)]	(29,081)	(58,164)
Carrying amount of Cheriton's East Project at end of year, net of impairment	**29,082**	**58,163**

Note

(1) During the year, there was an impairment loss of $29,081 (2014: $58,164) charged against the Consolidated Entity's exploration and evaluation assets due to the relinquishment of a substantial portion of the Cheriton's East exploration permit.

	Consolidated	
	2015 $	2014 $
9. NON-CURRENT ASSETS – OTHER FINANCIAL ASSETS		
Available-for-sale financial assets		
Listed equity securities at fair value[1]	-	-
Net carrying amount	**-**	**-**
Reconciliation		
Cost of acquisition of available-for-sale financial assets	(565,916)	-
Proceeds from sale of available-for-sale financial assets[1]	859,087	-
Gain on disposal of available-for-sale financial assets at end of year[1]	**293,171**	**-**
Carrying amount of available-for-sale financial assets at end of year	**-**	**-**

Notes:

(1) During the year, the Company acquired fully paid ordinary shares in a listed entity. The shares were sold during January and February 2015 for a gain on disposal of approximately $293,000, increasing the Company's working capital position.

	Consolidated	
	2015 $	2014 $
10. CURRENT LIABILITIES – TRADE AND OTHER PAYABLES		
Accrued expenses [1]	56,000	70,406
Trade creditors [1]	45,784	24,764
Withholding taxes payable [1]	-	57,597
	101,784	**152,767**

Note

(1) Payables are non-interest bearing and generally settled on 30 day terms. Due to the short-term nature of these payables, their carrying value is assumed to approximate their fair value.

	Consolidated	
	2015 $	2014 $
11. CURRENT LIABILITIES - PROVISIONS		
Annual leave provision	39,102	38,050
	39,102	**38,050**

	Consolidated	
	2015 $	2014 $
12. ISSUED CAPITAL		
(a) Issued and Paid up Capital		
113,412,820 (2014: 113,412,820) fully paid ordinary shares	**20,620,540**	20,620,540

(b) Movements in Ordinary Share Capital:

Date	Details	Number of Shares	Issue Price A$	$
1 July 2013	Opening Balance	113,412,820		20,620,540
30 June 2014	**Closing Balance**	**113,412,820**		**20,620,540**
1 July 2014	Opening Balance	113,412,820		20,620,540
30 June 2015	**Closing Balance**	**113,412,820**		**20,620,540**

(c) Rights Attaching to Shares

The rights attaching to fully paid ordinary shares ('Shares') arise from a combination of the Company's Constitution, statute and general law.

Copies of the Company's Constitution are available for inspection during business hours at the Company's registered office. The clauses of the Constitution contain the internal rules of the Company and define matters such as the rights, duties and powers of its shareholders and directors, including provisions to the following effect (when read in conjunction with the Corporations Act 2001):

(i) Shares

The issue of shares in the capital of the Company and options over unissued shares by the Company is under the control of the directors, subject to the Corporations Act 2001, and any rights attached to any special class of shares.

(ii) Meetings of Members

Directors may call a meeting of members whenever they think fit. Members may call a meeting as provided by the Corporations Act 2001. The Constitution contains provisions prescribing the content requirements of notices of meetings of members and all members are entitled to a notice of meeting. A meeting may be held in two or more places linked together by audio-visual communication devices. A quorum for a meeting of members is two natural persons, each of whom is or represents different Shareholders who are eligible to vote.

The Company holds annual general meetings in accordance with the Corporations Act 2001.

(iii) Voting

Subject to any rights or restrictions at the time being attached to any shares or class of shares of the Company, each member of the Company is entitled to receive notice of, attend and vote at a general meeting. Resolutions of members will be decided by a show of hands unless a poll is demanded. On a show of hands each eligible voter present has one vote. However, where a person present at a general meeting represents personally or by proxy, attorney or representative more than one member, on a show of hands the person is entitled to one vote only despite the number of members the person represents.

On a poll each eligible member has one vote for each fully paid share held and a fraction of a vote for each partly paid share determined by the amount paid up on that share.

(iv) Changes to the Constitution

The Company's Constitution can only be amended by a special resolution passed by at least three quarters of the members present and voting at a general meeting of the Company. At least 28 days written notice specifying the intention to propose the resolution as a special resolution must be given.

	Consolidated	
	2015 $	2014 $
13. RESERVES		
(a) Reserves		
Share Based Payments Reserve:		
Nil (2014: 5,930,692) Listed Options [1]	-	-
Nil (2014: 4,099,999) $0.2667 Unlisted Options [2]	429,500	429,500
1,875,000 (2014: 1,875,000) $0.40 Unlisted Options	-	-
	429,500	**429,500**
Foreign Currency Translation Reserve:		
Currency translation differences	129,294	53,405
Total Reserves	**558,794**	**482,905**

Notes:

(1) During the year, all Listed Options expired unexercised.

(2) During the year, all $0.2667 Unlisted Options expired unexercised.

Share Based Payments Reserve

The share based payments reserve is used to record the grant date fair value of share based payments and other option grants made by the Company.

Foreign Currency Translation Reserve

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

(b) Movements in Share Based Payments Reserve

Date	Details	Number of Listed Options[1]	Number of $0.2667 Unlisted Options[2]	Number of $0.40 Unlisted Options[3]	$
1 Jul 2013	Opening Balance	5,930,692	4,099,999	1,875,000	414,100
2 Aug 2013	Grant of options	-	1,100,000[4]	-	15,400
30 Jun 2014	**Closing Balance**	**5,930,692**	**5,199,999**	**1,875,000**	**429,500**
1 Jul 2014	Opening Balance	5,930,692	5,199,999	1,875,000	429,500
7 May 2015	Expiry of options	(5,930,692)	-	-	-
30 Jun 2015	Expiry of options	-	(5,199,999)	-	-
30 Jun 2015	**Closing Balance**	**-**	**-**	**1,875,000**	**429,500**

Notes

(1) 'Listed Options' means listed options with an exercise price of $0.2667 each, expired 7 May 2015.

(2) '$0.2667 Unlisted Options' means options with an exercise price of $0.2667 each, expired 30 June 2015.
(3) '$0.40 Unlisted Options' means options with an exercise price of $0.40 each, expiring on 22 March 2016.
(4) Granted to consultants of the Company as part of its remuneration/incentive arrangements.

(c) Terms and conditions of the Options

The $0.40 Unlisted Options ('Options') are granted based upon the following terms and conditions:

- Each Option entitles the holder to subscribe for one Share upon exercise of each Option.
- The Options have exercise prices and expiry dates as follows:
- $0.40 Unlisted Options exercisable at $0.40 each, expiring 22 March 2016.
- The Options are exercisable at any time prior to the Expiry Date, subject to the vesting conditions being satisfied (if applicable).
- Shares issued on exercise of the Options rank equally with the then shares of the Company.
- Application will be made by the Company for official quotation (if applicable) of the Shares issued upon the exercise of the Options.
- If there is any reconstruction of the issued share capital of the Company, the rights of the Option holders may be varied to comply with the Listing Rules (if applicable) which apply to the reconstruction at the time of the reconstruction.
- No application for quotation (if applicable) of the Unlisted Options will be made by the Company.
- Subject to the proposed transferee being a party which is within the class of parties in section 708 of the Corporations Act to which disclosure is not required, the Options are transferable.

(d) Movements in Foreign Currency Translation Reserve

	Consolidated	
	2015 $	2014 $
Balance at beginning of year	53,405	53,957
Currency translation differences	75,889	(552)
Balance at end of year	**129,294**	**53,405**

	Consolidated	
	2015 $	2014 $
14. ACCUMULATED LOSSES		
Balance at beginning of year	(13,385,801)	(10,720,650)
Net loss	(650,670)	(2,665,151)
Balance at end of year	**(14,036,471)**	**(13,385,801)**

(a) Franking Account

In respect to the payment of dividends (if any) by OreCorp in subsequent financial years, no franking credits are currently available, or are likely to become available in the next 12 months.

15. KEY MANAGEMENT PERSONNEL COMPENSATION

The aggregate compensation made to Directors and other members of key management personnel of the Company and the Group is set out below:

	Consolidated	
	Year Ended 2015 $	Year Ended 2014 $
Short-term employee benefits	580,617	602,492
Post-employment benefits	71,210	61,289
	651,827	**663,781**

16. RELATED PARTY DISCLOSURES

(a) Transactions with Related Parties in the Group

The Group consists of OreCorp Ltd (the parent entity in the wholly owned group) and its controlled entities (see note 18). The following loan transactions were entered into during the year within the wholly owned group:

- OreCorp Ltd advanced $40,859 to Ethiopia by way of intercompany loan (2014: $873,059). The total balance of the loans at 30 June 2015 has been provided for;
- OreCorp Ltd advanced $81,805 to Mauritania by way of intercompany loan (2014: $322,111). The total balance of the loan at 30 June 2015 has been provided for;
- OreCorp Ltd advanced approximately $8,718 to OreCorp Mining Mauritius Ltd by way of intercompany loan (2014: $2,213). The total balance of the loan at 30 June 2015 has been provided for; and
- OreCorp Resources Pty Ltd advanced Nil to OreCorp Ltd by way of intercompany loan (2014: $612)

These transactions were undertaken on commercial terms and conditions, except that:

(i) There is no fixed repayment of the loans; and
(ii) No interest is payable on the loans prior to the completion of a bankable feasibility study by the same subsidiary.

The intercompany loans have been fully provided for during the year ended 30 June 2015, but eliminate in full on consolidation.

(b) Other Transactions with Related Parties

There were no other transactions with related parties during the year ended 30 June 2015.

17. SHARE BASED PAYMENTS

The following table illustrates the number and weighted average exercise prices ('WAEP') of, and movements in, share options issued as share based payments during the year:

	2015 Number	2015 WAEP	2014 Number	2014 WAEP
Outstanding at beginning of year	7,074,999	$0.3020	5,974,999	$0.3085
Options expired during the year	(5,199,999)	$0.2667	-	-
Options granted during the year	-	-	1,100,000	$0.2667
Options exercised during the year	-	-	-	-
Outstanding at end of year	**1,875,000**	**$0.40**	**7,074,999**	**$0.3020**
Exercisable at end of year	**1,875,000**	**$0.40**	**7,074,999**	**$0.3020**

The outstanding balance of options issued as share based payments on issue as at 30 June 2015 is represented by:

- 1,875,000 options over ordinary shares with an exercise price of $0.40 each that expire on 22 March 2016;

The weighted average remaining contractual life of the options outstanding as at 30 June 2015 is 0.75 years (2014: 1.19 years).

The range of exercise prices for options outstanding at the end of the year was $0.40.

The weighted average fair value of options granted during the year was nil (2014: $0.014).

The terms and conditions of the options are disclosed in note 13(c).

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

The total share based payment expense recorded by the Group during the year was nil (2014: $15,400). All share based payments were accounted for as equity-settled share based payment transactions.

18. CONTROLLED ENTITIES

All controlled entities are included in the consolidated financial statements. The parent entity does not guarantee to pay the deficiency of its controlled entities in the event of a winding up of any controlled entity. The financial year end of the controlled entities is the same as that of the parent entity, except for the Mauritanian entity which is required by local law to use a 31 December year end (note – special purpose IFRS Accounts are maintained for the purposes of the consolidated financial statements).

Name of Controlled Entity	Place of Incorporation	% of Shares Held 2015	% of Shares Held 2014
OreCorp International Pty Ltd	Australia	100%	100%
OreCorp Resources Pty Ltd	Australia	100%	100%
OreCorp Mauritania SARL	Mauritania	100%	100%
OreCorp East Africa Pty Ltd	Australia	100%	100%
OreCorp Minerals PLC(1)	Ethiopia	100%	100%
OreCorp Africa Pty Ltd	Australia	100%	100%
OreCorp Moçambique Limitada(2)	Mozambique	-	100%
OreCorp REE Pty Ltd	Australia	100%	100%
Silverstone Minerals Pty Ltd	Australia	100%	100%
OreCorp Mining Mauritius Ltd	Mauritius	100%	100%

Notes

(1) The Company has commenced the wind up of the Ethiopian subsidiary. There are not expected to be any material effects on the financial statements.

(2) Company dissolved on 25 March 2015.

	Consolidated	
	2015 $	2014 $
19. REMUNERATION OF AUDITORS		
Amounts received or due and receivable by Deloitte for:		
- an audit or review of the financial reports of the Group	29,500	30,000
- other services in relation to the Group	-	-
Total Auditors' Remuneration: Deloitte	**29,500**	**30,000**

20. SEGMENT INFORMATION

AASB 8 requires operating segments to be identified on the basis of internal reports about components of the Consolidated Entity that are regularly reviewed by the chief operating decision maker in order to allocate resources to the segment and to assess its performance.

The Consolidated Entity operates in one operating segment and one geographical segment, being mineral exploration. This is the basis on which internal reports are provided to the Directors for assessing performance and determining the allocation of resources within the Consolidated Entity.

	Consolidated	
	Year Ended 2015 cents	Year Ended 2014 cents
21. EARNINGS PER SHARE		
Basic loss per share (cents per share)	**(0.57)**	**(2.35)**
Diluted loss per share (cents per share)	**(0.57)**	**(2.35)**

	Year Ended 2015 $	Year Ended 2014 $
The following reflects the income and share data used in the calculations of basic and diluted earnings per share:		
Net loss used in calculating basic and diluted earnings per share	**(650,670)**	**(2,665,151)**

	Number of Shares 2015	Number of Shares 2014
Weighted average number of ordinary shares used in calculating basic earnings per share, adjusted to reflect the group restructure	113,412,820	113,412,820
Effect of dilutive securities[1]	-	-
Adjusted weighted average number of ordinary shares used in calculating diluted earnings per share	**113,412,820**	**113,412,820**

Note

(1) Non-dilutive securities: As at balance date, 1,875,000 unlisted options (2014: 7,074,999) (which represent 1,875,000 potential ordinary shares (2014: 13,005,691) were not considered dilutive, for the purposes of calculating the loss per share for the year ended 30 June 2015, as they would decrease the loss per share.

Conversions, calls, subscriptions or issues after 30 June 2015

There have been no conversions, calls, subscriptions or issues of shares or options subsequent to balance date.

	Consolidated	
	2015 $	2014 $
22. STATEMENT OF CASH FLOWS		
(a) Reconciliation of Loss from Continuing Operations after Income Tax to Net Cash Outflow from Operating Activities		
Loss from continuing operations after income tax	(650,670)	(2,665,151)
Adjustment for non-cash income and expense items		
Depreciation	64,178	97,881
Provision for annual leave	1,052	4,334
Share based payments	-	15,400
Impairment of exploration intangible assets	29,081	58,164
Impairment of other intangible assets	-	2,273
Foreign exchange (gain)/loss	(802,441)	124,943
Loss on disposal of plant & equipment	39,127	2,217
Gain on disposal of available-for-sale shares in listed entity	(293,171)	-
Changes in assets and liabilities		
Decrease/(increase) in trade and other receivables	111,203	(124,024)
Decrease/(increase) in other current assets	25,540	48,406
Increase/(decrease) in trade and other payables	(50,983)	(564,031)
Net cash outflow from operating activities	**(1,527,084)**	**(2,999,588)**
(b) Reconciliation of Cash and Cash Equivalents		
Cash at bank and on hand	984,906	3,941,227
Bank short-term deposits	6,014,743	3,397,583
	6,999,649	**7,338,810**

(c) Credit Standby Arrangements with Banks

At balance date, the Group had no used or unused financing facilities.

(d) Non-cash Financing and Investment Activities

(i) 30 June 2015

During the year ended 30 June 2015, the Group did not complete any investment transactions that involved the issue of shares as consideration.

(ii) 30 June 2014

During the year ended 30 June 2015, the Group did not complete any investment transactions that involved the issue of shares as consideration.

	2015 $	2014 $
23. PARENT ENTITY DISCLOSURES		
(a) Parent Entity – Financial Position		
ASSETS		
Current Assets	6,954,842	7,327,983
Non-current Assets	52,560	90,784
TOTAL ASSETS	**7,007,402**	**7,418,767**
LIABILITIES		
Current Liabilities	138,756	167,751
Non-current Liabilities	4,619,611	4,619,611
TOTAL LIABILITIES	**4,758,367**	**4,787,362**
NET ASSETS	**2,249,035**	**2,631,405**
EQUITY		
Issued capital	9,130,483	9,130,483
Reserves	429,500	429,500
Accumulated losses	(7,310,948)	(6,928,578)
TOTAL EQUITY	**2,249,035**	**2,631,405**
(b) Parent Entity – Financial Performance		
Loss for the year	(382,370)	(3,017,732)
Other comprehensive income/(loss)	-	-
Loss attributable to members of the parent	**(382,370)**	**(3,017,732)**

(c) Guarantees Entered into by the Parent Entity in Relation to the Debts of its Subsidiaries

As at 30 June 2015, the Parent had not entered into any guarantees in relation to the debts of its subsidiaries.

(d) Contingent Liabilities of the Parent Entity

As at 30 June 2015, the Parent did not have any contingent liabilities.

(e) Commitments for the Acquisition of Property, Plant and Equipment by the Parent Entity

As at 30 June 2015, the Parent did not have any commitments for the acquisition of property, plant and equipment.

24. FINANCIAL INSTRUMENTS

(a) Overview

The Group's principal financial instruments comprise receivables, payables, cash and short-term deposits.

The totals for each category of financial instruments, measured in accordance with AASB 139 as detailed in the accounting policies to these financial statements, are as follows:

	Consolidated	
	2015 $	2014 $
Financial Assets		
Cash and cash equivalents	6,999,649	7,338,810
Other current receivables	189,288	326,029
Total financial assets	**7,188,937**	**7,664,839**
Financial Liabilities		
Trade and other payables	140,886	152,767
Total financial liabilities	**140,886**	**152,767**

The main risks arising from the Group's financial instruments are interest rate risk, foreign currency risk, credit risk and liquidity risk.

This note presents information about the Group's exposure to each of the above risks, its objectives, policies and processes for measuring and managing risk, and the management of capital. Other than as disclosed, there have been no significant changes since the previous financial year to the exposure or management of these risks.

The Group manages its exposure to key financial risks in accordance with the Group's financial risk management policy. Key risks are monitored and reviewed as circumstances change (e.g. acquisition of a new project) and policies are revised as required. The overall objective of the Group's financial risk management policy is to support the delivery of the Group's financial targets whilst protecting future financial security.

Given the nature and size of the business and uncertainty as to the timing and amount of cash inflows and outflows, the Group does not enter into derivative transactions to mitigate the financial risks. In addition, the Group's policy is that no trading in financial instruments shall be undertaken for the purposes of making speculative gains. As the Group's operations change, the Directors will review this policy periodically going forward.

The Board of Directors has overall responsibility for the establishment and oversight of the risk management framework. The Board reviews and agrees policies for managing the Group's financial risks as summarised below.

(b) Liquidity Risk

Liquidity risk is the risk that the Group will not be able to meet its financial obligations as they fall due. The Board's approach to managing liquidity is to ensure, as far as possible, that the Group will always have sufficient liquidity to meet its liabilities when due. As at 30 June 2015, the Group has sufficient liquid assets to meet its financial obligations.

(c) Liquidity and Interest Risk Tables

	Weighted Average Effective Interest Rate %	≤ 6 months $	Total $
2015			
Group			
Financial Assets			
Non-interest bearing [1]	-	4,642,398	4,642,398
Variable interest rate instruments	1.71	920,917	920,917
Fixed interest rate instruments	4.73	1,625,622	1,625,622
		7,188,937	**7,188,937**
Financial Liabilities			
Non-interest bearing	-	140,885	140,885
		140,885	**140,885**
2014			
Group			
Financial Assets			
Non-interest bearing	-	4,119,089	4,119,089
Variable interest rate instruments	1.97	189,631	189,631
Fixed interest rate instruments	3.45	3,356,119	3,356,119
		7,664,839	**7,664,839**
Financial Liabilities			
Non-interest bearing	-	152,767	152,767
		152,767	**152,767**

Notes:

(1) The majority of the non-interest bearing financial assets are US dollars on deposit, which earn no interest income.

(d) Interest Rate Risk Exposure

The Group's exposure to the risk of changes in market interest rates relates primarily to the cash and short-term deposits with a floating interest rate.

These financial assets with variable rates expose the Group to cash flow interest rate risk. All other financial assets and liabilities, in the form of receivables and payables are non-interest bearing.

The Group currently does not engage in any hedging or derivative transactions to manage interest rate risk.

Cash flow sensitivity analysis for variable rate instruments

A sensitivity of 10% has been selected as this is considered reasonable given the current level of both short-term and long-term interest rates. An increase of 10% in the interest rates at the reporting date would have increased (decreased) equity and profit and loss by the amounts shown below. This analysis assumes that all other variables, in particular foreign currency rates, remain constant.

	Profit or Loss		Equity	
	10% Increase $	10% Decrease $	10% Increase $	10% Decrease $
2015				
Group				
Cash and cash equivalents	12,679	(12,679)	12,679	(12,679)
2014				
Group				
Cash and cash equivalents	21,246	(21,246)	21,246	(21,246)

It is noted that the analysis shown above is not representative of the risks faced by the Group throughout the period because interest rates and cash balances have changed significantly during 2015 and 2014.

(e) Net Fair Value of Financial Assets and Liabilities

The net fair value of cash, cash equivalents and financial assets and financial liabilities approximates their carrying value.

(f) Credit Risk Exposure

Credit risk is the risk of financial loss to the Group if a customer or counterparty to a financial instrument fails to meet its contractual obligations. This arises principally from cash and cash equivalents and trade and other receivables and in the Company includes loans to controlled entities.

The carrying amount of the Group's financial assets represents the maximum credit risk exposure, as represented below:

	Consolidated	
	2015 $	2014 $
Financial Assets		
Cash and cash equivalents	6,999,649	7,338,810
Trade and other receivables and other financial assets	189,288	326,029
Total financial assets	**7,188,937**	**7,664,839**

The Group does not have any significant customers and accordingly does not have any significant exposure to bad or doubtful debts.

Trade and other receivables includes GST/VAT refunds receivable and accrued interest. Where possible the Group trades only with recognised, creditworthy third parties. It is the Group's policy that all customers who wish to trade on credit terms are subject to credit verification procedures. In addition, receivable balances are monitored on an ongoing basis with the result that the Group's exposure to bad debts is not significant. None of the Group's receivables at 30 June 2015 are past due. No impairment losses have been recognised.

The Company's accounts include receivables from controlled entities for which full provisions for non-recovery have been made. Provision is made against loans to controlled entities where the underlying exploration assets have been fully provided for or written off.

With respect to credit risk arising from cash and cash equivalents, the Group's exposure to credit risk arises from default of the counter party, with a maximum exposure equal to the carrying amount of these instruments. The parent entity's cash and cash equivalents are held with the Westpac Bank and Commonwealth Bank, which are Australian banks with an AA credit rating (Standard & Poor's).

(g) Foreign Currency Risk

The Group also has transactional currency exposures. Such exposure arises from transactions denominated in currencies other than the functional currency of the entity.

The Group currently does not engage in any hedging or derivative transactions to manage foreign currency risk. The Group's exposure to foreign currency risk throughout the current and prior year primarily arose from certain controlled entities of the Company with functional currencies other than AUD having foreign currency exposure in relation to intercompany loans which are denominated in Australian dollars. In the Group accounts, the exchange movements on these loans are taken to the foreign currency translation reserve. As noted above, these loans are fully provided for and accordingly, the carrying value of these loans at balance date is $nil (2014: $nil).

The carrying amounts of the Group's foreign currency denominated monetary assets and monetary liabilities at the end of the reporting period are as follows.

	Assets 2015 $	Assets 2014 $
US dollars	4,417,515	3,735,044
Other (Mauritanian and Ethiopian currencies)	4,681	40,938
	4,422,196	**3,775,982**

(h) Commodity risk

The Group is exposed to commodity price risk. These commodity prices can be volatile and are influenced by factors beyond the Group's control. As the Group is currently engaged in exploration and business development activities, no sales of commodity products are forecast for the next 12 months, and accordingly, no hedging or derivative transactions have been used to manage price risk.

(i) Capital Management

The Board's policy is to maintain a strong capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business. Given the stage of development of the Group, the Board's objective is to minimise debt and to raise funds as required through the issue of new shares. The Group is currently examining new business opportunities, where acquisition/working capital requirements of a new project may involve additional funding in some format.

The Group is not definitively committed to any specific exploration spend on its exploration licences in Africa and will continue to assess ongoing exploration results on the licences, prior to making any decisions on future exploration programs and expenditures.

There were no changes in the Group's approach to capital management during the year.

The Group is not subject to externally imposed capital requirements.

25. COMMITMENTS FOR EXPENDITURE

	Consolidated	
	2015 $	2014 $
Commitments		
Not longer than 1 year	235,424	31,946
Longer than 1 year and not longer than 5 years	29,732	-
	265,156	**31,946**

Note

(1) The commitments at 30 June 2015 relate to rent on office buildings.

26. CONTINGENT LIABILITIES

As at 30 June 2015 and 30 June 2014, the Group did not have any contingent liabilities.

27. SUBSEQUENT EVENTS

Other than as disclosed below, there were no significant events occurring after balance date requiring disclosure.

(i) On 22 September 2015, the Company announced that it had entered into a conditional, binding earn-in and joint venture agreement (**JVA**) to earn up to a 51% interest in the Nyanzaga Gold Project (**Nyanzaga** or the **Project**) in the Lake Victoria Goldfields of Tanzania (**LVG**). The Project hosts an in-pit indicated and inferred Foreign Estimate of 4.2Moz @ 1.3g/t Au at a 0.4g/t lower cut-off, in the Nyanzaga and Kilimani deposits (**Foreign Estimate**).

Cut-off	Indicated			Inferred			Total Indicated + Inferred		
g/t Au	Mt	g/t Au	Moz Au	Mt	g/t Au	Moz Au	Mt	g/t Au	Moz Au
0.40	97.35	1.31	4.10	3.04	0.93	0.09	100.39	1.30	4.19
1.00	49.15	1.91	3.01	0.66	2.25	0.05	49.81	1.91	3.06

The Nyanzaga Project is at an advanced exploration stage, with considerable drilling and associated mining information. The Nyanzaga (also known as Tusker) and Kilimani deposits (collectively, the **Nyanzaga Deposit**) offer scalability and have the potential to be developed as a large-scale, single open pit gold mine. OreCorp intends to advance the Project to the completion of a Scoping Study by 31 December 2016 and through to at least completion of the Definitive Feasibility Study.

The Project comprises 27 contiguous Prospecting Licences covering a combined area of 299km^2 and in addition to the Foreign Estimate, includes a number of other exploration targets at varying stages of advancement.

The interest in the Project is being acquired from Acacia Mining plc (**Acacia**; formerly African Barrick Gold plc), a FTSE250 company with three operating gold mines in the LVG. Acacia presently holds the Project via its wholly owned subsidiaries.

The consideration comprises US$1 million in an upfront cash payment, followed by staged earn-in expenditure and completion of a DFS to earn a 25% interest. Dependent upon the NPV generated by the DFS, Acacia may elect to retain a 75% interest by paying OreCorp an NPV-based multiple of expenditure, or failing Acacia's election, OreCorp may increase to a 51% interest by making cash and royalty payments up to a total of US$15 million based on the achievement of defined project milestones.

Pursuant to the requirements of ASX Listing Rule 5.12.9, OreCorp provides the following cautionary statement:

1. The Foreign Estimate of mineralisation included in this announcement is not compliant with the Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves (2012 JORC Code) and is a "Foreign Estimate" for the purpose of the ASX Listing Rules.

2. An independent resource consulting group was commissioned by African Barrick Gold plc (ABG, now known as Acacia Mining plc (Acacia)) to prepare an independent Technical Report on the Nyanzaga Project suitable for reporting purposes under the standards of Canada's National Instrument (NI) 43-101 (NI 43-101). The estimation work was carried out during March and April 2012 incorporating all resource definition drilling available as of 1st March 2012. This reported a larger global estimate and was the basis for the most recent Foreign Estimate for Nyanzaga undertaken by ABG. The most recent Foreign Estimate was used as a basis for Acacia's Annual Report for the year ended 31 December 2013, and re-stated in the Annual Report for the year ended 31 December 2014. Acacia applied various modifying factors, which included the gold price and various other parameters, to the global estimate completed by the independent consultant in March. The application of these modifying factors generated the in-pit Foreign Estimate quoted in this announcement. The complete set of modifying factors used have not been made available to OreCorp.

3. A Competent Person (under the ASX Listing Rules) has not yet done sufficient work to classify the Foreign Estimate as Mineral Resources or Ore Reserves in accordance with the 2012 JORC Code.

4. It is uncertain that following evaluation and/or further exploration work, the Foreign Estimate will be able to be reported as Mineral Resources or Ore Reserves in accordance with the 2012 JORC Code.

Further details in relation to the Nyanzaga Project and the JVA are available in the Company's ASX Announcement dated 22 September 2015.

(ii) Post year end the Company commenced the wind up of its Ethiopian subsidiary. The closure of the subsidiary is not expected to have a material impact on the consolidated group.

DIRECTORS' DECLARATION

In accordance with a resolution of the Directors of OreCorp Limited, I state that:

(1) In the opinion of the Directors:

(a) the financial statements and notes thereto of the Consolidated Entity are in accordance with the Corporations Act 2001 including:

(i) giving a true and fair view of the Consolidated Entity's financial position as at 30 June 2015 and of their performance for the year ended on that date; and

(ii) complying with accounting standards and the Corporations Act 2001; and

(b) there are reasonable grounds to believe that the Consolidated Entity will be able to pay their debts as and when they become due and payable.

(2) The attached financial statements are in compliance with International Financial Reporting Standards, as stated in note 1 to the financial statements.

(3) The Directors have been given a declaration required by section 295A of the Corporations Act 2001 for the financial year ended 30 June 2015.

On behalf of the Board

MATTHEW YATES
Chief Executive Officer

25 September 2015

Deloitte Touche Tohmatsu
ABN 74 490 121 060

Woodside Plaza
Level 14
240 St Georges Terrace
Perth WA 6000
GPO Box A46
Perth WA 6837 Australia

Tel: +61 8 9365 7000
Fax: +61 8 9365 7001
www.deloitte.com.au

Independent Auditor's Report to the Members of OreCorp Limited

Report on the Financial Report

We have audited the accompanying financial report of OreCorp Limited, which comprises the statement of financial position as at 30 June 2015, the statement of profit or loss and other comprehensive income, the statement of cash flows and the statement of changes in equity for the year ended on that date, notes comprising a summary of significant accounting policies and other explanatory information, and the directors' declaration of the consolidated entity, comprising the company and the entities it controlled at the year's end or from time to time during the financial year as set out on pages 18 to 58.

Directors' Responsibility for the Financial Report

The directors of the company are responsible for the preparation of the financial report that gives a true and fair view in accordance with Australian Accounting Standards and the *Corporations Act 2001* and for such internal control as the directors determine is necessary to enable the preparation of the financial report that gives a true and fair view and is free from material misstatement, whether due to fraud or error. In Note 1, the directors also state, in accordance with Accounting Standard AASB 101 *Presentation of Financial Statements*, that the consolidated financial statements comply with International Financial Reporting Standards.

Auditor's Responsibility

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

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

Deloitte.

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

Auditor's Independence Declaration

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

Opinion

In our opinion:

(a) the financial report of OreCorp Limited is in accordance with the *Corporations Act 2001*, including:

   (i) giving a true and fair view of the consolidated entity's financial position as at 30 June 2015 and of its performance for the year ended on that date; and

   (ii) complying with Australian Accounting Standards and the *Corporations Regulations 2001*; and

(b) the consolidated financial statements also comply with International Financial Reporting Standards as disclosed in Note 1.

Report on the Remuneration Report

We have audited the Remuneration Report included in pages 10 to 16 of the directors' report for the year ended 30 June 2015. The directors of the company are responsible for the preparation and presentation of the Remuneration Report in accordance with section 300A of the *Corporations Act 2001*. Our responsibility is to express an opinion on the Remuneration Report, based on our audit conducted in accordance with Australian Auditing Standards.

Opinion

In our opinion the Remuneration Report of OreCorp Limited for the year ended 30 June 2015, complies with section 300A of the *Corporations Act 2001*.

Deloitte Touche Tohmatsu

DELOITTE TOUCHE TOHMATSU

Leanne Karamfiles
Partner
Chartered Accountants
Perth, 25 September 2015

Deloitte Touche Tohmatsu
ABN 74 490 121 060

Woodside Plaza
Level 14
240 St Georges Terrace
Perth WA 6000
GPO Box A46
Perth WA 6837 Australia

Tel: +61 8 9365 7000
Fax: +61 8 9365 7001
www.deloitte.com.au

The Directors
OreCorp Limited
Ground Floor, 516 Hay Street
SUBIACO WA 6008

25 September 2015

Dear Board Members

OreCorp Limited

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

As lead audit partner for the audit of the financial statements of OreCorp Limited for the financial year ended 30 June 2015, I declare that to the best of my knowledge and belief, there have been no contraventions of:

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

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

Yours sincerely

Deloitte Touche Tohmatsu

DELOITTE TOUCHE TOHMATSU

Leanne Karamfiles
Partner
Chartered Accountants

DISCLAIMER/FORWARD LOOKING STATEMENTS

The purpose of this report is to provide general information about OreCorp Limited. It is not recommended that any person makes any investment decision in relation to the Company based solely on this report. This report does not necessarily contain all information which may be material to the making of a decision in relation to the Company. Any investor should make its own independent assessment and determination as to the Company's prospects prior to making any investment decision, and should not rely on the information in this report for that purpose.

This report contains certain statements which may constitute 'forward-looking statements'. Such statements are only predictions and are subject to inherent risks and uncertainties which could cause actual values, results, performance or achievements to differ materially from those expressed, implied or projected in any forward-looking statements. No representation or warranty, express or implied, is made by the Company that the matters stated in this report will be achieved or prove to be correct.

The Company does not purport to give financial or investment advice. No account has been taken of the objectives, financial situation or needs of any recipient of this document. Recipients of this document should carefully consider whether the securities issued by the Company are an appropriate investment for them in light of their personal circumstances, including their financial and taxation position.

Except for statutory liability which cannot be excluded, the Company, its officers, employees and advisers expressly disclaim any responsibility for the accuracy or completeness of the material contained in this report and exclude all liability whatsoever (including in negligence) for any loss or damage which may be suffered by any person as a consequence of any information in this report or any error or omission there from. The Company accepts no responsibility to update any person regarding any inaccuracy, omission or change in information in this report or any other information made available to a person nor any obligation to furnish the person with any further information.

OreCorp
LIMITED